



Please be informed that the Board of Directors of Security Bank Corporation, in its Board meeting held last February 24, 2015, approved the following:

A. The holding of Security Bank Corporation's Annual Stockholders' meeting on 28 April 2015 at 9:00 am at the Jonathan Y. Dy Hall, 21st Floor, Security Bank Centre, 6776 Ayala Avenue, Makati City. For purposes of determining the stockholders entitled to vote at the meeting, the record date is set for March 20, 2015.

B. The agenda for the Annual Stockholders' meeting is as follows:

1. Call to Order

The Chairman will call the meeting to order. The Corporate Secretary will introduce the Directors and Officers of the Company.

2. Proof of due notice of meeting and determination of a quorum

The Corporate Secretary will certify that the notice of meeting has been duly sent to the stockholders as of record date as required by the By-Laws and will likewise attest to the attendance at the meeting and whether the quorum is present. Except as otherwise provided by law, a quorum shall consist of stockholders owning majority of the outstanding capital stock, exclusive of treasury stock, represented in person or by proxy.

3. Approval of minutes of the annual stockholders' meeting held on April 29, 2014

The Minutes of the previous meeting of the stockholders shall be submitted for approval. The minutes of the annual meeting contain the following matters: approval of the minutes of the previous meeting and annual report for the year 2013, ratification of 2013 acts of the Board of Directors, all the Board and Management Committees and Officers, and the election of directors to serve starting May 2014. Copies of the same will be made available at the annual stockholders' meeting on 28 April 2015 for any stockholder desiring to review the same. The Minutes of Meeting is likewise available in the company's website.

4. Annual Report and ratification of the acts of the Board of Directors, all the Management Committees and Officers

The President and Chief Executive Officer will present the highlights of the 2014 operating performance of the company. All acts proceedings and resolutions of the Board of Directors, Board and Management Committees, officers and agents of the Bank since the last annual stockholders' meeting to the present as reflected in the minutes of the Board of Directors will be presented. Copies of the Annual Report via SEC Form 17-A, 2014 Audited Financial Statements and Definitive Information Statement shall be made available on the company's website. The floor will be open for the questions from the stockholders after the presentation.

5. Election of Directors

Election of the Regular and Independent members of the Board of Directors to hold office until the next stockholders' meeting and until their respective successors have been elected and qualified. The nominees were evaluated on the basis of selection criteria for Board members and possess all qualifications required by laws, rules, regulations and the Bank's Corporate Governance Manual and that no provision or disqualification would apply to them. The profile

and qualifications of the nominees are available in the Definitive Information Statement and Annual Report SEC Form 17-A.

6. Amendment of Articles of Incorporation

Amendment of the THIRD Article of SBC Articles of Incorporation, in compliance with SEC Memorandum No. 6, Series of 2014.

THIRD Article of the SBC Articles of Incorporation shall read as follows:

FROM : "The place where the principal office of the corporation is to be established or located is in the Municipality of Makati, Rizal, Philippines."

TO : "The place where the principal office of the corporation is to be established or located is in Security Bank Centre, 6776 Ayala Avenue, Makati City, Philippines."

7. Other matters

Matters that are relevant to and appropriate for the annual stockholders' meeting may be taken up.

8. Adjournment

C. The nomination of the following directors for re-election during the annual stockholders' meeting on 28 April 2015:

1. Philip T. Ang
2. Diana P. Aguilar
3. Anastasia Y. Dy
4. Frederick Y. Dy
5. Jose R. Facundo
6. Joseph R. Higdon
7. James JK Hung
8. Eduardo I. Plana
9. Rafael F. Simpao, Jr.
10. Paul Y. Ung
11. Alberto S. Villarosa