

April 6, 2015

#### **Securities and Exchange Commission**

SEC Building, Mandaluyong City

Attention: Hon. Vicente Graciano P. Felizmenio, Jr.

Director, Markets & Securities Regulation Department

#### Philippine Stock Exchange, Inc.

3/F Tower One and Exchange Plaza Ayala Triangle, Ayala Ave., Makati City

Attention: Ms. Janet A. Encarnacion

Head, Disclosure Department

## **Philippine Dealing and Exchange Corporation**

37F Tower 1, The Enterprise Center 6766 Ayala Ave cor. Paseo de Roxas, Makati City

Attention: Ms. Vina Vanessa S. Salonga

Head, Issuer Compliance and Disclosures Dept.

#### Gentlemen:

Please be informed that at our annual meeting of stockholders held today, the stockholders considered and approved the following:

1. Approval of minutes of previous meeting.

Resolution No. S-01-15: "RESOLVED, to approve the minutes of the annual stockholders' meeting held on April 7, 2014"

2. Approval of annual report.

Resolution No. S-02-15: "RESOLVED, to note the Corporation's Annual Report, which consists of the Chairman's Message, the President's report, and the audio-visual presentation to the stockholders, and to approve the consolidated financial statements of the Corporation and its subsidiaries as of December 31, 2014, as audited by the Corporation's external auditor SyCip Gorres Velayo & Co."

3. Ratification of all acts and resolutions of the Board of Directors and Management adopted during the preceding year.

Resolution No. S-03-15: "RESOLVED, to approve, confirm, and ratify all resolutions of the Board of Directors and the Executive Committee, and other Board Committees, as well as all acts of Management taken or adopted since the annual stockholders' meeting on April 7, 2014 until today, as reported by the Corporate Secretary."

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4. Election of the directors effective immediately and until their successors are duly elected and qualified:

Resolution No. S-04-15: "RESOLVED, to elect the following as directors of the Corporation to serve as such beginning today until their successors are elected and qualified:

Fernando Zobel de Ayala
Jaime Augusto Zobel de Ayala
Bernard Vincent O. Dy
Antonino T. Aquino
Delfin L. Lazaro
Vincent Y. Tan
Rizalina G. Mantaring
Francis G. Estrada
Jaime C. Laya"

Messrs. Estrada and Laya and Ms. Mantaring were elected as independent directors.

5. Election of SyCip, Gorres, Velayo & Co. as our external auditor for the fiscal year 2015.

Resolution No. S-05-15: "RESOLVED, as endorsed by the Board of Directors, to approve the reelection of SyCip Gorres Velayo & Co. as the external auditor of the Corporation for the year 2015 for an audit fee of PhP3.638 Million, exclusive of value-added tax and out-of-pocket expenses."

At its organizational meeting held immediately after the stockholders' meeting, our Board of Directors elected the following:

1. Board Committees and Memberships:

## **Executive Committee**

Fernando Zobel de Ayala - Chairman Jaime Augusto Zobel de Ayala - Member Antonino T. Aquino - Member Delfin L. Lazaro - Member Bernard Vincent O. Dy - Member

# Nomination Committee

Francis G. Estrada - Chairman Antonino T. Aquino - Member Fernando Zobel de Ayala - Member

#### **Audit Committee**

Jaime C. Laya - Chairman Rizalina G. Mantaring - Member Antonino T. Aquino – Member

### Risk Committee

Rizalina G. Mantaring - Chairman Jaime C. Laya - Member Antonino T. Aquino - Member

#### 2. Officers:

Fernando Zobel de Ayala Jaime Augusto Zobel de Ayala Bernard Vincent O. Dy Arturo G. Corpuz Personnel & Compensation Committee

Francis G. Estrada – Chairman Jaime Augusto Zobel de Ayala – Member Fernando Zobel de Ayala – Member Antonino T. Aquino - Member

# **Sustainability Committee**

Jaime C. Laya - Chairman Rizalina G. Mantaring - Member Bernard Vincent O. Dy – Member

#### Inspectors of Proxies and Ballots Committee

Solomon M. Hermosura – Chairman Angelica L. Salvador - Member Leovigildo D. Abot – Member

Chairman Vice Chairman President and Chief Executive Officer Senior Vice President Corporate Disclosure Page 3

Senior Vice President

Senior Vice President

Senior Vice President

Senior Vice President

Anna Ma. Margarita B. Dy

Raul M. Irlanda

Jose Emmanuel H. Jalandoni

Emilio J. Tumbocon Jaime E. Ysmael

Information Officer & Chief Compliance Officer

Dante M. Abando Vice President Leovigildo D. Abot Vice President

Vice President & Treasurer Augusto Cesar D. Bengzon

Aniceto V. Bisnar, Jr. Vice President Manuel A. Blas II Vice President Maria Corazon G. Dizon Vice President Steven J. Dy Vice President Jose Juan Z. Jugo Vice President Laurent P. Lamasuta Vice President Robert S. Lao Vice President Vice President

Michael Alexis C. Legaspi

Joselito N. Luna

Vice President Christopher B. Maglanoc Vice President Romeo T. Menpin, Jr. Vice President Thomas F. Mirasol Vice President Rodelito J. Ocampo Vice President Angelica L. Salvador Vice President Maria Rowena M. Tomeldan Vice President

Solomon M. Hermosura June Vee D. Monteclaro-Navarro Nimfa Ambrosia L. Perez-Paras

Mercedita S. Nolledo

Corporate Secretary & Group General Counsel Assistant Corporate Secretary & General Counsel

Senior Vice President, Chief Finance Officer, Chief

Assistant Corporate Secretary Adviser to the Chairman

Thank you.

Very truly yours,

**SOLOMON M. HERMOSURA** Group General Counsel & Corporate Secretary