

SOUTH LUZON

TOLLWAY CORPORATION

20 March 2017

Philippine Dealing & Exchange Corp.
37th Floor, Tower 1, The Enterprise Center
6766 Ayala Avenue corner Paseo de Roxas
Makati City

Attention: **Ms. Vina Vanessa S. Salonga**
Head - Issuer Compliance and Disclosure Department

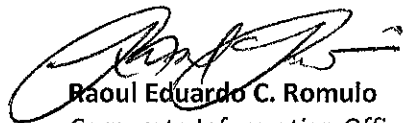
Re: South Luzon Tollway Corporation Php7.3 Billion Fixed Rate Bonds
SEC Form 17 – C Regular Meeting of the Board of Directors

Gentlemen:

In compliance with the Philippine Dealing & Exchange Corp. ("PDEX") guidelines, please find enclosed copy of our disclosure to Securities and Exchange Commission, in the form of SEC 17-C.

As agreed with you, we shall inform PDEX in case of any changes.

Very truly yours,


Raoul Eduardo C. Romulo
Corporate Information Officer

COVER SHEET

A 2 0 0 0 1 0 6 2 2

S.E.C. Registration Number

S O U T H L U Z O N T O L L W A Y
 C O R P O R A T I O N

(Company's Full Name)

K M 4 4 N B S L E X S I T I O L A T I A N
 B R G Y . M A P A G O N G C A L A M B A C I T Y

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

CYNTHIA M. LAURETA
 Contract Person

353-2509
 Company Telephone Number

1 2 3 1
 Month Day
 Fiscal Year

1 7 - C
 FORM TYPE
 (amended)

 Month Day
 Annual Meeting
 (2nd Thurs of May)

FIA
 Secondary License Type, If Applicable

 Dept. Requiring This Doc.

Amended Articles Number/Section

Thirteen (13)
 Total No. of Stockholders

Total Amount of Borrowings
 Domestic Foreign

To be Accomplished by SEC Personnel Concerned

File Number

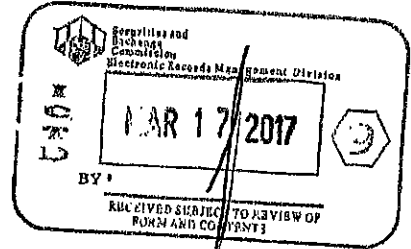
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STAMPS

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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

1. 14 March 2017
Date of Report (Date of earliest event reported)
2. SEC Identification Number A200010622 3. BIR Tax Identification No. 207-247-094
4. SOUTH LUZON TOLLWAY CORPORATION
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. Sitio Latian, Brgy. Mapagong, Calamba City 4027
Address of principal office Postal Code
8. (02) 584-4655
Issuer's telephone number, including area code
9. (N/A)
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class Number of Shares of Common Stock
Outstanding and Amount of Debt Outstanding

	<u>Amount</u>	<u>Interest Rate</u>
Series A	<u>₱2.4 Billion</u>	<u>4.9925%</u>
Series B	<u>₱2.4 Billion</u>	<u>5.5796%</u>
Series C	<u>₱2.5 Billion</u>	<u>6.4872%</u>
Total	<u>₱7.3 Billion</u>	

11. Indicate the item numbers reported herein: Item 4
Item 9

Item 4. Resignation, Removal or Election of Registrant's Directors or Officers

At the regular meeting of the Board of Directors (the 'Board') of the Corporation held on 14 March 2017, the following were elected as directors:

- a) Undersecretary Antonette C. Tionko, who was elected as a regular director *vice* Roberto B. Tan;
- b) Cristina Mia S. Pineda, who was elected as a regular director *vice* Toni Angeli V. Co; and
- c) Justice Jose Portugal Perez, who was elected as an independent director *vice* Justice Francisco H. Villaruz, Jr.

all to serve as directors for the remainder of the current year until their successors are duly elected and qualified.

Undersecretary Tionko and Ms. Pineda, both of the Department of Finance, are the new nominees of the Republic of the Philippines to the Board of the Corporation. Attached as Annex "A" is a copy of the 27 February 2017 letter of the Department of Finance, received by the Corporation on 9 March 2017, advising the undersigned of the appointment of the above mentioned nominees of the Republic of the Philippines.

Justice Perez was nominated by one of the stockholders of the Corporation, MTD Manila Expressways, Inc., represented by Mr. Ramon S. Ang, to replace Justice Francisco H. Villaruz, Jr., who passed away in November, 2016.

Attached as Annexes "B", "C" and "D" are the respective Curriculum Vitae of Undersecretary Tionko, Ms. Pineda and Justice Perez, showing their educational attainment and work experience in the past five (5) years.

Item 9. Other Events

Also at the regular meeting of the Board held on 14 March 2017, the following transactions were approved:

- 1) the appointment of the newly elected directors to the following Board committees:
 - a) Undersecretary Tionko as a member of the Compensation Committee, *vice* Mr. Tan;
 - b) Ms. Pineda as a member of the Finance Committee *vice* Ms. Co; and
 - c) Justice Perez as a member of the Audit Committee, *vice* Justice Villaruz, and as the Chairman of the Nominations Committee, *vice* Justice Villaruz; and
- 2) the declaration of a cash dividend of Php0.45/share in the total amount of Php1,631,250,000.00, to be paid out of the retained earnings of the Corporation as of 31 December 2016, and payable to all shareholders of record as of the date of the approval of the declaration on 14 March 2017 on the date of the approval of the declaration; and

- nothing follows -

SIGNATURES

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

SOUTH LUZON TOLLWAY CORPORATION

Issuer

14 March 2017

Date



CYNTHIA M. LAURETA
Compliance Officer

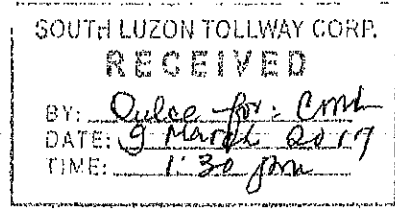
ANNEX "A"



Republic of the Philippines
DEPARTMENT OF FINANCE
Roxas Boulevard Corner Pablo Ocampo, Sr. Street
Manila 1004

February 27, 2017

Atty. CYNTHIA M. LAURETA
Corporate Secretary
South Luzon Tollway Corporation
Sitio Latian, Barangay Mapagong
Calamba City



Re: Designation of nominee-director of the Republic
of the Philippines in South Luzon Tollway
Corporation

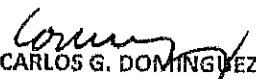
Dear Atty. Laureta:

In connection with the resignation of Mr. Roberto B. Tan and Ms. Toni Angeli V. Coo, the Republic of the Philippines (the "Republic") nominates Ms. Antonette C. Tionko and Ms. Cristina Mia S. Pineda, for election to the board of South Luzon Tollway Corporation (the "Corporation").

You are hereby instructed: (1) to cancel the stock certificate in the name of Mr. Tan and Ms. Coo and issue one share each in the names of Ms. Tionko and Ms. Pineda; and, (2) to transmit the same to the DOF. For your reference, we attach a copy of the memorandum from the Office of the President dated October 17, 2016, authorizing the Secretary of Finance to designate the Republic's nominee directors for the Corporation.

Thank you.

Very truly yours,


CARLOS G. DOMINGUEZ
Secretary



Office of the President
of the Philippines
Malacanan

DEPARTMENT OF FINANCE
Republic of the Philippines



MEMORANDUM FROM THE EXECUTIVE SECRETARY

FOR HON. CARLOS G. DOMINGUEZ III
Secretary, Department of Finance (DOF)

SUBJECT AUTHORITY TO (1) EXECUTE PROXIES TO ATTEND REGULAR
AND SPECIAL STOCKHOLDERS' MEETINGS OF VARIOUS
TOLLROAD JOINT VENTURE COMPANIES, AND VOTE THE
SHARES OF THE REPUBLIC OF THE PHILIPPINES; AND (2)
DESIGNATE THE NOMINEE DIRECTORS IN THESE
COMPANIES

DATE 17 October 2016

As requested you are hereby authorized to:

1. Execute proxies to attend the annual general and special stockholders meetings of the Manila North Tollway Corporation, Tollways Management Corporation, South Luzon Tollway Corporation and the Manila Toll Expressway Systems, Inc. which will be held on or before 31 December 2016 and to vote the shares of the Republic of the Philippines, thereat, and
2. Designate the nominee-directors of the Republic of the Philippines in the respective Board of Directors of the aforementioned tollroad joint venture companies

Please advise this Office of the actions taken on this matter.

By authority of the President

SALVADOR C. MEDIALDEA



ATTY. ANTONETTE C. TIONKO

PROFESSIONAL WORK EXPERIENCE

- Antonette was a principal of SGV & Co.'s Tax Services practice
- She joined SGV in 1992 and became a principal in 2002
- She has over 24 years of experience and knowledge in taxation
- Her areas of specialization are the taxation of financial institutions, particularly banks, insurance companies, and mutual funds
- She is also knowledgeable on taxation of the upstream Oil and Gas Industry

EDUCATION

- Antonette is a lawyer with a Juris Doctor degree from Ateneo de Manila Law School (1991). She passed the Philippine Bar Exams in the same year.
- She graduated with a degree in B.S. Legal Management from the Ateneo de Manila University (1987).
- She completed the Harvard University Program of Instruction for Lawyers (1997).
- She completed Asian Institute of Management program on Leadership and Strategy for the 21st Century (2010).
- She completed her primary and secondary education at the Ateneo de Davao University.

PROFESSIONAL AFFILIATIONS

- Integrated Bar of The Philippines

PERSONAL INFORMATION

- Residence Address: Makati City
- Date of Birth: May 5, 1967
- Place of Birth: Davao City
- Civil Status: Single
- Citizenship: Filipino
- Sex: Female

CRISTINA MIA SANDICO PINEDA

KEY PROFESSIONAL EXPERIENCE

Department of Finance | 2014 – present

Project Manager, Privatization and Office of Special Concerns

Privatization Transactions

- Supervises the Privatization Council Secretariat, the committee that evaluates and analyses issues involved in the prospective disposal of government assets and monitors the implementation of dispositive actions

Public-Private Partnerships (PPP)

- Provides recommendations on: (1) fiscal impact of proposed PPP projects to the NEDA Board; (2) draft policy circulars involving the PPP program to the PPP Governing Board
- Reviews draft concession agreements for PPP projects and identifies relevant government exposure and risk mitigation

Management of Government Corporations

- Acted as the alternate of the Secretary of Finance in his functions as a director of government corporations in housing/real estate and industrial sectors
- Handled housekeeping requirements for the government's stake in joint venture companies with private corporations

Litigation and Dispute Resolution

- Monitoring of various cases involving government claims and liabilities, and cases involving public utilities

Privatization and Management Office | 2011 – 2014

Legal Counsel

- Negotiated various privatization transactions
- Monitored compliance of several government corporations
- Drafted and reviewed proposed legislation involving management and disposition of government assets

Altamira Cas and Collado Law Offices | 2009 – 2011

Associate

- Handled litigation and negotiations for settlement of disputes
- Advised clients on doing business in the Philippines, including incorporation, due diligence, and documentation of the sale and purchase of assets

PROFESSIONAL DEVELOPMENT

- ADB Institute – Regulatory Reform; *Seoul, 2016*
- Harvard Executive Education – PPPs and Project Finance; *Singapore, 2016*

EDUCATION

Bachelor of Arts (2004) and Juris Doctor (2008) in University of the Philippines Diliman

ANNEX 'D'

BIOGRAPHICAL DATA



Jose Portugal Perez

I hereby certify that the information contained in this document and its supporting schedule of my own knowledge is true and correct.

24 February 2017

Jose Portugal Perez
Jose Portugal Perez
Affiant

SUBSCRIBED AND SWORN to before me this 24th day of February 2017 in Pasig City, affiant having exhibited to me his Community Tax Certificate No. 10445007 issued on February 10, 2016 in Manila as well as competent evidence of identity in the form of his Taxpayer's Identification Card with No. 135-903-375.

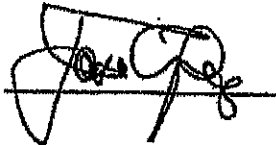
Doc. No. 134
Page No. 29
Book No. 01
Series of 2017.

Ernesto Bernarido
ERNESTO BERNARDO
Notary Public for the Cities of Pasig, San Juan
And Municipality of Pataga
Commission until 31 December 2017
204 Bascom Court 2nd Floor, Upper Circle Pasig City
AFP. No. 95 (2016-2017) - Roll No. 6434
PFE No. 201713-01-01-2017: Pasig City
DIP No. 1480704 01-01-2017: 2016
MCLC Compliance No. Y-0817047, 01-13-2016

I. PERSONAL

1. Name : Jose Portugal Perez
2. Citizenship : Filipino
3. Date of birth : December 14, 1946
4. Place of birth : Batangas City
5. Civil Status : married
6. Name of Spouse : Expedita Sabile Perez
7. Names of children : Jerico Sabile Perez
Zernan Sabile Perez
Donnabelle Perez-Yoro
8. Residence : 105 12th Ave. West, Caloocan City
 - a. Present : same
 - b. Residence for the past 15 years : same
9. Business Address & Tel. No.

Unit 3012 Manila Residences Bocobo St, Manila
0917-7211446
10. For Alien Only : N/A
 - a. ACR No. Date:
 - b. Department of Labor Reg. No. Date:



II. EDUCATION AND TRAINING

11. College or University Education only or Highest Educational Attainment, if not a Degree Holder:

DEGREE/COURSE	SCHOOL LAST ATTENDED	YEAR GRADUATED/YRS ATTENDED IF NOT GRAD.
LLB	University of the Philippines Member of the Order of the Purple Feather, UP Law Honor Society	1967-1971
AB Pol. Science	University of the Philippines	1963-1967

12. Training in Financial Management and Other Related Fields:

NATURE/TITLE	CONDUCTED BY	YEAR TAKEN
N/A		

III. WORK EXPERIENCE

13. Present Position:

NAME OF OFFICE	POSITION	DATE ASSUMED
Supreme Court of the Philippines	Retired Associate Justice	

14. Past Positions (including Corporate Directorships) for the last ten years:

NAME OF OFFICE	POSITION	DURATION	
		From	To
Supreme Court of the Philippines	Associate Justice	December 26, 2009	December 14, 2016
	Court Administrator	July 10, 2008	December 25, 2009
	Deputy Court Administrator	December 12, 2000	July 9, 2008
	Assistant Court Administrator	November 4, 1996	December 11, 2000

15. Past Positions (including Directorships in Government Financial Institutions) – Government last ten years:

NAME OF OFFICE	POSITION	DURATION	
		From	To
N/A			

IV. FAMILY RELATIONS

16. Name of Spouse : Expedita Sable Perez

17. Tax Identification Number of Director/Officer: 135-903-375

18. First Degree (relatives of legal age only) - By consanguinity

NAME	RELATIONSHIP
Luciano G. Perez	Father (deceased)
Engracia P. Perez	Mother (deceased)
Jerico S. Perez	Son
Zeman S. Perez	Son
Donnabelle Perez-Yoro	Daughter

19. First Degree (relatives of legal age only) - By Affinity

NAME	RELATIONSHIP
Juan G. Sable	Father in law (deceased)
Crisanta I. Sable	Mother in law (deceased)
Catherine Rose L. Perez	Daughter in law
Katherine P. Perez	Daughter in law
Tristan Emerson R. Yoro	Son in law

20. Have you ever been convicted, judicially or administratively of an offense or judicially declared insolvent, spendthrift or incapacitated to contract?
 YES NO

PARTICULARS, NATURE OF OFFENSE	COURT OF JURISDICTION	DATE OF INFORMATION FILED

Note: Please add other information you may wish to consider in this regard. Use additional sheets if necessary.

