

PROXY

I, _____, of legal age, Filipino, and a resident of _____, after having been sworn in accordance with law, depose and state that:

_____ [NAME OF THE COMPANY] is a stockholder of Manila Electric Company.

In the meeting of the Board of Directors of said corporation, I have been authorized to act as, or to designate, a proxy at any regular or special meeting of the stockholders of Manila Electric Company and any of its adjournment(s) or postponement(s). A copy of the Secretary's Certificate showing such authority is made Annex "A" hereof.

In my capacity as such, I do hereby designate, name and appoint:

_____ [NAME OF PROXY]

with full power of substitution, as Proxy for _____ [NAME OF THE COMPANY] and representative of the corporation in any regular or special meeting of the stockholders of Manila Electric Company and any of its adjournment(s) or postponement(s) as fully to all intents and purposes as the said corporation might or could do if present and acting in person. The Proxy is hereby authorized to exercise full discretion to act and vote all shares which the said corporation owns, may hereafter own, or authorized to vote in its capacity as Administrator, Executor or Attorney-in-Fact.

HEREBY GIVING AND GRANTING unto the said Proxy full power and authority to do and perform every legal act and thing whatever requisite or necessary to be done in and about the premises as fully to all intents and purposes as the said corporation might or could lawfully do, and CONFIRMING all that the said Proxy shall lawfully do or cause to be done by virtue hereof.

This proxy shall be valid for a period of five (5) years unless sooner terminated in writing copy furnished the Corporate Secretary of Manila Electric Company.

Signed this _____ day of _____ 20__ .

By:

PRINTED NAME AND SIGNATURE OF
STOCKHOLDER OR AUTHORIZED SIGNATORY

ADDRESS:

CONTRACT NO./E-MAIL ADDRESS:
