

COVER SHEET

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S.E.C Registration Number

[illegible]

(Company's Full Name)

[illegible]

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

ATTY. WILLIAM S. PAMINTUAN

Contact Person

632-8014

Company Telephone Number

1	2	-	3	1
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Month Day

Fiscal Year

SEC FORM					
	1	7	C		

FORM TYPE

0	5	2	7
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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

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Foreign

To be accomplished by SEC Personnel concerned

[illegible]

File Number

LCU

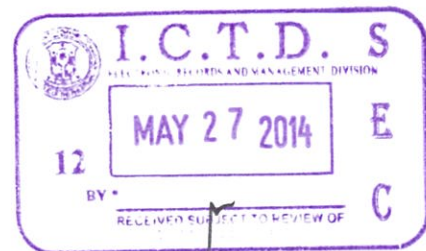
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Cashier

STAMPS

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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: *May 27, 2014*
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, Pasig City*
8. Issuer's telephone numbers: *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*

*1,127,271,117¹
(As of April 30, 2014)*

Amount of Debt Outstanding: *PhP34,923 Million as of April 30, 2014*

¹ Include 172,412 shares held in treasury

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

At the Annual Meeting of the Stockholders held today, May 27, 2014, the stockholders approved the following:

1. Minutes of the Annual Meeting of the Stockholders held on May 28, 2013.
2. 2013 Audited Financial Statements.
3. Amendment to the Third Article of the Articles of Incorporation in compliance with SEC Memorandum Circular No. 6 Series of 2014. As amended, the Third Article shall henceforth read as follows:

"THIRD: That the place where the principal office of the Corporation is to be established or located is at Lopez Building, Ortigas Avenue, Barangay Ugong, Pasig City, Metro Manila (As amended on May 27, 2014)".

4. Election of the following as directors for the term 2014-2015 and until their successors are elected and qualified:
 - i. Atty. Ray C. Espinosa
 - ii. Mr. James L. Go
 - iii. Mr. John L. Gokongwei, Jr.
 - iv. Mr. Lance Y. Gokongwei
 - v. Mr. Jose Ma. K. Lim
 - vi. Ambassador Manuel M. Lopez
 - vii. Mr. Napoleon L. Nazareno
 - viii. Retired Chief Justice Artemio V. Panganiban
 - ix. Mr. Manuel V. Pangilinan
 - x. Mr. Oscar S. Reyes
 - xi. Mr. Pedro E. Roxas

Retired Chief Justice Artemio V. Panganiban and Mr. Pedro E. Roxas were elected as Independent Directors.

Attached are copies of the Certifications executed by Retired Chief Justice Artemio V. Panganiban and Mr. Pedro E. Roxas in connection with their election as independent directors of the Company.

5. Appointment of SyCip Gorres Velayo & Company as the external auditors of the Company for the year 2014-2015.

At the Organizational Meeting held immediately after the Annual Meeting of the Stockholders, the Board of Directors elected the following:

1. Officers:

Name	Rank & Position
1. Oscar S. Reyes	President and Chief Executive Officer
2. Ray C. Espinosa	General Counsel
3. Simeon Ken R. Ferrer	Corporate Secretary
4. Ricardo V. Buencamino	Senior Executive Vice President, Head, Networks
5. Alfredo S. Panlilio	Senior Vice President, Head, Customer Retail Services and Corporate Communication
6. Ramon B. Segismundo	Senior Vice President, Head, Human Resources and Corporate Services
7. Betty C. Siy-Yap	Senior Vice President and Chief Finance Officer
8. Roberto R. Almazora	Senior Vice President and Energy Market Advisor and Head, MPower
9. Angelito D. Bermudo	Senior Vice President, President and Chief Executive Officer, MIESCOR
10. Rafael L. Andrada	First Vice President and Group Treasurer
11. Ruben B. Benosa	First Vice President, Head, Corporate Logistics Office
12. Helen T. de Guzman	First Vice President, Head, Internal Audit
13. Ivanna G. dela Pena	First Vice President, Head, Regulatory Management
14. William S. Pamintuan	First Vice President, Deputy General Counsel, Assistant Corporate Secretary, Compliance Officer, and Head, Legal and Corporate Governance
15. Antonio M. Abuel, Jr.	Vice President, Head, Sub-Transmission Services
16. Ireneo D. Acuña	Vice President, Head, Electric Distribution and Development
17. Ronnie L. Apercho	Vice President
18. Angelita S. Atanacio	Vice President, Head, Organization Transformation and Management Services
19. Bennette D. Bachoco	Vice President, Head, Financial Planning and Reporting
20. Edgardo V. Carasig	Vice President, Head, HR Operations
21. Marthyn S. Cuan	Vice President and Chief Information Officer
22. Gerardo F. dela Paz	Vice President Deputy Head, Corporate Governance Office
23. Manolo C. Fernando	Vice President, Assistant Treasurer Head, Treasury Services

24. Ferdinand O. Geluz	Vice President, Head, HMB – Central Business Area
25. Victor Emmanuel S. Genuino	Vice President, Head, Corporate Business Group
26. Nixon G. Hao	Vice President, Head, Network and Asset Management
27. Ernie G. Imperial	Vice President, Head, Business Transformation
28. Dexter C. Lee	Vice President, President and Chief Executive Officer, Meralco Energy, Inc.
29. Fortunato C. Leynes	Vice President
30. Redentor L. Marquez	Vice President, Head, HMB – North Business Area
31. Raymond B. Ravelo	Vice President, Head, Corporate Business Strategy
32. Jose Rainier A. Reyes	Vice President, Head, SME Business Group
33. Nestor P. Sarmiento	Vice President, Head, Engineering and Design
34. Liza Rose G. Serrano-Diangson	Vice President, Head, Customer Process
35. Manuel Lorenzo L. Tuason	Vice President, President and Chief Executive Officer, CIS Bayad Center
36. Jose Antonio T. Valdez	Vice President Head, Marketing, Customer and Product Development

2. Board Committees and Memberships:

1. EXECUTIVE COMMITTEE	
Chairman	Manuel V. Pangilinan
Vice Chairman	Lance Y. Gokongwei
Member	John L. Gokongwei, Jr.
Member	Jose Ma. K. Lim
Member (Independent Director)	Artemio V. Panganiban
Secretariat	Simeon Ken R. Ferrer
	Jose Jesus G. Laurel

2. AUDIT AND RISK MANAGEMENT COMMITTEE	
Chairman (Independent Director)	Artemio V. Panganiban
Member	James L. Go
Member	Lance Y. Gokongwei
Member	Jose Ma. K. Lim
Member (Independent Director)	Pedro E. Roxas
Member (Non-Director)	Anabelle L. Chua
Member (Non-Director)	David J. Nicol
Secretariat	Jose Jesus G. Laurel

3. FINANCE COMMITTEE	
Chairman	Ray C. Espinosa
Member	James L. Go
Member	John L. Gokongwei, Jr.
Member	Manuel M. Lopez
Member (Independent Director)	Pedro E. Roxas
Member (Non-Director)	Anabelle L. Chua
Member (Non-Director)	David J. Nicol
Secretariat	Leo I. Posadas
Secretariat	Jose Jesus G. Laurel

4. NOMINATION AND GOVERNANCE COMMITTEE	
Chairman (Independent Director)	Pedro E. Roxas
Member	James L. Go
Member	Lance Y. Gokongwei
Member	Jose Ma. K. Lim
Member	Napoleon L. Nazareno
Secretariat	William S. Pamintuan
	Jose Jesus G. Laurel

5. REMUNERATION AND LEADERSHIP DEVELOPMENT COMMITTEE	
Chairman	Manuel V. Pangilinan
Member	Lance Y. Gokongwei
Member	Napoleon L. Nazareno
Member (Independent Director)	Pedro E. Roxas
Secretariat	Jose Jesus G. Laurel

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: May 27, 2014

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

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

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **PEDRO E. ROXAS**, Filipino, of legal age and a resident of 6 Ipil Road, South Forbes Park, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

- 1. I am an independent director of **MANILA ELECTRIC COMPANY**.
- 2. I am affiliated with the following companies or organizations:

Company/Organization	Position/ Relationship	Period of Service
Roxas Holdings, Inc.	Chairman	19 years
Roxas & Company, Inc.	Chairman/President/CEO	11 years
Club Punta Fuego	Chairman	17 years
Phil. Sugar Millers Association	Chairman	19 years
Brightnote Assets Corporation	Director	15 years
Fundacion Santiago	Director/President	21 years
Philippine Long Distance Tel. Co.	Independent Director	13 years
BDO Private Bank	Independent Director	13 years
Phil. Business for Social Progress	Trustee	13 years

- 3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **MANILA ELECTRIC COMPANY**, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
- 4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
- 5. I shall inform the corporate secretary of **MANILA ELECTRIC COMPANY** of any changes in the abovementioned information within five (5) days from its occurrence.

Done, this MAY 27 2014 day of PASIG CITY.


PEDRO E. ROXAS
Affiant

SUBSCRIBED AND SWORN to before me this MAY 27 2014 day of PASIG CITY, affiant personally appeared before me and exhibited to me his Tax Identification Number (TIN) 104-738-165.

Doc. No. 100 ;
Page No. 21 ;
Book No. VIII ;
Series of 2014.


ROMEL M. GOROSPE
Notary Public
PASIG, PATEROS, TAGUIG AND SAN JUAN
Issued on April 8, 2013 at Pasig City
Until December 31, 2014
Roll No. 40701
IBP No. 947465 1/02/2014/PSM Chapter
PTR No. 9884668/21 January 2014/Pasig City

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ARTEMIO V. PANGANIBAN**, Filipino, of legal age and a resident of 1203 Acacia Street, Dasmariñas Village, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

- 1. I am an independent director of **MANILA ELECTRIC COMPANY**.
- 2. I am affiliated with the following listed companies or organizations:

Company/Organization	Position/ Relationship	Period of Service
GMA Network, Inc.	Independent Director	2007 - Present
First Philippine Holdings Corporation	Independent Director	2007 - Present
Metro Pacific Investments Corporation	Independent Director	2007 - Present
Robinsons Land Corporation	Independent Director	2008 - Present
GMA Holdings, Inc.	Independent Director	2009 - Present
Petron Corporation	Independent Director	2010 - Present
Bank of the Philippine Islands	Independent Director	2010 - Present
Asian Terminals, Inc.	Independent Director	2010 - Present
Philippine Long Distance Telephone Co.	Independent Director	2013 - Present
Jollibee Foods Corporation	Non- executive Director	2012- Present
Metropolitan Bank and Trust Co.	Senior Adviser	2007 - Present
Double Dragon Properties Corporation	Adviser	2014 - Present

(For my full bio-data, log to my personal website: cjpanganiban.com)

- 3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **MANILA ELECTRIC COMPANY**, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
- 4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
- 5. I shall inform the corporate secretary of **MANILA ELECTRIC COMPANY** of any changes in the abovementioned information within five (5) days from its occurrence.

Done, this MAY 27 2014 day of _____, at PASIG CITY.

ARTEMIO V. PANGANIBAN
Affiant

SUBSCRIBED AND SWORN to before me this MAY 27 2014 day of _____ at _____, affiant personally appeared before me and exhibited to me his Tax Identification Number (TIN) 106-197-693.

Doc. No. 101 ;
Page No. 22 ;
Book No. VII ;
Series of 2014.

ROMEL M. GOROSPE
Notary Public
PASIG, PATEROS, TAGUIG AND SAN JUAN
Issued on April 8, 2013 at Pasig City
Until December 31, 2014
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