

# COVER SHEET

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SEC Registration Number

I R C P R O P E R T I E S I N C .

(Company's Full Name)

3 5 T H F L O O R R U F I N O

P A C I F I C T O W E R A Y A L A A V E

M A K A T I C I T Y

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

DELFIN P. ANGCAO

Contact Person

817 6791

Company Telephone Number

## **SEC Form 17-C**

### **2016 Annual Stockholders' Meeting and Board Organizational Meeting**

1 2 3 1

Month Day  
Fiscal Year

FORM TYPE

0 7

Month Day  
Annual Meeting

N/A

Secondary License Type, If Applicable

C F D

Dept Requiring this Doc

N/A

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

LCU

Document ID

Document ID

Cashier

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

1. July 21, 2016  
Date of Report (Date of earliest event reported)
2. SEC Identification Number 60312      3. BIR Tax Identification No. 000-464-876
4. **IRC PROPERTIES, INC.**  
Exact name of registrant as specified in its charter
5. PHILIPPINES  
Province, country or other jurisdiction  
of incorporation
6. (SEC Use Only)
7. 35<sup>th</sup> Floor, Rufino Pacific Tower, Ayala Avenue, Makati City  
Address of principal office Postal Code
8. (632) 750-2000  
Registrant'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 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding
Common	1,127,088,964

11. Indicate the item numbers reported herein. Items 4 and 9

We advise that at today's annual meeting of the stockholders of IRC PROPERTIES, INC., the stockholders elected the following as directors for the term 2016-2017:

1. Esteban G. Peña Sy
2. Alexander G. Asuncion
3. Roberto V. San Jose
4. Wong Peng Chong
5. Steven G. Virata
6. Gil Miguel T. Puyat
7. Georgina A. Monsod
8. Shinsuke Amiya
9. Yasuhiro Ishikawa

and as Independent Directors,

10. Rodrigo B. Supaña
11. Antonio V. Syyap

During the said meeting, the stockholders also duly approved the following:

1. Issuance to Sigma Epsilon Fund Ltd. of 200,000,000 IRC common shares through private placement which was taken from the unissued portion of the Corporation's present authorized capital stock at the subscription price of Php1.40 per share as previously approved and authorized by the stockholders and the Board of Directors, including the filing of the necessary application for the listing thereof with the Philippine Stock Exchange;
2. Issuance to any interested subscriber or subscribers of 172,800,000 IRC common shares through private placement to be taken from the unissued portion of the Company's present authorized capital stock, and to be issued at the subscription price of not less than Php1.40 per share as the IRC Chairman and/or President may deem appropriate as previously approved and authorized by the stockholders and the Board of Directors, including the filing of the necessary application for the listing thereof with the Philippine Stock Exchange;
3. A resolution whereby the Board of Directors was directed and authorized to study, formulate, establish and/or implement a stock

option plan, including those in favor of qualified directors, executive officers, employees and/or consultants of the Company and its subsidiaries and affiliates, to cover such number of shares and under such terms and conditions as the Board of Directors may determine, subject to compliance with all applicable rules and regulations; and

4. Appointment of the auditing firm of Isla Lipana & Co. as the Corporation's external auditors for the current year, subject to the rotation of its handling partner, if necessary, to comply with the applicable rules of the Securities and Exchange Commission.

At the organizational meeting of the Board of Directors held immediately after the stockholders' meeting, the following were elected:

1. Officers:

Chairman of the Board & CEO	-	Esteban G. Peña Sy
President	-	Alexander G. Asuncion
Treasurer/EVP	-	Georgina A. Monsod
CFO/Asst. Treasurer/SVP	-	Araceli C. Molina
Corporate Secretary	-	Delfin P. Angcao
Asst. Corporate Secretary	-	Ana Maria A. Katigbak

2. Corporate Governance Committees:

- (a) Audit Committee

Antonio V. Syypap	-	Chairman, Independent Director
Rodrigo B. Supaña	-	Member, Independent Director
Steven G. Virata	-	Member
Gil Miguel T. Puyat	-	Member
Shinsuke Amiya	-	Member

- (b) Nomination Committee

Wong Peng Chong	-	Chairman
Antonio V. Syypap	-	Member, Independent Director
Rodrigo B. Supaña	-	Member, Independent Director
Esteban G. Peña Sy	-	Member
Roberto V. San Jose	-	Member
Alexander G. Asuncion	-	Member
Georgina A. Monsod	-	Member

(c) Compensation and Remuneration Committee

Rodrigo B. Supeña	-	Chairman, Independent Director
Antonio V. Syyap	-	Member, Independent Director
Steven G. Virata	-	Member
Wong Peng Chong	-	Member
Gil Miguel T. Puyat	-	Member
Yasuhiro Ishikawa	-	Member

3. Compliance Officers under the Code of Corporate Governance

Georgina A. Monsod  
Araceli C. Molina

4. Corporate Information Officers

Delfin P. Angcao  
Georgina A. Monsod  
Araceli C. Molina

**SIGNATURES**

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

**IRC PROPERTIES, INC.**

Registrant

By:



**DELFIN P. ANGCAO**

Corporate Secretary and Corporate  
Information Officer

Date: July 21, 2016

dpa/IRC SEC Form 17-C ASM 2016