



DFNN GROUP OF COMPANIES

Via ODiSy

November 26 2009

PHILIPPINE STOCK EXCHANGE, INC.

Philippine Stock Exchange Centre
Exchange Road, Ortigas Center
Pasig City

Attention: **Ms. Janet A. Encarnacion**
Head, Disclosure Department

Re: Annual Stockholders' Meeting

Madam:

DFNN, Inc. (the "Company") wishes to inform the Philippine Stock Exchange that at the 2009 Annual Stockholders' Meeting of the Company held today, the Company's stockholders approved the additional issuance of shares in favor of: (1) directors, officers and employees of the Company exercising their subscription rights under the previously approved DFNN Employee Stock Option Plan, (2) new subscribers. The Company is still awaiting the completion of the third party fairness opinion as required by the Philippine Stock Exchange and thus the approval of the additional issuance of shares to corporate creditors who have exercised their right to convert their advances into equity was deferred until the finalization of the third party fairness opinion. The additional issuance of shares shall be by way of subscription to the previously approved increase in the authorized capital stock of DFNN, Inc. from One Hundred Million Pesos (₱100,000,000.00) to One Hundred Fifty Million Pesos (₱150,000,000.00) divided into one hundred fifty million (150,000,000) common shares.

The stockholders of DFNN elected the following to serve as its board of directors for the ensuing year:

Ramon C. Garcia, Jr.
Jean Henri D. Lhuillier
Marco Antonio R. Urera
Roberto F. de Ocampo
Monico V. Jacob
Ronald L. Arambulo
Antonio A. Lopa
Eric Francis P. Ongkauko
Edwin B. Villanueva
Joseph Y. Roxas
Miguel R. Manzano

Messrs. Jacob and Urera were nominated and elected as independent directors of the Company.



DFNN GROUP OF COMPANIES

The Company also appointed Sycip Gorres Velayo & Co. as DFNN's external auditor for the fiscal year 2009-2010.

At the organizational meeting that followed the stockholders' meeting, the following were elected as the officers of the Company for a term of one (1) year or until their successors have been elected and qualified:

<i>Chairman of the Board/President</i>	: Ramon C. Garcia, Jr.
<i>Treasurer</i>	: Jean Henri D. Lhuillier
<i>Corporate Secretary</i>	: Manuel Z. Gonzalez
<i>Interim Finance Head and Assistant Corporate Information Officer</i>	: Czarina G. Turla
<i>Corporate Information Officer</i>	: Patricia P. de las Cagigas

At the same meeting, the following were also elected as members of the various committees of the Company:

- A. Executive Committee:
1. Ramon C. Garcia, Jr. – Chairman
 2. Edwin B. Villanueva
 3. Joseph Y. Roxas
- B. Audit Committee:
1. Marco Antonio R. Urera – Chairman
 2. Jean Henri D. Lhuillier
 3. Edwin B. Villanueva
 4. Ronald L. Arambulo
- C. Nomination Committee:
1. Monico V. Jacob – Chairman
 2. Roberto F. de Ocampo
 3. Ramon C. Garcia, Jr.
- D. Compensation and Remuneration Committee:
1. Monico V. Jacob – Chairman
 2. Joseph Y. Roxas
 3. Jean Henri D. Lhuillier
 4. Ramon C. Garcia, Jr.




DFNN GROUP OF COMPANIES

We trust you will find the foregoing disclosure in order.

Very truly yours,

DFNN, INC.

By:



Patricia De Las Cagigas
Corporate Information Officer