

COVER SHEET

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SEC Registration Number

M	I	L	L	E	N	N	I	U	M		G	L	O	B	A	L								
	H	O	L	D	I	N	G	S	,		I	N	C	.										

(Company's Full Name)

2	N	D		F	L	O	O	R		S	E	N	S	E	S		S	P	A					
B	U	I	L	D	I	N	G	,		M	I	A		R	O	A	D		C	O	R	N	E	R
P	I	L	D	E	R	A		S	T	R	E	E	T	,		T	A	M	B	O	,			
P	A	R	A	N	A	Q	U	E		C	I	T	Y											

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

Mr. Yang Chi Jen (a.k.a. Michael Yang)

President and CEO

Ms. Amelia Tan

Treasurer

Atty. LyraGracia Y. Lipae-Fabella

Corporate Secretary/

Corporate Information and Compliance Officer

Contact Person Company

(632) 551-2575

Telephone Number

1	2
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Month

3	1
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Day

Fiscal Year

20-IS

FORM TYPE

0	6
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Month

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Day

Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/ Section

Total Amount of Borrowings

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Total No. of stockholders

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document I.D.

Cashier

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STAMPS

Remarks= pls. use black ink for scanning purposes

MILLENNIUM GLOBAL HOLDINGS, INC.


NOTICE OF THE ANNUAL MEETING OF STOCKHOLDERS

Notice is hereby given that the Annual Stockholders' Meeting of **MILLENNIUM GLOBAL HOLDINGS, INC.** will be held on **December 16, 2015** at 7:00 A.M. at 2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City.

AGENDA:

1. Call to Order;
2. Certification of Notice and Quorum;
3. Approval of the Minutes of the Annual Stockholders' Meeting held on November 28, 2014;
4. Adoption of the Audited Financial Statements for the calendar year ended December 31, 2014 as contained in the Annual Report;
5. Management Report;
6. Approval of the Corporation's equity restructuring for the purpose of wiping out/reducing the Company's deficit. The par value of P1.00/share shall be decreased to P0.10/share without change in the number of common shares;
7. Ratification of All Previous Acts and Proceedings of the Board of Directors and Officers;
8. Election of Directors for 2015-2016;
9. Appointment of External Auditor;
10. Other Matters; and
11. Adjournment

Only stockholders of record at the close of business hours on **October 26, 2015** are entitled to notice of, and vote at this meeting. For convenience in registering your attendance, please bring your valid Identification Card and present the same at the registration desk.



LYRA GRACIA Y. LIPAE-FABELLA
Corporate Secretary

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS**

**INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE**

1. Check the appropriate box:

☐ Preliminary Information Statement

☒ Definitive Information Statement

2. Name of Registrant as specified in its charter: **MILLENNIUM GLOBAL HOLDINGS, INC.**

3. Province, country or other jurisdiction of incorporation or organization

Metro Manila, Philippines

4. SEC Identification Number **25160**

5. BIR Tax Identification Code **000-189-138-000**

6. Address of principal office Postal Code

2nd Floor Senses Spa Bldg., MIA Road corner Pildera St. Tambo, Paranaque City 1701

7. Registrant's telephone number, including area code **(632) 551-2575**

8. Date, time and place of the meeting of security holders

Date: **December 16, 2015**

Time: **7:00 o'clock in the morning**

Place: **2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City**

9. Approximate date on which the Information Statement is first to be sent or given to security holders:
November 24, 2015.

10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of shares of common stock outstanding or amount of debt outstanding
Common	2,134,215,000

12. Are any or all of registrant's securities listed in a Stock Exchange?
Yes. The common stocks are listed in the **Philippine Stock Exchange, Inc.**

**WE ARE NOT ASKING YOU FOR A PROXY
AND YOU ARE REQUESTED NOT TO SEND US A PROXY**

INFORMATION STATEMENT

GENERAL INFORMATION

1. Date, time and place of meeting of security holders.

The annual stockholders meeting of **MILLENNIUM GLOBAL HOLDINGS, INC.** (the “Company”) shall be held on:

Date: December 16, 2015

Time: 7:00 o'clock in the morning

Place: 2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City

The complete mailing address of principal office of the Company is 2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City. The information statement is first to be sent or given to security holders approximately on November 24, 2015.

2. Dissenters' Right of Appraisal

Stockholders who shall vote against the proposal to (1) any amendment to the Amended Articles of Incorporation which has the effect of changing or restricting the rights of any stockholder or class of shares or of authorizing preferences over the outstanding shares or of extending or shortening the term of corporate existence; (2) in case of any sale, lease, mortgage or disposition of all or substantially all the corporate property or assets; or (3) in case of merger or consolidation.

Stockholders who shall vote against the proposal to amend the Amended Articles of Incorporation of the Company shall be entitled to exercise their right of appraisal. With respect to any matter to be acted upon at the annual meeting which may give rise to the right of appraisal, in order that dissenting stockholders may exercise their appraisal right, such dissenting stockholders, within thirty (30) days after the date of the annual meeting at which meeting such stockholder voted against the corporate action shall make a written demand on the Company for the value of their shares. Failure to make the demand within such period shall be deemed a waiver of the appraisal right. The procedure to be followed in exercising the appraisal right shall be in accordance with Section 81 to 86 of the Corporation Code.

3. Interest of Certain Persons in Matters to be Acted Upon

Except for Agenda Item No. 8 which is the item on election of directors, no person who has been a director or officer of the Company at any time since the beginning of the last calendar year, or any nominee for election as director, or associate of any of the foregoing persons, has any interest in, direct or indirect, or opposition to matters to be acted upon in the meeting.

None of the incumbent directors has informed the Company in writing of an intention to oppose any action to be taken by the Company at the meeting.

CONTROL AND COMPENSATION INFORMATION

4. Voting Securities and Principal Holders Thereof

- (a) The Company's total outstanding shares entitled to vote consist of **2,134,215,000** common shares, with each share entitled to one (1) vote. The nationalities of the stockholders and their respective stockholdings as of October 25, 2015 are as follows:

Nationality	No. of Stockholders	No. of Shares	%
Filipino	728	1,341,275,401	62.85
Chinese	4	104,190	0.00
Malaysian	4	2,002	0.00
American	4	6,107,671	0.29
Others	8	786,725,736	35.43
Total	747	2,134,215,000	100.00

- (b) The record date for the determination of the stockholders entitled to vote at the meeting is fixed on **October 26, 2015**, at the close of business hours.

(c) During the election of directors, every stockholder entitled to vote shall have the right to vote in person or by proxy the number of shares standing in his own name in the Stock and Transfer Book of the Company at the time of the election. Pursuant to Section 24 of the Corporation Code, a stockholder may vote such number of shares registered in his name as of the record date for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit; Provided that, the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the Company multiplied by the whole number of directors to be elected. There are no stated conditions precedents to the exercise of cumulative rights.

The total number of votes that may be cast by a stockholder of a Company is computed as follows: *no. of shares held on record as of record date x 11 directors*. Candidates receiving the highest number of votes will be declared elected.

- (d) Security Ownership of Certain Record and Beneficial Owners and Management as of October 26, 2015

- 1.) The persons known to the Company to be directly or indirectly the record or beneficial owner of more than 5% of the Company's voting securities as of October 26, 2015 are as follows:

Title of Class	Name, address of record owner and relationship with issuer	Name of Beneficial owner and relationship with record owner	Citizenship	No. of Shares Held	Percentage
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		(Direct)			
Common	PCD Nominee Corp. (Filipino) 37F Tower 1, Enterprise Bldg, 6766 Ayala Avenue, Makati City Stockholder	Yang Chi Jen is the beneficial owner of 371,091,130 shares None.	Filipino	1,088,560,133	51.01%
Common	PCD Nominee Corp. (Foreign) 37F Tower 1, Enterprise Bldg, 6766 Ayala Avenue, Makati City Stockholder	Conqueror Space Ltd. is the beneficial owner of 704,714,458 shares Yu Chi Hin has been designated as the duly authorized person to vote for the shares of Conqueror Space Ltd. None.	Filipino	758,323,214	35.53%
Common	Yang Chi Jen Blk 4 Lot 6 John St. Multinational Village, Parañaque City Chairman/President and CEO	Yang Chi Jen is the beneficial owner and record owner	Filipino	139,215,000	6.523007%

Apart from the above, there are no other stockholders who own more than 5% of the outstanding capital stock under the PCD Nominee Corp (Filipino) and PCD Nominee Corp (Foreign).

2.) The following are the security ownership of the directors, nominees and corporate officers of the Company as of November 24, 2015:

Title of Class	Name of Beneficial Owner; Relationship with Issuer	Amount and Nature of Beneficial Ownership (direct & indirect)	Citizenship	Percentage
Common	Yang Chi Jen Chairman/President and CEO	139,215,000 shares (direct); 371,091,130(indirect)	Filipino	23.91%
Common	Norberto G. Tan Director	1,000 shares (direct)	Filipino	0.00%
Common	Nancy T. Golpeo Director	1,000 shares (direct)	Filipino	0.00%
Common	Hsien-Tzu Yang Director	1,000 shares (direct)	Taiwanese	0.00%
Common	Hsin – Jan Wan	10,000 shares (indirect)	Taiwanese	0.00%

Common	Willy O. Dizon Director	3,501,000 shares (direct)	Filipino	0.16%
Common	Maria Soledad C. Lim Director	1,000 shares (direct)	Filipino	0.00%
Common	Jose Marie E. Fabella	10,000 shares (direct)	Filipino	0.00%
Common	Clemencia R. Cortezano Director	1,000 shares (direct)	Filipino	0.00%
Common	Ernesto S. Go Independent Director	1,000 shares (direct)	Filipino	0.00%
Common	Rosa R. Cinco Independent Director	10,000 shares (direct)	Filipino	0.00%
Common	Amelia T. Tan	None	Filipino	0.00%
Common	Lyra Gracia Y. Lipae- Fabella	None	Filipino	0.00%

The total security ownership, direct and indirect, of the directors and corporate officers of the Company as a group, as of November 24, 2015, is 513,843,130 common shares, equivalent to 24.07% of the outstanding capital stock of the Company.

3.) There are no persons holding 5% or more of a class under a voting trust or similar arrangement.

4.) Changes in Control

On February 21, 2012, the Corporation entered into a Share Purchase Agreement (or MOU) with Conqueror Space Ltd. Consequently, Conqueror Space Ltd. entered into a Subscription Agreement for the subscription of total of 704,714,458 shares of the Company at P1.00 per share or at par value.

As of date, Conqueror Space Ltd. owns 33.01% of the total outstanding capital stock of the Company.

5. Directors and Executive Officers

(a) The names of incumbent Directors and Key Corporate Officers, and their respective ages, citizenships, positions and terms of office are as follows:

1) Directors and Executive Officers:

Name	Age	Citizenship	Position	Term of Office*
Yang Chi Jen (a.k.a Michael Yang)	45	Filipino	Chairman/ President & CEO/ Alternate Corporate Information and Compliance Officer	November 28, 2014 – present
Hsin – Jan Wan	51	Taiwanese	Director	March 13, 2015 - present
Nancy T. Golpeo	53	Filipino	Director	November 28, 2014 – present

Jose Marie E. Fabella	39	Filipino	Director	November 28, 2014 – present
Hsien-Tzu Yang	74	Taiwanese	Director/ Deputy Chairman	November 28, 2014 – present
Willy O. Dizon	59	Filipino	Director	November 28, 2014 – present
Maria Soledad C. Lim	54	Filipino	Director	November 28, 2014 – present
Norberto G. Tan	63	Filipino	Director	November 28, 2014 – present
Clemencia R. Cortezano	54	Filipino	Director/Alternate Corporate Information and Compliance Officer	November 28, 2014 – present
Ernesto S. Go	63	Filipino	Independent Director	November 28, 2014 – present
Rosa R. Cinco	42	Filipino	Independent Director	November 28, 2014 – present
Amelia T. Tan	49	Filipino	Treasurer	November 28, 2014 – present
Lyra Gracia Y. Lipae-Fabella	39	Filipino	Corporate Secretary, Corporate Information and Compliance Officer	November 28, 2014 – present

*Reckoned from date of last election

PROFILES OF DIRECTORS AND EXECUTIVE OFFICERS

YANG CHI JEN (a.k.a Michael Yang)

Chairman/President & CEO/ Alternate Corporate Information and Compliance Officer

Mr. Yang has 3 decades of extensive experience in the export/import business as he has been immersed in the day to day operations of various businesses owned by his family. Mr. Yang is the controlling shareholder of Millennium Ocean Star Corporation; ShieJie Corporation, a company engaged in the business of seafood processing, packing, and import/export trading; Jomark Food Corporation, a company engaged in fish and squid ball, kikiam, crab nuggets processing and serves as the local distributor of Millennium products; and Lion Head Int'l Corporation, a company engaged in spa business. He was educated in Taiwan where he attended Kweishan Junior High School.

HSIEN-TZU YANG

Director/ Deputy Chairman

Mr. Yang has had more than 3 decades experience in the areas of seafood processing, packing, canning, and manufacturing of marine products. For a number of years he ran ShieJie Corporation, South Sea Marine Products, Tawi-Tawi King Fisher Incorporated and South Phil. Marine Products, Incorporated. He was educated in Taiwan where he attended Taichung Elementary School.

HSIN-JAN WAN

Director

Mr. Wan has served as Finance Vice President of the Manhattan International Co., Ltd (Cambodia) from September 2013 until October 2014; Acting CFO & MBOS Director of Nippecraft Limited (Singapore) from November 2006 until July 2013; Finance & Administration Director of Jinxing Paper Industry Co. (China) from September 2005 – November 2006; Verification Deputy Manager of PT Pabrik Kertas Tjiwi Kimia Tbk (Indonesia) from August 2000 - November 2004; Finance & Administration Manager of Contex Textile Co. (Philippines), Logimas Manufacturing Co. (Philippines) and Markwins Cosmetics Co. (China) from 1996- 2004. He received his BA (Accounting) degree from Chong Yuan Christian University (Taiwan) and MBA (Finance Major) degree from the George Washington University (USA).

WILLY O. DIZON

Director

Mr. Dizon is the Chairman/President of TimbercityJetty Gas Station and De Luxe Construction Supply Co., Inc. He is a seasoned businessman with more than 22 years track experience in sales and marketing. He took up BS Chemical Engineering at Mapua Institute of Technology.

MARIA SOLEDAD C. LIM

Director

Ms. Lim is the Executive Vice President in Optimum Solutions, Inc. and Secretary of Fuji Zipper Manufacturing Inc., a family owned business. She has extensive experience in marketing and finance. Ms. Lim is a graduate of the University of the East in Business Administration.

NORBERTO G. TAN

Director

Mr. Tan has had more than forty (40) years experience in banking starting with Merchants Banking Corporation (1972-1975), Philippine Commercial International Bank (1975-2000), Philippine National Bank (2001-2003) and Maybank Philippines, Inc. (2004-2012). He has held various positions from Assistant Bookkeeper to Vice President until his retirement in Maybank. He was also a faculty of Maybank Academy where he conducted lectures/seminars on credit related subject matters such as: Credit Risk Rating System, Overview of Credit and Process Flow and Anti-Money Laundering Act. As Vice President, Mr. Tan provided support to Human Resource Management Department in the recruitment/selection of credit personnel and training on business/credit policies. He earned his Bachelor of Science in Commerce major in Economics from San Beda College.

NANCY T. GOLPEO

Director

Ms. Golpeo is engaged in the real estate business and has been a licensed real estate appraiser since 2011. She has a Bachelor of Science degree in Commerce from the University of Santo Tomas.

JOSE MARIE E. FABELLA

Director

Atty. Fabella is the Corporate Secretary of publicly listed companies Oriental Peninsula Resources Group, Inc. and Calata Corporation. He is a partner at the Fabella and Fabella Law Office - a firm which specializes in the practice of Corporate and Securities Law. After being admitted to the Philippine Bar in 2005, he immersed himself in litigation work as an associate lawyer in several law offices. Thereafter, he served as Securities Counsel III at the Securities Registration Division in the Corporation Finance Department of the Philippine Securities and Exchange Commission until January 2010. Apart from conducting lectures to listed companies, Atty. Fabella is an MCLE lecturer on Securities Law and a Masters of Law (Commercial Law) Candidate at the San Beda College Graduate School of Law.

CLEMENCIA R. CORTEZANO

Director

Ms. Cortezano is a Consultant to Millennium Ocean Star Corporation. Prior to that, she was Assistant Vice President at Card Bank, Inc. (2008-2009) and Senior Manager for Maybank, Inc. (2007-2008). Ms. Cortezano also has an extensive 17 years of banking experience in BPI Family Bank (1982-1999). She holds a Bachelor of Science in Commerce degree, major in Accounting from St. Paul College of Manila.

ROSA R. CINCO

Independent Director

Ms. Cinco is the Chairman and President of MRC Beauty Products and Equipment, Inc. and General Manager of New Summit Colors Distribution, Inc. She has been a wholesaler at Tutuban Centre, Tondo Manila, since 1995 and importer of RTW, wholesaler/retailer for SM, Robinsons, Bayo and Mint since 1998. She is also a doctor of medical dentistry.

ERNESTO S. GO

Independent Director

Atty. Go is a Senior Partner at the Cerilles Navarro Nuval & Go Law Offices since 1978. He has an extensive background in Corporate and Litigation practice. He holds a Bachelor of Laws degree from the Ateneo De Manila University Law School and placed 20th in the 1975 Bar Examinations.

AMELIA T. TAN

Treasurer

Ms. Tan is a holder of a Bachelor of Science in Commerce major in Management Financial Institution. Prior to joining the company, she has more than 19 years of banking experience in Bank of the Philippine Islands (2004-1999), Far East Bank (1999-1987) and Urban Bank (1987-1985).

LYRA GRACIA Y. LIPAE-FABELLA

Corporate Secretary/ Corporate Information and Compliance Officer

Atty. Lipae-Fabella is a Certified Public Accountant and member of the Integrated Bar of the Philippines. She serves as Corporate Secretary to a number of publicly-listed and private companies. At present, she is the Managing Partner of the Fabella and Fabella Law Office. Her work experience includes being a Junior Auditor in a

leading auditing firm, Associate in a law firm and Securities Counsel III at the Securities and Exchange Commission. Atty. Lipae-Fabella graduated from San Beda College of Law and obtained her BS Business Administration and Accountancy degree from the University of the Philippines-Diliman.

Term of Office – The directors are elected at each annual stockholders meeting by the stockholders entitled to vote. Each director holds office for a period of one year or until the next annual election and his successor is duly elected, unless he resigns, dies or is removed prior to such election.

Since the Company's last annual meeting held on November 28, 2014, none of the directors elected therein by the stockholders has resigned or declined to stand for re-election to the board of directors because of a disagreement with the Company on any matter relating to the Company's operations, policies or practices, and the required disclosures relevant to the existence thereof.

The Corporation's Nomination Committee is composed of Ernesto S. Go (Chairman), Yang Chi Jen and Hsien-Tzu Yang.

The nominees for election to the Board of Directors on December 16, 2015 are as follows:

Yang Chi Jen (a.k.a Michael Yang)
Hsien-Tzu Yang
Hsin-Jan Wan
Willy O. Dizon
Maria Soledad C. Lim
Nancy T. Golpeo
Jose Marie E. Fabella
Amelia T. Tan
Aracelli G. Co
Ernesto S. Go (independent)
Maria Luisa T. Wu (independent)

All the nominees are Filipino citizens, with the exception of Mr. Hsien-Tzu Yang and Mr. Hsin-Jan Wan who are Taiwanese.

Ms. Amelia T. Tan, 49, Filipino, is the Treasurer of the Corporation and Chief Finance Officer and Corporate Secretary of Millennium Ocean Star Corporation. Previously, she has more than 19 years of banking experience in Bank of the Philippine Islands (2004-1999), Far East Bank (1999-1987) and Urban Bank (1987-1985). She obtained her degree in Bachelor of Science in Commerce major in Management Financial Institution from De La Salle University.

Ms. Aracelli G. Co, 50, Filipino, is the Manager of Aracelli Plastic Products. She is also a member of the faculty of Northern Rizal Yorklin School since 1984 up to present. She has been Asst. Treasurer of the Philippine Plastic Industry Association and Treasurer of Northern Rizal Yorklin Alumni Assn since 2013 up to present. She is a Certified Public Accountant. She obtained her degree in Bachelor of Science in Business Administration major in Accounting from the Philippine School of Business Administration.

Ms. Maria Luisa T. Wu, 60, Filipino, is a Financial Consultant for Planters and Green Revolutionist Association Inc. ; President of Uniq Intertrade Corporation; and Proprietor of the Giant Builders and the Ad-Reds International Trading. She is also a member of the Filipino-Chinese Eastern Chamber of Commerce. She was

previously connected with Giant Footwear (Shanghai, China) and Masterx Footwear (Mariveles, Bataan) as production manager. Ms. Wu took up Bachelor of Science in Commerce, Major in Accountancy, at the University of the East.

1). **Independent Directors.** Atty. Ernesto S. Go is an incumbent independent director of the Company. He was nominated by Ms. Nancy T. Golpeo for reelection.

Ms. Maria Luisa T. Wu was nominated by Mr. Yang Chi Jen for election as independent director.

Atty. Go and Ms. Wu are not related to Ms. Golpeo and Mr. Yang, respectively.

The nominated independent directors have certified that they possess all the qualifications and none of the disqualifications provided for in the Securities Regulation Code ("SRC").

The Company undertakes to submit the Certification on the Qualification and Disqualification of Independent Directors within thirty (30) days from their election.

2). **Significant Executive Officers/Employees.**

The Company considers its officers and the entire workforce as persons holding significant positions since everyone is expected to work together to achieve the goals of the Company. The Company recognizes that the collective efforts of all its officers and employees are instrumental to the overall success of the business.

3) **Family Relationship**

Yang Chi Jen (a.k.a. Michael Yang) is the son of Hsien-Tzu Yang. Atty. Jose Marie E. Fabella is the spouse of Atty. Lyra Gracia Y. Lipae-Fabella.

There are no other family relationships known to the Company other than the ones disclosed herein.

4) **Involvement of Directors and Executive Officers In Certain Legal Proceedings**

The following are the material pending legal proceedings as of September 30, 2015 to which the Corporation and/or any of its subsidiaries or affiliates, and/or any of its Directors and Officers, is a party or of which any of their property is the subject as of the filing of this Information Statement:

1. B&M Inc. vs. Teresita G. Estrera, Willy O. Dizon, Richard C. Uy, James C. Uy and the Registry of Deeds of Tagaytay City (Regional Trial Court Branch 18 Tagaytay City; Civil Case No. TG-2303)

A civil case involving a foreclosure of a real property amounting to P7.5 Million. The case is pending before the regional trial court.

2. Spouses Edmundo Sarosa and Lourdes Sarosa vs. Marilou Tanghal and Willy Dizon (Regional Trial Court, Parañaque City; Civil Case No. 02-0335)

A civil case involving a foreclosure of a real property amounting to P3 Million. The case is pending before the regional trial court.

3. Spouses Willy O. Dizon and Nene C. Dizon vs. Rosalita Razon and Dr. Nellie Ilas (Regional Trial Court Branch 90, Dasmarinas City, Cavite; Civil Case No. 5987-13)

A civil case filed by Spouses Dizon involving an alleged non-delivery of the transfer certificate of title of real property amounting to P22 Million despite full payment thereof. The case was filed in April 2013 and is pending before the regional trial court.

The above legal proceedings are not expected to have a material impact on the Company's financial position.

Aside from the foregoing, the Company is not aware of any material legal proceedings of the nature required to be disclosed under Part I, paragraph (C) of "Annex C, as amended" of the SRC Rule 12 with respect to the Company and/or its subsidiaries."

The Company is not aware of (1) any bankruptcy petition filed by or against any business of which any of the directors and executive officers was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time; (2) any conviction of any of the directors and executive officers by final judgment or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses; (3) any of the directors and executive officers being subject to 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 his involvement in any type of business, securities, commodities or banking activities; and (4) any of the directors and executive officers being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated, occurring during the past five (5) years up to the latest date that are material to an evaluation of the ability or integrity of any director, any nominee for election as director, executive officer, underwriter or control person of the Registrant.

6) Certain Relationships and Related Transactions

- On June 27, 2013, pursuant to its delegated authority, the Board determined the Company's initial increase in authorized capital stock to be from P2 Billion to P2.5 Billion out of the total allowed increase of up to P10 Billion. 25% of the P500 Million increase in authorized capital stock was subscribed to by the Company's Chairman/President and CEO, Yang Chi Jen (a.k.a. Michael Yang). The subscription covered 125 Million shares at par value of P1.00/share for a total of P125 Million. On July 25, 2013, the SEC approved the Company's increase in authorized capital stock to P2.5 Billion.
- On December 20, 2013, the stockholders approved the investment in and/or acquisition of various businesses and operating companies, including 51% controlling interest in Millennium Ocean Star Corporation ("MOSC") and delegated the authority to the Board to approve the investment transactions and acquisitions and determine the terms and conditions thereof, and to approve and determine the manner of raising funds to finance the investments and acquisitions.
- On April 11, 2014, the Board approved the assignment of the Deposit for Future Share Subscription amounting to a total of P9,390,000.00 and issuance of shares corresponding to the same amount equivalent to a total of 9,215,000 shares to Mr. Yang Chi Jen (a.k.a. Michael Yang), the Company's Chairman and President, to be taken from the existing unissued common shares of the Company.

Further discussions on Related Party Transactions are provided under Note 25 of the 2012 Consolidated Financial Statements, Note 23 of the 2013 Consolidated Financial Statements of the Company and Note 26 of the 2014 Financial Statements.

6. Compensation of Directors and Executive Officers

The following Table is a summary of all plan and non-plan compensation awarded to, earned by, paid to, or estimated to be paid to, directly or indirectly, the Chief Executive Officer (“CEO”), the four (4) most highly compensated executive officers other than the CEO who served as executive officers, and all officers and directors as a Group as of December 31, 2014 (including the preceding three years):

	Year	Salary (In Philippine Pesos)	Bonus	Other Annual Compensation
Top five (5) most highly compensated executive officers	2012	0	0	<i>None</i>
	2013	0	0	<i>None</i>
	2014	5,800,000	0	<i>None</i>
	2015	5,000,000 -approx	0	<i>None</i>
All other officers and directors as a group	2012	0	0	<i>None</i>
	2013	0	0	<i>None</i>
	2014	7,200,000	0	<i>None</i>
	2015	7,600,000 -approx	0	<i>None</i>

Four Most Highly Compensated Executive Officers Other Than the CEO

Year	Executive Officer
2012	N/A
2013	N/A
2014*	Amelia Tan Luzviminda Lachica Domingo Dino Ma. Loreto Saldajeno
2015*	Amelia Tan Luzviminda Lachica Domingo Dino Ma. Loreto Saldajeno

*The President and CEO, Treasurer and Corporate Secretary are not receiving direct or indirect compensation from the Company for services rendered. In 2014, some receive compensation directly from the subsidiary. A per diem is given to directors and officers during each meeting of the Board of Directors of the Company who are present in the said meeting.

Since the date of their elections, except for per diems, the directors have served without compensation. The directors did not also receive any amount or form of compensation for committee participation or special assignments. Under Section 7, Article III of the By-Laws of the Corporation, the compensation of directors, which shall not be more than ten percent (10%) of the net income before income tax of the corporation during the

preceding year, shall be determined and apportioned among the directors in such manner as the Board may deem proper, subject to the approval of the stockholders representing at least a majority of the outstanding capital stock at a regular or special meeting. As of this date, no standard or other arrangements have been made in respect of director's compensation.

7. Independent Public Accountants

Reyes Tacandong & Co. served as the Corporation's External Auditor for 2011.

BDO Alba Romeo & Co. conducted the audit as of and for the periods ended December 31, 2012, December 31, 2013 and December 31, 2014.

Representatives from BDO Alba Romeo & Co. are expected to be present during the upcoming annual stockholder's meeting. They will have the opportunity to make a statement if they desire to do so. They are also expected to be available so as to respond to appropriate questions.

For the audit as of and for the period ended December 31, 2015, the Audit Committee has recommended the auditing firm of Valdes Abad & Associates ("VAA"). VAA, formerly known as Carlos J. Valdes & Associates, one of the oldest accounting firms in the Philippines today, was founded in 1951 by Carlos J. Valdes, a certified public accountant, lawyer, civic leader, educator, businessman and former Philippine Ambassador to Japan and other countries.

VAA was a member firm of Touche Ross in the 1970's; Coopers & Lybrand International in the 1980's up to 1996 and a correspondent firm of RSM International from 1997 up to 2007. This long history of international membership was recognition of its professional standing and track record of world-class service to clients over the years. Currently, it is a member firm of GMN International, the association of legally independent firms worldwide.

The Company has been in compliance with the requirement under SRC Rule 68, paragraph (3)(b)(iv) for the rotation of the signing partner every five years.

The Company has not had any disagreement on accounting and financial disclosures with its independent auditors. They have neither shareholdings in the Company nor any right, whether legally enforceable or not, to nominate persons or to subscribe to securities issued by the Company.

The independent auditors do not have and will not receive any direct or indirect interest in the Company or in any of its securities (including options, warrants or rights thereto) pursuant to or in connection with the Common Shares.

The foregoing is in accordance with the Code of Ethics for Professional Accountants in the Philippines set by the Board of Accountancy and approved by the Professional Regulation Commission.

Apart from the foregoing audit-related services, our independent auditors have not rendered tax, accounting, compliance, advice, planning and other tax services for the Company within the last two calendar years.

External Audit Fees

The Company paid the following external audit fees for the past three years:

Audit Fees	BDO Alba Romeo & Co.	BDO Alba Romeo & Co.	BDO Alba Romeo & Co.
	(2012)	(2013)	(2014)
Audit and Audit-Related Fees	400,000.00	400,000.00	400,000.00
Other Engagement	-	-	-
OPE	40,000.00	40,000.00	60,000.00
TOTAL	440,000.00	440,000.00	460,000.00

The Company did not engage the services of the External Auditors and has not paid any other fees, except as stated above.

Audit Committee's approval policies and procedures for the above services

Under the Company's Amended By-Laws and Corporate Governance Manual, the Audit Committee approves the annual audit of financial statements, the policies, services and procedures, while the other services are endorsed by the Chief Finance Officer (CFO) (or person performing said function) to the President& CEO and the Deputy Chairman. The Committee checks all financial reports against its compliance with both the internal financial management handbook and pertinent accounting standards, including regulatory requirements. It performs oversight financial management functions specifically in the areas of managing credit, market, liquidity, operation, legal and other risks of the Corporation, and crisis management.

The members of the Audit Committee appointed by the Board of Directors during its organizational meeting on November 28, 2014 are the following:

Chairman - Ernesto S. Go (independent director)
Member - Rosa R. Cinco (independent director)
Member - Clemencia R. Cortezano

8. Compensation Plans

Employee Stock Option Plan

The Corporation has not issued any employee stock option nor approved any stock option plan for employees for the past five (5) years.

ISSUANCE AND EXCHANGE OF SECURITIES

9. Authorization or Issuance of Securities Other than for Exchange

(a) Title and amount of securities issued/ to be issued

As of December 31, 2014, the Company has a total of 2,134,215,000 issued and outstanding common shares with par value of P1.00 per common share.

(b). Description of securities

On May 22, 2012, the stockholders approved the increase of the authorized capital stock of the Company up to P10 Billion, delegating to the Board the authority to determine and approve the terms and conditions of the private placement/s and/or subscription to the increase in authorized capital stock.

On July 25, 2013, the SEC approved the Company's increase in authorized capital stock from P2Billion to P2.5 Billion at a par value of P1.00 per common share. As of December 31, 2014, 2,134,215,000 common shares are subscribed and outstanding. The common shares are entitled to vote and to dividends.

On November 28, 2014, the stockholders approved the issuance and listing of 9.215 Million shares with par value of P1.00/share, subscribed by the Company's Chairman/President and CEO, Yang Chi Jen (a.k.a. Michael Yang).

(c). Description of transaction in which the securities are to be issued

There are no transactions in which securities are to be issued.

(d) Reason for the issuance

The purpose of the issuance of shares in 2013 pursuant to an increase in authorized capital stock of the Company is to raise additional funds for future investments/acquisitions and fund business operations.

The issuance also partly addressed the Company's negative stockholders' equity of P6.89Million as of March 31, 2013, resulting to a positive stockholders' equity thereafter.

10. Modification or Exchange of Securities

No action is to be taken with respect to the modification of any class of securities of the registrant, or the issuance of authorization for issuance of one class of securities of the registrant in exchange for outstanding securities of another class.

11. Financial and Other Information

a) Information

(1) Audited Financial Statements and Interim Report

The SEC Form 17-A with accompanying 2014 Audited Financial Statements (prepared in accordance with SRC Rule 68, as amended, and Rule 68.1.) and the Third Quarter Report as of September 30, 2015 are attached herewith.

Below is the table of the Financial Highlights and Key Performance Indicators as of December 31, 2014 and 2013:

Financial Highlights and Key Performance Indicators

	As of December 31	As of December 31	Increase (Decrease)	
	2014	2013	Amount	%
Consolidated Balance Sheet				
Total Assets	1,425,116,329	34,730,437	1,390,385,892	4003%
Current Assets	969,624,751	4,730,437	964,894,314	20398%
Property and Equipment	428,757,075	0	428,757,075	
Total Liabilities	1,239,801,984	7,493,724	1,232,308,260	16445%
Current Liabilities	1,167,396,833	7,493,724	1,159,903,109	15478%
Interest-bearing Loans	757,821,402	0	757,821,402	
Equity (capital deficiency)	185,314,345	27,236,713	158,077,632	580%
	For the 12 Months Ended		Increase (Decrease)	
	2014	2013	Amount	%
Consolidated Statements of Income				
Revenues	1,560,239,248	0	1,560,239,248	0%
Gross Profit	128,407,690	0	128,407,690	0%
General and Administrative expenses	(98,047,078)	(6,670,984)	91,376,094	-1370%
Earnings Before Interest, Taxes, Dep'n. & Amort.	77,453,438	(7,468,546)	(84,921,984)	1137%
Profit / (Loss) before tax	(4,246,761)	(6,491,826)	(2,245,065)	35%
Profit / (Loss) after tax	(6,230,373)	(6,511,326)	(280,953)	4%
Total Comprehensive Income	(3,815,926)	(6,511,326)	(2,695,400)	41%
	For the 12 Months Ended		Increase (Decrease)	
	2014	2013	Amount	%
Consolidated Cash Flows				
Net Cash used in Operating Activities	(110,360,276)	(6,779,279)	103,580,997	-1528%
Net Cash from Investing Activities	51,556,020	(30,000,000)	(81,556,020)	272%
Loans granted to MOSC	0	(30,000,000)	(30,000,000)	0%
Acquisition of property & Equipment	(48,533,294)	-	-	0%
Business combination	100,089,314	-	(100,089,314)	0%
Net Cash from Financing Activities	167,265,759	38,084,130	(129,181,629)	-339%
	For the 12 Mos. Ended	For the 12 Mos. Ended		
	2014	2013		
Key Performance Indicators				
Current Ratio	0.83	0.63		
Book Value per Share	0.086830	0.013409		
Debt to Stockholder's Equity	6.690	0.275		
Gross Margin	8.23%	0%		
EBITDA Margin	4.09%	0%		
Profit Margin	-0.40%	0%		

Earnings (loss) Per Share	0.003708	0.003173
	As of Dec. 31	As of Dec. 31
	2014	2013
Outstanding Shares	2,134,215,000	2,031,250,000
Number of Employees	226	0
Ave. Exchange Rates (\$ to Peso)	44.39	43.55
<i>Please refer to Financial Statement Notes.</i>		

Ratios

* *Current Ratio is computed by dividing Current Assets by Current Liabilities.*

* *Gross Margin is computed by dividing Gross Profit by Total Revenue.*

* *Profit Margin is computed by dividing Profit (Loss) by Total Revenue.*

* *Earnings per Share are computed by dividing Net Income/Loss by Weighted Average Number of Common Shares.*

* *Debt-to-Equity Ratio is computed by dividing the sum of Short-Term and Long-Term Interest Bearing Loans by the Total Stockholders Equity and Advances from Stockholders.*

2014 vs. 2013

Assets

The acquisition of MOSC as a subsidiary significantly increased the total assets of the company. Total assets increased by P1.390 Billion from P34.7 Million as of December 31, 2013 to P1.425 Billion in December 31, 2014 comprising mainly of increase in cash for P108.5 Million; trade and other receivables for P387.8 Million; inventories for P460.0 Million; property and equipment-net for P428.8 Million.

Liabilities

The increase in total liabilities by P1.232 Billion from P7.49 Million as of December 31, 2013 to P1.24 Billion in December 31, 2014 were due to availment of loans for P757.8 Million; trade and other payables for P257.0 Million; due to related parties for P126.9 Million; obligations under finance lease for P58.8 and retirement benefits obligation for P31.7 Million.

Equity

The increase in total equity by P158.1 Million from P27.2 Million as of December 31, 2013 to P185.3 Million as of December 31, 2014 are mainly due to equity attributable to non-controlling interest for P121.4 Million, payment of share subscription for P43.3 Million and conversion of deposits for future stock subscription for P9.2 Million.

Revenues

Total revenues of P1.56 Billion were mainly sales from the company's subsidiary, MOSC that exports its products to various countries such as USA, Taiwan, Hong Kong and Japan.

Other operating income-net for 2014 of P 4.9 Million represents earnings from rental income for P5.9 Million; gain on finance lease-sale and leaseback for P6.8 Million; and other miscellaneous income for P1.1 Million net of impairment loss on trade and receivables and decline in inventories for P8.8 Million. Gain on finance lease and leaseback pertains to the transportation and plant equipment that were sold by the company to various banks.

Finance cost for P39.8 Million in 2014 represents borrowing interest cost for P32.1 Million, Finance lease for P6.2

Million and retirement benefits liability for P1.5 Million.

Additional details on balance sheet accounts may be found in the accompanying Notes to Financial Statements.

Expenses

Comparing the twelve (12) months ended December 31, 2014 against twelve (12) months ended December 30, 2013, the top expenses in Peso terms are as follows:

- **Cost of Sales**

Total cost of sales for P1.432 Billion in 2014 represents cost of goods sold-net for P1.210 Billion and overhead cost of P222.0 Million representing 91.8% of total gross sales of P1.560 Billion.

- **Salaries and Benefits**

In line with the Company's Restructuring Plan with IPVI effective September 28, 2011, all individuals employed by or under the payroll of IPVG were transferred to IPVI. No hiring has been made as of December 31, 2013. The company in the normal course of business will hire personnel, as needed, to support the businesses that it will undertake in the future.

Beginning 2014, personnel support has been provided to the company through its subsidiary, MOSC. Total salaries for 2014 amounted to P44.7 Million of which P33.1 Million represents direct and indirect labor cost while P11.6 Million represents general and administrative salaries representing 11.9% of total operating expenses.

Below is the headcount summary for year ended December 2014 and preceding four (4) quarters:

Headcount Summary	Dec-13	Mar.-14	June-14	Sept.-14	Dec.-14
MGHI	-	-	-	-	-
MOSC					
Managerial	8	9	9	9	9
Rank and File	200	228	216	217	217
Consultants	-	-	-	-	-
Total	208	237	225	226	226

- **Taxes and licenses** for the year 2014 amounted to P15.4 Million. This accounts for about 15.7% of the group's total operating expenses. Taxes and licenses incurred in 2013 was only P10.3 Thousand.
- **Transportation and travel** for the year 2014 amounted to P9.9 Million. This accounts for about 10.1% of the group's total operating expenses. Transportation and travel expense incurred in 2013 was only P21 Thousand.

Liquidity and Capital Resources

The following table shows our consolidated cash flows as of December 31, 2014 and 2013:

Consolidated Cash Flows	For the 12 Months Ended		Increase (Decrease)	
	2014	2013	Amount	%
Net Cash used in operating activities	(110,360,276)	(6,779,279)	103,580,997	1528%
Net Cash from investing activities	51,556,020	(30,000,000)	(81,556,020)	272%
Loans granted to MOSC	0	(30,000,000)	(30,000,000)	0%
Acquisition of property & equipment	(48,533,294)	-	48,533,294	0%
Business combination	100,089,314	-	(100,089,314)	0%
Net Cash from Financing Activities	167,265,759	38,084,130	(129,181,629)	-339%

Cash as of December 31, 2014 is P109.8 Million as compared to P1.3 Million on December 31, 2013. The increase in cash was due to cash generated from business combination-net of P100.1Million, advances from related parties of P126.9, collection of subscription receivable of P43.3 Million and availment of loan-net of P64.7 Million. Cash was reduced by P110.4 Million for operating activities, capital expenditures of P48.5 million, and payment of finance cost and finance lease payable for 67.7 Million.

Operating Activities

Total cash used for operations in 2014 increased by P103.6 Million; from P6.8 Million in 2013 to P110.4 Million in 2014. The increase was mainly due to cash used in the operation of the company's subsidiary MOSC.

Investing Activities

Total net cash proceeds from investing activities in 2014 of P81.5 Million were from net cash flow from business combination for P100.1 Million and the payment of MOSC loan of P30 Million; and reduced by the acquisition of property and equipment for P48.5 Million.

Financing Activities

On June 27, 2013, the Board approved and determined, pursuant to the authority granted by the stockholders on May 22, 2012, that the initial increase in the authorized capital stock of the Company shall be made initially up to P2.5 Billion. On the same date, the Board also approved the subscription to 25% of the P500 Million increase in authorized capital stock of the Company equivalent to P125 Million Shares at par value of P1.00/share for a total of P125 Million by the Company's Chairman/President and CEO, Yang Chi Jen. Initially, 25% of the subscription price equivalent to P31.25 Million was paid-up in cash. The SEC approved the Company's application on July 25, 2013. Total Advances from shareholder as of the December 31, 2013 amounted to P6.8 Million.

In 2014, cash flow from financing activities were from the collection of subscription receivable for P43.3 Million; availment of borrowings net of loan payment for P64.8 Million; and advances from related parties for P126.9 Million; and reduced by the payment of finance lease and finance cost for P67.8 Million.

Financial Highlights and Key Performance Indicators

	As at September 30	As at December 31	Increase (Decrease)	
	2015	2014	Amount	%
Consolidated Balance Sheet				
Total Assets	1,430,212,749	1,425,116,329	5,096,420	0%
Current Assets	960,052,940	969,624,751	(9,571,811)	-1%
Property and Equipment	403,328,345	428,757,075	(25,428,730)	-6%
Total Liabilities	1,224,072,709	1,239,801,984	(15,729,275)	-1%
Current Liabilities	1,180,055,280	1,167,396,833	12,658,447	1%
Interest-bearing Loans	736,394,802	757,821,402	(21,426,600)	-3%
Equity	206,140,040	185,314,345	20,825,695	11%
	For the 9 months ended September 30		Increase (Decrease)	
	2015	2014	Amount	%
Consolidated Statements of Comprehensive Income				
Revenues (gross)	1,250,753,490	1,151,425,519	99,327,971	9%
Gross Profit	163,247,620	187,728,760	(24,481,140)	-13%
General & administrative expenses	185,435,620	207,205,814	21,770,194	11%
Earnings Before Interest, Taxes, Dep'n. & Amort.	65,216,478	54,567,029	(10,649,449)	-20%
Profit / (Loss) before tax	6,815,365	(2,702,342)	(9,517,707)	352%
Profit / (Loss) after tax	3,572,487	(6,521,780)	(10,094,267)	155%
Share in net losses of consolidated subsidiaries in excess of investments	(2,428,039)	(10,825,790)	(8,397,751)	78%
Total Comprehensive Income (loss)	1,144,447	(17,347,570)	(18,492,017)	107%
	For the 9 months ended September 30		Increase (Decrease)	
	2015	2014	Amount	%
Consolidated Cash Flows				
Net Cash from Operating Activities	(82,630,709)	(491,354,122)	(408,723,413)	83%
Net Cash from Investing Activities	(3,272,781)	(456,358,583)	(453,085,802)	99%
Net Cash from Financing Activities	4,329,991	876,623,980	872,293,989	100%
	For the 9 months ended September 30		As at Dec. 31	
	2015	2014		
Key Performance Indicators				
Current Ratio	0.814	0.831		
Quick Ratio	0.415	0.426		
Solvency Ratio	1.168	1.149		
Debt Ratio	0.856	0.870		
Debt-to-Equity Ratio	5.938	6.690		
Interest coverage ratio	1.908	0.886		
Asset to Equity Ratio	6.938	7.690		
Gross Profit Margin	0.131	0.082		
Net Profit Margin	0.029	(0.004)		
Return on Assets	0.001	(0.004)		
Return on Equity	0.006	(0.034)		
Price/Earnings Ratio	578.10	(102.48)		
Book value (loss) per share	0.0966	0.0868		
	For the 9 months ended September 30		As at Dec. 31	
	2015	2014		
Issued & Outstanding Shares (fully paid)	2,099,310,300	2,083,810,300		
Subscribed Shares	2,134,215,000	2,134,215,000		

Number of Employees	250	226
Ave. Exchange Rates (\$ to Peso)	46.74	44.39
<i>Please refer to Financial Statement Notes</i>		

Ratios

- *Current Ratio is computed by dividing Current assets by Current liabilities.*
- *Quick Ratio is computed by dividing Current assets less Inventory and prepayments by Current liabilities*
- *Solvency Ratio is computed by dividing Total assets by Total liabilities*
- *Debt Ratio is computed by dividing Total debts by Total assets*
- *Debt to Equity Ratio is computed by dividing Total debts by Total equity*
- *Net Profit Margin Ratio is computed by dividing Net Profit (loss) by Total revenue*
- *Gross Margin Ratio is computed by dividing Gross Profit by Total revenue.*
- *Interest coverage Ratio is computed by dividing EBIT by Interest charges*
- *Return on Assets Ratio is computed by dividing Net Profit (loss) by Total assets*
- *Return on Equity Ratio is computed by dividing Net Profit (loss) by Total equity*
- *Price/Earnings Ratio is computed by dividing Price per share by Per common share*

Management's Discussion and Analysis of Financial Condition and Results of Operations (Interim)

As of September 30, 2015 the financial results reflect the consolidated financial statements of the Company, MOSC and C3. The company acquired 51% of MOSC and C3 on January 10, 2014 and April 17, 2015, respectively.

Assets

Cash as of September 30, 2015 is P 32.4 Million as compared to P 109.8 Million on December 31, 2014. The cash as of September 30, 2015 reflects combined cash of the Company for P7.1 Million, MOSC for P24.8Million and C3 for P437.8K.

Accounts receivables as of September 30, 2015 for P456.8Millionrepresenttrade and other receivables of MOSC for P398.5Million, C3 for P58.3 Million and nil for the Company.Total accounts receivable increased by P69.0 Million from P387.8Million asof Dec. 31, 2014.

Property and Equipment-net (P&E) as of September 30, 2015 and December 31, 2014 is for P403.3 Million and P428.8Million, respectively. The Property and Equipment-net as of September 30, 2015 reflects combined P&E-net of MOSC for P395.9Million, and C3 for P7.5 Million.

Liabilities

Liabilities as of September 30, 2015 amount to P1,224.1 Million as compared to P1,239.8 Million as of December 31, 2014. The decrease of P15.7Million are mainly due to decrease in trade and other accounts payable of P5.8 Million, settlement of obligations under finance lease for P4.0Million and borrowings for P21.4 Million, offset by increase in due to related parties for P14.2Million and retirement benefits obligation for P1.3 Million.

Equity

Equity as of September 30, 2015 amount to P206.1 Million as compared to P185.3 Million as of December 31, 2014. The Increase in equity by P20.8Million are mainly due to the increase the payment of subscription receivables from Mr. Yang Chi Jen (a.k.a. Michael Yang), the Company's Chairman and President for P15.5 Million and P1.4 Million Consolidated Net Income for the period January to September 2015 and increase in

equity attributable to non-controlling interest for P4.2 Million.

Additional details on balance sheet accounts may be found in the accompanying Notes to Financial Statements.

Revenues and other income

Revenue generated for the period ended September 30, 2015 is P1,251.8 Million as compared to P1,151.4 Million for same period last year. Total revenues in September 30, 2015 are attributable to C3 and MOSC's import/export and processing of marine goods and other related products for P1,091.3 Million and P159.5 Million, respectively

Expenses

Comparing the nine (9) months ended September 30, 2015 against nine (9) months ended September 30, 2014, the top expenses in Peso terms are as follows:

- Salaries and employees benefits**

In line with the Company's Restructuring Plan with IPVI effective September 28, 2011, all individuals employed by or under the payroll of IPVG were transferred to IPVI. The Company as of September 30, 2015 has made no hiring.

Salaries represent mainly MOSC and C3 manpower cost and employee benefits. These account for 16% of total operating expenses as of September 30, 2015. As of September 30, 2015, total salaries decreased by P8.0 Million, from P37.9 Million as of September 30, 2014 to P29.9 Million as of September 30, 2015, due to non-hiring of piece workers during peak season.

Below is the headcount summary for each of the quarter ended September 30, 2015 and proceeding four (4) periods:

Headcount Summary	Sept.-14	Dec.-14	Mar.-15	June-15	Sept.-15
MGHI	-	-	-	-	-
MOSC					
Managerial	9	9	9	9	9
Rank and File	228	216	217	217	217
Consultants	-	-	-	-	-
C3					
MOSC					
Managerial				1	1
Rank and File				23	23
Consultants					
Total	237	225	226	250	250

- Management and professional fees** as of September 30, 2015 increase to P49.7 Million representing 28% of total operating expenses, from P 1.7 Million as of September 30, 2014.

- **Shipping and Handling** cost decreased by P16.5Million from P44.9Million as of September 30, 2014 to P29.4Million as of September 30, 2015. The decrease by 16% was mainly due to lower production and sales as a result of lower buyers demand, which was affected by the “MERS virus” news. This accounts for about 16% of the Company’s total operating expenses as of September 30, 2015.
- **Communication, light &water** likewise decreased by P13.5 Million or 9% % from P29.5Million as of September 30, 2014 to P16.1 Million as of September 30, 2015. This accounts for about 9% of the Company’s total operating expenses as of September 30, 2015.

Additional details on the Statement of Comprehensive Income accounts may be found in the accompanying Notes to Financial Statements.

Liquidity and Capital Resources

The following table shows the consolidated cash flows as of September 30, 2015 and 2014:

Consolidated Cash Flows	For the 9 months ended September 30		Increase (Decrease)	
	2015	2014	Amount	%
Net Cash from Operating Activities	(82,630,709)	(491,354,122)	(408,723,413)	83%
Net Cash from Investing Activities	(3,272,781)	(456,358,583)	(453,085,802)	99%
Net Cash from Financing Activities	4,329,991	876,623,980	872,293,989	100%

Operating Activities

Net cash used for operating activities of P82.6Million as of September 30, 2015 are mainly to MOSC and C3 operations for the period January-September 2015. Cash used for operations was for P50.6Million while Interest payments for the period amounted to P31.5 Million.

Investing Activities

Net cash used from investing activities of P 3.3 Million as of September 30, 2015 represents increase in Property, plant and equipment due to the acquisition of delivery equipment – refrigerated vans.

Financing Activities

Net cash from financing activities of P4.3Million as of September 30, 2015represents P15.5 Million from proceeds of additional paid-in capital and increase in due to related parties for P14.2Million offset by settlement of borrowings for P21.4 Million and obligation under finance lease for P4.0Million.

Seasonal aspects that had a material effect on the financial condition or results of operations

There are no identifiable seasonal aspects that had a material effect on the financial condition or results of operations.

Additional details on the Statement of Comprehensive Income accounts may be found in the accompanying Notes to Financial Statements.

2013 vs. 2012

Assets

Cash as of December 31, 2013 is P1.3 Million as compared to nil on December 31, 2012. The increase was primarily due to the stock subscription payment of P31.3 Million and advances from related parties for P6.8 Million; reduced by P30 Million, the amount advanced to MOSC as part of the Investment Agreement, and cash used for operating activities for P6.8 Million.

As at December 31, 2013, the Company's loan receivable by virtue of the Investment Agreement with MOSC amounted to P30 Million. Under the Agreement, the Company shall advance up to P60,000,000 as additional working capital to MOSC. The amount shall be payable in two (2) years with interest rate of 6.5% per annum.

Liabilities

The decrease in total liabilities by P2.8 Million from P10.3 Million as of December 31, 2012 to P7.5 Million in December 31, 2013 was mainly due to the reclassification of P9.4 Million deposit for future stock subscription from noncurrent Liabilities to Equity, offset by advances from related party for P6.8 Million.

In line with the approved increase in the authorized share capital by the SEC on July 25, 2013, the Company reclassified the deposit for future subscription in the amount of P9.4 Million from Noncurrent Liability to Equity in 2013.

Additional details on balance sheet accounts may be found in the Notes to the 2013 Audited Financial Statements.

Revenues

No revenues have been generated during the period 2013 and 2012 as the Company is still at its restructuring stage and embarking on a new direction after the Board of Directors approved the change in the Company's primary purpose as a general holding company, allowing the Company to expand the scope of its business.

Other income for 2013 of P 976.7K represents earnings from interest on loan to MOSC, a corporation engaged in the business of trading of goods such as marine and other related products on a wholesale basis.

Additional details on balance sheet accounts may be found at the accompanying Notes to Financial Statements.

Expenses

Comparing the twelve (12) months ended December 31, 2013 against twelve (12) months ended December 30, 2012, the top expenses in Peso terms are as follows:

- **Salaries and Benefits**

In line with the Company's corporate restructuring with IPVI effective September 28, 2011, all individuals employed by or under the payroll of the Company were transferred to IPVI. No hiring has been made as of December 31, 2013.

Below is the headcount summary for each of the quarter ended December 2013 and preceding four (4) periods:

Headcount Summary	Dec-12	Mar.-13	June-13	Sept.-13	Dec.-13
Managerial	-	-	-	-	-
Rank and File	-	-	-	-	-
Consultants	-	-	-	-	-
Total	0	0	0	0	0

- **Filing fees, fines, penalties and other charges** during the year 2013 amounted to P3.2Million. This accounts for about 47.2% of the Company's total general and administrative expenses. No similar expenses were incurred in 2012.
- **Research and development** during the year 2012 amounted to P11.8 Million in connection with its new projects, among others the establishment of a refinery in the Philippines to refine metal ores. This accounts for about 23.6% of the Company's total general and administrative expenses. No similar expenses were incurred in 2013.
- **Fees and Subscription** during the year 2012 amounted to P12.1 Million, which consist mainly of fees paid in connection with the increase in authorized capital stock of the Company from one billion shares to two billion shares. This accounts for about 24.15% of the total operating expenses. No similar expenses were incurred in 2013.
- **Professional fees** during the year 2012 amounted to P4.5 Million, which consist mainly of fees paid in connection with its new projects, among others the establishment of a refinery in the Philippines to refine metal ores. This accounts for about 9.06% of the Company's total operating expenses. Professional fees incurred in 2013 amounted to P 1.4 Million or 20.8% of the Company's total general and administrative expenses.
- **Transportation and Travel** the year 2012 amounted to P5.8 Million, which consist of foreign travel expenses in connection with discussion with strategic foreign partners. This accounts for about 11.6% of the Group's total operating expenses. Transportation and travel expenses incurred in 2013 is for P20.9 Thousand.

2012 vs. 2011

The sale of all or substantially all the Company's assets and the transfer of the liabilities to IPVI on September 26, 2011, has an effect on the Company's comparative figures for 2012 vs. 2011. The Company's restructuring plan aims to focus on its core assets to optimize its value as it plans to inject an operating business into the Company.

Consolidated cash as of December 31, 2012 is zero, a decrease of P 201.8 Million as compared to December 31, 2011. Cash provided by additional capital and deposit for future subscription for P1.2 Billion were offset by cash used in investing mainly in the purchase of the 1% share in New Wave Resources Limited and operating activities of P1.3 Billion and P71.1 Million respectively.

Due to related parties for P 77.0 Million as of December 31, 2011 pertains mainly to unpaid consideration arising from transfer of assets and liabilities to IPVI, which are fully paid for as of December 31, 2012.

The decrease in total liabilities by P19.2 Million as compared to December 31, 2012 is mainly due to trade and other payables of the Group which were assumed by IPVI in October 2011 under the Asset Purchase Agreement.

Included under liabilities in 2012 is P 9.4 Million deposit for future subscription. As of December 31, 2012, the deposit for future share subscription was classified as noncurrent liability.

Additional details on balance sheet accounts may be found at the accompanying Notes to Financial Statements.

Revenues

Consolidated Statement of Income (Loss) comparative figures for 2012 vs. 2011 reflect revenues, expenses and other income (loss) for continuing operations. Discontinued operations in 2011 are shown as Net Loss after tax for the year.

No revenues have been generated during the period as the Company was still at its restructuring stage and embarking on a new direction after the stockholders approved the change in the Company's primary purpose as a general holding company.

Expenses

Comparing the 12 months ended December 31, 2012 against 12 months ended December 31, 2011, the top expenses in Peso terms are as follows:

- **Salaries and Benefits**

In line with the Company's corporate restructuring with IPVI effective September 2011, all individuals employed by or under the payroll of the Company were transferred to IPVI.

Below is the headcount summary for each of the quarter ended December 31, 2012 and proceeding four (4) periods:

Headcount Summary	Dec-11	Mar-12	Jun-12	Sep-12	Dec-12
Managerial	-	-	-	-	-
Rank and File	-	-	-	-	-
Consultants	-	-	-	-	-
Total	0	0	0	0	0

- **Research and Development** during the period amounted to P11.8 Million in connection with its new projects, among others the establishment of a refinery in the Philippines to refine metal ores. This accounts for about 23.60% of the Company's total operating expenses.
- **Fees and Subscriptions** during the period amounted to P12.1 Million, which consist mainly of fees paid in connection with the increase in authorized capital stock of the Company from one billion shares to two billion shares. This accounts for about 24.15% of the Group's total operating expenses.

- **Professional Fees** during the period amounted to P4.5 Million, which consist mainly of fees paid in connection with its new projects, among others the establishment of a refinery in the Philippines to refine metal ores. This accounts for about 9.06% of the Company's total operating expenses.
- **Transportation and Travel** during the period amounted to P5.8 Million, which consist of foreign travel expenses in connection with discussion with strategic foreign partners. This accounts for about 11.60% of the Group's total operating expenses.

Other Income (loss)-Net

- AFS Investment in 2012 which consist of 1% stake in the shareholdings of New Wave Resources Limited, a Company incorporated in the British Virgin Islands (BVI) for P1.4bn was fully impaired as of December 31, 2012 based on management's assessment.

(2) Plan of Operations for the next twelve months

Cash Requirements

The Company foresees that its businesses are sustainable by the cash that it will generate operationally. At the same time, the Company shall continue to devise ways to provide for an efficient and cost-effective working environment so as to maximize profitability. Aside from the discussions under Item Eight (8) of this Information Statement, the Company does not foresee any other trends, demands, commitments, events or uncertainties that will materially affect, whether positively or negatively, its liquidity in the next twelve months. The Company does not expect to be in default or breach on any loan, indebtedness, or financing arrangements that have been previously incurred, as it does not expect to experience any event that will trigger any direct or indirect financial obligation that is material to the company and that will result in any default or acceleration of any of its financial obligations.

Product Research and Development

The Company being a holding company has no product research and development happening at its level.

Expected purchase or sale of plant and significant equipment and significant changes in the number of employees.

There are no known definite plans of purchase or sale of plant and equipment and significant changes in the number of employees of the Company.

(3) Key performance indicators for 2015 interim period, 2014 and 2013

MILLENNIUM GLOBAL HOLDINGS, INC.

(Formerly IPVG CORP.)

SCHEDULE OF FINANCIAL SOUNDNESS AND INDICATORS

FOR THE PERIOD ENDED SEPTEMBER 30, 2015 (Unaudited) and DECEMBER 31, 2014 and 2013 (Audited)

(In Philippine Peso)	Sep. 30, 2015 (Unaudited)	Dec. 31, 2014 (Audited)	Dec. 31, 2013 (Audited)
Current/Liquidity ratio			
Current assets	960,052,940	969,624,751	4,730,437
Current liabilities	1,180,055,280	1,167,396,833	7,493,724
Current Ratio	0.814	0.831	0.63
Quick ratio			
Current assets-Inventory-prepayments	489,171,393	497,578,391	1,792,351
Current liabilities	1,180,055,280	1,167,396,833	7,493,724
Quick Ratio	0.415	0.426	0.24
Solvency ratio			
Total Assets	1,430,212,749	1,425,116,329	34,730,437
Total Liabilities	1,224,072,709	1,239,801,984	7,493,724
Solvency Ratio	1.168	1.149	4.63
Debt ratio			
Total Debts	1,224,072,709	1,239,801,984	7,493,724
Total Assets	1,430,212,749	1,425,116,329	34,730,437
Debt Ratio	0.856	0.870	0.22
Debt to Equity Ratio			
Debt	1,224,072,709	1,239,801,984	7,493,724
Equity	206,140,040	185,314,345	27,236,713
Debt/Equity Ratio	5.938	6.690	0.28
Assets to Equity ratio			
Assets	1,430,212,749	1,425,116,329	34,730,437
Equity	206,140,040	185,314,345	27,236,713
Assets to Equity Ratio	6.938	7.690	1.28
Net Profit margin ratio			
Net Income (loss)-continuing operation	36,514,966	(6,230,373)	-
Revenue	1,250,753,490	1,560,239,248	-
Net Profit Margin Ratio	0.029	(0.004)	0%
Gross margin ratio			
Gross profit	163,247,620	128,407,690	487,500
Revenue	1,250,753,490	1,560,239,248	-
Gross Margin Ratio	0.131	0.082	0%
Interest coverage			
EBIT (Earnings before Interest income (charges) and taxes)	6,815,365	35,224,913	-
Interest Charges	3,572,487	39,761,134	-
Interest coverage Ratio	1.908	0.886	0%

Return on Assets

Profit (loss)	1,144,447	(6,230,373)	(6,511,326)
Total Assets	1,430,212,749	1,425,116,329	34,730,437
Return on Assets Ratio	0.001	(0.004)	(0.187)

Return on Equity

Profit (loss)	1,144,447	(6,230,373)	(6,511,326)
Equity	206,140,040	185,314,345	27,236,713
Return on Equity Ratio	0.006	(0.034)	(0.239)

Price/Earnings Ratio

Price per share	0.3100	0.3800	0.3700
Per common share	0.00054	(0.0037)	(0.0032)
Price/Earnings Ratio	578.10	(102.48)	(116.61)

Ratios

* *Current Ratio is computed by dividing Current Assets by Current Liabilities.*

* *Gross Margin is computed by dividing Gross Profit by Total Revenue.*

* *Profit Margin is computed by dividing Profit (Loss) by Total Revenue.*

* *Earnings per Share are computed by dividing Net Income/Loss by Weighted Average Number of Common Shares.*

* *Debt-to-Equity Ratio is computed by dividing the sum of Short-Term and Long-Term Interest Bearing Loans by the Total Stockholders Equity and Advances from Stockholders.*

Key performance indicators of subsidiaries:

MILLENIUM OCEAN STAR CORPORATION (51%)

	For the 9 months ended September 30	As at Dec. 31
	2015	2014
Key Performance Indicators		
Current Ratio	0.80	0.83
Quick Ratio	0.38	0.43
Solvency Ratio	1.16	1.14
Debt Ratio	0.86	0.88
Debt-to-Equity Ratio	6.29	4.16
Interest coverage ratio	(26.47)	0.89
Asset to Equity Ratio	7.29	4.75
Gross Profit Margin	0.07	0.08
Net Profit Margin	0.02	(0.00)
Return on Assets	(0.00)	(0.00)

Return on Equity	(0.00)	(0.02)
Price/Earnings Ratio	(6,737.72)	(102.48)
Book value (loss) per share	0.08	0.14

Ratios

** Current Ratio is computed by dividing Current Assets by Current Liabilities.*

**Gross Margin is computed by dividing Gross Profit by Total Revenue.*

**Profit Margin is computed by dividing Profit (Loss) by Total Revenue.*

** Earnings per Share are computed by dividing Net Income/Loss by Weighted Average Number of Common Shares.*

**Debt-to-Equity Ratio is computed by dividing the sum of Short-Term and Long-Term Interest Bearing Loans by the Total Stockholders Equity and Advances from Stockholders.*

CEBU CANNING CORPORATION (51%)

Key Performance Indicators	For the 9 months ended September30	As at Dec. 31
	2015	2014
Current Ratio	0.98	0.83
Quick Ratio	0.65	0.04
Solvency Ratio	0.96	1.15
Debt Ratio	1.04	0.87
Debt-to-Equity Ratio	(25.04)	6.69
Interest coverage ratio	1.00	0.09
Asset to Equity Ratio	(24.04)	7.69
Gross Profit Margin	0.03	0.08
Net Profit Margin	0.01	(0.00)
Return on Assets	0.03	(0.00)
Return on Equity	(0.61)	(0.03)
Price/Earnings Ratio	2.97	(102.48)
Book value (loss) per share	(0.00)	(0.01)

Ratios

** Current Ratio is computed by dividing Current Assets by Current Liabilities.*

**Gross Margin is computed by dividing Gross Profit by Total Revenue.*

**Profit Margin is computed by dividing Profit (Loss) by Total Revenue.*

* *Earnings per Share are computed by dividing Net Income/Loss by Weighted Average Number of Common Shares.*

* *Debt-to-Equity Ratio is computed by dividing the sum of Short-Term and Long-Term Interest Bearing Loans by the Total Stockholders Equity and Advances from Stockholders.*

(4) Market information and security holders

As of October 31, 2015, the Company has 746 shareholders. The common shares of the Company are being traded at the Philippine Stock Exchange, Inc. at the average trading price of P0.254 per share as of November 23, 2015.

The following are the quarterly high and low prices of the Company's shares traded at the Philippine Stock Exchange, Inc. for the last four (4) quarters:

	2015 3Q	2015 2Q	2015 1Q	2014 4Q
High	0.360	0.375	0.405	0.495
Low	0.270	0.300	0.340	0.350

(5) Top Twenty (20) Shareholders

The Top 20 shareholders of the Corporation as of October 26, 2015 are as follows:

Name	No. of Shares	%
PCD NOMINEE CORPORATION (FILIPINO)	1,088,560,133	51.01%
PCD NOMINEE CORPORATION (FOREIGN)	758,323,214	35.53%
CHI JEN YEH YANG	139,215,000	6.52%
ELITE HOLDINGS, INC.	55,052,300	2.58%
IPVG EMPLOYEES, INC.	38,000,000	1.78%
ROGER G. STONE	18,500,001	0.87%
PAUL JOSEPH CUNNINGHAM	6,000,000	0.28%
OLEEN MIRANDA	6,000,000	0.28%
JAIME ENRIQUE Y. GONZALEZ	5,141,530	0.24%
WILLY ONG DIZON OR NENE C. DIZON	3,500,000	0.16%
TRANSNATIONAL DIVERSIFIED CORP.	2,507,639	0.12%
ARNOLD CATANI	2,076,802	0.10%
E-STORE EXCHANGE.COM, INC.	1,763,080	0.08%

SRINIVAS POLISHETTY	1,461,761	0.07%
CHIH HUI LI	1,000,000	0.05%
REDIX INC.	856,889	0.04%
VICTOR TABLIGAN	190,140	0.01%
RUBIN M. HOJAS	189,790	0.01%
RODOLFO DILIG	181,040	0.01%
ROGACIANO OROPEZA	161,381	0.01%
Subtotal	2,128,680,700	99.74%
Others	5,534,300	0.26%
TOTAL ISSUED AND OUTSTANDING	2,134,215,000	100.00%

**Data on the Top 20 Shareholders and Total Number of Shareholders provided by the Transfer Agent, Securities Transfer Services, Inc. (STSI).*

(6) Dividends

There is no dividend declaration in the last two (2) years. There is currently no restriction that may limit the payment of dividends on common shares.

(7) Recent Sales of Unregistered or Exempt Securities Including Recent Issuance of Securities Constituting Exempt Transaction

On July 25, 2013, the SEC approved the Company's increase in authorized capital stock from P2 Billion to P2.5 Billion. 25% of the P500 Million increase in authorized capital stock was subscribed to by the Company's Chairman/President and CEO, Yang Chi Jen (a.k.a. Michael Yang). The subscription covered 125 Million shares at par value of P1.00/share for a total of P125 Million.

On April 11, 2014, the Board approved the assignment of the Deposit for Future Share Subscription amounting to a total of P9,390,000.00 and issuance of shares corresponding to the same amount equivalent to a total of 9,215,000 shares to Yang Chi Jen, taken from the existing unissued common shares of the Company.

The Notices of Exempt Transaction pertaining to the foregoing transactions were filed with the SEC on November 6, 2014.

(8) Key Variable and Other Qualitative and Quantitative Factors

i. Any Known Trends, Events or Uncertainties (Material Impact on Liquidity)

There are no known trends, events or uncertainties that will have a material impact on the liquidity of the Corporation.

- ii. *Event that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.*

There is no known event that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

- iii. *All material off-balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.*

There is no material off-balance sheet transaction, arrangement, obligation and other relationship of the Company with unconsolidated entities or other persons created during the reporting period.

- iv. *Description of any material commitments for capital expenditures, general purposes of such commitments, expected sources of funds for such expenditures.*

There is no material commitment for capital expenditures.

- v. *Any Known Trends, Events or Uncertainties*

There are no known trends, events or uncertainties.

Any Significant Elements of Income or Loss (from continuing operations)

Apart from those which have been reported, there is no known significant element of income or loss from continuing operations.

- vi. *Causes of Any Material Changes from Period to Period of FS which shall include vertical and horizontal analyses of any material items (5%)*

Apart from those which have been reported, there are no other known significant material changes from period to period of FS which shall include vertical and horizontal analyses of any material items.

- vii. *Seasonal Aspects that has Material Effect on the FS*

There are no known seasonal aspects that have material effect on the FS.

(9) Discussion on Compliance with Leading Practice on Corporate Governance

The Company has adopted an Integrated Management Systems Manual which was created in conformity with the requirements of ISO 27001 (Information Security Management Systems) and ISO 9001 (Quality Management Systems) standards. The Manual contains the Corporation's products and services, organizational set-up and general policies and approaches in providing products and services in an information secured environment.

The Company has established the following procedures in monitoring compliance with existing manuals and policies:

Internal Audit Procedures

Control of Records Procedure
Control of Documents Procedure
Customer Satisfaction Survey Procedure
Preventive Action Procedure
Legal Services Request Procedure
And other Documented Departmental Procedures

The management of the Company ensures that appropriate communication processes are established within the organization and that communication takes place regarding the effectiveness of information security management systems and quality management systems. These include management regular meetings focusing on operational and departmental concerns (e.g. customer feedback, results of audit, financial standings, process performance and product conformity, status of preventive and corrective actions, follow-up actions from previous reviews, changes that could affect the management systems both of ISMS and QMS, recommendations for improvement, improvement of products/services related to customer requirements, provisions of resources needed, evaluation of compliance with legal and other requirements, status of key performance indicators per key objectives-key results areas that pertains to financial, operational , business and IMS performance.

In compliance with SEC Memorandum Circular No. 6, Series of 2009, the Corporation revised its Manual of Corporate Governance, adopting all the mandatory provisions of the Revised Code of Corporate Governance pursuant to the aforesaid Memorandum Circular. There has been no material deviation from the Company's Manual of Corporate Governance.

For 2010, the Company was given a silver award by the Institute of Corporate Directors for 2010 Corporate Governance Scorecard Top Scorers.

10. Mergers, Consolidations, Acquisitions and Similar Matters

On December 20, 2013, the stockholders approved the investment in and/or acquisition of various businesses and operating companies, including 51% controlling interest in Millennium Ocean Star Corporation ("MOSC") and delegated authority to the Board to approve the investment transactions and acquisitions and determine the terms and conditions thereof, and to approve and determine the manner of raising funds to finance the investments and acquisitions.

On October 14, 2014, the Company approved the acquisition of Cebu Canning Corporation (C3) through a combined acquisition of primary and secondary shares, making it a wholly-owned subsidiary of the Company. The Chairman/ President and CEO, Yang Chi Jen, was authorized to negotiate, finalize the terms and conditions of the acquisition and sign on behalf of the Company. As of September 30, 2015, the Company has acquired 51% of C3.

11. Acquisition or disposition of Property

On July 1, 2011, the stockholders have approved the delegation of authority to the Board to determine the terms and conditions of the sale, disposition or transfer of all or substantially all the property and assets, as well as liabilities, of the Company.

There were no acquisitions or dispositions of property in 2014.

12. Restatement of Accounts

The Company's accounting policies adopted are consistent with those of the previous calendar year.

OTHER MATTERS

13. Action with Respect to Reports

The following reports will be submitted for approval by the stockholders of the Company:

1. The Minutes of the Annual Stockholders' Meeting held on November 28, 2014
2. Audited Financial Statements for the year ended December 31, 2014.
3. Annual Report for the year ended December 31, 2014.

Approval of the Annual Report and the Audited Financial Statements for the year ended December 31, 2014 constitutes ratification by the stockholders of the Company's performance for 2014.

14. Matters Not Required to be Submitted.

Apart from the foregoing, there are no other matters requiring the vote of the shareholders, whether required to be approved by the shareholders or otherwise.

15. Amendment of Charter, By-laws or Other Documents

On October 9, 2015, the Board approved that the Company shall undergo equity restructuring for the purpose of wiping out/reducing the Company's deficit. As of December 2014, the Company has a deficit of P2.8 billion. The par value of P1.00/share shall be decreased to P0.10/share without change in the number of common shares. The transaction would entail the amendment of the Company's Articles of Incorporation by decreasing the authorized capital stock from P2.5 Billion to P250 Million. There will be no corresponding change to the number of authorized common shares and issued/outstanding common shares. This matter shall be presented to the stockholders for approval, with delegation to the Board to finalize terms thereof.

On May 15, 2014, the SEC has approved the following amendments to the Corporation's Articles of Incorporation/ By-Laws:

- Extension of 50 years from the expiration of the original term of 50 years from and after the date of incorporation. The Company was incorporated on May 19, 1964.
- Insertion of "any place within the city or municipality where the principal office of the Company is located" as venue for the holding of the annual stockholders' meeting.

18. Other Proposed Action

All matters approved and acted upon by the Board of Directors and Officers after the Annual Stockholders' Meeting on November 28, 2014 are to be ratified by the stockholders during the upcoming Annual Stockholders' Meeting. The matters approved and acted upon by the Board of Directors and Executive Committee of the Company are as follows:

Date	Matters Approved/ Reported
November 28, 2014	<ul style="list-style-type: none"> Results of the 2014 Annual Stockholders' Meeting/ Organizational Meeting
March 6, 2015	<ul style="list-style-type: none"> Execution of the following agreements: <ul style="list-style-type: none"> ➤ Investment Agreement with Chen Chih-Hsing for investment in the Company for P15 Million, convertible into equity at the option of Chen Chih-Hsing and subject to extension of time as may be mutually agreed upon by the parties. ➤ Subscription Agreements with C3 for a total amount of P6.7 Million equivalent to 67,000 common shares at par value of P100 per share. The 30,000 primary common shares worth P3.0 Million were taken from the increase in authorized capital stock of C3, approved by the SEC on April 17, 2015. Given said approval, C3 became a subsidiary (51%) of MG. <p>The execution of the Subscription Agreements with C3 is pursuant to the plan to fully acquire C3 as a wholly-owned subsidiary of the Company.</p>
March 13, 2015	<ul style="list-style-type: none"> Approval of the resignation of Mr. Jaime Enrique Y. Gonzalez, who manifested his intention to pursue other professional plans and endeavors, as director of the Company. Mr. Hsin-Jan Wan, Taiwanese, was appointed as director of the Company, to serve the unexpired term of Mr. Gonzalez.
April 7, 2015	<ul style="list-style-type: none"> Approval of 2014 Audited Financial Statements Opening of bank account/s with the Union Bank of The Philippines
April 21, 2015	<ul style="list-style-type: none"> Receipt of the April 17, 2015 approval of the Securities and Exchange Commission on Cebu Canning Corporation's (C3) application for increase in authorized capital stock from P10,000,000.00 to P22,000,000.00, making C3 a 51% subsidiary of the Company. This is pursuant to the plan to fully acquire C3. <p>The plan to acquire C3 as a wholly-owned subsidiary of the Company shall be completed upon the transfer of all the C3 secondary shares to the Company.</p>
June 19, 2015	<ul style="list-style-type: none"> Postponement of the annual stockholders' meeting, which pursuant to its By-Laws should be held on the last Friday of June of every year, to give the Company sufficient time to prepare for the additional matters which may have to be presented to the stockholders.
October 9, 2015	<ul style="list-style-type: none"> Conduct of the Company's Annual Stockholders' Meeting on November 27, 2015 at 7:00 A.M. at 2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque

	<p>City. The record date is set on October 26, 2015.</p> <ul style="list-style-type: none"> • To undergo equity restructuring for the purpose of wiping out/reducing the Company's deficit. The par value of P1.00/share shall be decreased to P0.10/share. As of December 2014, the company has a deficit of P2.8 billion. • Opening of bank account/s with the Banco De Oro Unibank, Inc., its subsidiaries and affiliates
November 3, 2015	<ul style="list-style-type: none"> • The Board moved the holding of the ASM to December 16, 2015 from the previously disclosed November 27, 2015. The time, venue and record date of the meeting shall remain the same. The reason for the holding of the ASM to a later date is to wait for the completion of the 2015 Q3 (17-Q) Financial Report.

There are no other proposed actions for the annual stockholders meeting.

19. Voting Procedures

(a) The vote of at least a majority of the stockholders present in person or by proxy and entitled to vote, a quorum being present, shall be required for approval/ratification of Agenda Item Nos. 3, 4, 7, 8 and 9 above.

During the election of directors, there must be present, either in person or by representative authorized to act by written proxy, the owners of a majority of the outstanding capital stock. The election must be by ballot if requested by any voting stockholder or member. Every stockholder entitled to vote shall have the right to vote in person or by proxy the number of shares of stock standing, at the time fixed in the By-Laws, in his own name on the stock books of the Company, or where the By-Laws is silent, at the time of election; and said stockholder may vote such number of shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit: Provided, That the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the Company multiplied by the whole number of directors to be elected: Provided, however, That no delinquent stock shall be voted. Candidates receiving the highest number of votes shall be declared elected. Any meeting of the stockholders called for an election may adjourn from day to day or from time to time but not *sine die* or indefinitely if, for any reason, no election is held, or if there be not present or represented by proxy, at the meeting, the owners of a majority of the outstanding capital stock.

The Chairman shall ensure that two seats shall be allotted for the election of independent directors as required by the Securities Regulations Code and Code of Corporate Governance.

(b) For approvals requiring the majority vote of shareholders representing the outstanding shares held by the minority stockholders present or represented in the meeting (majority of minority), a report on the tabulations of the votes of the stockholders indicating the number of shares and percentage to the total outstanding shares represented by the majority and minority stockholders in the meeting either in person or proxy shall be made by the Corporate Secretary assisted by the Corporation's transfer agent, STSI.

(c) In the approval of sale or other disposition of assets of the Company, the vote of shareholders representing two-thirds (2/3) of the outstanding capital stock is necessary.

(d) In the approval of investment of Company funds for purpose other than the primary purpose for which it was organized, the vote of shareholders representing two-thirds (2/3) of the outstanding capital stock is necessary.

(e) In the approval of amendment to the By-Laws, the vote of shareholders representing majority of the outstanding capital stock is necessary.

(f) In the approval of amendment to the Articles of Incorporation, the vote of shareholders representing two-thirds (2/3) of the outstanding capital stock is necessary. This shall be required for Agenda Item No. 6 above.

(g) The votes shall be taken and counted *viva voce*, by the Corporate Secretary assisted by the Company's transfer agent, STSI.

-END-

Undertaking to Provide Financial Reports

The Company attached herewith a copy of 2014 Audited Financial Statements (SEC Form 17-A) and the Interim Report (SEC Form 17-Q), forming an integral part of the Definitive Information Statement.

The Company shall provide without charge a printed copy of the 2014 Audited Financial Statements and/or the Interim Report (SEC Form 17-Q) upon written request of the shareholder addressed to:

The Corporate Secretary
Millennium Global Holdings, Inc.
2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City
Tel. #: (02) 551-2575

Please note that soft copies of the above reports are available on the PSE EDGE portal at [http://edge.pse.com.ph/under Millennium Global Holdings, Inc. company filings](http://edge.pse.com.ph/under%20Millennium%20Global%20Holdings,%20Inc.%20company%20filings).

SIGNATURE PAGE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in Paranaque City on

NOV 24 2015

Millennium Global Holdings, Inc.



YANG CHI JEN
President and CEO

PROXY

MILLENNIUM GLOBAL HOLDINGS, INC.

Annual Meeting of the Stockholders

December 16, 2015

THE COMPANY IS NOT SOLICITING YOUR PROXY. However, if you would not be able to attend the annual meeting but would like to be represented thereat, please accomplish this form and submit the same to the Company (c/o The Corporate Secretary, 2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City, Philippines. Tel. #: (632) 551-2575 **on or before December 9, 2015.**

I, the undersigned stockholder of **MILLENNIUM GLOBAL HOLDINGS, INC.**, do hereby appoint, name and constitute:

or, in his absence, The Chairman of the Corporation or, in his absence, the Acting Chairman of the
Annual Meeting of the Stockholders

as my attorney and proxy, to represent me at the Annual Meeting of the Stockholders of the Corporation scheduled on **December 16, 2015** at 7:00 A.M. at 2nd Floor Senses Spa Building, MIA Road corner Pildera Street, Tambo, Paranaque City, Philippines, and any postponements or adjournment(s) thereof, as fully and to all intents and purposes as I might or could if present and voting in person, hereby ratifying and confirming any and all action taken on matters which may properly come before such meeting or adjournment(s) thereof.

Signed this _____ at _____.

Printed Name of Stockholder

Signature of Stockholder or Authorized Signatory

[N.B. Partnerships, Corporations and Associations must attach certified resolutions thereof designating Proxy/Representative and Authorized Signatories. Representatives must likewise present their valid identification cards.]