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SEC Registration Number

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(Company's Full Name)

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

ATTY. DAISY L. PARKER
 (Contact Person)

884-1106
 (Company Telephone Number)

0	6
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Month
 (Fiscal Year)

3	0
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Day

SEC Form

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 (Form Type)

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Month

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Day
 (Annual Meeting)

(Secondary License Type, If Applicable)

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 ID

Cashier

STAMPS

Remarks: Please 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 SRC RULE 17.2(c) THEREUNDER

1. **13 August 2015**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **163671** 3. BIR Tax Identification No. **320-000-804-342**
4. **PRIME ORION PHILIPPINES, INC.**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **20/F LKG Tower, 6801 Ayala Avenue, Makati City**
Address of principal office **1226**
Postal Code
8. **(632) 884-1106**
Issuer's telephone number, including area code
9. **N/A**
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
(As of 31 July 2015)	
Common Shares	2,367,149,383
Outstanding Loans (consolidated)	- 0 -
11. Indicate the item numbers reported herein: **Item 9**

In compliance with the Disclosure Rules of the Securities and Exchange Commission ("SEC") and the Philippine Stock Exchange ("PSE"), please be advised that today, **Prime Orion Philippines, Inc.** (the "Corporation"/"POPI") entered into an agreement with Ayala Land, Inc. ("ALI") whereby ALI will subscribe to 2,500,000,000 common shares of stock of the Corporation or 51.36% equity interest in POPI (which will come from POPI's increase in authorized capital stock) for a total consideration of P5.625 billion, subject to certain terms and conditions.

POPI, through its wholly-owned subsidiary, Tutuban Properties, Inc., owns Tutuban Center in Manila City. With the entry of ALI, POPI will be able to benefit from the expertise and resources of ALI and optimize the development of its property assets, especially Tutuban Center. Tutuban Center, which sits on a 20-hectare property, will be the location of the North South Railway Project Transfer Station which will interconnect with the LRT 2 West Station.

In connection with the foregoing, the Board of Directors of the Corporation, in its meeting today, approved the amendment of its Articles of Incorporation, specifically, (1) Article Sixth - to increase the number of its directors from 7 to 9; and (2) Article Seventh - to increase its authorized capital stock from P2.4 billion to P7.5 billion. For this purpose, the Board shall call a special stockholders' meeting to secure the approval of its stockholders on the proposed amendments.

The Board also approved the Terms and Conditions of the Employees Stock Ownership Plan (ESOWN) covering 250 million shares of stock, and the filing of the request for exemption from registration of the ESOWN with the SEC.

Finally, the Board approved the setting of a special meeting of the stockholders of the Corporation on **20 October 2015** and the setting of the record date of stockholders entitled to vote at such meeting on **4 September 2015**. Validation of proxies has been set on 13 October 2015.

The date, time, venue and agenda for the stockholders' meeting are as follows:

Date : 20 October 2015 (Tuesday)
Time : 2:00 p.m.
Venue : To be announced

Agenda:

1. Approval of the Minutes of the Previous Stockholders' Meeting
2. Consideration and Approval of the Increase in POPI's Authorized Capital Stock from P2.4 Billion to P7.5 Billion and the Subscription by Ayala Land, Inc. (ALI) to 2.5 Billion POPI Shares of Stock (out of the said Increase) (the "ALI Subscription")
3. Consideration and Approval of the following Amendments to POPI's Articles of Incorporation (AOI):
 - a. Increase in Authorized Capital Stock from P2.4 Billion to P7.5 Billion
 - b. Increase in the Number of Directors from Seven (7) to Nine (9)
4. Consideration and Approval of the Application for the Increase, the ALI Subscription and Amendment of the AOI with the SEC
5. Consideration and Approval of the Application for Listing of the ALI Subscription with the PSE
6. Adjournment.

SIGNATURE

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.

PRIME ORION PHILIPPINES, INC.

By:



DAISY L. PARKER

Corporate Secretary

Date: 13 August 2015