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## SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER



1. <u>09 July 2015</u>

Date of Report (Date of earliest event reported)

- 2. SEC Identification Number CS200803939 3. BIR Tax Identification No. 006-990-128
- TOP FRONTIER INVESTMENT HOLDINGS, INC. Exact name of issuer as specified in its charter
- 5. Philippines
  Province, country or other jurisdiction of incorporation

  6. (SEC Use Only)
  Industry Classification Code:
- 7. 5<sup>th</sup> Floor, ENZO Building, No. 399 Sen. Gil Puyat Ave., Makati City
  Address of principal office
  Postal Code
- 8. <u>(02) 632-3481</u> Issuer's telephone number, including area code
- 9. <u>N.A.</u> Former name or former address, if changed since last report
- 10. Securities registered pursuant to Sections 8 and 12 of the SRC 490,196,200 Common Shares

Title of Each Class

Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (As of 31 March 2015)

**Common Shares** 

332,886,167\*

\*Net of the 157,310,033 common shares held in Treasury

**Consolidated Total Liabilities** 

P972,272 million

#### 11. Indicate the item numbers reported herein: Item 9

Top Frontier Investment Holdings, Inc. (the "Corporation") hereby reports that the following matters were approved during the meetings held on July 9, 2015 at the Executive Dining Room, 2<sup>nd</sup> Floor SMC Head Office Complex, No. 40 San Miguel Avenue, Mandaluyong City.

- a. Annual Meeting of the Stockholders
  - i. Approval of the Minutes of the Annual Stockholders' Meeting held on July 9, 2014
  - ii. Presentation and approval of the Annual Report
  - iii. Ratification of all acts and proceedings of the Board of Directors and corporate officers of the Corporation since the Annual Stockholders' Meeting held on July 9, 2014 up to July 9, 2015, as set forth in the minutes of the meetings of the Board of Directors
  - iv. Appointment of R.G. Manabat & Co. as external auditors of the Corporation for 2015
  - v. Election of the following as members of the Board of Directors of the Corporation:
    - 1. Iñigo U. Zobel
    - 2. Ramon S. Ang
    - 3. Ferdinand K. Constantino
    - 4. Aurora T. Calderon
    - 5. Nelly A. Favis-Villafuerte
    - Consuelo M. Ynares-Santiago Independent Director 6.
    - Minita V. Chico-Nazario - Independent Director 7.
- b. Organizational Meeting of the Corporation
  - i. Election of the following as officers of the Corporation:
    - 1. Iñigo U. Zobel
    - 2. Ramon S. Ang
    - 3. Aurora T. Calderon
    - 4. Bella O. Navarra
    - 5. Virgilio S. Jacinto

    - 7. Irene M. Cipriano

- Chairman of the Board
- President and Chief Executive Officer
- Treasurer
- Chief Finance Officer
- Corporate Secretary and Compliance Officer
- 6. Maria Rosario B. Balanza Investment Relations Officer
  - Assistant Corporate Secretary

ii. Appointment of the following as members of the Board Committees of the Corporation:

## **Executive Committee**

Iñigo U. Zobel - Chairman
 Ramon S. Ang - Member
 Aurora T. Calderon - Member

## **Audit Committee**

Minita V. Chico-Nazario - Chairperson\*\*
 Consuelo M. Ynares-Santiago - Member\*\*
 Ferdinand K. Constantino - Member
 Aurora T. Calderon - Member

#### **Executive Compensation Committee**

Ramon S. Ang
 Consuelo M. Ynares-Santiago
 Aurora T. Calderon
 Chairman
 Member\*\*
 Member

#### Nomination and Hearing Committee

Ferdinand K. Constantino
 Minita V. Chico Nazario
 Member\*\*
 Member

## Corporate Governance Committee

Consuelo M. Ynares-Santiago - Chairperson\*\*
 Ramon S. Ang - Member
 Ferdinand K. Constantino - Member
 Virgilio S. Jacinto - Member

iii. Designation of depository banks and appointment of authorized signatories for banking and other corporate transactions.

<sup>\*\*</sup>Independent Director

## **SIGNATURES**

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 on July 9, 2015.

TOP FRONTIER INVESTMENT HOLDINGS, INC.

By:

VIRGILIO S. JACINTO Corporate Secretary and Compliance Officer