

30 June 2015

**PHILIPPINE STOCK EXCHANGE**

3/Floor, Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue, Makati City

Attn: **MS. JANET ENCARNACION**

Gentlemen:

During the stockholders' meeting held earlier today, the following matters were approved and confirmed unanimously by the stockholders present during said meeting:

1. The minutes of the previous meeting of the stockholders held on 18 September 2014 at the Manila Polo Club, McKinley Road, Forbes Park, Makati City was approved and confirmed;
2. The Management Report prepared by the Board of Director was approved and confirmed;
3. The 2014 Audited Financial Statement of the Corporation was approved and confirmed;
4. The acts, proceedings, transactions, and agreements, authorized by and entered into by the Board of Directors and officers of the corporation, for and on behalf of the Corporation from the last annual stockholders' meeting to date were also approved, confirmed and ratified;
5. The amendment of the Third Article of the Articles of Incorporation changing the company's principal office address from Metro Manila, Philippines to 5<sup>th</sup> Floor Eurovilla 4 Bldg., 853 A. Arnaiz Avenue., Makati City.
6. The firm Reyes Tacandong & Company was appointed as external auditors of the Corporation;
7. The following were nominated and elected as members of the Board of Directors of the Company: Benjamin M. Bitanga, Jimmy Tiu Yaokasin, Bernard Rabanzo, Atty. Margareth P. Reyes-Mendoza, Edwin Monzon, Atty. Michael B. Arciso (Independent Director) and Engr. Joel Muyco (Independent Director);

8. The amendment of the Second Article of the Articles of Incorporation to read as follows:

SECOND: That the purposes for which the said corporation shall be formed are:

**PRIMARY PURPOSE**

To purchase or otherwise acquire and own, hold, use, develop, subdivide, manage, operate, lease, lease out, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property or business of every kind and description, and, while the owner or the holder of such real or personal property or business, to receive, collect and dispose of any income arising therefrom and to possess and exercise in respect thereof all the rights, powers and privileges of ownership, and to do any act designed to protect, preserve, improve, or enhance the value of, or otherwise develop, any real or personal property or business at any time held or controlled by this corporation or in which it maybe interested.

To develop, design, construct, operate, maintain, buy, acquire, sell, import and export renewable energy equipment, systems, power plants and technologies that produce electricity from renewable energy resources such as, but not limited to solar, wind, hydro, geothermal, biomass and natural gas and to make equity investments in and participate in the management of, as stockholder, general partner or member, domestic corporations, partnerships and other entities engaged in the acquisition, finance, construction, development and improvement, ownership, operation, maintenance and holding of renewable power production and electrical generation facilities in the Philippines, and other property incidental thereto, and the production and sale and trade of electricity.

9. During the organizational meeting of the new Board of Directors held immediately after the stockholders' meeting, the following officers were elected:

Chairman/President	-	Benjamin M. Bitanga
Treasurer	-	Cherrie Marie Lacs
Corporate Secretary	-	Atty. Federico P. Prieto

The Board then appointed the following directors as members of the Board Committees:

**Audit Committee:**

Chairman: Joel Muyco (Independent Director)  
Members: Edwin Monzon  
Jimmy Tiu Yaokasin  
Bernard Rabanzo

**Nominations and Compensation Committee:**

Chairman: Atty. Michael B. Arciso (Independent Director)  
Members: Benjamin M. Bitanga, Jimmy Tiu Yaokasin

The Board also elected Bernard Rabanzo as the Corporation's Compliance Officer under the Corporate Governance Manual.

Very truly yours,  
*For MRC Allied, Inc.*



**ATTY. FEDERICO P. PRIETO**  
Corporate Secretary

Attested by:



**BENJAMIN M. BITANGA**  
Chairman/President