

PRIME MEDIA HOLDINGS, INC.

**NOTICE OF ANNUAL MEETING OF STOCKHOLDERS**

To All Stockholders:

Please be advised that PRIME MEDIA HOLDINGS, INC. will hold its Annual Shareholders' Meeting on 03 December 2018 (Monday), 9:30 am at The Metropolitan Club Inc., Estrella corner Amapola Sts., Guadalupe Viejo, Makati City, with the following agenda:

1. Call to Order
2. Proof of Notice and Certification of Quorum
3. Approval of Minutes of the previous meeting
4. Approval of Management Report and Audited Financial Statements
5. Ratification of Management's Act
6. Authority to Enter into a Management Agreement with RYM Business Management Corp.
7. Election of Directors
8. Appointment of External Auditor
9. Other Matters
10. Adjournment

The Board of Directors has fixed the close of business on the 26 October 2018 as the record date for the determination of stockholders entitled to notice of and to vote at the Annual Stockholders' Meeting.

All proxies must be submitted to the Corporate Secretary on or before 22 November 2018, 5:00 p.m. at the following address:

Prime Media Holdings, Inc.  
c/o Marcventures  
4<sup>th</sup> Flr. Citibank Center  
8741 Paseo de Roxas, Makati City  
Attention: Diane Madelyn C. Ching

Very truly yours,

  
Atty. Christopher Sam Salvador  
Asst. Corporate Secretary