



**BLOOMBERRY RESORTS CORPORATION
2020 ANNUAL STOCKHOLDERS' MEETING**

Notice is hereby given that the Annual Stockholders' Meeting of Bloomberry Resorts Corporation (BLOOM) will be held and conducted virtually online on Thursday, June 18, 2020 at 2:00 p.m. at **www.bloomberry.ph/2020asm**, with the following agenda:

A G E N D A

1. Call to order
2. Determination of existence of quorum
3. Approval of the minutes of the Annual Stockholder's Meeting held on 11 April 2019
4. Report of the Chairman
5. Approval of the Audited Financial Statements
6. Ratification of all acts, contracts, investments and resolutions of the board of directors and management since the last annual stockholders' meeting
7. Election of the members of the Board of Directors. The requirements and procedure for the nomination and election of directors is set forth in Item 5 of the Information Statement.
8. Appointment of the External Auditor
9. Other Matters

The Board of Directors fixed May 18, 2020 as the record date for the purpose of determining Stockholders entitled to notice and to vote at the said meeting.

To ensure the safety and welfare of our stockholders and other stakeholders and as a precaution against the COVID-19 risk, BLOOM's Board of Directors has approved on May 22, 2020 in accordance with SEC rules a virtual stockholders' meeting for 2020. The meeting will be held online by remote communication and voting will be *in absentia*. The specific procedures for participating in the meeting through remote communication and voting *in absentia* are set forth in Appendix "A" hereof.

Online registration to participate in the virtual meeting can be done at **www.bloomberry.ph/2020asm** from **9:00am on June 2, 2020** until **5:00pm on June 15, 2020**. Provided that, for shareholders who will appoint a proxy, the duly accomplished proxy forms must be submitted on or before **5:00 p.m. on June 10, 2020**. Please note that corporate shareholders are required to submit a proxy.

By registering to participate in the virtual stockholders' meeting a stockholder or a proxy or representative of the stockholder agrees for BLOOM 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 stockholders' meeting.

If you are unable to join the meeting but wish to vote on items in the agenda, you may appoint the Chairman of the meeting as your proxy with specific voting instructions which will be

duly counted. Please send your proxy on or before **5:00 p.m. on June 10, 2020** to the Office of the Corporate Secretary by email to investorrelations@solaireresort.com.

The Office of the Corporate Secretary and the Stock Transfer Services Inc. will conduct the proxy validation at the Executive Offices, Solaire Resort & Casino, 1 Asean Avenue, Entertainment City, Barangay Tambo, Parañaque City on **June 11, 2020 at 11:00am**.

This Notice supersedes the Notice of Stockholders' Meeting submitted to the Philippine Stock Exchange on March 20, 2020 and April 14, 2020.

A copy of the Information Statement and Management Report for the Annual Stockholders' Meeting (together with the Audited Financial Statements of BLOOM as of December 31, 2019 and SEC Form 17-Q as of March 31, 2020) is available for download at the Company's website at **www.bloomberry.ph** and at the PSE Edge.

Makati City, May 22, 2020

For the Board of Directors:

By: 
SILVERIO BENNY J. TAN
Corporate Secretary

Appendix “A”

BLOOM ANNUAL STOCKHOLDERS’ VIRTUAL MEETING REQUIREMENTS AND PROCEDURE FOR PARTICIPATION BY REMOTE COMMUNICATION AND VOTING *IN ABSENTIA*

1. The platform for participation through remote communication and voting *in absentia* for the 2020 BLOOM Annual Stockholders’ Virtual Meeting (the “Meeting”) can be found online at **www.bloomberry.ph/2020asm** (the “Platform”).
2. Only BLOOM stockholders as at record date, May 18, 2020 (the “Stockholders”) can use the Platform to participate in the Meeting through remote communication and vote *in absentia* on the matters in the Agenda, provided the Stockholder has (1) complied with the registration requirement, and (2) such registration has passed the validation process.
3. Registration to participate in the Meeting is from **9:00am on June 2, 2020 until 5:00pm on June 15, 2020**. Provided that, for shareholders who will appoint a proxy, duly accomplished proxy must be submitted on or before **5:00 p.m. on June 10, 2020**.
4. Registration Procedure and Requirements (Please note that BLOOM will request for consent to process sensitive personal information pursuant to the Data Privacy Act.)
 - a. Procedure: To register for the Platform, log on to **www.bloomberry.ph/2020asm** and follow the instructions below. Stockholders should complete the online registration form and submit the same for validation:
 - i. Proceed to **www.bloomberry.ph/2020asm**;
 - ii. Click Register
 - iii. Carefully read the Agreement and Data Privacy Consent;
 - iv. Indicate full name;
 - v. Provide a valid and active email address;
 - vi. Provide the required shareholder information; and
 - vii. Upload the supporting documents.

BLOOM will evaluate and validate the information and documents furnished and uploaded. After passing the validation process, a username and password to access the Meeting will be sent to the email address provided.

b. Registration Requirements:

- i. For Individual Stockholders with the shares recorded in their name:
 1. Valid and active email address of Stockholder;
 2. Valid and active contact number of Stockholder; and
 3. Scanned copy of the Stockholder’s valid government-issued ID showing photo and personal details (in JPG format with a file size not larger than 5MB).
 4. Stockholders with joint accounts shall further submit scanned copy of an authorization letter signed by all Stockholders, identifying who among them is authorized to cast the vote for the account (in JPG format with a file size not larger than 5MB);
 5. Individual stockholders who will appoint a proxy shall submit by June 10, 2020 the duly accomplished and signed proxy, and scanned copy of the Proxy’s valid

government-issued ID showing photo and personal details (in JPG format with a file size not larger than 5MB)

ii. For an Individual Stockholder under a Broker account:

1. Valid and active email address of Stockholder;
2. Valid and active contact number of Stockholder;
3. Broker's Certification on the Stockholder's number of shareholdings (in JPG format with a file size not larger than 5MB). **Important Note:** To facilitate the verification of your account, please make sure that you copy BLOOM, through: investorrelations@solaireresort.com; and the stock and transfer agent, STSI, through: rdregala@stocktransfer.com.ph in all email correspondence with Broker regarding request for Broker's Certification; and
4. Scanned copy of the Stockholder's valid government-issued ID showing photo and personal details (in JPG format with a file size not larger than 5MB).
5. If the stockholder will appoint a proxy, the requirements for a proxy provided under item 4.b.i.5 shall be complied with.

iii. For corporate stockholders (e.g. corporation, association, or partnership):

1. Duly accomplished and signed Proxy submitted by June 10, 2020 (and validated by BLOOM);
 2. Certification, signed by a duly authorized officer, partner or representative of such corporation, association, or partnership, that the person signing the proxy is authorized by the governing board or has the power under its bylaws, or constitutive documents of such corporation, association, or partnership, to sign the Proxy (in JPG format with a file size not larger than 5MB)
 - a. A proxy form given by a broker or dealer in respect of shares of stock carried by such broker or dealer for the account of a customer must be supported by a sworn certification that the same is given with the express prior authorization of such customer.
 - b. If any customer of a broker or dealer who is the beneficial owner of shares of stock executes a sub-proxy, the broker or dealer shall certify that the signature on the sub-proxy is the true and genuine signature of its customer;
 3. Valid and active email address of the Stockholder's Representative;
 4. Valid and active contact number of the Stockholder's Representative;
 5. Scanned copy of the valid government-issued ID of the person signing the Certification in item 4.b.iii.2 showing photo and personal details (in JPG format with a file size not larger than 5MB); and
 6. Scanned copy of the Proxy's valid government-issued ID showing photo and personal details (in JPG format with a file size not larger than 5MB).
- c. BLOOM will validate the registration requirements provided under item 4.b. The registration of a Stockholder who provides incomplete or inconsistent information will be denied.
- d. Stockholders are advised to register as early as possible.
- e. Stockholders who cannot or opt not to use the Platform will be allowed to vote through a proxy with instructions to the Chairman of the meeting. Please submit the proxy with voting instructions (together with documents required for stockholders submitting a proxy) to the Office of the Corporate Secretary by email to investorrelations@solaireresort.com on or before **5:00 p.m. on June 10, 2020**
- f. BLOOM reserves the right to request additional information, and original signed copies of the documents forming part of the Registration Requirements at a later time.

5. Validation of Registration

- a. Only Stockholders with submitted registration and validated registration can use the Platform to participate in the Meeting;
- b. After registration and passing the validation process, the Stockholder will receive an email confirmation on their successful and validated registration together with a username and password for the participation in the Meeting through remote communication. The username and password is required to access the Meeting on June 18, 2020 at 2:00PM at **www.bloomberry.ph/2020asm**;
- c. Stockholders with successful and validated registration may cast their votes until the voting on the agenda item is closed during the Meeting.

6. Voting. All agenda items indicated in the Notice of the Meeting will be set out in the digital absentee ballot and the registered Stockholder may vote as follows:

- a. For all items, except for Election of Directors, the registered Stockholder has the option to vote: For, Against, or Abstain. The vote is considered cast for all the registered Stockholder's shares.
- b. For the Election of Directors, a Stockholder entitled to vote: (i) may vote such number of shares owned by it for as many persons as there are Directors to be elected; or (ii) may cumulate said shares and give one candidate as many votes as the number of Directors to be elected multiplied by the number of their shares; or (iii) may distribute them on the same principle among as many candidates as may be seen fit.
- c. BLOOM's stock transfer agent and Office of the Corporate Secretary will tabulate all votes received and will validate the results.
- d. Except for the Election of Directors, all the items in the Agenda for the approval by the stockholders will need the affirmative vote of stockholders representing at least a majority of the issued and outstanding voting stock present at the meeting. For the Election of Directors, the top seven (7) nominees with the most number of votes are elected.

7. Participation at the Virtual Meeting

- a. The Stockholder will be required to enter his/her username and password to access the Meeting on June 18, 2020 at 2:00PM at **www.bloomberry.ph/2020asm**.
- b. The Platform will allow participants to send in questions during the Meeting. However, to ensure a productive and orderly Meeting, Stockholders are encouraged to send their questions relating to items in the agenda of the Meeting on or before June 15, 2020 by email at investorrelations@solaireresort.com. Relevant questions will be answered by concerned officers during the Meeting.
- c. A link to the recorded webcast of the Meeting will be posted on BLOOM's website after the Meeting.

For any questions or inquiries, including request for assistance in the registration process, please contact our Office of the Corporate Secretary through investorrelations@solaireresort.com.