

**CONSOLIDATED CHANGES IN CALATA CORPORATION ACGR
FOR THE YEAR 2015**

1. Item A (1) (a) of 2014 ACGR – Composition of the Board (for the year 2015)

Director's Name	Type [Executive (ED), Non-Executive (NED) or Independent Director (ID)]	If nominee, identify the principal	Nominator in the last election (if ID, state the relationship with the nominator)	Date first elected	Date last elected (if ID, state the number of years served as ID) ¹	Elected when (Annual /Special Meeting)	No. of years served as director
Joseph H. Calata	ED			1999	December 11, 2015	ASM*	16 yrs
Benison Paul B. De Torres	ED	Joseph H. Calata		Nov 25, 2011	December 11, 2015	ASM*	4yrs
Conrado C. Zablan	ID	Joseph H. Calata	Benison Paul B. De Torres	Aug 31, 2012	December 11, 2015	ASM*	3 yrs
Johnny L. Uy	NED	Joseph H. Calata		Dec 22, 2014	December 11, 2015	ASM*	1 yr
Jose Marie E. Fabella	ED	Joseph H. Calata		Dec 28, 2012	December 11, 2015	ASM*	3 yrs
Edmund M. Solilapsi	ID	Joseph H. Calata	Benison Paul B. De Torres	Dec 22, 2014	December 11, 2015	ASM*	1yr
Halmond Parker R. Ong	ED	Joseph H. Calata		Dec 11, 2015	December 11, 2015	ASM*	Newly elected

*Annual Stockholders' Meeting held on December 11, 2015

2. Item A (1) (e) of 2014 ACGR – Shareholdings in the Company (As of December 31, 2015)

Name of Director	Number of Direct shares	Number of Indirect shares / Through (name of record owner)*	% of Capital Stock*
Joseph H. Calata	235,219,994	-	65.32%
Johnny L. Uy	1	19,000,000 Jalminelle Realty Corp and Primeworld Construction Corp.	5.28%
Jose Marie E. Fabella	1	-	0.000%
Edmund M. Solilapsi	2,000,001	850,000	0.790%
Conrado C. Zablan	1	-	0.000%
Halmond Parker R. Ong	1	-	0.000%
Benison Paul B. De Torres	1	-	0.000%
TOTAL			71.39%

*as of December 31, 2015

3. Item A (5) of 2014 ACGR – Changes in the Board of Directors (Executive, Non-Executive and Independent Directors)

Name	Position	Date of Cessation	Reason
Edgardo S. Pagulayan, Jr.	Director	December 11, 2015	Expiration of term

4. Item A (5) (b) of 2014 ACGR – Voting Result of 2014 Annual Stockholders’ Meeting
Voting Result of the last Annual Stockholders’ Meeting held on December 11, 2015

Name of Director	Votes Received
Joseph H. Calata	246,569,999
Benison Paul B. De Torres	246,569,999
Jose Marie E. Fabella	246,569,999
Johnny L. Uy	246,569,999
Halmond Parker R. Ong	246,569,999
Edmund M. Solilapsi	246,569,999
Conrado C. Zablan	246,569,999

5. Item A (6)(c) of 2014 ACGR – Attendance of Board of Director to programs and seminars (for the year 2015)

Name of Director/Officer	Date of Training	Program	Name of Training Institution
Joseph H. Calata	Oct 15, 2015	SEC-PSE Corporate Governance Forum	SEC and PSE
Jose Marie E. Fabella	Oct 15, 2015	SEC-PSE Corporate Governance Forum	SEC and PSE
Johnny L. Uy	Oct 15, 2015	SEC-PSE Corporate Governance Forum	SEC and PSE
Edmund M. Solilapsi	Oct 15, 2015	SEC-PSE Corporate Governance Forum	SEC and PSE
Conrado C. Zablan	Oct 15, 2015	SEC-PSE Corporate Governance Forum	SEC and PSE

6. Item C (2) of 2014 ACGR – Attendance of Board of Directors (for the year 2015)

Board	Name	Date of Election	No. of Meetings Held during the year	No. of Meetings Attended	%
Chairman	Joseph H. Calata	1999	6	5	83
Member	Benison Paul B. De Torres	Nov 25, 2011	6	6	100
Member	Jose Marie E. Fabella	Dec 28, 2012	6	6	100
Member	Edgardo S. Pagulayan*	Mar 27, 2013	6	0	0
Member	Johnny L. Uy	Dec 22, 2014	6	6	100
Member	Halmong Parker R. Ong*	December 11, 2015	6	2	100
Independent	Conrado C. Zablan	Aug 31, 2012	6	6	100
Independent	Edmund M. Solilapsi	Dec 22, 2014	6	6	100

* By virtue of the election of the new directors during the Annual Stockholders Meeting held on December 11, 2015, Mr. Edgardo S. Pagulayan, Jr.'s term of office expired and Mr. Halmong Parker R. Ong was elected to fill in the vacancy in the Board.

*Mr. Ong only assumed office last December 11, 2015 and was able to attend all remaining Board meetings for 2015.

7. Item E (2) (a) of 2014 ACGR – Executive Committee (for the year 2015)

Office	Name	Date of Appointment	No. of Meetings Held	No. of Meetings Attended	%	Length of Service in the Committee
Chairman	Joseph H. Calata	Nov 25, 2011	2015 – 4	2015 – 4	100	3 yrs
Member (ED)	Benison Paul B. De Torres	Nov 25, 2011	2015 – 4	2015 – 4	100	3 yrs
Member (NED)						
Member (ID)						
Member (ED)	Jose Marie E. Fabella	Dec 22, 2014	2015 – 4	2015 – 4	100	1 yr

8. Item E(2) (b) of 2014 ACGR – Audit Committee (for the year 2015)

Office	Name	Date of Appointment	No. of Meetings Held	No. of Meetings Attended	%	Length of Service in the Committee
Chairman	Edmund M. Solilapsi	Dec 22, 2014	2015 – 2	2015 – 2	100	1 yr
Member (ED)						
Member (NED)	Johnny L. Uy	Dec 22, 2014	2015 – 2	2015 – 2	100	1 yr
Member (ID)	Conrado C. Zablan	Jan 28, 2013	2015 – 2	2015 – 2	100	2 yrs
Member						

Disclose the profile or qualifications of the Audit Committee members.

EDMUND M. SOLILAPSI, 30. Mr. Solilapsi began his career as a management trainee for the Commercial Banking unit of ING Bank N.V. in 2007 and worked as an Associate for the Corporate Finance Asia team of ING Bank N.V. from 2009 to 2013, focused on providing mergers and acquisitions (M&A) advisory to corporations in the Philippines and Asia. Currently, Mr. Solilapsi is a Director of Dodson Management Consultancy Inc., a private financial consultancy and advisory company focused on providing strategic M&A and corporate planning solutions to its clients. He is also the President and CEO of Arqcapital Partners Inc., an investment holding company and Treasurer and CFO of Arqpacific Development Corporation, a real estate development company. Mr. Solilapsi earned a degree of Bachelor of Science Major in Business Administration, Magna Cum Laude, from the University of the Philippines Diliman. He has also successfully passed Level III of the Chartered Financial Analyst (CFA) exam and is a graduate of the 2007 Markprof Foundation Marketing Bootcamp.

FR. CONDRADO C. ZABLAN, 51, Filipino. Fr. Zablan is an Independent Director of Calata Corporation. He was elected last August 31, 2012 and shall serve as member of the Board of Directors until August 31, 2013 and until his successor is elected and qualified.

Fr. Zablan finished his undergraduate studies at the University of the East with a course on Civil Engineering in 1985. In 1999, he obtained A.B. Classical Philosophy in the Immaculate Concepcion Major Seminary and likewise earned his M.E. Masteral Degree in Pastoral Ministry. He was ordained as a priest in the year 2000. In 2007, he held the following positions: 1. Procurator – Immaculate Concepcion Major in Seminary; 2. Administrator – St. Joseph Parish, Meycauyan, Bulacan. In 2008, he held the position as Parish Priest at the Stella Maris Parish Church in Pamarawan, Malolos City, Bulacan. From 2011 up to the present, he holds the following positions: 1. Finance Officer , Colegio de San Pascual Baylon, Obando, Bulacan; 2. Member, Audit Team, Commission on Family and Life, Diocese of Malolos; 3. Member, Commission on Temporal Goods, Dioces of Malolos; 4. Member, Commission on Social Security and Welfare of Clergy, Diocese of Malolos; 4. Commission Head, Columbarry, Diocese of Malolos.

JOHNNY L. UY, 46. Mr. Uy graduated from the University of the East – Caloocan with a degree in Bachelor of Science Major in Business Administration. Currently, he is Chairman to various companies namely, Fastpace Tractor Corporation from 2011 to present; Powertrac Incorporated from 2012 to present; and JLU Holdings, Inc. from 2013 to present. He is a member of the Rotary Club of Valenzuela West Chapter from 2010 to present and a director of the Phil Lam An Association from 2011 to present.

9. Item E (2) (c) of 2014 ACGR – Nomination Committee (for the year 2015)

Office	Name	Date of Appointment	No. of Meetings Held	No. of Meetings Attended	%	Length of Service in the Committee
Chairman	Edmund M. Solilapsi	Dec 22, 2014	2015 – 2	2015 – 2	100	1 yr
Member (ED)	Joseph H. Calata;	Nov 25, 2011	2015 – 2	2015 – 2	100	4 yrs
Member (ED)	Halmond Parker R. Ong	Dec 11, 2015	2015 – 2	2015 – 0	n/a	Newly appointed
Member (NED)						
Member (ID)						
Member						

10. Item E (2) (d) of 2014 ACGR – Remuneration Committee (for the year 2015)

Office	Name	Date of Appointment	No. of Meetings Held	No. of Meetings Attended	%	Length of Service in the Committee
Chairman	Joseph H. Calata	Nov 25, 2011	2015 – 2	2015 – 2	100	4 yrs

Member (ED)	Benison Paul B. De Torres	Nov 25, 2011	2015 – 2	2015 – 2	100	4 yrs
Member (NED)						
Member (ID)	Conrado C. Zablan	Aug 31, 2012	2015 – 2	2015 – 2	100	3 yrs
Member						

11. Item E (3) of 2014 ACGR – Changes in Committee Members

Name of Committee	Name	Reason
Executive		
Audit		
Nomination	Edgardo S. Pagulayan, Jr. was replaced by Halmond Parker R. Ong	Director Pagulayan's term expired on December 11, 2015
Remuneration		
Others (specify)		

12. Item I (1) (a) of 2014 ACGR – Ownership Structure – Holding 5% Shareholdings or more (As of December 31, 2015)

Shareholder	Number of Shares	Percent	Beneficial Owner
PCD Nominee Corp. (Filipino)	314,295,432	87.28%	PDTC Participants holding 5% or more:

Name of Senior Management	Number of Direct shares	Number of Indirect shares / Through (name of record owner)	% of Capital Stock
Joseph H. Calata	235,219,994	-	65.32%
TOTAL			

13. Item J (d) (3) of 2014 ACGR – Giving out of notices to the Stockholders Meeting

1. 3. Does the company observe a minimum of 21 business days for giving out of notices to the AGM where items to be resolved by shareholders are taken up?
 - a. Date of sending out notices: November 13, 2015
 - b. Date of the Annual/Special Stockholders' Meeting: December 11, 2015

14. Item J (d) (5) of 201 ACGR – Results of Annual Stockholders Meeting (Report for the year 2015)

Resolution	Approving	Dissenting	Abstaining
Approval of the minutes of the December 22, 2014 Annual Stockholders' Meeting	246,569,999	0	0
Approval of the Audited Financial Statement as of December 31, 2014	246,569,999	0	0
Ratification of the decisions of the Board of Direction and Management	246,569,999	0	0
Appointment of an external auditor for the calendar year 2015	246,569,999	0	0
Election of Directors	246,569,999	0	0

15. Item J (d) (6) of 2013 ACGR – Date of Publication of Results of ASM

6. Date of publishing of the result of the votes taken during the most recent AGM for all resolutions:

Since the meeting ended after the trading hours, disclosure timely submitted via PSE Edge Submission System on December 11, 2015 and was approved by PSE within the next trading day after the meeting-December 14, 2015.

16. Item J (f) (i) of 2014 ACGR – Stockholders Attendance (for the year 2015)

Type of Meeting	Names of Board members / Officers present	Date of Meeting	Voting Procedure (by poll, show of hands, etc.)	% of SH Attending in Person	% of SH in Proxy	Total % of SH attendance
Annual	Directors: 1. Joseph H. Calata 2. Benison Paul B. De Torres 3. Jose Marie E. Fabella 4. Johnny L. Uy 5. Conrado C. Zablan 6. Edmund M. Solilapsi	Dec 11, 2015	Show of hands	6.48	61.99	68.47
Special						

17. Item J (i) of 2014 ACGR – Definitive Information Statements and Management Report

Number of Stockholders entitled to receive Definitive Information Statements and Management Report and Other Materials	359,827,000
Date of Actual Distribution of Definitive Information Statement and Management Report and Other Materials held by market participants/certain beneficial owners	November 13, 2015
Date of Actual Distribution of Definitive Information Statement and Management Report and Other Materials held by stockholders	November 13, 2015
State whether CD format or hard copies were distributed	CD and Hard copies were distributed
If yes, indicate whether requesting stockholders were provided hard copies	All stockholders of record were provided with hard copies