

# COVER SHEET

SEC Registration Number: **CS200319138**

**ALLIANCE SELECT FOODS INTERNATIONAL, INC.**

Company's Full Name

Suite 1205, East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City

Company's Address

**Rajat Balain**

Contact Person

**635-5241 to 44**

Telephone Number

**31 December**

Fiscal Year Ending

**June 15**

Annual Meeting

## Current Report under Section 17 of the SRC

**SEC Form 17-C  
Amended ACGR**

Form Type

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

Remarks: Please use black ink for scanning purposes



**SECURITIES AND EXCHANGE COMMISSION BY\***

**SEC FORM – ACGR**

**AMENDMENT TO THE ANNUAL CORPORATE GOVERNANCE REPORT**

1. **Report is Filed for the Year:** CY 2014
2. **Exact Name of Registrant as Specified in its Charter :** Alliance Select Foods International, Inc
3. Suite 1205, East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City,  
Metro Manila  
**Address of Principal Office** **Postal Code**  
1605
4. **SEC Identification Number:** CS200319138
5.  (SEC Use Only)  
Industry Classification Code
6. **BIR Tax Identification Number:** 227-409-243-000
7. (63-2) 6355241-44  
**Issuer's Telephone number, including area code**
8. Alliance Tuna International, Inc. (same address as above)  
**Former name or former address, if changed from the last report**

## A. BOARD MATTERS

### 1) Board of Directors

#### (a) Composition of the Board

Complete the table with information on the Board of Directors:

Director's Name	Type [Executive (ED), Non-Executive (NED) or Independent Director (ID)]	If nominee, identify the principal	Nominator in the last election (if ID, state the relationship with the nominator)	Date first elected	Date last elected (if ID, state the number of years served as ID) <sup>1</sup>	Elected when (Annual /Special Meeting)	No. of years served as director
George E. Sycip	ID		Randoph H. Rodriguez - None	9/2003	6/2014 (2)	Annual	10
Alvin Y. Dee	NED	Mingjing Holdings		9/2003	6/2014	Annual	10
Marie Grace T. Vera Cruz	NED	Strongoak Inc.		6/2014	6/2014	Annual	-
Hedy S. C. Yap-Chua	NED	Victory Fund		6/2009	6/2014	Annual	4
Ibarra A. Malonzo	NED	SSS		7/2012	6/2014	Annual	2
Erwin Elechicon	ID		Marie Grace T. Vera Cruz - None	6/2014	6/2014 (-)	Annual	-
Jonathan Y. Dee	ED	Mingjing Holdings		9/2003	6/2014	Annual	10

#### (i) Directorship in Other Listed Companies

Identify, as and if applicable, the members of the company's Board of Directors who are also directors of publicly-listed companies outside of its Group:

Director's Name	Name of Listed Company	Type of Directorship (Executive, Non-Executive, Independent). Indicate if director is also the Chairman.
S. Chandra Das	Yeo Hiap Seng Ltd.	No longer a Board member of the Alliance Select Foods International, Inc.
S. Chandra Das	Ascott Residence Trust Management Ltd.	No longer a Board member of the Alliance Select Foods International, Inc.
S. Chandra Das	Super Group Ltd.	No longer a Board member of the Alliance Select Foods International, Inc.
S. Chandra Das	Embassy Property Development Ltd.	No longer a Board member of the Alliance Select Foods International, Inc.

<sup>1</sup> Reckoned from the election immediately following January 2, 2012.



(ii) Relationship within the Company and its Group

Provide details, as and if applicable, of any relation among the members of the Board of Directors, which links them to significant shareholders in the company and/or in its group:

Director's Name	Name of the Significant Shareholder	Description of the relationship
Alvin Y. Dee	Mingjing Holdings (MHI)	Shareholder of MHI
Marie Grace T. Vera Cruz	Strongoak, Inc. (SI)	President of SI
Hedy S. C. Yap-Chua	Victory Fund (VF)	Shareholder of VF
Ibarra A. Malonzo	SSS	Commissioner of SSS
Jonathan Y. Dee	Mingjing Holdings	Shareholder of MHI

(b) Shareholding in the Company

Complete the following table on the members of the company's Board of Directors who directly and indirectly own shares in the company:

Name of Director	Number of Direct shares	Number of Indirect shares / Through (name of record owner)	% of Capital Stock
Alvin Dee	56,509	22,433/ Mingjing Holdings	0.005
Marie Grace T. Vera Cruz	400	-	0.00003
Hedy S. C Chua	1	107,603,144/ Victory Fund, Harvest All, Bondeast Pte Ltd.	7.17
Ibarra Malonzo	20,001	N.A	0.001
George Sycip	2,314,943	-0-	0.15
Erwin Elechicon	200	-0-	0.00001
Jonathan Dee	1,448,629	22,433	0.101
<b>TOTAL</b>	<b>3,840,683</b>	<b>107,648,010</b>	<b>7.43</b>

5) Changes in the Board of Directors (Executive, Non-Executive and Independent Directors)

(a) Resignation/Death/Removal

Indicate any changes in the composition of the Board of Directors that happened during the period:

Name	Position	Date of Cessation	Reason
S. Chandra Das	Independent Director	5/2014	Resigned citing Personal reasons
Albert Hong Hin Kay	Director	6/2014	Not re-elected during AGM

Voting Result of the last Annual General Meeting

Name of Director	Votes Received
George E. Sycip – Independent Director	9,185,796 – 0.1%
Alvin Y. Dee	1,654,974,877 – 17.90%
Marie Grace T. Vera Cruz	1,652,050,175 – 17.86%
Hedy S.C. Yap-Chua	1,308,178,708 – 14.15%
Ibarra A. Malonzo	1,652,051,168 – 17.86%

Erwin Elechicon – Independent Director	6,684,053 – 0.07%
Jonathan Y. Dee	1,654,649.840 – 17.89%

## B. REMUNERATION MATTERS

### 1) Remuneration of Management

Identify the five (5) members of management who are not at the same time executive directors and indicate the total remuneration received during the financial year:

Name of Officer/Position	Total Remuneration
Teresita S. Ladanga	PHP 14,745,592
Joanna D. Laurel	
Rajat Balain	
Grace S. Dogillo	
Paulino M. Servado, Jr.	

## C. BOARD COMMITTEES

### 1) Changes in Committee Members

Indicate any changes in committee membership that occurred during the year and the reason for the changes:

Name of Committee	Name	Reason
Executive	Albert Hong Hin Kay, Hedy S.C. Yap-Chua	Dr. Hong is no longer a Board member, Ms. Chua is member of other Board committees
Audit	Hedy S.C Yap-Chua, Ibarra Malonzo	Members of other Board Committees
Nomination	George Sycip, Ibarra Malonzo, Jonathan Y. Dee	Members of other Board committees
Remuneration	S. Chandra Das, Hedy S.C. Yap Chua, George Sycip	S. Chandra Das is no longer a Board member, Mr. Sycip and Ms. Chua are members of other Board committees

## D. DISCLOSURE AND TRANSPARENCY

### 1) Ownership Structure

#### (a) Holding 5% shareholding or more

Shareholder	Number of Shares	Percent	Beneficial Owner
Strongoak, Inc.	430,286,226	28.69%	Strongoak, Inc.
Harvest All	177,261,165	11.82%	Harvest All
Victory Fund	138,474,015	9.23%	Victory Fund
Mingjing Holdings	112,168,596	7.48%	Mingjing Holdings



Name of Senior Management	Number of Direct shares	Number of Indirect shares / Through (name of record owner)	% of Capital Stock
Jonathan Y. Dee	1,448,629	22,433	0.10%
Joanna D. Laurel	1,545,858	22,433	0.10%
Teresita S. Ladanga	422,007	-0-	0.03%
Grace S. Dogillo	133,917	-0-	0.01%
Herminia B. Narciso	25,935	-0-	0.002%
Randolph H. Rodriguez	32,418	-0-	0.002%
Rajat Balain	3,938,335	-0-	0.26%
<b>TOTAL</b>	<b>7,547,099</b>	<b>44,866</b>	<b>0.504%</b>

2) External Auditor's fee

Name of auditor	Audit Fee	Non-audit Fee
Manabat Delgado Amper	PHP 1,000,000.00	PHP 150,800

3) Date of release of audited financial report: CY 2013 Form 17-A disclosed on April 15, 2014

**E. RIGHTS OF STOCKHOLDERS**

1. State, if any, questions and answers during the Annual/Special Stockholders' Meeting.

There was a question pertaining to the company's higher operating expenses in 2013. Another query was about the canned tuna market and its outlook and how the Company would mitigate the effects of the price and supply volatility of tuna. Another shareholder enquired if the Company had received all the funds from its private placement of May 5, 2014. These questions were answered by the Chief Executive Officer and/or the Chief Financial Officer and Chief Operating Officer.

2. Result of Annual/Special Stockholders' Meeting's Resolutions

Resolution	Approving	Dissenting	Abstaining
Approval of Minutes of the July 4, 2013 Regular Stockholders' Meeting and dispensing of reading of the minutes of the said meeting	Unanimous approval	No dissenting votes	No abstentions
Ratification of all acts, resolutions and Proceedings of the Board of Directors and of the Management	947,542,021 shares or 71.72%	373,666,570 shares or 28.28%	No abstentions
Approval and ratification of the issuance of 430,286,226 common shares of the company to Strongoak, Inc. and further to approve the listing of the aforementioned shares with the PSE	Unanimous approval	No dissenting votes	No abstentions
Re-Appointment of Navarro Amper & Co. as External Auditor	947,542,021 shares or 71.72%	373,666,570 shares or 28.28%	No abstentions

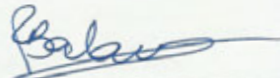
(a) Stockholders' Attendance

(i) Details of Attendance in the Annual/Special Stockholders' Meeting Held:

Type of Meeting	Names of Board members / Officers present	Date of Meeting	Voting Procedure (by poll, show of hands, etc.)	% of SH Attending in Person	% of SH in Proxy	Total % of SH attendance
Annual	George E. Sycip, Alvin Y. Dee, Jonathan Y. Dee, Hedy S.C. Yap-Chua, Ibarra A. Malonzo,/ Joanna Dee- Laurel, S. Teresita S. Ladanga, Avelino Sebastian, Grace S. Dogillo, Randolph H. Rodriguez, Rajat Balain	June 16, 2014	Polling and showing of hands/Viva voce	29.63%	58.47%	88.1%

Pursuant to the requirement of the Securities and Exchange Commission, this Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of QUEZON CITY on JUN 23 2014, 2014.

SIGNATURES



Compliance Officer – Rajat Balain

SUBSCRIBED AND SWORN to before me this JUN 23 2014 day of 20, affiant(s) exhibiting to me his Indian Passport No. Z2017174 issued on May 10, 2009 in Manila and which is due to expire on April 10, 2019.

*Tomas F. Dulay Jr.*  
**ATTY. TOMAS F. DULAY JR.**  
**NOTARY PUBLIC**  
 Until December 31, 2014  
 ADM MATTER #. NP-061-2014-2015  
 PTR# 904238301-02/01-07-14 Q.C.  
 IBP# 915073 CY-2014 Q.C.  
 Roll No. 16563/03/13-61  
 TIN# 410225915  
 Add. 921 Agospi St. Proj. 4 Q.C.  
 MCLL EXEMPTED # 000838

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