NOTICE OF SPECIAL SHAREHOLDERS' MEETING

Notice is hereby given that ***ATLAS CONSOLIDATED MINING AND DEVELOPMENT CORPORATION*** ("AT" or the "Corporation") will hold its Special Shareholders' Meeting (the "Meeting" or "SSM") on 21 February 2017, 2:00 p.m. at the Coral B Function Hall, One Esplanade Building, Seaside corner J.W. Diokno Boulevard, Mall of Asia Complex, Pasay City with the following:

AGENDA

I. Call to Order
II. Proof of Notice of Meeting & Determination of Quorum
III. Amendment to the Articles of Incorporation:
- Article VII, increase in the authorized capital stock by PhP2.5B, from PhP6B to PhP8.5B divided into 8.5B common shares with a par value of PhP1.00 per share of stock and the amendment of Article VII to reflect the capital increase.
IV. Approval /Authority:
- Issuance of Shares out of the increase in the authorized capital stock.
- Issuance of Warrants and the underlying common Shares as a result of the exercise of the Warrants.
- Waiver of public or rights offering
V. Other Matters
VI. Adjournment

Only Shareholders of record as of 27 December 2016 are entitled to receive notice of and to vote at, the Meeting. The Shareholders' list will be available for inspection thirty (30) calendar days prior to the date of the SSM at the principal office located at the 5th Floor, FiveE-Com Center, Palm Coast corner Pacific Drive, Mall of Asia Complex, Pasay City, Philippines 1300 ("Office").

Shareholders who cannot attend the Meeting in person may, at their option, designate their authorized representatives by submitting to the Office their proxies no later than 5:00 p.m. on 15 February 2017. Validation thereof shall be on 20 February 2017. The submission of a proxy will not affect your right to vote in person should you decide to attend the Meeting.

Please bring proper identification card/s to facilitate registration which will start at 1:00 p.m.

Pasay City, Metro Manila, 9 December 2016.

For the Board of Directors:

Maria Eleonor A. Santiago
Assistant Corporate Secretary