

PrimeOrion Philippines, Inc.

MATTERS TAKEN UP AT THE ANNUAL STOCKHOLDERS' MEETING APRIL 12, 2019

1. Quorum based on total outstanding shares 3,626,693,145 or 73.67%

	<u>For</u>	<u>Votes Taken</u> <u>Against</u>	<u>Abstain</u>
<i>Matters for Approval (based on the total voting shares represented)</i>			
2. Approval of the Minutes of the 12 April 2018 Annual Stockholders' Meeting	91.74% 3,327,049,135	-	-
3. Approval of Annual Report for Calendar Year 2018 (including the Consolidated Audited Financial Statements for the CY ended 31 December 2018)	91.74% 3,327,049,135	-	-
4. Ratification of all acts and resolutions of the Board of Directors and management during the preceding year	91.74% 3,327,049,135	-	-
5. Election of SyCip, Gorres, Velayo & Co. as our external auditor for the ensuing year	91.74% 3,327,048,135	-	-

Matters for Approval (based on the total outstanding shares)

6. Amendment of the First Article of the Articles of Incorporation and the By-Laws to change the corporate name to AyalaLand Logistics Holding Corp.	67.58% 3,327,049,135	-	-
7. Amendment of Article II, Section 5 of the By-Laws on the submission of proxies for the annual and special stockholders' meetings	67.58% 3,327,049,135	-	-
8. Approval of the delegation of authority to the Board of Directors of the power to amend, modify, repeal or adopt new By-Laws	67.58% 3,327,049,135	-	-

9. Election of Directors (Cumulative Voting)

(Based on the total number of votes received for the election of directors)

Bernard Vincent O. Dy	10.15% 3,215,903,335	-	-
Jose Emmanuel H. Jalandoni	10.15% 3,215,903,335	-	-

Maria Rowena M. Tomeldan	10.15%	-	-
	3,215,903,335		
Augusto D. Bengzon	10.15%	-	-
	3,215,903,335		
Felipe U. Yap	10.15%	-	-
	3,215,903,335		
Victor C. Say	10.50%	-	-
	3,327,049,135		
Nathanael C. Go	18.48%	-	-
	5,857,375,426		
Rex Ma. A. Mendoza (<i>Independent Director</i>)	10.15%	-	-
	3,215,903,334		
Renato O. Marzan (<i>Independent Director</i>)	10.15%	-	-
	3,215,903,334		

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