



### **Minutes of the Annual Meeting of Stockholders\***

April 18, 2017, Tuesday, 9:00 A.M.

Ballroom 2, Fairmont Makati

1 Raffles Drive, Makati Avenue, Makati City

	No. of Shares	Percentage of Total
Outstanding Shares Represented	<b>275,033,661</b>	<b>88.36%</b>

#### **Directors Present:**

Jaime Augusto Zobel de Ayala

*Chairman of the Board  
Chairman, Executive Committee*

Ernest L. Cu

*President and CEO  
Member of the Board  
Member, Executive Committee*

Fernando Zobel de Ayala

*Co-Vice Chairman of the Board  
Member, Finance Committee  
Member, Compensation and  
Remuneration Committee*

Samba Natarajan

*Member of the Board  
Member, Executive Committee  
Member, Finance Committee*

Saw Phaik Hwa

*Independent Director/Member of the Board  
Member, Audit Committee  
Member, Nomination Committee*

Romeo L. Bernardo

*Member of the Board  
Member, Compensation and  
Remuneration Committee  
Member, Finance Committee*

Manuel A. Pacis

*Independent Director/Member of the Board  
Chairman, Audit Committee  
Member, Nomination Committee*

Rex Ma. A. Mendoza

*Independent Director/Member of the Board  
Chairman, Nomination Committee  
Chairman, Compensation and  
Remuneration Committee  
Member, Audit Committee*

Jose Teodoro K. Limcaoco

*Member of the Board  
Member, Executive Committee*

## **1. CALL TO ORDER**

After the national anthem, Globe's Purpose video was shown after which the Chairman, Mr. Jaime Augusto Zobel de Ayala, called the meeting to order. He welcomed the stockholders, and announced the presence of the members of the Board, the President and Chief Executive Officer, and other officers of the Company at the meeting.

## **2. NOTICE OF MEETING, DETERMINATION OF QUORUM AND RULES OF CONDUCT AND PROCEDURES**

The Secretary certified that, in accordance with the By-Laws, written notice of the time, date, place and purpose of the meeting was sent on March 10, 2017 to all stockholders of record as of February 17, 2017. The notice also was published on March 13, 2017 in the Philippine Daily Inquirer and Business World, newspapers of general circulation.

The Secretary further certified that stockholders representing 275,033,661 shares or 88.36% of the 311,274,593 outstanding shares were present in person or by proxy.

The Chairman advised that anyone who wished to make a remark should identify himself after being acknowledged by the Chair and should limit his remarks to the item in the agenda under consideration.

Thereafter, the Secretary mentioned that the rules of conduct and voting procedures were part of the Explanation of Agenda Items, which were provided to the stockholders together with the Notice of the meeting and distributed again to the stockholders upon registration at the meeting. The rules of conduct and voting procedures were as follows: (i) a stockholder who wishes to make a remark must identify himself after being acknowledged by the Chairman; (ii) remarks must be restricted to the item of the agenda under consideration; (iii) stockholders may opt for manual voting or electronically; (iv) for manual voting, each stockholder will be given a ballot upon registration to enable the stockholder to vote in writing per item in the agenda. The stockholder may drop his ballot in ballot boxes placed at the registration area and inside the Ballroom; (v) for electronic voting, there will be computer stations placed outside the Ballroom where stockholders may cast their votes; (vi) both ballot and website platform will state the proposed resolutions for consideration by the stockholders and each proposed resolution will be shown on the screen as the same will be taken up at the meeting; (vii) all the items in the agenda requiring approval by the stockholders will need the affirmative vote of stockholders representing at least a majority of the issued and outstanding voting stock. Election of directors

will be by plurality of votes, and every stockholder will be entitled to cumulate his votes. Each outstanding share of stock entitles the registered stockholder to one vote; (viii) as the stockholders take up an item in the agenda, the Corporate Secretary will report on the votes received and tabulated by his office at that point in time; and (ix) An independent external auditor will validate the voting results and the final tally of votes will be reflected in the minutes of this meeting.

The Secretary also announced that the polls were open for the stockholders to cast their votes either manually or electronically.

### 3. APPROVAL OF MINUTES OF THE 2016 STOCKHOLDERS' MEETING

The next order of business was the approval of the minutes of the annual stockholders' meeting held on April 13, 2016.

The Chairman said that copies of the minutes were distributed to the stockholders and posted at the Company website before the meeting.

On motion of Mr. George Abellera seconded by Ms. Celeste Flores, the stockholders approved the minutes and adopted the following Resolution No. S-01 (2017), which was shown on the screen:

#### **Resolution No. S-01 (2017)**

***“RESOLVED***, to approve the minutes of the annual stockholders' meeting held on 13 April 2016.”

As tabulated by the Office of the Corporate Secretary and validated by SGV, the votes on the motion for the approval of the minutes and the adoption of Resolution No. S-01 (2017) were as follows:

<b>Votes</b>	<b>Votes Cast (One vote per share)</b>	<b>Percentage of Voted Shares</b>
For	275,033,650	99.99%
Against	11	0.000004%
Abstain	0	0%

### 4. ANNUAL REPORT OF OFFICERS AND AUDITED FINANCIAL STATEMENTS

#### Chairman's Report

The Chairman reported Globe's record results for 2016 which set new marks in service revenues, EBITDA and core net income. There was double-digit growth across all data-related services, to which the consolidation of Bayan contributed. Having focused on customer experience and enrichment of the Filipino digital lifestyle, Globe was recognized as the number one mobile company in the Philippines.

The company also embarked on a transformation journey to become a purpose-led organization. To be successful, engagement among employees was essential and every Ka-Globe should be able to channel his or her personal purpose and align it with the company's own. For 2016, Globe received a 91% in the Sustainable Engagement Index

(SEI), 6 points higher than the global telecommunications norm and 5 points higher than the global high performing norm. Globe was also the first telecommunications company to be included in the 2016 Global High Performance Companies Norm. These recognitions validated the company's efforts in developing a culture of empowerment, collaboration and innovation.

The Philippine economy enjoyed its highest growth in 3 years and gross domestic product (GDP) was up by 6.8%, ranking among the highest in Asia. Growth continued to be broad-based, due to the increase in both domestic and external demand and the economy was in a strong position to maintain its current growth trajectory and promote inclusive growth, due to the new government's thrust to increase fiscal investment and infrastructure spending.

It was to be noted that telecommunications barely grew in 2016 due to the re-rating of mobile revenues and heightened industry competition. Globe, however, outperformed the sector and grew by 5% as it delivered better customer service and a wide variety of choice content through partnerships with the best of breed internet and content companies. Mobile penetration rose to an estimated 120% by the end of the year with nearly 126M industry subscribers and the incidence of multi-SIMming remained high.

Going forward, the company welcomed rational competition to induce market repair and allow the sector to properly monetize growing data traffic. Home broadband and corporate data segments also represent exciting opportunities as households and enterprises require connectivity.

The company fast-tracked LTE deployment services using the 700MHz and 2600MHz frequencies obtained from the San Miguel deal and continued heavy investments on network infrastructure and deployment of fiber optic cables for a better internet experience in the country. Since ICT development had a direct impact to the country's GDP growth, the company steadily increased its portfolio of business solutions to both large multinational companies and SMEs.

Globe paid out a total of P11.7B in common share dividends in 2016, 6% higher than 2015. This represented approximately 77% of 2015 core net income and was in line with the company's policy of distributing dividends equivalent to 75%-90% of 2015's core net income. This translated to a 4.8% dividend yield, which remained competitive versus the yields of government securities and Philippine listed companies. Globe also exerted great effort to create its lasting contribution to society, an example of which was the Digital Thumbprint Program in the Philippines with Singtel and Optus to educate the youth on responsible digital citizenship. Together with the Department of Education, Globe institutionalized the Global Filipino High Schools program in 80 public schools nationwide. As such, teachers and students developed 21<sup>st</sup> century skills such as creativity, critical thinking, collaboration and communication.

There was also a collaboration with Astro in Malaysia to participate in their Astro Kem Bola overseas training program whose beneficiaries are 49 grassroots football communities with 590 participants. 5 children were given the privilege of sports training by FCB Escola in Barcelona. These programs fit in with the United Nations Sustainable Development Goal 4 (UN SDG 4) which called for quality education.

In closing, the Chairman thanked the Board of Directors, the management team and the employees for their untiring commitment and dedication in serving Globe's customers. The Chairman also thanked the company's business partners for their support, the customers for their loyal patronage and the fellow shareholders for their trust and confidence in the company's ability to build and create stakeholder value in the years ahead.

The Chairman also took the opportunity to welcome Mr. Arthur Lang who would take over from Mr. Mark Chong as one of Singtel's representatives in the board and emphasized on Mr. Lang's expertise and experience as significant contributions to the governance and management of the company. Mr. Chong's contributions were also acknowledged as a member of the board for a combined 5 years, including 2 years as the Co-Vice Chairman and 3 years as Vice Chairman of the Executive Committee as well as a member of the Compensation and Nomination Committees. The Chairman wished him continued success as the Group Chief Technology Officer of Singtel. Finally, the Chairman thanked everyone for joining the meeting and handed over the floor to Globe's President and CEO, Mr. Ernest Cu, for his report.

### The President's Report

Mr. Cu started off by saying that Globe's story in 2016 was an exciting mix of many firsts and of going full steam ahead with network expansion. This was the year that Globe successfully captured overall revenue market share, making it the #1 mobile company in the country, its first after many years of being the challenger brand in an intensely competitive industry. To have a sustainable leadership, however, the company has set its sights towards its unique purpose as a business, which was to treat people right to do a Globe of Good. For the first time in company history, it embarked on a purpose-led transformation and, with changing lifestyles and the continuing digital shift, internet services have become even more pervasive. In June, the United Nations Human Rights Council declared internet access as a basic human right which cemented the global need for connectedness.

Globe was at the forefront of the industry in advocating reforms, with the end goal of building much-needed infrastructure for the country. Apart from the attempt to address the issues of permits and right-of-way, the company also engaged stakeholders to educate the public on the difficulties in deploying fiber to homes and business, as well as the necessary capital investments to keep up with technology shifts. The acquisition of the telco assets of San Miguel Corporation (SMC) allowed Globe to increase capacity and improve network experience and, for the first time, it was able to spread the 4G/LTE experience throughout the entire National Capital Region and key regional cities. With the customers having a better network experience, a purpose-led organization and dedicated talents, Globe registered substantial business gains, broke records and built a data-driven future.

The company's consolidated service revenues hit a new record high of P120B, up 6% from the previous year's P113.7B. EBITDA also reached a record P50B, up 9% year-on-year. Net income was down 4% to P15.9B, which included expenses from the P70B SMC acquisition in May 2016. Total data revenues accounted for 49% of consolidated services, up 4% from the previous year. Mobile revenues grew 1% to P91.9B from last year's P91.2B. As of end-2016, Globe's mobile subscriber base reached 62.8M, up 12% year on year. The company has managed to dominate the postpaid segment with

revenues of P34.3B and accounted for 37% of mobile revenues. Prepaid revenues were P57.6B, up 1%. Globe also achieved another milestone as smartphone penetration reached 61% by 4Q2016, breaking past the 50% mark. As a result, total wireless traffic surged by 44% year on year. This trend persisted as mobile users continued to transition from voice and legacy SMS towards a more VoIP-type of communication, messaging platforms and music/video streaming. Home broadband revenues reached P14.5B, up 28% from last year's P11.3B. Corporate data services hit P9.9B, up 28% year on year. Globe has always led innovations in mobile because of strong consumer demand but in the past, it related to its customers in the manner of a utility company. A lot has changed as it now focused on the changing habits of its customers and the way technology is used in their daily lives. In 2009, the company started offering customizable services that put customers first. It has evolved into becoming the purveyor of the digital lifestyle and forged collaborative partnerships with global giants in the world of content such as Disney, NBA, Netflix and Spotify. Globe has likewise altered the landscape of Philippine entertainment with Globe Studios and Globe Live, two new businesses designed for the local entertainment industry. Globe also opened a \$7M Iconic Store at Bonifacio Global City, revolutionizing the Philippine retail and entertainment industry by providing live video feed and on-ground entertainment.

Globe launched an initiative to deploy internet in 20,000 barangays nationwide within the next 5 years, to provide faster and more reliable internet access in about 2M homes. It also collaborated with the city government of Manila to install fiber broadband throughout the Binondo district, providing speeds of up to 1Gbps to one of the main hubs of SME activity in the metro. The company also launched revolutionary Globe Broadband plans that allowed its customers to elevate their digital lifestyle. To fulfill its commitments, the company expanded its network infrastructure and capacity to enhance the internet experience of its customers. By acquiring spectrum in 700Mhz, 1800MHz and 2600MHz, the company maximized the roll out and use of the spectrums so that the public could expect vast improvements in terms of speed and reliability of mobile internet services. Globe was well on its way to achieve its target of deploying about 4,500 multiband, multimode software-defined radio station equipment in 95% of cities and municipalities within a 3-year period, as committed to the National Telecommunications Commission.

The Philippines was the highest among 15 countries in Asia Pacific in terms of average connection speeds for mobile connection, according to the 3<sup>rd</sup> Quarter Akamai State of Internet Report of Akamai Technologies. The Philippines ranked 6<sup>th</sup> in terms of average mobile internet connection speed and achieved 105.1 Mbps peak mobile speed, the third highest in Asia Pacific after Australia and Thailand. By deploying more LTE sites using the additional spectrum assets, the company would further accelerate its network build and collaborate with various local government units, homeowner associations and other government agencies on workable solutions that would enable Globe to stay ahead in meeting rising consumer demands.

One area that showcased employee commitment to Put Customers First is during a disaster. The company has continued to build a better network to harness mobile and ICT solutions that empowered public service and helped uplift public welfare – from emergency response to disaster preparedness and management. In partnership with the National Disaster Risk Reduction Management Council (NDRRMC), Globe transmitted mobile disaster alerts via SMS containing vital information that communities at risk could use to prepare for and respond to disaster. Globe has also continued to invest in a low-carbon future by encouraging customers to shift to paperless billing. The company has

also entered into a 5-year partnership with Hineleban Foundation to preserve and restore rainforests and watersheds in Bukidnon and Lanao del Sur, as well as provide food security for the indigenous peoples in the area. Globe also had over 1,500 Department of Social Welfare and Development (DSWD) beneficiaries employed as broadband sales agents and airtime load retailers, as well as assisted Filipino micro-enterprises through a partnership with KIVA, a US-based humanitarian organization. At least P20M was generated through various sustainable livelihood programs directly benefitting the base of the pyramid sector.

2017 was expected to bring more opportunities for business growth while creating new challenges. Although much was achieved in 2016, there was more that needed to be done especially as the company endeavored to remain true to its promise of delivering superior customer experience. After all, it was armed with two key elements essential for any company to succeed over the long term: a strong customer-centric culture and a purpose to build a better future for the nation.

#### Questions or Comments from the Stockholders

The Chairman opened the floor for questions on the annual report and the 2016 audited financial statements.

Mr. Alfred Reiterer of the Association of Shareholders of the Philippines wanted to understand the timing of the acquisition of San Miguel Corporation (SMC) telco assets relative to his question on the same issue last 2016 ASM. Mr. Cu said that the discussions were triggered by Telstra pulling out of the partnership which happened after the ASM last year. SMC may have realized that it could not proceed, given the capital required to deploy the network despite having the spectrum.

For his second question, Mr. Reiterer asked about Globe's mentality towards another telco entering the market, giving the example of Now Corporation as planning the same. Mr. Cu replied that there were no statements that nobody could enter the market, just that it would be difficult. One has to look at the capability of a potential telco player and whether it has the desired capital and investment base to sustain the capex needed. What Globe was doing was making sure that the company was very strong to be able to compete in any type of market condition.

For his final question, Mr. Reiterer asked how Globe would finance the network in the future and whether or not it saw a vendor becoming a shareholder as a model in the future, giving the example of an Indonesian company who did just that. Mr. Cu responded that it was incumbent upon Globe to provide the right financial model and balance to its operation by managing costs, revenue growth and EBITDA margins. The Indonesian situation was an issue of a large receivable from the company that prompted the vendor to take over the shares. It was not the business model of the vendor to become an operator and Mr. Cu considered it to be a one-off situation.

Mr. Stephen Soliven, a stockholder, asked if the company's working capital ratio has improved and what the latest score was. The Chairman referred it to Globe CFO Ms. Rosemarie Maniego-Eala who answered that the working capital ratio was now at 0.64x, a decline from 2015's 0.72x.

Mr. Joshua Generoso, a stockholder, asked about Globe's plan to arrest decline of SMS and voice, given the shift to data services. Mr. Cu said that it would be difficult to arrest decline and that it was a matter of replacing SMS and voice revenues with data revenues. Globe did this by promoting use cases for data such as promoting Facebook, music streaming and video.

For his second question, Mr. Generoso asked if an increase in mobile subscriber base was expected and where the new subscribers would be coming from. Mr. Cu said that an increase would be moderate from this point on and whatever new subscribers the company would get would be from the competition.

For his final question, Mr. Generoso asked about Globe's vision for the Ant Financial investment in Globe Fintech Innovations, Inc. and Mr. Cu said that the vision for said investment was to bring financial inclusion to the non-banked population of the Philippines.

Mr. Robert Go, a shareholder, asked whether the open letter that Globe sent to homeowners' associations was circulated only in Metro Manila. Mr. Cu said that it was circulated mostly in Metro Manila, although Globe was planning to circulate it nationwide. He also gave an update that around 7 homeowners' associations wanted to meet and are reconsidering their decision on allowing sites to be placed in their communities.

Mr. Sam Canua, a shareholder, asked about bills passed by our lawmakers like the Magna Carta for mobile phone subscribers and how such bills would affect the performance and earnings of the company. Mr. Cu replied that these bills should be studied and that Globe's legal team would be debating with the lawmakers on the benefits of the bills when the final versions come out.

For his second question, Mr. Canua asked about how calamities such as earthquakes and typhoons could affect the network and the damage said calamities would cause. Mr. Cu responded that the company was currently increasing and fortifying the threshold for wind resistance of the towers. In addition, the company was also working very hard in its responsibilities after calamities because it was sometimes more important to quickly respond and rebuild connectivity than to prevent damage.

For his third question, Mr. Canua asked whether or not the company would launch voice-over LTE to which Mr. Cu replied that although there were plans to launch it, he believes that it should not be launched yet because the number of handsets that could carry it is limited and the company wished to remain practical and focus on benefiting the public immediately.

For his final question, Mr. Canua asked if there could be more work done towards integrating payments for Globe and Bayantel to make it easier for the customers. Mr. Cu said that there were ongoing projects to integrate payments for Globe and Bayantel. Mr. Canua wanted to understand further if it would be possible for all Globe stores to accept payments for Bayantel because not all stores had it. The Chairman then directed him to the customer service booths located outside to entertain technical questions.

Mr. Canua likewise suggested for Globe to have an unlocking service for the phones, much like Optus in Australia. Mr. Cu said that the company does this on a case-to-case basis, once the contract is over.

## Approval of the Annual Report and the 2016 Audited Financial Statements

The Chairman requested for a motion for approval of the annual report including the 2016 audited financial statements.

On motion made by Ms. Mary Ann Negradas and seconded by Ms. Almira Celeste Mariano, the stockholders approved the annual report including the 2016 audited financial statements and adopted the following Resolution No. S-02 (2017), which was shown on the screen:

### **Resolution No. S-02 (2017)**

***“RESOLVED, to approve the 2016 Annual Report including the 2016 Audited Financial Statements of Globe Telecom, Inc.”***

As tabulated by the Office of the Corporate Secretary and validated by SGV, the votes on the motion for the approval of the 2016 Annual Report including the 2016 Audited Financial Statements, and the adoption of Resolution No. S-02 (2017) were as follows:

<b>Votes</b>	<b>Votes Cast (One vote per share)</b>	<b>Percentage of Voted Shares</b>
For	274,969,830	99.98%
Against	0	0%
Abstain	63,381	0.02%

## **5. ELECTION OF DIRECTORS (INCLUDING THE INDEPENDENT DIRECTORS)**

The next item in the agenda was the election of eleven (11) members of the Board of Directors for the ensuing year. The Chairman requested Mr. Rex Ma. A. Mendoza, Chairman of the Nomination Committee, to inform the stockholders of the process in the nomination of directors for the ensuing year.

Mr. Mendoza reported that in accordance with the By-Laws of the Corporation, the Manual of Corporate Governance and the SEC Rules, the names of the following nominees to the Board of Directors were submitted to the Nomination Committee by a minority shareholder, and each one accepted in writing the nomination:

1. Jaime Augusto Zobel de Ayala
2. Delfin L. Lazaro
3. Lang Tao Yih, Arthur
4. Fernando Zobel de Ayala
5. Jose Teodoro K. Limcaoco
6. Romeo L. Bernardo
7. Samba Natarajan
8. Saw Phaik Hwa
9. Rex Ma. A. Mendoza
10. Manuel A. Pacis
11. Ernest L. Cu

Messrs. Manuel A. Pacis and Rex Ma. A. Mendoza, and Ms. Saw Phaik Hwa were nominated as independent directors. The nomination closed on March 3, 2017. The Nomination Committee, in the exercise of its assigned task, determined that the 11 nominees, inclusive of the 3 nominees for independent directors, have all the qualifications and none of the disqualifications to sit as members of the Board of Directors of the Company.

Thereupon, Mr. Mendoza submitted the nominees for election by the stockholders. As tabulated by the Office of the Corporate Secretary and validated by SGV, the votes received by each nominee (and percentage of votes represented) were as follows:

Nominees*	For		Against		Abstain	
	Number	%	Number	%	Number	%
Jaime Augusto Zobel de Ayala	273,243,219	93.81%	1,789,325	0.61%	0	0%
Delfin L. Lazaro	266,585,663	91.52%	8,446,870	2.90%	0	0%
Lang Tao Yih, Arthur	273,532,934	93.91%	1,499,599	0.51%	0	0%
Fernando Zobel de Ayala	273,081,733	93.75%	1,950,805	0.67%	0	0%
Jose Teodoro K. Limcaoco	273,523,373	93.91%	1,509,159	0.52%	0	0%
Romeo L. Bernardo	273,134,740	93.77%	1,897,792	0.65%	0	0%
Samba Natarajan	273,533,998	93.91%	1,498,534	0.51%	0	0%
Ernest L. Cu	274,348,076	94.19%	109,432	0.04%	575,030	0.20%
Rex Ma. A. Mendoza (Independent)	274,615,702	94.28%	416,830	0.14%	0	0%
Manuel A. Pacis (Independent)	274,947,815	94.39%	84,717	0.03%	0	0%
Saw Phaik Hwa (Independent)	274,947,815	94.39%	84,717	0.03%	0	0%

In view of the results of the election, on motion of Mr. John Christian Gregorio seconded by Ms. Elizabeth Tolentino, the eleven (11) nominees were declared elected as directors for the ensuing year to serve as directors from the date of the meeting until their successors are duly elected and qualified, and Resolution No. S-03 (2017) adopted, as shown on the screen:

**Resolution No. S-03 (2017)**

***“RESOLVED***, to elect the following as directors of the Corporation to serve as such beginning today until their successors are elected and qualified:

1. Jaime Augusto Zobel de Ayala
2. Delfin L. Lazaro
3. Lang Tao Yih, Arthur

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\* Under the Corporation Code of the Philippines, election of directors is by plurality of votes. “Abstain” and “Against” votes have no effect on the outcome of the elections.

4. *Fernando Zobel de Ayala*
5. *Jose Teodoro K. Limcaoco*
6. *Romeo L. Bernardo*
7. *Samba Natarajan*
8. *Saw Phaik Hwa*
9. *Rex Ma. A. Mendoza*
10. *Manuel A. Pacis*
11. *Ernest L. Cu*”

The Chairman welcomed Mr. Lang Tao Yih to the Board.

## **6. ELECTION OF INDEPENDENT AUDITORS AND FIXING OF THEIR REMUNERATION**

At the request of the Chairman, Mr. Manuel A. Pacis, Chairman of the Audit Committee, informed the stockholders that in line with the Company’s corporate governance policy, the Committee recommended the accounting firm of Navarro Amper & Co./Deloitte Philippines as the Company’s independent auditor for year 2017. The Committee proposed, and the Board of Directors agreed, to endorse the election of Navarro Amper & Co./ Deloitte Philippines as the independent auditor of the Globe Group for the current fiscal year for a fee of Php17.86M, exclusive of 7.5% out-of-pocket expenses and audit related fees. Mr. Gregorio S. Navarro shall be the lead engagement Partner for 2017.

Upon motion made by Ms. Laarni Dizon-Quides and seconded by Ms. Heraclea Guillermo, the stockholders elected the firm of Navarro Amper & Co./Deloitte Philippines as the Independent Auditor of the Company for the present fiscal year with a remuneration of Php17.86M, and adopted the following Resolution No. S-04 (2017), as shown on the screen:

### ***Resolution No. S-04 (2017)***

***“RESOLVED, to appoint Navarro Amper & Co./Deloitte Philippines as the Corporation’s independent auditors for the year 2017 with a remuneration of Php17.86M.”***

As tabulated by the Office of the Corporate Secretary and validated by SGV, the votes on the motion to elect Navarro Amper & Co./Deloitte Philippines as the Company’s independent auditor for the present fiscal year with a remuneration of Php17.86M and the adoption of Resolution No. S-04 (2017) were as follows:

<b>Votes</b>	<b>Votes Cast (One vote per share)</b>	<b>Percentage of Voted Shares</b>
For	275,029,309	99.99%
Against	4,351	0.002%
Abstain	1	0.0000004%

## **7. OTHER MATTERS**

The Chairman opened the floor for comments and questions on matters that are relevant to the stockholders but there were none.

## **8. ADJOURNMENT**

There being no other matters to discuss, on motion of Ms. Annah Manjares, seconded by Mr. Ramon Navarro, the meeting was adjourned.

**SOLOMON M. HERMOSURA**  
Corporate Secretary

ATTESTED BY:

**JAIME AUGUSTO ZOBEL DE AYALA**  
Chairman of the Board & of the Meeting

*\*This is still subject for approval at the 2018 Annual Stockholders' Meeting*