



April 22, 2020

**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.**

6/F PSE Tower  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street  
Bonifacio Global City, Taguig City

Attention: Ms. Janet A. Encarnacion  
*Head, Disclosure Department*

**Philippine Dealing and Exchange Corporation**

29th Floor, BDO Equitable Tower  
8751 Paseo de Roxas, Makati City 1226

Attention: Atty. Marie Rose M. Magallen-Lirio  
*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. Minutes of previous meeting

*Resolution No. S-01-2020: "RESOLVED, to approve the minutes of the annual stockholders' meeting held on April 24, 2019."*

2. Annual report for calendar year (CY) 2019 including the consolidated Audited Financial Statements for the CY December 31, 2019

*Resolution No. S-02-2020: "RESOLVED, to note the Corporation's Annual Report, which consists of the Message from the Chairman, 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, 2019, as audited by the Corporation's external auditor, SyCip Gorres Velayo & Co."*

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

*Resolution No. S-03-2020: "RESOLVED, to ratify each and every act and resolution, from April 24, 2019 to April 22, 2020 (the "Period"), of the Board of Directors (the "Board"), the Executive Committee and other Board committees exercising powers delegated by the Board, and each and every act, during the Period, of the officers of the Corporation performed pursuant to the resolutions of the Board, the*

*Executive Committee and other Board committees as well as pursuant to the By-laws of the Corporation.”*

4. Election of the directors

*Resolution No. S-04-2020: “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  
Arturo G. Corpuz  
Rizalina G. Mantaring (Independent Director)  
Cesar V. Purisima (Independent Director)  
Rex Ma. A. Mendoza (Independent Director)  
Sherisa P. Nuesa (Independent Director)”*

5. Election of SyCip Gorres Velayo & Co. as our external auditor for the year 2020 and fixing of its remuneration

*Resolution No. S-05-2020: “RESOLVED, as endorsed by the Board of Directors, to approve the election of SyCip Gorres Velayo & Co. as the external auditor of the Corporation for the year 2020 for an audit fee of Four Million Six Hundred Thousand Pesos (PhP4,600,000.00), exclusive of value-added tax and out of pocket expenses.”*

At its organizational meeting held immediately after the stockholders’ meeting, our Board of Directors considered and approved the following:

1. Election of Chairpersons and Members of the Board Committees:

Executive Committee

Fernando Zobel de Ayala - Chairman  
Jaime Augusto Zobel de Ayala - Member  
Antonino T. Aquino - Member  
Bernard Vincent O. Dy - Member  
Cesar V. Purisima - Member

Corporate Governance and Nomination Committee

Sherisa P. Nuesa - Chairman  
Cesar V. Purisima - Member  
Rizalina G. Mantaring – Member

Personnel & Compensation Committee

Rex Ma. A. Mendoza – Chairman  
Fernando Zobel de Ayala – Member  
Cesar V. Purisima – Member

Related Party Transactions Review Committee

Rex Ma. A. Mendoza – Chairman  
Sherisa P. Nuesa – Member  
Rizalina G. Mantaring – Member

Audit Committee

Cesar V. Purisima - Chairman  
Rex Ma. A. Mendoza - Member  
Antonino T. Aquino – Member

Sustainability Committee

Arturo G. Corpuz - Chairman  
Sherisa P. Nuesa - Member  
Bernard Vincent O. Dy – Member

Risk Oversight Committee

Rizalina G. Mantaring - Chairman  
Sherisa P. Nuesa - Member  
Antonino T. Aquino - Member

Inspectors of Proxies and Ballots Committee

Solomon M. Hermosura – Chairman  
Angelica L. Salvador – Member  
Ma. Divina Y. Lopez – Member

2. Designation of Ms. Rizalina G. Mantaring as our lead independent director.

3. Appointment of Ms. Mercedita S. Nollo and Mr. Delfin L. Lazaro as independent advisers to the Board of Directors.

4. 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
Augusto D. Bengzon	Senior Vice President, Chief Finance Officer, Treasurer & Chief Compliance Officer
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
Lyle A. Abadia	Vice President
Aniceto V. Bisnar, Jr.	Vice President
Manuel A. Blas II	Vice President
Dindo R. Fernando	Vice President
Rufino Hermann S. Gutierrez	Vice President
Javier D. Hernandez	Vice President
Joseph Carmichael Z. Jugo	Vice President
Michael Alexis C. Legaspi	Vice President
Christopher B. Maglanoc	Vice President
Michael F. Magpusao	Vice President
Ferdie M. Mangali	Vice President
Romeo T. Menpin, Jr.	Vice President
Carol T. Mills	Vice President
Rodelito J. Ocampo	Vice President
Ginaflor C. Oris	Vice President
Darwin L. Salipsip	Vice President
Angelica L. Salvador	Vice President
Maria Rowena Victoria M. Tomeldan	Vice President
Jennylle S. Tupaz	Vice President
Solomon M. Hermosura	Group General Counsel & Corporate Secretary
Eliezer C. Tanlapco	Group Head of Human Resources and Public Affairs Group
Amelia Ann T. Alipao	Chief Information Officer and Data Protection Officer
Ma. Divina Y. Lopez	Chief Audit Executive

Thank you.

Very truly yours,



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