



**2025 ANNUAL MEETING OF MEMBERS
PROXY STATEMENT**

The Proxy Statement is furnished in connection with the solicitation by the Board of Directors of the Corporation of proxies to be voted at the Annual Meeting to be held on April 26, 2025 at 2:00 pm and at all adjournments thereof. The Board is requesting proxies with respect to the following:

1. The election of one candidate for the position of Directors, for a three-year term expiring at the 2028 Annual Meeting of Members:

Luis E. Gómez

2. To transact such other business that may be properly brought before the meeting.

ELECTION OF A DIRECTOR FOR A THREE-YEAR TERM

Explanatory Note:

Article III, Section 4.5 of the By-Laws states: ...The directors shall be seated at annual meetings of the members, and each director shall be elected to serve until expiration of his respective term, and/or until his successor is elected. Except for the PDMPI Directors, the directors shall serve for no more than two consecutive three-year terms unless the director is elected or appointed to fill an unexpired term (whether resulting from the death, incapacity, resignation, or removal of any Director, created by an increase in the number of Directors, or otherwise), in which case the Director will fill only the remainder of such term. A partial term of less than three (3) years does not constitute a full term.

Article IV, Section 4.6 of the By-Laws of the Corporation states: "The nomination and election of directors, other than the PDMPI Directors, shall be administered by a nominations committee comprised of three directors, other than the PDMPI Directors. The Nominations Committee shall nominate candidates to replace directors whose seat becomes vacant at the annual meeting or who is serving as a replacement director until the next annual meeting."

The Nominations Committee agreed to propose the following candidate to the subscribers for the election of one member of the Board of Directors, for a three-year term.:

Luis E. Gómez

The curricula vitae of the nominee is included as attachment.

Luis E. Gómez Caballero
5 Eagle Street Palmas Plantation
Humacao, Puerto Rico
Since year 2000
Curriculum Vitae

GRADUATED FROM:

ELM High School 1967, Hato Rey, P. R.
University Puerto Rico of CAAM, Chemical Engineer, Class of 1972
Member of AICHE since 1972

Worked at Petrochemical Industry (Union Carbide) for 3 years,
Worked at Pharmaceutical Industry for 24 years: ABBOTT, ELY LILLY and MERCK,
Puerto Rico, Chicago Illinois and Dominican Republic,
Provided International Support to Ireland and UK ABBOTT liaisons.

POSITIONS HELD:

Process, Environmental, Sterilization, Certification and Utilities Engineer,
Plant QA Mgr., Plant Mgr., R&D and QA Director,
Consultant Engineer, Government and Private Industry.

REGULATORY AND LEGAL COMPLIANCE:

Government and Private Hospitals, The Medicines and Healthcare Products Regulatory Agency (MHRA)
of the United Kingdom (UK),
FDA, EPA, Radiation Cobalt 60 U.S.A. and Canada,
Medical Devices, ASTM, ISO, EN. Sterilization Standards.

MANAGEMENT: (People & Budget \$ Impact)

Projects (20 ,5MM+)
Director (100, 15MM+)
Plant Mgr. (1500, 90MM+)

BOARD OF DIRECTORS:

PDM Utility Corp. - Board Member since 2022