



AG FINANCE, INCORPORATED
UNIT 2205A EAST, PSE CENTRE, EXCHANGE ROAD
ORTIGAS CENTER, PASIG CITY

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

TO OUR STOCKHOLDERS:

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders of **AG FINANCE, INCORPORATED** will be held at Summer Hall, Ace Hotel & Suites, United corner Brixton Sts., near Pioneer St., Pasig City 1605, on June 27, 2014, at 3:00 p.m. with the following agenda:

1. Call to order;
2. Proof of notice and due calling of meeting;
3. Determination of a quorum;
4. Approval of the Minutes of the annual meeting of stockholders held on June 18, 2013;
5. Report of the President;
6. Presentation and approval of the Financial Statements as of December 31, 2013;
7. Ratification of acts of the Board of Directors and Officers;
8. Election of the members of the Board of Directors;
9. Appointment of external auditors;
10. Other matters; and
11. Adjournment.

Minutes of the Regular Meeting of the Stockholders held on June 18, 2013 will be available for examination during office hours at the Office of the Corporate Secretary.

The Board has fixed the close of business hours on May 16, 2014 as the record date for the determination of stockholders entitled to notice of meeting and to vote at the specified election date.

In accordance with Section 7 of Article II of the Company's By-Laws and for purposes of election of the Board of Directors, any and all nominations shall be submitted to and received at the principal office of the Company on or before the date of the meeting, addressed to the attention of the Corporate Secretary.

Registration starts at 2:00 p.m. Please bring this notice and any form of identification such as driver's license, passport, TIN card, etc. to facilitate registration.

Pasig City, May 5, 2014.


CHRISTINE P. BASE
Corporate Secretary