



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. **15 March 2016**  
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**      6.  (SEC Use Only)  
Province, country or other jurisdiction of      Industry Classification Code:  
incorporation
7. **20/F LKG Tower, 6801 Ayala Avenue, Makati City**      **1226**  
Address of principal office      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 29 February 2016)	
Common Shares	2,396,455,183
Outstanding Loans (consolidated)	- 0 -

11. Indicate the item numbers reported herein: **Items 8 and 9**

In compliance with the Disclosure Rules of the Securities and Exchange Commission and the Philippine Stock Exchange, please be advised that during the special meeting of the Board of Directors of Prime Orion Philippines, Inc. ("POPI") held today, 15 March 2016, the Board approved the amendment of its By-Laws, as follows:

1. Change in the date of the Annual Meetings of the Stockholders of the Company which shall be held in the city where the principal office of the Company is located, from "2<sup>nd</sup> Monday of November" to "second Friday of April or if it falls on a holiday, the following business day, or any day approved by the Board of Directors" (Article II, Section 1);
2. Inclusion of Chief Finance Officer (CFO) as an officer of the Company and provision on the responsibilities of the CFO (Article IV, Sections 1 and 10);
3. Change in the financial year from fiscal year (1 July to 30 June) to calendar year (1 January to 30 December) (Article V, Section 1); and
4. Delegation of authority to the Board of Directors to amend or repeal these By-Laws or adopt new By-Laws by the affirmative vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock. Provided, that the delegation of such power and authority to the Board shall be considered as revoked whenever stockholders owning or representing a majority of the outstanding capital stock shall so vote at a regular or special meeting called for the purpose (Article VII, Section 1).

The Board also approved the postponement of the Annual Stockholders' Meeting (previously set on 12 May 2016) due to the unavailability of some of the directors.

The Board also approved the amendment of Section 4.2.1.2 of the Corporation's Revised Manual of Corporate Governance to reflect the increase in the number of directors from seven to nine.

**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:

*Ma. Rhodora L. Policarpio-Dela Cuesta*

**MA. RHODORA L. POLICARPIO-DELA CUESTA**

Assistant Corporate Secretary

Date: 15 March 2016

[17-C (15 March 2016)] c: Abby/POPI/PSE Disclosures/17-C/Word file/2015