

18 October 2021

SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City 1307

Attention: **MR. VICENTE GRACIANO P. FELIZMENIO, JR.**
Director, Markets and Securities Regulation Department

THE PHILIPPINE STOCK EXCHANGE, INC.

6th Floor, Philippine Stock Exchange Tower
28th Street corner 5th Avenue Bonifacio Global City, Taguig City

Attention: **MS. JANET A. ENCARNACION**
Head, Disclosure Department

Re: **MATERIAL ACTIONS OF THE BOARD OF DIRECTORS**

Ladies and Gentlemen:

At its meeting held today, the Board of Directors of the Company approved the following:

1. A property-for-share swap with AC Energy Corporation (“ACEN”) whereby ACEN will assign 100% of its equity in Palawan55 Exploration & Production Corporation, Bulacan Power Generation Corporation, One Subic Power Generation Corporation, CIP II Power Corporation, and Ingrid3 Power Corp., valued at Php3.39 billion, in exchange for 339 million primary shares to be issued by the Company to ACEN at a price of Php10.00 per share, as supported by a fairness opinion from FTI Consulting Philippines, Inc. and subject to compliance with applicable regulatory requirements; and
2. The conduct of a Stock Rights Offer of up to 105 million of the Company’s shares at Php10.00 per share.

Very truly yours,



ALAN T. ASCALON
Assistant Corporate Secretary