



102192018002152

**SECURITIES AND EXCHANGE COMMISSION**

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

Barcode Page

The following document has been received:

Receiving Officer/Encoder : Jay S. Torres

Receiving Branch : Tarlac City Branch

Receipt Date and Time : February 19, 2018 03:14:10 PM

Received From Head Office :

Company Representative

Doc Source

Company Information

SEC Registration No.	CS201000985
Company Name	SFA SEMICON PHILIPPINES CORPORATION
Industry Classification	Mfg., N.E.C.
Company Type	Stock Corporation

Document Information

Document ID	102192018002152
Document Type	LETTER/MISC
Document Code	LTR
Period Covered	February 15, 2018
No. of Days Late	0
Department	CED/CFD/CRMD/MRD/NTD
Remarks	Changes in Directors and/or Officers

Reason for Edit Receipt Date:

COVER SHEET

for Applications at

TARLAC CITY EXTENSION OFFICE

Nature of Application	S.E.C. Registration Number
Changes in Directors and/or Officers	C S 2 0 1 0 0 0 9 8 5

Company Name
S F A S E M I C O N P H I L I P P I N E S
C O R P O R A T I O N

Business Address: No. Street City / Town / Province
P A N D A Y P I R A A V E N U E C O R N E R C R E E
K S I D E R O A D C L A R K F R E E P O R T Z O N E
P A M P A N G A P H I L I P P I N E S

COMPANY INFORMATION		
Company's Email Address	Company's Telephone Number/s	Company's Facsimile Number/s
ssphr@sfasemicon.com	045-499-1742; 045-499-1749	045-499-1996

CONTACT PERSON INFORMATION			
Name of Contact Person	Email Address	Telephone Number	Facsimile Number/s
Elena Joy M. Cavestany	elena.cavestany@sfasemicon.com	045-499-1756	045-499-1996
Contact Person's Address			

Panday Pira Avenue Corner Creekside Road., Clark Freeport Zone, Pampanga, Philippines

To be accomplished by SEC - TCEO Personnel		
	Date	Signature
Assigned Processor:		
Returned to Client:		
Reason:		

Document I.D.	
Received by:	Clerk-in-Charge
Forwarded to:	
<input type="checkbox"/>	Cashier
<input type="checkbox"/>	Clerk-in-Charge
<input type="checkbox"/>	Director
<input type="checkbox"/>	Releasing Officer



SFA Semicon Philippines Corporation

Panday Pira Ave. Creekside Rd. Clark Freeport Zone, Pampanga, Philippines

Tel. No. (045) 499-1746 / Fax No. (045) 499-1996

February 15, 2018

SECURITIES AND EXCHANGE COMMISSION

Tarlac Extension Office

Tarlac City

Attention: **Atty. Richard R. Laus**
Director – Tarlac Extension Office

Re : Change in Directors and/or Officers

Gentlemen:

In compliance with the requirements of the Securities and Exchange Commission and the Philippine Stock Exchange, we submit herewith a copy of the PSE Disclosure Form 4-8 Report on the Change in Directors and/or Officers of SSPC effective March 1, 2018 as filed with the Exchange.

Thank you very much.

Very truly yours,


ATTY. ANNA GAYLE T. BARIN

Corporate Lawyer/ Corporate Information Officer

C00883-2018

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. Date of Report (Date of earliest event reported)
Feb 13, 2018
2. SEC Identification Number
CS201000985
3. BIR Tax Identification No.
007-582-936
4. Exact name of issuer as specified in its charter
SFA SEMICON PHILIPPINES CORPORATION
5. Province, country or other jurisdiction of incorporation
Pampanga, Philippines
6. Industry Classification Code (SEC Use Only)
7. Address of principal office
Panday Pira Avenue, corner Creekside Road, Clark Freeport Zone, Pampanga
Postal Code
2009
8. Issuer's telephone number, including area code
045-499-1742 / 045-499-1746 / 045-499-1756
9. Former name or former address, if changed since last report
PHOENIX SEMICONDUCTOR PHILIPPINES CORP.
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	2,165,024,111
11. Indicate the item numbers reported herein
Item 9. Other Events

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

SFA SEMICON
SFA Semicon Philippines Corporation
SSP

**PSE Disclosure Form 4-8 - Change in Directors and/or Officers
(Resignation/Removal or Appointment/Election)
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules**

Subject of the Disclosure

Election of replacement Director for Mr. Hyunchul Lee

Background/Description of the Disclosure

In accordance with the policy of its parent company, SFA Semicon Co., Ltd. ("SSK"), on the rotation of Korean expatriates in its subsidiaries, the Board of Directors of the Company, at its regular meeting held today, approved the election of Replacement Director for Hyunchul Lee.

Upon nominations duly made and seconded, and in accordance with the recommendation of the Nomination Committee, the Board of Directors unanimously elected Mr. Joonsang Kang as director of the Corporation, to serve as such effective on March 1, 2018 for the remainder of the unexpired term of Mr. Lee and until Mr. Kang's successor shall have been duly elected and qualified.

Resignation/Removal or Replacement

Name of Person	Position/Designation	Effective Date of Resignation/Cessation of term (mmm/dd/yyyy)	Reason(s) for Resignation/Cessation
Hyunchul Lee	Director	03/01/2018	Rotation of expatriates in subsidiaries.
Anna Gayle T. Barin	Assistant Corporate Secretary	03/01/2018	Voluntary resignation from the Company due to personal considerations.

Election or Appointment

Name of Person	Position/Designation	Date of Appointment/Election (mmm/dd/yyyy)	Effective Date of Appointment Election (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
				Direct	Indirect	
Joonsang Kang	Director, Audit Committee Member	03/01/2018	03/01/2018	1	0	Not Applicable

Promotion or Change in Designation

Name of Person	Position/Designation		Date of Approval (mmm/dd/yyyy)	Effective Date of Change (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
	From	To			Direct	Indirect	
-	-	-	-	-	-	-	-

Other Relevant Information

Please see attached SEC Form 17-C for further details.

Filed on behalf by:

Name: Anna Gayle Barin
Designation: Assistant Corporate Secretary

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. **February 13, 2018**

Date of Report (Date of earliest event reported)

2. SEC Identification Number **CS201000985** 3. BIR Tax Identification No. **007-582-936**

4. **SFA SEMICON PHILIPPINES CORPORATION**

Exact name of issuer as specified in its charter

5. **Pampanga, Philippines**

Province, country or other jurisdiction of
incorporation

6. (SEC Use Only)

Industry Classification Code

7. **Panday Pira Avenue, corner Creekside Road, Clark Freeport Zone, Pampanga 2009**

Address of principal office

Postal Code

8. **045-499-1742 / 045-499-1746 / 045-499-1756**

Issuer's telephone number, including area code

9. **Not Applicable**

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

2,165,024,111

11. Indicate the item numbers reported herein: **Item 9. Other Events**

The Board of Directors of the Company, at its regular meeting held today, approved the following:

1. **Audited Financial Statements of the Corporation as of December 31, 2017**

The Board of Directors of the Corporation approved the Corporation's Audited Financial Statements as of December 31, 2017, substantially in the form presented to the Board and recommended by the Audit Committee. Together with this approval comes the authorization to release and issue of the said Financial Statements.

Likewise, the Board authorized either the incumbent President and the Treasurer of the Corporation to sign, execute, deliver and receive any and all papers and documents (including, without limitation, the Statements of Management Responsibility), and otherwise do any and all acts necessary or appropriate, for the approval, release, and issuance of the Corporation's Financial Statements.

2. **Filing of the Corporations SEC Form 17A before April 13, 2018**

The Board of Directors approved the Corporation's SEC Form 17-A, substantially in the form presented to the Board and recommended by the Audit Committee, as well as its release and issuance necessary for subsequent filing with the Securities and Exchange Commission and the Philippine Stock Exchange.

For this, each of the Chairman and President of the Corporation, Mr. Byunggil Go, and the Treasurer of the Corporation, Mr. Byungjin Cho, were authorized on behalf of the Corporation to sign, execute, deliver and receive any and all papers and documents, and otherwise do any and all acts necessary or appropriate, for the approval, release, issuance and filing of the said SEC Form 17-A.

3. Recommendation of Appointment of External Auditors for the Year 2018-2019

The Board of Directors, together with the unanimous recommendation of the Audit Committee, agreed to recommend to the stockholders at their upcoming 2018 annual stockholder's meeting, the re-appointment of SyCip Gorres Velayo & Co. as external auditors of the Corporation for the year 2018-2019.

4. Report on the Annual Internal Audit Report for 2017

Ms. Anna Gayle T. Barin, the Corporation's Assistant Corporate Secretary and in-house counsel, reported to the Board that the Audit Committee approved in its meeting the Internal Audit Report of the Corporation for the year 2017 as prepared by Ms. Marlyn C. Ocampo, who has resigned from the Corporation effective on January 29, 2018.

5. Report of the Risk Management Committee

In the February 13, 2018 meeting of the Risk Management Committee, the members of the Risk Management Unit of the Corporation presented their reports on the risk occurrences for the fourth quarter of the year 2017.

6. Nominee for Replacement Director and Audit Committee Member

Ms. Mary Delia G. Tomacruz, reported to the Board that in the February 13, 2018 meeting of the Nomination Committee, the members agreed to the nomination of Mr. Joon Sang Kang as (i) replacement Director, and (ii) member of the Audit Committee, to fill up these vacated seats of Mr. Lee effective March 1, 2018 and to serve in such positions for the remaining term of Mr. Hyun Chul Lee.

Upon nomination duly made and seconded, the Board of Directors unanimously elected Mr. Joon Sang Kang as Director of the Corporation and member of the Audit Committee.

7. List of Nominees for Members of the Board of Directors for Year 2018-2019

Ms. Mary Delia G. Tomacruz reported to the Board that in the February 13, 2018 meeting of the Nomination Committee, the members agreed to the nomination of the following final list of candidates for members of the Board of Directors of the Corporation for the Year 2018-2019 at the Annual Stockholders' Meeting on April 20, 2018, having determined that each of the nominees possesses all the qualifications and does not possess any of the disqualifications of a director under applicable laws and rules and regulations, the Corporation's By-Laws, and the Corporation's Revised Manual of Corporate Governance:

Byunggil Go
Hyunggoo Oh
Joon Sang Kang
Daekyu Kang
Byungjin Cho
Carlos R. Alindada – Independent Director
Mary Delia G. Tomacruz – Independent Director

The Board noted the report of Ms. Tomacruz.

8. Resignation of the Assistant Corporate Secretary

Ms. Anna Gayle T. Barin formally advised the Board of Directors of her resignation as Assistant Corporate Secretary of the Corporation effective on March 1, 2018.

The Board noted Ms. Barin's advice and thanked her for her services to the Corporation.

9. Other Matters

a. *Setting of Record Date*

With the permission of the Chairman, the Secretary discussed the need to set a record date for the Corporation in order to determine the stockholders entitled to notice of, to vote at, and for other purposes for, the annual stockholders' meeting of the Corporation on April 20, 2018.

Upon motion duly made and seconded, the Board of Directors unanimously approved March 20, 2018 as the record date for the purpose of determining the stockholders entitled to notice of, to vote at, and for other purposes for, the annual stockholders' meeting of the Corporation on April 20, 2018.

b. *Update on Arrangement for the Annual Stockholders' Meeting on April 20, 2018.*

The Board approved the proposed time and venue for the annual stockholders' meeting on April 20, 2018. It will be at 10:00 A.M. at the Rochester Function Room, Royce Hotel and Casino, Clarkfield Freeport Zone, Pampanga. Registration time is from 9:00 A.M. to 9:50 A.M. The deadline for the submission of the proxies is on April 3, 2018, and the proxy validation date is on April 6, 2018 by the Corporation's stock transfer agent, BDO Unibank, Inc. Trust and Investments Group, Stock Transfer Department.

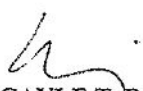
Please refer to attached approved Agenda for Annual Stockholders Meeting of the Corporation.

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed this February 13, 2018 on its behalf by the undersigned hereunto duly authorized.

SFA SEMICON PHILIPPINES CORPORATION

Issuer

By:


ATTY. ANNA GAYLE T. BARIN
Corporate Lawyer/ Corporate Information Officer