



PROXY VALIDATION COMMITTEE MEETING

April 17, 2019

abotiz



Mandate of the Committee



- **Creation approved by the Board Corporate Governance Committee on February 27, 2014**
- **PURPOSE:** to validate proxies and count the votes for the Annual Stockholders' Meeting



Committee Membership

AEV	AboitizPower
Manuel Alberto R. Colayco Chief Legal Officer / Corporate Secretary / Chief Compliance Officer	Joseph Trillana Gonzales General Counsel & Compliance Officer
Melinda R. Bathan Group Comptroller/ Marlita M. Villacampa Deputy Comptroller	Timothy P. Abay VP - Finance
Marie Y. Tanate Group Internal Audit Head	Saturnino E. Nicanor, Jr. Group Internal Audit Head





Proxy Validation and Tabulation Team

- COMPOSED OF:

- Corporate Secretarial Team
- Proxy Validation Committee
- Board Election Inspectors (“BEI”)
(Luis Canete & Co.)

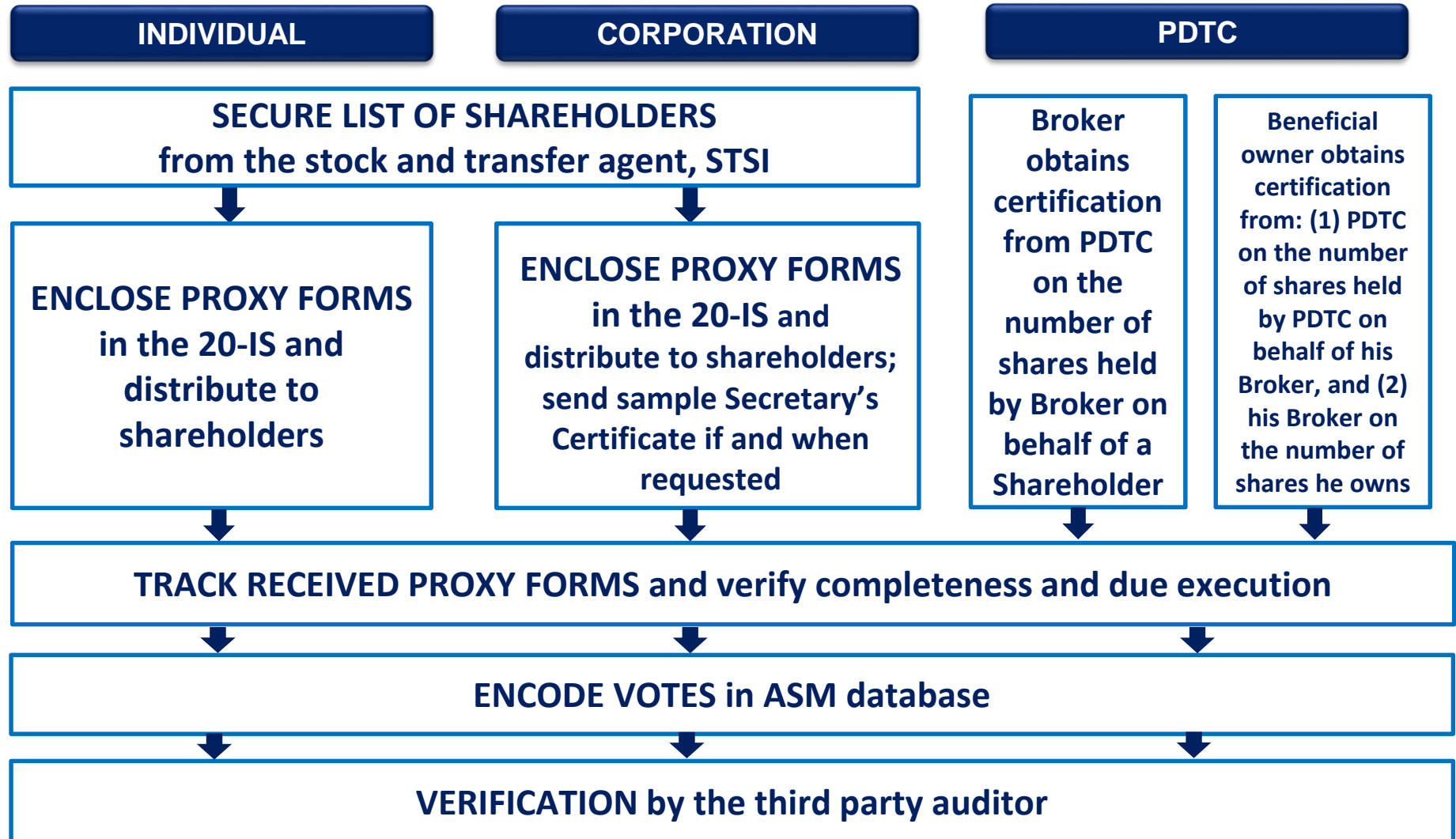


PURPOSE:

To ensure that every vote is counted and recorded.



Proxy Validation and Counting Process



PDTC Certification

PDS Group
Philippine Dealing System Holdings Corp. & Subsidiaries

37th Floor, Tower 1, The Enterprise Center
6766 Ayala Avenue corner Paseo de Roxas
1226 Makati City, Philippines
Makro: +63 2 884 5000
Fax: +63 2 884 5098 / 99

RECEIVED

CORPORATE SERVICES
BY: *[Signature]*
DATE: 4/2/19

STOCK TRANSFER SERVICE, INC.
RECEIVED
APR 02 2019

CAR19 - 204

March 29, 2019

STOCK TRANSFER SERVICES INC.
Unit 34th Floor, Rufino Pacific Tower,
6784 Ayala Avenue,
Makati City

Attention: MR. RICHARD REGALA
Re : AEV - ASM

Gentlemen:

We are sending you our Proxy Assignment and the list of our Participants having beneficial interest in ABOITIZ EQUITY VENTURES, INC. (AEV) as of record March 25, 2019.

The 1,311,280,340 shares of AEV registered in the name of PCD Nominee Corp. as of said record date have been reconciled with your records.

Please send the meeting materials directly to our Participants unless otherwise provided with the list of their beneficial owners.

Please acknowledge receipt on the duplicate copy attached hereof.

Thank you.

Very truly yours,

JOSEPHINE F. DELA CRUZ
Director

[Signature]
MARY ANN S. MALICDEM
Associate Director

Philippine Depository & Trust Corp. OUTSTANDING BALANCES FOR A SPECIFIC COMPANY - ADHOC		
Company Code - AEV000000000 & Company Name - ABOITIZ EQUITY VENTURES, INC. (AEV)		
Selection Criteria :		
Security ID From : AEV000000000 To : AEV000000000 Input Date : 3/22/2019		
BPNAME	ADDRESS	HOLDINGS
UPCC SECURITIES CORP.	UNIT 1202 TOWER ONE AND EXCHANGE PLAZA AYALA AVENUE, MAKATI CITY	6,680.00
A & A SECURITIES, INC.	Rm. 1906 Ayala Ave. Condominium 6776 Ayala Ave., Makati City	518,722.00
A & A SECURITIES, INC.	Rm. 1906 Ayala Ave. Condominium 6776 Ayala Ave., Makati City	90,800.00
ABACUS SECURITIES CORPORATION	Unit 2904-A East Tower, PSE Centre Exchange Road, Ortigas Center Pasig City	5,000.00
ABACUS SECURITIES CORPORATION	Unit 2904-A East Tower, PSE Centre Exchange Road, Ortigas Center Pasig City	1,711,569.00
ABACUS SECURITIES CORPORATION	Unit 2904-A East Tower, PSE Centre Exchange Road, Ortigas Center Pasig City	177.00
PHILSTOCKS FINANCIAL INC	Unit 1101 Orient Square Building Emerald Avenue Ortigas Center, Pasig City	11,741.00
PHILSTOCKS FINANCIAL INC	Unit 1101 Orient Square Building Emerald Avenue Ortigas Center, Pasig City	170,660.00



Proxy Distribution

- Identify stockholders of record as of **March 25, 2019**
- Notice and Agenda of 2019 Annual Stockholders' Meeting (with proxy forms) distributed to stockholders on record on **March 26, 2019**
- Deadline for submission of proxies: **April 15, 2019**
(7 days before the ASM)





Proxy Validation and Counting Process

INDIVIDUAL

SECURE LIST OF SHAREHOLDERS
from the stock and transfer agent, STSI

ENCLOSE PROXY FORMS
in the 20-IS and
distribute to
shareholders

CORPORATION

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distribute to Shareholders;
send sample Secretary's
Certificate if and when
requested

PDTC

Broker
obtains
certification
from PDTC
on the
number of
shares held
by Broker on
behalf of a
Shareholder

Beneficial
owner obtains
certification
from: (1) PDTC
on the number
of shares held
by PDTC on
behalf of his
Broker, and (2)
his Broker on
the number of
shares he owns

TRACK RECEIVED PROXY FORMS and verify completeness and due execution

ENCODE VOTES in ASM database

VERIFICATION by the third party auditor



Proxy Validation Process

RECEIVED
CORPORATE SERVICES TEAM
BY: CHLMD CTR PD
DATE: 4/11/19

- Stamped upon receipt
- Checked if signed by shareholder
- Checked if proxy is named; if no proxy is named, the Chairman of the meeting is the appointed proxy
- Scanned and saved in ASM database

☐ Yes ☐ No ☐ Abstain

ELIZABETH C. LO
PRINTED NAME AND SIGNATURE OF STOCKHOLDER

NAME AND SIGNATURE OF AUTHORIZED REPRESENTATIVE OF STOCKHOLDER*

April 04, 2019
DATE



Sample Proxy Form naming a specific proxy

Individual Stockholder

ABOITIZ EQUITY VENTURES INC.
NAC Tower, 32nd Street
Bonifacio Global City, Taguig City
1634 Metro Manila, Philippines

The undersigned stockholder of **ABOITIZ EQUITY VENTURES INC.** (the "Company") hereby appoints ERRAMON I. ABOITIZ or, in his absence, the Chairman of the meeting, as *attorney-in-fact* and *proxy*, with power of substitution, to represent and vote all shares registered in the name of undersigned stockholder, at the Annual Stockholders' Meeting of the Company on April 22, 2019 at 4:30 p.m. at The Ballroom, 2nd Floor, New World Hotel, Esperanza Street corner Makati Avenue, Ayala Center, Makati City 1228, Philippines and at any adjournments thereof.

The above-named proxy is to vote as follows:

1. Approval of minutes of previous stockholders' meeting held last May 21, 2018 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Abstain	(c) <i>Distribute its shares on the same principle as option (b) among as many candidates as it shall see fit, provided, that the total number of votes cast by it shall not exceed the number of shares owned by it multiplied by the whole number of directors to be elected.</i>
2. Approval of the 2018 Annual Report and Financial Statements <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Abstain	5. Approval of the Increase in the Directors' Per Diem and Monthly Allowance <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Abstain
3. Appointment of Sycip Gorres Velayo & Co. as the Company's External Auditor for 2019 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Abstain	6. Ratification of the acts, resolutions and proceedings of the Board of Directors, Corporate Officers and Management from 2018 up to April 22, 2019 <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Abstain
4. Election of Directors Enrique M. Aboitiz <input checked="" type="checkbox"/> Yes <input type="checkbox"/> Abstain	



Proxy Validation and Counting Process

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behalf of his
Broker, and (2)
his Broker on
the number of
shares he owns

TRACK RECEIVED PROXY FORMS and verify completeness and due execution

ENCODE VOTES in ASM database


VERIFICATION by the third party auditor




Proxy Counting Process

Shareholders Database

Username

 Enter username

Password

 Enter Password

Company

AEV ▼

Login

Shareholders Database System

- List of shareholders
- Number of shares
- Number of votes
- Agenda items and voting results



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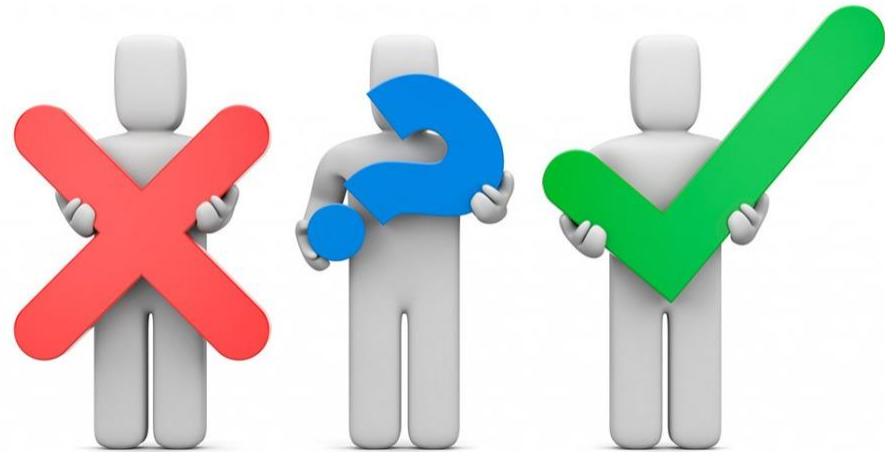
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VERIFICATION by the third party auditor



Third Party Auditor Verification Process



- BEI is given copies of all proxies received one week before the cut-off **(on April 8, 2019)** for initial review
- BEI conducts independent assessment on validity of proxies
- BEI counts the votes
- Findings of the BEI are compared with the findings of the Committee



Proxy Verification and Counting of Results

AEV - 88.77%

Total No. of Shares Issued and Outstanding	5,632,792,557
Stockholders Present in Person	0
Stockholders Represented by Proxy	5,000,425,276
Total No. of Shares Present in Person & Represented by Proxy	5,000,425,276
Percentage of Shares Present in Person & Represented by Proxy	88.77%

As of April 15, 2019, 5:00 pm



aboitiz

ADVANCING BUSINESS
AND COMMUNITIES