

# PROXY FORM<sup>1</sup>

Date:

## Item 1. Identification

This proxy will serve to nominate, constitute and appoint \_\_\_\_\_, or in his/her absence:

**The Chairman of the Board of Directors of the Corporation**, or in his absence  
**The Vice Chairman of the Board of Directors of the Corporation**, or in his absence  
**The President of the Corporation**, or in his absence  
**The Chairman of the June 8, 2017 Annual Meeting of the Stockholders**, or alternatively  
**The Secretary of the Meeting**

as my attorney and proxy, to represent me at the Annual Meeting of the Stockholders of the Corporation scheduled on June 8, 2017 at 9:00 a.m. at Cinema 6, Rockwell Power Plant Mall, Rockwell Center, Makati City, and any adjournment(s) thereof, as fully and to all intents and purposes as I might or could if present and voting in person, hereby ratifying and confirming any and all action taken on matters which may properly come before such meeting or adjournment(s) thereof.

## Item 2. Instruction

By affixing his/her signature on the space provided below, the undersigned stockholder hereby directs the said proxy to vote on the agenda items set forth below as he/she has expressly indicated by marking the same with an "X", failing which, his/her said proxy shall exercise full discretion in acting thereon. **If the undersigned stockholder fails to indicate his/her vote on the items specified below, this shall serve to authorize his/her proxy to exercise full discretion to act and he/she understands that his/her proxy shall vote in accordance with the recommendation of Management. Management recommends a "FOR" vote for proposals 1 through 6.**

Please be advised that proxies are validated by the Company's stock and transfer agent, Securities Transfer Services, Inc. based on its records. The record date for the stockholders entitled to attend and to vote in the said meeting is March 31, 2017.

## Item 3. Revocability of Proxy

This proxy shall be valid for the Annual Stockholders Meeting scheduled on June 8, 2017 or any adjournment thereof. It shall be for a maximum period of five (5) years, unless withdrawn by the undersigned stockholder by written notice duly filed with the Corporate Secretary. This proxy shall not be valid where the undersigned stockholder personally appears and registers in the stockholders meeting. The proxy may not be withdrawn if coupled with an interest.

| Proposal   | Action |          |         |
|--|--------|----------|---------|
|  | FOR    | AGAINST  | ABSTAIN |
| 1. Approval of Minutes of the June 1, 2016 Annual Stockholders' Meeting              |        |          |         |
| 2. Ratification of the Audited Financial Statements for the Year Ended Dec. 31, 2016 |        |          |         |
|  | FOR    | WITHHOLD | ABSTAIN |
| 3. Ratification of the Acts of the Board and of Management                           |        |          |         |
|  | FOR    | WITHHOLD | ABSTAIN |
| 4. Election of Directors   |        |          |         |
| Oscar M. Lopez   |        |          |         |
| Manuel M. Lopez  |        |          |         |

<sup>1</sup>The Corporation is not soliciting your proxy. However, should you be unable to attend personally and wish to be represented at the meeting, you may opt to accomplish this proxy form.

|  |            |                |                |
|--|------------|----------------|----------------|
| Eugenio Lopez III  |            |                |                |
| Salvador G. Tirona   |            |                |                |
| Cesar E. A. Virata *   |            |                |                |
| Washington Z. SyCip *  |            |                |                |
| Monico V. Jacob *  |            |                |                |
| *These individuals are being nominated as Independent Directors.                 |            |                |                |
|  | <b>FOR</b> | <b>AGAINST</b> | <b>ABSTAIN</b> |
| 5. Appointment of Sycip, Gorres, Velayo & Co. as External Auditors               |            |                |                |
| 6. Consideration of such other business as may properly come before the meeting. |            |                |                |

IN WITNESS WHEREOF, I have hereunto set my hand at \_\_\_\_\_, this \_\_\_\_\_, 2017.

\_\_\_\_\_  
(Printed Name of Stockholder & Signature)

\_\_\_\_\_  
(Witness)

NOTE: Accomplished proxy form should be delivered to the office of the Corporation at the 4th Floor Benpres Building, Exchange Road, Pasig City 1604 Metro Manila, c/o the Corporate Secretary or to the Stock Transfer Agent, Securities Transfer Services, Inc., Ground Floor, Benpres Building, Exchange Road, Pasig City on or before May 29, 2017.

**THIS PROXY FORM IS BEING PROVIDED AS A SAMPLE FOR USE BY THE STOCKHOLDERS SHOULD THEY WISH TO ACCOMPLISH THE SAME. IT IS NOT BEING SOLICITED ON BEHALF OF MANAGEMENT.**