



Atty. General

at the office of the Department of Justice, Manila, Philippines, on August 18, 2006, at 10:00 AM, in the presence of the undersigned, and the following witnesses:

1. Atty. General

2. Atty. General

Atty. General

President & Chief Executive Officer

August 30, 2006

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Rend. Semin. Mat. Univ. Padova, 116: 1-10, 2006. 20, 2006,

(1) (a) ... (b) ... (c) ...

(2) ...

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(4) ...

... (5) ...

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- ... \$40,000 ...
- ... \$5,000 ...
- ... \$2,000 ...
- ... \$1,000 ...

... 19, 2005, ... \$100,000 ...

... \$5,000 ...

... \$10,000 ...

... 1999, ...

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Audit Committee

Mr. [Name], 58, is a former [Name] & [Name] partner and has served on the Audit Committee from 2004 to 2005. Mr. [Name] served on the Audit Committee from 1989 to 1998. Mr. [Name] served on the Audit Committee from 1998 to 2005.



*Audit Committee
Compliance Committee*

Mr. [Name], 68, is a former [Name] & [Name] partner and has served on the Audit Committee from 1991 to 1997. Mr. [Name] served on the Compliance Committee from 1997 to 1999. Mr. [Name] served on the Compliance Committee from 1966 to 1997. Mr. [Name] served on the Compliance Committee from 1990 to 1997. Mr. [Name] served on the Compliance Committee from 1997 to 2005.

*Directors Continuing in Office
(Term Expiring in 2007)*



*Executive Committee
Compensation Committee (chair)*

Mr. [Name], 64, is a former [Name] & [Name] partner and has served on the Executive Committee from 1985 to 1991. Mr. [Name] served on the Compensation Committee from 1963 to 2005.



2004

Audit Committee
Compliance Committee (chair)

Mr. [Name], 56, [biographical details] & [biographical details].
[Detailed biographical text including dates and roles]



2001

Audit Committee
Compensation Committee

Mr. [Name], 56, [biographical details] & [biographical details].
[Detailed biographical text including dates and roles]

Directors Continuing in Office
(Term Expiring in 2008)



2004

Executive Committee

Mr. [Name], 56, [biographical details] & [biographical details].



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*Executive Committee
Audit Committee (chair)*

... 70, ... 1996 ...
... 2000 ... 1979, ...
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... 2000 ... 2005. ...
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*Executive Committee
Compensation Committee
Directors and Governance Committee*

... 65, ... 1979
... 1997. ...
... 1995 ... 1997 ...
... 1990 ... 1995. ...
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Executive Committee
Audit Committee

64, 2020
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2006. 28. 2006. 31. 2005. 5%.

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		(2)	
.....			
.....	6,000	72,297	78,297
.....		4,312	4,312
.....	1,396	195,188	196,584
.....		55,169	55,169
.....	25,886		25,886
.....		78,230	78,230
.....	11,301	174,458	185,759
.....	22,000	27,568	49,568
.....		18,430	18,430
.....	6,260	7,971	14,231
.....	16,115	171,163	187,278
.....			
.....	429,851	213,154	643,005
.....		8,683	8,683
.....	149,550	38,631	188,181
.....	112,371	112,371	
.....	839,957	4,155,600	4,995,557

Ar... 99,200 t... k... 14,226... \$28.26... \$402,027.

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... 2005 ... \$1 ... 2005 ... \$2.5 ... \$3.75 ... \$3.75 ... 15% ... 30 ...

...

Term: ... 20, 2005, ...

Compensation: ... \$1 ... 150% ... 300% ... \$5 ...

Non-renewal of Agreement: ... 62 ...

Severance Upon Termination of Employment: ...

Severance Upon Termination of Employment in Connection with a Change in Control: ...

Release of Claims/Restrictive Covenants: ... 24 ...

2005, 2004 2003 2004

		(S)	(S) (1)	(S) (2)	R (S) (3)	(#) (4)	(S) (5)	(S) (6)	2005 R (S) (7)
	2005	1,000,000	2,500,000	12,820	3,750,010	426,621	3,336,176	125,636	10,724,642
	2004	373,965	600,000	0	3,000,020	0		45,369	
	2005	900,000	12,600,000	105,593	402,027(8)	0	0	534,392	14,542,012
	2004	900,000	12,600,000	33,826	0	0		391,458	
	2003	483,333	12,600,082	0	0	45,000		115,408	
						80,000(9)			
	2005	1,000,000	3,000,000	0	1,925,039	176,316	1,160,591	22,380	7,108,010
	2004	243,750	4,350,000	0	390,006	50,000		6,080	
	2005	1,439,025	1,939,025	64,000	0	135,000	881,550	30,246	4,353,846
	2004	719,513	673,728		2,000,043	0		30,246	

(1) 2005 2006

2005

2005. 2005 () kt .

Mr. Haldeman

Mr. Morrison

At t_r 1, 2005.

\$750,000
(t_r 1, 2005)

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R

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t₁ n₁ t₂ n₂ t₃ n₃ t₄ n₄ t₅ n₅ t₆ n₆ t₇ n₇ t₈ n₈ t₉ n₉ t₁₀ n₁₀ t₁₁ n₁₁ t₁₂ n₁₂ t₁₃ n₁₃ t₁₄ n₁₄ t₁₅ n₁₅ t₁₆ n₁₆ t₁₇ n₁₇ t₁₈ n₁₈ t₁₉ n₁₉ t₂₀ n₂₀ t₂₁ n₂₁ t₂₂ n₂₂ t₂₃ n₂₃ t₂₄ n₂₄ t₂₅ n₂₅ t₂₆ n₂₆ t₂₇ n₂₇ t₂₈ n₂₈ t₂₉ n₂₉ t₃₀ n₃₀ t₃₁ n₃₁ t₃₂ n₃₂ t₃₃ n₃₃ t₃₄ n₃₄ t₃₅ n₃₅ t₃₆ n₃₆ t₃₇ n₃₇ t₃₈ n₃₈ t₃₉ n₃₉ t₄₀ n₄₀ t₄₁ n₄₁ t₄₂ n₄₂ t₄₃ n₄₃ t₄₄ n₄₄ t₄₅ n₄₅ t₄₆ n₄₆ t₄₇ n₄₇ t₄₈ n₄₈ t₄₉ n₄₉ t₅₀ n₅₀ t₅₁ n₅₁ t₅₂ n₅₂ t₅₃ n₅₃ t₅₄ n₅₄ t₅₅ n₅₅ t₅₆ n₅₆ t₅₇ n₅₇ t₅₈ n₅₈ t₅₉ n₅₉ t₆₀ n₆₀ t₆₁ n₆₁ t₆₂ n₆₂ t₆₃ n₆₃ t₆₄ n₆₄ t₆₅ n₆₅ t₆₆ n₆₆ t₆₇ n₆₇ t₆₈ n₆₈ t₆₉ n₆₉ t₇₀ n₇₀ t₇₁ n₇₁ t₇₂ n₇₂ t₇₃ n₇₃ t₇₄ n₇₄ t₇₅ n₇₅ t₇₆ n₇₆ t₇₇ n₇₇ t₇₈ n₇₈ t₇₉ n₇₉ t₈₀ n₈₀ t₈₁ n₈₁ t₈₂ n₈₂ t₈₃ n₈₃ t₈₄ n₈₄ t₈₅ n₈₅ t₈₆ n₈₆ t₈₇ n₈₇ t₈₈ n₈₈ t₈₉ n₈₉ t₉₀ n₉₀ t₉₁ n₉₁ t₉₂ n₉₂ t₉₃ n₉₃ t₉₄ n₉₄ t₉₅ n₉₅ t₉₆ n₉₆ t₉₇ n₉₇ t₉₈ n₉₈ t₉₉ n₉₉ t₁₀₀ n₁₀₀

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... 2007 ... 1, 2006.

... 2007 ... 18, 2007 ...

I166 ... 10036-2774

Committee Structure and Operations

1. The committee shall be composed of members appointed by the Board of Directors. The Board shall determine the number of members and the terms of office. The committee shall report to the Board on a regular basis.

2. The committee shall have the authority to investigate and report on any matter referred to it by the Board. It shall have access to all information and personnel necessary for the performance of its duties.

3. The committee shall meet as often as may be necessary to carry out its responsibilities. It shall have the authority to call upon any employee of the company for information and assistance.

4. The committee shall have the authority to recommend to the Board any action that it deems appropriate in the best interests of the company.

5. The committee shall be subject to the oversight and direction of the Board of Directors.

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3. a k k tk l a n a r a
k t a n r a r a r a .

l a a k tk a l :

1. a k k r a l r a l a k tk a l
a k a l r l r k t a a a n a r a
a k a l .

2. a k k a l r a a a l t a a a l
a k a l r a t a a a l a k
(k t a k a) a a a l r a l r
l a l a , a a a a k a a a a l .

3. a k k a k a l t a l a
a a a k a l a l a
a a k a l t a a l a



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New York, NY 10036
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