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 S.E.C. Registration Number

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(Company's Full Name)

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

L	I	N	A	A	N	D	R	A	D	A
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 Contact Person

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 Company Telephone Number

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 Month      Day  
 Calendar Year

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 FORM TYPE

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 Month      Day

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 Secondary License Type, If Applicable

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 Dept. Requiring this Doc.

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 Amended Articles Number/Section

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 Total No. of Stockholders

Total Amount of Borrowings
 

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 Domestic                      Foreign

To be accomplished by SEC Personnel concerned

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 File Number

\_\_\_\_\_ LCU

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 Document I. D.

\_\_\_\_\_ Cashier

STAMPS

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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. **23 March 2017**

.....  
Date of Report (Date of earliest event reported)

2. **12397**

.....  
SEC Identification Number

3. **000-107-026-000**

.....  
BIR Tax Identification No.

4. **PHINMA CORPORATION**

.....  
Exact name of issuer as specified in its charter

5. **Metro Manila, Philippines**

.....  
Province, country or other  
jurisdiction of incorporation

(SEC Use Only)  
.....  
Industry Classification Code:

7. **Phinma Plaza, 39 Plaza Drive, Rockwell Center,  
Makati City, Philippines**

.....  
Address of principal office

**1210**

.....  
Postal Code

8. **632 8700 100**

.....  
Issuer's telephone number, including area code

9. **Not applicable**

.....  
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 Outstanding and Amount of Debt Outstanding
Common	<b>259,031,829</b> – net of Treasury shares (as of Dec. 31, 2016)
Audited consolidated liabilities (As of Dec. 31, 2016 )	<b>P3.3 billion</b>

11. Indicate the item numbers reported herein:

Please see attached letter.

**SIGNATURES**

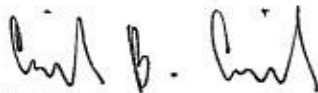
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PHINMA CORPORATION**

23 March 2017

.....  
Registrant

.....  
Date



**CECILLE B. ARENILLO**

Vice President- Treasury and Compliance Officer

.....  
Signature and Title

March 22, 2017

SECURITIES AND EXCHANGE COMMISSION  
Secretariat Building, PICC Complex  
Roxas Boulevard, Pasay 1307  
Makati City

Attention : **Hon. Justina F. Callangan**  
Director, Corporate Governance & Finance Department

Gentlemen :

Please be informed that at the regular meeting of the Board of Directors of Phinma Corporation (the "Corporation") held today, the following were discussed and approved :

1. Appointment of Atty. Troy A. Luna as Corporate Secretary and Atty. Ma. Concepcion Z. Sandoval as Assistant Corporate Secretary.
2. Approval of the audited financial statements for the year ended December 31, 2016. Please see attached page for more information.
3. Declaration of a 4% regular cash dividend equivalent to P0.40 per share payable on April 21, 2017 to shareholders of record as of April 5, 2017.
4. Postponement of the annual meeting from third week of April as provided in the By-laws to May 15, 2017 to allow time for preparation of reports to shareholders.
5. Scheduling of the Corporation's 2017 Annual Shareholders Meeting on Monday, May 15, 2017, 4:00 pm., Ballroom 1, 2<sup>nd</sup> Floor, New World Hotel Makati, Esperanza Street corner Makati Avenue, Makati City. Shareholders of record as of April 19, 2017 are entitled to notice and to vote on matters arising during the meeting.
6. Approval of the Agenda for the forthcoming Annual Shareholders Meeting. Please see attached Notice of Annual Shareholders Meeting.

7. Reversion to unrestricted retained earnings of the amount of P 1.2 billion previously appropriated for investments in 2016. The targeted investments were not completed during the year.

Very truly yours,



**TROY A. LUNA**  
Corporate Secretary

## PHINMA CORPORATION CY 2016 RESULTS

Phinma Corporation reported Consolidated net income for CY 2016 amounting to P367 million, representing a decrease from P487 million the previous year. Income attributable to equity holders of the parent amounted to P277 million.

Consolidated revenues of Phinma Corporation increased by 11% to P6.3 billion. Revenues of subsidiary *Union Galvasteel Corporation* (UGC) increased 6% to P3.9 billion in the year on higher sales of steel products. UGC posted net income of P221 million, a 40% improvement over the previous year.

*Phinma Education Holdings, Inc.* (Phinma Education), the Corporation's education holding company, posted an increase in total network enrollment to 54,704 students, an increase of 7% from 51,351 students in the previous year. Total consolidated education revenue increased 26% to P2.0 billion in 2016 due in general to increased revenue from all five schools, and in particular to increased revenue from *Southwestern University* (SWU), acquired in April 2015.

Equity in net earnings of associates of the Corporation decreased to P242 million in 2016 from P270 million in the previous year. Increased equitized income of P368 million from associate *Phinma Energy Corporation* was offset by an equitized loss in *Phinma Property Holdings Corporation*. In 2016, Phinma Corporation also provided for a P191 million impairment in its goodwill in *Fuld & Company* (US) to reflect the assessed fair value of the company.

Phinma Corporation ended the year with consolidated assets of P 14.5 billion and equity of P 8.3 billion.

## NOTICE OF ANNUAL SHAREHOLDERS MEETING

TO ALL SHAREHOLDERS :

Please be advised that the Annual Shareholders Meeting of PHINMA CORPORATION will be held on Monday, May 15, 2017, at 4:00 in the afternoon at Ballroom 1 ,2/F, New World Hotel , Esperanza Street corner Makati Avenue, Ayala Center, Makati City

The Agenda of the Meeting is as follows:

1. Call to Order
2. Proof of Notice and Determination of Quorum
3. Minutes of Previous Meeting
4. Annual Report of Management and Confirmation of all acts of the Board of Directors and of Management since the last Annual Shareholders Meeting.
5. Election of Directors
6. Appointment of External Auditor
7. Other Matters
8. Adjournment

For the explanation of each agenda item, please refer to the attached Annex "A".

The record date for the determination of the shareholders entitled to notice of said meeting and to vote thereat is at April 19, 2017.



TROY A. LUNA  
Corporate Secretary

## PHINMA CORPORATION

### ANNUAL SHAREHOLDERS MEETING

Monday, May 15, 2017, 4:00 pm

#### Explanation of Each Item on the Agenda

1. Call to Order

The Chairman, Mr. Oscar J. Hilado, will formally begin the annual meeting of the stockholders of Phinma Corporation (the "Corporation"). He will also state that stockholders will be given an opportunity to ask questions or raise their concerns regarding each item on the agenda.

2. Proof of Notice and Determination of Quorum

The Corporate Secretary, Atty. Troy A. Luna, will certify the date when the notice of meeting and information statement were sent to the stockholders of record as of April 19, 2017 and to the Securities and Exchange Commission (SEC) and Philippine Stock Exchange (PSE).

Atty. Luna will likewise certify as to the existence of quorum. Owners of shares constituting at least a majority of the outstanding capital stock of the Corporation, either in person or by proxy, shall constitute a quorum for the transaction of business at this meeting of the stockholders.

3. Minutes of Previous Meeting

Copies of the minutes of the Annual Shareholders Meeting held on April 14, 2016 will be distributed to the stockholders before the meeting and will be presented to the stockholders during the meeting for approval.

4. Annual Report of Management and Confirmation of all acts of the Board of Directors and of Management since the last Annual Shareholders Meeting

The annual report for the preceding calendar year will be presented to the stockholders for approval. The acts of the Board of Directors and Management



of the Corporation since the last Annual Shareholders Meeting will likewise be presented to the stockholders for confirmation.

5. **Election of Directors**

The members of the Board of Directors shall be elected by plurality vote. The Corporate Secretary will present the nominees qualified for election to the Board of Directors, including the Independent Directors. A brief description of the qualifications and business experience of the nominees for election to the Board of Directors will be included in the Information Statement.

Voting shall be by raising of hands or *viva voce*. In case of any objection to the manner of casting votes, voting shall be done in writing by secret ballot which shall be counted thereafter by the Corporate Secretary in the presence of SGV to be able to validate the counting.

6. **Appointment of External Auditors**

The stockholders will be asked to ratify the Audit Committee's and the Board of Directors' selection of external auditors for the current fiscal year. The Corporation's external auditor is Sycip, Gorres Velayo & Co. and is expected to be nominated for reappointment for the current calendar year.

7. **Other Matters**

The Chairman will open the floor for comments and questions by the stockholders. The Chairman will decide whether matters raised by the stockholder maybe properly taken-up in meeting or in another proper forum.

8. **Adjournment**

The Chairman will adjourn the meeting when the scheduled order of business is completed and no further business or matter is considered or raised.