

April 19, 2017

Securities and Exchange Commission

Secretariat Building, PICC Complex Roxas Boulevard, Pasay 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: Mr. Jose Valeriano B. Zuño III OIC-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-01-17: "RESOLVED, to approve the minutes of the annual stockholders' meeting held on April 12, 2016."

2. Approval of annual report.

Resolution No. S-02-17: "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 audited financial statements of the Corporation and its subsidiaries as of December 31, 2016, as audited by the Corporation's external auditor SyCip Gorres Velayo & Co."

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

Resolution No. S-03-17: "RESOLVED, to elect the following nominees 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 Arturo G. Corpuz Jaime C. Laya Rizalina G. Mantaring Ma. Angela E. Ignacio" Mr. Laya and Mmes. Mantaring and Ignacio were elected as independent directors.

4. Election of SyCip, Gorres, Velayo & Co. as our external auditor for the year 2017.

Resolution No. S-04-17: "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 2017 for an audit fee of PhP4 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 approved the following:

1. Election of the 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 Ma. Angela E. Ignacio - Chairman Antonino T. Aquino - Member Fernando Zobel de Ayala – Member

<u>Audit Committee</u> Jaime C. Laya - Chairman Rizalina G. Mantaring - Member Antonino T. Aquino – Member

<u>Risk Committee</u> Rizalina G. Mantaring - Chairman Jaime C. Laya - Member Antonino T. Aquino - Member Personnel & Compensation Committee Ma. Angela E. Ignacio – Chairman Fernando Zobel de Ayala – Member Rizalina G. Mantaring – Member

Related Party Transactions Review Committee Ma. Angela E. Ignacio – Chairman Jaime C. Laya – Member Rizalina G. Mantaring – Member

<u>Sustainability Committee</u> Arturo G. Corpuz - Chairman Jaime C. Laya - Member Bernard Vincent O. Dy – Member

Inspectors of Proxies and Ballots Committee Solomon M. Hermosura – Chairman Angelica L. Salvador - Member Leovigildo D. Abot – Member

- 2. Election of Mr. Jaime C. Laya as our lead independent director.
- 3. Election of officers:

Fernando Zobel de Ayala Chairman Jaime Augusto Zobel de Ayala Vice Chairman Bernard Vincent O. Dy President and Chief Executive Officer Dante M. Abando Senior Vice President Anna Ma. Margarita B. Dy Senior Vice President Jose Emmanuel H. Jalandoni Senior Vice President Robert S. Lao Senior Vice President Jaime E. Ysmael Senior Vice President Vice President Lyle A. Abadia Leovigildo D. Abot Vice President Augusto Cesar D. Bengzon Vice President, Chief Finance Officer, Treasurer, Chief Information Officer & Chief Compliance Officer Vice President Aniceto V. Bisnar, Jr. Manuel A. Blas II Vice President Ruby P. Chiong Vice President Myrna Lynne C. Fernandez Vice President Dindo R. Fernando Vice President

- Javier D. Hernandez Jose Juan Z. Jugo Michael Alexis C. Legaspi Carol T. Mills Christopher B. Maglanoc Romeo T. Menpin, Jr. William Thomas F. Mirasol Rodelito J. Ocampo Ginaflor C. Oris Angelica L. Salvador Maria Rowena Victoria M. Tomeldan Jennylle S. Tupaz Solomon M. Hermosura Eliezer C. Tanlapco Mercedita S. Nolledo
- Vice President Group General Counsel & Corporate Secretary Group Head of Human Resources and Public Affairs Group Adviser to the Chairman

Thank you.

Very truly yours,

SOLOMON M. HERMOSURA Group General Counsel & Corporate Secretary