



# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND RSA RULE 17.2(c) THEREUNDER

1. **28 July 2010**  
Date of Report (Date of earliest event reported)

2. SEC Identification Number **43370** 3. BIR Tax Identification No. **000-829-097**

4. *F & J Prince Holdings Corporation*  
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, Citibank Center Building**  
**8741 Paseo de Roxas, Makati City** **1226**  
Address of principal office Postal Code

8. **(632) 892-7133**  
Issuer's telephone number, including area code

9.   
Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Section 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<b>Class "A" Common</b>	<b>292,610,118</b>
<b>Class "B" Common</b>	<b>189,217,535</b>

11. Indicate the item numbers reported herein: **Item 4 and 9**

(1) **ELECTION OF DIRECTORS AND OFFICERS (Item 4)**

During the Annual Meeting of the Stockholders of the Corporation held on 28 July 2010, the following persons were elected as the new members of the Board of Directors of the Corporation, to wit:

EMETERIO L. BARCELON, S.J.  
FRANCIS L. CHUA  
JOHNSON U. CO  
JOHNNY COBANKIAT  
HOMER U. COKENG, JR.  
FRANCISCO Y. COKENG, JR.  
MARY K. COKENG  
ROBERT Y. COKENG  
JOHNSON TAN GUI YEE  
RUFINO B. TIANGCO  
ROBERT Y. YNSON

The independent directors of the Corporation are Francis L. Chua and Robert Y. Ynson.

Thereafter, at the Organizational Meeting of the newly-elected directors, held immediately after the annual stockholders meeting, the following persons were elected to the positions indicated opposite their respective names:

ROBERT Y. COKENG	- Chairman & President
FRANCISCO Y. COKENG, JR.	- Vice-Chairman
EMETERIO L. BARCELON, S.J.	- Senior Vice-President
JOHNSON U. CO	- Vice-President and Treasurer
MANUEL N. DY	- Asst. Treasurer
FINA C. TANTUICO	- Corporate Secretary

The members of the different committees were elected as follows:

**Audit Committee:**

Robert Y. Cokeng	- Chairman
Johnson U. Co	
Johnson Tan Gui Yee	
Rufino B. Tiangco	
Francis L. Chua	- Independent Director

**Nomination Committee:**

Robert Y. Cokeng	- Chairman
Johnson U. Co	
Johnson Tan Gui Yee	
Rufino B. Tiangco	
Robert Y. Ynson	- Independent Director

**Compensation Committee:**

Robert Y. Cokeng	- Chairman
Johnson U. Co	
Johnson Tan Gui Yee	
Rufino B. Tiangco	
Francis L. Chua	- Independent Director

**(2) OTHER EVENTS (Item 9)**

**(a) Annual Stockholders' Meeting**

The Annual Stockholders' Meeting of the Corporation was held as scheduled on 28 July 2010 at the Function Room 7, Top of the Citi, 34<sup>th</sup> Floor, Citibank Tower, 8741 Paseo de Roxas, Makati City. During said meeting, where the stockholders owning at least a majority of the outstanding capital stock of the Corporation were present and/or represented, the following matters were approved by unanimous affirmative vote:

- (i) the Minutes of the Annual Meeting of Stockholders held on 23 July 2009;
- (ii) ratification of the corporate actions approved and adopted by the Board of Directors during the year 2009;
- (iii) the Audited Financial Statements as of 31 December 2009;
- (iv) re-appointment of Sycip Gorres & Velayo & Co. as external auditor of the Corporation.

**(b) Organizational Meeting of the Board of Directors**

Immediately after the stockholders meeting, the newly-elected directors held their organizational meeting.

(c) **Regular Board Meeting**

At the Regular meeting which followed, the Board approved and adopted a resolution declaring cash dividends, as follows :

**“Resolved, that there is hereby declared out of the Corporation’s unrestricted retained earnings a cash dividend of Five Centavos (P0.05) per share, payable to stockholders of record as of 27 August 2010 (the “Record Date”), and payable on or before 23 September 2010.”**

**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.

*F & J Prince Holdings Corporation*  
Issuer

By:

  
**ROBERT Y. COKENG**  
*President*

28 July 2010