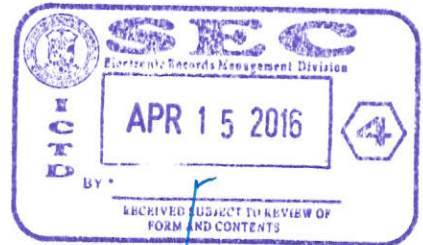


SECURITIES AND EXCHANGE COMMISSION  
SEC FORM 17-A

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, 2015**
2. SEC Identification Number **ASO94-003992**
3. BIR Tax Identification No. **003-871-592**
4. Exact name of issuer as specified in its charter



**GLOBAL FERRONICKEL HOLDINGS, INC. (formerly known as SOUTHEAST ASIA CEMENT HOLDINGS, INC.)**

5. **Metro Manila, Philippines**  
Province, Country or other jurisdiction of incorporation or organization
6.  (SEC Use Only)  
Industry Classification Code:
7. **7<sup>th</sup> Floor Corporate Business Centre, 151 Paseo de Roxas corner Arnaiz Street, Makati City, Metro Manila, Philippines**  
Address of principal office **1228**  
Postal Code
8. **(02) 5197888**  
Issuer's telephone number, including area code
9. **Former Address: Unit 1104 Liberty Center Building, 104 H.V. De La Costa corner Leviste Streets, Salcedo Village, Makati City, Metro Manila Philippines**

**Former Fiscal Year: June 30**

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 or Amount of Debt Outstanding
<b>Common Shares</b>	<b>17,467,007,052</b>

11. Are any or all of registrant's securities listed on a Stock Exchange?

Yes [ ☒ ] No [ ☐ ]

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

**The Philippine Stock Exchange, Inc.**

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 of the voting stock held by non-affiliates of the registrant (i.e., excluding shareholders having at least 10% of the issued capital of the Company and officers, directors and affiliates of the Company), consisting of 2,842,616,088 shares as of December 31, 2015, is ₱1,961,405,100.72, computed by reference to the closing price on December 29, 2015 of ₱0.69 per share.*



**Global Ferronickel Holdings, Inc.**

**GLOBAL FERRONICKEL HOLDINGS, INC.  
17-A ANNUAL REPORT 2015**

## ***PART I – BUSINESS AND GENERAL INFORMATION***

### **Item 1. Business**

#### **Corporate Information**

Global Ferronickel Holdings, Inc. (formerly known as Southeast Asia Cement Holdings, Inc.) (the “Company” or “Corporation”) was established on May 3, 1994 as a holding company.

On June 30, 2014, IHoldings, Inc., Kwantlen Development Corp. and Januarius Resources Realty Corp (collectively, the IHoldings Group) owned 74.80%, 10.17% and 4.85% of the Company, respectively.

On July 9, 2014, IHoldings Group entered into a Share Purchase Agreement with Huatai Investment Holdings Pty. Ltd., Regulus Best Nickel Holdings, Inc., Bellatrix Star, Inc., Alpha Centauri Fortune Group, Inc., Antares Nickel Capital, Inc., Blue Eagle Elite Ventures, Inc., Ultimate Horizon Capital, Inc., Sohoton Energy, Inc., Great South Group Ventures, Inc., Red Lion Fortune Group, Inc., Wei Ting, Dante R. Bravo and Seng Gay Chan (collectively, the “Thirteen Stockholders”) pursuant to which IHoldings Group will sell to the Thirteen Stockholders 6,291,132,047 common shares of the Company (the “Subject Shares”) comprising the entirety of their respective shareholdings and representing 89.82% of the total issued and outstanding capital stock of the Company. This Share Purchase Agreement was amended on September 4, 2014,

On September 5, 2014, as a requirement under the Securities Regulation Code (SRC), the Thirteen Stockholders have launched a mandatory tender offer to acquire the shares of the minority stockholders holding 712,781,634 common shares of the Company and filed a Tender Offer Report with the SEC and PSE. The Tender Offer period lapsed October 10, 2014 where 204,264 common shares (the “Tendered Shares”) were tendered to the Thirteen Stockholders. After the lapse of the tender offer period, the Thirteen Stockholders completed the purchase of the Subject Shares in accordance with the Share Purchase Agreement. The Subject and Tendered Shares were crossed through the PSE on October 15, 2014.

On September 10, 2014 and October 22, 2014, the Board of Directors and the stockholders of the Company, respectively, approved the following amendments to the Articles of Incorporation and By-laws:

- Change in the Company’s name from Southeast Asia Cement Holdings, Inc. to Global Ferronickel Holdings, Inc.;
- Change in the registered and principal address from Room 1104, Liberty Center Buildings, 104 H.V. dela Costa corner Leviste Streets, Salcedo Village, Makati City to 7<sup>th</sup> Floor, Corporate Business Centre, 151 Paseo de Roxas corner Arnaiz Street, Makati City;
- Increase in the number of directors from nine (9) to ten (10) members;
- Increase in the authorized capital stock of the Company from ₱2,555,000,000.00 divided into 7,300,000,000 common shares with par value of ₱0.35 per share to ₱12,555,000,000.20 divided into 35,871,428,572 common shares with a par value of ₱0.35 per share; and
- Change of fiscal year from June 30 to December 31.

The Board and the stockholders of the Company also approved the issuance of 10,463,093,371 new common shares of the Company resulting from the increase in the authorized capital stock to the Thirteen Shareholders who are also the stockholders of Platinum Group Metals Corporation (“PGMC”) in exchange for the sale and transfer to the Company of 99.85% of the outstanding capital stock of PGMC under a Deed of Exchange dated October 23, 2014; and the follow-on offering and listing of shares with the PSE which includes the 10,463,093,371 common shares issued to the stockholders of PGMC.

On October 23, 2014, the Company executed a Deed of Exchange for a share-for-share swap (Share Swap) with the Thirteen Stockholders of PGMC. The Company will issue 10,463,093,371 common shares to the Thirteen Stockholders in exchange for the 99.85% outstanding shares of PGMC and cancel the receivables of the Company assumed by the Thirteen Stockholders from the IHoldings Group pursuant to the Share Purchase Agreement dated July 9, 2014, as amended on September 4, 2014. The total par value of the 10,463,093,371 common shares to be issued by the Company to the Thirteen Stockholders amounted to ₱3,662.1 million.

On November 27, 2014, the Company entered into a Memorandum of Agreement with Giantlead Prestige, Inc., Alpha Centauri Fortune Group, Inc., Antares Nickel Capital, Inc., Huatai Investment Holding Pty. Ltd. and an individual for the purchase of 500,000 common shares and 6,250,000,000 preferred shares or one hundred

percent (100%) interest of Southeast Palawan Nickel Ventures, Inc. (SPNVI) for \$50.0 million or its Philippine peso equivalent.

On December 1, 2014, the Company filed with SEC a Notice of Exempt Transaction under Section 10.1 (e) and (i) of the Securities Regulation Code, or pursuant to the sale of capital stock of a corporation to its own stockholders exclusively, where no commission or other remuneration is paid or given directly or indirectly in connection with the sale of such capital stock and pursuant to the subscription for shares of the capital stock of a corporation prior to the incorporation thereof or in pursuance of an increase in its authorized capital stock under the Philippine Corporation Code, when no expense is incurred, or no commission, compensation or remuneration is paid or given in connection with the sale or disposition of such securities, and only when the purpose for soliciting, giving or taking of such subscriptions is to comply with the requirements of such law as to the percentage of the capital stock of a corporation which should be subscribed before it can be registered and duly incorporated, or its authorized capital increased, for the issuance of the aforementioned 10,463,093,371 new common shares. An amended Notice of Exempt Transaction was filed on February 18, 2015.

On December 22, 2014, the Philippine SEC approved the Company's application to increase in the authorized capital stock of the Company to ₱12,555,000,000.20 divided into 35,871,428,572 common shares with a par value of ₱0.35 per share, and the issuance of 10,463,093,371 to the stockholders of PGMCM who transferred their shares in PGMCM to the Company, as well as the amendment of its articles of incorporation and by-laws to reflect the change in the corporate name, principal address, number of directors and fiscal year.

On February 26, 2015, the Company's stockholders representing 71.64% of the total outstanding shares unanimously approved and ratified the planned acquisition of SPNVI.

On May 19, 2015, SEC approved PGMCM's increase of authorized capital stock from ₱ 715,375,046.80 to ₱ 1,515,375,046.80. Out of the increase in the authorized capital stock of ₱800,000,000.00 divided into 80,000,000,000 Class A Common Shares with a par value of ₱0.01 per share, FNI subscribed 20,000,000,000 Class A Common Shares or 61.51% of PGMCM.

On August 6, 2015, the Board of Directors of the Company approved the following:

- the execution of the Contract to Sell for the purchase of 500,000 common shares and 6,250,000,000 preferred shares or one hundred percent (100%) interest of SPNVI for \$50.0 million or its Philippine peso equivalent
- subscription of the company to the remaining unissued and unsubscribed shares of SPNVI consisting of Three Hundred Thousand (300,000) common shares with a par value of One Peso (₱ 1.00) per share, and Three Billion Seven Hundred Fifty Million (3,750,000,000) preferred shares with a par value of One Centavo (₱ 0.01) per share, for a total subscription price of Thirty Seven Million Eight Hundred Thousand Pesos (₱ 37,800,000.00)

The Company, its Subsidiaries and Affiliates (collectively, the "Group") have no record of any bankruptcy, receivership or similar proceedings during the past three (3) years. Neither has the Group made any material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business from 2013 to 2015, except as disclosed and mentioned herein, and in the Company and Subsidiaries' audited financial statements.

## **Corporate Objective**

The Company's objective is "to deliver value by carrying out our activities in an environmentally, socially and financially responsible manner for the benefit of the nation, the communities where we operate, our employees, customers and other stakeholders".

## **Subsidiaries**

### **1. Platinum Group Metals Corporation (PGMC)**

PGMC was registered with the SEC on February 10, 1983. PGMC's primary purpose is "to prospect, explore, locate, acquire, hold, work, develop, lease, operate and exploit mineral lands for chromite, copper, manganese, magnesite, silver, gold, and other precious and non-precious minerals; to acquire and dispose of mining claims and rights, and to conduct and carry on the business of preparing, milling,

concentrating, smelting, treating or preparing for market; and to market, sell, exchange or otherwise deal in chromite, copper, manganese, magnesite, silver, gold and other mineral products”. Pursuant to this purpose, PGMC acquired control and currently operates the mining tenement containing nickel ore located in Surigao del Norte. PGMC was registered with the BOI as a new producer of beneficiated nickel ore on a non-pioneer status on its Surigao registered nickel project on November 16, 2007 with fiscal incentives such as Income Tax Holiday for a period of six (6) years from November 2007 plus atwo-yearbonus.

PGMC is the third largest nickel producer in the Philippines by volume of nickel shipped, and one of the largest global suppliers of nickel ore, accounting for 10.0% of the country’s nickel ore production since 2014. It currently operates two open pit deposit sites known as CAGA 2 and CAGA 4 within our lateritic nickel mine in Cagdianao, Claver, Surigao del Norte, Philippines, herein thereafter referred to as the “Cagdianao Mine”. Five additional identified deposit sites at Cagdianao have yet to be developed and exploited. PGMC sells nearly all of the low, medium and high grade ore that are mined to the Asia-Pacific region for the production of stainless steel products, NPI and nickel cathodes.

## 2. Surigao Integrated Resources Corporation (SIRC)

SIRC is a one hundred percent (100%)-owned subsidiary of PGMC and was organized in July 1999 and duly registered with the SEC on July 16, 1999. Its primary purposes are to engage in the exploration and processing of minerals, petroleum and other mineral oils, to enter into financial and technical assistance agreements for the large scale exploration, development and utilization of mineral resources or otherwise engage in mining activities or enter into agreements as may be allowed by law.

SIRC is the holder of rights to mining tenements located in Surigao del Norte, Mineral Production Sharing Agreement (MPSA) No. 007-92-X for a period of twenty-five (25) years. On September 15, 2006, PGMC entered into an Operating Agreement with SIRC, that grants PGMC the exclusive privilege and right to occupy, explore, develop, utilize, mine, mill, beneficiate and undertake activities within the areas covered by MPSA.

## 3. PGMC-CNEP Shipping Services Corp. (PCSSC)

On June 4, 2013, PGMC incorporated CNEP, its wholly owned subsidiary. It was registered with the SEC, primarily to conduct and carry on the business of inter-island shipping, including chartering, hiring, leasing, or otherwise acquiring tug and barge, self-propelled barges or landing craft transport or other ships or vessels, together with equipment, appurtenances and furniture therefor; and to employ the same in the conveyance and carriage of ores, minerals, goods, wares and merchandise of every kind and description.

## Products

### *Product grading and production data*

Based on historical shipment records, product specifications are generally categorized in the table below:

### *Historical Product Categories*

<u>Product Categories</u>	<u>Grade Specifications</u>
Low Grade Nickel Ore-High Iron Ore (LGHF1)	Ni $\geq 0.9\% \leq 1.1\%$ ; Fe $\geq 49\%$
Low Grade Nickel-High Iron Ore (LGHFF2)	Ni $\geq 0.9\% \leq 1.1\%$ ; Fe $\geq 48\% \leq 49\%$
Low Grade Nickel-Medium Iron Ore (LGMF)	Ni $\geq 1.2\% \leq 1.3\%$ ; Fe $\geq 45\%$
Low Grade Nickel-Low Iron Ore (LGLF)	Ni $\geq 1.3\% \leq 1.4\%$ ; Fe $\geq 40\%$
Medium Grade Nickel-Medium Iron Ore (MGMF)	Ni $\geq 1.4\% \leq 1.749\%$ ; Fe $< 35\%$
Medium Grade Nickel-High Iron Ore	Ni $\geq 1.5\%$ ; Fe $\geq 35\%$
High Grade Nickel Ore (HG)	Ni $\geq 1.75\%$ ; Any Fe

Though there is a category for waste that falls outside of the sellable grade ranges, the Company keeps waste stockpiles for future blending purposes or when they become marketable.

In general, low grade nickel high iron products have the greatest volumes sold, which represented approximately 73.0% by mass of total ore shipped followed by medium grade nickel products at approximately 20.0% and high grade products at approximately 7.0% from 2007 to 2014. A high proportion of low nickel grade nickel materials

have been sold as these are closest to the surface; they are the easiest to be mined and most abundant at Cagdianao.

## Key Strengths

The Group believes that its key strengths include the following:

1. Leading nickel producer with significant resources and reserves with high exploration potential

PGMC is the third largest nickel producer in the Philippines by volume and nickel shipped, and one of the largest global suppliers of nickel ore, accounting for 10.0% of the country's nickel ore production in 2014, according to CRU Consulting. As of February 20, 2015, the Cagdianao mine has JORC compliant indicated mineral resources of 54.3 million DMT with an average grade of 1.2% nickel which includes JORC probably reserves of 24.2 million DMT with an average grade of 1.1% nickel. In addition, the Cagdianao mine has inferred mineral resources of 18.4 million DMT with an average grade of 1.0% nickel. Also, PGMC has yet to conduct exploration works in CAGA 6 and 7 areas, which have similarities to the CAGA 3 and 5 deposits, and there is further resource potential from extension drilling in existing mining areas. PGMC has a defined drilling program in place which it believes will over time add to the overall mineral resource and ore reserve inventory at Cagdianao and significantly extend the mine life of the project.

2. Flexible ore supply to optimize profitability while serving customer base

PGMC believes that its ore supply is highly flexible in terms of the quality and nickel content it can mine, giving it a natural competitive advantage compared to other mining companies with more uniform ore resources. It is able to mine a range of low grade ore (with high iron and low nickel content) , which accounted for a majority of its sales by volume in the past three years. At the same time, the Cagdianao mine produces a significant supply of high and medium grade ore, which accounted for 15.7% of ore sales volume in the last three fiscal years. The flexibility in the ore that PGMC can supply is important for its core customer in China, many of whom require a range of nickel grades and iron contents in their specific products.

3. Cost efficient operations with relatively low operational risk

PGMC benefits from favorable geologic conditions at the Cagdianao mine. Its lateritic nickel deposits are near-surface, blanket-like layered deposits with minimal overburden and generally 5 to 30 meters thick. This allows it to conduct simple open pit mining using trucks and excavators without blasting, the use of chemicals or complex waste handling.. The nickel deposits at the Cagdianao mine are located within 2 to 8 kilometers from the applicable tidewater loading area, enabling easy hauling and transportation by barges and LCTs to its customers' ships. The short hauling distance from its mining operations to its loading facilities substantially contributes to its favorable cost position. CRU has calculated that the average cost across its CAGA operations to be US\$15.79/DMT of ore shipped, or US\$1,295/tonne of contained nickel. This places it near the centre of the global nickel mining cost curve. The bottom half of the curve is fairly flat, according to CRU, while the costs in the upper half of the curve escalate sharply, suggesting that the CAGA operations are very competitive in terms of cost compared to a large number of global peers. Because its lateritic nickel deposits are relatively shallow, it also expects the progressive rehabilitation of its mining areas to be relatively low cost.

## Key Strategies

The Company's strategy is designed to maximize the profitability of its existing base of operations while driving growth through the acquisition of the Ipilan Mine and potentially other suitable properties, continued exploration and development of the Cagdianao mine, expansion of its customer base, and ongoing monitoring of value-added opportunities, particularly in downstream processing. The key elements of the Company's strategy are:

- Complete the acquisition of Ipilan Mine and commence production

In November 2014, the Company entered into a Memorandum of Agreement for the acquisition of SPNVI. SPNVI owns Ipilan Nickel Corporation, which operates the Ipilan Mine under an Operating Agreement with Celestial Nickel Mining Exploration Corporation (CNMEC). CNMEC is the holder

of MPSA No. 017-93-IV. As of December 31, 2014, the Ipilan Mine has JORC-compliant measured and indicated mineral resources of 54.1 million DMT with an average grade of 1.2% nickel, which includes JORC proven and probable reserves of 13.8 million DMT with an average grade of 1.5% nickel. The Company plans to further develop the Ipilan Mine (including required infrastructure) and to commence production by end 2016.

the Company plans to operate the Ipilan Mine using the same open pit mining methods at the Cagdianao Mine during the mining season in Palawan, which is between November and July. The mining season of the Ipilan Mine will complement the mining season of the Cagdianao Mine, i.e. Ipilan Mine is expected to produce when the Cagdianao Mine is in off-season. This will provide the Company with a steady supply of nickel ore all year round, which is expected to increase and stabilize its revenue streams throughout the year.

- Develop and upgrade existing resources and reserves within the Cagdianao Mine The Company's existing mine site in Cagdianao has several additional areas with mine deposits, from which it can efficiently extract a steady supply of low, medium and high grade ore. Although each of these additional deposits is in varying stages of development, the Company intends to commence production of these deposits in 2016, subject to market conditions.
- Strengthen and expand the Company's customer base The Company intends to strengthen existing relationships with key clients and develop new relationships in China and other countries. The Company also intends to increase its proportion of direct sales to end users, most notably smelters in China, as the Company believes this will generate consistent demand for its products while minimizing overall credit risk.
- Evaluate and selectively pursue value-added opportunities  
The Company will continue to evaluate opportunities for value-added processes, including but not limited to acquiring or entering into mining agreements or joint ventures, as well as downstream processing / vertical integration opportunities. The longer term objective is to increase the scale and scope of our operations and to potentially further expand the variety of ore.
- Diversify into other minerals  
The Company will continue to look for opportunities to acquire additional mines in the Philippines containing other minerals, such as chromite and other metals, which it continues to examine as part of its future expansion strategy.

## Competition

The Company competes with foreign nickel ore suppliers (primarily from New Caledonia and Australia) in world nickel ore markets, as well as other Philippine players. Notable domestic competitors include Nickel Asia Corporation, Marcventures Mining and Development Corporation, CTP Construction and Mining Corporation, Carrascal Nickel Corporation and Oriental Peninsula Resources Group, Inc. The Company competes with other nickel ore suppliers primarily on the basis of ore quality, price, transportation cost and reliability of supply.

## Source of Supplies

PGMC's supply requirements include diesel fuel, tires and spare parts for mining equipment. The Company buys diesel fuel from Petron Corporation and Phoenix Petroleum Philippines, Inc. and heavy mining equipment such as trucks and excavators from two manufacturers, Komatsu and Caterpillar, through their Philippine distributors Maxima Machineries and Monark. In addition, PGMC has its own fleet of barges heavy mining equipment. PGMC's contractors have their own equipment and supply necessary for the mining operations.

## Exploration and Development of Nickel Resources

The Company has an extensive portfolio of exploration sites and an exploration program encompassing both brownfield exploration, which consists of work at existing operations to extend resources and to upgrade resources to reserves; and greenfield exploration, which involves exploring and delineating nickel lateritic deposits in existing properties. PGMC owns more than eight drilling units that have been designed specifically for drilling near surface lateritic deposits in a quick and economical manner. PGMC also have an experienced pool of geologists and a laboratory at its mine sites to conduct assaying of samples as required.



The following table summarizes the Company's proposed exploration activities at its existing mine.

In-fill Drilling at CAGA-1, 2, 4 & 5 Resource Blocks						
AREA	Area (Has.)	200m	100m	50m	Meterage	
Caga-1	10			50	750	
Caga-2	9			34	510	
Caga-4	89			445	6,675	
Caga-5	35			207	3,105	
<i>Total</i>	<i>143</i>			<i>736</i>	<i>11,040</i>	
Peripheral Drilling at CAGA- 1 to 5 Areas						
AREA	Area (Has.)	200m	100m	50m	Meterage	
Caga-1	45.46			220	3,300	
Caga-2	29.64			132	1,980	
Caga-3	41.99			177	2,655	
Caga-4	95.16			485	7,275	
Caga-5	54.87			329	4,935	
<i>Total</i>	<i>267.12</i>			<i>1,343</i>	<i>20,145</i>	
Recon Drilling at New Areas (CAGA-6 &7)						
AREA	Area (Has.)	200m	100m	50m	Total DHs	Meterage
Caga-6						
Area-1	53.57	15	37	170	222	3,330
Area-2	86.05	22	63	273	358	5,370
Caga-7						
Area-1	20.25	4	15	66	85	1,275
Area-2	61.66	15	49	185	249	3,735
Area-3	53.14	15	41	171	227	3,405
Area-4	28.26	7	23	92	122	1,830
<i>Total</i>	<i>302.93</i>	<i>78</i>	<i>228</i>	<i>957</i>	<i>1,263</i>	<i>18,945</i>
TOTAL	<i>713.05</i>				3,342	50,130

### Employees / Collective Bargaining Agreements

The Group has one hundred sixty-three (163) regular employees, twenty-nine (29) employees on probationary and two hundred eighty-four (284) employees on a fixed term basis as at December 31, 2015.

There are no labor unions within the Company and its subsidiaries.

### Transactions with Related Parties

Please refer to Note 30 of the audited financial statements as of December 31, 2015 of the Group.

### Risks Related to our Business and Industry

1. Nickel price volatility  
The Company's business is sensitive to the volatility of nickel prices, which can affect not only its earnings but also the plans and programs of the Company. The Company's revenue on sale of nickel ore is dependent on the world market price of nickel ore, the market price of nickel ore in China in particular, as China will continue to be a large buyer contributor to its sale of ore in the future. The nickel ore price is affected by numerous factors that are beyond the Company's control. These factors include global supply and demand; regulatory policies of other nickel ore producing countries; expectations for the future rate of inflation; the level of interest rates; the strength of, and confidence in, the U.S. dollar; market speculative activities; and global or regional political and economic events, including changes in the global economy.
2. Inherent risks that are beyond the Company's control.  
The occurrence of any of following risks could result in disruptions in the Company's production, which may have an adverse impact on its business, results of operations and financial condition:

- prices for fuel and other supplies and
- unexpected geological conditions could have a significant impact on the productivity of the Company's mine, the resulting number of days it is able to mine and its operating results.
- inclement weather conditions, including a prolonged monsoon season;
- equipment failures and unexpected maintenance problems;
- interruption of critical supplies, including spare parts and fuel;
- earthquakes or landslides;
- environmental hazards;
- industrial accidents;
- increased or unexpected rehabilitation costs;
- work stoppages or other labor difficulties; and
- changes in laws or regulations, including permitting requirements, the imposition of additional taxes and fees and changes in the manner of enforcement of existing laws and regulations.

#### Government Regulations and Approvals

The MPSAs and operating agreements with respect to the Company's Cagdianao Mine expire in January 2017 and require renewal upon expiration. The Company is in the process of renewing the MPSA for the Cagdianao Mine for another term of 25 years.

The Company relies on regulatory approvals, permits, licenses (including MPSAs), operating agreements with third-party claim owners and land access agreements to conduct its mining operations.

Under the MPSAs for the Cagdianao Mine and Ipilan Mine, the renewal of the MPSA shall be under such terms and conditions as may be mutually agreed by the parties. On the other hand, under Section 32 of the Philippine Mining Act of 1995, the term of an MPSA is renewable under the same terms and conditions thereof but without prejudice to changes mutually agreed upon by the parties. Further, according to Section 9 of DENR Administrative Order No. 2012-07 and the Implementing Rules of Executive Order No. 79, in case the mining agreement is renewed, it shall be subject to new terms and conditions pursuant to the laws, and rules and regulations that are existing at the time of renewal.

In 2013, the DENR imposed a ₱100 million minimum authorized capital stock and a ₱6.25 million minimum paid-in capital requirement for applicants for mineral agreements such as an MPSA and renewal of existing MPSAs. In renewing existing MPSAs, the Company needs to comply with such minimum authorized capital stock and paid-in capital requirement.

The Company holds, or has applied for most of, the necessary regulatory approvals, licenses, permits, operating agreements and land access agreements to carry on the activities that it is conducting under applicable laws and regulations, approvals, licenses, permits, operating agreements and land access agreements.

## **Item 2. Property**

### **Cagdianao Mine**

The Cagdianao Mine is located in Sitio Kinalablaban, Barangay Cagdianao, Municipality of Claver, in the province of Surigao del Norte in the northeast corner of Mindanao island. The Cagdianao mine is located within an area known as the Surigao Laterite Geological Domain, characterized by substantial deposits of both limonite and saprolite. It is accessible via domestic flights from Manila, Cebu and other domestic locations, which can land either in Surigao City or Butuan City

The Cagdianao Mine has a total area of 4,376 hectares and is currently operating deposits CAGA 2 and 4. Our rights to the property are governed by the MPSA and the ECC allows PGMC to produce 5.0 million DMT or 7.7 million WMT of ore each year. The current outlook of the mine's life, based on current probable reserves and current production levels, is expected to last approximately five years from 2015, with possible extension after further exploration of CAGA 6 and 7. Exploration plans through core drilling are focused on the upgrading of inferred resources to measured resources, peripheral extensions on the CAGA 1 to 5 deposit areas as well as in

new areas, CAGA 6 and 7. Proposed exploration at these sites covering approximately 700 hectares could delineate additional mineral resources.

Mineral resources at the Cagdianao Nickel Project as estimated by Runge Pincock Minarco as of February 20, 2015 are shown in the table below.

Statement of Mineral Resources as at February 20, 2015

Deposit	Material Type	JORC Classification	Dry Quantity Million DMT	Wet Quantity Million WMT	Ni %	Fe %	Co %	Dry Bulk Density (t/cu.m)	Wet Bulk Density (t/cu.m)	Moisture Content
CAGA 4	Ni ≥ 0.5% < 1.4%, Fe ≥ 25%	Indicated	5.9	9.3	1.1	47.7	0.13	1.2	1.9	37
	Ni ≥ 1.4%, Fe ≥ 25%		1.1	1.8	1.5	42.7	0.15	1.2	1.9	38
	Ni ≥ 0.8% < 1.4%, Fe < 25%		4.1	5.5	1.2	10.8	0.03	1.6	2.1	26
	Ni ≥ 1.4%, Fe < 25%		7.0	9.7	1.6	12.7	0.03	1.5	2.0	28
		<b>Subtotal</b>	<b>18.0</b>	<b>26.1</b>	<b>1.4</b>	<b>25.5</b>	<b>0.07</b>	<b>1.4</b>	<b>2.0</b>	<b>31</b>
	Ni ≥ 0.5% < 1.4%, Fe ≥ 25%	Inferred	9.1	13.9	0.9	47.0	0.09	1.4	2.0	34
	Ni ≥ 1.4%, Fe ≥ 25%		0.1	0.1	1.5	41.3	0.15	1.3	1.9	36
	Ni ≥ 0.8% < 1.4%, Fe < 25%		2.5	3.3	1.2	11.4	0.03	1.6	2.0	25
	Ni ≥ 1.4%, Fe < 25%		1.5	2.1	1.6	12.7	0.03	1.4	2.0	27
		<b>Subtotal</b>	<b>13.2</b>	<b>19.4</b>	<b>1.0</b>	<b>36.4</b>	<b>0.07</b>	<b>1.4</b>	<b>2.0</b>	<b>32</b>
CAGA 2	Ni ≥ 0.5% < 1.4%, Fe ≥ 25%	Indicated	4.5	6.7	1.1	47.2	0.14	1.3	1.9	33
	Ni ≥ 1.4%, Fe ≥ 25%		0.2	0.3	1.5	42.1	0.19	1.3	1.9	33
	Ni ≥ 0.8% < 1.4%, Fe < 25%		8.8	13.0	1.1	12.3	0.04	1.3	1.9	33
	Ni ≥ 1.4%, Fe < 25%		2.9	4.3	1.6	12.9	0.05	1.2	1.8	33
		<b>Subtotal</b>	<b>16.3</b>	<b>24.4</b>	<b>1.2</b>	<b>22.4</b>	<b>0.07</b>	<b>1.3</b>	<b>1.9</b>	<b>33</b>
	Ni ≥ 0.5% < 1.4%, Fe ≥ 25%	Inferred	0.3	0.4	1.0	48.3	0.11	1.3	1.9	33
	Ni ≥ 1.4%, Fe ≥ 25%		0	0	-	-	-	-	-	-
	Ni ≥ 0.8% < 1.4%, Fe < 25%		0.4	0.5	1.0	12.9	0.03	1.3	1.9	33
	Ni ≥ 1.4%, Fe < 25%		0.01	0.02	1.5	12.7	0.03	1.3	1.9	33
		<b>Subtotal</b>	<b>0.6</b>	<b>0.9</b>	<b>1.0</b>	<b>28.5</b>	<b>0.06</b>	<b>1.3</b>	<b>1.9</b>	<b>33</b>
CAGA 1	Ni ≥ 0.5% < 1.4%, Fe ≥ 25%	Indicated	6.3	9.6	0.9	45.1	0.09	1.2	1.8	35
	Ni ≥ 1.4%, Fe ≥ 25%		0.03	0.04	1.5	30.1	0.08	1.0	1.7	41
	Ni ≥ 0.8%		1.5	2.4	1.2	17.9	0.06	1.1	1.7	36



Deposit	Material Type	JORC Classification	Dry Quantity Million DMT	Wet Quantity Million WMT	Ni %	Fe %	Co %	Dry Bulk Density (t/cu.m)	Wet Bulk Density (t/cu.m)	Moisture Content
	Fe < 25%									
		<b>Subtotal</b>	<b>3.1</b>	<b>4.6</b>	<b>0.9</b>	<b>39.0</b>	<b>0.11</b>	<b>1.2</b>	<b>1.7</b>	<b>31</b>
	<b>TOTAL</b>	<b>Indicated</b>	<b>54.3</b>	<b>81.2</b>	<b>1.2</b>	<b>27.9</b>	<b>0.07</b>	<b>1.3</b>	<b>1.9</b>	<b>33</b>
		<b>Inferred</b>	<b>18.4</b>	<b>27.0</b>	<b>1.0</b>	<b>36.9</b>	<b>0.08</b>	<b>1.3</b>	<b>1.9</b>	<b>32</b>
	<b>GRAND TOTAL</b>		<b>72.7</b>	<b>108.2</b>	<b>1.2</b>	<b>30.2</b>	<b>0.08</b>	<b>1.3</b>	<b>1.9</b>	<b>33</b>

Cut-off grades: Limonite:  $Ni \geq 0.50\%$ ;  $Fe \geq 25.0\%$

Saprolite:  $Ni \geq 0.80\%$ ;  $Fe < 25.0\%$

Statement of Ore Reserves as at 20th February, 2015 Reported by Product Specification Material

Type	Specification	JORC Classification	Dry Quantity M (DMT)	Wet Quantity (WMT)	Ni %	Fe %	Co %
HG	$Ni \geq 1.8\%$ and $Fe < 25\%$	Probable	2.8	4.3	1.8	14.6	0.04
MG_LF	$Ni \geq 1.5\%$ and $Fe < 25\%$ *	Probable	1.6	2.5	1.4	23.7	0.07
MG_HF	$Ni \geq 1.5\%$ and $Fe \geq 30\%$	Probable	0.9	1.3	1.5	42.8	0.15
LG_MF	$1.2\% \leq Ni < 1.3\%$ and $45\% \leq Fe < 49\%$	Probable	3.7	5.7	1.2	47.4	0.14
LG_HF	$0.9\% \leq Ni < 1.2\%$ and $Fe \geq 49\%$ ( $0.5\% \leq Ni < 0.9\%$ & $Fe \geq 45\%$ )**	Probable	15.2	23.4	0.9	46.7	0.11
LG	$Ni \geq 1.3\%$ and $Fe \geq 40\%$ ; $Ni \geq 1.3\%$ and $Fe < 40\%$	Probable	0.1	0.1	1.4	19.8	0.06
<b>Total</b>	<b>Ore Reserve</b>	<b>Probable</b>	<b>24.2</b>	<b>37.3</b>	<b>1.1</b>	<b>41.4</b>	<b>0.10</b>

### **Equipment, Mining Rights and Investment Properties**

Please refer to Note 8, 9 and Note 10 of the audited financial statements

### **Liens and Encumbrances**

Other than the Aseana Property mortgaged to Banco de Oro Universal Bank as security a three-year term loan, none of the Group's properties are subject to any liens, encumbrances or other security interests. Further, there are no limitations on ownership or usage over the said property.

### **Item 3. Legal Proceedings**

To the knowledge and information of the Company, there is no material pending legal proceeding (wherein the amount involved, exclusive of interest and costs, exceeds ten percent (10%) of the current assets of the Company), to which the Company is a party or of which its property is the subject before any court of law in the Philippines, and which if adversely determined, will have material adverse effect on the financial condition of the Company.

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

There were no matters covered under this item submitted in the fourth quarter of 2015 to the security holders for a vote.

## **PART II – OPERATIONAL AND FINANCIAL INFORMATION**

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

#### **Market Information**

The PSE is the principal market for the Company's shares. The closing price of the shares as of December 31, 2015 is at ₱0.69 per share.

The high and low sale prices of the shares of stock of the Company for each quarter within the period March 31, 2015 to December 31, 2015 and the last two (2) fiscal years are as follows:

YEAR	Q1		Q2		Q3		Q4	
	High	Low	High	Low	High	Low	High	Low
2015	3.68	1.73	2.36	1.17	1.68	0.92	1.34	0.67
2014	1.40	0.96	3.10	1.07	3.00	1.82	2.80	1.83
2013	Suspended	Suspended	1.98	0.9	1.22	0.95	1.17	0.95

#### **Holders**

The Company has approximately 1,722 shareholders owning as of December 31, 2015. Based on the records, the following are the top 20 stockholders with their respective shareholdings and percentage to total shares outstanding as of said date:

Stockholder Name	Nationality	No. of Shares	%
PCD Nominee Corp – Filipino	Filipino	5,620,922,219	32.18
Huatai Investment Pty. Ltd. –Australian	Foreign	2,923,430,140	16.74
Sohoton Synergy, Inc.	Filipino	1,983,111,939	11.35
Regulus Best Nickel Holdings, Inc.	Filipino	1,569,464,006	08.997.68
PCD Nominee Corp – Non-Filipino	Filipino	1,342,128,662	05.99
Blue Eagle Elite Venture, Inc.	Filipino	1,046,309,337	05.99
Ultimate Horizon Capital, Inc.	Filipino	1,046,309,337	03.23
Bellatrix Star, Inc.	Filipino	563,856,102	03.23
Alpha Centauri Fortune Group Inc	Filipino	563,856,102	01.57
Antares nickel Capital Inc.	Filipino	274,028,415	00.99
Red Lion Fortune Group, Inc.	Filipino	172,766,598	00.85
Wei Ting	Chinese	148,785,188	00.56
Great South Group Ventures, Inc.	Filipino	97,934,554	00.24
Dante R. Bravo	Filipino	41,852,374	00.18
Seng Gay Chan	Singaporean	31,389,280	00.04
Orion-Squire Capital, Inc. A/C-0459	Filipino	6,461,622	00.01
Squire Securities, Inc.	Filipino	2,454,733	00.01
George L. Go	Filipino	1,534,593	00.01
Kuok Philippines Properties Inc.	Filipino	1,313,076	00.01
Gabriel Tong	Filipino	1,189,200	

## Dividends

Below is the history of the recent dividend declarations made by the Company and PGMC for the three most recent fiscal years.

	For year ended December 31	For the year ended December 31 June 30	
	2015	2014	2014
	(P in millions)		
The Company (cash dividend).....	-		-
(property dividend) .....	-	-	
<i>Subsidiaries</i>			
PGMC (cash dividend).....	-	6,153	-
<b>Total .....</b>	<b>-</b>	<b>6,153<sup>(1)</sup></b>	<b>-</b>

Note 1: This dividend declaration was made prior to the Company's acquisition of PGMC in October 2014.

On December 22, 2014, SEC approved the change in fiscal year from June 30 to calendar year December 31.

Other than as set forth above, none of our other subsidiaries declared any dividends for the years ended December 31, 2014 and 2015. Declarations of dividends in previous years are not indicative of future dividend declarations.

## Description of Registrant's Securities

As of December 31, 2015, the Company has a total issued capital stock of 17,467,014,310 common shares. 17,467,007,052 common shares of the Company are outstanding and 7,258 shares are treasury stock.

## Item 6. Management's Discussion and Analysis Financial Position and Results of Operations

The following discussion and analysis are based on the audited consolidated financial statements as at December 31, 2015 and 2014 and for the year ended December 31, 2014, for the six (6) months ended December 31, 2014 and for the fiscal year ended June 30, 2014, respectively, prepared in conformity with Philippine Financial Reporting Standards (PFRS) and accompanying Notes to the Consolidated Financial Statements and should be read in conjunction with those audited consolidated financial statements.

The Group has not, in the past five years and since its incorporation, revised its consolidated financial statements for reasons other than changes in accounting period and policies.

The consolidated financial statements as at December 31, 2015 and 2014, and for the fiscal year ended June 30, 2014 are hereto attached.

The following table sets forth the summary financial information for the year ended December 31, 2015, and six months ended December 31, 2014 and for the year ended June 30, 2014.

Summary of Consolidated Statement of Income

In Millions	December 31, 2015	Six (6) months ended December 31, 2014	June 30, 2014
Revenues	₱6,533.22	₱9,047.48	₱5,667.77
Cost and Expenses	(5,277.21)	(4,116.45)	(3,943.52)
Gross Profit	1,256.01	4,931.03	1,724.25
Finance Income	9.43	3.46	7.95
Other Income (Expenses)	(204.39)	(150.75)	7.11
Profit (Loss) Before Tax	1,061.05	4,783.74	1,739.31
Income Tax Expense	(50.70)	(33.30)	68.98
<b>Profit for the Year</b>	<b>₱1,111.75</b>	<b>₱4,817.04</b>	<b>₱1,670.33</b>
Other Comprehensive Income(Loss) - net of tax	0.09	(4.69)	4.32
<b>Total Comprehensive Income (Loss)</b>	<b>₱1,111.84</b>	<b>₱4,812.35</b>	<b>₱1,674.65</b>
Total Comprehensive Income Attributable To			
Equity holders of the Parent Company	₱1,111.84	₱4,804.99	₱1,672.09
NCI	-	₱ 7.36	₱ 2.56

Summary Consolidated Statements of Financial Position as at December 31,

In Millions	2015	2014
Current assets	₱3,670.08	₱3,181.49
Noncurrent assets	5,414.93	4,473.38
Total assets	₱9,085.01	₱7,654.87
Current liabilities	2,440.57	2,076.82
Noncurrent liabilities	106.57	152.02
Non-controlling interests	0.00	7.38
Equity attributable to equity holders of the Parent	6,537.87	5,418.65
Total liabilities and equity	₱9,085.01	₱7,654.87

**Material Changes in Statements of Comprehensive Income Accounts**

**Total Comprehensive Income**

For the year ended December 31, 2015, the Group has total comprehensive income of ₱1,111.84 million, compared to ₱ 4,812.35 million for the six (6) months ended December 31, 2014 and ₱ 1,674.65 for the fiscal year ending June 30, 2014.

The foregoing result was due to the decrease in the volume shipped and decline in the selling price of nickel ore. The Company's mining operations encountered unusually heavy rainfall during the months of June and August that slowed down ship loading activities and necessitated longer time to reduce moisture content to the acceptable and desired level of 33%. This brought down total shipments to ninety nine (99) vessels as compared to one hundred seventeen (117) vessels in the previous year. In addition, the decrease in the value of the ores shipped was exacerbated by the decline in nickel ore prices from 2014 average of US\$43.30/WMT to US\$26.69/WMT average for 2015, lower by US\$16.61/WMT or 38.4%.



## **Material Changes in Consolidated Statements of Financial Position Accounts**

### **Financial Position as at December 31, 2015 and December 31, 2014**

Total assets amounted to ₱9,085.01 million and ₱7,654.87 million as at December 31, 2015 and 2014, respectively, an increase of ₱1,430.14 or 18.7%, due to increase in Current assets by ₱488.59 million in 2015 from ₱3,181.49 million in 2014 due primarily to the increase in trade receivables and ore inventories.

Total current liabilities increased by ₱363.75 million in December 31, 2015 from ₱2,076.82 million in December 31, 2014 which was the net effect of payments of maturing loans and the availment of additional service vehicle loans and short-term dollar loan amounting to US\$20.0 million equivalent to ₱941.2 million.

Total noncurrent liabilities insignificantly reduced to ₱106.57 million from ₱152.02 million as a result of currently maturing portions of long-term bank loan and finance lease obligation.

### **Cash Dividends Payable and Treasury stock Distributable as dividends**

On June 15, 2014, the PGMC's BOD approved the declaration of cash dividends in the amount of ₱1,411.7 million and property dividends of ₱3,657.4 million to stockholders of record as at June 15, 2014. On September 1, 2014, PGMC's BOD amended its initial dividend declaration dated June 15, 2014 by declaring cash dividends in the amount of ₱5,069.1 million out of its unrestricted retained earnings. Out of the total dividends declared, ₱4,309.0 million pertains to 16% participating, non-cumulative, preferred stockholders at ₱0.07 per share and the remaining ₱760.1 million pertains to common stockholders at ₱0.06 per share. On December 29, 2014, PGMC settled its cash dividends payable amounting to ₱5,069.1 million. The dividends payable was offset against the cash advances to stockholders classified under "Advances to related parties".

On July 15, 2014, the PGMC's BOD approved the declaration of cash dividends amounting to ₱1,084.6 million at ₱0.09 per share. The dividends were settled on August 29, 2014.

On May 22, 2013, the BOD of the Parent Company approved the declaration of cash dividends in the amount of ₱1.656 per outstanding common share or ₱10,500 million to stockholders of record as at June 5, 2013, payable on June 12, 2013. In 2014, cash dividends declared and payable to certain shareholders on May 22, 2013 amounting to ₱20.3 million were returned as stale checks and presented as cash dividends payable as at December 31, 2015 and December 31, 2014 and will be reissued to such investors subsequent to year-end.

As at December 31, 2015 and 2014, dividends payable amounted to ₱20.3 million and ₱20.3 million, respectively.

On December 1, 2014, the BOD approved the adoption of a dividend policy of declaring dividends equivalent to at least twenty percent (20%) of the unrestricted retained earnings of GFHI for the preceding year as indicated in its audited financial statements.

### **Capital Stock**

The capital structure of the Parent Company as at December 31, 2015 and December 31, 2014 is as follows:

	<b>December 31, 2015</b>	December 31, 2014
Authorized - 35,871,428,572 shares as at December 31, 2015 and 2014 - ₱0.35 par value		
Balance at beginning of period		
Issued - 7,003,920,939 shares	<b>₱2,451,372</b>	₱2,451,372
Issuance of 10,463,093,371 shares as at December 31, 2014	<b>3,662,083</b>	3,662,083
Balance at end of period		
Issued - 17,467,014,310 shares	<b>₱6,113,455</b>	₱6,113,455

The Parent Company has only one class of common shares. The common shares do not carry any right to fixed income.

The Parent Company applied for an increase in its authorized capital stock from ₱2,555.0 million divided into 7,300,000,000 common shares with a par value of ₱0.35 per share to ₱12,555.0 million divided into

35,871,428,572 common shares with a par value of ₱0.35 per share. The increase in the authorized capital stock as well as the issuance of the 10,463,093,371 common shares to the Thirteen Stockholders in accordance with the Share Swap transaction was approved by the SEC on December 22, 2014 (see Note 1).

All issued shares of GFHI, except for the newly issued 10,463,093,371 common shares to the Thirteen Stockholders, are listed in the PSE. The following table summarizes the track record of registrations of securities under the SRC.

Transaction	Subscribers	Registration Date	Issue/Offer Price	Number of Shares
Initial registration	Various	October 1994	₱1.50	5,000,000,000
Additional registration	Various	September 1996	–	1,150,000,000
Exempt from registration	Various	December 1998	–	305,810,000
Exempt from registration	Two individuals	June 2013	0.35	554,000,000
				7,009,810,000

### Treasury Stock

The Company has 7,258 shares in treasury stock amounting to ₱18.4 thousand as at December 31, 2015 and 2014.

There were no movements in treasury stock in for the year 2015. Pursuant to the Voluntary Tender Offer, which the Parent Company conducted from October to November 2012, the Parent Company bought back 930,730,108 of its shares of stock at fair value of ₱2.496 per share, resulting in treasury stock in the books of the Parent Company. These treasury stocks were declared as property dividends on December 20, 2012 and were distributed to shareholders on May 27, 2013. Due to the rounding down of the fractional shares from the property dividends, there are 7,258 treasury stocks amounting to ₱18,440 remaining as of December 31, 2015.

### Equity Reserve and Retained Earnings

As discussed in Note 1 to the consolidated financial statements, Global Ferronickel Holdings, Inc. (“GFHI”) and the Thirteen Stockholders of PGMC entered into a Share Swap that resulted to GFHI owning 99.85% of PGMC.

The transaction is an asset acquisition because GFHI does not meet the definition of a business. PGMC was deemed to be the accounting acquirer for accounting purposes accounted for under the reverse acquisition method following the guidance provided by the Standard. In a reverse acquisition, the legal parent, GFHI is identified as the acquiree for accounting purposes because based on the substance of the transaction, the legal subsidiary PGMC is adjudged to be the entity that gained control over the legal parent. Accordingly, the consolidated financial statements of GFHI have been prepared as a continuation of the financial statements of PGMC and Subsidiaries. PGMC has accounted for the acquisition of GFHI on December 22, 2014, which was the date when PGMC acquired or gained control over GFHI.

The reverse acquisition, resulted to the recognition of a negative “Equity reserve” amounting to ₱7,210.8 million in the “Equity” section of GFHI. This “Equity reserve” represents the difference between the legal capital (i.e., the number and type of “Capital stock” issued, “Additional paid-in capital” and “Treasury stock”) of the legal acquirer (GFHI) and accounting acquirer (PGMC). In 2015, management retrospectively applied its existing additional paid-in capital amounting to ₱1,822.3 million and retained earnings amounting to ₱5,388.5 million against the “Equity reserve”. After the application, retained earnings amounted to ₱422.3 million and deficit of ₱697.0 million as at December 31, 2015 and 2014, respectively (see Note 19 of the consolidated financial statements).

## Key Performance Indicators (KPIs)

The Group identified the following KPIs:

<i>KPI</i>	<i>Formula</i>	<i>December 2015</i>	<i>December 2014</i>	<i>June 2014</i>
<b>Profitability</b>				
1. Return on Equity	Profit for the Year / Total Equity	17%	89%	25%
2. Return on Assets	Profit for the Year / Total Assets	12%	63%	15%
3. Earnings Per Share	Profit for the Year / Weighted Average Number of Common Shares Outstanding	0.06	0.66	0.24
<b>Leverage</b>				
4. Debt-to-Equity Ratio	Total Liabilities / Total Equity	0.38973	0.41077	5.6582
<b>Liquidity</b>				
5. Current Ratio	Current Assets / Current Liabilities	1.50	1.53	0.74

## Trends, events or uncertainties

“The LME 3-month nickel price has started 2015 on a weak note as investor confidence has been shaken by increasing concern over the global economy, stronger US dollar and a falling oil price. However, the Chinese nickel market appears to have been fairly resilient to the decline in LME nickel prices so far. This divergence in trend means that the Chinese nickel price is now trading at a small premium to LME nickel prices”, according to CRU. Going into this year there was around 6-7 million tonnes of Indonesian ore stocks in China and CRU calculates that this will last until 2<sup>nd</sup> quarter of 2015.

In 2016, with the market expected to record a larger inventory deficit this should propel prices higher. CRU forecast the LME 3-month nickel price to average \$20,454/t (\$9.3/lb) in 2016. With the stocks to consumption ratio falling and increasing cost pressures on the NPI sector further upside for prices is expected.

## Capital Expenditures

The Group does not have any outstanding commitment on capital expenditures as of December 31, 2015.

## Operational and Financial Requirements

The Group maintains liquid assets in order to meet future operational and financial requirements.

## Material Contingencies and Off-Balance Sheet Obligations

The Group is not aware of any significant commitment, guarantee, litigation or contingent liability during the reported period other than those discussed in this report and the Audited Financial Statements.

## Events that will trigger direct or contingent financial obligation

The group is not aware of any event that will trigger a direct or contingent financial obligation that is material to the Group, including any default or acceleration of an obligation.

## Item 7. Financial Statements

A copy of the audited Consolidated Financial Statements of the Company as at December 31, 2015 and 2014 and for the six (6) months ended December 2014 and year ended June 30, 2014 is attached hereto as **Annex “A”** and incorporated herein by reference.

*Statement of Management Responsibility* - See Statement of Management Responsibility for Financial Statements attached to the audited consolidated financial statements.

*Schedule of Financial Soundness Indicators* – The schedule was attached to the audited consolidated financial statements.

## **Item 8. Changes in and Disagreements with Accountants on Accounting and Financial Disclosure**

### **SGV**

The consolidated financial statements of the Company and Subsidiaries as of December 31, 2015 and 2014 and for the six (6) months ended December 31, 2014 and for the year ended June 30, 2014 have been audited by SGV, a member firm of Ernst & Young Global Limited, independent auditors, as set forth in their reports appearing herein.

The following table sets out the aggregate fees billed for each of the last two years for professional services rendered by SGV, excluding fees directly related to the Offer.

	<b>For the yearended December 31,</b>	
	<b>2015</b>	<b>2014</b>
	<b>(P thousands)</b>	
Audit and Audit-Related Fees <sup>(1)</sup> .....	13,541.8	7,976.9
Non-Audit Services <sup>(2)</sup> .....	9,998.4	4472.2
Total.....	23,540.2	8,449.1

(1) *Audit and Audit-Related Fees. This category includes the audit of annual financial statements, review of interim financial statements and services that are normally provided by the independent auditor in connection with statutory and regulatory filings or engagements for those calendar years.*

*The fees presented above include out-of-pocket expenses incidental to the independent auditors' work, the amounts of which do not exceed 10.0% of the agreed-upon engagement fees.*

(2) *Non-Audit Services. This category includes the tax advisory fees for the tax advisory services provided by SGV, on PGM's corporate restructuring. The fees presented above include out-of-pocket expenses incidental to the work performed, the amounts of which do not exceed 10.0% of the agreed-upon engagement fees*

There was no event in the past where SGV had any disagreement with the Company regarding any matter relating to accounting principles or practices or financial statement disclosure or auditing scope or procedure.

### **Change in Auditors**

The independent auditors for the Company were changed from Navarro, Amper & Co. to SGV effectively from July 2014 after the acquisition of the PGM by the Company. SGV has been the auditor for PGM since 2005, for the considerations of consistency and ease of consolidation of the Company's, PGM's, and its other subsidiaries' financial conditions, SGV was also appointed by the Company as its auditors. There were no disagreements between the two auditing firms.

### **PART III – CONTROL AND COMPENSATION INFORMATION**

#### **Item 9. Directors and Executive Officers of the Issuer**

The following persons are the incumbent directors and officers of the Company who were elected at the Annual Meeting of the Board of Directors held on July 29, 2015, to serve as such until the election and qualification of their respective successors at the next Annual Meeting of the Stockholders:

#### **Directors and Executive Officers of the Company**

<b>Name</b>	<b>Age</b>	<b>Nationality</b>	<b>Position</b>
Joseph C. Sy .....	49	Filipino	Chairman
Dante R. Bravo .....	40	Filipino	President
Mary Belle D. Bituin .....	48	Filipino	Director, Senior Vice President and Chief Financial Officer
Francis C. Chua .....	67	Filipino	Director
Dennis Allan T. Ang.....	39	Filipino	Director
Shirley Solis-Sin.....	37	Filipino	Director
Gu Zhi Fang.....	42	Chinese	Director
Yuqiang Xie.....	54	Chinese	Director
Miguel B. Varela .....	76	Filipino	Independent Director
Roberto C. Amores .....	63	Filipino	Independent Director
Noel B. Lazaro.....	46	Filipino	Senior Vice President for Legal and Regulatory Affairs Corporate Secretary, Compliance Officer and Corporate Information Officer
Carlo A. Matilac	43	Filipino	Senior Vice President for Operations
Ramon Peter E. Adviento .....	51	Filipino	Senior Vice President for Investor Relations
Eveart Grace Pomarin-Claro	35	Filipino	Assistant Corporate Secretary and Alternate Corporate Information Officer

#### **Directors and Executive Officers of the Company**

##### **Joseph C. Sy**

*Chairman, and Director*

Mr. Sy became the Chairman of PGMC and the Company on August 10, 2015 and August 6, 2015, respectively. He served as President of PGMC and the Company July 2011 and August 29, 2014, respectively. He is also a director and president of INC and the Director of Mining for the Philippine Chamber of Commerce and Industry. Mr. Sy has more than fourteen years of experience in managing and heading companies engaged in mining and mineral exploration and development.

##### **Dante R. Bravo**

*President and Director*

Mr. Bravo became the President of PGMC and the Company on August 10, 2015 and August 6, 2015, respectively. He served as a director and executive vice president of the Company on August 29, 2014 up to August 2015. He has been a director, executive vice president and corporate secretary of PGMC since 2011 up to 2014. He was the chief finance officer of PGMC from 2011 to 2013. He is also an attorney at law and a certified public accountant in the Philippines. Mr. Bravo served as a director from 2004 to 2011 and a senior associate from 2002 to 2004 at SGV. He is, a professor of law for San Beda College and a lecturer for the Mandatory Continuing Legal Education Program for lawyers. He used to be the chief political affairs officer of Congressman Mr. Narciso R. Bravo Jr. He holds a Bachelor of Laws from San Beda College and a Bachelor of Accountancy from University of Santo Tomas. Mr. Bravo has more than 10 years of corporate management experience.

##### **Mary Belle D. Bituin**

*Chief Financial Officer and Treasurer*

Ms. Bituin became a Director of the Company on October 22, 2014, and Treasurer and CFO in January 2015. Ms. Bituin is a graduate of BS in Business Administration, major in Accounting from Philippine School of Business

Administration, Manila. She is a Certified Public Accountant. Prior to joining the Company, she was Vice-President for Business Transformation at Globe Telecom, Inc. where she has worked since 1998. She was an International Auditor for International Audits at the Cooperative for Assistance and Relief Everywhere (CARE), a leading international humanitarian organization fighting global poverty based in Atlanta, Georgia USA, from 1994 to 1998. She was also a senior auditor at SGV & Co. where she worked from 1988 to 1994.

**Francis C. Chua**

*Director*

Mr. Chua became a director of the Company on October 22, 2014. He is currently the Honorary Consulate General of the Republic of Peru and the honorary president of the Federation of Filipino Chinese Chamber of Commerce and Industry. He is also the president emeritus of the Chamber of Commerce of the Philippines Foundations. Mr. Chua also served as the special envoy on Trade and Investments on China. He holds a Bachelor of Science in Industrial Engineering from the University of the Philippines, College of Engineering and doctorate degrees in humanities and business technology from the Central Luzon State University and the Eulogio Amang Rodriguez Institute of Science and Technology, respectively.

**Shirley Solis-Sin**

*Director*

Ms. Solis-Sin became a director of the Company on October 22, 2014. Prior to her current position, she was the vice president and treasurer of Bread Z Global Philippines, Inc. and the corporate secretary of CIESB, Inc. She also served as the vice president of Jiang Tuo Mining Philippines, Inc. and the vice president of Gae-K Group, Inc. Ms. Solis is a graduate of Business Administration from Eulogio “Amang” Rodriguez Institute of Science and Technology.

**Gu Zhi Fang**

*Director*

Ms. Gu Zhi Fang became a director of the Company on October 22, 2014. She held the position as the general manager of Ferrochrome Resources, Inc. since 2011. She has also been a director and general manager of Jiangsu Lianhua Paper Ltd., Wujiang, Jiangsu Province, China. She holds a degree in International Trade from Suzhou University.

**Yuqiang Xie**

*Director*

Mr. Xie became a director of the Company on October 22, 2014. Prior to his current position, Mr. Xie was the finance director of Guangdong Century Tsinghsan Nickel Industry Co., Ltd. and he was a director of the Ping An Bank – Fuzhou branch from 2010 to 2011. He was also the assistant governor of the plan finance department of the China Everbright Bank – Fuzhou branch from 1999 to 2010.

**Dennis Allan T. Ang**

*Director*

Mr. Ang became a Director of the Company on August 10, 2015. He is the Corporate Secretary of Maxima Machineries, Inc. since February 2009. He is the System Architect and Lead Programmer of Engaugement Workflow System Architecture Development since July 2015. He founded Full Metro Gear Corp . and Engaugement, Inc in 2014 and 2007, respectively. He occupied several key positions in Asian Institute of Management from 2001 to 2006. Mr. Ang holds a degree in Bachelor of Science in Management Information Systems from Ateneo de Manila University and a masters degree in Business Administration from Asian Institute of Management.

**Miguel B. Varela**

*Independent Director*

Mr. Varela became a director of the Company on October 22, 2014. He is an attorney of law in the Philippines. Atty. Varela is an associate in Liberal Arts graduate from San Beda College and a Bachelor of Laws graduate of University of the East, College of Law. He holds the following positions: chairman, Philippine Chamber of Commerce and Industry; chairman, Employers Confederation of the Philippines; board of trustee, Philippine Trade Foundation, Inc.; president, Philippine Association of Voluntary Arbitration Foundation, Inc.; chairman,

Philippine Dispute Resolution Center, Inc.; chairman, GS1 Philippines; vice chairman/trustee, Foundation for Crime Prevention; Employers Representative, Employees' Compensation Commission and the Occupational Safety and Health Board; private sector representative, Legislative Executive Development Council; vice president, International Labor Organization Foundation, Inc.; lifetime member, Philippine Constitution Association; member, Philippine Bar Association; and director, Makati Rotary Club.

**Roberto C. Amores**

*Independent Director*

Mr. Roberto C. Amores became a director of the Company on March 17, 2015. He is the Director-in-Charge for Agriculture at the Philippine Chamber of Commerce & Industry, a member of the Technical Advisory Group for Agribusiness office of Sec. Arthur C. Yap in the Department of Agriculture, the president of the Philippine Food Processors and Exporters Organization, Inc. and a council member and trustee of the Export Development Council – DTI. He holds a Bachelor of Arts degree from the University of Philippines. Mr. Amores has more than 30 years of corporate management experience.

**OTHER EXECUTIVE OFFICERS**

**Noel B. Lazaro**

*Corporate Secretary, Compliance Officer and Corporate Information Officer*

Mr. Lazaro joined as the senior vice president and general counsel of PGMCO on August 1, 2014. He became the Corporate Secretary, Compliance Officer and Corporate Information Officer of the Company on October 22, 2014. He is also a director and the Corporate Secretary of Southeast Palawan Nickel Ventures, Inc. and Ipilan Nickel Corporation. Mr. Lazaro is an attorney of law in the Philippines. Prior to his current position, Mr. Lazaro served as a partner for Siguion Reyna Montecillo & Ongsiako, an associate at SyCip Salazar Hernandez & Gatmaitan, a professorial lecturer for the Lyceum of the Philippines College of Law, the De la Salle University Graduate School of Business and Far Eastern University Institute of Law, Master of Business Administration-Juris Doctor Dual Degree Program. He holds a Bachelor of Laws from the University of the Philippines College of Law.

**Carlo A. Matilac**

*Senior Vice President Operations*

Mr. Matilac became the Senior Vice President for Operations in August 1, 2014. In 1994, Mr. Matilac graduated Bachelor of Science in BS Mining Engineering in Cebu Institute of Technology in 1994 and thereafter passed the 1994 Mining Engineer Licensure Exam garnering 1<sup>st</sup> Place. Mr. Matilac has more than 19 years of technical and engineering experience in managing companies engaged in mining and mineral exploration development. Prior to his current position, Mr. Matilac served as a technical specialist for BHP Billiton and QNI, and a mine engineering superintendent for Manila Mining Corp. He also holds a Master in Business Administration from the Saint Paul University.

**Ramon Peter E. Adviento**

*Senior Vice President for Investor Relations*

Mr. Adviento joined the Company in November 2015 as Senior Vice President for Investor Relations. Mr. Adviento is a licensed mining engineer with experience of over 18 years in mine planning/design, mining operation, rehabilitation, consultancy for copper, gold, nickel, chromite, coal and 14 years in investment banking industry as analyst/investment banker. He was voted by the Fund Management Association of the Philippines as the best mining analyst for 4 years from 2012 till 2015. Prior to his current position he was Vice President Senior Analyst in Maybank ATR Kim Eng where he worked from March 2012 to August 2015. He was VP Head of Operations in Century Peak Metal Holdings Corp. from 2011 to 2012. He placed 7<sup>th</sup> in the 1990 Mining Engineer Licensure Exam. He holds a Bachelor of Science in Engineer of Mines from the University of the Philippines and a Masters' in Business Management from the Asian Institute of Management.

**Eveart Grace Pomarin-Claro**

*Assistant Corporate Secretary and Alternate Corporate Information Officer*

Atty. Pomarin- Claro served as the Assistant Corporate Secretary and Alternate Corporate Information Officer of the Company since September 10, 2014. Atty. Pomarin-Claro served as the Corporate Secretary of the Company from February 1, 2014 to August 29, 2014.

## **Involvement of Directors and Officers in Legal Proceedings**

The Company is not aware of any of the following events during the past five (5) years involving the directors or executive officers of the Company:

- (a) any bankruptcy petition filed by or against any business of which any of the directors or executive officers was a general partner or executive officer either at the time of bankruptcy or within two (2) years prior to that time;
- (b) any conviction by final judgment in a criminal proceeding, domestic or foreign, or any criminal proceeding, domestic or foreign, pending against any of the directors or executive officers;
- (c) any order, judgment or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting the involvement of any of the directors or executive officers in any type of business, securities, commodities or banking activities, and
- (d) any finding by a domestic or foreign court of competent jurisdiction (in a civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or electronic marketplace or self-regulatory organization that any of the directors or executive officers has violated a securities or commodities law, and the judgment has not been reversed, suspended, or vacated.

## **Family Relationships**

There are no family relationships between any director and any member of the Company's Senior Management except that Mr. Sy and Ms. Gu are husband and wife.

## **Significant Employees**

No person, who is not a director or an executive officer, is expected to make a significant contribution to the business of the Company. Neither is the business highly dependent on the services of key personnel.

## **Item 10. Executive Compensation**

### **EXECUTIVE COMPENSATION SUMMARY**

#### **Compensation**

The following are the Company's President and its three other executive officers of the Company as of the date of this Prospectus:

<b>Name</b>	<b>Position</b>
Joseph C. Sy .....	Chairman
Dante R. Bravo .....	President
Mary Belle D. Bituin .....	Senior Vice President and Chief Financial Officer
Noel B. Lazaro.....	Senior Vice President for Legal and Regulatory Affairs
	Corporate Secretary, Compliance Officer, Corporate Information Officer and Corporate Secretary

The following table identifies and summarizes the aggregate compensation of the Company's President and its three other executive officers of the Group in the fiscal years ended June 30, 2013, and f

*Note:*

(1) Includes salary, bonuses and other income.

#### **Standard Arrangements**

Other than payment of a fixed monthly director's fee of ₱200,000, there are no other standard arrangements pursuant to which directors of the Company are compensated, or were compensated, directly or indirectly, for any services provided as a director and for their committee participation or special assignments.



## Other Arrangements

There are no other arrangements pursuant to which any director of the Company was compensated, or to be compensated, directly or indirectly, for any service provided as a director.

## Employment Contracts and Termination of Employment and Change-in-Control Arrangements

- (a) There are no employment contracts between the Company and a named executive officer.
- (b) Neither is there a compensatory plan or arrangement, including payments to be received from the Company, with respect to a named executive officer, which plan or arrangement results or will result from the resignation, retirement or any other termination of such executive officer's employment with the Company and its subsidiaries or from a change-in-control of the Company or a change in the named executive officer's responsibilities following a change-in-control and the amount involved, including all periodic payments or installments, exceed ₱2,500,000.

## Item 11. Security Ownership of Certain Beneficial Owners and Management

- (1) Security Ownership of Certain Record and Beneficial Owners and Management as of **December 31, 2015**

<i>Title of Class</i>	<b>Name, Address of Record Owner and Relationship with Issuer</b>	<b>Name of Beneficial Owner and Relationship with Record Owner</b>	<b>Citizenship</b>	<b>No. of Shares Held</b>	<b>Percent of Ownership</b>
Common	Sohoton Synergy, Inc. 7 <sup>th</sup> Floor, Corporate Business Center, 151 Paseo de Roxas cor. Arnaiz St., Makati City Shareholder	Direct	Filipino	3,323,570,140	19.03%
Common	Huatai Investment Holding Pty, Ltd Auburn, Australia, Shareholder	Direct	Australian	2,923,430,140	16074%
Common	Regulus Best Nickel Holdings, Inc. 7 <sup>th</sup> Floor, Corporate Business Center, 151 Paseo de Roxas cor. Arnaiz St., Makati City Shareholder	Direct	Filipino	1,569,464,006	08.99
Common	Ultimate Horizon Capital, Inc. 7 <sup>th</sup> Floor, Corporate Business Center, 151 Paseo de Roxas cor. Arnaiz St., Makati City Shareholder	Direct	Filipino	1,235,438,255	07.07%

Common	Blue Eagle Elite Venture, Inc. 7 <sup>th</sup> Floor, Corporate Business Center, 151 Paseo de Roxas cor. Arnaiz St., Makati City Shareholder	Direct	Filipino	1,110,528,382	06.36
Common	Bellatrix Star, Inc. 7 <sup>th</sup> Floor, Corporate Business Center, 151 Paseo de Roxas cor. Arnaiz St., Makati City Shareholder	Direct	Filipino	563,856,102	03.23%
Common	Alpha Centauri Fortune Group, Inc. 7 <sup>th</sup> Floor, Corporate Business Center, 151 Paseo de Roxas cor. Arnaiz St., Makati City Shareholder	Direct	Filipino	563,856,102	03.23%

The shares held by Huatai Investment Holding Pty. Ltd., Sohoton Synergy, Inc., Regulus Best Nickel Holdings, Inc., Blue Eale Elite Venture, Inc., Ultimate Horizon Capital, Inc., Bellatrix Star, Inc., and Alpha Centauri Fortune Group, Inc. will be voted or disposed by the persons who shall be duly authorized by these records.

(2) Security Ownership of Management as of December 31, 2015:

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Citizenship	% of Total Outstanding Shares
Common	Joseph C. Sy	5,585,962,828(directly and indirectly)	Filipino	31.98%
Common	Dante R. Bravo	65,032,614	Filipino	.37%
Common	Francis C. Chua	1	Filipino	0%
Common		1		0%
Common	Mary Belle D. Bituin	1	Filipino	0%
				0%
Common	Shirley Solis	1	Filipino	
	Gu Zhi Fang		Chinese	
	Yiqiang Xie		Chinese	
Common	Dennis Alan T Ang	73,233,084		0%
Common		1	Filipino	0%
Common	Miguel B. Varela		Filipino	
Common	Roberto C. Amores	1	Filipino	0%

(3) Voting Trust Holders of 5% Or More

No person holds at least 5% or more than 5% of a class of securities under a voting trust or similar agreement, other than those set forth above.

## Item 12. Certain Relationships and Related Transactions

There are no transactions during the past two (2) years to which the Company or any of its subsidiaries was or is to be a party, and in which a director, executive officer, stockholder owning ten percent (10%) or more and members of their immediate family had or are to have a direct or indirect material interest., except as provided in Note 29 of the audited financial statements for the period ended December 31, 2015 (Annex A) provides information on the Company's significant transactions with related parties.

There are no transactions with parties that fall outside the definition of "related parties" under SFAS/IAS No. 24, with whom the Company or its related parties have a relationship that enables the parties to negotiate terms of material transactions that may not be available from other, more clearly independent parties on an arm's length basis.

## **PART IV – EXHIBITS AND SCHEDULES**

### Item 13. Exhibits and Reports on SEC Form 17-C

(a) Exhibits

Please see attached audited financial statements of the Company for the fiscal year ended December 31, 2014 including schedules and supplementary schedules, as Annex A.

(b) Reports on SEC Form 17-C

During the period covered by this report, the Company reported on the following disclosures on SEC Form 17-C's and on the following financial statements, filed on the date indicated below:

Date	Results of BOD Meeting
1-9-2015	Creation of Execom and setting of SSM date on 2-26-2015
3-16-2015	Termination of MOA to acquire FRI due to non-fulfillment of pre-conditions.
3-17-2015	Resignation of RMA as Independent Director and election of Amores as replacement. Resignation of MDB as Regular Director and election of RMA as her replacement.
4-1-2015	Approval of Audited Financial Statements
4-29-2015	Election of BOD Committees Adoption of the following policies <ol style="list-style-type: none"> <li>1. Conflict of Interest Policy</li> <li>2. Whistle Blowing policy</li> <li>3. Policy on Short Swing Trading</li> <li>4. Policy on Related Party Transaction</li> <li>5. Policy on Insider Trading</li> <li>6. Compensation Committee Charter</li> <li>7. Nomination Committee Charter</li> <li>8. Audit Committee Charter</li> </ol> Approval of monthly allowances of key executives
5-13-2015	Setting of date of ASM to June 24, 2015
6-22-2015	Resetting date of ASM from June 24, 2015 to July 29, 2015
8-6-2015	BOD Organizational Meeting. Election of Officers. BOD Approval for FNI to execute a Contract to Sell for the purchase of SPNVI. BOD approval for FNI to subscribe to the remaining unissued and unsubscribed shares of SPNVI with total subscription price of P37.8B. Contract to Sell and Subscription Contract was signed that same day. Resignation of RMA as Regular Director and election of Dennis Ang as RMA's replacement Election of JSY as Chairman and DRB as President
11-2-2015	Election of Ramon Peter Adviento as SVP for Investor Relations. Resignation of CAM as Regular Director and election of MDB as CAM's replacement

## **PART V – CORPORATE GOVERNANCE**

### **Compliance with the Manual of Corporate Governance**

In 2011, the Corporation adopted a Revised Manual on Corporate Governance pursuant to SEC Memorandum Circular No. 6, Series of 2009 and in amendment of its Manual on Corporate Governance dated August 21, 2002 as amended in June 2010.

By Certification dated January 7, 2013, the Corporate Secretary and Compliance Officer of the Company certified, as countersigned by the President, that to the best of her knowledge, information and belief, there is no material deviation from the Company's Revised Manual on Corporate Governance.

On December 1, 2014, the Board of Directors approved the Confirmation of Adoption of Manual of Corporate Governance of the Company.

To ensure compliance with the Revised Manual on Corporate Governance, the Compliance Officer shall, among other things, (i) monitor compliance with the provisions and requirements of the Revised Manual on Corporate Governance, (ii) determine violations thereof and recommend possible penalties for violation for further review and approval of the Board, and (iii) identify, monitor, and control compliance risks. Further, not later than 30<sup>th</sup> day of January each year, the Compliance Officer shall issue a certification on the extent of the Company's compliance with its Revised Manual on Corporate Governance for the completed year and explain the reason/s for any deviation therefrom.

Attached Updated ACGR for the year 2015.

**SIGNATURE**

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, in Makati on \_\_\_\_\_ April, 2016.

APR 14 2016

**GLOBAL FERRONICKEL HOLDINGS, INC.**

**Issuer**



**DANTE R. BRAVO**

**President**



**MARY BELLE D. BITUIN**

**Treasurer and Chief Finance Officer**



**MARIO A. NEVADO**

**AVP for Finance**



**NOEL B. LAZARO**

**Corporate Secretary/ Compliance Officer/  
Corporate Information Officer**

SUBSCRIBED AND SWORN to before me this APR 14 2016 day of April 2016, affiants exhibiting to me:

Name	TIN	Issuing Agency
Dante R. Bravo	242-508-759	Bureau of Internal Revenue
Mary Belle D. Bituin	102-096-952	Bureau of Internal Revenue
Mario A. Nevado	109-983-352	Bureau of Internal Revenue
Noel B. Lazaro	162-029-390	Bureau of Internal Revenue

Doc. No.: 442  
Page No.: 89;  
Book No.: 17;  
Series of 2016.

ATTY. JOHN DOMINIC A. PONCE, JR.  
NOTARY PUBLIC  
APPOINTMENT No. N-432 / MAKATI CITY  
UNITA LICENSED IN, 2016  
PTR No. 5325W/2 / 01-04-2016 / MAKATI CITY  
IBP No. 0019742 / 01-04-2016 / RIZAL  
MCLE COMPLIANCE No. IV-00-23626 / 05-29-2014  
ROLL NO. 36452