

IMPERIAL RESOURCES, INC.
82-J 4th Street, New Manila
Quezon City, Metro Manila

NOTICE OF THE REGULAR ANNUAL STOCKHOLDERS' MEETING

DEAR STOCKHOLDERS:

NOTICE IS HEREBY GIVEN that a regular annual meeting of the stockholders of IMPERIAL RESOURCES, INC. will be held at Metropolitan Club, Estrella cor. Rockwell Drive, Makati City, on Thursday, July 12, 2012 at 10:00 o'clock in the morning. The order of business of said meeting shall be as follows:

1. Secretary's Proof of Notice of Meeting
2. Declaration of Quorum
3. Approval of the Minutes of Regular Annual Stockholders' Meeting held on July 14, 2011.
4. Annual Report as at December 31, 2011
 - a. President's Report to Equity Holders
 - b. Financial Statements
5. Approval by the stockholders of the Annual Report and the Financial Statements of the Corporation.
6. Election of seven (7) Members of the Board of Directors inclusive of two (2) Independent Directors.
7. Ratification of the appointment of Villaruz, Villaruz & Co. CPA's as independent auditor of Imperial Resources, Inc. with business address at Unit 3 Level 9 Galleria Corporate Tower, EDSA cor. Ortigas Avenue, Quezon City, Metro Manila.
8. Ratification of all acts, contracts and proceedings of the Board of Directors and Corporate Officers acting within the scope of their designated authority since the 2011 annual stockholders' meeting until the present.
9. Other Matters
10. Adjournment

The Board of Directors has fixed May 29, 2012 as the record date for the determination of stockholders who are entitled to notice and to vote at the meeting. On the other hand, the stock and transfer book of the Company will be closed at 5:00 o'clock in the afternoon of July 4, 2012 and will be reopened after the stockholders meeting.


VICENTE R. ACSAY
Corporate Secretary