

# FILINVEST LAND, INC.

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## NOTICE OF ANNUAL STOCKHOLDERS' MEETING

### TO ALL STOCKHOLDERS:

**NOTICE IS HEREBY GIVEN** that the Annual Stockholders' Meeting of **FILINVEST LAND, INC.** ("FLI") will be held on **22 April 2016 (Friday)** at **9:00 AM** at the Sapphire A-B Function Room, Crowne Plaza Manila Galleria, Ortigas Avenue corner ADB Avenue, Quezon City 1100, Metro Manila with the following agenda:

- I. Call to Order
- II. Proof of Notice of Meeting
- III. Certification of Quorum
- IV. Approval of the Minutes of the Annual Stockholders' Meeting held on 08 May 2015
- V. Presentation of the President's Report
- VI. Ratification of the Audited Financial Statements for the year ending 31 December 2015
- VII. Approval of the Amendment of Article II, Section 1 of the By-Laws of the Company to Change the Date of the Annual Meeting of the Stockholders from "second Friday of May" to "second to the last Friday of April" of each year
- VIII. Ratification of the Acts and Resolutions of the Board of Directors and Management for the year 2015
- IX. Election of the Members of the Board of Directors, including two (2) Independent Directors, to serve for 2016-2017
- X. Appointment of the External Auditor
- XI. Other Matters
- XII. Adjournment

Stockholders who will not, are unable to, or do not expect to attend the meeting in person may, at their option, designate their authorized representatives by means of Proxy. The Proxy instrument must be duly notarized and must be submitted to Atty. Elma Christine R. Leogardo, at the Office of the Corporate Secretary, located at the Filinvest Building, 79 EDSA, Highway

Hills, Mandaluyong City 1550, Metro Manila or Stock Transfer Service, Inc. at 34-D Rufino Pacific Tower, 6784 Ayala Avenue, Makati City on or before 20 April 2016 .

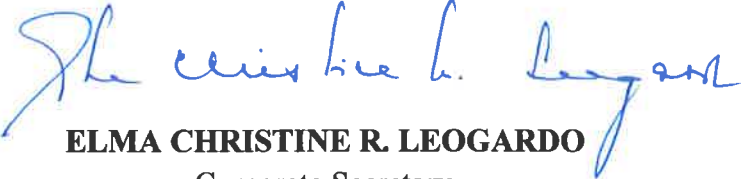
Only Stockholders of Record as of 5:00 PM of 11 March 2016 shall be entitled to vote at this meeting.

**PLEASE NOTE THAT THE CORPORATION IS NOT SOLICITING PROXIES.**

The nomination and election of the members of the Board of Directors should be in accordance with the nomination forms, procedures and requirements adopted by the Board of Directors. Any stockholder may obtain the required nomination form from, and must submit their nominations, to the Corporate Secretary at the Filinvest Building, 79 EDSA, Highway Hills, Mandaluyong City 1550, Metro Manila not later than 04 March 2016.

All nominations shall be in writing duly signed by the nominating stockholders or their duly authorized representatives, with the written acceptance and conformity of their nominee. The nomination must indicate whether the nominees are intended to be independent directors. Further, all nominations should include (i) the curriculum vitae of the nominee, (ii) a statement that the nominee has all of the qualifications and none of the disqualifications, (iii) information on the relationship of the nominee to the stockholder submitting the nomination, and (iv) all relevant information about the nominee's qualifications, such as the nominee's age, educational attainment, full disclosure of work and/or business experience and/or affiliations. The Directors and Independent Directors shall be elected from among FLI's stockholders. All nominees for Directors and Independent Directors must possess the minimum requirements/qualifications and none of the disqualifications prescribed by the Securities and Exchange Commission and FLI's Revised Manual on Corporate Governance.

Please be guided accordingly.

  
**ELMA CHRISTINE R. LEOGARDO**  
Corporate Secretary