



To: All Stockholders of
ABS-CBN Corporation

Please take notice that the Annual Meeting of Stockholders of ABS-CBN Corporation will be held on April 23, 2013 at 8:00 a.m. at the Dolphy Theater, ABS-CBN Broadcast Center, Sgt. Esguerra Ave. corner Mo. Ignacia St., Diliman, Quezon City, to discuss the following:

AGENDA

1. Call to Order
2. Proof of Service of Notice
3. Certification of Presence of Quorum
4. Approval of the Minutes of the Annual Stockholders' Meeting held on June 21, 2012 and the Minutes of the Special Stockholders' Meeting held on November 15, 2012.
5. Report of Management
6. Election of Directors for the Ensuing Year
7. Ratification of all acts of the Board of Directors, Executive Committee and Management for the period covering January 1, 2012 through December 31, 2012 adopted in the ordinary course of business
8. Appointment of External Auditors
9. Amendment of Article VII of the Amended Articles of Incorporation of the Corporation, to remove the pre-emptive rights of the stockholders
10. Adjournment

For purposes of the meeting, only stockholders of record as of March 13, 2013 are entitled to attend and vote in the said meeting.

Should you be unable to attend the meeting in person, you may appoint a Proxy by executing the appropriate form. **MANAGEMENT IS NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND MANAGEMENT A PROXY.** For validation, however, please return your proxies to the undersigned at Ground Floor Benpres Bldg., Meralco Ave. corner Exchange Rd., Ortigas Center, Pasig City not later than April 16, 2013.

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

By order of the Board of Directors:

A handwritten signature in black ink, appearing to be 'M. Torres', written over a horizontal line.

MANUEL L.M. TORRES
Corporate Secretary