



NOTICE OF ANNUAL GENERAL MEETING OF SHAREHOLDERS

Notice is hereby given that **ATLAS CONSOLIDATED MINING AND DEVELOPMENT CORPORATION** ("AT" or the "Corporation") will hold its Annual General Meeting of Shareholders ("AGM" or the "Meeting") on 27 July 2017, 2:00 p.m. at the Function Room 1, SMX Convention Center Manila, Mall of Asia Complex, Pasay City (1300) for the transaction of the following business:

AGENDA

- I. Call to Order
- II. Proof of Notice of Meeting & Determination of Quorum
- III. Approval of the Minutes of:
 - Annual General Meeting of Shareholders (AGM) on 29 April 2016; and
 - Special Shareholders' Meeting (SSM) on 21 February 2017
- IV. Annual Report for 2016
- V. Amendment to AT's Articles of Incorporation: Article VII, increase in the authorized capital stock (ACS)
- VI. Issuance of 1,472,500,000 shares & waiver of the conduct of public or rights offering
- VII. Election of Directors (including Independent Directors)
- VIII. Ratification of acts and resolutions of the Board of Directors and Management
- IX. Appointment of External Auditor
- X. Other Matters
- XI. Adjournment

Only Shareholders of record as of 1 April 2017 are entitled to receive notice of, and to vote at, the Meeting. The Shareholders' list is available for inspection at the principal office located at the 5F FiveE-com Center, Palm Coast Avenue corner Pacific Drive, Mall of Asia Complex, Pasay City (1300) (the "Office"). The Stock and Transfer book of the Corporation will not be closed.

Any Shareholder who wishes to authorize a proxy to act for and in his behalf during the Meeting must submit a duly accomplished proxy to the Office on or before 20 July 2017. Validation of proxies is set on 21 July 2017.

Please bring proper identification card/s to facilitate registration which will start at 1:00 p.m.

Pasay City, Metro Manila, 1 June 2017.

Thank you.


Maria Eleonor A. Santiago
Assistant Corporate Secretary