

COVER SHEET

C S 2 0 0 7 1 1 7 9 2
S.E.C. Registration Number

G T C A P I T A L H O L D I N G S , I N C .

(Company's Full Name)

4 3 r d F L O O R , G T T O W E R I N T E R N A -
T I O N A L A Y A L A A V E N U E C O R N E R H . V
D E L A C O S T A S T R E E T M A K A T I C I T Y

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

Atty. Joselito V. Banaag

Contact Person

8 3 6 - 4 5 - 0 0
Company Telephone Number

1 2 3 1
Month Day

Fiscal Year

SEC Form 17-C

Form Type

Second Monday of May

Regular Meeting

Certificate of Permit to Offer Securities for Sale (Order #092)
Secondary License type, if applicable

M S R D
Dept. Requiring this Doc.

Amended Articles Number/Section

75
Total No. of Stockholders

Total amount of Borrowings

Domestic

Foreign

To be Accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

Remarks = Pls. use black ink for scanning purposes.

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. May 12, 2014
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200711792** 3. BIR Tax Identification No. **006-806-867**
4. GT Capital Holdings, Inc.
Exact name of issuer as specified in its charter
5. Philippines 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. 43/F GT Tower International, 6813 Ayala Avenue corner H.V. Dela Costa Street, Makati City
Postal Code: **1227**
Address of principal office:
8. (632) 836-4500
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

Common Shares

174,300,000

11. Indicate the item numbers reported herein:

Item 4(b)(ii) Election of Directors and Appointment of Officers

At the Annual Stockholders Meeting of GT Capital Holdings, Inc. (the "Corporation") held earlier today, May 12, 2014, the following directors were elected:

- | | | |
|--------------------------------|---|--------------------|
| 1. George S.K. Ty | - | Group Chairman |
| 2. Arthur Vy Ty | - | Chairman |
| 3. Alfred Vy Ty | - | Vice Chairman |
| 4. Carmelo Maria Luza Bautista | - | Director/President |

- | | | |
|-----------------------------|---|-----------------------|
| 5. Solomon S. Cua | - | Director |
| 6. Roderico V. Puno | - | Director |
| 7. David T. Go | - | Director** |
| 8. Francisco C. Sebastian | - | Director** |
| 9. Jaime Miguel G. Belmonte | - | Independent Director* |
| 10. Christopher P. Beshouri | - | Independent Director* |
| 11. Wilfredo A. Paras | - | Independent Director* |

* As provided under Section 38 of the Securities Regulation Code (Republic Act No. 8799, as amended) and SRC Implementing Rule 38.1.

**Mr. Francis C. Sebastian and Dr. David T. Go shall assume their seats upon the approval by the Securities and Exchange Commission of the amendment of the Articles of Incorporation of the Corporation increasing the number of directors from nine (9) to eleven (11)

At the Organizational Meeting of the Board of Directors ("Organizational Meeting") that followed immediately after the Annual Stockholders Meeting, the following officers of the Corporation were appointed:

- | | | |
|--------------------------------|---|--|
| 1. Carmelo Maria Luza Bautista | - | President |
| 2. Mary V. Ty | - | Treasurer |
| 3. Anjanette T. Dy Buncio | - | Assistant Treasurer |
| 4. Alesandra T. Ty | - | Assistant Treasurer |
| 5. Antonio V. Viray | - | Corporate Secretary |
| 6. Margaret Ty Cham | - | Assistant Corporate Secretary |
| 7. Jocelyn Y. Kho | - | Assistant Corporate Secretary |
| 8. Francisco H. Suarez, Jr. | - | Senior Vice President and Chief Financial Officer |
| 9. Joselito V. Banaag | - | Vice President and Head, Legal and Compliance |
| 10. Jose B. Crisol, Jr. | - | Vice President and Head, Investor Relations and Corporate Communications |
| 11. Susan E. Cornelio | - | Vice President and Head, Human Resources |
| 12. Richel D. Mendoza | - | Vice President and Chief Audit Executive |
| 13. Reyna Rose P. Manon-og | - | Vice President and Head, Accounting and Financial Control |

Furthermore, the Board of Directors of the Corporation appointed Messrs. Pascual M. Garcia III and Antonio S. Abacan, Jr. as Advisers to the Board of Directors.

Also during the Organizational Meeting, the following were appointed to the various Board Committees of the Corporation:

| Executive Committee | |
|---------------------------------|---------------|
| Mr. Alfred Vy Ty | Chairman |
| Ms. Mary Vy Ty | Vice-Chairman |
| Mr. Carmelo Maria Luza Bautista | Member |
| Mr. Solomon S. Cua | Member |
| Mr. Arthur Vy Ty | Adviser |

| Audit Committee | |
|-----------------------------|----------|
| Mr. Wilfredo A. Paras | Chairman |
| Mr. Christopher P. Beshouri | Member |
| Mr. Solomon S. Cua | Member |

| Compensation Committee | |
|-------------------------------|----------|
| Mr. Alfred Vy Ty | Chairman |
| Mr. Solomon S. Cua | Member |
| Mr. Jaime Miguel G. Belmonte | Member |

| Nominations Committee | |
|---------------------------------|----------|
| Mr. Roderico V. Puno | Chairman |
| Mr. Carmelo Maria Luza Bautista | Member |
| Mr. Wilfredo A. Paras | Member |

| Corporate Governance Committee | |
|---------------------------------------|----------|
| Mr. Christopher P. Beshouri | Chairman |
| Mr. Wilfredo A. Paras | Member |
| Mr. Jaime Miguel G. Belmonte | Member |

Item 9. Other Events

Amendment of By-Laws

The stockholders, by affirmative vote of a majority of the outstanding capital stock of the Corporation, approved the amendment of Article III, Section 3 of the Corporation's By-laws reducing the number of shares required to qualify as a director of the Corporation from one thousand (1,000) to one hundred (100).

Amendment of Articles of Incorporation

The stockholders, by affirmative vote of two-thirds of the outstanding capital stock of the Corporation, also approved the amendment of Article SIXTH of the Corporation's Articles of Incorporation increasing the number of directors of the Corporation from nine (9) to eleven (11).

Re-Appointment of External Auditors

Finally, the stockholders, upon recommendation of the Audit Committee of the Corporation, by a majority vote of its outstanding capital stock, re-appointed Sycip Gorres Velayo & Company as the external auditors of the Corporation for the year 2014-2015.

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.

GT Capital Holdings, Inc.

Issuer



Josellito V. Banaag

Vice President and Head,
Legal and Compliance Division

Date: **May 12, 2014**