IPM HOLDINGS, INC.
Penthouse, The Taipan Place, F. Ortigas Jr. Road
Ortigas Center, Pasig City, 1605

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Dear Stockholders:

Please be notified that the annual meeting of stockholders of **IPM HOLDINGS, INC.** (the "**Corporation**") will be held virtually by remote communication or *in absentia* on July 23, 2025, Wednesday, at 10:00 a.m., at the Penthouse, The Taipan Place, F. Ortigas Jr. Road, Ortigas Center, Pasig City. The physical presence of a stockholder is not required at the meeting. The meeting will be held virtually and stockholders who wish to attend by remote communication or *in absentia* should register according to the process below in order to have access to the meeting through the following link:

https://us02web.zoom.us/j/7010971769?pwd=oyMsPg5jMdhab4bZMe0b2ie6tcc1MI.1&omn=82778918896

The Agenda of the meeting is as follows:

1. Call to Order
2. Proof of Notice and Certification of Quorum
3. Approval of Minutes of Previous Stockholders' Meeting
4. Approval of Management Report and Audited Financial Statements for the Year Ended December 31, 2024
5. Ratification of All Acts of the Board of Directors and Management
6. Election of Directors
7. Appointment of External Auditor
8. Other Matters
9. Adjournment

For purposes of the meeting, stockholders of record as of June 26, 2025 are entitled to receive notice of and vote at the said meeting. Stockholders intending to participate by remote communication should pre-register by sending an e-mail to ipmholdings.asm@yahoo.com on or before July 13, 2025. Please refer to the **Procedure for Registration, Participation, and Voting at the 2025 Annual Stockholders' Meeting** (attached to the Definitive Information Statement) for detailed information on the procedure for registration, participation by remote communication, and voting by proxy. Validation of proxies will take place on July 18, 2025.

By registering to participate in the virtual meeting, a stockholder, or proxy or representative of the stockholder, agrees for the Corporation and its service providers to process their sensitive personal information necessary to verify their identity and authority. A stockholder who fails to comply with the registration requirement will not be able to participate in the virtual Annual Stockholders' Meeting.

For information about the conduct of the virtual meeting, you may email ipmholdings.asm@yahoo.com.

Makati City, June 17, 2025.

Very truly yours,

ANA MARIA A. KATIGBAK
Corporate Secretary

ANNEX TO THE NOTICE OF THE
2025 ANNUAL STOCKHOLDERS' MEETING

AGENDA
Details and Rationale

1. Call to Order

The Chairman of the Board of Directors, Ms. Isabelita P. Mercado, will call the meeting to order.

2. Proof of Notice and Certification of Quorum

The Corporate Secretary, Atty. Ana Maria A. Katigbak, will certify that copies of this Notice have been sent to all stockholders of record as of June 26, 2025, and whether the attendees represented at the meeting hold a sufficient number of shares for quorum for the valid transaction of business.

3. Approval of the Minutes of the Previous Stockholders' Meeting

Prior to the meeting, electronic copies of the draft minutes of the previous stockholders' meeting were uploaded on the Corporation's website https://www.ipmholdings.com.ph/ and made available to the stockholders.

The stockholders will be requested to approve the draft minutes. The following is the proposed resolution:

> *"**RESOLVED**, that the minutes of the Annual Stockholders' Meeting of IPM Holdings, Inc. (the "Corporation") held on June 19, 2024 be, as it is hereby, approved."*

4. Approval of Management Report & Audited Financial Statements for Year Ended December 31, 2024

The Chairman, of the Board of Directors, Ms. Isabelita P. Mercado, or her representative, will present the annual report of management to the stockholders, discuss initiatives undertaken and challenges faced by the Corporation in 2024, and share her personal perspective of the Corporation's future. Electronic copies of the Management Report together with the audited financial statements as of the year ended December 31, 2024 and latest interim financial report were uploaded prior to the meeting on the Corporation's website https://www.ipmholdings.com.ph/ and PSE Edge.

The Chairman of the Board of Directors or her representative will present the financial results and the audited financial statements for the year ended December 31, 2024 and

the interim financial report as of March 31, 2025. The financial statements were audited by the Corporation's external auditor, Isla Lipana & Co., and approved by the Corporation's Board of Directors. In compliance with regulatory requirements, the audited financial statements have also been submitted to the Securities and Exchange Commission, Philippine Stock Exchange and Bureau of Internal Revenue.

For good order, stockholders were requested to email their questions and comments to ipmholdings.asm@yahoo.com. Any questions and comments from the stockholders will be entertained before the end of the meeting.

The stockholders will be requested to approve the annual report of management and the audited financial statements for year ended December 31, 2024. The following is the proposed resolution:

> *"**RESOLVED**, that the annual report of management as presented by the officers of IPM Holdings, Inc. and the Corporation's audited financial statements for year ended December 31, 2024 be, as it is hereby, approved."*

5. Ratification of All Acts of the Board of Directors and Management

The Corporation's performance was the result of the acts, contracts, resolutions and actions of the Board of Directors and Management of the Corporation, and the stockholders will be requested to ratify the same. The list of acts for ratification were included in the Definitive Information Statement made available to the stockholders prior to the meeting. Electronic copies of the Definitive Information Statement, including the list of acts for ratification, were uploaded prior to the meeting on the Corporation's website https://www.ipmholdings.com.ph/ and PSE Edge.

The following is the proposed resolution:

> *"**RESOLVED**, that all acts, contracts, resolutions and actions of the Board of Directors and Management of the Corporation from the date of the last annual stockholders' meeting up to the present be, as they are hereby, approved, ratified and confirmed."*

6. Election of Directors

The individuals below were nominated for re-election to the Board of Directors and their respective backgrounds and qualifications were screened by the Nominations Committee. Management is proposing the re-election of Atty. Alfredo P. Javellana II as independent director of the Corporation, who has served for more than nine years since July 2012. Management strongly believes that retaining Atty. Javellana in the Corporation's Board of Directors will be beneficial to the continuing growth and strategic direction of the Corporation. His industry experience and knowledge will be most valuable in the successful governance of the Corporation.

For Regular Directors

1. ISABELITA P. MERCADO
2. FRANCIS NEIL P. MERCADO
3. ANTONIO VICTORIANO F. GREGORIO III
4. JAN VINCENT P. MERCADO
5. PATRICK LOUIE MERCADO

For Independent Directors

1. ALFREDO P. JAVELLANA II
2. DAVID L. KHO

7. Appointment of External Auditor

The Audit Committee and Management have favorably endorsed to the stockholders the appointment of Isla Lipana & Co. as the Corporation's external auditor for the current year 2025. The following is the proposed resolution:

> *"**RESOLVED**, that the audit firm Isla Lipana & Co. be, as it is hereby, appointed as the Corporation's external auditor for the current year 2025."*

8. Other Matters

Questions and comments received from the stockholders will be taken up. Stockholders may propose to discuss other issues and matters.

9. Adjournment

After all matters in the agenda have been taken up, the Chairman shall entertain a motion to adjourn the meeting.

PROXY FORM

IPM HOLDINGS, INC.

PROXY SOLICITED ON BEHALF OF THE MANAGEMENT OF IPM HOLDINGS, INC. (OR THE "CORPORATION") FOR THE ANNUAL STOCKHOLDERS' MEETING TO BE HELD VIRTUALLY BY REMOTE COMMUNICATION OR *IN ABSENTIA* ON JULY 23, 2025, WEDNESDAY, AT 10:00 A.M. AT THE PENTHOUSE, THE TAIPAN PLACE, F. ORTIGAS JR. ROAD, ORTIGAS CENTER, PASIG CITY, 1605.

Instruction

(a) The proxy must be duly accomplished by the stockholder as of record date June 26, 2025. A proxy executed by a corporation shall be in the form of a board resolution duly certified by the Corporate Secretary or in a proxy form executed by a duly authorized corporate officer accompanied by a corporate secretary's certificate quoting the board resolution authorizing the said corporate officer to execute the proxy.

(b) Duly accomplished proxies may be mailed or submitted personally to the Corporate Secretary of the Corporation and received not later than July 13, 2025 at the following address:

The Corporate Secretary
IPM Holdings, Inc.
Penthouse, The Taipan Place, F. Ortigas Jr. Road
Ortigas Center, Pasig City, 1605

(c) In case of shares of stock owned jointly by two or more persons, the consent of all co-owners must be necessary for the execution of the proxy. For persons owning shares in an "and/or" capacity, any one of them may execute the proxy.

(d) Proxies shall be validated not later than July 18, 2025 by the Corporation's stock transfer agent, BDO Unibank, Inc. – Trust and Investments Group.

(e) Unless otherwise indicated by the stockholder, a stockholder shall be deemed to have designated the Chairman of the Board of the Corporation, as his proxy for the annual stockholders' meeting to be held on July 23, 2025.

(f) If the number of shares of stock is left in blank, the proxy shall be deemed to have been issued for all of the stockholder's shares of stock in the Corporation as of Record Date.

(g) The manner in which this proxy shall be accomplished, as well as the validation hereof shall be governed by the provisions of SRC Rule 20.

(h) The stockholder executing the proxy shall indicate the manner by which he wishes the proxy to vote on any of the matters in (1), (2), (3), (4), and (5), below by checking the appropriate box. Where the boxes (or any of them) are unchecked, the stockholder executing the proxy is deemed to have authorized the proxy to vote in favor of the matter.

The Undersigned hereby appoints:

a) The Chairman of IPM Holdings, Inc.
b) or, _____

as his/her/its Proxy to attend the above annual meeting of the stockholders of **IPM Holdings, Inc.**, and any adjournment or postponement thereof, to vote all shares of stock held by the undersigned as specified below and on any matter that may properly come before said meeting.

Management recommends a vote for:

1. ***Approval of the Minutes of the Annual Stockholders' Meeting held on June 19, 2024***

[ ] FOR [ ] AGAINST [ ] ABSTAIN

2. ***Approval of the Management Report and Audited Financial Statements for the year ended December 31, 2024***

[ ] FOR [ ] AGAINST [ ] ABSTAIN

3. ***Ratification of the Acts of the Board of Directors, Officers, and Management from the date of the last Annual Stockholders' Meeting up to the present***

[ ] FOR [ ] AGAINST [ ] ABSTAIN

4. ***Election of Directors***[1]

( ) for all nominees listed below (except as marked to the contrary below).
( ) withhold authority to vote for all nominees listed below.
( ) strike the box opposite the name of each nominee to indicate that authority to vote for such nominee is withheld.

Security holder may strike a line through the nominee's name in the list below to withhold authority to vote for any individual nominee.

Nominees

For Regular Directors:

[ ] ISABELITA P. MERCADO
[ ] FRANCIS NEIL P. MERCADO
[ ] ANTONIO VICTORIANO F. GREGORIO III
[ ] JAN VINCENT P. MERCADO
[ ] PATRICK LOUIE MERCADO

For Independent Directors:

[ ] ALFREDO P. JAVELLANA II
[ ] DAVID L. KHO

5. ***Appointment of Isla Lipana & Co. as external auditor for the current year 2025***

[ ] FOR [ ] AGAINST [ ] ABSTAIN

(i) In their discretion, the Proxies are authorized to vote upon such other matters as may properly come before the meeting.

This proxy, when properly executed, will be voted in the manner directed above by the undersigned stockholder. If no direction is made, this proxy will be voted in favor of items 1, 2, 3, 4, and 5.

Dated _____

_____
(Signature over printed name, including title when signing for a corporation or partnership or as an agent, attorney or fiduciary)

Please mark, sign, date, and return promptly in accompanying envelope.

[1] Cumulative method of voting under Section 23 of the Revised Corporation Code of the Philippines is allowed.

ACCESS INSTRUCTIONS

Copies of the Notice, Proxy Form, Definitive Information Statement, Management Report, Audited Financial Statements of the Corporation as of December 31, 2024, Quarterly Report (SEC Form 17-Q) for the period ended March 31, 2025 and other related materials for the Annual Stockholders' Meeting can be accessed through the following options:

1. Scan the QR code using your smart phone's QR code reader.
2. Visit the Company's website at https://www.ipmholdings.com.ph/
3. Visit the PSE Edge Portal.
4. Request for a copy by sending an email to ipmholdings.asm@yahoo.com.