

COVER SHEET

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S.E.C. Registration Number

M	A	K	A	T	I	F	I	N	A	N	C	E								
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C	O	R	P	O	R	A	T	I	O	N										
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(Company's Full Name)

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

C	Y	N	T	H	I	A	M	.	G	A	C	A	Y	A	N
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Contact Person

8	9	7	-	0	7	4	9
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Company Telephone Number

1	2
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Month

3	1
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Day

Fiscal Year

2013

SEC Form 17-A

FORM TYPE

0	7
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Month

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Day

Annual Meeting

Last Thursday of

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Secondary License Type, If Applicable

C	R	M	D
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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

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.

_____ Cashier

STAMPS

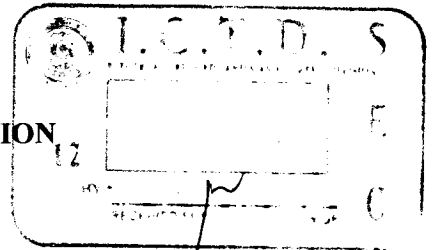
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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SECTION 141 OF THE CORPORATION CODE OF THE PHILIPPINES

- 1. For the fiscal year endedDecember 31, 2013.....
2. SEC Identification Number28788..... 3. BIR Tax Identification No. 000-473-966
4. Exact name of issuer as specified in its charterMAKATI FINANCE CORPORATION...
5.Makati, Philippines..... 6. [] (SEC Use Only)
Province, Country or other jurisdiction of incorporation or organization Industry Classification Code:
7. 7823 Makati Avenue, Makati City..... 1210.....
Address of principal office Postal Code
8.(0632)....896-02-21.....
Issuer's telephone number, including area code
9.N.A.....
Former name, former address, and former fiscal year, if changed since last report.

10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA
Title of Each Class Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common stock 199,847,220

11. Are any or all of these securities listed on a Stock Exchange.
Yes [/] No []
If yes, state the name of such stock exchange and the classes of securities listed therein:
Philippine Stock Exchange common stock

12. Check whether the issuer:
(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);
Yes [/] No []

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [/] No []

13. State the aggregate market value of the voting stock held by non-affiliates of the registrant. The aggregate market value shall be computed by reference to the price at which the stock was sold, or the average bid and asked prices of such stock, as of a specified date within sixty (60) days prior to the date of filing. If a determination as to whether a particular person or entity is an affiliate cannot be made without involving unreasonable effort and expense, the aggregate market value of the common stock held by non-affiliates may be calculated on the basis of assumptions reasonable under the circumstances, provided the assumptions are set forth in this Form. (See definition of "affiliate" in "Annex B").

**APPLICABLE ONLY TO ISSUERS INVOLVED IN
INSOLVENCY/SUSPENSION OF PAYMENTS PROCEEDINGS
DURING THE PRECEDING FIVE YEARS:**

14. Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the Code subsequent to the distribution of securities under a plan confirmed by a court or the Commission.

Yes [/] No []

PART I - BUSINESS AND GENERAL INFORMATION

Item 1. Business

Makati Finance Corporation ("MFC" or "The Company") is a company providing quality financial services and advisory to its clients. The Company has been in the financial services sector since 1966, navigated its way out of the Asian Financial Crisis in 1997-1999, and was listed in the PSE following a successful initial public offering (IPO) in 2003. Since listing, MFC has posted net profits and has consistently declared 30% of its net income as dividends every year which is the Company's dividend policy established in 2003. Moving forward, the Company plans to significantly expand its loan portfolio in the next years.

The Company's main product lines are Rx Cashline – loans especially tailored to medical professionals, MFC Factors – a receivables factoring service for SMEs, and MC Financing, and MC Financing – loans for motorcycle buyers. These are offered domestically, hence there are no foreign sales. Also, no government approval is needed for these products. The management continues to implement cost-cutting measures and impose higher standards of credit evaluation.

Corporate Mission Statement

The Company believes in reaching its goals by focusing on its mission as follows:

"...to become one of the leading financial institutions in the country. Its objective is to become the best rather than the biggest. The Company pursues this objective through the following:

- *Efficiency in all aspects of operations*
- *Client satisfaction at all levels of service*
- *In-depth market penetration*
- *Creativity in the provision of competent solutions*

In the long run, Makati Finance sees itself as being the finance company known for excellence in financial service in its niche market."

MFC recognizes its role not only as a source of funding for consumers and businesses but as a partner to its clients in the improvement of their livelihood.

History and Background

On February 17, 1966 the Company was incorporated as Makati Investment & Finance Corporation (MIFC) under SEC registration number 28788. MFC's commercial operations started with engaging in stock dealership functions, credit line extensions, and acceptance of private placements.

The Philippine economy was in an upswing during the 1990s. Consequently, the Company focused on the growth and expansion of its operations and lending activities. Under the new management, the Company focused on the growth of its loan portfolio to take advantage of the improving Philippine economy. It was during this time when MFC introduced new products and services as well as established additional credit lines with major commercial banks.

In 2005, MFC ventured into motorcycle financing. Seeing that motorcycle financing is a growth area and a profitable market niche, MFC has put considerable effort in developing its MC Financing business line. As part of its efforts to grow this product, the Company has partnered with two motorcycle dealers located in Alabang and Bacoor and through MFC's business relationship with the two dealers, MFC secured a contract which gives the Company a rights of first refusal over the financing of motorcycle sales for the aforementioned locations. All motorcycle financing applications will first be processed by MFC unless they are rejected by the Company. Rejected applications on the other hand are sent to other finance companies. At the end of 2005, MC Financing accounted for 10.9% of the loan portfolio.

In 2006, the Company expanded its motorcycle financing business. MC Financing loans doubled to ₱ 39.8 million in 2006 from 2005, representing 18.3% of the loan portfolio. In order to grow their MC Financing loan portfolio without investing heavily on capital expenditures, MFC leveraged on the existing plethora of motorcycle outlets¹ and after market parts repair shops to increase the Company's sales point networks.

In 2007, MFC focused on having a balanced loan portfolio in order to diversify its revenue sources. The Company further grew its MC Financing portfolio by 56.8% in 2007. At the end of the year it contributed 26.5% of MFC's entire interest income.

The year 2008 was focused on setting the baseline for its Growth. We called this our "Clean Up Year".

Early 2008, MFC encountered unusually higher repossessions of motorcycles they were financing. A review of procedures and process resulted to a subsequent revamp and restructure in the organization, most specially in the MC Financing product line. A re-tooling of manpower resources was also done. Accounts generated and existing in 2007 were reviewed to confirm good quality accounts remain and better control measures put in place to ensure of no repeats in control lapses.

The review likewise steered the direction for the Company to evaluate and implement an automated infra structure specific to its financing activity to ensure better control and monitor of all the accounts it handles. New infrastructure triggered renovation on office premises and other leasehold improvements.

The Company saw 2009 as its take off point for growth. Together with the slowly recovering global and domestic economies, MFC is now back in track with more than double its Net Income Before Tax as compared to that of the year 2008.

The Philippine motorcycle industry is expected to grow in the double digits range. While the improving Philippine economy will increase the purchasing power of the average Filipino, rising gas prices have made purchasing motorcycles the more practical alternative to taking long daily commutes. Motorcycle offer an alternative to public transportation and offer a more cost-effective way for the average Filipino to commute. For the next 5 years, the Company is planning to capitalize on this growth by providing financing services in tandem with the aggressive expansion of its dealer-partners.

In 2010 MFC continued to pursue its aggressive expansion in the motorcycle financing side of the business. The expansion took off in 2009 where we ended the year doing financing transactions on twelve (12) outlets of our dealer-partners. The aggressive thrust in motorcycle financing saw us ending 2010 doing financing leasing sales transactions for twenty eight (28) of our dealer-partners' outlets. As such, volume of motorcycle units financed increased by 84.6%, from 2,713 motorcycle units in 2009 to 5,008 motorcycle units in 2010.

Given the dramatic increase in our volume of transactions for motorcycles financed, portfolio share for motorcycle financing wet up from 60% to 78%, or an 18% rise in 2010 versus 2009. Consequently, interest income went up from P69.9M in 2009 to P113.0M in 2010, or a 62% increase. We borrowed funds from financing institutions to support the substantial growth in our volume of amounts financed and consequently interest expense increased by 174 percent or from P11.7M in 2009 to P32.1M in 2010.

As expected in any expansion activity, expenses also dramatically increased. Manpower hirings were timed to allow at least six (6) months on-the-job training for all positions prior to deployment. Office supplies and forms were acquired in bulk to ensure ready and sufficient supply of forms. Advertising and promotion expenses were also higher than normal. All expansion related expenses were incurred without any corresponding income generation. For 2010, expenses went up from P48.4M in 2009 to P71.3M in 2010, or a 47 percent increase.

MFC continues to be on track ending 2010 with Net Income After Tax of P12.4M, a modest 15 percent increase from its 2009 performance.

For the next 3 years, the Company is planning to capitalize on this growth by providing financing services in tandem with the aggressive expansion of its dealer-partners. The Philippine motorcycle industry is expected to grow on the double digit range. The improving Philippine economy will increase the purchasing power of the average Filipino while the rising gas prices have made purchasing motorcycles the more practical alternative to taking daily commutes. Motorcycles offer an alternative to public transportation and offer a more cost-effective way for the average Filipino to commute.

In 2011, the motorcycle financing side of the business continued to hold the biggest share in the total portfolio of the Company. MFC serviced a total of 30 motorcycle financing outlets by year end.

Taking off from the plans of our dealer-partners, MFC had projected being able to service thirteen (13) additional outlets in 2011. However, a number of adverse tell tale signs and incidents triggered the change in plans. The unrest in the Middle East plus the European & US economic crisis affected the Peso volatility and the job security of our OFWs which constituted a great percentage of our motorcycle financing market. Likewise, minimal government spending stunted economic growth and drastically affected our direct customers. Finally, Luzon experienced the highest number of typhoons and bad weather and this had an indirect effect on our marketing efforts and the ability to collect from existing customers. As such, Management, in consultation with our dealer-partners, decided not to proceed with the planned expansion and focus instead with first growing and strengthening the Company's operations and services in existing outlets before embarking on another aggressive expansion.

Despite adversities cited above and stiffer competition encountered, volume of motorcycle units financed increased by 25%, from 5,008 motorcycle units in 2010 to 6,266 motorcycle units in 2011. The past five (5) years saw the steady growth of the motorcycle industry growing 138% since the year 2007 in terms of the number of units sold. The local motorcycle population is now estimated at 4.5M, with a population of nearly 100 million Filipinos, the density ratio is about 34:1, which means that for every 34 Filipinos, one owns a motorcycle. Compared to Thailand and Vietnam which have a motorcycle density ratio of 3:1 and 4:1 respectively, the potential for growth in the Philippine motorcycle industry in the coming years is quite huge.

MFC continued to be on track ending 2011 with Net income After Tax of P13.8M, a 12% increase from its 2010 performance.

For the next three (3) years, the Company is planning to capitalize on this growth by providing financing services in tandem with the aggressive expansion of its dealer-partners as the Philippine motorcycle industry expects to grow on a double digit range. Likewise, the rising gas prices have made purchasing motorcycles the more practical alternative to taking daily commutes. Motorcycles offer an alternative to public transportation and offer a more cost-effective way for the average Filipino to commute.

The Company shall continue to explore other financial products and also continue to pursue the plan to expand into the savings bank sector. Meanwhile, our thrust is to ensure further growth in our motorcycle financing accounts. MFC also intend to do a modest uptake in the doctor's loan market and continue to maintain a strong quality portfolio in our factoring accounts.

MFC reiterates its commitment to providing a source of funding for consumers and businesses which are considered partners to their improved livelihood.

In 2012, the motorcycle financing side of the business continued to hold the biggest share in the total portfolio of the Company. MFC continued to be on track ending 2012 with Net Income After Tax of P16.2M, 17.3% increase from its 2011 performance.

The year 2012 was a good year for the Philippine economy. The Philippines enjoyed positive assessments and forecasts by global rating agencies and financial services firms, most of them citing governance reforms and their impact on attracting investments and doing business in the country. The Philippines is poised to grab more economic stability and power in 2013 and may join the “tiger economies”.

In 2013, the motorcycle financing side of the business continued to hold the biggest share in the total portfolio of the Company. Despite natural disasters, an earthquake of magnitude 7.2 on the Richter scale followed by Super Typhoon Haiyan, broad-based domestic demand drove economic growth in 2013. The Philippines had been named as of the Tiger Cub economies and one of Asia’s fast growing economy. Gross domestic product (GDP) grew by 7.2% for 2013.

In 2014, MFC intends to continue on capitalizing on the expected hefty growth of the local motorcycle industry. MFC intends to extend its reach further up north of Luzon. The Company believes that there is big room for growth despite the rising use of motorcycle in the country. The Philippine’s double digit motorcycle density ratio as compared to the single digit density ratio of our other Asian neighbors provide the huge potential for growth in the Philippine motorcycle industry in the coming years. Likewise, the rising gas prices and the traffic in the metropolis have made purchasing motorcycles the more practical alternative to taking daily commutes.

We continue to explore other financial products and continue to pursue our plan to expand into the savings bank sector. MFC reiterates its commitment to providing source of funding for consumers and businesses which are considered partners to their improved livelihood.

Operating Departments and Units

The Company has three (3) main operating units that represent each main business line. The following is a brief description of each:

Rx Cashline Group

The Rx Cashline group is mainly responsible for the Rx Cashline product. This group is tasked with: (i) sales and promotion of the Rx Cashline product to medical professionals, (ii) assist in credit application, investigation, evaluation, and recommendation, (iii) collection as well as (iv) research and development.

The Rx Cashline group also has a network of accredited referral agents that bring in qualified loan clients.

MFC Factors Group

The MFC Factors Group is responsible for running the receivables factoring business of the Company. Among its basic tasks are: (i) sales and promotion, (ii) credit application, investigation, evaluation, recommendation, and (iii) collection. The account officers are responsible for the research of businesses that seek to factor their receivables for extra liquidity. Factoring leads come from accredited referral agents as well as current clients.

MC Financing Group

The MC Financing Group is tasked with: (i) sales and promotion, (ii) credit application, investigation, evaluation, recommendation, and (iii) collection for the motorcycle financing business of the Company.

Business Operations

The Company's business operations involve: (a) sales and marketing; (b) evaluation and approval of loan applications; and (c) collection of loan accounts. The following discussion presents the various components of the Company's business operations.

Sales and Marketing

The Company's sales and marketing effort is led by the Account Officers/Credit Sales Representatives of each operating department. The AOs/CSRs are responsible for generating new loan accounts as well as monitoring the existing ones. Moreover, each account officer is tasked with generating and monitoring their accounts in their respective service areas.

In addition to the AOs/CSRs of each operating department, the Company also has a large network of accredited agents that refer loan applicants to the Company. The Company's network of referral agents includes both individuals and accredited institutions, such as medical organizations and distributors of medical and dental equipment.

As part of the Company's marketing efforts, the AOs/CSRs employ the following promotional tools: (i) direct mail; (ii) advertisements in trade publications; (iii) fax and e-mail marketing; (iv) tele-marketing; (v) door-to-door marketing; (vi) attendance of special events/trade shows; (vii) loan renewal program; and (viii) referral network and programs.

Loan Evaluation and Approval Process

For consumer finance companies, there is prime importance in a complete and adequate evaluation and stringent screening process for new loan applications. Given the country's economic environment, assessing credit risk and quality of new loan accounts become one of the core processes of finance companies such as MFC.

Along with a proprietary credit scoring system, MFC's in-house loan process evaluation includes business and residential visits and ocular inspections. The Company also verifies new loan applications with the Credit Management Association of the Philippines (CMAP) and the Credit Investigation Bureau, Inc. (CIBI) to determine if there exists negative credit findings on a loan applicant. The Account Officer then thoroughly analyzes the application and makes a recommendation.

The Company's Credit Committee makes the final decision on the application for Rx Cashline and MFC Factors group while the Branch Manager and the bookkeeper approves the application for MC Financing based on the AO/CSR's analysis. The Credit Committee is composed of the Senior Managing Director, the COO and the group heads.

Once an application has been approved by the Credit Committee, a check will be prepared for the loan release. The clients are notified of the approval before the loan is released. The clients are

also requested to furnish some final documentation prior to the release of the funds. The post-dated checks and other loan requirements from the client are submitted to the cashier. If the required documents are clear and in order, the loan proceeds are then released to the client. Various documents are then provided by the various departments and groups to the Account Officers to facilitate in account monitoring and collection.

Once the MC Financing application is approved by the Branch Manager then various documentations are prepared for the release of the motorcycle unit. The borrower pays for the down payment, registration and the insurance, signs the chattel mortgages and other release forms before the units may be pulled out or delivered to the customer.

Loan Collection Process

Monitoring the loan accounts is the responsibility of the Account Officer or Credit Sales Representative of each of the operating departments. The subsidiary ledger of their respective approved clients contains the schedule of the loan amortization payments. Because the Rx Cashline clients have already given their post-dated checks for the loan repayments, the Account Officers are well advised of the status of each account. Account Officers are always updated on clients that have completed their amortization payments and those that have incurred returned-check payments. Clients whose checks have bounced are immediately advised by the Account Officer in charge to settle the payment as soon as possible with consequent late payment charges and handling fees. With this, it is important to take note that MFC normally evaluates the circumstances of bounced checks on a case-to-case basis to maintain profitable relations with their clients as much as possible. The Credit Sales Representatives, on the other hand, most often directly and personally collects the loan amortizations. Some customers prefer to pay directly to the branch office, but this is only a few.

Customers that do not remit payment on the due date are classified as past due accounts while those that are more than 90 days past due are reclassified as delinquent accounts. Legal action or foreclosure of collateral may be endorsed for accounts that turn delinquent. MC Financing clients' will have their motorcycles units repossessed for 60 days past due. Clients may get them back upon payment of amortization in arrears.

Despite instituting a firm and stringent credit and collection policy, the Company maintains its goal of providing quality service to its clients.

Employees

As of December 31, 2013, the Company accounted for a total of 295 employees, distributed as follows:

	2013	Projected 2014
Rank	No. of Employees	No. of Employees
Officers	1	1
Managerial/Supervisory	33	76
Rank and File	260	419
Consultant	1	0
Total	295	496
Employment Status	No. of Employees	
Project/Consultant	1	
Regular	193	

Probationary	101
Total	295

The employees of the Company are not subject to any collective bargaining agreement (CBA).

Item 2. Properties

As part of its normal operations, the Company acquires or forecloses on several properties that are mortgaged to secure customers' loans. There are no other mortgages or liens on these properties except those under the name of the Company. These properties have subsequently been transferred to the Company. The Company tries to eventually dispose or sell these properties. The list of these properties is found in the following table:

List of Foreclosed Properties as of December 31, 2013		
Location	Size(Sqm)	Description
Capitol Homesite Subd., Brgy. Cotta, Lucena City (2 lots)	561	Transferred
Bo. De Ocampo, Trece Martires City, Cavite	1,410	Transferred
LF Flores, Teachers Village, Brgy. Cotta, Lucena City (6 lots)	900	Transferred
TOTAL	2,871	

Item 3. Legal Proceedings

There are no legal proceedings against Makati Finance Corporation (referred to as 'the Company'), except collection and/or foreclosure cases in the normal course of its operations.

Item 4. Submission of Matters to a Vote of Security Holders

No matter that require voting decisions were submitted to the Security Holders in the fourth quarter of the year 2013.

PART II - OPERATIONAL AND FINANCIAL INFORMATION

Item 5. Market for Issuer's Common Equity and Related Stockholder Matters

Share Capital

The Company has an authorized capital of [₱ 300,000,000], divided into [300,000,000] Common Shares, with a par value of ₱1.00 per share, out of which [₱ 197,402,011], divided into [197,402,011] shares are issued and outstanding.

Subject to the authorization of the SEC, the Company may increase or decrease its authorized capital with the approval of a majority of the Board of Directors and Stockholders representing at least two-thirds (2/3) of the issued and outstanding capital stock of the Company.

Amendments to Authorized Capital Stock and Par Value

In year 2000, the BOD and stockholders approved, as part of the quasi-reorganization, the decrease in the Company's authorized capital stock of ₱100,000,000, with a subscribed and paid-up capital of ₱45,149,780 to ₱9,949,040 with a subscribed and paid-up capital of ₱2,487,260. There was no return of capital, thus, the surplus arising from the reduction in the capital amounting to ₱42,662,520 was credited to additional paid-in capital.

On the same date, the BOD and stockholders approved the increase in the Company's authorized capital stock from ₱9,949,040 to ₱127,000,000, divided into 12,700,000 common shares with a par value of ₱10 per share.

On January 23, 2001, the Company issued additional 3,198,535 shares to the shareholders against their deposits for future subscriptions amounting to ₱87,078,288, resulting to an additional paid-in capital of ₱55,092,938.

On the same date, the Securities and Exchange Commission (SEC) approved the quasi-reorganization as described above.

Accordingly, upon such approval, the additional paid-in capital amounting to ₱97,781,211 as of that date was applied against the Company's deficit as of July 31, 2000 amounting to ₱97,781,211.

On December 11, 2001, the BOD and stockholders approved the reduction in the Company's authorized capital stock from ₱127,000,000 to ₱100,000,000 and from par value of ₱10 per share to ₱1 per share. On March 11, 2002, the BOD and stockholders amended the proposed reduction in the Company's authorized capital stock from ₱127,000,000 to ₱90,000,000 and from par value of ₱10 per share to ₱1 per share. The reduction in authorized capital stock was approved by the SEC on May 9, 2002. The reduction in par value resulted in the issuance of 31,025,349 additional shares to existing shareholders.

Also on March 11, 2002, the BOD and stockholders approved the offer of up to 19,560,000 shares from the Company's unissued common stock through initial common public offering (IPO). The application for the IPO of the Company was approved by the SEC and the Philippine Stock Exchange (PSE), on December 9, 2002 and November 28, 2002, respectively. The Company was listed in the PSE under the Small & Medium Enterprise Board on January 6, 2003 with an offer price of PhP1.38 per share. Underwriter was Abacus Capital & Investment Corporation.

On November 6, 2007, the Board of Directors and stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Company approved the increase in the Company's authorized capital stock from ₱90,000,000 divided into 90,000,000 Shares, with a par value of ₱1.00 per share, to ₱300,000,000, divided into 300,000,000 Shares, with a par value of ₱1.00 per share.

Stock Dividends

On December 11, 2001, the BOD and stockholders declared stock dividends in the aggregate amount of ₱20,785,475 in favor of the stockholders of record as of May 31, 2002, with any fractional shares to be paid in cash.

Cash and stock dividends were declared in 2007, 2006 and 2005 equivalent to 30% of the Company's net income after tax. There was no sale of unregistered securities within the last three years.

On November 6, 2007, the Company declared stock dividends in the aggregate amount of ₱ 6.9 million out of the unrestricted retained earnings of the Company as of October 31, 2007 in favor of the stockholders of record as of December 31, 2006 in proportion to their shareholdings in the Company with any fractional shares to be paid in cash.

The Company also declared on November 6, 2007, stock dividends in the aggregate amount of ₱ 50.2 million out of the unrestricted retained earnings of the Company as of October 31, 2007 in favor of stockholders of record as of November 27, 2007 in proportion to their shareholdings in the Company with any fractional shares to be paid in cash.

On June 19, 2008, the BOD approved the declaration of 2.51% stock dividends in the aggregate amount of P2,257,147 in favor of the stockholders of record as of July 17, 2008, with a payment date not later than August 12, 2008. On the same date, the BOD also approved the declaration of cash dividends amounting to P2,257,147. Fractional shares related to this declaration were settled in cash.

On June 04, 2009, the Company declared stock dividends in the aggregate amount of P819,716 out of the unrestricted retained earnings of the Company as of December 31, 2008 in favor of stockholders of record as of July 2, 2009 in proportion to their shareholdings in the Company with any fractional shares to be paid in cash.

On June 24, 2010, the BOD approved the declaration of 0.84% stock dividends in the amount of ₱1,612,240 to stockholders of record as of July 19, 2010 with distribution date not later than August 16, 2010. On the same date, the BOD also approved the declaration of cash dividends amounting to ₱1,612,316. Fractional shares related to this declaration were settled in cash amounting to ₱76.

On June 23, 2011, the BOD approved declaration of 0.96% stock dividends amounting to 0.9578970671% of the outstanding capital stock equivalent to a maximum of 1,853,287.95 shares of stock, to be issued out of the un-issued capital stock to stockholders of record as of 21 July 2011 with a payment date not later than 15 August 2011. Fractional shares were paid in cash. On the same date, the BOD also approved declaration of Cash Dividends in the amount of P1,853,287.95 or an equivalent of P0.009578971 per share (0.9578970671%) to stockholders of record as of 21 July 2011 with a payment date of 15 August 2011. Both dividends were paid out of the audited net profits of the Corporation as of December 31, 2010.

On June 28, 2012, the BOD approved declaration of stock dividends amounting to 1.0618853764% of the outstanding capital stock equivalent to a maximum of 2,074,158.30 shares of stock, to be issued out of the un-issued capital stock to stockholders of record as of 26 July 2012 with a payment date not later than 20 August 2012. Fractional shares were paid in cash. On the same date, the BOD also approved declaration of Cash Dividends in the amount of P2,074,158.30 or an equivalent of P0.0106188538 per share (1.0618853764%) to stockholders of record as of 26 July

2012 with a payment date of 20 August 2012. Both dividends were paid out of the audited net profits of the Corporation as of December 31, 2011.

On July 25, 2013, the BOD approved declaration of stock dividends amounting to 1.2387177150% of the outstanding capital stock equivalent to a maximum of 2,445,253.68 shares of stock, to be issued out of the un-issued capital stock to stockholders of record as of 22 August 2013 with a payment date not later than 17 September 2013. Fractional shares were paid in cash. On the same date, the BOD also approved declaration of Cash Dividends in the amount of P2,445,253.68 or an equivalent of P0.012387177150 per share (1.2387177150%) to stockholders of record as of 22 August 2013 with a payment date of 17 September 2013. Both dividends were paid out of the audited net profits of the Corporation as of December 31, 2012.

The movements in the number of shares and capital stock amount for the years ended December 31, 2013, 2012 and 2011 as follow:

	2013		2012		2011	
	Number of Shares	Amount	Number of Shares	Amount	Number of Shares	Amount
Balance at beginning of year	197,402,011	197,402,011	195,327,890	195,327,890	193,474,645	193,474,645
Increase in number of shares as a result of reduction in par value						
Stock dividends	2,445,209	2,445,209	2,074,121	2,074,121	1,853,245	1,853,245
Issuance	-	-	-	-	-	-
Balance at end of year	199,847,220	199,847,220	197,402,011	197,402,011	195,327,890	195,327,890

MARKET SHARE INFORMATION

The Company was listed in the Philippine Stock Exchange on January 6, 2003.

On January 6, 2003 with authorized capital stock of ₱90 million, a total of 19.56 million shares of stock were offered to the general public in the company's Initial Public Offering (IPO). On November 6, 2007, the Board of Directors and Stockholders approved the increase in the Company's authorized capital stock to ₱300 million. On March 27, 2008, the Securities and Exchange Commission approved the Company's application for a follow-on offering to the general public of 75,500,000 new common shares and 7,598,892 secondary shares. But the sharp fall in stock prices locally and globally prompted the Board and Management to forego the planned additional public offering.

According to the Philippine Stock Exchange Website, latest available price information on Makati Finance's stock price is P3.50 per share as of December 2013. The Company has not gone into a business combination nor any reorganization for the year 2013.

Share Prices:

The latest available price information on Makati Finance's stock price is P3.50 per share as of April 14, 2014.

Philippine Stock Exchange Market prices for the last two years were as follows:

Quarter Ending	Market Prices	
	High	Low
March 2014	3.50	3.50
December 2013	3.50	3.50
September 2013	3.50	3.50
June 2013	4.50	4.50
March 2013	3.50	3.50
December 2012	2.50	2.50
September 2012	3.00	3.00
June 2012	3.60	3.60

HOLDERS OF COMMON STOCK As of April 14, 2014
TOP 20 Stockholders

There are a total of 100 stockholders as of April 14, 2014.

Name	Nat	Class	No. of Shares	Percentage
AMALGAMATED INV. BANCORP.	FIL	A	137,050,820	68.577797%
MF PIKEVILLE HOLDINGS INC.	FIL	A	13,617,635	6.814023%
PCD NOMINEE CORPORATION	FIL	A	8,158,678	4.082458%
MICHAEL WEE	FOR	A	7,939,097	3.972583%
BORROMEO BROS. ESTATE INC.	FIL	A	6,269,592	3.137193%
ERIC B. BENITEZ	FIL	A	5,350,773	2.677432%
MELLISSA B. LIMCAOCO	FIL	A	4,802,330	2.403001%
GLENN B. BENITEZ	FIL	A	4,572,329	2.287912%
RENE B. BENITEZ	FIL	A	4,572,329	2.287912%
JOEL FERRER	FIL	A	1,932,754	0.967116%
RODOLFO B. HERRERA / MAX BORROMEO / CARMEN MERCADO	FIL	A	947,197	0.473961%
REYES, MARY GRACE V.	FIL	A	580,000	0.290222%
TERESITA B. BENITEZ	FIL	A	367,770	0.184026%
PCD NOMINEE CORPORATION	FOR	A	347,145	0.173705%
MERG REALTY DEVELOPMENT	FIL	A	331,526	0.165890%
FLB DEVELOPMENT CORPORATION	FIL	A	262,457	0.131329%
GLENN B. BENITEZ ITF ALESSANDRA C. BENITEZ	FIL	A	228,596	0.114385%
GLENN BENITEZ ITF ALFONSO C. BENITEZ	FIL	A	228,596	0.115802%
GLENN BENITEZ ITF ANDREA C. BENITEZ	FIL	A	228,596	0.114385%
RENE BENITEZ ITF CARMELA L. BENITEZ	FIL	A	228,596	0.114385%
SUB-TOTAL			198,016,816	99.084100%
OTHER STOCKHOLDERS (81)			1,830,404	0.915900%
GRAND TOTAL (101 stockholders)			199,847,220	100.000000%

Currently the Company is in compliant in the PSE continuing listing requirement rule on minimum public ownership. The rule requires a 10% minimum public float. MFC has 10.2% public float.

DIVIDENDS

As approved by the board of directors and upon concurrence by the stockholders of the Company, an annual dividend declaration policy was set up, amount of which will be equivalent to 30% of the Company's net earnings for the year. For the year 2009, the Board of Directors also approved the declaration of cash dividends amounting to P819,812. Fractional shares was settled in cash. For the year 2010, the Board of Directors also approved the declaration of cash dividends amounting to P1,612,316. Fractional shares related to this declaration was settled in cash. For the year 2011, the Board of Directors also approved the declaration of cash dividends amounting to P1,853,287.95. Fractional shares was settled in cash. For the year 2012, the Board of Directors also approved the declaration of cash dividends amounting to P2,074,158.30. Fractional shares was settled in cash. For the year 2013, the Board of Directors also approved the declaration of cash dividends amounting to P2,445,253.68. Fractional shares was settled in cash.

There is no restriction that Limit the Payment of Dividend Common Shares.

NAMES OF THE UNDERWRITERS OR IDENTITY OF PERSONS TO WHOM THE SECURITIES WERE SOLD

There were no underwriters or persons to whom the stock dividends were sold.

EXEMPTION FROM REGISTRATION CLAIMED

Pursuant to SRC Rule No. 10 Section D, the declaration of stock dividends is an exempt transaction. The approval of the Commission for the stock dividend declaration was not sought by the Company.

Item 6. Management's Discussion and Analysis or Plan of Operation.

Plans and Prospects for 2014

The Company intends to continue to ride in the growth of the Philippine motorcycle industry. Thus the 2014 plan of MFC together with its dealer partner includes a gradual expansion in various geographical reach to northern part of Luzon for an additional of not less than 28 new trading areas staggered throughout the whole of 2014

We shall continue to explore other financial products and we also continue to pursue the plan to explore into the savings bank sector. Meanwhile, our current thrust is to pursue further growth in our motorcycle financing accounts. We will continue to maintain a strong quality portfolio in the doctor's loan market and our factoring accounts.

Lending Activities

Being its core business, the Company's thrust is into expanding and strengthening its foothold on its lending operations of niche markets and at the same time exploring with the intention of venturing into new niche markets that will guarantee sustained growth.

MFC positions itself as a player in serving the financing needs of the often neglected middle markets in the Philippines. Because of the vast experience it has gained, the Company's lending activities and loan products will continue to be focused on the niche consumer loan market and SME

markets. MFC will also continue and raise the quality of service it provides to its clients. Its future plans and prospects include the following:

- Continue to ride on the projected growth of the motorcycle industry as per Motorcycle Development Program Participant's Association.
- Continue partnerships with existing motorcycle dealers in their expansion and development of new trading areas in the northern area of Luzon.
- Implement the expansion of target markets to municipalities beyond Metro Manila
- Continuous growth in the portfolios of the Company's two (2) main credit facilities (Motorcycle Financing and Rx Cash Line)
- Continue maintaining good quality accounts in our high ticket facility (Factoring)

Funds Generation

All these plans shall require sufficient funds generation. With plans of the Additional Public Offering (APO) still on hold, the Company is looking at other sources of funds. We currently have a ₱600 million facility with AIB, a ₱100 million term loan facility with Security Bank, a ₱25 million term loan facility with BPI, a the ₱4 million term loan & ₱1 million BP facility with Union Bank and a ₱30 million term loan facility with Maybank. The Company continues to be in discussions with other financial institutions to raise additional funds to finance MFC's growth.

Currently fund requirements are being met by loans, collections, acceptance of private placements under the 19 lender rule and intensive efforts in disposal of real estate acquired assets.

Discussion of Past Financial Performance

As of December 31, 2013

Results of Operation

Net Income after Tax for the year ending December 31, 2013, as reflected in the audited financial statements, was at P23.6 million. This was a 31% increase over the NIAT of 2012, or an increase of P7.3 million .

Total operating income rose from P150.26 million in 2012 to P222.55 million in 2013, 48.11% increase from 2012 to 2013 performance. Total expenses in 2013 reached P200.31 million which was 57.09% higher than the P127.51 million expenses in 2012.

Interest income in 2013 amounted to P198.56 million; major breakdown of which is P19.70 million from Rx, P9.34 million from Factors and P169.52 million from MC Financing.

With higher income in 2012, Earnings Per Share in 2012 went up at P0.12 compared to P0.08 in 2012 while Return on Assets was at 43%, better as that in 2012.

Financial Condition and Capital Resources

In 2013 total assets increased by P226.75 million as against that in 2012, from P1,066.98 million to P1,293.74 million which was primarily due to increase in our motorcycle financing

loan portfolio. There was also a noticeable increase in our notes payable by 128.03 million as compared to that in 2012.

Interest Income

The interest income this year was up by 13.62% or P17.99 million in absolute amounts P132.08 million in 2012 to P150.07 million in 2013.

Net Interest Income

Interest expense increased 9.13 percent or P4.06 million as against that in 2012. The Company increased in interest expense from P44.5 million to P48.5 million. The reduction in income is due to expansion activity primarily in the MC Financing product.

Other Income

Other income increased by ₱13.19 million or 72.54% from December 2012.

Income Before Income Tax

Due to the significant increase on interest income and operating expenses as mentioned above, income before income tax increased by 44.81% from December 2012.

Net Income

The Company posted a net income of ₱ 23.61 million compared to ₱ 16.3 million in 2012 or an increase of 44.81%.

As of December 31, 2012

Results of Operation

Net Income after Tax for the year ending December 31, 2012, as reflected in the audited financial statements, was at P16.30 million. This was a 17.3% increase over the NIAT of 2011, or an increase of P.47 million .

Total operating income rose from P135.93 million in 2011 to P150.26 million in 2012, an 14.33% increase from 2011 to 2012 performance. Total expenses in 2012 reached P127.51 million which was 10.71% higher than the P116.80 million expenses in 2011.

Interest income in 2012 amounted to P186.12 million; major breakdown of which is P16.84 million from Rx, P7.32 million from Factors and P159.53 million from MC Financing.

With higher income in 2012, Earnings Per Share in 2012 went up at P0.08 compared to P0.07 in 2011 while Return on Assets was at 6.5%, slightly better as that in 2011.

Financial Condition and Capital Resources

In 2012 total assets increased by P162.57 million as against that in 2011, from P904.92 million to P1,066.98 million which was primarily due to increase in our motorcycle financing loan portfolio. There was also a noticeable increase in our notes payable by 145.2 million as compared to that in 2011.

Interest Income

The interest income this year was up by 4.05% or P5.14 million in absolute amounts P126.94 million in 2011 to P132.08 million in 2012.

Net Interest Income

Interest expense increased 50.12 percent or P14.85 million as against that in 2011. The Company increased in interest expense from P29.6 million to P44.5 million. The reduction in income is due to expansion activity primarily in the MC Financing product.

Other Income

Other income increased by ₱9.2 million or 103.4% from December 2011.

Income Before Income Tax

Due to the significant increase on interest income and operating expenses as mentioned above, income before income tax increased by 18.8% from December 2011.

Net Income

The Company posted a net income of ₱ 16.3 million compared to ₱ 13.83 million in 2011 or an increase of 17.3%.

As of December 31, 2011**Results of Operation**

MFC ended the year 2011 with Net Income after Tax at P13.82 million. This was an increase against the 2010 NIAT of P12.36 million, or a 12% increase. Interest income in 2011 amounted to P156.6 million from our 3 major products: P16.9 million from Rx, P8.3 million from Factors and P128.0 million from Motorcycle Financing.

Midway in the year, Management decided to defer its projected geographical expansion due firstly to a slowdown in the economies world-wide. The economic contractions were prominent in Europe, USA and Japan. Additionally, the continued unrests erupting in various areas in the Middle East brought a level of uncertainties and lack of job security for a lot of our Overseas Filipino Workers. All these add up to the Peso volatility which greatly affected a bulk of our motorcycle customers. Secondly, minimal government spending stunted economic growth as well as the spending capability of most of our customers. And thirdly, Luzon was battered with a lot of typhoons and bad weather which directly impacted client solicitations and collection efficiencies.

MFC then took this opportunity to focus on strengthening the operations and services of its existing outlets. It went into the re-aligning of functions & responsibilities and strengthening of operational controls. Management also focused on improving and beefing up manpower on its back-room operations and completing the conversion of the manual financing system to an automated one.

With the resulting income in 2011, Earnings Per Share in 2011 was a slight increase at P0.07. Likewise, Return on equity (ROE) in 2011 was at 6% while Return on Assets was 1.5%.

Financial Condition and Capital Resources

In 2011 total assets increased by P238.2 million as against that in 2010, from P666.7 million to P904.9 million. This increase was primarily due to the increase in our loan portfolio of products being offered. An increase in our portfolio necessitated for an increase in our borrowings which resulted in the noticeable increase in our notes payable by P251.9 million compared to that in 2010.

Interest Income

The interest income this year was up by 57% or P46.03 million in absolute amounts P80.92 million in 2010 to P126.95 million in 2011.

Net Interest Income

Interest expense decreased 7.66 percent or P2.46 million as against that in 2010. The Company decreased in interest expense from P32.1 million to P29.6 million. The reduction in income is due to expansion activity primarily in the MC Financing product.

Other Income

Other income decreased by ₱.12 million or 1.31% from December 2010.

Income Before Income Tax

Due to the significant increase on interest income and operating expenses as mentioned above, income before income tax increased by 21.66% from December 2010.

Net Income

The Company posted a net income of ₱ 13.83 million compared to ₱ 12.36 million in 2010 or an increase of 11.9%.

As of December 31, 2010

Results of Operation

The audited financial statements of the Company reflected Net Income after tax for the year ending December 31, 2010 at P12.36 million. This was a 15% increase over the NIAT of 2009, or an increase of P1.61 million.

The Company continued to implement its geographical expansion for the Motorcycle Financing line. Sixteen (16) new trading areas were established by our dealer partners in 2010 making a total of twenty eight (28) trading areas, where MFC absorbed all their financing transactions. The company has now a wider reach in the offer of its services resulting in a rise in amounts financed and the corresponding rise in income generation.

Operating income went up to P80.92 million from P58.18 million in 2009, a 39% increase in 2010 performance which was expected with the more than double geographical reach. Expenses likewise spiked up from P48.38 million in 2009 to P71.26 million in 2010. Expansion-related expenses like salary and compensation related expenses, recruitment and training costs, advertising and marketing costs, depreciation costs for new fixed assets, office supplies and forms that needed to be stocked up on and other overhead costs to support the increased number of trading areas were noted to be high. These expansion-related up-front costs were incurred sans corresponding equitable income recognition

Financial Condition and Capital Resources

In 2010 total assets increased by P212.0 million as against that in 2009, from P454.6 million to P666.6 million which primarily due to the increase in our loan portfolio of our products being offered. There is also a noticeable increase in our notes payable by P165.2 million and other payables by P33.3 million as compared to that in 2009 which increased activities due to the geographical expansion in our trading areas.

Interest Income

The interest income this year was up by 62% from interest income for the year 2009.

Net Interest Income

Interest expense increased by 174 percent. The Company's reduction in net interest income is attributable mainly with the increased in interest expense by ₱20.4million. The reduction in income is due to expansion activity primarily in the MC Financing product.

Other Income

Other income decreased by ₱.3million or 4.4% from December 2009.

Income Before Income Tax

Due to the significant increase on interest income and operating expenses as mentioned above, income before income tax decreased by 2.6.1% from December 2009.

Net Income

The Company posted a net income of ₱ 12.36 million compared to ₱ 10.75 million in 2009 or an increase of 15%.

As of December 31, 2009

Results of Operations

Net Income after tax for the year ending December 31, 2009, as reflected in the audited financial statements, was at P10.75 million. This is a 96.7% increase over the NIAT of 2008, or an increase of P5.28 million .

By April 2009, the Company had started to implement its geographical expansion plans for the Motorcycle Financing line. Over the year of 2009, MFC covered a total of nine (9) new trading areas established by our dealer partners. This resulted to a wider reach in the offer of our service, therefore higher loan releases and gradual rise in income generation.

Total operating income jumped from P46.78 million in 2008 to P64.53 million in 2009, a 37.8% increase from 2008 to 2009 performance. Although interest income generated from our Motorcycle Financing line in 2009 more than doubled with the geographic expansion, related expenses also grew. As in any expansion, there is first the need to invest in the hiring and training of new manpower complement, getting and stocking up on forms and office supplies, buying new office equipment and furniture which spiked up depreciation expenses and doing more extensive marketing and advertising campaigns. All these activities meant expenses incurred up front with little matching income. Total expenses in 2009 reached P48.38 million which is 22.7% higher than the P39.41 million expenses in 2008.

Financial Condition and Capital Resources

In 2009 total assets increased by P90.9 million as against that in 2008, from P363.7 million to P454.6 million which primarily due to the increase in our loan portfolio of our products being offered. There is also a noticeable increase in our notes payable by P55.6 million and other payables by P21.8 million as compared to that in 2008 which is still a result of our geographical expansion in our trading areas.

Interest Income

The interest income this year was up by 38% from interest income for the year 2008.

Net Interest Income

Interest expense did not vary that much. The Company's reduction in net interest income is attributable mainly with the increased in interest expense by only ₱.3million. The reduction in income is due to timing of loan releases primarily in the MC Financing product.

Other Income

Other income decreased by ₱ 5.2million or 44.8% from December 2008 due to Dividend income received from AIB in 2008..

Income Before Income Tax

Due to the significant increase on interest income and operating expenses as mentioned above, income before income tax increased by 120.1% from December 2008.

Net Income

The Company posted a net income of ₱ 10.75million compared to ₱ 5.46million in 2008 or an increase of 96.7%.

KEY PERFORMANCE INDICATORS:

Following are the top five (5) key performance indicators of the Company.

**EXHIBIT VI
MAKATI FINANCE CORPORATION
SCHEDULE SHOWING FINANCIAL SOUNDNESS
PURSUANT TO SRC RULE 68, AS AMENDED
DECEMBER 31, 2013**

	2013	2012
Solvency and Liquidity Ratios		
Current ratio	124.02%	165.40%
Debt to equity ratio	262.26%	327.46%
Quick ratio	172.50%	149.61%
Profitability Ratios		
Return on assets	7.32%	6.82%
Return on equity	29.32%	26.97%
Net profit margin	43.51%	34.57%
Asset to Equity Ratio	380.66%	427.46%
Interest Rate Coverage Ratio	178.04%	151.13%
Other Relevant Ratios		
Ratio or percentage of total real estate investments to total assets	0.27%	0.24%
Total receivables to total assets	76.07%	76.47%
Total DOSRI receivables to net worth Amount of receivables from a single corporation to total receivables:	4.12%	2.20%
Merg Realty and Development Corporation	0.15%	0.60%
Honda Motors World, Inc.	9.87%	12.21%

TRENDS, EVENTS OR UNCERTAINTIES WITH MATERIAL IMPACT ON LIQUIDITY

There are no known trends, events or uncertainties that will have a material impact on the company's liquidity.

EVENTS THAT WILL TRIGGER DIRECT OR CONTINGENT FINANCIAL OBLIGATION

There are no events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.

MATERIAL OFF-BALANCE SHEET TRANSACTIONS, ARRANGEMENT OR OBLIGATION

There are no material off-balance sheet transactions, arrangement or obligation.

CAPITAL EXPENDITURES

The Company had started to implement in April 2009 the geographical expansion for the Motorcycle Financing line. This resulted to invest in buying new office equipments, furnitures and vehicles as service unit for the CSR.

TRENDS, EVENTS OR UNCERTAINTIES WITH MATERIAL IMPACT ON SALES

There are no known trends, events or uncertainties with material impact on sales.

SIGNIFICANT ELEMENTS OF INCOME OR LOSS

Significant elements of net income of the Company for 2009 came from its continuing operations.

SEASONAL ASPECTS

There was no seasonal aspect that had material effect on the Company's financial condition or results of operation

Item 7. Financial Statements

The audited financial statements are herewith attached as "ANNEX A".

Item 8. Changes in and Disagreements With Accountants on Accounting and Financial Disclosure

There are none.

INDEPENDENT PUBLIC ACCOUNTANTS

The auditing firm of SGV & Co. is the incumbent external auditor of the Company for the calendar year 2013.

The Company has complied with SRC Rule 68 (3)(b)(iv), regarding rotation of external auditors or engagement partners every five years. Ms. Janeth Nuñez, SGV partner, is the reviewer/auditor of the Company. It is expected that SGV&Co. will be reappointed as Company's external auditor for Year 2014.

The representatives of the said firm are expected to be present at the shareholders' meeting, Will have the opportunity to make a statement if they so desire, and are expected to be available to respond to appropriate questions.

There had been no disagreements with SGV & Co. with regards to accounting policies and financial disclosures of the Company.

Audit Committee is comprise of the following – Mr. Francisco C. Eizmendi Jr. , Chairman and Mr. Max O. Borromeo, Mr. Jose V. Cruz and Mrs. Teresita B. Benitez as members.

INFORMATION ON EXTERNAL AUDITOR

There had been no disagreements with SGV & Co. with regards to accounting policies and financial disclosures of the Company. Ms. Jessie Cabaluna, SGV Partner, has been the reviewer/auditor of the Company since year 2006, and not yet having completed the five-year cap requirement of SEC, has been replaced by Ms. Janeth Nuñez, SGV partner effective year 2009. The change in handling partner was part of SGV & Co.'s internal policy of account rotation. There was no disagreement with prior handling partner on accounting and financial disclosures. Ms. Janeth T. Nuñez replaced Ms. Jessie D. Cabaluna both partners of SGV & Co. for the year ended December 31, 2013.

For the annual statutory and regulatory engagements including out-of-pocket expenses, MFC has paid SGV & Co. P534 thousand and P511 thousand for the years 2013 and 2012 respectively. The Company has not engaged SGV & Co. for tax-related service or any other professional services. The audit committee of MFC regularly meets to tackle whatever issues that may come out of the regular audit of the company's external auditor and reports them to the Board of Directors. Recommendations by the audit committee are then deliberated during the Board meetings.

PART III - CONTROL AND COMPENSATION INFORMATION

Item 9. Directors and Executive Officers of the Issuer

Directors and Executive Officers

The Directors elected who shall serve for a term of one (1) year or until their successors shall have been elected, and their business experience for the last five years:

Dr. Isidro B. Benitez, 87, Filipino, is the Chairman Emeritus. Dr. Benitez has served as a Director since the Company's incorporation. He is also the Chairman of Obstetrics and Gynecology of the Makati Medical Center, MERG Realty Corporation and Amalgamated Development Corporation. Concurrently, Dr. Benitez is the Vice-Chairman of AIB and a Director of Nationwide Health Systems. He was formerly the Chairman of Obstetrics and Gynecology of the University of the Philippines / Philippine General Hospital where he worked from 1955 to 1988. He is presently the Chairman of the Examining Board of SGOP, Philippines, and a member of the American College of Surgeons, the Philippine College of Surgeons and the Philippine OB-Gyne Society. He obtained his Doctor of Medicine degree from the University of the Philippines, specialized in Obstetrics and Gynecology at John Hopkins University, Baltimore, Maryland and took courses in the Senior Executive MBA Program of the Ateneo de Manila University. He is also a director of Dearborn Motors, Inc. and Vice Chairman of Amalgamated Investment Bancorporation.

Mr. Juan Carlos del Rosario, 64, Filipino, has served as a Director since 1996. Mr. Del Rosario is currently the Chairman of AIB and Inter Global Alliances Inc. He was formerly the Senior Vice President and Chief Investment Officer of the Philippine American Life Insurances Co. (AIG Philippines) where he served as a member of the Board of Directors in several of its subsidiaries and affiliated companies. He was a Director of AIG Investment Corporation (Asia) Ltd., Cosmos Bottling Co., Bacnotan Cement Corporation, Investment Capital Corporation of the Philippines and Science Park of the Philippines Inc. Prior to joining the AIG/Philamlife Group, he had worked for 17 years for Chase Manhattan Bank in New York Head Office, and overseas postings in Saudi Arabia, Brazil and the Philippines. He is a graduate of De La Salle University, Manila with Bachelor of Arts (History) and Bachelor of Science (Commerce) degrees. He received his MBA (Finance and Marketing) from Columbia University, New York City and also completed the Executive Development Program at Cornell University Graduate School of Management Ithaca, New York and the Strategic Business Economics Program at the University of Asia and the Pacific, Manila.

Ms. Teresita B. Benitez, 79, Filipino, is the Company's Vice Chairperson. She has been a Director since 2001. She had previously worked for the Philippine Bank of Commerce as Assistant Personnel Manager and United Coconut Planters Bank as Assistant Corporate Secretary. She had also been a director at Asiatrust Bank and Amalgamated Development Corporation. At present she is the Treasurer and Director of Nationwide Health Systems and FLB Development Corporation and the President of MERG Realty and Development Corporation. Ms. Benitez obtained a Bachelor of Science degree in Commerce from the University of San Francisco.

Mr. Max O. Borrromeo, 65, Filipino, is the Company's President. He has been a Director since 2000. Aside from being a Director of the Company, Mr. Borrromeo is concurrently President and a Director of Honda Motor World, Inc., HMW Lending Investors, Dearborn Motors Co., Inc, Astron Gestus, Inc., Visayas Auto Ventures, Inc., Cebu Maxi Management Corporation, Maxi Agricultural Corporation, Cebu Parkland, Inc. He is also a Director in the following companies: Borrromeo Brothers Estate, Inc., Margarita Agro-Industrial Corp., Salud Borrromeo Foundation, Inc. and McBros Development Corporation. At present, Mr. Borrromeo is the governor of the Cebu Business Park. He graduated with a Bachelor of Arts degree in Economics from the Ateneo de Manila University.

Mr. Rene B. Benitez, 52, Filipino, is the Company's Chairman of the Board. He has been a Director since 1996. Prior to joining the Company, he held the position of Country Manager of the Development Bank of Singapore ("DBS") Securities, Inc. He has had extensive experience in foreign and local investment banking and capital market operations, having been connected with Insular Investment and Trust Corporation, Shearson Lehman Brothers (USA), Prudential Bache Securities (USA) and the World Bank. He was formerly a member of the Philippine Stock Exchange and is currently Director of H. Thomas Group, Inc., Vision Air Flight Support Service, Inc., Pikeville, Inc., MERG Realty and Development Corporation, Commercial & Consumer Credit Corporation, Global Credit and Management Group, JCR Realty and Management and Interglobal Alliances. He graduated from Claremont Colleges / Pitzer College

with a double degree in Business Economics and Organizational Studies. He also has a Master's Degree in Economics from Yale University.

Mr. Joel S. Ferrer, 60, Filipino, has served as a Director since 1998. Mr. Ferrer is currently the President of PARMAN Inc., an overseas recruitment company. At the same time he also manages his family's aquaculture business. Previous to this, he had worked for ERECSA, Inc. where he was the Executive Vice President. His other work experience includes being an investment executive at the Summa International Bank of Indonesia and a Lending Officer at the Bank of America. He obtained his Masters Degree in Business Management from the Asian Institute of Management and completed the Strategic Business Economics Program of the University of Asia and the Pacific.

Mr. Francisco C. Eizmendi Jr., 76, Filipino, is one of the Independent Directors of the Company. He was elected as a Director in the recent Stockholders' Meeting of Makati Finance Corporation and concurrently a Director of RCBC Forex Brokers Corporation. Mr. Eizmendi had been the President and Chief Operating Officer of San Miguel Corporation for 15 years. He also had been a member of the Advisory Board of Rizal Commercial Banking Corporation. Mr. Eizmendi graduated with a Bachelor of Science in Chemical Engineering Degree from the University of Santo Tomas in 1956.

Atty. Eugenio E. Reyes, 77, Filipino, is one of the Independent Directors of the Company. He was elected as a Director only in the last quarter of 2003. Atty. Reyes is with Jacob Jacob & Associates, concurrently the Corporate Secretary of Parman, Inc. and Executive Secretary of the Philippine Association of Securities Brokers and Dealers, Inc. He was also a former Director of the Securities & Exchange Commission from 1999 to 2001. Atty. Reyes finished his Bachelor of Laws at the University of Southern Philippines in Cebu City.

Mr. Michael Wee Soon Lock, 78, Singaporean, has served as a Director since 1998. Mr. Wee is a senior ASEAN banker and retired Executive Chairman of Development Bank of Singapore Securities Holding PTE Ltd. He has held the positions of the Chairman of NatSteel Ltd., Deputy Chairman of DBS Land, Executive Vice President of the Development Bank of Singapore, General Securities Investments Ltd., Singapore Bus Service Ltd., Laguna National Golf and Country Club, Ltd. and was the Director of NFC Merchant Bank, Ltd. Mr. Wee graduated with a Bachelor of Science Degree in Chemical Engineering from the University of Birmingham and obtained his Masters Degree in Finance from the University of British Columbia.

Mr. Jose V. Cruz, 79, Filipino, has served as a Director since 2010. Mr. Cruz is currently the President and CEO of Amalgamated Investment Bancorporation ("AIB"). Prior to joining AIB, he has had extensive experience in foreign and local investment banking, commercial banking, and capital market operations, having been based in New York, London, the Middle East, Singapore, and Hongkong. He was formerly Managing Director in AIA Capital Corporation, a Hongkong based regional investment bank (focused on corporate finance in Asia) previously owned by the publicly listed pan-Asian insurance group, AIA Group Limited. He was also a Board Member of AIA Capital's investment banking subsidiaries located in Taiwan, India, and the Philippines. Prior to AIA Capital, he was Senior Vice President of AFC Merchant Bank, a Singapore-based consortium bank owned by leading Southeast Asian banks, including DBS Bank, Bangkok Bank, and Malayan Bank. He was previously Vice President and CFO of MERALCO and a Board member of Royal Dutch Shell's subsidiary in the Philippines. He started his career as an officer in the 1970s in Citigroup (then called Citibank) head office, New York. He received his MBA from Columbia University, New York City.

Mr. Eric B. Benitez, 47, Filipino, has served as a Director since 2011. Mr. Benitez was formerly a Director in Credit Risk Management at Eurohypo AG (wholly-owned subsidiary of Commerzbank AG) in New York. Prior to Eurohypo, Mr. Benitez was a senior consultant within the Real Estate Business Advisory Services Group at the New York office of PricewaterhouseCoopers, LLP. He began his career in 1988 as an analyst in the trust department at Sanwa Bank (now part of The Bank of Tokyo-Mitsubishi UFJ) in San Francisco, CA. Previously, Mr. Benitez was formerly a Board Member of the Philippine Finance Association. He earned his BA in Applied Mathematics from the University of California, Berkeley and his MS in Real Estate from Columbia University in New York.

Independent Directors

Among the Directors, Messrs. Francisco C. Eizmendi Jr. and Atty. Eugenio E. Reyes were elected as the two (2) Independent Directors of the Company at the 2013 Annual Stockholders' Meeting.

Senior Management

Ms. Cynthia M. Gacayan – *Chief Operating Officer, 59, Filipino.* Cynthia was employed by the Company in 2007 as its new CFO and in June 2008 was designated as Chief Operating Officer. She was the CFO/Finance Group Head of Cintree Management Services, Inc. (managing arm for the PJ Lhuillier companies) for 2 years. For 10 years she served as the Senior Vice President of Finance and Administration of the Science Park of the Philippines, Inc. (1990 – 2001). She also served as a Director for the Kyudenko Needs Creator IT Company from 2002 to 2005. Subsequently she became the CFO of Cintree Management Services Inc. in 2005 to 2007. She graduated with a Bachelor of Science degree in Accounting from the University of San Carlos in 1975. She completed her master's degree in Business Management from the University of the Philippines in 1984 and finished the Top Management Program of Asian Institute of Management in 1997

Atty. Danilo Enrique O. Co, Corporate Secretary and Legal Counsel, 45, Filipino. Atty. Co has been serving the Corporation as its Corporate Secretary and Legal Counsel shortly after it went public in 2003. He is currently the Managing Partner of Co Ferrer & Ang-Co Law Offices. He is also the Corporate Secretary and legal counsel of Information Capital Technology Ventures, Inc., a publicly-listed company, and a Director and/or Corporate Secretary of several other Philippine corporations, including Western Roadhouse Foods, Inc., Papercon, Inc., Amalgamated Investment Bancorporation and Kalayaan College. Atty. Co obtained his BS Business Administration (cum laude) and Law degrees from the University of the Philippines.

FAMILY RELATIONSHIP

Dr. Isidro B. Benitez and Ms. Teresita B. Benitez are spouses, and Mr. Rene B. Benitez and Eric B. Benitez are their sons.

INVOLVEMENT IN CERTAIN LEGAL PROCEEDINGS

None of the Directors and Executive Officers was involved during the past five years up to April 15, 2014 in any bankruptcy proceedings up to April 15, 2014. Neither have they been convicted by final judgment in any criminal proceeding or been subject to any order, judgment or decree of competent jurisdiction, permanently or temporarily enjoining, barring, suspending, or otherwise limiting their involvement in any type of business, securities, commodities or banking activities, nor any action by any court or administrative body to have violated a securities or commodities law.

Item 10. Executive Compensation

The Company has an existing management contract with Honda Motor World for advice and assistance in the MC Financing product assisted by Mr. Max O. Borromeo, President and with Pikeville, Inc. for advice and assistance to be provided by Mr. Rene B. Benitez, Chairman. Each of the directors receive per diem amounting to ₱50,000 for every Board meeting they attend.

COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

SUMMARY COMPENSATION TABLE				
YEAR	NAME AND PRINCIPAL POSITION	SALARY/MANAGEMENT FEE	BONUS	OTHER COMPENSATION
2014 (Estimate)	Top 5 Executive Officers: Max Borromeo – Senior Managing Director Teresita Benitez – President Rene B. Benitez – Managing Director Cynthia M. Gacayan – COO/CFO Aldrin B. Pontanares – Operation Manager	5,500,000	700,000	400,000
	ALL BOARD DIRECTORS AND OFFICERS AS A GROUP	6,000,000	1,304,000	2,000,000
2013 (Actual)	Top 5 Executive Officers: Max Borromeo – Senior Managing Director Teresita Benitez – President Rene B. Benitez – Managing Director Cynthia M. Gacayan – COO/CFO Aldrin B. Pontanares – Operation Manager	7,500,000	700,000	400,000
	ALL BOARD DIRECTORS AND OFFICERS AS A GROUP	7,500,000	1,304,000	2,158,000
2012 (Actual)	Top 5 Executive Officers: Max Borromeo – Senior Managing Director Teresita Benitez – President Rene B. Benitez – Managing Director Cynthia M. Gacayan – COO/CFO Aldrin B. Pontanares – Operation Manager	7,000,000	400,000	400,000
	ALL BOARD DIRECTORS AND OFFICERS AS A GROUP	7,000,000	913,672	2,010,000
2011 (Actual)	Top 5 Executive Officers: Max Borromeo – Senior Managing Director Teresita Benitez – President Rene B. Benitez – Managing Director Cynthia M. Gacayan – COO/CFO Albert J. Batacan – Manager	7,850,000	484,000	400,000
	ALL BOARD DIRECTORS AND OFFICERS AS A GROUP	7,850,000	1,150,000	1,900,000
2010 (Actual)	Top 4 Executive Officers: Max Borromeo – Senior Managing Director Teresita Benitez – President Rene B. Benitez – Managing Director Cynthia M. Gacayan – COO/CFO Albert J. Batacan - Manager	7,041,000	437,000	330,000
	ALL BOARD DIRECTORS AND OFFICERS AS A GROUP	7,041,000	829,000	1,010,000

IDENTITY OF SIGNIFICANT EMPLOYEES

There is no person who is not an executive officer who is expected to make a significant contribution to the business of the company.

Item 11. Security Ownership of Certain Beneficial Owners and Management

Security ownership of record/beneficial owners of more than 5% Equity

Title of class	Name, address of record owner and relationship	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares	Percent Held
	<i>DIRECT</i>				
Common	Amalgamated Investment Bancorporation 11F Multinational Bancorporation, 6805 Ayala Avenue, Makati City	Record and beneficial owner	Filipino	141,207,650	70.6578%
Common	Pikeville Bancshares Inc. 11F Multinational Bancorporation, 6805 Ayala Avenue, Makati City	Record and beneficial owner	Filipino	14,184,374 0	7.0976%

Security ownership of BOD and Officers with Direct Ownership

Title of class	Name, address of record owner and relationship	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares	Percent Held
Common	Michael Wee Son Lock 11F Multinational Bancorporation, 6805 Ayala Avenue, Makati City	Beneficial owner	Singaporean	8,269,506	4.1379%
Common	Eric B. Benitez 19 Mercedes St., Bel-Air Village, Makati City	Beneficial owner	Filipino	5,573,460	2.7889%
Common	Rene B. Benitez 35 Aries St. Bel-Air III, Bel-Air Village, Makati City	Beneficial owner	Filipino	4,762,618	2.3831%
Common	Rene B. Benitez ITF Carmela Benitez 35 Aries St. Bel-Air III, Bel-Air Village, Makati City	Beneficial owner	Filipino	238,105	0.1191%
Common	Rene B. Benitez ITF Lorenzo Benitez 35 Aries St. Bel-Air III, Bel-Air Village, Makati City	Beneficial owner	Filipino	238,105	0.1191%
Common	Joel S. Ferrer 2137 Lourdes St. San Miguel Village, Makati City	Beneficial owner	Filipino	2,013,189	1.0074%
Common	Teresita B. Benitez 19 Mercedes St., Bel-Air Village, Makati City	Beneficial owner	Filipino	398,367	0.1994%

Common	Isidro B. Benitez 19 Mercedes St., Bel-Air Village, Makati City	Beneficial owner	Filipino	251,746	0.1266%
Common	Max O. Borromeo Maria Luisa Park, Banilad, Cebu City	Beneficial owner	Filipino	402,821	0.2016%
Common	Juan Carlos Del Rosario Unit 9 17-A, Mckinley Road, Forbes Park, Makati City	Beneficial owner	Filipino	29	0.00002%
Common	Francisco C. Eizmendi, Jr. 34 Celery Drive, Valle Verde 5, Pasig City	Beneficial owner	Filipino	15	0.00001%
Common	Atty. Eugenio E. Reyes 39 Road A St., Anthony Village, Quezon City	Beneficial owner	Filipino	15	0.00001%
Common	Jose V. Cruz 11F Multinational Bancorporation Bldg., 6805 Ayala Avenue, Makati City	Beneficial owner	Filipino	1	0.00000%
Common	Cynthia M. Gacayan c/o Makati Finance Corporation	Beneficial owner	Filipino	102,312	0.0512%

Makati Finance Corporation complied with the minimum percentage requirements of listed securities held by the public of 10% of the listed company's issued and outstanding share. The Company will endeavor to increase its public float.

Item 12. Certain Relationships and Related Transactions

Dr. Isidro B. Benitez and Ms. Teresita B. Benitez are spouses, and Mr. Rene B. Benitez and Eric B. Benitez are their sons.

CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS – NOTE 22

In the ordinary course of business, the Company enters into transactions with its stockholders and affiliates. Under the Company's policy, these transactions are made substantially on the same terms as with other individuals and businesses of comparable risks. Related party transactions are settled in cash.

Affiliates are other companies linked indirectly to the Company through interlocking directorship or officership and those under common significant influence and common control.

The following transactions have been entered into with related parties:

Outstanding balances			
Category	2013	2012	Nature, Terms and Condition
<i>Parent Company</i>			
<i>Amalgamated Investment Bancorporation</i>			
Accounts receivables	P=80,514	P=510,415	Adjustment from 2% to 20% expanded withholding tax of AIB
Availments Settlements	-	520,307	
	429,901	-	Payments of EWT of previous year on Company's claim for reimbursement.
Notes payable	645,300,000	512,300,000	Unsecured, 1-year interest bearing placement at 6.75% annual interest rate
Availments	168,000,000	94,000,000	Pretermination of notes payable
Settlements	35,000,000	67,500,000	Interest payment on notes payable
Interest Expense	33,973,088	33,666,119	Share in income from investee's profit
Share in Net Income of an Associate	41,120,108	67,036,675	Cash dividend from AIB
Dividend received	32,400,000	5,400,150	
<i>Other Related Parties</i>			
<i>Motor Ace Philippines Inc.</i>			
Accounts Receivable	1,207,672	601,178	Non-interest bearing, unsecured
Availments	645,394	974,897	Payment of billing
Settlements	38,900	373,719	

Borrowings availed from related parties amounted to ₱610.90 million, ₱428.00 million and ₱231.37 million in 2012, 2011 and 2010, respectively, and settlement from borrowings amounted to ₱103.61 million, ₱206.38 million and ₱66.12 million in 2012, 2011 and 2010, respectively. Interest rates from borrowings range from 5.44% to 7.75% in 2012, 5.44% to 7.75% in 2011 and 7.5% to 8.00% in 2010. Borrowings from related parties are unsecured and to be settled in cash.

As of December 31, 2012 and 2011, notes payable and accrued interest payable arising from borrowings through other stockholders amounted to ₱512.30 million and ₱485.8 million, respectively, and ₱0.075 million and ₱6.88 million, respectively. Interest expense from these borrowings amounted to ₱34.0 million, ₱34.76 million and ₱27.27 million in 2012, 2011 and 2010, respectively.

The remuneration of directors and other members of key management personnel consist of short-term benefits amounting to ₱4.47 million, ₱5.50 million and ₱4.60 million in 2012, 2011 and 2010, respectively, included in the 'Salaries and employee benefits' and 'Management and professional fees' account in the statement of comprehensive income.

PART IV – CORPORATE GOVERNANCE

Item 13. Corporate Governance

COMPLIANCE WITH LEADING PRACTICE ON CORPORATE GOVERNANCE

Makati Finance shall set up an evaluation system that will determine and measure compliance with the Manual on Corporate Governance.

Measures undertaken by MFC for full compliance with the adopted leading practices on good corporate governance includes election of independent directors and creation of the Nomination Committee starting year 2003 and continued up to the present time. Each incumbent director of MFC underwent seminars on good corporate governance in year 2003 up to the present. To monitor compliance, the board of directors designated Ms. Cynthia M. Gacayan as Compliance Officer. The Company submitted to the SEC its Revised Anti-Money Laundering Manual as mandated by Republic Act 9160, as amended by Republic Act. No. 9194 on October 28, 2004. Also, The Company submitted the Audit Charter Manual. Lastly, the Company's By-Laws shall be amended to incorporate provisions on independent directors. Deviations from the Company's Manual on Corporate Governance are not applicable. With regards to plans on improving corporate governance of the Company, Makati Finance is already adopting the International Accounting Standards in the presentation of its financial statements with the help of its external auditors. Communications are open with SGV with regards to further compliance with the IAS.

PART V - EXHIBITS AND SCHEDULES

Item 14. Exhibits and Reports on SEC Form 17-C

(a) Exhibits

The Company's audited financial statements are hereby attached as "ANNEX A".

(b) Reports on SEC Form 17-C

The reports on SEC Form 17-C filed during the last six months ended December 31, 2013 are hereby attached "ANNEX B".

Quarterly Financial Reports ending March 31, 2013 were submitted to the SEC on May 15, 2013; quarterly ending June 30, 2013 on August 14, 2013 and for the quarter ending September 30, 2013 on November 12, 2013.

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS


ANNEX A


SIGNATURES


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


By:


TERESITA B. BENITEZ
Vice-Chairperson


MAX O. BORROMEO
President


JOEL S. FERRER
Treasurer


CYNTHIA M. GACAYAN
COO/CFO

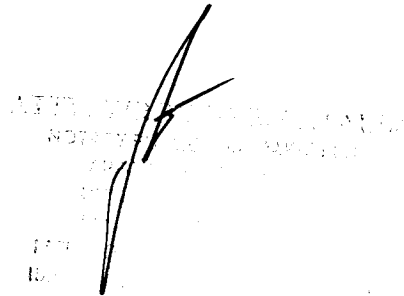

CORNELIA P. SALDIVAR
Finance Manager


DANILO ENRIQUE O. CO
Corporate Secretary

Subscribed and sworn before me this APR 17 day of _____, affiant (s) exhibiting to me his/her Residence Certificate as follows:

NAME	TIN#
TERESITA B. BENITEZ	105-339-733
MAX O. BORROMEO	108-479-305
JOEL S. FERRER	103-276-130
CYNTHIA GACAYAN	110-071-218
MERLINDA V. CUNANAN	134-492-966
DANILO ENRIQUE O. CO	134-866-959

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Page No. 28;
Book No. 317;
SERIES OF 2014



Notary Public
[Faint notary text and stamp]

**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS**

The management of Makati Finance Corporation (the Company) is responsible for the preparation and fair presentation of the financial statements for the years ended December 31, 2013 and 2012, including the additional components attached therein, in accordance with the accounting principles generally accepted in the Philippines as described in Note 2 to the financial statements. This responsibility includes designing and implementing internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

The Board of Directors reviews and approves the financial statements and submits the same to the stockholders.

Sycip, Gorres, Velayo and Co., the independent auditors, appointed by the stockholders, has examined the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such examination.


RENE B. BENITEZ
Chairman

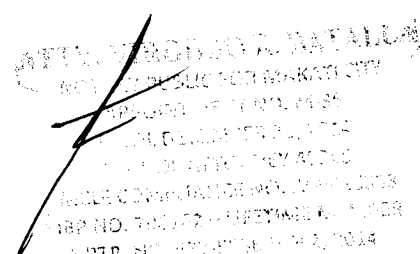

MAX O. BORROMEEO
President


JOEL S. FERRER
Treasurer

Signed this _____ day of _____ 2014.

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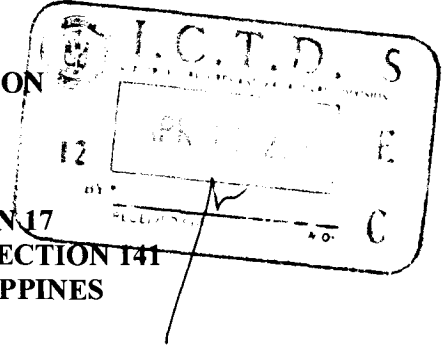
APR 03 2014
MAKATI CITY


ATTY. MARGOT R. CAYALLA
NOTARY PUBLIC FOR MAKATI CITY
REG. NO. 1000000000000000
EXPIRES ON 03/03/2014
PTR. NO. 1000000000000000
MAKATI CITY, PHILIPPINES

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

ANNUAL REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SECTION 141 OF THE CORPORATION CODE OF THE PHILIPPINES



- 1. For the fiscal year ended**December 31, 2013**.....
- 2. SEC Identification Number**28788**..... 3. BIR Tax Identification No. **000-473-966**
- 4. Exact name of issuer as specified in its charter**MAKATI FINANCE CORPORATION**...
- 5.**Makati, Philippines**.....
Province, Country or other jurisdiction of
incorporation or organization
- 6. (SEC Use Only)
Industry Classification Code:
- 7. **7823 Makati Avenue, Makati City**.....
Address of principal office
-**1210**.....
Postal Code
- 8.**(0632).....896-02-21**.....
Issuer's telephone number, including area code
- 9.**N.A.**.....
Former name, former address, and former fiscal year, if changed since last report.

10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
common stock	199,847,220

11. Are any or all of these securities listed on a Stock Exchange.

Yes [/] No []

If yes, state the name of such stock exchange and the classes of securities listed therein:

Philippine Stock Exchange common stock

12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes [/] No []