

SECURITIES AND EXCHANGE
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ALLIANCE SELECT FOODS INTERNATIONAL, INC.
Notice of Annual Meeting of Stockholders

TO OUR STOCKHOLDERS:

Please be informed that the Annual General Meeting of the Stockholders of **ALLIANCE SELECT FOODS INTERNATIONAL, INC.** (the "Corporation") will be held on **December 16, 2015 (Wednesday) at 2:30p.m.** at the **Ming Bistro and Bar, Ground Level, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City 1605, Metro Manila** (the "Meeting"). The order of business thereat will be as follows:

1. Call to order;
2. Proof of the required notice of the meeting;
3. Certification of quorum;
4. Reading and approval of the Minutes of: (a) the 2014 Annual Stockholders' Meeting held on June 16, 2014, and (b) the Special Stockholders' Meeting held on March 31, 2015;
5. Presentation of the Management Report and Audited Financial Statements for the Year Ended December 31, 2014 and Action Thereon;
6. Ratification and approval of the acts of the Board of Directors and Executive Officers;
7. Appointment of Independent External Auditors;
8. Election of Directors, including Independent Directors;
9. Other matters.

A brief statement of the rationale and explanation for each Agenda item which requires shareholders' approval is contained in Annex "A" of this Notice. The Information Statement accompanying this Notice contains more detail regarding the rationale and explanation for each of such Agenda items.

For the purpose of the meeting, only stockholders of record at the close of business on **November 13, 2015** will be entitled to vote thereat. Please bring some form of identification, such as passport, driver's license, or company I.D. in order to facilitate registration, which will start at 1:00 p.m.

Any stockholder who cannot attend the meeting in person and desires to be represented thereat is requested to date and sign the proxy enclosed herewith and mail it back using the return envelope. The proxy should be mailed in time so as to be received by the Corporate Secretary on or before **December 9, 2015**, which is the deadline for submission of proxies.

Copies of the Minutes of the last stockholders' meetings are available on the Company's website (<http://allianceselectfoods.com/>) and will be available for examination during office hours at the office of the Corporation.

Proxy validation will commence on **December 11, 2015** at 10:30 a.m. at the offices of Securities Transfer Services, Inc. at Ground Floor Benpres Building Exchange Road cor. Meralco Ave. Pasig City, Manila.

[Signature]
BARBARA ANNE C. MIGALLOS
Corporate Secretary

NOTE:

IT IS IMPORTANT THAT ALL STOCKHOLDERS BE REPRESENTED AT THE MEETING.

Stockholders who are unable to attend in person are requested to **SIGN, DATE and MAIL** the accompanying form of proxy. In the event a stockholder decides to attend the meeting, he may, if he wishes, revoke his proxy and vote his shares in person.

EXPLANATION AND RATIONALE
For each item on the Agenda of the
2015 Annual General Stockholders' Meeting of
ALLIANCE SELECT FOODS INTERNATIONAL, INC.
requiring the vote of stockholders

AGENDA

1. Call to Order

The Chairman will formally open the 2015 Annual General Stockholders' Meeting. The Directors and Officers of the Company who are present thereat will be introduced.

2. Proof of Required Notice of the Meeting

The Corporate Secretary will certify that copies of this Notice and the Information Statement have been duly sent to stockholders as of record date of November 13, 2015, within the periods prescribed by the applicable rules.

3. Certification of Quorum

The Corporate Secretary will attest whether a quorum is present for the meeting.

4. Reading of the Minutes of the June 16, 2014 Annual Stockholders' Meeting and the Minutes of the March 31, 2015 Special Stockholders' Meeting and Action Thereon

Shareholders may examine the Minutes of the previous annual stockholders' meeting in accordance with Sec. 74 of the Corporation Code. The Minutes are available on the Company's website.

Resolution to be adopted: Shareholders will vote for the adoption of a resolution approving the minutes of the June 16, 2014 annual stockholders' meeting and the minutes of the March 31 2015 special stockholders' meeting.

5. Presentation of the Management Report and Audited Financial Statements for the Year ended December 31, 2014 and Action Thereon

The management report and the financial statements of the Company, audited by the Company's independent external auditors, Navarro, Amper & Co., will be presented. The report will include a summary of the 2014 Audited Financial Statements, a copy of which accompanies this Notice and Information Statement. Copies of this Information Statement and the Audited Financial Statements for the year ended December 31, 2014 are also available on the Company's website.

There will be an **OPEN FORUM** after the presentation. A shareholder, upon identifying himself or herself, may raise questions that are relevant or express an appropriate comment.

Resolution to be adopted: Shareholders will vote for the adoption of a resolution approving the Annual Report and the Audited Financial Statements for the year ended December 31, 2014.

- 6. Ratification and Approval of the Acts of the Board of Directors and Executive Officers During the Corporate Year 2014 - 2015**
Actions by the Board of Directors and by the Officers are contained in the Information Statement and those referred to in the Annual Report.

Resolution to be adopted: Shareholders will vote for the adoption of a resolution ratifying and approving the acts of the Board of Directors and Officers.

- 7. Appointment of Independent External Auditors**
The Audit Committee screened the nominees for independent external auditor and endorsed the appointment of Reyes Tacandong & Co. as the Company's independent external auditors for the year 2015. The Board of Directors approved the appointment of Reyes Tacandong & Co., subject to approval by the stockholders.

Resolution to be adopted: Shareholders will vote on a resolution for the appointment of said auditing firm as independent external auditor of the Company for 2015.

- 8. Election of Directors, including Independent Directors**
The Final List of Candidates for election as directors, as prepared by the Nominations Committee in accordance with the Company's By-Laws and Manual on Corporate Governance, will be presented to the shareholders, and the election of directors will be held.

- 9. Other Matters**
Matters that are relevant to and appropriate for the annual stockholders' meeting may be taken up. No resolution, other than the resolutions explained in the Notice and the Information Statement, will be submitted for voting by the shareholders.

10. Adjournment