March 1, 2017

SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills, Mandaluyong City, Philippines

Attention : Mr. Vicente Graciano P. Felizmenio, Jr.
Director, Markets and Securities Regulation Department

PHILIPPINE STOCK EXCHANGE, INC.
Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City, Philippines

Attention : Mr. Jose Valeriano B. Zuño III
OIC – Head, Disclosure Department

Subject : Results of Regular Meeting of the Board of Directors held on March 1, 2017

Gentlemen :

Please be informed that at the regular meeting of the Board of Directors (the “Board”) of Manila Water Company, Inc. (“Manila Water” of the “Company”) held this morning, the Board approved and authorized the following:

1. Minutes of Previous Meeting

The Board approved the minutes of its regular meeting held on November 22, 2016 at the Boardroom, 35th Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City, Philippines.

2. Declaration of First Semester Cash Dividends

The Board declared the following cash dividends for the first semester of 2017:

a. PhP 0.4244 per share on the outstanding Common Shares; and
b. PhP 0.04244 per share on the outstanding Participating Preferred Shares.

Payable on March 31, 2017 to stockholders of record as of March 15, 2017.
3. Designation of Signatories and Representatives for Recurring Acts and Transactions

The Board approved the designation of signatories and representatives for the following acts and transactions of the Company:

a. Bank transactions and contracts;
b. Administrative matters (including authority for the submission of proposals, bids, and execution of contracts and special power of attorney and compliance with legal and regulatory requirements); and
c. Appointment of counsels and representatives in cases before the courts, quasi-judicial agencies and other agencies of the Government with similar functions.

4. Amendment of the Administrative Support and Services Agreement

The Board: (a) confirmed the automatic renewal of the Administrative Support and Services Agreement ("ASSA") between the Company and Ayala Corporation for another five (5) years up to July 30, 2022, (b) approved the amendment thereof consisting in the reduction of the Base Fee to PhP 1.00 per year starting August 1, 2017, and (a) authorized the President or any other two (2) Group Directors of the Company to implement the foregoing.

5. East Bay Water Source Project

The Board noted the features of the Project and approved the advanced implementation of the preparatory works for the Project involving the conduct of feasibility study and the acquisition of the necessary land and easements of right of way for the Project.

6. Confirmation of the Mission-Vision of the Company

The Board evaluated and confirmed the following Mission-Vision statements of the Company as still relevant and in accordance with the Company’s strategic directions and corporate objectives:

**Mission**

“Our mission is to create an exceptional customer experience in the provision of sustainable solutions vital to health and life.”

**Vision**

“Our vision is to become a leader in the provision of water, used water and environmental services which will empower people, protect the environment, and enhance sustainable development.”
7. Delegation of Authority to the Nomination Committee to approve the Final List of Nominees to the Board for Election at the Annual Stockholders’ Meeting

Considering that the last day of nominations to the Board of Directors for election at the annual stockholders meeting falls on March 2, 2017, additional nominations are expected and will still be accepted by the Nomination Committee. Hence, the Board delegated to the Nomination Committee the authority to approve (at the Nomination Committee meeting to be held for the purpose) the final list of nominees to the Board for election at the annual stockholders’ meeting.

8. Ratification of the Acts and Resolutions of the Executive Committee

The Board approved and ratified the acts and resolutions of the Executive Committee, which include: (a) permission to accept the bank guarantee provided by the contractor; and (b) the execution of the Joint Venture Agreement with Calasiao Water District (“CWD”) adopted on January 4, 2017.

9. Ratification of the Acts and Resolutions of the Audit and Governance Committee

The Board noted and approved/ratified the acts and resolutions of the Audit and Governance Committee adopted on February 23, 2017 which includes: discussion of the report of the external auditor, endorsement for approval of the Board of the 2016 audited financial statements; and the appointment of external auditor; approval of minutes previous minutes of the Audit and Governance Committee; approval of the 2016 Audit and Governance Committee Report to the Board; approval of the proposed schedules and agenda of 2017 regular meetings of the Audit and Governance Committee; and discussion of Internal Audit matters.

10. 2016 Financial Statements

The Board approved the financial statements of the Company as of the fiscal year ended December 31, 2016 which was audited by the external auditor of the Company, Sycip Gorres Velayo and Company (“SGV & Co.”).

11. Re-appointment of SGV & Co. as External Auditor

The Board approved the re-appointment of the firm SGV & Co. as the external auditor of the Company for the fiscal year January 1 to December 31, 2017, for an audit fee of PhP 2,100,000.00, exclusive of Value-Added Tax and out-of-pocket expenses and approved the endorsement of the re-appointment of SGV & Co. at the annual stockholders meeting.

The Board also approved the re-appointment of the firm SGV & Co. as the external auditor of the Manila Water Group for the fiscal year January 1 to December 31, 2017, for a total audit fee of PhP 4,043,380.00, exclusive of Value-Added Tax and out-of-pocket expenses.
The Board also discussed the updates on the Year to Date December 2016 financials, Manila Water operations and the new business development and operations.

Finally, the Board was furnished with the Health and Safety Report by the Corporate Project Management Group.

Very truly yours,

JHOEL P. RAQUEDAN
Chief Legal Counsel
Assistant Corporate Secretary