

PRIME MEDIA HOLDINGS INC.

(Formerly 1st e-Bank Corporation)

10Flr. MGO Building, Legazpi corner Dela Rosa Streets, Legazpi Village, Makati City
Tel. Nos. (632)889-9009 Telefax (632) 888-0811

3 May 2013

PHILIPPINE STOCK EXCHANGE

Disclosure Department
4/F PSE Center, Exchange Road
Ortigas Center, Pasig City

Attention: **MS. JANET A. ENCARNACION**
Head
Disclosure Department

Re: Annual Stockholders' Meeting of Prime Media Holdings, Inc.(PRIM)

Further to our disclosure dated 25 April 2013, please see attached Notice of Annual Meeting of Stockholders with details on the time, venue and agenda of the meeting to be held on 28 May 2013.

Very truly yours,



VIVIAN S. LIBAN
Corporate Information Officer

PRIME MEDIA HOLDINGS, INC.

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

Please be advised that the Annual Meeting of the stockholders of PRIME MEDIA HOLDINGS, INC. will be held on Tuesday, the 28th day of May 2013, 1:00 p.m., at the Clubhouse, Marina Bay Tower East Village, Asiaworld Reclamation Area, Parañaque City. The agenda of the meeting is as follows:


1. Call to Order
2. Report on Attendance and Quorum
3. Approval the President's Report and the Annual Report for the year 2012
4. Adoption of Audited Financial Statements for the year ended 31st December 2012 contained in the Annual Report
5. Ratification of all acts of the Board of Directors and Management for the year 2012 up to 3 May 2013
6. Approval by Stockholders for the listing in the Philippine Stock Exchange a total of 311,784,770 common shares covering the following:
 - a. Conversion of the advances of Neo Oracles Holdings Inc. (NOHI) and Metro Tagaytay Land Corp. (MTLC) amounting to P640.5 million into equity
 - b. Private placement of P179 million by NOHI and MTLC
7. Appointment of Independent External Auditor of the Company for the year 2013
8. Election of the Board of Directors and Independent Directors of the Company for the ensuing year
9. Other Matters
10. Adjournment

The Board of Directors has fixed the close of business on the 10 May 2013 as the record date for the determination of stockholders entitled to notice of and to vote at the Annual Stockholders' Meeting.

All proxies (which must be acknowledged before a notary public) must be submitted to the Corporate Secretary on or before 24 May 2013, 5:00 p.m. at the following address:

Prime Media Holdings, Inc.
c/o Ocampo and Manalo Law Firm
6th Flr. Pacific Star Building
Makati Ave. cor. Sen. Gil Puyat Ave.
Makati City
Attention: Diane Madelyn C. Ching

Very truly yours,


DIANE MADELYN C. CHING
Corporate Secretary