

**BERJAYA PHILIPPINES, INC.**

-----  
*(Company's Full Name)*

9/F Rufino Pacific Tower, 6784 Ayala Avenue corner Herrera Street, Makati City

-----  
*(Company's Address)*

811-0668 / 810-1814

-----  
*(Telephone Number)*

APRIL 30

any day in the month of October

-----  
*(Fiscal Year Ending)*  
*(month and day)*

-----  
*(Annual Meeting)*

November 2024

-----  
*(Term Expiring On)*  
-----

SEC Form 17-C : (a) ratification of the Directors' resolution to increase the authorized capital of the Corporation from Two Billion Pesos to Six Billion Pesos and to amend Article VIII of the Articles to reflect the increase; (b) ratification of the Directors' resolution to declare stock dividends amounting to ₱ 3,473,024,684.00; (c) Directors elected at the annual stockholders' meeting on 6 October 2015; (d) Officers elected at the Organizational Meeting of the Board of Directors on 6 October 2015; (e) Members of the Audit Committee; (f) the external auditors appointed; and (g) Officers and directors elected in Philippine Gaming Management Corporation, the wholly owned subsidiary of the Issuer

-----  
*(Form Type)*

Amendment of Articles III and VI of the Articles of Incorporation

-----  
*(Amendment Designation, if applicable)*

N.A.

-----  
*(Period Ended Date)*

N.A.

-----  
*(Secondary License Type and File Number)*

\_\_\_\_\_  
LCU

\_\_\_\_\_  
Cashier

\_\_\_\_\_  
DTU

\_\_\_\_\_  
pre-war 476

\_\_\_\_\_  
S.E.C Registration Number

\_\_\_\_\_  
Central Receiving Unit

\_\_\_\_\_  
File Number

\_\_\_\_\_  
Document I.D.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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

- 1. **6 October 2015.....**  
Date of Report (Date of earliest event reported)
- 2. SEC Identification Number **476**      3. BIR Tax Identification No. **.001-289-374**
- 4. **..BERJAYA PHILIPPINES INC.**  
Exact name of issuer as specified in its charter
- 5. **..Manila, Philippines** ..... 6.  (SEC Use Only)  
Province, country or other jurisdiction      Industry Classification Code:  
of incorporation
- 7. **9/F Rufino Pacific Tower, 6784 Ayala Ave corner V.A. Rufino Street, Makati City, M.M.**  
Address of principal office      Postal Code
- 8. **(632) 811-0668**  
Issuer's telephone number, including area code
- 9. **. PRIME GAMING PHILIPPINES INC.**  
Former name or former address, if changed since last report
- 10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock
<b>Common</b>	<b>953,984,448</b>

- 11. Indicate the item numbers reported herein: **Items 4, and 9 in the Form, specifically:**
  - (a) **The ratification by stockholders to the increase in the authorized capital of the Corporation from two billion pesos (P2,000,000,000.00) divided into two billion (2,000,000,000) shares to six billion pesos (P6,000,000,000.00) divided into six billion (6,000,000,000) shares, and to amend the Eighth article of the Issuer's Articles of Incorporation;**

- (b) The declaration of stock dividends amounting up to three billion four hundred seventy three million twenty four thousand six hundred eighty four pesos (P3,473,024,684.00.00) at the rate of 1:4
- (c) The directors elected at the annual stockholders meeting held today;
- (d) The officers elected at the organizational meeting of the Board of Directors held today;
- (e) The members of the Audit Committee;
- (f) The appointment of external auditors;
- (g) The directors and officers elected at the annual stockholders meeting and organizational meeting of the Issuer's wholly owned subsidiary, held at 4:00 p.m. and 4:30 p.m. yesterday, 5 October 2015.

#### **Item 4. Resignation, Removal or Election of Registrant's Directors or Officers**

The following were elected directors during the regular meeting of the stockholders or the annual stockholders' meeting of the Issuer held on 6 October 2015.

Name	Nationality	Address
Dato Seri Ibrahim Saad (independent director)	Malaysian	8 Persiaran Burhanuddin Helmi, Taman Tun Dr Ismail, Kuala Lumpur, Malaysia
Lim Meng Kwong	Malaysian	8 Jalan PJU 3/12B Damansara Indah Resort Homes, 47410 Petaling Jaya, Selangor, Malaysia
Seow Swee Pin	Malaysian	9 <sup>th</sup> Floor Rufino Pacific Tower, 6784 Ayala Avenue Cor. V.A. Rufino Street, Makati City, Metro Manila
George T. Yang (independent director)	Filipino	17 <sup>th</sup> Floor Citibank Tower, Paseo de Roxas, Makati City, Metro Manila, Philippines
Jaime Y. Ladao (independent director)	Filipino	104 Ilang Ilang Street, Ayala Alabang Village Muntinlupa City, Metro Manila
Jimmy S. Soo	Filipino	9F Sage House, V.A. Rufino Street, Makati City, Metro Manila

An Organizational Meeting of the Board ensued after the annual stockholders' meeting where the following were elected officers of the Issuer:

Name	Nationality	Position
Dato Seri Ibrahim Bin Saad	Malaysian	Chairman
Lim Meng Kwong	Malaysian	President
Tan Eng Hwa	Malaysian	Treasurer
Jose A. Bernas	Filipino	Corporate Secretary
Marie Lourdes Sia-Bernas	Filipino	Assistant Corporate Secretary

The following were appointed Members of the Audit Committee:

Jaime Y. Ladao	- Chairman (independent director)
Dato Seri Ibrahim Bin Saad	- Member (independent director)
Seow Swee Pin	- Member

## Item 9. Other Matters

### 1) Increase in the authorized capital of the Corporation

Stockholders present in person or proxy representing at least two thirds (2/3) of the outstanding capital of the Corporation ratified the resolution of the Board to increase the authorized capital of the Corporation from two billion pesos (₱2,000,000,000.00) divided into two billion (2,000,000,000) shares to six billion pesos (₱6,000,000,000.00) divided into six billion (6,000,000,000) shares, and to cause the amendment of the Corporation's Articles of Incorporation to reflect the increase.

The Eighth article is to be amended to read as follows:

#### VIII

That the capital stock of the corporation shall be Six Billion Pesos (₱6,000,000,000) and said capital stock is divided into Six Billion (6,000,000,000) common shares with a par value of One Peso (P1.00) per share *(As amended on 5 October 2015 in a Special Meeting of the and ratified by at least 2/3 of the stockholders representing the capital stock on 6 October 2015 in the Annual Meeting of the Stockholders.)*

### 2) Declaration of stock dividends amounting to three billion four hundred seventy three million twenty four thousand six hundred eighty four pesos (₱ 3,473,024,684.00)

Stockholders present in person or proxy representing at least two thirds (2/3) of the outstanding capital of the Corporation ratified the resolution of the Board to declare stock dividends amounting up to three billion four hundred seventy three million twenty four thousand six hundred eighty four pesos (₱ 3,473,024,684.00) at the rate of 1:4.

### 3) Re-appointment of external auditors

The Issuer re-appointed Punongbayan & Araullo as external auditors for the current year.

- 4) Directors and Officers elected in Philippine Gaming Management Corporation, the wholly owned subsidiary of the Issuer

The Issuer's wholly owned subsidiary, Philippine Gaming Management Corporation held its Annual Stockholders' Meeting and Organizational Meeting of the Board of Directors 4:00 pm and 4:30 pm yesterday, 5 October 2015.

The following were elected directors in the regular meeting of the stockholders :

1. Seow Swee Pin
2. Paulino S. Soo
3. George T. Yang
4. Lim Meng Kwong
5. Tan Eng Hwa
6. Morvin Tan U-Jiang

At the Organizational Meeting of the Board, the following were elected officers :

Chairman of the Board	Seow Swee Pin
President	Paulino S. Soo
Vice President and Treasurer	Tan Eng Hwa
Corporate Secretary	Jose A. Bernas
Assistant Corporate Secretary	Marie Lourdes T. Sia-Bernas

#### 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.

**BERJAYA PHILIPPINES INC.**  
Issuer



**MARIE LOURDES T. SIA- BERNAS**  
Assistant Corporate Secretary

Date: **6 October 2015**