

NOTICE OF THE SPECIAL STOCKHOLDERS' MEETING

Dear Stockholder:

Notice is hereby given that the Special Stockholders' Meeting of **ALTERNERGY HOLDINGS CORPORATION** will be held on 10 October 2023, Tuesday, at 10:00 a.m. via remote communication using the Zoom application. The meeting ID and password will be sent to the successful registrants of the Meeting through electronic mail.

The Agenda for the Meeting is as follows:

1. Call to Order
2. Proof of Notice and Quorum
3. Reclassification of Preferred Shares and the Amendment of Articles Seventh of the Amended Articles of Incorporation
4. Increase in the Number of Directors from Seven (7) to Nine (9) and the Amendment of Article Sixth of the Amended Articles of Incorporation
5. Adjournment

A brief explanation and rationale for each item of the Agenda is attached as Annex "A" of the Information Statement.

Only stockholders of record and in good standing as of 19 September 2023 will be entitled to notice of, and to vote at, the meeting. Notice of the Meeting and other materials for the Special Stockholders' Meeting on 10 October 2023 will be sent to the stockholders in accordance with the Notice of the Securities and Exchange Commission dated 13 March 2023 regarding the Alternative Mode for Distributing and Providing Copies of the Notice of Meeting, Information Statement, and Other Documents in connection with the Holding of Annual Stockholders' Meeting for 2023.

The Guidelines for Registration and Participation in the Meeting, as well as the contact details for any inquiries, are attached as Annex "B" of the Information Statement. Registration will run until 28 September 2023. Stockholders are encouraged to register online at least forty five (45) minutes before the Meeting.

For your convenience and in accordance with the Notice of the Securities and Exchange Commission dated 13 March 2023 regarding the Alternative Mode for Distributing and Providing Copies of the Notice of Meeting, Information Statement, and Other Documents in connection with the Holding of Annual Stockholders' Meeting for 2023, a copy of the Definitive Information Statement and other pertinent documents will be available for viewing and downloading at the Corporation's website at <https://www.alternergy.com/> and PSE Edge at https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=701.

All stockholders are cordially invited to attend the Meeting. If, however, you are unable to attend, you may designate your authorized representative by uploading a scanned copy of your proxy form to https://bit.ly/registerAHCSSM_2023-10-10 no later than 3 October 2023. All proxies will be validated on 5 October 2023.

Lastly, a visual and audio recording of the Meeting will be secured in compliance with the requirement of the Securities and Exchange Commission.


SHERLEEN LOURDS R. MACATANGAY
Assistant Corporate Secretary