

COVER SHEET

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S.E.C Registration Number

M	A	N	I	L	A		E	L	E	C	T	R	I	C		C	O	M	P	A	N	Y						

(Company's Full Name)

L	O	P	E	Z		B	U	I	L	D	I	N	G	,	O	R	T	I	G	A	S		A	V	E	N	U	E	,
B	R	G	Y		U	G	O	N	G	,	P	A	S	I	G		C	I	T	Y									

(Business Address: No. Street City / Town / Province)

ATTY. WILLIAM S. PAMINTUAN

Contact Person

8632-8014

Company Telephone Number

1	2	-	3	1
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Month Day

Fiscal Year

1	7	-	C
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FORM TYPE

0	5	3	0
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Month Day

Annual Meeting

Secondary License Type, if Applicable

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Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. **Date of Report:** *January 12, 2024*
2. **SEC Identification Number:** *PW-102*
3. **BIR Tax Identification Code:** *000-101-528-000*
4. **Name of Issuer as specified in its Charter:** *Manila Electric Company*
5. **Country of Incorporation:** *Philippines*
6. **Industry Classification:** *(SEC use only)*
7. **Address of principal office:** *Lopez Building, Ortigas Avenue, Barangay Ugong,
Pasig City*
8. **Issuer's telephone numbers:** *(02) 8632-8014 Area Code: 1605*
9. **Former name or former address:** *Not Applicable*
10. **Securities registered pursuant to Sections 18 and 12 of the SRC or Sections 4 and 8 of the RSA:**

*Number of Shares of
Common Stock Outstanding*

1,127,098,705
(As of December 31, 2023)

Debt Securities: Php 7.0 Billion Bonds

11. Item Number reported: *Item 9 (Other Events)*

In compliance with SEC Memorandum Circular No. 19, Series of 2016 (the "Code of Corporate Governance for Publicly Listed Companies"), we submit the attached information of attendance of our Directors in Meralco's Board and Board Committee Meetings for the period covering January to December 2023, countersigned by our Chairman and Chief Executive Officer, Mr. Manuel V. Pangilinan.

We also submit the attached Certification of Compliance with the Manual of Corporate Governance for the year 2023.

SIGNATURE

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MANILA ELECTRIC COMPANY
Issuer


WILLIAM S. PAMINTUAN
Senior Vice President
Assistant Corporate Secretary &
Information Disclosure Officer

Date: January 12, 2024

***Cc: Disclosure Department
Listings and Disclosure Group
Philippine Stock Exchange***

***Issuer Compliance and Disclosure Department
Philippine Dealing & Exchange Corp.***

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

SECRETARY'S CERTIFICATE

I, **WILLIAM S. PAMINTUAN**, a duly elected, qualified and incumbent Assistant Corporate Secretary of Manila Electric Company (the "Company"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, do hereby certify the attached list of attendance of the Company's directors in the Board Meetings and Board Committee Meetings for the period covering January to December 2023.

WITNESS THE SIGNATURE of the undersigned as such officer of the Company and its corporate seal hereunto affixed on JAN 11 2024.



WILLIAM S. PAMINTUAN
Assistant Corporate Secretary

COUNTERSIGNED BY:



MANUEL V. PANGILINAN
Chairman and Chief Executive Officer

SUBSCRIBED AND SWORN TO before me in Pasig City this JAN 11 2024 by William S. Pamintuan who has satisfactorily proven to me his identity through his Passport No. P2095480B valid until May 4, 2029 and issued at DFA Manila, that he is the person who personally signed before me the foregoing Secretary's Certificate and acknowledged that he executed the same.

Doc No. 433;
Page No. 87;
Book No. VIII
Series of 2024.


ATTY. MADELYN C. DELOS SANTOS
NOTARY PUBLIC

Appointment No. 138 (2023-2024)
Pasig, San Juan and Pateros
Roll No. 64977 IBP No. 260482; 01/05/2023; RSM Chapter
PTR No. 0112716; 01/04/2023; Pasig City
MCLE Compliance No. VII-0001999; 05 December 2019
7th Floor, Lopez Bldg., Ortigas Ave., Pasig City



customer@meralco.com.ph



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Businesses: +63(2) 16210



Meralco Operating Center,
Ortigas Avenue, Pasig City
1600 Philippines



2023 ASM AND BOARD MEETING ATTENDANCE			
Name	Designation	Annual Stockholders' Meeting	Board Meetings ¹
Manuel V. Pangilinan ²	Chairman	Present	14/15
Lance Y. Gokongwei	Director	Present	15/15
Ray C. Espinosa ³	Director	Present	15/15
Anabelle L. Chua ⁴	Director	Present	7/15
June Cheryl A. Cabal-Revilla ⁵	Director	N/A	8/15
Frederick D. Go	Director	Present	15/15
James L. Go	Director	Present	15/15
Jose Ma. K. Lim	Director	Present	11/15
Victorico P. Vargas	Director	Present	15/15
Lydia B. Echauz	Independent Director	Present	15/15
Artemio V. Panganiban	Independent Director	Present	15/15
Pedro Emilio O. Roxas	Independent Director	Present	15/15

¹ Regular, Special, and Organizational Board Meetings

² Elected as President and Chief Executive Officer effective May 30, 2023. He became Chairman and Chief Executive Officer effective July 1, 2023.

³ Served as President and Chief Executive Officer until May 30, 2023

⁴ Ms. Chua served as a Director until May 30, 2023.

⁵ Ms. Cabal-Revilla was elected as a Director on May 30, 2023

2023 BOARD COMMITTEE MEETING ATTENDANCE								
Name	Finance	Audit	Risk Management	Related Party Transaction	Nomination and Governance	Remuneration and Leadership Development	Executive	Sustainability
Manuel V. Pangilinan ¹	N/A	N/A	N/A	N/A	N/A	5/6	4/4	1/1
Lance Y. Gokongwei	12/12	N/A	N/A	N/A	N/A	6/6	4/4	1/1
Ray C. Espinosa ²	N/A	N/A	0	0	N/A	N/A	N/A	N/A
Anabelle L. Chua ³	5/12	3/6	1/2	1/2	2/3	N/A	N/A	N/A
June Cheryl A. Cabal-Revilla ⁴	6/12	2/6	N/A	N/A	0	N/A	N/A	0
Frederick D. Go ⁵	N/A	6/6	2/2	2/2	3/3	N/A	N/A	1/1
James L. Go	11/12	4/6	1/2	1/2	3/3	N/A	2/4	N/A
Jose Ma. K. Lim ⁶	9/12	4/6	1/2	1/2	2/3	N/A	4/4	1/1
Victorico P. Vargas	12/12	N/A	N/A	N/A	N/A	6/6	N/A	N/A
Lydia B. Echauz ⁷	12/12	6/6	N/A	N/A	3/3	N/A	N/A	N/A
Artemio V. Panganiban ⁸	N/A	6/6	2/2	2/2	N/A	N/A	4/4	N/A
Pedro Emilio O. Roxas ⁹	12/12	6/6	2/2	2/2	3/3	6/6	N/A	1/1

¹ Chairman of the Remuneration and Leadership Development Committee, Executive Committee, and Sustainability Committee

² Served as President and Chief Executive Officer until May 30, 2023. He was elected as a member of the Risk Management Committee, and Related Party Transactions Committee effective May 30, 2023.

³ Served as a member of the Finance Committee, Audit Committee, Risk Management Committee, Related Party Transactions Committee, and Nomination and Governance Committee, until May 30, 2023

⁴ Elected as member of the Finance Committee, Audit Committee, Nomination and Governance Committee, and Sustainability Committee effective May 30, 2023

⁵ Chairman of the Risk Management Committee

⁶ Chairman of the Finance Committee. He served as a member of the Sustainability Committee until May 30, 2023.

⁷ Independent Director

⁸ Chairman of the Audit Committee, Independent Director

⁹ Chairman of the Related Party Transactions Committee, and Nomination and Governance Committee, Independent Director



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

**SECURITIES AND EXCHANGE COMMISSION
CERTIFICATE**

I, **WILLIAM S. PAMINTUAN**, of legal age and with office address at 8/F Lopez Building, Ortigas Avenue, Pasig City, after being sworn in accordance with law, depose and state that:

1. I am the incumbent Compliance Officer of **MANILA ELECTRIC COMPANY** (the "Company"), a corporation duly organized and existing under and by virtue of the laws of the Philippines;
2. The Company's Revised Manual of Corporate Governance (the "Manual") conforms with the provisions of Philippine Securities and Exchange Commission (SEC) Memorandum Circular No. 19, Series of 2016 (the "Code of Corporate Governance for Publicly Listed Companies"), as well as contains other leading practices and principles on good corporate governance;
3. In 2023, the Company did not deviate from the provisions of its Manual as well as the provisions of the Code of Corporate Governance as adopted in the Company's Manual; and
4. I am issuing this certificate in compliance with the requirement of the SEC on the annual reporting of the foregoing matters.

JAN 11 2024

IN WITNESS WHEREOF, I have signed this Certificate on _____ at Pasig City, Metro Manila.

WILLIAM S. PAMINTUAN

Assistant Corporate Secretary

COUNTERSIGNED BY:

MANUEL V. PANGILINAN

Chairman and Chief Executive Officer

JAN 11 2024

SUBSCRIBED AND SWORN TO before me in Pasig City this _____ by William S. Pamintuan who has satisfactorily proven to me his identity through his Passport No. P2095480B valid until May 4, 2029 and issued at DFA Manila, that he is the person who personally signed before me the foregoing Secretary's Certificate and acknowledged that he executed the same.

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