

# PrimeOrion Philippines, Inc.

## MATTERS TAKEN UP AT THE ANNUAL STOCKHOLDERS' MEETING JANUARY 13, 2017

1. Quorum based on total outstanding shares	4,280,647,393 or 87.42%		
		<u>Votes Taken</u>	
	<u>For</u>	<u>Against</u>	<u>Abstain</u>
2. Minutes of previous meeting	89.46% 3,829,391,213	-	10.54% 451,256,180
3. Annual Report for fiscal year 2014-2015 and 2015-2016			
3.1. Annual Report for fiscal year 2014-2015	89.46% 3,829,391,213	-	10.54% 451,256,180
3.2. Annual Report for fiscal year 2015-2016	89.46% 3,829,391,213	-	10.54% 451,256,180
4. Election of SyCip, Gorres, Velayo & Co. as our external auditor for the ensuring year	89.46% 3,829,391,213	-	10.54% 451,256,180
5. Amendments to By-Laws			
7.1. Change of place and date of the annual stockholders' meeting	89.46% 3,829,391,213	-	10.54% 451,256,180
7.2. Inclusion of Chief Operating Officer as officer of the Corporation	89.46% 3,829,391,213	-	10.54% 451,256,180
7.3. Inclusion of Chief Finance Officer as officer of the Corporation	89.46% 3,829,391,213	-	10.54% 451,256,180
7.4. Change of financial year from fiscal year to calendar year	89.46% 3,829,391,213	-	10.54% 451,256,180
7.5. Delegation of authority to the Board of Directors to amend the By-Laws (based on the total outstanding shares of 4,8986,455,183 shares)	78.21% 3,829,391,213	9.22% 451,256,180	-
6. Fixing of the fiscal year 2016 compensation and bonus of the members of the Board of Directors and fixing of the per diem of directors for committee meeting attended for fiscal year 2016.	89.46% 3,829,391,213	-	10.54% 451,256,180
7. Fixing of the per diem of directors per Board of Directors' meeting and committee meeting attended starting fiscal year 2017.	89.46% 3,829,391,213	-	10.54% 451,256,180
9. Election of Directors (Cumulative Voting)		<u>Votes</u>	
		<u>Received</u>	
Bernard Vincent O. Dy		5,632,737,712	
Felipe F. Yap		3,354,179,621	
Jose Emmanuel H. Jalandoni		5,632,737,712	
Maria Rowena M. Tomeldan		5,632,737,712	
Tsang Cho Tai		4,069,068,341	
Nathanael C. Go		7,379,148,605	
Victor C. Say		1,184,121,401	
Rex Ma. A. Mendoza		7,812,721	
Renato O. Marzan		7,812,721	

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