NOTICE OF SPECIAL STOCKHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that a Special Meeting of the Stockholders of RFM CORPORATION will be held at the RFM Corporate Center, Pioneer cor. Sheridan Sts., Mandaluyong City 1550 on Thursday, 27 January 2011 at 11:00 A.M.

Stockholders of record as of 29 December 2010 shall be entitled to vote at this meeting. Stockholders are requested to bring this Notice and present valid identification cards with picture upon registration for verification purpose.

The stock and transfer books of the Corporation will not be closed.

This Notice is hereby given pursuant to the By-Laws of the Corporation.



ATTY. ROWEL S. BARBA
Corporate Secretary

AGENDA

I. INVOCATION
II. NATIONAL ANTHEM
III. NOTICE OF MEETING
IV. CERTIFICATION AND DECLARATION OF QUORUM
V. APPROVAL OF THE MINUTES OF THE STOCKHOLDERS' MEETING HELD ON 08 JULY 2010
VI. APPROVAL OF THE PROPOSED EQUITY FUND RAISING OF THE CORPORATION CONSISTING OF A PLACING AND SUBSCRIPTION TRANSACTION TO BE IMPLEMENTED IN TWO CONCURRENT STAGES COMPRISING OF (A) THE OFFER AND SALE BY EXISTING SHAREHOLDER/S OF THEIR EXISTING SHARES IN THE CORPORATION, IN SUCH NUMBER OF SHARES AS DETERMINED BY THE BOARD OF DIRECTORS; AND (B) AS PART OF THE TRANSACTION, THE SUBSCRIPTION BY THE SELLING SHAREHOLDER/S AND THE ISSUANCE BY THE CORPORATION TO THE SELLING SHAREHOLDER/S, OF UNISSUED COMMON SHARES AT MOST IN THE SAME NUMBER AS THE SHARES SOLD DURING THE OFFER, WITH SUCH COMMON SHARES (SUBSCRIPTION TRANCHE) BEING LISTED AS SOON AS PRACTICABLE THEREAFTER
VII. ADJOURNMENT