



**EVER-GOTESCO RESOURCES
HOLDINGS, INCORPORATED**

**NOTICE OF THE ANNUAL STOCKHOLDERS' MEETING OF
EVER-GOTESCO RESOURCES AND HOLDINGS, INC.**

August 29, 2014, 3:00 P.M.

**Penthouse II, Ever Gotesco Corporate Center,
1958 C. M. Recto Avenue, Manila**

Notice is hereby given that the Annual Meeting of the Stockholders of Ever Gotesco Resources and Holdings, Inc., (the "Company") which will be held on 29 August 2014 at 3:00 P.M. at the Penthouse II, Ever Gotesco Corporate Center, 1958 C. M. Recto Avenue, Manila. The Agenda of the meeting is as follows :

1. Proof of Notice of the Meeting and Existence of a Quorum;
2. Reading and Approval of the Minutes of the Annual Meeting of the Stockholders held on August 30, 2013;
3. Approval of the Audited Financial Statements of the Company as of 31 December 2013;
4. Approval and ratification of all acts of the Board of Directors, standing committees and Management since the last annual meeting;
5. Election of the members of the Board of Directors;
6. Appointment of External Auditors;
7. Other business matters;
8. Adjournment.

For convenience in registering your attendance, please have available some form of valid identification, such as Voter's I.D., Driver's License etc.

Pursuant to Section 7, Article II of the By-laws of the Corporation, all proxies must be in the hands of the secretary before the time set for the meeting or not later than August 28, 2014.

Registration starts at 2:00 p.m. and will close at exactly 3:00 p.m. Only stockholders of record as of August 5, 2014 shall be entitled to vote.

Manila, July 22, 2014

**EVER-GOTESCO RESOURCES
& HOLDINGS INC**

by:


CHRISTINE P. BASE
CORPORATE SECRETARY