



**MATTERS TAKEN UP AT THE ANNUAL STOCKHOLDERS' MEETING
APRIL 19, 2013**

1. Quorum based on total outstanding shares		632,118,373 or 78.45%	
Quorum based on total outstanding voting shares		632,117,073 or 79.64%	
		<u>Votes Taken</u>	
<u>Matters for Approval</u>	<u>For</u>	<u>Against</u>	<u>Abstain</u>
2. Approval of minutes of previous meeting	99.99% 632,111,027	0.00% 6,046	0.001% 6,046
3. Annual report	99.99% 632,073,040	0.01% 37,987	0.001% 6,046
4. Ratification of all acts and resolutions of the Board of Directors and of management adopted during the preceding year	99.99% 632,101,529	0.0002% 1,007	0.002% 14,537
5. Amendment of Article Seventh of the Articles of Incorporation to Exempt from Pre-emptive Rights the Issuance of Up to 100 Million Common Shares for Acquisitions or Debt Payments	98.28% 621,260,655	1.71% 10,822,324	0.01% 35,394
6. Election of directors (including the independent directors)			
Jaime Augusto Zobel de Ayala	99.83% 631,024,881	0.01% 67,932	0.16% 981,770
Fernando Zobel de Ayala	99.50% 628,951,161	0.49% 3,115,992	0.00%
Yoshio Amano	99.84% 631,073,111	0.16% 989,120	0.00%
Delfin L. Lazaro	99.62% 629,727,144	0.37% 2,335,124	0.00%
Antonio Jose U. Periquet (Independent Director)	99.99% 632,062,268	0.00%	0.00%
Ramon R. del Rosario, Jr. (Independent Director)	99.84% 631,080,499	0.16% 981,770	0.00%
Xavier P. Loinaz (Independent Director)	99.99% 632,062,268	0.00%	0.00%
7. Election of auditors and fixing of their remuneration	99.99% 632,098,298	0.00%	0.003% 18,775
8. Consideration of other business as may properly come before the meeting	92.79% 586,520,676	7.03% 44,444,751	0.18% 1,151,646

**The voting results were validated by SyCip Gorres Velayo & Co.*