



ORIENTAL PETROLEUM AND MINERALS CORPORATION

34th. Floor, Robinsons Equitable Tower, ADB Avenue, Ortigas Center, Pasig City
☎: 633-7631 to 40, 637-1670 to 79 Extensions 277, 278, 279, 280, 281 • 📠: 395-2586

NOTICE OF THE REGULAR ANNUAL MEETING OF THE STOCKHOLDERS

NOTICE IS HEREBY GIVEN that the Annual Meeting of the stockholders of **ORIENTAL PETROLEUM AND MINERALS CORPORATION** will be held at **Ballroom C, D, & E, 4th Floor, Crowne Plaza Galleria Manila, Ortigas Ave., cor. One ADB Avenue, Quezon City, on Thursday, June 27, 2013 at 3:00 P.M.**, pursuant to the resolution of the Board of Directors adopted in accordance with the By-Laws. The agenda of the meeting is as follows:

- I. Call to order
- II. Proof of due notice of meeting and determination of quorum
- III. Approval of minutes
- IV. Reports of officers/ Approval of the Annual Report
- V. Amendment to the Secondary Purpose clause of Article II of the Amended Articles of Incorporation to insert a new paragraph a) to authorize the corporation to engage in the business of power generation and re-adjust the present paragraph "a)" to "b" and the subsequent paragraphs accordingly, to read as follows: "a) To engage in the business of power generation in all its aspects".
- VI. Election of Directors
- VII. Election of External Auditors
- VIII. Other matters or business as may properly come before the meeting
- IX. Adjournment

Proxies on file with the Corporation will be recognized and/or used unless they have lapsed or have been specifically revoked or a new proxy is received by the Corporation.

Proxies must be filed with and received at the Corporation's office not later than by the close of business hours, five (5) working days prior to the date of meeting, viz., not later than 5:00 P.M. on June 20, 2013. Proxies received after the cut-off date shall not be recorded for this meeting.

Validation of proxies will begin on June 20, 2013 at 5:00 P.M. at the office of the Corporation

Pursuant to Article II, Section 6, par. 2 of the By-Laws, nominations for the position of directors, other than Independent Directors, must be received by the Corporate Secretary at least five (5) working days before the stockholders' meeting, i.e., not later than 5:00 P.M. on June 20, 2013. Nominations for Independent Director must be received by 5:00 P.M. on May 27, 2013. No further nominations shall be considered or entertained after the respective cut-off dates.

Only stockholders of record as at the close of business hours on May 27, 2013, shall be entitled to notice of, and to vote at, this meeting.

Pasig City, Metro Manila, May 3, 2013.


ETHELWOLDO E. FERNANDEZ
Corporate Secretary