

April 3, 2020

**The Audit Committee**  
Manila Electric Company

**Confirmation Statement on Internal Control**

For the year ended December 31, 2019, we are pleased to inform you that we have reviewed the adequacy and effectiveness of the overall internal control system of MERALCO and its subsidiaries. The review covered material controls, including financial, operational and compliance controls.

The approach adopted to support this year-end assessment on the adequacy of the MERALCO Group's system of internal control was based on the results of the Risks and Controls Self-Assessment (RCSA) of Management and the various audits undertaken by Internal Audit within the MERALCO Group of companies as of December 31, 2019. Control issues have been disclosed by Management and validated by Internal Audit to provide reasonable level of assurance. While this approach covers a large part of the Company's internal control systems, it is not intended to cover all areas of the Company, nor all possible areas of risk.

Based on the results of Management's Control Self-Assessments and the Internal Audit's review of key business processes focusing on identified or potential areas of business risks, we confirm that the MERALCO Group's systems of internal control are in place and functioning. There are no major internal control issues that have not been acted upon by management as of December 31, 2019.

Sincerely yours,



**Ray C. Espinosa**  
President & Chief Executive Officer



**Melanie T. Oteyza**  
First Vice President & Chief Audit Executive