

ATN HOLDINGS, INC.

9F Summit One Tower, 530 Shaw Blvd. Mandaluyong City
Tel. Nos. 7717-0523 and 8404-0231

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

**TO ALL STOCKHOLDERS
ATN HOLDINGS, INC.**

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders of **ATN HOLDINGS, INC.** will be held via ZOOM, on Thursday, **November 10, 2022 at 1:30P.M.** at the 8TH Floor, Summit One Tower Parking Building, 530 Shaw Boulevard, Mandaluyong City Please refer to the Zoom link below for the online meeting:

<https://us02web.zoom.us/j/84707708163?pwd=K1ZKblVvcGZOcmYxNGY4NE1LTU93UT09>

The following matters will be taken up during the meeting:

1. Proof of Notice of the Meeting
2. Proof of Presence of a quorum
3. Approval of the previous annual minutes of meeting last November 25, 2021
4. Report of the President and Approval of the FY March 31, 2022 Audited Financial Statements
5. General ratification of the acts of the Board of Directors, Board Committees, and the Management from the date of the last annual stockholders' meeting up to date of this meeting.
6. Election of Directors
7. Appointment of Independent Auditors
8. Adjournment

The record date for determination of the stockholders entitled to notice of, and to vote at said meeting is fixed at the close of business hours on **October 12, 2022.**

In view of the ongoing Covid-19 pandemic, shareholders may only participate via remote communication. To register, please download the registration form at <http://www.atnholdings.com/notice%20of%20annual/uploads/index3.php> and email to paul@tbgi.net.ph. Deadline for registration is on **October 31, 2022 at 12 Noon.**

The Company is not soliciting proxies. Should you be unable to attend the meeting, you can nevertheless be represented and vote at the ASM by submitting a proxy by email the same email address, or by sending a physical copy to the Office of the Corporate Secretary at Unit 904 Summit One Tower, 530 Shaw Boulevard, Mandaluyong City or via email to paul@tbgi.net.ph. The deadline for submission of proxies is on October 31, 2022 at 12 Noon.

PAUL B. SARIA
Asst. Corporate Secretary
Chief Information Officer

SIGNATURES

Pursuant to the requirements of the Revised Securities Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ATN HOLDINGS, INC.

Registrant



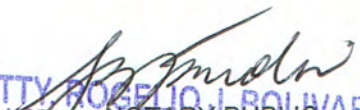
PAUL B. SARIA
Corporate Information Officer

Date September 27, 2022

SEP 27 2022

SUBSCRIBED AND SWORN to before me this ____ day of _____, affiant exhibiting his Driver's License No. N04-93-264992, issued on Dec. 16, 2031 issued at Mandaluyong city.

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Series of 2022


ATTY. ROSELIO J. BOLIVAR
NOTARY PUBLIC
NOTARY PUBLIC IN QUEZON CITY
Commission No. Adm. Matter No. NP 204 (2021-2022)
IBP O.R. No. 132134 MD 2021 & IBP O.R. No. 133076 MD 2022
PTR O.R. No. 2463250D 1/03/2022 Roll No. 33832 ITIN# 129-871-009
MOLE EXTENSION APRIL 15, 2022 UP TO APRIL 14, 2023 AS PER S.C. EN BANC B.M. NO. 850
Address: 31-F Harvard St. Cubao, Q.C.

Rationale for Agenda Items:

Agenda Item No. 3: Approval of Minutes of the previous Annual Stockholders' Meeting Held on November 25, 2021.

The Minutes of the previous annual stockholders' meeting held on November 25, 2021 were prepared within the period prescribed by pertinent laws, rules and regulations. The results of the annual stockholders' meeting were also disclosed with The Philippine Stock Exchange, Inc. immediately after the annual meeting. The Board of Directors recommends the shareholders to consider subject minutes for approval in the upcoming Annual Stockholders' Meeting.

Agenda Item No. 4: Approval of the Presidents Report for the Year 2021 and Audited Financial Statements ending FY March 31, 2022.

The Company's 2021 performance results have been duly summarized in the Annual Report, which includes the Audited Financial Statements (AFS) of the Company for the year ended March 31, 2022. The AFS have been reviewed by the Audit Committee and the Board of Directors, and have been audited by the external auditors who expressed an unqualified opinion on the aforementioned financial statements. The Annual Report is posted in the Company's website.

Agenda Item No. 5: General ratification of the acts of the Board of Directors, Board Committees and the Management from the date of the last annual stockholders' meeting up to the date of this meeting.

The Company's performance in 2021, as detailed in the Annual Report, is attributed to the strategic directions and key policies set by the Board of Directors which were effectively executed and complied with by management in conformance with good corporate governance and ethical best practices.

Agenda Item No. 6: Election of Directors for 2022-2023

The Company's Nomination Committee has pre-screened the list of candidates for directors. Their proven competence, expertise and qualifications based on current regulatory standards, will help sustain the Company's solid performance for the benefit of all its shareholders.

Agenda Item No. 7: Appointment of External Auditor

Based on the recommendation of the Audit Committee, the Board concurred with the recommendation to re-appoint R. R. TAN & ASSOCIATES, CPAs as the Company's external auditors for the fiscal year 2022-2023. R. R. TAN & ASSOCIATES, CPAs is one of the leading auditing firms in the country and is duly accredited with the SEC.