

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Stockholders:

Notice is hereby given that the **ANNUAL STOCKHOLDERS' MEETING OF PUREGOLD PRICE CLUB, INC.** will be held on the 8th day of May 2012, 2 pm, at the Manila Golf &Country Club, Harvard Road, Forbes Park, Makati City with the following agenda:

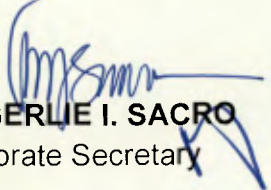
1. Call to order
2. Certification of service of notice and existence of quorum
3. Annual Report of the Chairman
4. Approval of Chairman's Annual Report and ratification of all other acts and resolutions of the Board of Directors and Management from the date of the previous Stockholders' Meeting
5. Presentation of the audited financial statements for the period ended 31 December 2011
6. Election of seven (7) directors inclusive of two (2) independent directors
7. Appointment of External Auditor
8. Approval of the acquisition by the Company of 1,703,125 shares of Kareila Management Corporation through a share for share swap of 766,406,250 shares of the Company with the Co Family, and the waiver by at least a majority of the outstanding shares held by the minority stockholders of PGOLD of the rights or public offering requirement provided in Section 5, Part A of Article V of the Revised Listing Rules of the Philippine Stock Exchange.
9. Approval of the Stock Option Plan
10. Other Matters
11. Adjournment

Stockholders of record as of the close of business on 4 April 2012 are entitled to notice of, and to vote at such meeting. The stock and transfer book of the company will be closed from 24 April 2012 to 7 May 2012.

IF YOU DO NOT EXPECT TO ATTEND THE ANNUAL MEETING, YOU MAY EXECUTE AND RETURN THE PROXY FORM IN THE ENVELOPE PROVIDED FOR THAT PURPOSE TO THE OFFICE OF THE COMPANY AT: **NO. 900 ROMUALDEZ ST., PACO, MANILA, 1007**. THE DEADLINE FOR THE SUBMISSION OF PROXIES IS ON **27 APRIL 2012**.

On the day of the meeting, you or your duly designated proxy are hereby required to bring this Notice and any form of identification such as driver's license, passport, company I.D., voter's I.D., or TIN Card to facilitate registration. Registration shall start at 1:00 p.m and will close at 1:45 p.m.

Manila, Philippines.


BABY GERLIE I. SACRO
Corporate Secretary