



# PILIPINAS SHELL PETROLEUM CORPORATION

Annual Stockholders' Meeting on 16 May 2017 at 2:30 pm

	<u>NO. OF SHARES</u>		
Total Shares Issued and Outstanding	1,613,444,202		
<b>1. Certification of Quorum</b>			
TOTAL OUTSTANDING SHARES PRESENT IN PERSON AND BY PROXY TOTAL IN PERCENTAGE	1,431,646,690  88.73%		
<b>2. Votes Results</b>			
<b>2.1. Approval of the Minutes of the Previous Meeting</b>			
		<b>Based on Total Issued and Outstanding</b>	<b>Based on Quorum</b>
YES	1,431,315,809	88.7118%	99.9769%
NO	-	0.0000%	0.0000%
ABSTAIN	1,003	0.0001%	0.0001%
<b>TOTAL</b>	<b>1,431,316,812</b>	<b>88.7119%</b>	<b>99.9770%</b>
<b>2.2. Approval of the 31 December 2016 Audited Financial Statements</b>			
YES	1,431,315,809	88.7118%	99.9769%
NO	-	0.0000%	0.0000%
ABSTAIN	1,003	0.0001%	0.0001%
<b>TOTAL</b>	<b>1,431,316,812</b>	<b>88.7119%</b>	<b>99.9770%</b>
<b>2.3 Ratification of certain acts and resolutions of the Board of directors, Committees and Management</b>			
<b>2.3.1. New Compensation Scheme for Non-Executive Directors</b>			
YES	1,431,311,888	88.7116%	99.9766%
NO	1,350	0.0001%	0.0001%
ABSTAIN	3,574	0.0002%	0.0002%
<b>TOTAL</b>	<b>1,431,316,812</b>	<b>88.7119%</b>	<b>99.9770%</b>
<b>2.3.2. Amendment of the Articles of Incorporation to expand Secondary Power to Include sale of Excess Electricity through the wholesale Electricity Spot Market</b>			
YES	1,431,315,762	88.7118%	99.9769%
NO	-	0.0000%	0.0000%
ABSTAIN	1,000	0.0001%	0.0001%
<b>TOTAL</b>	<b>1,431,316,762</b>	<b>88.7119%</b>	<b>99.9770%</b>

### 3. Election of Directors

	YES	NO	ABSTAIN
Asada Harinsuit	1,143,489,728	3,488,820	-
Nina D. Aguas	2,522,261,302	29,704,960	-
Anabil Dutta	1,125,542,764	21,435,710	-
Mona Lisa B Dela Cruz	2,530,530,552	21,435,710	-
Cesar G. Romero	1,146,984,957	-	-
Jose Jerome Rivera Pascual III	1,145,685,954	1,292,520	-
Anthony Lawrence D. Yam	1,145,685,954	1,292,520	-
Dennis G. Gamab	1,145,685,954	1,292,520	-
Fernando Zobel de Ayala (Independent Director)	1,141,649,838	5,329,210	-
Cesar A. Buenaventura (Independent Director)	1,142,921,818	4,057,730	-
Lydia B. Echauz (Independent Director)	1,146,978,516	-	-

### 4. Appointment of External Auditor

YES	1,431,317,109	88.7119%	99.9770%
NO	-	0.0000%	0.0000%
ABSTAIN	3	0.0000%	0.0000%
<b>TOTAL</b>	<b>1,431,317,112</b>	<b>88.7119%</b>	<b>99.9770%</b>

5. At his/her discretion, the proxy named above is authorized to vote upon such other matters as may properly come before the meeting

YES	1,273,381,141	78.9232%	88.9452%
NO	121,795,291	7.5488%	8.5074%
ABSTAIN	36,136,490	2.2397%	2.5241%
<b>TOTAL</b>	<b>1,431,312,922</b>	<b>88.7116%</b>	<b>99.9767%</b>

Attested By:

PILIPINAS SHELL PETROLEUM CORPORATION



ERWIN R. OROCIO  
Corporate Secretary  
17-May-17