



**EVER-GOTESCO RESOURCES
HOLDINGS, INCORPORATED**

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

**August 28, 2015, 8:00 A.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 August 28, 2015 at 8:00A.M.at the Penthouse II, Ever Gotesco Corporate Center, 1958 C. M. Recto Avenue, Manila. The Agenda of the meeting is as follows:

1. Call to order
2. Proof of notice and due calling of meeting
3. Determination of existence of a quorum;
4. Reading and Approval of the Minutes of the Annual Meeting of the Stockholders held on August 29, 2014;
5. Approval of the Audited Financial Statements of the Company as of 31 December 2014;
6. Amendment of the Corporation's Articles of Incorporation to reflect the change in address.
7. Approval and ratification of all acts of the Board of Directors, standing committees and management since the last annual meeting;
8. Election of the members of the Board of Directors;
9. Appointment of external auditors;
10. Other matters; and
11. 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 27, 2015.

Registration starts at 7:00 a.m. and will close at exactly 8:00 a.m. Only stockholders of record as of August 5, 2015 shall be entitled to vote.

Manila, August 4, 2015.

**EVER-GOTESCO RESOURCES
& HOLDINGS INC**

By:


CHRISTINE P. BASE
CORPORATE SECRETARY