

PrimeOrion Philippines, Inc.

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

TO ALL STOCKHOLDERS:

NOTICE IS HEREBY GIVEN that the annual meeting of the stockholders of **PRIME ORION PHILIPPINES, INC.** will be held on:

Date : 2 December 2014 (Tuesday)
Time : 2:00 p.m.
Venue : Balagtas and Garcia-Villa Function Rooms, The Peninsula Manila, Makati City

The agenda for the meeting will be as follows:

1. Call to Order
2. Proof of Due Notice of the Meeting and Determination of Quorum
3. Approval of Minutes of the Previous Annual Stockholders' Meeting on 2 December 2013
4. Approval of the Annual Report for Fiscal Year 2013-2014 (including the Consolidated Audited Financial Statements for the Fiscal Year ended 30 June 2014)
5. Ratification of all Acts, Decisions and Proceedings of the Board of Directors and Management since the last Annual Meeting
6. Nomination and Election of Directors
7. Confirmation of External Auditors
8. Amendment of Article III of the Articles of Incorporation to Reflect Specific Office Address
9. Adjournment

For the purpose of the meeting, only stockholders of record at the close of business on **17 October 2014** shall be entitled to vote thereat.

Stockholders who cannot attend the meeting in person are requested to accomplish the attached proxy and return the same to the office of the Corporation not later than 24 November 2014. If the stockholder is a corporation, a Secretary's Certificate quoting the board resolution authorizing the corporate officer to execute the proxy should also be submitted.

Validation of the proxies will be held on 26 November 2014 at 2:00 p.m. at the office of the Corporation at 20/F LKG Tower, 6801 Ayala Avenue, Makati City.

Makati City, 30 October 2014.

By Resolution of the Board
of Directors:



DAISY L. PARKER
Director/Corporate Secretary

Att.: Proxy Form
SEC Form 20-IS (Information Statement)
2013/2014 POPI Management Report (including FY 2014 Audited Financial Statements)
Quarterly Report (SEC Form 17-Q) for the Quarter Ended 30 September 2014