

# COVER SHEET

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SEC Registration Number

						F	&	J					P	R	I	N	C	E										
						H	O	L	D	I	N	G	S			C	O	R	P	O	R	A	T	I	O	N		

(Company's Full Name)

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8	7	4	1		P	A	S	E	O		D	E		R	O	X	A	S		M	A	K	A	T	I		

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

**Atty. Fina C. Tantuico**  
Contact Person

**8927133 • 8927137**  
Company Telephone Numbers

1	2		3	1
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Month Day  
Fiscal Year

0	4		1	2
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Month Day  
Annual Meeting

## SEC FORM 17-C

**CURRENT REPORT UNDER SECTION 17 OF  
THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(C) THEREUNDER**

Form Type

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Number of Stockholders

Total Amount of Borrowings  
Domestic Foreign

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes.

# 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. **17 July 2012**  
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<br>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 in 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 17 July 2012, 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  
FRANCISCO Y. COKENG, JR.  
MARK RYAN K. COKENG  
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
MARK RYAN K. COKENG	-	Asst. Treasurer
FINA C. TANTUICO	-	Corporate Secretary

The members of the different committees were elected as follows:

**Audit Committee:**

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

**Nomination Committee:**

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

**Compensation Committee:**

Robert Y. Cokeng Johnson U. Co Johnson Tan Gui Yee Rufino B. Tiangco	-	Chairman
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 17 July 2012 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 28 July 2011;
- (ii) ratification of the corporate actions approved and adopted by the Board of Directors during the year 2011;
- (iii) the Audited Financial Statements as of 31 December 2011;
- (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) Other Matters

At the 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 a total of Twelve Centavos (P0.12) per share, payable as follows:

- (i) Seven Centavos (P0.07) per share, to stockholders of record as of 14 August 2012 (the “Record Date”), payable on or before 7 September 2012; and
- (ii) Five Centavos (P0.05) per share, to stockholders of record as of 8 October 2012 (the “Record Date”), payable on or before 2 November 2012.

**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

17 July 2012  
Date