

COVER SHEET

P W - 1 0 2

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

632-8014

Company Telephone Number

1 2 - 3 1

Month Day
Fiscal Year

1 7 - C

FORM TYPE

0 5 2 9

Month Day
Annual Meeting

Secondary License Type, if Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

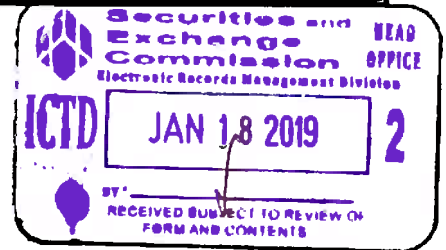
STAMPS

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 18, 2019*
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) 6328014 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, 2018)

Debt Securities: PhP18.5 Billion Bonds

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


In compliance with the SEC's 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 of January to December 2018, countersigned by the Chairman, Mr. Manuel V. Pangilinan.

We also submit the attached Certification of Compliance with the Manual of Corporate Governance for the year 2018.

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
First Vice President
Assistant Corporate Secretary &
Information Disclosure Officer

Date: January 18, 2019

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

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



MERALCO

ORTIGAS AVENUE, PASIG CITY
1600 PHILIPPINES

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 Board Meetings and Committee Meetings for the period covering January to December 2018.

WITNESS THE SIGNATURE of the undersigned as such officer of the Company and its corporate seal hereunto affixed on this 09 JAN 2019.

WILLIAM S. PAMINTUAN
Assistant Corporate Secretary

COUNTERSIGNED BY:

MANUEL V. PANGILINAN
Chairman

SUBSCRIBED AND SWORN TO before me in Pasig City this 09 JAN 2019 by William S. Pamintuan who has satisfactorily proven to me his identity through his Passport [redacted] issued on [redacted] at DFA NCR Central, that he is the person who personally signed before me the foregoing Secretary's Certificate and acknowledged that he executed the same.

Doc. No. : 752
Page No. : 55
Book No. : 41
Series of 91191

Notary Public
[Faint text of notary public information]

2018 BOARD MEETING ATTENDANCE

Regular Board Meetings													Special Meeting	Annual SH Meeting	Orgn'l Meeting	Individual Attendance	
	1/29/2018	2/26/2018	3/23/2018	4/30/2018	5/29/2018	6/25/2018	7/30/2018	8/24/2018	9/24/2018	10/29/2018	11/26/2018	12/17/2018		5/29/2018	5/29/2018	count	%
1	Ray C. Espinosa	P	P	P	P	P	P	A	P	P	P	P		P	P	11	92%
2	James L. Go	P	P	P	P	P	P	P*	P	P*	P	P		P	P	12	100%
3	John L. Gokongwei, Jr.	P*	P*	P*	P*	P*	P*	P*	P*	P*	P*	P*		A	P*	12	100%
4	Lance Y. Gokongwei	P	P	P	P	P	P	P*	P	P	P	P		P	P	12	100%
5	Jose Ma. K. Lim	P	P	P	P	P	P	P	P	P	P	P		P	P	12	100%
6	Manuel M. Lopez**	P	P	P*	P	P	-	-	-	-	-	-		P	P	5 of 5	100%
	Elpidio L. Ibanez**	-	-	-	-	P	P*	-	P	P*	P	P		P	P	7 of 7	100%
7	Anabelle L. Chua	P	P	P	P	P	P	P	P	P	P	P		P	P	12	100%
8	Artemio V. Panganiban	P	P	P	P	P	P	P	P	P	P	P		P	P	12	100%
9	Manuel V. Pangilinan	P	P	A	P	P	P	P*	P	P	P	P		P	P	11	92%
10	Oscar S. Reyes	P	P	P	P	P	P	P	P	P	P	P		P	P	12	100%
11	Pedro E. Roxas	P	P	P	P	P	P	A	P	P	A	P		P	P	10	83%
	David J. Nicol (observer)	P	P	P	P	P	P	P	P	P	P	P					
	% Attendance	100%	100%	91%	100%	100%	100%	82%	100%	100%	91%	100%					
	Duration of Meeting																

** Mr. Elpidio L. Ibanez replaced Amb. Manuel M. Lopez effective June 1, 2018.

Legend:

P Present

A Absent

P* Via Teleconference / Videoconference

--- Non-Member as of date of meeting

2018 BOARD COMMITTEE ATTENDANCE

FINANCE COMMITTEE

		1/29/2018	2/26/2018	3/23/2018	4/30/2018	5/28/2018	6/25/2018	7/30/2018	8/24/2018	9/24/2018	10/29/2018	11/26/2018	12/17/2018	Individual Attendance Total = 12	
1	Ray C. Espinosa (Chairman)	P	P	P	P	P	P	P	A	P	P	P	P	11	92%
2	John L. Gokongwei, Jr.	P*	P*	P*	P*	P*	P*	P*	P*	P*	P*	P*	P*	12	100%
3	James L. Go	P	P	P	P	P	P*	P	P*	P	P*	P	P	12	100%
4	Manuel M. Lopez	P	P	P	P	P	-	-	-	-	-	-	-	5 of 5	100%
	Elpidio L. Ibañez**	-	-	-	-	-	P	P*	P	P	P*	P	P	7 of 7	100%
5	Pedro E. Roxas	P	P	P	P	P	P	P	A	P	P	A	P	10	83%
6	Anabelle L. Chua	P	P	P	P	P	P	P	P	P	P	P	P	10	83%
	David J. Nicol (Observer)	P	P	P	P	P	P	P	P	P	P	P	P	12	100%
	% Attendance	100%	100%	100%	100%	100%	100%	100%	67%	100%	100%	83%	100%		
	Duration of Meeting														
	> Oscar S. Reyes	P	P	P	P	P	P	P	P	P	P	P	P		

** Mr. Elpidio L. Ibañez replaced Amb. Manuel M. Lopez effective June 1, 2018

AUDIT COMMITTEE

		1/25/2018	2/20/2018	3/16/2018	4/30/2018	7/6/2018	7/30/2018	8/22/2018	9/6/2018	10/26/2018	12/12/2018	Individual Attendance Total = 9	
1	Artemio V. Panganiban (Chairman)	P	P	P	P	P	P		P	P	P	9	100%
2	James L. Go	P	P	P*	P	P	P		P	A	P	8	89%
3	Lance Y. Gokongwei	A	A	A	P	P	P		A	P	P	5	56%
4	Jose Ma. K. Lim	P	P	P	P	P	P		A	P	P	8	89%
5	Pedro E. Roxas	P	P	P	P	P	P		P	P	P	9	100%
6	Anabelle L. Chua	P	P	P	P	P	P		P*	P*	P*	9	100%
	David J. Nicol (Observer)	P	P	P	P	P	P						
	% Attendance	83%	83%	83%	100%	100%	100%		67%	83%	100%		
	Duration of Meeting												
	> Oscar S. Reyes	P	P	P	P	P	P		-	P	P		

Joint with FINCOM

moved to Sept 6, 2018

RISK MANAGEMENT COMMITTEE

		2/20/2018	7/6/2018	Individual Attendance Total = 12	
1	Jose Ma. K. Lim (Chairman)	P	P	Count	%
2	Artemio V. Panganiban	P	P	2	100%
3	James L. Go	P	P	2	100%
4	Lance Y. Gokongwei	A	P	1	50%
5	Pedro E. Roxas	P	P	2	100%
6	Anabelle L. Chua	P	P	2	100%
	David J. Nicol (Observer)		P		
	% Attendance	83%	100%		
	Duration of Meeting				
	> Oscar S. Reyes	P	P		

RELATED PARTY TRANSACTIONS COMMITTEE

										Individual Attendance Total = 1			
										Count	%		
Members													
1	Pedro E. Roxas (Chairman)									10/26/2018	P	1	100%
2	James L. Go										A	0	0%
3	Lance Y. Gokongwei										P	1	100%
4	Joey Ma. K. Lim										P	1	100%
5	Artemio V. Panganiban										P	1	100%
6	Anabelle L. Chua										P*	1	100%
<i>David J. Nicol (Observer)</i>											P		
% Attendance											83%		
Duration of Meeting													
> Oscar S. Reyes											P		

NOMINATION & GOVERNANCE COMMITTEE

										Individual Attendance Total = 5				
										Count	%			
Members														
1	Pedro E. Roxas (Chairman)		2/20/2018		3/16/2018		5/28/2018		9/18/2018		12/12/2018	P	5	100%
2	Lance Y. Gokongwei		A		A		A		P		P	P	2	40%
3	James L. Go		P		P*		P*		A		P	P	4	80%
4	Jose Ma. K. Lim		P		P		P		P		P	P	5	100%
5	Anabelle L. Chua		P		P		P		P*		P*	P*	5	100%
% Attendance											80%			
Duration of Meeting														
> Oscar S. Reyes											P			

REMUNERATION & LEADERSHIP DEVELOPMENT COMMITTEE

										Individual Attendance Total = 4				
										Count	%			
Members														
1	Manuel V. Pangilinan (Chairman)		2/26/2018				5/28/2018		9/24/2018		12/17/2018	P	4	100%
2	Lance Y. Gokongwei		P				A		A		P	P	2	50%
3	Jose Ma. K. Lim		A				P		P		P	P	3	75%
4	Pedro E. Roxas		P				P		P		P	P	4	100%
% Attendance											75%			
Duration of Meeting														
> Oscar S. Reyes											P			

Legend:

P Present

A Absent

P* Via-Teleconference / Videoconference

--- Non-Member as of date of meeting



MERALCO

ORTIGAS AVENUE, PASIG CITY
0300 PHILIPPINES

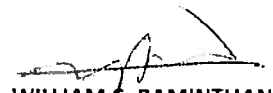
REPUBLIC OF THE PHILIPPINES)
PASIG CITY) S.S.

**SECURITIES AND EXCHANGE COMMISSION
CERTIFICATE**

I, **WILLIAM S. PAMINTUAN**, of legal age and with office address at **8/F Lopez Bldg., 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 Republic of the Philippines;
2. The Company's Revised Manual of Corporate Governance, 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; and
3. In 2018, 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.

IN WITNESS WHEREOF, I have signed this Certificate this 13 day of JAN 2018 at Pasig City, Metro Manila,

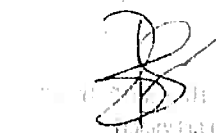

WILLIAM S. PAMINTUAN
 Compliance Officer

COUNTERSIGNED BY:


OSCAR S. REYES
 President & CEO

SUBSCRIBED AND SWORN TO before me in Pasig City this 09 JAN 2019 by William S. Pamintuan who has satisfactorily proven to me his identity through his Passport [REDACTED] issued on [REDACTED] at DFA NCR Central, that he is the person who personally signed before me the foregoing Certificate and acknowledged that he executed the same.

Doc. No. : 282
 Page No. : 18
 Book No. : XI
 Series of 2011


NOTARY PUBLIC
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]
 [REDACTED]