





## **Item 9 - Other Events**

At the Regular Meeting of the Board of Directors of the Corporation held on 21 March 2019 at its principal office, at which meeting a quorum was present and acting throughout, the following matters were discussed and approved:

1. Appointment of New Director;
2. 2018 Audited Financial Statements ("AFS");
3. Dividend Declaration;
4. Re-appointment of Sycip Gorres Velayo & Company as the External Auditors of the Corporation for 2019, upon recommendation of the Corporation's Board Audit and Risk Oversight Committee;
5. Closing of Stock and Transfer Book on 05 April 2019 to determine the list of Stockholders entitled to the Notice of Annual Stockholders Meeting on 07 May 2019; and
6. Amendment of By-Laws on Stockholders' Quorum and Voting.

Regarding item (1), to fill the vacancy in the Board of Directors of the Corporation, the remaining Directors, acting on the endorsement of the Nomination Committee, have appointed Mr. Rolando J. Paulino, Jr. as the new director of the Corporation, effective 21 March 2019.

Concerning item (2), the 2018 AFS was approved by the Board upon the endorsement of the Board Audit and Risk Oversight Committee.

With regard to item (3) The Board of Directors declared cash dividend of PhP4.84 billion from its unrestricted retained earnings as of 31 December 2018, acting on the endorsement of the Board Audit and Risk Oversight Committee, details as below:

<b>Date of Approval by Board of Directors</b>	21 March 2019
<b>Type of Meeting</b>	Regular
<b>Amount of Cash Dividend Per Share</b>	PhP3.00
<b>Record Date</b>	05 April 2019
<b>Payment Date</b>	30 April 2019

Finally, on item (6), the proposal to amend the By-Laws of the Corporation will allow stockholders to vote through remote communication or *in absentia*. This will be submitted to its shareholders for approval during the 2019 Annual Stockholders' Meeting.

## SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Corporation has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: 21 March 2019

A handwritten signature in black ink, appearing to read 'Erwin R. Orocio', consisting of three distinct cursive strokes.

**ERWIN R. OROCIO**  
Corporate Secretary