

# JACKSTONES, INC.

593 Antonio Drive, Bagumbayan, Taguig City 1630

## NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To the Stockholders:

Please be advised that the Annual Meeting of the Stockholders of **JACKSTONES, INC.** will be held at the LRA Pavillon, 311 ML Quezon St., Mahogany Subdivision, Brgy. Bagumbayan, Taguig City, on **13 June 2017 at 9:00 a.m.**, to discuss the following:

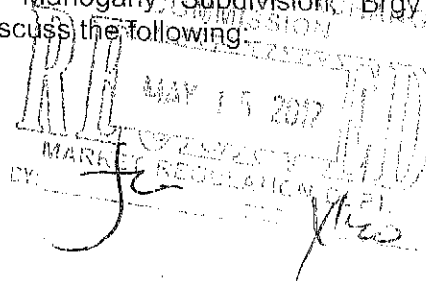
### AGENDA

1. Call to Order
2. Determination of Existence of Quorum
3. Approval of Minutes of the June 20, 2016 Annual Stockholders Meeting
4. Report of the President
5. Approval of Audited Financial Statements for 2016
6. Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted During the Preceding Year
7. Election of Directors (including the Independent Directors)
8. Appointment of External Auditor
9. Approval of Amendments to the Articles of Incorporation of Jackstones, Inc.
10. Approval of the Conversion of Advances and Other Accounts to Equity
11. Consideration of Such Other Business as May Properly Come Before the Meeting
12. Adjournment

A brief explanation of each agenda item which requires stockholders' approval is provided herein. The Information Statement accompanying this notice contains additional information regarding the agenda items particularly those to be voted upon.

For your convenience in registering your attendance, please have some form of identification such as a passport, driver's license or voter's identification card for verification.

We are not soliciting proxies. If, however, you would be unable to attend the meeting but would like to be represented thereat, you may accomplish the **attached proxy form**. All proxy forms must be received by the Corporate Secretary for inspection and recording not later than **02 June 2017**. Proxies shall be validated on **08 June 2017 at 10:00 A.M.** at the office of the Corporate Secretary, Unit 1202 139 Corporate Center, 139 Valero St., Salcedo Village, Makati City.



Registration shall start at 8:00am and will close at exactly 8:45am. Only stockholders of record as of **11 May 2017** shall be entitled to vote.

The Organizational Meeting of the Board of Directors will follow soon after the Annual Meeting of the Stockholders with the following agenda:

### AGENDA

1. Call to Order
2. Secretary's Proof of the Notice of the Meeting and Certification of Quorum.
3. Reading and Approval of the Minutes of the previous Special Meetings of the Board of Directors held on (a) March 10, 2017; (b) April 06, 2017; and (c) April 07, 2017.
4. Election of Officers
5. Other Matters
6. Adjournment

By order of the Board of Directors,

  
**ANTHONY B. PERALTA**  
Corporate Secretary

**ANNUAL STOCKHOLDERS' MEETING**  
13 JUNE 2017

**EXPLANATION OF AGENDA ITEMS FOR STOCKHOLDERS' APPROVAL**

Approval of Minutes of the June 20, 2016 Annual Stockholders Meeting

Copies of the minutes will be distributed to the stockholders before the meeting and will be presented to the stockholders for approval.

Report of the President and Audited Financial Statements for 2016

The annual report and the financial statements for the preceding fiscal year will be presented to the stockholders for approval.

Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted During the Preceding Year

The acts of the Board of Directors and its committees, officers and management of the Corporation since the last annual stockholders' meeting up to the current stockholders' meeting will be presented to the stockholders for ratification.

Election of Directors (including the Independent Directors)

The incumbent members of the Board of Directors of the Corporation are expected to be nominated for re-election this year. A brief description of the business experience of the incumbent directors is provided in the Information Statement sent to the stockholders.

Appointment of External Auditor

The Corporation's external auditor is Isla Lipana & Co., and will be nominated for reappointment for the current fiscal year.

Approval of Amendments to the Articles of Incorporation of Jackstones, Inc. – Increase of Authorized Capital Stock

The Board of Directors approved during a special meeting held on 10 March 2017 the amendment of the Seventh Article of the Articles of Incorporation increasing the authorized capital stock from Php170,000,000.00 divided into 170,000,000 shares with a par value of Php1.00 per share to Php500,000,000.00 divided into 500,000,000 shares with a par value of Php1.00 per share. This will be presented to the stockholders for ratification.

Approval of the Conversion of Advances and Other Accounts to Equity

The Board of Directors approved during a special meeting held on 10 March 2017 the conversion of the total advances from Ketton Holdings, Inc. of Php18,578,124.00 to deposits for future stock subscription. This will be presented to the stockholders for ratification.

Consideration of Such Other Business as May Properly Come Before the Meeting

The Chairman will open the floor for comments and questions by the stockholders. The Chairman will decide whether matters raised by the stockholders may be properly taken up in the meeting or in another proper forum.