

NOTICE OF THE ANNUAL MEETING OF STOCKHOLDERS

Please take notice that the Annual Meeting of Stockholders of **ALPHALAND CORPORATION** will be held on Wednesday, May 10, 2017 at 1:00 p.m. at The City Club at Alphaland Makati Place, 7232 Ayala Avenue Malugay Street, Makati City to discuss the following:

A G E N D A

1. Call to order
2. Certification of service of notice and quorum
3. Review and approval of the minutes of the previous meeting held on May 31, 2016
4. Annual report of management and approval of the audited financial statements for the fiscal year ended December 31, 2016 contained in the Company's Annual Report
5. Ratification and approval of the authority of the Corporation to act as a Borrower in the Omnibus Loan and Security Agreement executed by and among the Corporation, Alphaland Balesin Island Club, Inc., Alphaland Balesin Resort Corporation, Alphaland Makati Place, Inc., Alphaland Southgate Tower, Inc., Individual Entities, BDO Unibank, Inc., BDO Capital and Investment Corp., and BDO Unibank Inc. - Trust and Investment Group for a loan facility in the amount of PhP5,500,000,000.00 for the purpose of refinancing the Borrower's existing loans and to serve as working capital
6. Ratification and approval of all acts of the Board of Directors (BOD) (as well as Committees) and Management since the Last Annual Meeting of Stockholders
7. Election of members of the Board of Directors (including Independent Directors)
8. Appointment of External Auditor
9. Other Matters
10. Adjournment

For purposes of the meeting, only stockholders of record as of April 21, 2017 are entitled to notice of, and to vote at, the Annual Meeting of Stockholders.

Registration starts at 12:30 p.m. For your convenience in registering your attendance, please have available some form of identification, such as your driver's license, passport or other form of identification issued by any agency of the government of the Philippines. For representatives of corporate stockholders, kindly bring a copy of the Board Resolution authorizing you to vote the shares of the company you represent.

Should you be unable to attend the meeting in person, you may want to execute a proxy in favor of a representative. The giving of such proxy will not affect your right to vote in person, should you decide to attend the Annual Meeting.

Copies of the following documents will be distributed to shareholders entitled to vote: (i) Minutes of the Annual Meeting of Stockholders held on 31 May 2016; (ii) Information Statement; (iii) Management Report; (iv) Consolidated Audited Financial Statements for the year ended December 31, 2016.

March 31, 2017.


CLIBURN ANTHONY A. ORBE
Corporate Secretary