June 18, 2020

#### THE PHILIPPINE STOCK EXCHANGE, INC.

6th Floor PSE Tower 5th Avenue corner 28th Street Bonifacio Global City, Taguig City

Attention:

MS. JANET A. ENCARNACION

Head, Disclosure Department

### PHILIPPINE DEALING & EXCHANGE CORP.

29th Floor BDO Equitable Tower 8751 Paseo de Roxas, Makati City

Attention:

ATTY. MARIE ROSE M. MAGALLEN-LIRIO

Head, Issuer Compliance and Disclosure Department

### Gentlemen:

Please be informed of the following results of the regular annual meeting of the stockholders of our Bank held today, June 18, 2020, via remote communication in the interest of health and safety given the COVID-19 situation:

1. Election of the following directors for the ensuing term and until their successors are duly elected and qualified:

Mr. Hans T. Sy

- Chairman of the Board

Mr. Gilbert U. Dee

Vice Chairman of the Board

Mr. William C. Whang

- Director and President

Mr. Peter S. Dee

- Director

Mr. Joaquin T. Dee

- Director

Mr. Herbert T. Sy

Director

Mr. Harley T. Sy

- Director Director

Mr. Jose T. Sio Mr. Alberto S. Yao

Lead Independent Director

Ms. Margarita L. San Juan - Independent Director

Mr. Philip S.L. Tsai

- Independent Director

Only 11 directors were nominated and elected at this time, as independent director Angeline Ann H. Hwang passed away on April 11, 2020, and the present quarantine conditions have effectively prevented the conduct of a meaningful and thorough search of a suitable candidate for independent director. The search will commence as soon as conditions allow, and the Nominations and Corporate Governance Committees of the Bank will nominate an appropriate candidate for independent director at the proper time for the approval of the Board and ratification by the stockholders at the next stockholders' meeting.

- 2. Approval, confirmation and ratification and/or notation of the following matters:
- a. Minutes of meeting of the stockholders on May 2, 2019;
- b. Annual Report for the year ended December 31, 2019;
- c. Audited Financial Statements for the year ended December 31, 2019;



- d. All acts of the Board of Directors, including the fund raising exercise of up to P75 Billion in several tranches for the next three (3) years which may be in the form of retail bonds and/or commercial papers, conduct of capital raising exercise of up to P15 Billion in the form of PHP-denominated Tier 2 capital notes, issuance of long term negotiable certificates of time deposit of up to P20 Billion, related party transactions, and all the acts of the Executive Committee and of the various committees of the Bank and Management, during the fiscal year 2019 and immediately preceding the stockholders' meeting;
  - e. Re-appointment of SyCip Gorres Velayo & Co. as external auditor of the Bank;
- f. Amendment of By-Laws for purposes of updating and clarifying processes and practices, and complying with the requirements of the Revised Corporation Code of the Philippines and the Bangko Sentral ng Pilipinas' Manual of Regulations for Banks (refer to the Attachment for the comparative table of amendments);
- g. Announcement of the approval by the Board of Directors on June 18, 2020 of the declaration of 10% cash dividend or P1.00 per share; and the approval to set and/or recommend July 3, 2020 as the record date and July 17, 2020 as the issuance/payment date of the dividends.

We also wish to inform you of the results of the organizational meeting of our Board of Directors held immediately after the annual meeting of the stockholders:

- 1. Re-appointment/re-designation of Mr. Ricardo R. Chua as Advisor to the Board;
- 2. Re-appointment/re-designation of Mr. Alberto S. Yao as Lead Independent Director;
  - 3. Reorganization of the Board Committees, as follows:

#### **Executive Committee**

Hans T. Sy - Chairman
Gilbert U. Dee - Member
Peter S. Dee - Member
Joaquin T. Dee - Member
William C. Whang - Member

#### Trust Investment Committee

Harley T. Sy - Chairman
Peter S. Dee - Member
Jose T. Sio - Member
William C. Whang - Member
Mary Ann T. Lim - Member

### **Audit Committee**

Alberto S. Yao - Chairman Joaquin T. Dee - Member Margarita L. San Juan - Member

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# Nominations Committee

Margarita L. San Juan - Chairman Alberto S. Yao - Member Philip S. L. Tsai - Member

### Compliance Committee

Hans. T. Sy - Chairman Joaquin T. Dee - Member Alberto S. Yao - Member

### Risk Oversight Committee

Philip S.L. Tsai - Chairman Hans T. Sy - Member Alberto S. Yao - Member

## Remuneration Committee

Margarita L. San Juan - Chairman Hans T. Sy - Member Herbert T. Sy - Member Alberto S. Yao - Member Philip S.L. Tsai - Member

### Corporate Governance Committee

Margarita L. San Juan - Chairman Alberto S. Yao - Member Philip S. L. Tsai - Member

#### Related Party Transaction Committee

Margarita L. San Juan - Chairman Alberto S. Yao - Member Philip S. L. Tsai - Member

4. Re-election/re-appointment of all the officers of the Bank led by the following corporate and principal officers:

#### CORPORATE OFFICERS

Hans T. Sy - Chairman
Gilbert U. Dee - Vice Chairman
William C. Whang - President

Romeo D. Uyan, Jr. - Chief Operating Officer Patrick D. Cheng - Chief Finance Officer

Christopher Ma. Carmelo Y. Salazar - Treasurer

Corazon I. Morando - Corporate Secretary
Aileen Paulette S. De Jesus - Chief Compliance Officer

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#### **Principal Officers**

Rosemarie C. Gan Alexander C. Escucha Magnolia Luisa N. Palanca

Manuel C. Tagaza

Lilian Yu

Benedict L. Chan Ananias S. Cornelio III Renato K. De Borja, Jr.

Gerard T. Dee

Antonio Jose S. Dominguez

Delia Marquez

Jose L. Osmeña, Jr. Shirley G.K. T. Tan Cristina P. Arceo Layne Y. Arpon Lilibeth R. Cariño

Amelia Caridad C. Castelo

Melissa F. Corpus Angela D. Cruz Maria Luz B. Favis

Madelyn V. Fontanilla Jerry Ron T. Hao Mary Ann T. Lim

Elizabeth C. Say Clara C. Sy Belenette C. Tan Stephen Y. Tan Manuel M. Te Marisol M. Teodoro

Maria Rosanna Catherina L. Testa

Geoffrey D. Uy Noemi L. Uy

Executive Vice President & Segment Head, Retail Banking Business (RBB)

Senior Vice President & Head, Investor & Corporate Relations Group

Senior Vice President & Head, Financial Markets Segment Senior Vice President & Head, Digital Banking Group Senior Vice President & Head, Institutional Banking Group First Vice President II & Chief Dealer, Treasury Group

First Vice President II & Chief Risk Officer

First Vice President II & Head, Remittance and Cards Business Group

First Vice President II, Institutional Banking Group

First Vice President II & Head, Multi-Purpose Loans Division

First Vice President II & Head, Centralized Operations Group, and Concurrent Head, Business Process Management Division

First Vice President II & Deputy Group Head, RBB

First Vice President II & Region Head, RBB-Metro Manila-West

First Vice President, Treasury Group

First Vice President, Institutional Banking Group

First Vice President & Head, Consumer Banking Group

First Vice President & Head, Enterprise Business Intelligence Division

First Vice President & Head, Credit Management Group

First Vice President & Head, Market Sales Group

First Vice President & Head, Asset Quality and Recovery Management Division

First Vice President & Head, RBB-Branch Operations Division

First Vice President & Head, Foreign Exchange and Derivatives Division

First Vice President, Trust Officer, & Head, Trust and Asset Management Group

First Vice President & Head, RBB-Branches Administration Division

First Vice President & Region Head, RBB-Metro Manila-East First Vice President & Head, Legal and Collections Group

First Vice President & Region Head, RBB-Visayas

First Vice President & Region Head, RBB-Metro Manila-South

First Vice President (seconded to China Bank Securities Corporation as Director, President and Chief Executive Officer)

First Vice President & Head, Human Resources Group

First Vice President & Head, Market and Liquidity Risk

First Vice President & Region Head, RBB-Metro Manila-North

Thank you.

Very truly yours,

ATTY. CORAZON I. MORANDO Vice President & Corporate Secretary

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