

REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY ) S. S.

## AFFIDAVIT OF POSTPONEMENT OF ANNUAL MEETING

I, **RODOLFO MA. A. PONFERRADA**, Filipino, of legal age, and with office address at The Penthouse, Alphaland Southgate Tower, 2258 Chino Roces Ave. cor. EDSA, Makati City, after having been sworn to in accordance with law, hereby depose and state that:

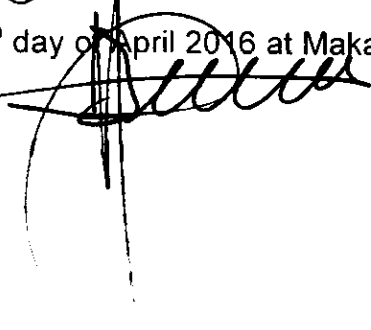
1. I am the incumbent Corporate Secretary of the PhilWeb Corporation, (hereinafter the "Corporation"), a corporation organized and existing under and by virtue of the laws of the Republic of the Philippines, with address at The Penthouse, Alphaland Southgate Tower, 2258 Chino Roces Ave., cor. EDSA, Makati City, Philippines.

2. Due to the unavailability of key directors and officers, the 2016 Annual Stockholders' Meeting of the Corporation scheduled on 24 May 2016 was postponed to 31 May 2016, 5:00 p.m. at The City Club at Alphaland Makati Place, Ayala Avenue Extension corner Malugay Street, Makati City.

3. I am executing this Affidavit of Postponement of Annual Meeting in compliance with the reportorial requirements of the Securities and Exchange Commission, particularly Rule 20 of the Implementing Rules and Regulations of the Securities Regulation Code.

**IN WITNESS WHEREOF**, I have hereunto set my hands this 27<sup>th</sup> day of April 2016, in the City of Makati, Philippines.

  
**RODOLFO MA. A. PONFERRADA**  
Corporate Secretary

**SUBSCRIBED AND SWORN TO** before me this 27<sup>th</sup> day of April 2016 at Makati City, affiant exhibited to me his TIN No. 215-793-472.  


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## NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Stockholders:

Please be advised that the annual meeting of the stockholders of PhilWeb Corporation will be held on Tuesday, 31 May 2016 at 5:00 p.m. at The City Club at Alphaland Makati Place, Ayala Avenue Extension corner Malugay Street, Makati City.

The following is the agenda of the meeting:

1. Call to order
2. Certification of Notice and Quorum
3. Review and Approval of the Minutes of the Previous Meeting held on 11 August 2015
4. Annual Report of Management and Approval of the 2015 Audited Financial Statements
5. Ratification of Acts of the Board of Directors and Management Since the Last Annual Stockholders' Meeting
6. Election of Directors
7. Appointment of External Auditor
8. Other Matters
9. Adjournment

For purposes of the meeting, only stockholders of record as of 31 March 2016 are entitled to notice of, and to vote at, the Annual Stockholders' Meeting.

Copies of the minutes of the Annual Stockholders' Meeting held on 11 August 2015 will be available upon request.

Registration starts at 4 p.m. For your convenience in registering your attendance, please have available some form of identification, such as your driver's license or passport. For representatives of corporate stockholders, kindly bring a copy of the Board Resolution authorizing you to vote the shares of the company you represent.

Should you be unable to attend the meeting in person, you may want to execute a proxy in favor of a representative. The giving of such proxy will not affect your right to vote in person, should you decide to attend the Annual Meeting.




Proxies must be filed with and received by the Office of the Corporate Secretary at The Penthouse, Alphaland Southgate Tower, 2258 Chino Roces Avenue corner EDSA, Makati City not later than 17 May 2016 at 5:00 p.m. Validation of proxies shall be made on 23 May 2016 at 2:00 p.m. at The Penthouse, Alphaland Southgate Tower, 2258 Chino Roces Avenue corner EDSA, Makati City.

If no direction is made, the proxy will be voted "FOR" the election of the nominees, "FOR" the ratification of the board appointment of the independent auditor, and such other matters as may properly come before the meeting in the manner described therein as recommended by Management.

Copies of the following documents will be available upon request: (i) Minutes of the Annual Stockholders' Meeting held on 11 August 2015; (ii) Information Statement; (iii) Management Report; (iv) Consolidated Audited Financial Statements for the year 2015.

27 April 2016



**RODOLFO M. A. PONFERRADA**  
Corporate Secretary

REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY )S.S.

### CERTIFICATION

I, **CLIBURN ANTHONY A. ORBE**, Filipino, of legal age, with office address at The Penthouse, Alphaland Southgate Tower, 2258 Chino Roces Ave., corner EDSA, Makati City, after having been sworn in accordance with law, do hereby depose and state:

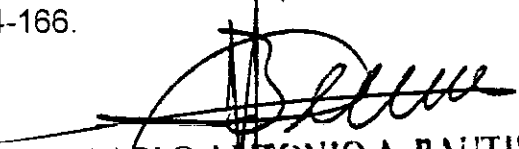
1. I am the Assistant Corporate Secretary of PhilWeb Corporation (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines.
2. Based on the records of the Corporation, I hereby certify that none of the Corporation's directors and officers works in the government of the Republic of the Philippines.

IN WITNESS WHEREOF, I have hereunto set my hand this 12<sup>th</sup> day of April 2016 in the City of Makati.

  
**CLIBURN ANTHONY A. ORBE**  
Assistant Corporate Secretary

**SUBSCRIBED AND SWORN TO**, before me this 12 April 2016 at Makati City, with affiant exhibiting to me his TIN 180-004-166.

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**CARLO ANTONIO A. BAUTISTA**  
Appointment No. M-53  
Notary Public for Makati City  
Until December 31, 2016  
The Penthouse, Alphaland  
Southgate Tower, Makati City  
Roll No. 59384

PTR No. 5330081; 01/07/2016; Makati City  
IBP No. 1018979; 01/07/2016; RSM  
MICLE No. IV-00117797 / TIN 408-327-8001

## CERTIFICATION OF INDEPENDENT DIRECTOR

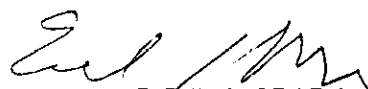
I, **EDGARDO J. ANGARA**, Filipino, of legal age, with address at 22/F ACCRALAW Tower, Second Ave. cor. 30<sup>th</sup> St., Crescent Park West, Bonifacio Global City, Taguig, after having sworn to in accordance with law, hereby depose and state that:

1. I am an Independent Director of PhilWeb Corporation (the "Corporation");
2. I am affiliated with the following companies or organizations:

Company	Position/Relationship	Period of Service
1. ACCRA Law		1972 to present
2. Integrated Bar of the Philippines	President	1979
3. ASEAN Law Association	President	1980
4. University of the Philippines	President	1981 to 1987
5. Philippine National Bank	Chairman	1989 to 1999
6. San Miguel Corporation	Director	1983 to 1985
7. Malayan Insurance Co., Inc.	Director	
8. Rizal Commercial Banking Corporation	Director	1973 to 1987
9. The Insular Life Assurance Company, Ltd.	Director	
10. IBM Philippines	Director	

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Corporation as provided for in Section 38 of the Securities Regulations Code ("SRC") and its implementing Rules and Regulations;
4. I shall faithfully and diligently comply with my duties and responsibilities as the Independent Director under the SRC.
5. I shall inform the Corporate Secretary/Assistant Corporate Secretary of the Corporation of any changes in the above-mentioned information within five (5) days from its occurrence.

Done this \_\_\_<sup>th</sup> day of March 2016, Makati City.

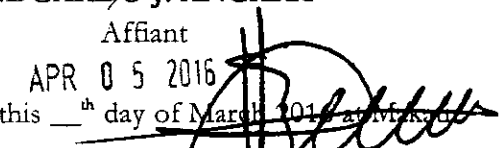
  
**EDGARDO J. ANGARA**

Affiant

APR 05 2016

SUBSCRIBED AND SWORN TO before me this \_\_\_<sup>th</sup> day of March 2016, at Makati City, affiant exhibiting to me his TIN 104-085-279-000.

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**CARLO ANTONIO A. BAUTISTA**  
Appointment No. M-55  
Notary Public for Makati City  
Until December 31, 2016  
The Penthouse, Alphaland  
Southgate Tower, Makati City  
Roll No. 59334

PTR No. 5330081; 01/07/2016; Makati City  
BP No. 1018879; 01/07/2016; RSM  
MAGLIPATAN, ALPHALAND TOWER, SOUTHGATE TOWER, MAKATI CITY

## CERTIFICATION OF INDEPENDENT DIRECTOR

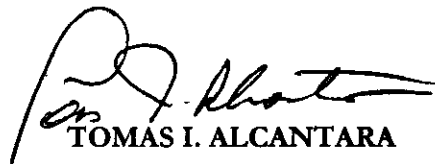
I, **TOMAS I. ALCANTARA**, Filipino, of legal age, with address at 6737 Ayala Avenue, Makati City, after having sworn to in accordance with law, hereby depose and state that:

1. I am an Independent Director of PhilWeb Corporation (the "Corporation");
2. I am affiliated with the following companies or organizations:

Company	Present Position	Period of Service
1. Alsons Consolidated Resources, Inc.	Chairman/President	August 2001 to present
2. Alsons Development & Investment Corp.	Chairman	1996 to present
3. Sarangani Agricultural Co., Inc.	Chairman	1996 to present
4. Eagle Ridge Golf & Country Club, Inc.	Chairman	July 2000 to present
5. Conal Holdings Corporation	Chairman	August 2001 to present
6. Holcim Philippines, Inc.	Chairman	July 2003 to present
7. Mapalad Power Corp.	Chairman	May 2014 to present
8. Alto Power Management Corp.	Chairman and President	August 2001 to present
9. Alsing Power Holdings, Inc.	Chairman and President	October 2001 to present
10. Southern Philippines Power Corp.	Chairman and President	October 2001 to present
11. Western Mindanao Power Corp.	Chairman and President	October 2001 to present
12. Sarangani Energy Corp.	Chairman and President	August 2011 to present
13. San Ramon Power, Inc.	Chairman and President	August 2011 to present
14. Ramos Peace and Development Foundation, Inc.	Trustee	February 1999 to present
15. Foundation for Revenue Enhancement	Trustee	August 2004 to present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Corporation as provided for in Section 38 of the Securities Regulations Code ("SRC") and its implementing Rules and Regulations;
4. I shall faithfully and diligently comply with my duties and responsibilities as the Independent Director under the SRC.
5. I shall inform the Corporate Secretary/Assistant Corporate Secretary of the Corporation of any changes in the above-mentioned information within five (5) days from its occurrence.

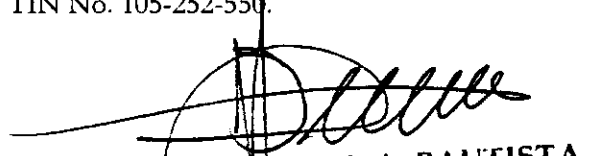
Done this 11<sup>th</sup> day of March 2016, Makati City.

  
TOMAS I. ALCANTARA

Affiant

SUBSCRIBED AND SWORN TO before me this 11<sup>th</sup> day of March 2016 at Makati City, affiant exhibiting to me his TIN No. 105-252-550.

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CARLO ANTONIO A. BAUTISTA  
Appointment No. M-55  
Notary Public for Makati City  
Until December 31, 2016  
The Penthouse, Alphaland  
Southgate Tower, Makati City  
Rd. No. 59384  
PTR No. 5330981; 01/07/2016; Makati City  
BIR No. 1018479; 01/07/2016; RSM  
MCLE No. 13-40117797 / TIN 408-377-800

## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CRISANTO ROY B. ALCID**, Filipino, of legal age, with address at 21/F Citibank Tower, Paseo de Roxas, Makati City, after having sworn to in accordance with law, hereby depose and state that:

1. I am an Independent Director of PhilWeb Corporation (the "Corporation");
2. I am affiliated with the following companies or organizations:

Company	Position/Relationship	Period of Service
1. Araneta Properties, Inc.	President/ Director	Since 1998
2. Gamma Properties, Inc.	President/ Director	Since 1998
3. Gregorio Araneta, Inc.	Director	Since 1998
4. Araza Resources Corp.	Director	Since 1998
5. Gregorio Araneta Management Corp.	Director	Since 1998
6. Gamma Holdings Corp.	Director	Since 1998
7. Carmel development, Inc.	Director	Since 1998
8. H.E. Heacock Resources Corp.	Director	Since 1998
9. Securicor Security & Investigation Services, Inc.	Director	Since 1998
10. Envirotest, Inc.	Director	Since 2005
11. ATSI PETC, Inc.	Director	Since 2005
12. Philippine Coastal Storage & Pipeline Corp.	Director	Since 2005

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Corporation as provided for in Section 38 of the Securities Regulations Code ("SRC") and its implementing Rules and Regulations;
4. I shall faithfully and diligently comply with my duties and responsibilities as the Independent Director under the SRC.



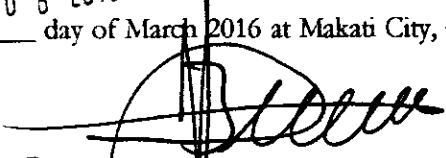
5. I shall inform the Corporate Secretary/Assistant Corporate Secretary of the Corporation of any changes in the above-mentioned information within five (5) days from its occurrence.

Done this \_\_\_\_ day of March 2016, Makati City.

  
**CRISANTO ROY B. ALCID**  
Affiant

MAR 08 2016  
SUBSCRIBED AND SWORN TO before me this \_\_\_\_ day of March 2016 at Makati City, affiant exhibiting to me his TIN 107-973-163.

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Book No. 1  
Series of 2016.

  
**CARLO ANTONIO A. BAUTISTA**  
Appointment No. M-55  
Notary Public for Makati City  
Until December 31, 2016  
The Penthouse, Alphaland  
Southgate Tower, Makati City  
Rojl No. 59384  
PTR No. 5330081; 01/07/2016; Makati City  
IBP No. 1018879; 01/07/2016; RSM  
MCLE No. IV-00117797 / TIN 408-377-800

**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, **GREGORIO M. ARANETA III**, Filipino, of legal age, with address at 21/F Citibank Tower, Paseo de Roxas, Makati City, after having sworn to in accordance with law, hereby depose and state that:

1. I am an Independent Director of PhilWeb Corporation (the "Corporation");
2. I am affiliated with the following companies or organizations:

Company	Position/Relationship	Period of Service
1. Araneta Properties, Inc.	Chairman/Chief Executive Officer	2010 to present
2. ARAZA Resources Corporation	President/ Chairman	2006 to present
3. Carmel Development, Inc.	President/ Chairman	2007 to present
4. Gregorio Araneta Inc.	Chairman	2000 to present
5. Gregorio Araneta Management Corporation	Chairman	2013 to present
6. Gamma Properties, Inc.	Chairman	2000 to present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Corporation as provided for in Section 38 of the Securities Regulations Code ("SRC") and its implementing Rules and Regulations;
4. I shall faithfully and diligently comply with my duties and responsibilities as the Independent Director under the SRC.
5. I shall inform the Corporate Secretary/Assistant Corporate Secretary of the Corporation of any changes in the above-mentioned information within five (5) days from its occurrence.

Done this   <sup>th</sup> day of March 2016, Makati City.



**GREGORIO M. ARANETA III**

Affiant

SUBSCRIBED AND SWORN TO before me this   <sup>th</sup> day of March 2016 at Makati City, affiant exhibiting to me his TIN 136-998-184.

**CARLO ANTONIO A. BAUTISTA**

Appointment No. M-55  
 Notary Public for Makati City  
 Until December 31, 2016  
 The Penthouse, Alpinara  
 Southgate Tower, Makati City  
 Roli No. 59384

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PTR No. 5330081, 01/07/2016; Makati City  
 IBP No. 1018879; 01/07/2016; RSM  
 MCLE No. IV-00117797 / TIN 408-377-800

## CERTIFICATION OF INDEPENDENT DIRECTOR

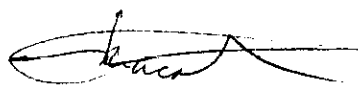
I, **VICTOR C. MACALINCAG**, Filipino, of legal age, and a resident of 31 Don Vicente Rufino Avenue, Corinthian Gardens, Quezon City, after having been sworn to in accordance with law, hereby depose and state that:

1. I am an independent director of PhilWeb Corporation (the "Corporation");
2. I am affiliated with the following companies:

Company	Position/Relationship	Period of Service
Crown Equities, Inc.	Independent Director	Since 2003
Semirara Mining Corporation	Independent Director	Since 2002
Republic Glass Holdings, Corp.	Independent Director	Since 2007
SEM Calaca Power Corporation	Independent Director	Since 2011
Ceres Property Venture, Inc.	Independent Director	Since 2011
Alphaland Corporation	Independent Director	Since 2014
Atok-Big Wedge Co., Inc.	Independent Director	Since 2012
ISM Communications Corporation	Independent Director	Since 2011
Asian Alliance Investment Corp.	Independent Director	Since 2013
One Wealthy Nation (OWN) Balanced Fund	Director	Since 2012

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Corporation as provided for in Section 38 of the Securities Regulations Code ("SRC") and its implementing Rules and Regulations;
4. I shall faithfully and diligently comply with my duties and responsibilities as an Independent Director under the SRC.
5. I shall inform the Corporate Secretary /Assistant Corporate Secretary of the Corporation of any changes in the above-mentioned information within five (5) days from its occurrence.

Done this \_\_\_<sup>th</sup> day of March 2016 at Makati City .



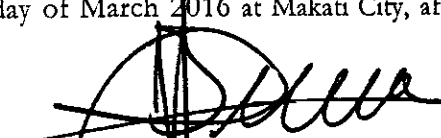
**VICTOR C. MACALINCAG**

Affiant

MAR 16 2016

SUBSCRIBED AND SWORN to before me this \_\_\_<sup>th</sup> day of March 2016 at Makati City, affiant exhibiting to me his TIN 107-018-314.

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**CARLO ANTONIO A. BAUTISTA**  
 Appointment No. M-55  
 Notary Public for Makati City  
 Until December 31, 2016  
 The Penthouse, Alphaland  
 Southgate Tower, Makati City  
 Roll No. 59384

PTR No. 5330081 / 01/07/2016; Makati City  
 IBP No. 1018879; 01/07/2016; RSM  
 MCLE No. IV-00117797 / TIN 408-377-800