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SECURITIES AND EXCHANGE COMMISSION

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Company Information

SEC Registration No. 0000163671

Company Name PRIME ORION PHILS. INC.

Industry Classification

Company Type Stock Corporation

Document Information

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P R I M E O R I O N P H I L I P P I N E S , I N C .

(Company's Full Name)

2 0 F L K G T O W E R , 6 8 0 1 A Y A L A A V E .

M A K A T I , C I T Y , P H I L I P P I N E S

(Business Address: No. Street City / Town / Province)

ATTY. JUNE VEE D. MONTECLARO-NAVARRO

Contact Person

908-3000

Company Telephone Number

0 6

Month

3 0

Day

Fiscal Year

1 8 - A

Secondary License Type, if Applicable

1 2

Month

0 2

Day

Annual Meeting

C F D

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. Of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. Use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 18-A
REPORT BY OWNER OF MORE THAN FIVE PERCENT

Check the appropriate box:

Initial Filing

Amendment

Item/s amended by the Filing _____

1. Exact Name of Registrant as Specified in its Charter **PRIME ORION PHILIPPINES, INC.**
- a. **20/F LKG Tower, 6801 Ayala Avenue, Makati City** **1200**
Address of Principal Offices Postal Code
- b. SEC Identification Number **163671** c. (SEC Use Only)
Industry Classification Code
- d. BIR Tax Identification Number 000-804-342-000
2. **GUOCO ASSETS (PHILIPPINES), INC.**
Name of Reporting Person
- a. **30/F Burgundy Corporate Tower** **1200**
252 Sen. Gil Puyat Ave., Makati City Postal Code
Address of Reporting Person
- b. Telephone Number of Reporting Person
- c. **Mandaluyong City, Metro Manila**
Citizenship or Place of Organization of Reporting Person
- MA. ROSARIO C.Z. NAVA**
7/F The Pearlbank Centre
146 Valero St., Salcedo Village, Makati City
Tel. No. 750-9687/823-1044
Name, Address and Telephone Number of person authorized to receive notices and communications if reporting person is a partnership, corporation or other legal entity

Item 1. Security and Issuer

This report pertains to the common shares of stock of **PRIME ORION PHILIPPINES, INC.** (the "Issuer"), a corporation organized and existing under the laws of the Philippines, with principal office at 20/F LKG Tower, 6801 Ayala Avenue, Makati City.

Item 2. Identify and Background

- (a) The person filing this report is **GUOCO ASSETS (PHILIPPINES), INC.** (the "Reporting Person"), a corporation organized and existing under the laws of the Philippines.
- (b) The principal address of the Reporting Person is at 30/F Burgundy Corporate Tower, 252 Sen. Gil Puyat Avenue, Makati City.
- (c) The Reporting Person is an investment holding company.
- (d) The directors and officers of the Reporting Person are as follows:

- | | |
|--|---------------------|
| 1. Tsang Cho Tai
House 87, Palm Drive
Tha Redhill Peninsula
181 Pak Pat Shan Road
Hong Kong | Director/Chairman |
| 2. Yuen Po Seng
Unit 10-V Eurovilla Condominium
154 L.P. Leviste St., Salcedo Village
Makati City | Director/President |
| 3. Daisy L. Parker
37 Phoenix St., Villa Orion Subdivision
West Fairview, Quezon City | Director |
| 4. Richard Mak
27A Block 1 Pokfulam Gardens
180 Pokfulan Road, Hong Kong | Director |
| 5. Ronald P. Sugapong
5 Dao St., Ayala Westgrove Heights
Brgy. Tibig, Silang, Cavite | Director/Treasurer |
| 6. Ma. Rosario C.Z. Nava
7/F The Pearlbank Centre
146 Valero St., Salcedo Village
Makati City | Corporate Secretary |

No director or officer of the Reporting Person has within the last five years been convicted in a criminal proceeding.

- (e) No director or officer of the Reporting Person has been a party to a civil proceeding of judicial or administrative body of competent jurisdiction, domestic or foreign, and as a result of such proceeding was or is subject to any order, judgment or decree permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking.

Item 3. Purpose of Transaction

The Reporting Person owns 451,256,181 shares of the Issuer. At present, the Reporting Person has no plans or proposals which would result in or relate to:

- (a) The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer;
- (b) An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries;
- (c) A sale or transfer of a material amount of assets of the issuer or of any of its subsidiaries;
- (d) Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- (e) Any material change in the present capitalization or dividend policy of the issuer;
- (f) Any other material change in the issuer's business or corporate structure;
- (g) Changes in the issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any person;
- (h) Causing a class of securities of the issuer to be delisted from a securities exchange;
- (i) Any action similar to any of those enumerated above.

Item 4. Interest in Securities of the Issuer

- (a) As of 30 June 2016, the Reporting Person holds 451,256,181 common shares of stock of the Issuer, equivalent to 18.83% of the total outstanding stock of the Issuer. On 4 July 2016, the Securities and Exchange Commission approved the increase in authorized capital stock of the Issuer from P2.4 billion (divided into 2.4 billion common shares), to P7.5 billion (divided into 7.5 billion common shares). Of such increase, 2.5 billion shares (equivalent to 51.06% of the outstanding capital stock of Issuer) have been subscribed by Ayala Land, Inc.. As a result of the increase in capital, the shareholding of the Reporting Person was reduced to 9.22% of the outstanding capital stock of the Issuer.
- (b) There is no person who holds sole power to vote or direct the vote of securities of Issuer held by the Reporting Person.
- (c) There was no transaction in the class of securities reported on that was effected during the past 60 days by the Reporting Person.
- (d) There is no person known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities.

Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

There are no contracts, arrangement, understanding or relationship among the person named in Item 2 and any person with respect to any securities of the Issuer.

Item 6. Material to be Filed as Exhibits – Not Applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in the City of Makati on ____ October 2016.

GUOCO ASSETS (PHILIPPINES), INC.

By:



YUEN PO SENG
President

The original report shall be signed by each person on whose behalf the report is filed or his authorized representative. If the report is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of the filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the report. The name and title of each person who signs the report shall be typed or printed beneath his signature.

SUBSCRIBED AND SWORN to before me this SEP 22 2016 day of _____ 2016, affiant(s) exhibiting to me his valid ID, as follows:

NAME	VALID ID	DATE OF ISSUE	PLACE OF ISSUE
Yuen Po Seng	Passport #A25169994	10-25-2011	Georgetown, Malaysia

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Book No. 102/111
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