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# JACKSTONES. INC.

593 Antonio Drive, Bagumbayan, Taguig City 1630

May 20, 2016

SECURITIES AND EXCHANGE

COMMISSION

CALLITY Z

Markets and Securities Regulation Department

Securities and Exchange Commission SEC Bldg., EDSA Greenhills, Mandaluyong City

> Director Vicente Graciano P. Felizmenio, Jr. Attn:

Re:

dated May 19, 2016

Definitive Information Statement (SEC Form

Dear Director Felizmenio.

Further to the Definitive Information Statement which Jackstones, Inc. (the "Company") filed on 19 May 2016, we hereby submit the revised Definitive Information Statement (SEC Form 20-IS) for the Annual Meeting of the Stockholders of the Company to be held on June 20, 2016, for your consideration and clearance. We have revised the same in accordance with the comments and inputs of the SEC Securities Registration Division which we received on 20 May 2016.

The following amendments were made based on the recommendations:

- 1. Estimate date of distribution of Information Statement has been changed to 30 May 2016;
- 2. The profiles of the incumbent directors and officers, including the independent directors, have been updated;
- 3. We have included a Certification to the effect that no director or officer is connected with any government agency or instrumentality;
- 4. We have clarified that there is no family relation between the Independent Directors and the individuals/committee members who have nominated them;
- 5. We have indicated that we expect the Isla Lipana & Co., and the and the certifying partner, Mr. Roderick M. Danao will be re-appointed for audit of the Company's financial statements for 2016.

Kindly note that, as of date, the Company is still in the process of setting-up its website, thus the Company is unable to comply with the requirements under SRC 20.3.3.5 to upload the Information Statement of its website for downloading. The Company, however, undertakes to comply with such requirement as soon as practicable.

Thank you for your kind attention and consideration.

Very truly yours,

# JACKSTONES, INC.

593 Antonio Drive, Bagumbayan, Taguig City 5630URITIES AND EXCHANGE

# NOTICE OF ANNUAL STOCKHOLDERS'

COMMISSION 2至2250日2825日

### To the Stockholders:

Please be advised that the Annual Meeting of the Stockholders of JACKSTONES, INC. will be held at the LRA Pavillon, 311 ML Quezon St., Mahogany Subdivision, Brgy Bagumbayan, Taguig City, on 20 June 2016 at 9:00 a.m., to discuss the following:

### AGENDA

- 1. Call to Order
- 2. Determination of Existence of Quorum
- 3. Approval of Minutes of the April 30, 2015 Annual Stockholders Meeting
- 4. Report of the President
- 5. Approval of Audited Financial Statements for 2015
- 6. Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted During the Preceding Year
- 7. Election of Directors (including the Independent Directors)
- 8. Appointment of External Auditor
- 9. Approval of Amendments to the By-laws of Jackstones, Inc.
- 10. Consideration of Such Other Business as May Properly Come Before the Meeting
- 11. Adjournment

A brief explanation of each agenda item which requires stockholders' approval is provided herein. The Information Statement accompanying this notice contains additional information regarding the agenda items particularly those to be voted upon.

For your convenience in registering your attendance, please have some form of identification such as a passport, driver's license or voter's identification card for verification.

We are note soliciting proxies. If, however, you would be unable to attend the meeting but would like to be represented thereat, you may accomplish the attached proxy form. All proxy forms must be received by the Corporate Secretary for inspection and recording not later than 10 June 2016. Proxies shall be validated on 15 June 2016 at 10:00 A.M. at the office of the Corporate Secretary, Unit 1202 139 Corporate Center, 139 Valero

Registration shall start at 8:00am and will close at exactly 10:00am. Only stockholders of record as of 06 May 2016 shall be entitled to vote.

The Organizational Meeting of the Board of Directors will follow soon after the Annual Meeting of the Stockholders with the following agenda:

#### AGENDA

- 1. Call to Order
- 2. Secretary's Proof of the Notice of the Meeting and Certification of Quorum.
- Reading and Approval of the Minutes of the previous Special Meetings of the Board of Directors held on March 23, 2015; March 14, 2016 and April 22, 2016.
- 4. Election of Officers
- 5. Other Matters
- 6. Adjournment

By order of the Board of Directors,

ANTHONY B PERALTA Corporate Secretary

2

#### ANNUAL STOCKHOLDERS' MEETING 20 JUNE 2016

### **EXPLANATION OF AGENDA ITEMS FOR STOCKHOLDERS' APPROVAL**

Approval of Minutes of the April 30, 2015 Annual Stockholders Meeting

Copies of the minutes will be distributed to the stockholders before the meeting and will be presented to the stockholders for approval.

Report of the President and Audited Financial Statements for 2015

The annual report and the financial statements for the preceding fiscal year will be presented to the stockholders for approval.

Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted During the Preceding Year

The acts of the Board of Directors and its committees, officers and management of the Corporation since the last annual stockholders' meeting up to the current stockholders' meeting will be presented to the stockholders for ratification.

Election of Directors (including the Independent Directors)

The incumbent members of the Board of Directors of the Corporation are expected to be nominated for re-election this year. A brief description of the business experience of the incumbent directors is provided in the Information Statement sent to the stockholders.

**Appointment of External Auditor** 

The Corporation's external auditor is Isla Lipana & Co. and will be nominated for reappointment for the current fiscal year.

Approval of Amendments to the By-laws of Jackstones, Inc.

The Board of Directors approved the amendment of Article I, Section 1 of the By-laws of the Corporation in order to change the dare of the annual meeting from "the last day of April in each year" to "the 2<sup>nd</sup> Monday of June of each year". This shall be presented to the stockholders for ratification at the annual meeting of the stockholders on June 20, 2016.

Consideration of Such Other Business as May Properly Come Before the Meeting

The Chairman will open the floor for comments and questions by the stockholders. The Chairman will decide whether matters raised by the stockholders may be properly taken up in the meeting or in another proper forum.

#### **PROXY**

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The undersigned stockholder of JACKSTONES, INC. ("JAS") do hereby name, constitute and appoint
as my proxy, with right of substitution and revocation, to represent and vote for and in my behalf, all shares registered in my name in the books of <b>JAS</b> , or owned by me, at the Annual Meeting of the Stockholders on June 20, 2016 and at any and all adjournments or postponements thereof, upon any election or question which may lawfully be brought before such meeting, as fully to all intents and purposes as I might do if present and acting in person, hereby ratifying and confirming all that my said proxy shall lawfully do or cause to be done by virtue of these presents.
IN CASE OF NON-ATTENDANCE OF MY PROXY NAMED ABOVE, I AUTHORIZE AND EMPOWER THE CHAIRMAN OF THE MEETING TO FULLY EXERCISE ALL RIGHTS AS MY PROXY AT SUCH MEETING.
This proxy shall continue until such time as the same is withdrawn by me through notice in writing delivered to the Corporate Secretary at least three (3) working days before the scheduled meeting on June 20, 2016, but shall not apply in instances where I personally attend the meeting.
The undersigned hereby declares that the issuance of this proxy is within the undersigned's powers and authority, which powers and authority are duly registered in accordance with Philippine laws.
IN WITNESS WHEREOF, I have hereunto signed these presents this day of
PRINTED NAME OF STOCKHOLDER
SIGNATURE OF STOCKHOLDER/AUTHORIZED SIGNATORY
ADDRESS OF STOCKHOLDER

A PROXY SUBMITTED BY A CORPORATION SHOULD BE ACCOMPANIED BY A CORPORATE SECRETARY'S CERTIFICATE QUOTING THE BOARD RESOLUTION DESIGNATING A CORPORATE OFFICER TO EXECUTE THE PROXY. PROXIES EXECUTED BY BROKERS MUST BE ACCOMPANIED BY A CERTIFICATION UNDER OATH STATING THAT THE BROKER HAS OBTAINED THE WRITTEN CONSENT OF THE ACCOUNT HOLDER.

**CONTACT TELEPHONE NUMBER** 

### SECURITIES AND EXCHANGE COMMISSION

### SEC FORM 20-IS

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

1.

1.	Check the appropriate box:	SECURITIES AND EXCHANGE COMMISSION				
	[ ] Preliminary Information Statement	M West 25 2 2 Boly W				
		A(   MAY 2 0 2015				
	[✓] Definitive Information Statement	MARKAT REGULATION DERT				
2.	Name of Registrant as specified in its charter: JACKSTONES, INC. (formerly NEXTSTAGE, IN	TIME V. 12				
3.	Province, country or other jurisdiction of incorporate REPUBLIC OF THE PHILIPPINES	ration or organization:				
4.	SEC Identification Number: 24986					
5.	BIR Tax Identification Code: 000-275-073					
3.	Address of principal office: 593 Antonio Drive, Bagumbayan, Taguig City 1630					
7.	Registrant's telephone number, including area code: (+632) 817-3081					
3.	Date, time and place of the meeting of security holders: June 20, 2016 at 9:00 A.M. at the LRA Pavillon, 311 ML Quezon St., Mahogany Subdivision, Brgy Bagumbayan, Taguig City					
9.	Approximate date on which the Information Staholders:	tement is first to be sent or given to security				
	May 30, 2016					
10.	Securities registered pursuant to Sections 8 ar RSA (information on number of shares and ar registrants):	nd 12 of the Code or Sections 4 and 8 of the mount of debt is applicable only to corporate				
	Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding				
	Common Stock	167,559,097				
11.	Are any or all of registrant's securities listed in a	Stock Exchange?				
	Yes ✓ No					
	If yes, disclose the name of such Stock Exchan Philippine Stock Exchange / Common Stock	ge and the class of securities listed therein:				
		Page <b>3</b> of <b>22</b>				

#### PART I.

### INFORMATION REQUIRED IN INFORMATION STATEMENT

#### A. GENERAL INFORMATION

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

Date, time and place of meeting

June 20, 2016

9:00 a.m.

LRA Pavillon, 311 ML Quezon St.

**Mahogany Subdivision** 

Brgy Bagumbayan, Taguig City

Complete mailing address of the Registrant

JACKSTONES, INC.

593 Antonio Drive

Bagumbayan, Taguig City 1630

Approximate date on which the Information Statement is first to be sent or given to

May 30, 2016

security holders

#### Item 2. Dissenters' Right of Appraisal

Pursuant to Section 81 of the Corporation Code of the Philippines, any stockholder of the Corporation shall have the right to dissent and demand payment of the fair value of his shares on any matter that may be acted upon such as in the following instances:

- 1. In case any amendment to the articles of incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;
- 2. In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets; and
- 3. In case of merger or consolidation.

If, at any time after this information statement has been sent out, an action which may give rise to the right of appraisal is proposed at the meeting, any stockholder who voted against the proposed action and who wishes to exercise such right must make a written demand, within thirty (30) days after the date of the meeting or when the vote was taken, for the payment of the fair market value of his shares. Failure to make a demand within such period shall be deemed a waiver of the appraisal right. The value shall be determined as of the day prior to the date when the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action. Upon payment, he must surrender his certificate of stock. No payment shall be made to any dissenting stockholder unless the Corporation has unrestricted retained earnings in its books to cover such payment. Within ten (10) days after demanding payment for his shares, a dissenting stockholder shall submit to the Corporation the certificate(s) of stock representing his shares for notation that the shares are dissenting shares.

No corporate action is being proposed or submitted in the meeting that may call for the exercise of a stockholder's right of appraisal under Title X of the Corporation Code.

### Item 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

- (a) None of the incumbent directors and officers of the Corporation has any undisclosed substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon.
- (b) The Corporation has not received any information from any director that he/she intends to oppose any matter to be acted upon in the meeting.

#### **B. CONTROL AND COMPENSATION INFORMATION**

#### Item 4. Voting Securities and Principal Holders Thereof

- (a) The Corporation has 167,559,097 common shares of stock subscribed and outstanding as of May 06, 2016. The Corporation does not have any class of shares other than common shares. Each share is entitled to one (1) vote.
- (b) Of the 167,559,097 outstanding common shares, 108,410 shares, or about 0.064% are owned by foreigners. The Corporation does not have any class of shares other than common shares.
- (c) All stockholders of record as of the close of business on May 06, 2016 are entitled to notice of, and to vote at, the Annual Stockholders' Meeting.
- (d) Action will be taken with respect to the election of directors to which persons solicited have cumulative voting rights. At every meeting of the stockholders of the Corporation, every stockholder entitled to vote shall be entitled to one vote for each share of stock outstanding in his name in the book of the Corporation, except with respect to the election of directors, when each stockholder may accumulate his votes, as provided in the Corporation Code. Every stockholder entitled to vote at any meeting of stockholders may vote by proxy as well as in person.
- (e) Security ownership Certain Record and Beneficial Owners and Management
  - (i) Security ownership of certain record and beneficial owners (more than 5% of voting securities) as of May 06, 2016 are as follows:

Title of Class	Name and Address of Record Owner/ Relationship with Issuer	Name of Beneficial Owner/ Relationship with Record Owner	Citizenship	No. of Shares	Percent of Class
Common	Ketton Holdings inc.  Bagumbayan, Taguig City  Ketton Holdings Inc. owns 54.00% of the common shares of Jackstones, Inc.	Ketton Holdings Inc. is a domestic corporation incorporated on October 09, 2014.  It is expected that a proxy be issued in favor of Mariano Chua Tanenglian to vote the shares of Ketton Holdings Inc.	Filipino	90,481,927	54.00%

Commor	DCD N	DOD N	·		
Common	PCD Nominee Corporation  G/F Makati Stock Exchange Bldg. 6767 Ayala Avenue, Makati City  No relationship with the Corporation	PCD Nominee Corporation, a wholly-owned subsidiary of the Philippine Depository and Trust Corporation (PDTC), is the registered owner in the books of the Corporation's stock transfer agent. The beneficial owners entitled to the same are PDTC's participants, who hold the shares either in their own behalf or on behalf of their clients. The following PDTC participants hold more than 5% of the Corporation's voting securities:  MDR Securities, Inc. – 9.71%  A proxy has been issued by the PDC Nominee Corporation in favor of the PDTC Participants. A list of the PDTC Participants has been attached to this	Filipino	53,731,119	32.07%
Common	David T. Fernando  14 Paraguay Street, Loyola Grand Villas, Quezon City  Individual Shareholder  No relationship with the Corporation	Information Statement.  David T. Fernando died in September 2009. The shares are now with the Estate of David Fernando. A proxy was issued to his daughter Catherina Fernando to vote the shares thereof in the Corporation.	Filipino	20,824,419	12.43%

### (ii) Security Ownership of Management as of May 06, 2016:

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Citizenship	Percent of Class
Common	Mariano Chua Tanenglian	10,053,540/indirect	Filipino	F 00%
Common	Aleta So Tanenglian	8,377,950/indirect	Filipino	5.99%
Common	Maximilian So Tanenglian	1,675,590/indirect		4.99%
Common	Vandermir Carnegie Tan Say	1,675,590/indirect	Filipino	0.99%
Common	Jonathan A. Ong Carranceja		Filipino	0.99%
Common	Beryl Fayette Tanenglian Say	1,675,590/indirect	Filipino	0.99%
Common	Adaline Dand T. One Communication	1,675,590/indirect	Filipino	0.99%
Common	Adaline Daryl T. Ong Carranceja Stilwell Tan Sy	1,675,590/indirect	Filipino	0.99%
		1,000/direct	Filipino	0.00%
Common	Amando Musni Velasco	1,000/direct	Filipino	0.00%
	TOTAL	26,811,440		0.0078

#### (iii) Voting Trust Holders of 5% or more

There are no voting trust holders of 5% or more of the common shares.

#### (iv) Changes in Control

There has been no change in the control of the Corporation since the beginning of its last fiscal year.

### Item 5. Directors and Executive/Corporate Officers

### (a) Directors, Executive Officers, Promoters and Control Persons

### Directors and Corporate officers of Jackstones, Inc. as of May 06, 2016:

Name	Age	Position	Citizenship
Mariano Chua Tanenglian	75	Chairman of the Board	Filipino
Aleta So Tanenglian	67	Vice Chairman	
Maximilian So Tanenglian	38	President	Filipino
Vandermir Carnegie Tan Say	42	Executive Vice President	Filipino
Jonathan A. Ong Carranceja	44		Filipino
Beryl Fayette Tanenglian Say	+	Vice President	Filipino
Adaline Daryl T. Ong	40	Treasurer	Filipino
Carranceja	43	Assistant Corporate Secretary	Filipino
Stilwell Tan Sy	67	Independent Director	Filipino
Amando Musni Velasco	66	Independent Director	Filipino
Anthony B. Peralta	54	Corporate Secretary & CIO	Filipino
Ma. Christina Reyes	28	Assistant CIO	Filipino

All Directors shall hold office until a new Board of Directors is elected during the Corporation's annual shareholders' meeting on June 20, 2016. The incumbent directors of the Corporation have been nominated for re-election this year and all nominees have accepted such nominations.

Found to possess the qualifications and none of the disqualifications enumerated in the Company's Amended By-Laws, the incumbent Independent Directors were nominated by the Nomination Committee of the Corporation. The Nomination Committee is composed of Mariano Chua Tanenglian as Chairman and Adaline Daryl T. Ong Carranceja and Aleta So Tanenglian as members.

All incumbent directors were nominated as such and have accepted such nominations. A certification to the effect that no director or officer is connected with any government agency or its instrumentalities is attached to this Information Statement.

The Independent Directors, Stilwell Tan Sy and Amando Musni Velasco, were nominated by the member and the chairman of the Nomination Committee. There are <u>no family relationships</u> between any of the members of the Nomination Committee and the Independent Directors known to the registrant.

The business experience of the members of the Board and Executive Officers for the last five (5) years is as follows:

#### Mariano Chua Tanenglian

Chairman of the Board

Appointment: April 30, 2015 to present

Date of Birth: February 27, 1940

Mr. Tanenglian is currently the CEO of Wonderoad Corp. and the Chairman of Ketton Holdings, Inc. He obtained his Bachelor of Science in Commerce from the Far Eastern University.

Mr. Tanenglian was a Director and a former Treasurer of Allied Banking Corporation. He was also the Chairman of the Board of Oceanic Holdings (BVI) Ltd., a former Vice Chairman and former Treasurer of Philippines Airlines, Inc., as well as a former Vice Chairman of MacroAsia Corporation. Mr. Tanenglian was also a former Treasurer of several companies, including Foremost Farms, Inc., Manufacturing Services and Trade Corporation, Dominium Realty and Construction Corporation, Asia Brewery, Inc., Progressive Farms, Inc., Himmel Industries, Inc., Grandspan Development Corporation, Allied Commercial Bank, Fortune Tobacco Corporation, Shareholdings, Inc., The Charter House, Inc., and Lucky Travel Corporation. He was also a Treasurer/Director of Allied Bankers Insurance Corporation, Allied Leasing and Finance Corporation, and Pan-Asia Securities Corporation. Mr. Tanenglian was a former Director of Abacus Distribution System Phils., Inc., Tanduay Distillery, Inc., Asian Alcohol Corporation, Allied Banking Corporation (HK) Ltd., Oceanic Bank, Maranaw Hotels and Resort Corporation, Basic Holdings Corporation, Allied Bank Phils., (UK) PLC and Macroasia Eurest Catering Services, Inc.

#### Aleta So Tanenglian

Vice Chairman

Appointment: April 30, 2015 to present Date of Birth: September 23, 1948

Ms. Tanenglian holds a Bachelor's degree in Accountancy. She is the current president of Wonderoad Corp.

#### Maximilian So Tanenglian

President

Appointment: April 30, 2015 to present

Date of Birth: June 8, 1977

Mr. Tanenglian is the general manager for the Swiftstar group of companies since 2008 to present. The group is involved in the logistics and security industries providing products and services like but not limited to third party logistics services, security system design and supply and business continuity program consultancy.

#### Vandermir Carnegie Tan Say

**Executive Vice President** 

Appointment: April 30, 2015 to present

Date of birth: January 24, 1974

Mr. Vandermir Carnegie Tan Say, CFA, MCom (Hons)(Fin), Grad Dip (Bkg & Fin), is currently the President of Wimax Philippines Inc. He is also a Director of Toaster BrainWorks Lab Inc., and Sevenofus Foods Inc. Aside from being a Director and the Executive Vice President of Jackstones, Inc., Mr. Say is also currently the Vice President, Ketton Holdings Inc., was the President of the CFA Society of the Philippines in 2008, and Treasurer of the same society in 2007. Mr. Say is a Chartered Financial Analyst of the CFA Institute and a Director of the BEVA Pte Ltd in Singapore.

Mr. Say was previously the Vice President of Citigroup, an Associate Director of UBS AG, an Analyst for Corporate Finance of UBS Warburg, an Equity Analyst for SBC Warburg Dillon Read, and a Research Assistant for Cualoping Securities Corporation.

He received his Master of Commerce in Finance and graduated with honours from the Melbourne Business School, of The University of Melbourne. He also received a Graduate Diploma in Banking and Finance from Monash University. He attained his Bachelor of Science in Management, Major in Legal Management, from the Ateneo de Manila University and was a Merit Scholar.

#### Jonathan A. Ong Carranceja

Vice President

Appointment: April 30, 2015 to present Date of Birth: September 10, 1971

Mr. Ong Carranceja is the current President of SG&D Global Transport Inc., a freight forwarding company. He is also the President of Reach High Dig Deep General Merchandising Corp., a company dealing with industrial products.

Mr. Ong Carranceja was the Former Assistant Manager of Far Eastern Diesel Supply Co. and the Former Asst. Manager of Kirsiphider Co. Inc. He obtained a Bachelor of Arts in Asian Studies.

#### Beryl Fayette Tanenglian Say

Treasurer

Appointment: April 30, 2015 to present Date of birth: February 27, 1976

Aside from being the current President of Toaster Brainworks Lab Inc., Arch. Beryl Fayette Tanenglian Say, EnP, is also a Director and officer of several other companies. She is also currently a Director and the Treasurer of Jackstones Inc., a Director and the Corporate Secretary, Ketton Holdings Inc., a Director and the CFO of Wimax Philippines Inc., and a Director of BEVA Pte Ltd in Singapore.

Arch. Say was the former SAVP Treasury and Finance Officer of Philippine Airlines, she was also the Admin Architect of RR Payumo & Partners Architects. She previously worked with Architect Martha Ong in 1998 to 1999. In 2000, Arch. Say was among the top 3 passers of the Licensure Board Exam for Environmental Planner and in 1999, she was among the top 10 passers of the Architect Licensure Board Exam. She received her Bachelor of Science in Architecture from the University of Santo Tomas.

#### Adaline Daryl T. Ong Carranceja

Assistant Corporate Secretary

Appointment: April 30, 2015 to present

Date of birth: December 9, 1972

Ms. Ong Carranceja is the current President of Spyder Creative Works, Inc. – a graphic design company and supplier of social invitation. She is also the current Corporate Secretary of SG&D Global Transport Inc. Ms. Ong Carranceja obtained a Bachelors degree in Fine Arts.

#### Stilwell Tan Sy

Independent Director

Appointment: April 30, 2015 to present

Date of Birth: March 23, 1949

Mr. Sy is currently the President of Stilwell Commercial Corporation. He has also been an Independent Director of Quality Investments & Securities Corporation from 2012 to date.

A copy of the Certification of Qualification of Independent Director executed on May 19, 2016 is attached herewith.

#### Amando Musni Velasco

Independent Director

Appointment: April 30, 2015 to present

Date of Birth: July 14, 1949

Mr. Velasco is currently the Corporate Secretary of Parisson Development Corporation. He has occupied said position from 2013 to date.

A copy of the Certification of Qualification of Independent Director executed on May 19, 2016 is attached herewith.

#### Anthony B. Peralta

Corporate Secretary & CIO

Appointment: April 30, 2015 to present Date of Birth: December 30, 1960

Atty. Peralta is a senior partner in Cochingyan & Peralta Law Offices. His practice areas include Corporate Law, Foreign Investments Law, Securities Regulation, Taxation, E-Commerce and IT Business Process Outsourcing, and Commercial Litigation. He handles joint ventures between foreign and domestic corporations engaged in power generation, fast-food/restaurant services, wholesale retailing, manufacturing, information technology, and transport vehicle production. He obtaines his Bachelor of Laws degree from the University of the Philippines in 1986.

#### Ma. Christina S. Reyes

Assistant CIO

Appointment: April 30, 2015 to present Date of Birth: September 16, 1987

Atty. Reyes is an associate with Cochingyan & Peralta Law Offices. She received her Juris Doctor degree from the University of the Philippines College of Law in 2013. She attained her Bachelor of Science degree in Hotel, Restaurant and Institution Management, the University of the Philippines in 2009.

The Amended Articles of Incorporation and Amended By-laws of the Company, incorporation the procedure for election of Independent Directors, in accordance with SRC Rule 38 (Requirements on Nomination and Election of Independent Directors), was approved by the Commission on April 16, 2014. The Company has adopted and complied with such procedures and regulations. A copy of the Certification on Qualification and Disqualification of the Independent Directors shall be provided at the Annual Stockholders' Meeting.

#### (b) Significant Employees

The company is not highly dependent on any individual who is not an executive officer. The Corporation has four (4) regular employees namely: (1) Maximilian Tanenglian; (2) Vandermir Carnegie Tan Say; (3) Beryl Fayette Tanenglian Say; and (4) Adaline Daryl T. Ong Carranceja. The record keeping of its transactions is outsourced to a third party consultant.

#### (c) Family Relationships

Mariano Chua Tanenglian is married to Aleta So Tanenglian; and the father of Beryl Fayette Tanenglian Say, Maximilian So Tanenglian, and Adaline Daryl T. Ong Carranceja.

Maximilian So Tanenglian, Beryl Fayette Tanenglian Say and Adaline Daryl T. Ong Carranceja are siblings.

Beryl Fayette Tanenglian Say is married to Vandermir Carnegie Tan Say.

Adaline Daryl T. Ong Carranceja is married to Jonathan A. Ong Carranceja.

There are no other family relationships known to the registrant other than those that have been disclosed above.

#### (d) Involvement in Certain Legal Proceedings

To the best of the Corporation's knowledge and belief and after due inquiry, and except as otherwise disclosed, none of the directors or the executive officers have, during the last five years and to date, been subject to any of the following:

- (a) Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;
- (b) Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
- (c) 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
- (d) 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.

#### Interest on Certain Matters to be Acted Upon

No director or officer of Jackstones has undisclosed substantial interest, direct or indirect, in any matter to be acted upon in the meeting.

#### Certain Relationship and Related Transactions

There are no transactions with or involving the Corporation or any of its subsidiaries in which a director, executive officer, or stockholder owns ten percent (10%) or more of total outstanding shares and members of their immediate family had or is to have a direct or indirect material interest during the last two (2) years. Kindly note that the Suspension of the Registration and Permit to Sell Securities imposed on the Corporation was only lifted by the Securities and Exchange Commission (SEC) on May 31, 2013.

### Item 6. Compensation of Directors and Executive Officers

According to the Amended By-laws of the Corporation, as approved by the SEC on July 6, 2015, a per diem of Two Thousand Pesos (Php2,000.00) shall be granted to each Director for their attendance in a regular or special board meeting.

There are no arrangements for additional compensation of directors other than that provided in the Company's by-laws which pertains to a per diem per of Php2,000.00 per directors per regular or special board meeting attended.

There is no executive officer with contracts or with compensatory plan or arrangement having terms or compensation significantly dissimilar to the regular compensation package, or separation benefits under the Company's group retirement plan, for the managerial employees of the Company.

There are no Outstanding Warrants of Options held by the Directors and Executive Officers.

#### Executive Compensation

The compensation for its executive officers for the years 2014 and 2015 (actual) and 2016 (projected) are shown below:

#### DIRECTORS

Year	<u>Directors' Fees (Php)</u>
2016 (estimated)	72,000
2015	36,000
2014	3,300

### CEO AND FOUR MOST HIGLY COMPENSATED OFFICERS

Year	<u>Salary/</u> Bonus	Others (Php)
		Outers (FTID)
	<u>(Php)</u>	
2016 (estimated)	454,269	32,000
,	704,200	32,000
2015	454,269	16,000
	704,203	10,000
2014	_	1.000
20 I T	_	1,900

Note that the aggregate amount of compensation paid in 2014 and 2015 and estimated amount expected to be paid in 2016, as presented in the above table, are for the following executive officers:

2016 and 2015: Maximilian Tanenglian (President/CEO), Beryl Fayette Say, Adaline Daryl T. Ong Carranceja, and Vandermit Carnegie Say

2014: JJ Samuel Soriano (President/CEO), Maria Catherina Fernando, Ponciano V. Cruz, Jr., Loida Nicolas Lewis, Ma. Cynthia C. Martinez

#### **ALL OFFICERS**

Salary/Bonus	Others (Php)	
(Php)		
454,269	72,000	
454,269	36,000	
-	3,300	
	454,269 454,269	(Php) 454,269 72,000 454,269 36,000

#### ALL DIRECTORS AND OFFICERS AS A GROUP

	<u> </u>
<u>Year</u>	Total Amount (Php)
2016 (estimated)	526,269
2015	490,269
2014	3,300

#### Item 7. Independent Public Accountants

The appointment, approval or ratification of the Company's independent public auditor will be submitted to the shareholders for approval at the Annual Stockholders' Meeting on June 20, 2016.

The Audit Committee has recommended, and the Board of Directors has approved, the reappointment of the auditing firm of Isla Lipana & Co. and the certifying partner, Mr. Roderick M. Danao, is expected to be re-appointed as such for the audit of the financial statements for the year 2016.

Isla Lipana & Co. took over from SGV & Co. in 2003 upon its appointment at the shareholders' meeting in 26 November 2003. There were no disagreements with SGV & Co. on any accounting matter. Its replacement was purely in order to comply with SEC Memorandum Circular No. 8 Series of 2003. The certifying partner of Isla Lipana & Co. primarily responsible for the audit of the Company's financial accounts is rotated at least once every five (5) years, with a two (2) year cooling off period as applicable, in accordance with SRC Rule 68, Part 3(b)(iv)(ix).

Mr. Roderick M. Danao of Isla Lipana & Co. was first engaged by the Company as certifying partner for the year-end audit in 2014 and was reappointed for the examination of the Company's 2015 financial statements. The Company's Audited Financial Statements for 2015 as certified by Mr. Danao, is attached to this Information Statement as an Exhibit to the Annual Report. The Corporation has been advised that the Isla Lipana & Co. auditors assigned to render audit related services have no shareholdings in the Company, or a right, whether legally enforceable or not, to nominate persons or to subscribe to the securities of the Company, consistent with the professional standards on independence set by the Board of Accountancy and the Professional Regulation Commission.

Representatives of Isla Lipana & Co. are expected to be present at the scheduled stockholders meeting. They will have the opportunity to make a statement should they desire to do so and will be available to respond to appropriate questions.

#### External Audit Fees and Services

#### Audit and Audit-Related Fees

For 2014 and 2015, the Company's external auditors were engaged primarily to express an opinion on the financial statements of the Company. The procedures conducted for this engagements included those that are necessary under auditing standards generally accepted in the Philippines but did not include detailed verification of the accuracy and completeness of the reported income and costs and expenses. The audit fees for these services were Php60,000.00 for 2015, and Php30,000.00 for 2014.

#### Tax Fees

The Company did not engage the external auditors for any service related to tax accounting, compliance, advice, planning or any other form of tax services for 2014 and 2015.

#### All Other Fees

The Company did not engage the external auditors for any other service other than those described in the audit and audit-related fees above.

#### Audit Committee's Approval Policies and Procedures

The Company's Audit Committee is composed of Mr. Maximilian So Tanenglian (Chairman), Ms. Beryl Fayette Tanenglian Say and Mr. Stilwell Tan Sy (Independent Director).

The Audit Committee was incorporated on April 2015 and is in the process of drafting an Audit Committee Charter in compliance with SEC Memorandum Circular No. 4, Series of 2012 or the Guidelines for Assessment of Performance of Audit Committees of Companies Listed on the Exchange. The Audit Committee's approval policies and procedures for external audit fees and services are stated in the Company's Revised Manual on Corporate Governance/ The Audit Committee performs oversight functions over the Company's external auditors. Prior to the commencement of audit work, the independent accountants shall make a presentation of their audit program and schedule to the Audit Committee, including a discussion of anticipated issues on the audit work to be done.

After audit work, the independent accountants shall present its comprehensive report discussing the work carried out, areas of interest and their key findings and observations to the Audit Committee.

The independent accountants shall also prepare reports based on agreed upon procedures on the Company's quarterly financial results. The reports shall be presented to the Audit Committee for their approval and endorsement to the Board of Directors.

### Changes in and Disagreements with Accountants on Accounting and Financial Disclosures

There was no change in the Company's independent accountants during the two most recent calendar years.

SRC Rule 68, Part 3(b)(iv)(ix) provides that "[t]he independent auditors or in the case of an audit firm, the signing partner, of the aforementioned regulated entities shall be rotated after every five (5) years of engagement. A two-year cooling off period shall be observed in the re-engagement of the same signing partner or individual auditor." The Company is compliant with this rule.

There has been no disagreement with the independent accountants on accounting and financial disclosure.

#### **Item 8. Compensation Plans**

No action is to be taken by the shareholders at the Meeting with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

#### C. ISSUANCE AND EXCHANGE OF SECURITIES

### Item 9. Authorization or Issuance of Securities other than for Exchange

There is nothing for the Corporation to disclose with regard to the authorization or issuance of securities.

#### Item 10. Modification or Exchange of Securities.

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

#### Item 11. Financial and Other Information

#### A. Information Required

- 1. The Annual Report and Financial Statements for fiscal year 2015 are attached herewith.
- 2. Kindly refer to Item 12(d)(i) and (ii) for Management's Discussion and Analysis and Plan of Operation.

- 3. Kindly refer to Item 12(d)(iii) for a discussion on Changes and Disagreement with Accountants and Financial Disclosures.
- Representatives of the principal accountants for the recently completed fiscal year, Isla Lipana & Co., are not expected to be present at the Annual Meeting of the Shareholders on June 20, 2016.

### Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

There is no stockholders' action to be taken with regard to the following: (1) the merger or consolidation of the Corporation into or with any other person or of any other person into or with the Corporation; (2) the acquisition by the Corporation or any of its security holders of securities of another person; (3) the acquisition by the Corporation of any other going business or of the assets thereof; (4) the sale or other transfer of all or any substantial part of the assets of the Corporation; and (5) the liquidation or dissolution of the Corporation.

#### Details required in the information statement

#### A. General Information

The Company was incorporated and registered with the Securities and Exchange Commission (SEC) in 1964 as Pacific Cement Company, Incorporated to engage in the manufacture and trading of cement and related products. In June 2000, the SEC approved the change in the primary purpose of the Company to that of a holding company and changed its corporate name to PACEMCO HOLDINGS, INC. (PACEMCO). Simultaneous therewith, PACEMCO spun-off its cement manufacturing and mining facility and assets to Pacific Cement Philippines, Inc. (PACEMPHIL), in exchange for 100% of the shares of stock of PACEMPHIL. This investment was subsequently sold in November 2000.

In December 2000, PACEMCO acquired 100% of the share capital of NextStage, Inc. ("NextStage" or the "Company"), a company established to take advantage of the opportunities in the rapidly growing technology sector and the emerging electronic economy. Subsequently, the shareholders of PACEMCO, during a meeting held in the first quarter of 2001, approved the proposed merger of PACEMCO with NextStage. On June 11, 2001, the SEC approved the merger of PACEMCO and its subsidiary NextStage, with PACEMCO as the surviving corporation. Subsequently, SEC also approved the change in name from PACEMCO to NextStage, Inc.

On December 31, 2007, the Company and its majority shareholder Perfect Research Technology Corporation (PRTC) entered into a Memorandum of Agreement wherein the Company transferred its businesses/assets/liabilities in its three subsidiaries — Mondex Philippines, Inc., Infinit-e Asia, Inc. and Technology Support Services, Inc., to PRTC. Pursuant to the said Memorandum of Agreement, the Company ceded control, management, beneficial ownership and administration of the business and assets of its three subsidiaries to PRTC. However, while PRTC has control, management and beneficial ownership and administration of the said subsidiaries, the Company remains the legal owner of the subsidiaries and any liabilities pertaining to the ownership of the shares of stock of the subsidiaries shall remain with the Company.

On January 8, 2014, the Board of Directors approved the change of name to Jackstones, Inc. as well as the increase in authorized share capital to P1 billion divided into one billion shares at P1 par value per share. The Board of Directors also approved the extension of corporate life for another 50 years immediately after the first 50 years from and after the date of incorporation on April 22, 1964 and transfer of principal office to the Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines. The above resolutions have been ratified by the shareholders on

February 7, 2014. The Company's application to effect the change in corporate name, extension of corporate life and change in registered office address has been approved by the SEC on April 16, 2014.

The Company's shares are listed in the Philippine Stock Exchange (PSE) but the trading of the Company's shares was suspended until June 30, 2013. The PSE lifted the suspension on July 9, 2013 and the shares are now tradable.

As at December 31, 2012, Perfect Research Technology Corporation (PRTC), registered and domiciled in the Philippines and is the parent company and the ultimate controlling party, owns 67.74% equity interest in the Company. On December 27, 2013, the 67.74% equity interest of PRTC was sold to a group of individual shareholders.

#### Status of Operations

On October 12, 2014, a group of individual and corporate shareholders entered in to a Memorandum of Agreement with Ketton Holdings, Inc. and a group of individual investors for the sale of the formers' shares of stock representing 70% of the outstanding share capital of the Company. The sale effectively transferred control of the Company to Ketton Holdings, Inc. who became the parent company and ultimate controlling party, owning 54% equity interest of Jackstones, Inc. Ketton Holdings, Inc. is a domestic corporation registered with the Philippine SEC.

On March 23, 2015, the Board of Directors approved the transfer of principal office address from Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines to 593 Antonio Drive, Bagumbayan, Taguig City, Philippines. The above resolution has been ratified by the stockholders on April 30, 2015.

The Company's application to effect the change in registered office address has been approved by the SEC on July 6, 2015.

There is no bankruptcy, receivership or similar proceeding involving the Company. Likewise, there is no material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business of the Company.

### B. Market Price of and Dividends required by Part V of Annex C, as amended

#### Market Information

The Company's common equity is traded in the Philippine Stock Exchange. The trading of the Company's shares has been suspended since May 16, 2008 and suspension was lifted by PSE last July 9, 2013. The high and low sales prices for each period since the lifting of the trading suspension are as follows:

		Common Shares	
(In Ph	D)	High Low	
2013			
	First Quarter (Jan 1 to Mar 31)	Not traded	Not traded
	Second Quarter (April 1 to June 30)	Not traded	Not traded
	Third Quarter (July 26 to Sept 30)	3.04	1.68
	Fourth Quarter (Oct 1 to Dec 31)	6.99	1.96
2014		•	
	First Quarter (Jan 1 to Mar 31)	5.99	2.05
_	Second Quarter (April 1 to June	5.58	2.68

	30)		
	Third Quarter (July 1 to Sept 30)	4.50	3.60
	Fourth Quarter (Oct 1 to Dec 31)	5.00	3.33
2015			
<u> </u>	First Quarter (Jan 1 to Mar 31)	4.00	2.54
	Second Quarter (April 1 to June 30)	3.07	2.24
	Third Quarter (July 1 to Sept 30)	2.59	1.98
	Fourth Quarter (Oct 1 to Dec 31)	2.50	1.90
2016			
	First Quarter (Jan 1 to Mar 31)	3.14	1.88

As of the latest practicable trading date on May 06, 2016, the closing price of the Company's shares of stock is Php2.09.

#### **Holders**

As of May 06, 2016 there are Five Hundred Sixty Five (565) holders of commons shares of the Company.

Listed below are the top twenty (20) shareholders of the Company:

Name of Shareholder	No. of shares	Percent of class
Ketton Holdings inc.	90,481,927	54.0000%
PCD Nominee Corp. – Filipino	53,731,119	32.0669%
David T Fernando.	20,824,419	12.4281%
Ponciano V. Cruz Jr.	1,000,000	0.5968%
Composite Marketing Corp.	999,995	0.5968%
Felix G. Chung	145,895	0.0871%
PCD Nominee Corp. – Non- Filipino	90,000	0.0537%
Rafael A. Morales	58,652	0.0350%
Leonel A. Santos	55,274	0.0330%
Ma. Paz Alcita Galvan	9,000	0.0054%
Mario B. Cornista.	7,599	0.0045%
Mario Yambot	5,300	0.0032%
Southern Philippines Development Authority	4,200	0.0025%
Lydia C. San Juan.	4,000	0.0024%
Anthony H. Strike	3,820	0.0023%
Inocencio R. Cortes	3,284	0.0020%
Raymundo A. Yap	2,980	0.0018%
Zenaida M. Strike	2,820	0.0017%
Cezar G. Siruelo, Jr.	2,768	0.0017%
Alfredo B. Almonguera, Jr.	2,680	0.0016%

#### **Dividends**

No cash dividends were declared on the Company's common shares for the two most recent fiscal years or any interim period.

The Corporation Code prohibits stock corporations from retaining surplus profits in excess of one hundred percent (100%) of their paid-in capital stock, except when justified by definite corporate expansion projects or programs approved by the Board of Directors, or when the corporation is prohibited under any loan agreement with any financial institution or creditor from declaring dividends without its consent, and such consent has not yet been secured, or when it can be clearly shown that such retention is necessary under special circumstances obtaining in the corporation.

# Recent Sales of Unregistered or Exempt Securities including recent issuance of Securities Constituting an exempt transaction

The Company does not have any unregistered securities.

- C. The financial statements for the fiscal year ended 31 December 2015 as well as the interim financial statement for the period ended 31 March 2016 are attached to this Information Statement.
- D. Management's Discussion and Analysis (MD&A) or Plan of Operation

#### Plan of Operation

The Company has entered a new era with the entry of new owners and their management team. The Company will continue to implement the Business Plan, as disclosed to the SEC and the PSE last year, to maximize its structure as holding company and focus on the ASEAN region and other Asian involvements, with a view to integration into the ASEAN Economic Community. The Company plans to expand its holdings in Information Technology to include ventures in energy and power-related holdings, agri-business and real estate.

The Company is able to satisfy its cash requirements for the next twelve (12) months, as new shareholders invested an amount of approximately P16,000,000 for future shares subscription to fund the Company's operating requirements.

There are no expected purchases or sale of plant and significant equipment.

#### Management's Discussion and Analysis

Starting December 2014, Jackstones Inc. (JAS) is steadily being transformed into a holding company for projects, property ventures, businesses and assets primarily in the ASEAN region and neighboring Asian countries without industry-specific limitations. The management team shall benefit enormously from the excellent business and management track record of its Chairman.

Being a publicly listed holding company in the PSE positioned as a prime mover in ASEAN-focused businesses is a very compelling competitive edge. This widens the reach of the Company and hedges the Company's well-being across the performance of all the ASEAN member economies. This also makes the liquidity of JAS better due to an ASEAN-wide market interest for a Philippine-based holding company.

The Company's objectives when managing capital are to support the Company's ability to effectively deploy capital and to protect the interest of its shareholders.

Management shall utilize the capital structure that generates the most value for shareholders and this may entail adjustments to dividends paid to shareholders, loans obtained from banks, and the issuance of new shares. Total capital being managed by the Company is its total equity as shown in the attached statement of financial position.

The Company is also currently negotiating with various investment groups to raise new capital and is also seriously considering another public offering to raise more funds for its investments and holdings. The Company continues to review projects, ventures, businesses and assets that can be included in the holdings of the Company for which JAS may issue shares in exchange for owning them.

A Memorandum of Agreement between Ketton Holdings, Inc. and the previous shareholders states that any claims filed against the Company by ING following the closing date of the sale, with regards the loan extended by ING to PACEMCO, shall be for the account of the previous shareholders. Accordingly, management believes that the Company's financial position and results of operations will not be significantly affected from the ultimate disposition of outstanding legal cases and claims. Further, there are no other material events and uncertainties known to management that would cause reported financial information not to be necessarily indicative of the future financial condition of the Company.

There are no known trends or known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in any material way. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

There are no 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. Likewise, there are no material commitments for capital expenditures.

There are no known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations. There are no seasonal aspects that had a material effect on the financial condition or results of operations.

# Comparable Discussion for the Interim Period from 31 December 2015 to 31 March 2016

As of March 31, 2016, the Corporation's assets consist consists only of Cash in the amount of Php 235,325.00 and Input VAT of Php 764,240.00, a total of Php999,565.00 Total Assets compared to Php1,717,425.00 Total Assets as of 31 December 2015.

The Company has 4 regular employees as at March 31, 2016 and December 31, 2015.

The Company is monitored as a single operating segment considering the limited transactions for the periods ended March 31, 2016 and 2015.

# Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

There have been no disagreements with the Corporation's external auditor on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure.

#### E. <u>Directors, Executive Officers, Promoters and Control Persons</u>

Please refer to Item 5(a) of this Information statement for a discussion on Directors, Executive Officers, Promoters and Control Persons.

#### Item 13. Acquisition or Disposition of Property

There is no action to be taken with respect to the acquisition or disposition of any property.

#### **Item 14. Restatement of Accounts**

There is no action to be taken with respect to the restatement of any asset, capital, or surplus account of the Corporation.

#### **D. OTHER MATTERS**

#### Item 15. Action with Respect to Reports

The following matters are included in the agenda of the Annual Stockholders' Meeting for the approval of the stockholders:

- a) Approval of Minutes of the April 30, 2015 Annual Stockholders Meeting
- b) Report of the President
- c) Approval of the Annual Report and the Audited Financial Statements for 2015
- d) Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted During the Preceding Year
- e) Election of Directors (including the Independent Directors)
- f) Appointment of External Auditor
- g) Approval of Amendments to the By-laws of Jackstones, Inc. to change the date of the annual meeting

Brief description of material matters approved by the Board of Directors and Management and disclosed to the SEC and PSE since the last Annual Meeting of Stockholders on May 27, 2015 for ratification by the stockholders:

Date	Particulars
April 30, 2015	Disclosure of the result of the Annual Shareholders Meeting and Organizational Board of Directors Meeting of Jackstones, Inc.
August 11, 2015	Approval of the amendment to the Company's By-laws by the Securities and Exchange Commission and issuance of the Certificate of Filing of Amended By-laws of the Company dated July 6, 2015.
December 9, 2015	This amendment to the August 12, 2015 disclosure reports the correction made by the SEC to the date of the board approval as indicated on the Certificate of Filing of Amended Articles of Incorporation of the Company dated November 25, 2015. The correct date of board approval is March 23, 2015 and has correctly been reflected in the Certificate issued by the SEC.
March 14, 2016	At the Special Meeting of the Board of Directors of Jackstones, Inc. (the "Company") held on March 14, 2016, the Board resolved to postpone the annual stockholders' meeting to June 13, 2016 to enable the Company time to prepare all reports and matters to be submitted for the approval of the stockholders and to ensure a greater turnout of stockholders who will participate in the meeting.
April 22, 2016	At the Special Meeting of the Board of Directors of Jackstones, Inc. (the "Company") held on April 22, 2016, the following matters were resolved:  1. Further postponing the annual stockholders' meeting to June 20, 2016 to enable the Company time to prepare all reports and matters to be submitted for the approval of the stockholders and to ensure a greater turnout of stockholders who will participate in the meeting;

- Setting May 06, 2016 as the record date for shareholders entitled to notice to attend and to vote at the Annual Meeting of the Shareholders on June 20, 2016; and
- Subject to the approval of the stockholders, amendment of the Company's By-laws pertaining to the date of the annual meeting from last day of April in each year to 2<sup>nd</sup> Monday of June of each year.

### Item 17. Amendment of Charter, Bylaws and Other Documents

The following amendment will be presented to the shareholders during the annual shareholders' meeting:

Amendment of the By-laws

Article I, Section 1: Annual Meetings – The annual meeting of the stockholders of the Corporation shall be held at the principal office of the Corporation at 593 Antonio Drive, Bagumbayan, Taguig City, or at any place designated by the Board of Directors in the city or municipality where the principal office of the corporation is located, on the 2<sup>nd</sup> Monday of June of each year, unless such day shall be a legal holiday, in which case it shall be held on the next following business day.

The change in date of the annual meeting is contemplated to enable the Company time to prepare all reports and matters to be submitted for the approval of the stockholders and to ensure a greater turnout of stockholders who will participate in the. No adverse effect is foreseeable with regards to such amendments.

#### Item 19. Voting Procedures

- (a) Every shareholder shall be entitled to one (1) vote for each share of stock standing in his name on the books of registrant, unless the law provides otherwise. Cumulative voting may be used in the election of the members of the Board of Directors.
- (b) The votes required for (1) ratification of reports acts, and resolutions of the Board of Directors and Management, and (2) appointment of external auditor shall be the majority vote of the shareholders.
- (c) Voting shall be done orally and counting of votes shall be conducted by the Corporate Secretary (or his duly authorized representative) to be assisted by the Corporation's independent accountant-or by the representative of Isla Lipana & Co.

UPON WRITTEN REQUEST OF THE STOCKHOLDER, THE COMPANY UNDERTAKES TO FURNISH SAID STOCKHOLDER WITH A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17-A, AS FILED WITH THE SEC, FREE OF CHARGE. ANY WRITTEN REQUEST SHALL BE ADDRESSED TO:

#### **ATTY. ANTHONY B. PERALTA**

Corporate Secretary

#### JACKSTONES, INC.

c/o Unit 1202 12/F 139 Corporate Center, 139 Valero St., Salcedo Village, Makati City 1227 Philippines

#### PART III.

#### 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 the City of Makati on 20 May 2016.

JACKSTONES, INC.

Corporate Secretary and CIO

Ву:

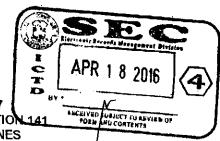
### **COVER SHEET**

2 4 9 8 6
JACKSTONES, INC. FORMERLY
N E X T S T A G E , I N C .
(Company's Full Name)
C T T T T T T T T T T T T T T T T T T T
BAGUMBAYAN TAGUIG
CITY
(Business Address No. Otto Law
(Business Address: No. Street City / Town / Province)
ANTHONY B. PERALTA
Contact Person  817-3081  Company Telephone Number
Month
Fiscal Year Form Type Month Day
Annual Meeting
SEC FORM 17-A
Dept. Requiring this Doc.
Amended Articles Number / Section
Total No. of Stockholders
Domestic
To be accomplished by SEC Personnel Concerned
File Number LCU
Document I.D. Cashier
Cashler
STAMPS
Remarks = Pls. use black ink for scanning purposes

#### SECURITIES AND EXCHANGE COMMISSION

#### SEC FORM 17-A, AS AMENDED

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION
OF THE CORPORATION CODE OF THE PHILIPPINES



1.	For the fiscal year ended <u>December 31, 201</u> 5		<b>,</b>
2.	SEC Identification Number <u>24986</u> 3. BIR Tax	x Identification No.	. <u>000-275</u> -073
4.	Exact name of issuer as specified in its charter	Jackstones, Inc.	(formerly Nextstage, Inc.)
5.	Republic of the Philippines Province, Country or other jurisdiction of incorporation or organization	Industry Classifica	(SEC Use Only) tion Code:
7.	593 Antonio Drive, Bagumbayan, Taguig City Address of principal office		1630 Postal Code
8.	<u>+63 2 2779455</u>		Total Code

- Issuer's telephone number, including area code
- Bonifacio Technology Center 2nd Ave. corner 31 Street, BGC Taguig City 1634.
   Former name, former address, and former fiscal year, if changed since last report.
- 10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class

Number of Shares of Common Stock Outstanding

Common Stock, @ P1.00 par value

167,559,097 shares as at December 31, 2015

11. Are any or all of these securities listed on a Stock Exchange?

Yes [X] No [ ]

If yes, state the name of such stock exchange and the classes of securities listed therein:

Philippine Stock Exchange

Common

- 12. Check whether the issuer:
  - (a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes [X]

No []

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes [X]

No [ ]

13. Aggregate market value of the voting stock held by non-affiliates.

Php77,430,647.93 (29,441,311 shares @ Php2.63 per share as at March 31, 2016).

### PART I-BUSINESS AND GENERAL INFORMATION

#### Item 1. Business

The Company was incorporated and registered with the Securities and Exchange Commission (SEC) in 1964 as Pacific Cement Company, Incorporated to engage in the manufacture and trading of cement and related products. In June 2000, the SEC approved the change in the primary purpose of the Company to that of a holding company and changed its corporate name to PACEMCO HOLDINGS, INC. (PACEMCO). Simultaneous therewith, PACEMCO spun-off its cement manufacturing and mining facility and assets to Pacific Cement Philippines, Inc. (PACEMPHIL), in exchange for 100% of the shares of stock of PACEMPHIL. This investment was subsequently sold in November 2000.

In December 2000, PACEMCO acquired 100% of the share capital of NextStage, Inc. ("NextStage" or the "Company"), a company established to take advantage of the opportunities in the rapidly growing technology sector and the emerging electronic economy. Subsequently, the shareholders of PACEMCO, during a meeting held in the first quarter of 2001, approved the proposed merger of PACEMCO with NextStage. On June 11, 2001, the SEC approved the merger of PACEMCO and its subsidiary NextStage, with PACEMCO as the surviving corporation. Subsequently, SEC also approved the change in name from PACEMCO to NextStage, Inc.

On December 31, 2007, the Company and its majority shareholder Perfect Research Technology Corporation (PRTC) entered into a Memorandum of Agreement wherein the Company transferred its businesses/assets/liabilities in its three subsidiaries — Mondex Philippines, Inc., Infinit-e Asia, Inc. and Technology Support Services, Inc., to PRTC. Pursuant to the said Memorandum of Agreement, the Company ceded control, management, beneficial ownership and administration of the business and assets of its three subsidiaries to PRTC. However, while PRTC has control, management and beneficial ownership and administration of the said subsidiaries, the Company remains the legal owner of the subsidiaries and any liabilities pertaining to the ownership of the shares of stock of the subsidiaries shall remain with the Company.

On January 8, 2014, the Board of Directors approved the change of name to Jackstones, Inc. as well as the increase in authorized share capital to P1 billion divided into one billion shares at P1 par value per share. The Board of Directors also approved the extension of corporate life for another 50 years immediately after the first 50 years from and after the date of incorporation on April 22, 1964 and transfer of principal office to the Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines. The above resolutions have been ratified by the shareholders on February 7, 2014. The Company's application to effect the change in corporate name, extension of corporate life and change in registered office address has been approved by the SEC on April 16, 2014.

The Company's shares are listed in the Philippine Stock Exchange (PSE) but the trading of the Company's shares was suspended until June 30, 2013. The PSE lifted the suspension on July 9, 2013 and the shares are now tradable.

As at December 31, 2012, Perfect Research Technology Corporation (PRTC), registered and domiciled in the Philippines and is the parent company and the ultimate controlling party, owns 67.74% equity interest in the Company. On December 27, 2013, the 67.74% equity interest of PRTC was sold to a group of individual shareholders.

On October 12, 2014, a group of individual and corporate shareholders entered in to a Memorandum of Agreement with Ketton Holdings, Inc. and a group of individual investors for the sale of the formers' shares of stock representing 70% of the outstanding share capital of the Company. The sale effectively transferred control of the Company to Ketton Holdings, Inc. who became the parent company and ultimate controlling party, owning 54% equity interest of Jackstones, Inc. Ketton Holdings, Inc. is a domestic corporation registered with the Philippine SEC.

On March 23, 2015, the Board of Directors approved the transfer of principal office address from Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines to 593 Antonio Drive, Bagumbayan, Taguig City, Philippines. The above resolution has been ratified by the stockholders on April 30, 2015.

The Company's application to effect the change in registered office address has been approved by the SEC on July 6, 2015.

There is no bankruptcy, receivership or similar proceeding involving the Company. Likewise, there is no material reclassification, merger, consolidation, or purchase or sale of a significant amount of assets not in the ordinary course of business of the Company.

### Services/Products/Customers/Distribution Method/Suppliers

Not applicable as Jackstones, Inc. is a holding company.

#### Competition

The Company is still in the process of building its portfolio of businesses to include potential holdings in the fields of information technology, energy and power, agriculture and real estate with primary focus on the ASEAN region. The Company was dormant for a number of years starting 2007 until May 1, 2013 when the Suspension of the Registration and Permit to Sell Securities imposed on the Company was lifted by the SEC. Likewise, the trading of the Company's shares has been suspended since May 16, 2008 and suspension was lifted by the Philippine Stock Exchange ("PSE") last July 9, 2013. As such, the Company as yet has no identifiable principal competitors.

#### Transaction with Related Parties

Parties are considered to be related if one party can, directly, or indirectly, control the other party or significantly influence management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests. Related parties may be individuals or corporate entities.

The Company, in the regular conduct of its business, has entered into transactions with its associate and other related parties principally consisting of cash advances for working capital purposes and charges for shared expenses.

Related party transactions are also discussed in the accompanying financial statements of the Company.

### Developmental and Other Activities

As a holding company, Jackstones, Inc. has no material patents, trademarks, or intellectual property right to its products. The Company complies with all existing government regulations and relevant environmental laws, the costs of which have no material adverse effect on the Company. Jackstones, Inc. has no research and developmental activities.

Starting December 2014, Jackstones, Inc. (JAS) is steadily being transformed into a holding company for projects, property ventures, business and assets primarily in the ASEAN region and neighboring Asian countries without industry-specific limitations. The management team expects to benefit from the business and management track record of its new Chairman.

Being a publicly listed holding company in the PSE positioned as a prime mover in ASEAN-focused businesses is a very compelling competitive edge. This widens the reach of the Company and hedges the Company's well-being across the performance of all the ASEAN member economies. This will potentially make the liquidity of JAS better due to an ASEAN-wide market interest for a Philippine-based holding company.

#### **Employees**

The Company has four (4) regular employees as at December 31, 2015 namely - Beryl Fayette T. Say, Adaline Daryl Ong Carranceja, Vandermir Carnegie Tan Say, and Maximilian S. Tanenglian. The record keeping of its transactions is outsourced to a third party consultant.

#### Risk

The Company's overall risks management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Prudent liquidity risk management implies maintaining sufficient cash to meet its operating cash requirements. The Company manages liquidity risk by monitoring expected cash flows and seeks funding from its shareholders to meet its operating commitments. Given the status of the Company's operations and plans, there is no perceived liquidity risk.

#### Item 2. Properties.

The Company's assets consist consists only of Cash. Currently, Jackstones, Inc. has no plans to acquire properties.

#### Item 3. Legal Proceedings

On April 18, 2002, a civil case was filed by Fuller International Inc. ("Fuller") and FLSA Automation A/S ("FLSA") against the Company in its capacity as successor-in-interest of PACEMCO (formerly known as Pacific Cement Company, Inc.) and PACEMPHIL before the Regional Trial Court (RTC) of Makati City Branch 138. In the complaints, Fuller and FLSA allege that PACEMCO has an outstanding obligation to them amounting to US\$247,611.53 and US\$320,821.65, respectively. Although all obligations of PACEMCO were assigned to PACEMPHIL including its outstanding obligations to Fuller and FLSA and despite the written admission of responsibility for payment by PACEMPHIL, Fuller and FLSA claim that the Company should be made liable for whatever debts the latter had incurred to Fuller and FLSA.

On July 10, 2013, the parties entered into a compromise agreement to comprehensively and finally settle all claims and litigation by and against one another. Under the terms of the compromise agreement, PACEMPHIL shall pay US\$415,000 in full and final satisfaction of all outstanding obligations, interests and attorneys fees' claimed by Fuller and FLSA. On August 8, 2013, the case against NextStage and PACEMPHIL was dismissed following full settlement of the compromise agreement to compromise

A similar case was filed by ING-BHF Bank Aktiengesellschaft ("ING") against the Company and PACEMPHIL before the Regional Trial Court of Makati Branch 148 on September 3, 2003. The Plaintiff alleges that NextStage, Inc. as successor-in-interest of PACEMCO, owes them EUR1,812,687 with interest as well as payment for damages, attorney's fees and expenses of litigation.

On February 22, 2011, ING and PACEMPHIL entered into a compromise agreement wherein the latter agreed to settle EUR2,320,445 in 23 installments payable until September 30, 2016. As at September 30, 2014, PACEMPHIL has complied with the terms of the compromise agreement and has remitted all installments due in accordance with the agreed schedule. On December 14, 2014, the RTC of Surigao City Branch 30 issued a Commencement Order in relation to PACEMPHIL's Petition for Corporate Rehabilitation with Prayer for Suspension of Payments. In accordance with the Commencement Order, the RTC of Surigao City issued an order for the suspension of all actions and proceedings in court or otherwise for the enforcement of all claims against PACEMPHIL until the rehabilitation plan has been approved by the creditors and the RTC of Surigao City under Republic

Given that all obligations of the legacy company have been transferred to PACEMPHIL as part of various reorganizations discussed in Note 1, the liability arising from this litigation are for the account of PACEMPHIL. Furthermore, in accordance with the Memorandum of Agreement between Ketton Holdings, Inc. and the previous shareholders (Note 1 of the Audited Financial Statements), any claims filed against the Company by ING following the closing date of the sale shall be for the account of the previous shareholders. Accordingly, management believes that the Company's financial position and results of operations will not be significantly affected from the ultimate disposition of outstanding legal cases and claims.

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

There were no matters submitted to the vote of security holders during the fourth quarter of the fiscal year covered by this annual report. The Annual Meeting of the Stockholders of Jackstones, Inc. was held on April 30, 2015 and the results thereof were duly submitted to the SEC in the corresponding SEC Form 17-C and disclosed to the PSE.

### PART II - OPERATIONAL AND FINANCIAL INFORMATION

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

#### (a) <u>Market Information</u>

The Company's common equity is traded in the Philippine Stock Exchange. The trading of the Company's shares has been suspended since May 16, 2008 and suspension was lifted by PSE last July 9, 2013. The high and low sales prices for each period since the lifting of the trading suspension are as follows:

(In Php)		Common Shares	
2013	7	High	Low
	First Quarter (Jan 1 to Mar 31)	Not traded	Not traded
	Second Quarter (April 1 to June 30)	Not traded	Not traded
	Third Quarter (July 26 to Sept 30) Fourth Quarter (Oct 1 to Dec 31)	3.04	1.68
2014	Samuel (OCL 1 to Dec 31)	6.99	1.96
	First Quarter (Jan 1 to Mar 31)	5.99	2.05
	Second Quarter (April 1 to June 30)	5.58	2.68
<del></del>	Third Quarter (July 1 to Sept 30) Fourth Quarter (Oct 1 to Dec 31)	4.50	3.60
2015	1 - Guilli Goditer (Oct 1 to Dec 31)	5.00	3.33
	First Quarter (Jan 1 to Mar 31)	4.00	2.54
	Second Quarter (April 1 to June 30)	3.07	2.24
	Third Quarter (July 1 to Sept 30) Fourth Quarter (Oct 1 to Dec 31)	2.59	1.98
2016	decree (Oct 1 to Dec 31)	2.50	1.90
	First Quarter (Jan 1 to Mar 31)	3.14	1.88

As of the latest practicable trading date on March 31, 2016, the closing price of the Company's shares of stock is Php2.40.

#### (b) Holders

As of December 31, 2015, there are Five Hundred Sixty Five (565) holders of commons shares of the Company.

Listed below are the top twenty (20) shareholders of the Company:

Name of Shareholder	No. of shares	Percent of class
Ketton Holdings inc.	90,481,927	54.0000%
PCD Nominee Corp. – Filipino	53,743,119	32.0741%
David T Fernando.	20,824,419	12.4281%
Ponciano V. Cruz Jr.	1,000,000	0.5968%
Composite Marketing Corp.	999,995	0.5968%
Felix G. Chung	145,895	0.0871%
PCD Nominee Corp. – Non-Filipino	78,000	0.0466%
Rafael A. Morales	58,652	0.0350%
Leonel A. Santos	55,274	0.0330%
Ma. Paz Alcita Galvan	9,000	0.0054%
Mario B. Cornista.	7,599	0.0045%
Mario Yambot	5,300	0.0032%
Southern Philippines Development Authority	4,200	
Lydia C. San Juan.	4 000	0.0025%
Anthony H. Strike	4,000	0.0024%
Inocencio R. Cortes	3,820	0.0023%
Raymundo A. Yap	3,284	0.0020%
Zenaida M. Strike	2,980	0.0018%
Cezar G. Siruelo, Jr.	2,820	0.0017%
Alfredo B. Almonguera, Jr.	2,768	0.0017%
Tanedo D. Aimonguera, Jr.	2,680	0.0016%

#### (c) <u>Dividends</u>

No cash dividends were declared on the Company's common shares for the two most recent fiscal years or any interim period.

The Corporation Code prohibits stock corporations from retaining surplus profits in excess of one hundred percent (100%) of their paid-in capital stock, except when justified by definite corporate expansion projects or programs approved by the Board of Directors, or when the corporation is prohibited under any loan agreement with any financial institution or creditor from declaring dividends without its consent, and such consent has not yet been secured, or when it can be clearly shown that such retention is necessary under special circumstances obtaining in the corporation.

### (d) Recent Sales of Unregistered or Exempt Securities

The Company does not have any unregistered securities.

### Item 6. Management Discussion and Analysis

#### Plan of Operation

The Company has entered a new era with the entry of new owners and their management team. The Company will continue to implement the Business Plan, as disclosed to the SEC and the PSE last year, to maximize its structure as holding company and focus on the ASEAN region and other Asian involvements, with a view to integration into the ASEAN Economic Community. The Company plans to expand its holdings in Information Technology to include ventures in energy and power-related holdings, agri-business and real estate.

The Company is able to satisfy its cash requirements for the next twelve (12) months, as new shareholders invested an amount of approximately P16,000,000 for future shares subscription to fund the Company's operating requirements.

There are no expected purchases or sale of plant and significant equipment.

#### Management's Discussion and Analysis

Starting December 2014, Jackstones Inc. (JAS) is steadily being transformed into a holding company for projects, property ventures, businesses and assets primarily in the ASEAN region and neighboring Asian countries without industry-specific limitations. The management team shall benefit enormously from the excellent business and management track record of its Chairman.

Being a publicly listed holding company in the PSE positioned as a prime mover in ASEAN-focused businesses is a very compelling competitive edge. This widens the reach of the Company and hedges the Company's well-being across the performance of all the ASEAN member economies. This also makes the liquidity of JAS better due to an ASEAN-wide market interest for a Philippine-based holding company.

The Company's objectives when managing capital are to support the Company's ability to effectively deploy capital and to protect the interest of its shareholders.

Management shall utilize the capital structure that generates the most value for shareholders and this may entail adjustments to dividends paid to shareholders, loans obtained from banks, and the issuance of new shares. Total capital being managed by the Company is its total equity as shown in the attached statement of financial position.

The Company is also currently negotiating with various investment groups to raise new capital and is also seriously considering another public offering to raise more funds for its investments and holdings. The Company continues to review projects, ventures, businesses and assets that can be included in the holdings of the Company for which JAS may issue shares in exchange for owning them.

Aside from the issue of the ING loan to PACEMCO, there are no other material events and uncertainties known to management that would cause reported financial information not to be necessarily indicative of the future financial condition of the Company.

There are no known trends or known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in any material way. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

There are no 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. Likewise, there are no material commitments for capital expenditures.

There are no known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations. There are no seasonal aspects that had a material effect on the financial condition or results of operations.

#### Item 7. Financial Statements

The financial statements are filed as part of this SEC Form 17-A.

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

There have been no disagreements with the Corporation's external auditor on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure.

### PART III - CONTROL AND COMPENSATION INFORMATION

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

## (a) The incumbent Directors and Executive Officers of the Company are as follows:

Name	Age	Diai	
Mariano Chua Tanenglian	75	Position	Citizenship
Aleta So Tanenglian		Chairman of the Board	Filipino
Maximilian So Tanenglian	67	Vice Chairman	Filipino
Vandermir Carnegie Tan Say	38	President	
Jonatha A Gregie Tan Say	42	Executive Vice President	Filipino
Jonathan A. Ong Carranceja	44	Vice President	Filipino
Beryl Fayette Tanenglian Say	40	Treasurer	Filipino
Adaline Daryl T. Ong Carranceia	43		Filipino
Stilwell Ian SV	<del>_ 43</del>	Assistant Corporate Secretary	Filipino
Amando Musni Velasco		Independent Director	Filipino
Anthony B. Peralta	66	Independent Director	
Ma. Christina Reyes	54	Corporate Secretary & CIO	Filipino
ma. Omisuna Reyes	28	Assistant CIO	Filipino
			Filipino

All Directors shall hold office until a new Board of Directors is elected during the Company's annual shareholders' meeting scheduled on June 13, 2016.

Found to possess the qualifications and none of the disqualifications enumerated in the Company's Amended By-Laws, the incumbent Independent Directors were nominated by the Consultants and Advisors of the Company. Please note that the Nomination Committee of the Company was only established and elected on November 21, 2014.

The business experience of the members of the Board and Executive Officers for the last five (5) years is as follows:

#### Mariano Chua Tanenglian

Chairman of the Board April 30, 2015 to present

Mr. Tanenglian is currently the CEO of Wonderoad Corp. and the Chairman of Ketton Holdings, Inc. He obtained his Bachelor of Science in Commerce from the Far Eastern University.

Mr. Tanenglian was a Director and a former Treasurer of Allied Banking Corporation. He was also the Chairman of the Board of Oceanic Holdings (BVI) Ltd., a former Vice Chairman and former Treasurer of Philippines Airlines, Inc., as well as a former Vice Chairman of MacroAsia Corporation. Mr. Tanenglian was also a former Treasurer of several companies, including Foremost Farms, Inc., Manufacturing Services and Trade Corporation, Dominium Realty and Construction Corporation, Asia Brewery, Inc., Progressive Farms, Inc., Himmel Industries, Inc., Grandspan Development Corporation, Allied Commercial Bank, Fortune Tobacco Corporation, Shareholdings, Inc., The Charter House, Inc., and Lucky Travel Corporation. He was also a Treasurer/Director of Allied Bankers Insurance Corporation, Allied Leasing and Finance Corporation, and Pan-Asia Securities Corporation. Mr. Tanenglian was a former Director of Abacus Distribution System Phils., Inc., Tanduay Distillery, Inc., Asian Alcohol Corporation, Allied Banking Corporation (HK) Ltd., Oceanic Bank, Maranaw Hotels and Resort Corporation, Basic Holdings Corporation, Allied Bank Phils., (UK) PLC and Macroasia Eurest Catering Services, Inc.

#### Aleta So Tanenglian

Vice Chairman April 30, 2015 to present

Ms. Tanenglian holds a Bachelor's degree in Accountancy. She is the current president of Wonderoad Corp.

#### Maximilian So Tanenglian

President April 30, 2015 to present

Mr. Tanenglian is the general manager for the Swiftstar group of companies since 2008 to present. The group is involved in the logistics and security industries providing products and services like but not limited to third party logistics services, security system design and supply and business continuity program consultancy.

#### Vandermir Carnegie Tan Say Executive Vice President April 30, 2015 to present

Mr. Vandermir Carnegie Tan Say, CFA, MCom (Hons)(Fin), Grad Dip (Bkg & Fin), is currently the President of Wimax Philippines Inc. He is also a Director of Toaster BrainWorks Lab Inc., and Sevenofus Foods Inc. Aside from being a Director and the Executive Vice President of Jackstones, Inc., Mr. Say is also currently the Vice President, Ketton Holdings Inc., was the President of the CFA Society of the Philippines in 2008, and Treasurer of the Same society in 2007. Mr. Say is a Chartered Financial Analyst of the CFA Institute and a Director of the BEVA Pte Ltd in Singapore.

Mr. Say was previously the Vice President of Citigroup, an Associate Director of UBS AG, an Analyst for Corporate Finance of UBS Warburg, an Equity Analyst for SBC Warburg Dillon Read, and a Research Assistant for Cualoping Securities Corporation.

He received his Master of Commerce in Finance and graduated with honours from the Melbourne Business School, of The University of Melbourne. He also received a Graduate Diploma in Banking and Finance from Monash University. He attained his Bachelor of Science in Management, Major in Legal Management, from the Ateneo de Manila University and was a Merit Scholar.

#### Jonathan A. Ong Carranceja Vice President April 30, 2015 to present

Mr. Ong Carranceja is the current President of SG&D Global Transport Inc., a freight forwarding company. He is also the President of Reach High Dig Deep General Merchandising Corp., a company dealing with industrial products.

Mr. Ong Carranceja was the Former Assistant Manager of Far Eastern Diesel Supply Co. and the Former Asst. Manager of Kirsiphider Co. Inc. He obtained a Bachelor of Arts in Asian Studies.

#### Beryl Fayette Tanenglian Say

Treasurer
April 30, 2015 to present

Aside from being the current President of Toaster Brainworks Lab Inc., Arch. Beryl Fayette Tanenglian Say, EnP, is also a Director and officer of several other companies. She is also currently a Director and the Treasurer of Jackstones Inc., a Director and the Corporate Secretary, Ketton Holdings Inc., a Director and the CFO of Wimax Philippines Inc., and a Director of BEVA Pte Ltd in Singapore.

Arch. Say was the former SAVP Treasury and Finance Officer of Philippine Airlines, she was also the Admin Architect of RR Payumo & Partners Architects. She previously worked with Architect Martha Ong in 1998 to 1999. In 2000, Arch. Say was among the top 3 passers of the Licensure Board Exam for Environmental Planner and in 1999, she was among the top 10 passers of the Architect Licensure Board Exam. She received her Bachelor of Science in Architecture from the University of Santo Tomas.

Adaline Daryl T. Ong Carranceja Assistant Corporate Secretary April 30, 2015 to present

Ms. Ong Carranceja is the current President of Spyder Creative Works, Inc. – a graphic design company and supplier of social invitation. She is also the current Corporate Secretary of SG&D Global Transport Inc. Ms. Ong Carranceja obtained a Bachelors degree in Fine Arts.

Stilwell Tan Sy Independent Director April 30, 2015 to present

A copy of the Certification of Qualification of Independent Director was provided during the Annual Shareholders' Meeting on April 30, 2015.

Amando Musni Velasco Independent Director April 30, 2015 to present

A copy of the Certification of Qualification of Independent Director was provided during the Annual Shareholders' Meeting on April 30, 2015.

Anthony B. Peralta Corporate Secretary & CIO April 30, 2015 to present

Atty. Peralta is a senior partner in Cochingyan & Peralta Law Offices. His practice areas include Corporate Law, Foreign Investments Law, Securities Regulation, Taxation, E-commerce and IT Business Process Outsourcing, and Commercial Litigation. He handles joint ventures between foreign and domestic corporations engaged in power generation, fast-food/restaurant services, wholesale retailing, manufacturing, information technology, and transport vehicle production. He received his Bachelor of Laws degree from the University of the Philippines in 1986.

Ma. Christina S. Reyes Assistant CIO April 30, 2015 to present

Atty. Reyes is an associate with Cochingyan & Peralta Law Offices. She received her Juris Doctor degree from the University of the Philippines College of Law in 2013. She attained her Bachelor of Science degree in Hotel, Restaurant and Institution Management, the University of the Philippines in 2009.

The Company has complied with the provisions of Rule 38 of Amended Implementing Rules of the Securities Regulation Code regarding the Nomination and Election of Independent Directors. The By-Laws of the Company were amended for this purpose on July 12, 2006 by a majority of the members of the Board of Directors and such amendment was approved by the SEC on September 27, 2006.

Nomination of Independent Director/s shall be conducted by the Nomination Committee prior to a stockholders' meeting. All recommendations shall be signed by the nominating members together with the acceptance and conformity by the would-be nominees. The Nomination Committee shall prescreen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent director/s. After the nomination, the Committee shall prepare, sign and post a Final List of Candidates which shall contain all the information about all the nominees for independent directors, as required under Part IV(A) and (C) of Annex "C" of Rule 12 of the Securities Regulations Code, which list, shall be made available to the Securities and Exchange Commission and to all shareholders through the filing and distribution of the Information Statement, in accordance with Rule 20 of the Securities

Regulation Code, or in such other reports the Company is required to submit to the Commission. The name of the person or group of persons who recommended the nomination of the independent director shall be identified in such report including any relationship with the nominee. Only nominees whose names appear on the Final List of Candidates shall be eligible for election as Independent Director/s. No other nominations shall be entertained after the Final List of Candidates shall have been prepared. No further nominations shall be entertained or allowed on the floor during the actual annual Proprietary Membership's meeting.

In case of resignation, disqualification or cessation of independent directorship and only after notice has been made with the SEC within five (5) days from such resignation, disqualification or cessation, the vacancy shall be filled by the vote of at least a majority of the remaining directors, if still constituting a quorum, upon the nomination of the Committee otherwise, said vacancies shall be filled by the stockholders in a regular or special meeting called for that purpose. An independent director so elected to fill a vacancy shall serve only for the unexpected term of his predecessor in office.

# (b) Significant Employees

The company is not highly dependent on any individual who is not an executive officer. The Corporation has four (4) regular employees as of December 31, 2015. The record keeping of its transactions is outsourced to a third party consultant.

# (c) Family Relationships

Mariano Chua Tanenglian is married to Aleta So Tanenglian; and the father of Beryl Fayette Tanenglian Say, Maximilian So Tanenglian, and Adaline Daryl T. Ong Carranceja.

Maximilian So Tanenglian, Beryl Fayette Tanenglian Say and Adaline Daryl T. Ong Carranceja are siblings.

Beryl Fayette Tanenglian Say is married to Vandermir Carnegie Tan Say.

Adaline Daryl T. Ong Carranceja is married to Jonathan A. Ong Carranceja.

There are no other family relationships known to the registrant other than those that have been disclosed above.

# (d) Involvement in Certain Legal Proceedings

There is nothing to disclose with respect to material pending legal proceedings.

None of the directors or the executive officers has, during the last five years and to date, been subject to any of the following:

- (a) Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;
- (b) Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
- (c) 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
- (d) 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.

# Item 10. Executive Compensation

The By-laws of the Corporation was amended by the Board of Directors on Jackstones, Inc. during a special meeting on March 23, 2015 to state that a per diem of Two Thousand Pesos (Php2,000.00) be granted to each director for their attendance in a regular or special board meeting. Such amendment was approved and ratified by the Shareholder on April 30, 2015 during the Annual Meeting of the Corporation.

The amended By-laws was approved by the Securities and Exchange Commission on July 06, 2015.

Subject to the per diem described above, the following Projected Summary Compensation for the coming year is provided:

# SUMMARY COMPENSATION TABLE

# Annual Compensation

(a) Name and Principal Position	(b) Year	(c) Salary (P)	(d) Bonus (P)	(e) Other Annual Compensation
Mariano Chua Tanenglian	2016	<del> </del>		(P)
Aleta So Tanenglian	2016	<del>-</del>	<del>_</del>	8,000
Maximilian So Tanenglian		<del> </del>		8,000
Vandermir Carnegie Tan Say	2016	ļ <u>-</u>		8,000
Jonathan A. Ong Carranceja	2016			8,000
Beryl Fayette Tanenglian Say	2016			
Addison Say	2016			8,000
Adaline Daryl T. Ong Carranceja	2016		<u> </u>	8,000
Stilwell Tan Sy	2016	<del> </del>	<del></del>	8,000
Amando Musni Velasco	2016	<del> </del>	<u> </u>	8,000
	2010	<u> </u>	<u> </u>	8,000

Note that the compensation table is only an estimate of the possible amounts each director will receive for the coming fiscal year, and takes into account the frequency of meetings held during the previous two (2) fiscal year (2014 and 2015), averaging about four (4) meetings per year.

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

The Company has no existing arrangements or special employment contracts with any of its executive officers.

# Warrants and Options

There are no outstanding warrants or options held by the Chief Executive Officer, the named executive officers, and all officers and directors as a group.

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

Security ownership of certain record and beneficial owners (more than 5% of voting securities) as of March 31, 2016 is as follows:

Title of Class	Name and Address of Record Owner/ Relationship with Issuer	Name of Beneficial Owner/ Relationship with Record Owner	Citizen ship	No. of Shares	Percent of Class
Common	Ketton Holdings inc.  Bagumbayan, Taguig City	Ketton Holdings Inc. is a domestic corporation incorporated on October 09, 2014.	Filipino	90,481,927	54.00%
Common	PCD Nominee Corporation  G/F Makati Stock Exchange Bldg. 6767 Ayala Avenue, Makati City	PCD Nominee Corporation, a wholly-owned subsidiary of the Philippine Depository and Trust Corporation (PDTC), is the registered owner in the books of the Corporation's stock transfer agent. The beneficial owners entitled to the same are PDTC's participants, who hold the shares either in their own behalf or on behalf of their clients. The following PDTC participants hold more than 5% of the Corporation's voting securities:	Filipino	20,824,419	32.07%
Common	Doid T.	MDR Securities, Inc. – 79.40%/ No relationship with the Corporation	ļ		
Common	David T. Fernando  14 Paraguay Street, Loyola Grand Villas, Quezon City  Individual Shareholder	David T. Fernando died on September 2009. The shares are now with the Estate of David Fernando. A proxy was issued to his daughter Catherina Fernando to vote the shares thereof in the Company.	Filipino	20,824,419	12.43%

# Security Ownership of Management as of March 31, 2016:

Title of Class Common	Name of Beneficial Owner  Mariano Chua Tanenglian	Amount and Nature of Beneficial Ownership	Citizenship	Percent of Class
Common	Aleta So Tanenglian	10,053,540/indirect	Filipino	5.99%
Common	Maximilian So Tanenglian	8,377,950/indirect	Filipino	4.99%
Common	Vandermir Carnegie Tan Say	1,675,590/indirect	Filipino	0.999
Common	Jonathan A. Ong Carranceja	1,675,590/indirect	Filipino	0.999
Common	Beryl Fayette Tanenglian Say	1,675,590/indirect	Filipino	0.99%
Common	Adaline Daryl T. Ong Carranceja	1,675,590/indirect	Filipino	0.999
Common	Stilwell Tan Sy	1,675,590/indirect	Filipino	0.999
Common	Amando Musni Velasco	1,000/direct	Filipino	0.009
	The residue in delia verasco	1,000/direct	Filipino	0.009

# Voting Trust Holders of 5% or more

There are no voting trust holders of 5% or more of the common shares

# Changes in Control

On October 12, 2014, eleven (11) shareholders of Jackstones, Inc., namely Star Alliance Securities Corporation Group, JJ Samuel A. Soriano, Saturnino G. Belen, Maria Herminia C. Soriano, Geoffrey Brian Lim, Ma. Joanna Lim Wee, Maria Michelle Michiko C. Soriano, Jose Miguel Lorenzo C. Soriano, Jose Ignatius Mikael C. Soriano, Maria Mischa Therese C. Soriano, and Brian Vincent L. Belen ("Sellers"), and Ketton Holdings Inc., Mariano C. Tanenglian, Aleta So Tanenglian, Maximilian So Tanenglian, Jonathan Ongcarranceja, Adaline Ongcarranceja, Beryl Fayette Tanenglian Say, Vandermir Carnegie T. Say ("Buyers"), entered into a Memorandum of Agreement where the Buyers agreed to purchase a total of 117,291,367 shares of stock in Jackstones, Inc. from the 11 shareholders of the corporation for a consideration of (two pesos and twenty six and 79/100 centavos) P2.2679 per share after a Mandatory Tender Offer (MTO) is conducted following the prescribed rules.

Pursuant to such Memorandum of Agreement, control of Jackstones, Inc. will effectively be transmitted to the Buyers owning a total of 117,291,367 shares of stock representing approximately 70% of the total issued and outstanding shares of Jackstones, Inc. once the transfer of the shares is carried out based on the MOA after the MTO period is concluded.

# Item 12. Certain Relationships and Related Transactions

There are no transactions with or involving the Corporation or any of its subsidiaries in which a director, executive officer, or stockholder owns ten percent (10%) or more of total outstanding shares and members of their immediate family had or is to have a direct or indirect material interest during the last two (2) years. Kindly note that the Suspension of the Registration and Permit to Sell Securities imposed on the Corporation was only lifted by the Securities and Exchange Commission (SEC) on May 31, 2013.

# Transactions with Promoters

There are no transactions with promoters within the past five (5) years.

# PART IV - CORPORATE GOVERNANCE

# Item 13 CORPORATE GOVERNANCE REPORT

Jackstones, Inc.'s Corporate Governance structure, policies and processes are detailed in the Company's Annual Corporate Governance Report which has been incorporated as an exhibit of this Annual Report.

# PART V - EXHIBITS AND SCHEDULES

# Item 14. Exhibits and Reports on SEC Form 17-C

### Exhibits

Audited Financial Statements as at December 31, 2015 Annual Corporate Governance Report

# Reports on SEC Form 17-C

The Corporation reported the following matters and filed the following reports by using SEC Form 17-C during the last three quarters of 2015:

Date	Particulars Particulars
April 30, 2015	Disclosure of the result of the Annual Shareholders Meeting and Organizational Board of Directors Meeting of Jackstones, Inc.
August 11, 2015	Approval of the amendment to the Company's By-laws by the Securities and Exchange Commission and issuance of the Certificate of Filing of Amended By-laws of the Company dated July 6, 2015.
December 9, 2015	This amendment to the August 12, 2015 disclosure reports the correction made by the SEC to the date of the board approval as indicated on the Certificate of Filing of Amended Articles of Incorporation of the Company dated November 25, 2015. The correct date of board approval is March 23, 2015 and has correctly been reflected in the Certificate issued by the SEC.
March 14, 2016	At the Special Meeting of the Board of Directors of Jackstones, Inc. (the "Company") held on March 14, 2016, the Board resolved to postpone the annual stockholders' meeting to June 13, 2016 to enable the Company time to prepare all reports and matters to be submitted for the approval of the stockholders and to ensure a greater turnout of stockholders who will participate in the meeting.

### **SIGNATURES**

Pursuant to the requirements of Section 17 of the Code report is signed on behalf of the issuer by the undersign Makati on	and Section 141 of the Corporation Code, this ned, thereunto duly authorized, in the City of
By:	Land.
Maximitian So Tanenglian Chairman and President	Beryl Fayette Tanenglian Say Treasurer
Anthony By Physics	

SUBSCRIBED AND SWORN to before me this \_ me their Government Issued Identifications with the dates and the places of issue, to wit:

Name Maximilian So Tanenglian

Beryl Fayette Tanenglian Say Anthony B. Peralta

Doc. No. 34 Page No. Book No.

Series of 2016.

Valid Identification

Passport No. EB3802527 Passport No. EB4857049 Passport No. EB6966603

Date/Place Issued 6 October 2011/DFA Manila

2 March 2012/DFA Manila 18 December 2013/DFA Manila

Motary Public - Makati City Until 31 December 2017 Cochingyan & Peralta Law Offices Twelfth Floor, 139 Corporate Center 139 Valero St., Salcedo Village, Makati City PTR No. 5330492/January 11, 2016/Makati City IBP No. 1023416/January 8, 2016/PPLM

Roll No. 64640

# **COVER SHEET**

# for AUDITED FINANCIAL STATEMENTS

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Say, CFA	FOR MERLYNNEX  Principal Office (No. 9 3 A N T O N I O D  AGUIGATE  FORT Type  AFS  Company's Email Address  No. of Stockholders  563  CONTACT  Name of Contact Person  Vandermir C.T. Say, CFA  Sayval	A   C   K   S   T   O   N   E   S   ,	A   C   K   S   T   O   N   E   S   ,	A   C   K   S   T   O   N   E   S   ,	F O R M E R L Y N E X T S T A  Principal Office (No./Street/Barangay, 9 3 A N T O N I O D R I V E  A G U I G C I T Y , P H I L  Form Type  Form Type  A F S  COMPANY INFORMA  Company's Email Address  COMPANY INFORMA  Company's Telephone Num  215-7576  Annual Meeting  Month/Day  The designated contact person MUST be an O  Name of Contact Person  Name of Contact Person  Name of Contact Person  Vandermir C.T. Say, CFA  Contact Person's Address  Sayvalue2@wimaxphils	A C K S T O N E S , I N C .  F O R M E R L Y N E X T S T A G  Principal Office (No./Street/Barangay/City  9 3 A N T O N I O D R I V E ,  A G U I G C I T Y , P H I L I  Form Type  Form Type  A F S  COMPANY INFORMATION  Company's Email Address  COMPANY INFORMATION  Company's Telephone Number/s  215-7576  Annual Meeting  Month/Day  The designated contact person MUST be an Officer  Name of Contact Person  Name of Contact Person  Vandermir C.T. Say, CFA  Contact Person's Address  Contact Person's Address  Contact Person's Address	A C K S T O N E S , I N C .  F O R M E R L Y N E X T S T A G E  Principal Office (No./Street/Barangay/City/Tov  Principal Offi	FOM Type  Form Type  Form Type  A F S  COMPANY INFORMATION  Company's Email Address  COMPANY INFORMATION  Company's Email Address  CONTACT PERSON INFORMATION  The designated contact Person's Address  Vandermir C.T. Say, CFA  Syvalue2@wimaxphils.com  Sayvalue2@wimaxphils.com  L N B T O N E S , I N C .  I N C .  I N C .  I N C .  I N C .  I N C .  I N C .  I N C .  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F O R M E R L Y N E X T S T A G E ,  Principal Office (No./Street/Barangay/City/Town/Proving)  Principa	Company Name  Company Name  Company Name  FOR MERLY NESS, INC.  Principal Office (No./Street/Barangay/City/Town/Province)  Principal Office (No./Street/Barang	Company Name	FOR MER LYNNEXTON  Principal Office (No./Street/Barangay/City/Town/Province)  Principal Office (No.	Company Name  A C K S T O N E S , I N C .  F O R M E R L Y N E X T S T A G E , I N C .  Principal Office (No./Street/Barangay/City/Town/Province)  9 3 A N T O N I O D R I V E , B A G U M B  A G U I G C I T Y , P H I L I P P I N E S  Form Type  Department requiring the report  A F S  COMPANY INFORMATION Company's Email Address  Company's Email Address  Annual Meeting Month/Day  Mo. of Stockholders  Annual Meeting Month/Day  The designated contact person MUST be an Officer of the Corporation Email Address  CONTACT PERSON INFORMATION The designated contact person MUST be an Officer of the Corporation Email Address  Contact Person's Address	Company Name	C   K   S   T   O   N   E   S   ,	C

Note: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

# Jackstones, Inc.

(Formerly Nextstage, Inc.)

Financial Statements As at December 31, 2015 and 2014 and for each of the three years in the period ended December 31, 2015

# JACKSTONES INC. 593 Antonio Drive, Bagumbayan, Taguig City 1630

# STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of Jackstones, Inc. (the "Company") is responsible for the preparation and fair presentation of the financial statements for the years ended December 31, 2015 and 2014, including the additional components attached therein, in accordance with the prescribed financial reporting framework indicated therein. This responsibility includes designing and implementing internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

The Board of Directors reviews and approves the financial statements and submits the same to the shareholders.

Isla Lipana & Co., the independent auditors, appointed by the shareholders has examined the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the shareholders, has expressed its opinion on the fairness of presentation upon completion of such examination.

MARIANO CHUA TANÉNGLIAN

Chairman

MAXIMILIAN SO TANENGLIAN

President

BERYL FAYETTE T. SAY

Treasurer

Date: APR 1 4 216

SUBSCRIBED AND SWORN to before me this 14th day of April 2016, affiant exhibited to me their respective Identification details:

Mariano Chua Tanenglian Maximilian So Tanenglian Beryl Fayette T. Say

TIN No. 101-914-805 TIN No. 199-391-243 TIN No. 199-391-251

Doc. No. 349 Page No. 7

Book No. 1 Series of 2016

ROLL NO. 64640

CHANT AL. C. CHUA
Notary Public — Makati City
Until 31 December 2017
Cochingyan & Peralta Law Offices
Twelfth Floor, 139 Corporate Center
139 Valero St., Salcedo Village, Makati City
PTR No. 5330492/January 11, 2016/Makati City
IBP No. 1023416/January 8, 2016/PPLM
POR No. 54646

Roll No. 64640

93 Antonio Drive, Bagumbayan, Taguig City 1630

# STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR ANNUAL INCOME TAX RETURN

The management of Jackstones, Inc. is responsible for all information and representations contained in the Annual Income Tax Return for the year ended December 31, 2015. Management is likewise responsible for all information and representations contained in the financial statements accompanying the Annual Income Tax Return covering the same reporting period. Furthermore, the Management is responsible for all information and representations contained in all the other tax returns filed for the reporting period, including, but not limited, to the value added tax and/or percentage tax returns, withholding tax returns, documentary stamp tax returns, and any and all other tax returns.

In this regard, the management affirms that the attached audited financial statements for the year ended December 31, 2015 and the accompanying Annual Income Tax Return are in accordance with the books and records of Jackstones, Inc. complete and correct in all material respects.

# Management likewise affirms that:

- a) the Annual Income Tax Return has been prepared in accordance with the provisions of the National Internal Revenue Code, as amended, and pertinent tax regulations and other issuances of the Department of Finance and the Bureau of Internal Revenue;
- b) any disparity of figures in the submitted reports arising from the preparation of financial statements pursuant to financial accounting standards and the preparation of the income tax return pursuant to tax accounting rules has been reported as reconciling items and maintained in the company's books and records in accordance with the requirements of Revenue Regulations No. 8-2007 and other relevant issuances; and
- c) Jackstones, Inc. has filed all applicable tax returns, reports and statements required to be filed under Philippine tax laws for the reporting period, and all taxes and other impositions shown thereon to be due and payable have been paid for the reporting period, except those contested in good faith.

MARIANO CHUA TANENGLIAN

Chairman

MAXIMILIAN SO TANENGLIAN

President

BERYL/PAYETTE T. SAY

Treasurer

Date: AFR 1 - 1715

# Jackstones, Inc. (Formerly Nextstage, Inc.)

Financial Statements with Supplementary Schedules for the Securities and Exchange Commission December 31, 2015

# TABLE OF CONTENTS

# FIRST SECTION

Statement of Management's Responsibility for Financial Statements Independent Auditor's Report
Statements of Financial Position
Statements of Income
Statements of Changes in Equity
Statements of Cash Flows
Notes to Financial Statements

# SECOND SECTION

Supplementary Schedules	Schedule <u>Reference</u>
Financial Assets Amounts Receivable from Directors, Officers, Employees, Related	A
Amounts Receivable from Related Parties which are Fliminated	В
during the Consolidation of Financial Statements Intangible Assets - Other Assets	C
Long-Term Debt	D
Indebtedness to Related Parties (Long-term Loans from Related Parties)	E
raities)	F
Guarantees of Securities of Other Issuers	G
Capital Stock	H



# Jackstones, Inc. (Formerly Nextstage, Inc.)

Statements of Financial Position December 31, 2015 and 2014 (All amounts in Philippine Peso)

	Notes	2015	2014
Current	ASSETS		
Current assets	<del></del>		
Cash	2	1,012,887	105 644
Input Value-Added Tax (VAT)			105,611
Total assets		1,717,425	607,944
		1,717,420	713,555
! IΔI	BILITIES AND EQU	tr-v	
Current liabilities	BILLITICS AND EQU	<u>// 1 Y</u>	
Trade payables and other liabilities		4 *** ***	
Advances from shareholders	3	1,063,992	501,285
Total liabilities	4	16,076,124	14,076,124
Equity	<del></del>	17,140,116	14,577,409
• •			
Share capital, net of treasury shares	5	167,559,097	167,559,097
Share premium	5	113,074,880	113,074,880
Deficit		(296,056,668)	(294,497,831
Total equity		(15,422,691)	
Total liabilities and equity		1,717,425	(13,863,854 713,555

The notes on pages 1 to 19 are integral part of these financial statements.

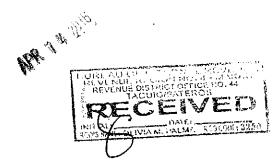


# Jackstones, Inc. (Formerly Nextstage, Inc.)

# Statements of Total Comprehensive Income For each of the three years in the period ended December 31, 2015 (All amounts in Philippine Peso)

	Notes	2015	2014	2013
Revenue				
Administrative expenses Interest income	6	(1,559,362) 525	(3,474,108)	(9,970,443)
Loss before income tax Income tax expense	7	(1,558,837)	(3,474,108)	(9,970,443)
Loss for the period	······································	(1,558,837)	(3,474,108)	(9,970,443)
Other comprehensive income				
Total comprehensive loss for the period		(1,558,837)	(3,474,108)	(9,970,443)
Loss per share (basic and diluted)	8	(0.0093)	(0.0207)	(0.0595)

The notes on pages 1 to 19 are integral part of these financial statements.



# FIRST SECTION





# Independent Auditor's Report

To the Board of Directors and Shareholders of **Jackstones**, **Inc. (Formerly Nextstage, Inc.)** 593 Antonio Drive, Bagumbayan Taguig City, Philippines

# Report on the Financial Statements

We have audited the accompanying financial statements of Jackstones, Inc. (formerly known as Nextstage, Inc.), which comprise the statements of financial position as at December 31, 2015 and 2014, and the statements of total comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2015, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and the fair presentation of these financial statements in accordance with Philippine Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

# Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with Philippine Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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# Isla Lipana & Co.

Independent Auditor's Report To the Board of Directors and Shareholders of Jackstones, Inc. (Formerly Nextstage, Inc.) Page 2

# Opinion

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Jackstones, Inc. (formerly known as Nextstage, Inc.) as at December 31, 2015 and 2014, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2015 in accordance with the Philippine Financial Reporting Standards.

# Emphasis of Matter

We draw attention to Note 1 to the financial statements which indicates that starting December 31, 2007, following the transfer of control of the subsidiaries to the Parent Company, the Company has gone into a state of dormancy, awaiting further management plans. The Company's ability to operate on a going concern basis is dependent upon its ability to generate sufficient cash flows to meet its obligations, to develop sustainable business strategies and undertake measures to attain long-term financial stability. Despite the Company's capital position at December 31, 2015, management believes that the Company will be able to continue as a going concern considering the shareholders' undertaking to continue to provide financial support to finance the Company's operating cash requirements as discussed in Note 1. We have performed procedures to validate the shareholder's intent and ability to provide additional financial support. Our opinion is not qualified in respect of this







Independent Auditor's Report To the Board of Directors and Shareholders of Jackstones, Inc. (Formerly Nextstage, Inc.) Page 3

# Report on the Bureau of Internal Revenue Requirements

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information in Note 12 to the financial statements is presented for purposes of filing with the Bureau of Internal Revenue and is not a required part of the basic financial statements. Such supplementary information is the responsibility of management and has been subjected to the auditing procedures applied in our audit of the basic financial statements. In our opinion, the supplementary information is fairly stated, in all material respects, in relation to the basic

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Roderick M. Danao

CPA Cert. No. 88453

P.T.R. No. 0011280, issued on January 6, 2016, Makati City

SEC A.N. (individual) as general auditors 1202-A, Category A; effective until April 30, 2016

SEC A.N. (firm) as general auditors 0009-FR-4; Category A; effective until July 15, 2018

BIR A.N. 08-000745-42-2015, issued on January 29, 2015; effective until January 19, 2018 BOA/PRC Reg. No. 0142, effective until December 31, 2016

Makati City April 13, 2016



# Isla Lipana & Co

# Statement Required by Section 8-A, Revenue Regulations No. V-1

To the Board of Directors and Shareholders of Jackstones, Inc. (Formerly Nextstage, Inc.) 593 Antonio Drive, Bagumbayan Taguig City, Philippines

None of the partners of the firm have any financial interest in Jackstones, Inc. (formerly known as Nextstage, Inc.) or any family relationships with its president, officers or principal shareholders.

The supplementary information on taxes and licenses is presented in Note 12 to the financial

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Roderick M. Danao

Parthe

CPA Cert. No. 88453

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# Jackstones, Inc. (Formerly Nextstage, Inc.)

# Statements of Changes in Equity For each of the three years in the period ended December 31, 2015 (All amounts in Philippine Peso)

		Shan	Share capital					
	Authorized	ized	Subscribed	ibed	Share	Treasury		
	No. of shares	Amount	No. of shares	Amount	premium	shares	Deficit	Total equity
Balances at January 1, 2013	170,000,000	170,000,000 170,000,000	167,559,179	167,559,179	-		(281,053,280)	(113,494,101)
Comprehensive income								200
Loss for the year	•		1	ı	,	•	(9,970,443)	(9,9/0,443)
Other comprehensive income		•	,	•				
		•	•		1		(9,970,443)	(9,970,443)
Transactions with owner								
Conversion of related party								
liabilities to Share premium		t		•	113,074,880	L		10000
Balances at December 31, 2013	170,000,000 170,000,000	170,000,000	167,559,179	167,559,179	113,074,880		(291,023,723)	(10,389,664)
Comprehensive income								(3 474 400)
Loss for the year	•	ı	•	,	1	,	(3,4/4,108)	(3,4/4,100)
Other comprehensive income	,	,	•	1	-	,		
	-	•	1	1	1		(3,474,108)	(3,4/4,108)
Transactions with owner						) }		(63)
Repurchase of shares			. 1			(8Z)	1	(20)
Balances at December 31, 2014	170,000,000	170,000,000	167,559,179	167,559,179	113,074,880	(82)	(294,497,831)	(13,863,854)
Comprehensive income								/4 CEO 037)
Loss for the year	•	•	ı			ı	(1,558,837)	(1,000,007)
Other comprehensive income	•	•		1	,			-
	•	1	ı		-	ı	(1,558,837)	(1,558,837)
Balances at December 31, 2015	170,000,000 170,000,000	70,000,000	167,559,179	167,559,179	113,074,880	(82)	(296,056,668)	(15,422,691)

The notes on pages 1 to 19 are integral part of these financial statements.



# **Jackstones, Inc.** (formerly known as Nextstage, Inc.)

# Statements of Cash Flows For each of the three years in the period ended December 31, 2015 (All amounts in Philippine Peso)

Cach flows from the	2015	2014	2013
Cash flows from operating activities  Loss for the period  Adjustment for:	(1,558,837)	(3,474,108)	(9,970,443)
Interest income	(525)	_	
Operating loss before changes in working capital Changes in working capital	(1,559,362)	(3,474,108)	(9,970,443)
Input VAT  Trade payables and other liabilities	(96,594)	(150,132)	(457,812)
Cash used in operations	<u>562,707</u> (1,093,249)	(40,714) (3,664,954)	73,929 (10,354,326)
Interest received	525	-	(10,004,020)
Net cash used in operating activities	(1,092,724)	(3,664,954)	(10,354,326)
Cash flow from investing activities	_	-	(10,001,020)
Cash flow from financing activities			
Advances from shareholders	2,000,000	3,676,042	10,400,000
Net movement in cash	907,276	11,088	45,674
Cash at January 1	105,611	94,523	48,849
Cash at December 31	1,012,887	105,611	94,523

The notes on pages 1 to 19 are integral part of these financial statements.

Jackstones, Inc.

(formerly known as Nextstage, Inc.)

Notes to Financial Statements
As at December 31, 2015 and 2014 and for each of the three years in the
period ended December 31, 2015
(All amounts are shown in Philippine Peso, unless otherwise stated)

# Note 1 - General information

The Company was incorporated and registered with the Securities and Exchange Commission (SEC) in 1964 as Pacific Cement Company, Incorporated to engage in the manufacture and trading of cement and related products. In June 2000, the SEC approved the change in the primary purpose of the Company to that of a holding company and changed its corporate name to PACEMCO HOLDINGS, INC. (PACEMCO). Simultaneous therewith, PACEMCO spun-off its cement manufacturing and mining facility and assets to Pacific Cement Philippines, Inc. (PACEMPHIL), in exchange for 100% of the shares of stock of PACEMPHIL. This investment was subsequently sold in November 2000.

In December 2000, PACEMCO acquired 100% of the share capital of NextStage, Inc. ("NextStage" or the "Company"), a company established to take advantage of the opportunities in the rapidly growing technology sector and the emerging electronic economy. Subsequently, the shareholders of PACEMCO, during a meeting held in the first quarter of 2001, approved the proposed merger of PACEMCO with NextStage. On June 11, 2001, the SEC approved the merger of PACEMCO and its subsidiary NextStage, with PACEMCO as the surviving corporation. Subsequently, SEC also approved the change in name from PACEMCO to NextStage, Inc.

As at December 31, 2012, Perfect Research Technology Corporation (PRTC), registered and domiciled in the Philippines and is the parent company and the ultimate controlling party, owns 67.74% equity interest in the Company. On December 27, 2013, the 67.74% equity interest of PRTC was sold to a group of individual shareholders.

The Company's shares are listed in the Philippine Stock Exchange (PSE) but the trading of the Company's shares was suspended until June 30, 2013. The PSE lifted the suspension on July 9, 2013 and the shares are now tradable.

On January 8, 2014, the Board of Directors approved the change of name to Jackstones, Inc. as well as the increase in authorized share capital to P1 billion divided into one billion shares at P1 par value per share. The Board of Directors also approved the extension of corporate life for another 50 years immediately after the first 50 years from and after the date of incorporation on April 22, 1964 and transfer of principal office to the Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines. The above resolutions have been ratified by the shareholders on February 7, 2014. The Company's application to effect the change in corporate name, extension of corporate life and change in registered office address has been approved by the SEC on April 16, 2014. The Company is yet to submit its application for the increase in authorized share capital to P1 billion with the SEC.

On October 12, 2014, a group of individual and corporate shareholders entered into a Memorandum of Agreement with Ketton Holdings, Inc. and a group of individual investors for the sale of the formers' shares of stock representing 70% of the outstanding share capital of the Company. The sale effectively transferred control of the Company to Ketton Holdings, Inc. who became the parent company and ultimate controlling party, owning 54% equity interest of Jackstones, Inc. Ketton Holdings, Inc. is a domestic corporation registered with the Philippine SEC.

On March 23, 2015, the Board of Directors approved the transfer of principal office from Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines to 593 Antonio Drive, Bagumbayan, Taguig City, Philippines. The above resolution has been ratified by the stockholders on April 30, 2015.

The Company's application to effect the change in registered office address has been approved by the SEC on July 6, 2015.

The Company has 4 regular employees as at December 31, 2015 (2014 - Nil).

# Status of operations

Starting January 1, 2008, the Company has gone into a state of dormancy, awaiting further management plans. The Company's ability to operate on a going concern basis is dependent upon its ability to generate sufficient cash flows to meet its obligations, to develop sustainable business strategies and undertake measures to attain long-term financial stability. With the entry of new shareholders in 2014, Jackstones, Inc. (JAS) is steadily being transformed into a holding company for projects, property ventures, business and assets where the Company may potentially acquire target companies by issuing shares in exchange for owning them. The Company's long-term business plans are currently under evaluation of the new controlling shareholders. Despite the Company's capital deficiency position at December 31, 2015 and 2014, management believes that the Company will be able to continue as a going concern as the shareholders have undertaken to continuously provide sufficient financial support to finance the Company's operating cash requirements until the Company's business plans are finalized and approved by the shareholders.

### Note 2 - Cash

Cash at December 31 consist of:

0	2015	2014
Cash on hand Cash in bank	20,611 992,276	85,000 20,611
	1,012,887	105,611

# Note 3 - Trade payables and other liabilities

Trade payables and other liabilities at December 31 consist of:

	2015	2014
Trade payables	501,285	213,240
Accrued expenses and other liabilities	562,707	288,045
	1,063,992	501,285

Accrued expenses and other liabilities pertain to professional fees for legal and audit services rendered for the Company.

There are neither guarantees nor assets pledged to secure the Company's liabilities at December 31, 2015 and 2014.

The carrying amounts of trade payables and other liabilities approximate their fair values due to their short-term maturities.

Note 4 - Related party transactions

The table below summarizes the Company's transactions and balances with its related parties.

	Transactions	Payable	Terms and conditions
December 31, 2015 Advances from shareholders			reims and conditions
novanoca nom anarendiders	2,000,000	16,076,124	<ul> <li>Payable in cash with no fixed</li> </ul>
			repayment date
			<ul> <li>Unguaranteed and unsecured</li> </ul>
Salaries and other short-term	454 000	200.000	<ul> <li>Non-interest bearing</li> </ul>
benefits (Note 6)	454,269	228,868	<ul> <li>Key management</li> </ul>
Key management personnel			compensation covering salaries
- ygomone personner			and wages and other short-term
			benefits are determined based
			on contract of employment and
			payable in cash every month.
			The Company has not provided
			share-based payments,
			termination benefits or other
			long term benefits to its key
			management personnel for the year ended December 31,
			2015.
	Transactions	Dovoble	
December 31, 2014	THITSACTIONS	Payable	Terms and conditions
Advances from shareholders	3,676,042	14 076 104	De 11 de 10 de
	0,010,042	14,076,124	<ul> <li>Payable in cash with no fixed</li> </ul>
			repayment date
			<ul> <li>Unguaranteed and unsecured</li> </ul>
			<ul> <li>Non-interest bearing</li> </ul>

In the normal course of the business, the Company receives advances from the shareholders for working capital purposes and charges for shared expenses.

The carrying amount of advances from shareholders approximates its fair value due to its short-term maturity.

# Note 5 - Share capital, net of treasury shares; share premium

Share capital net of treasury shares

Details of share at December 31, 2014 and 2015 are as follows:

Common shares at P1 par value per share	Shares	Amount
Authorized Share capital issued and outstanding Treasury shares	170,000,000 167,559,179	170,000,000 167,559,179
	(82) 167,559,097	(82) 167,559,097

The Company's record of registration of its securities under the Securities Regulation Code follows:

Number of shares registered	
Issued/ offer price	170,000,000
Date of approval	2.30
	October 27, 1967

As at December 31, 2015, the Company has 309 (2014 - 301) shareholders each holding at least 100 shares of the Company's common shares.

## Share premium

In 2013, as part of the Company's equity restructuring and to improve and strengthen the financial condition of the Company without affecting the present ownership, the board of directors approved the conversion of the Company's due to related parties', advances from shareholders' and deposits for future shares subscriptions' aggregating to P113,074,880 to additional paid in capital on April 30, 2013. On the same date, the Company's Board of Director's approved such conversion into equity (under Share premium).

# Note 6 - Administrative expenses

The components of administrative expenses for the years ended December 31 are as follows:

Oreforniand and	Note	2015	2014	2013
Professional and consultancy fees		782,401	1,545,629	1,584,604
Salaries and other employee benefits	4	454,269	_	-
Taxes, licenses and regulatory fees Miscellaneous		298,035	1,912,460	8,368,391
Miscellarieous		24,657	16,019	17,448
		1,559,362	3,474,108	9,970,443

In 2014 and 2013, taxes, licenses and regulatory fees mainly represent documentary stamp tax and penalty fees on the sale of investment in shares of stock and payment to certain regulators for amendment of articles of incorporation and by-laws.

In 2015, taxes, licenses and regulatory fees mainly represent SEC registration fees, business permit and other local taxes.

### Note 7 - Income tax

The Company's unrecognized deferred income tax (DIT) asset at December 31, 2015 amounted to P4,501,174 (2014 - P4,033,365) which pertains to the Company's accumulated net operating loss carryover (NOLCO).

The details of the Company's NOLCO are as follow:

Year	Year of expiration	2014	Loss incurred	2046
2013	2016	9,970,443	LOSS MOUNTED	2015 9,970,443
2014 2015	2017	3,474,108	-	3,474,108
2010	2018		1,559,362	1,559,362
Tax rate		13,444,551 30%	1,559,362 30%	15,003,913 30%
		4,033,365	467,809	4,501,174

Realization of the future tax benefits related to the DIT asset is dependent on many factors, including the Company's ability to generate taxable income. Management has considered these factors in reaching a conclusion not to recognize any DIT asset in the statements of financial position.

The reconciliation between income tax expense at the statutory rate and the actual income tax expense presented in the statement of total comprehensive income for the years ended December 31 follows:

	2015	2014	2013
Loss before income tax at 30% rate Adjustments for:	467,651	1,042,232	2,991,133
Interest income subject to final tax Unrecognized tax benefit on NOLCO	158 (467,809)	- (1,042,232)	- (2,991,133)

### Critical judgment- Deferred income taxes

PFRS requires the recognition of deferred income tax (DIT) assets to the extent that it is probable that future taxable income will be available against which the temporary differences can be utilized. Determining the realizability of DIT assets requires the estimation of profits expected to be generated from operations.

Management assessed that the Company will not generate sufficient future taxable profits to realize the DIT assets.

# Note 8 - Contingencies: Pending litigations

On April 18, 2002, a civil case was filed by Fuller International Inc. ("Fuller") and FLSA Aautomation A/S ("FLSA") against the Company in its capacity as successor-in-interest of PACEMCO (formerly known as Pacific Cement Company, Inc.) and PACEMPHIL before the Regional Trial Court (RTC) of Makati City Branch 138. In the complaints, Fuller and FLSA allege that PACEMCO has an outstanding obligation to them amounting to US\$247,612 and US\$320,822, respectively. Although all obligations of PACEMCO were assigned to PACEMPHIL including its outstanding obligations to Fuller and FLSA and despite the written admission of responsibility for payment by PACEMPHIL, Fuller and FLSA claim that the Company should be made liable for whatever debts the latter had incurred to Fuller and FLSA.

On July 10, 2013, the parties entered into a compromise agreement to comprehensively and finally settle all claims and litigation by and against one another. Under the terms of the compromise agreement, PACEMPHIL shall pay US\$415,000 in full and final satisfaction of all outstanding obligations, interests and attorneys fees' claimed by Fuller and FLSA. On August 8, 2013, the case against NextStage and PACEMPHIL was dismissed following full settlement of the compromise amount by PACEMPHIL.

A similar case was filed by ING-BHF Bank Aktiengesellschaft ("ING") against the Company and PACEMPHIL before the Regional Trial Court of Makati Branch 148 on September 3, 2003. The Plaintiff alleges that NextStage, Inc. as successor-in-interest of PACEMCO, owes them EUR1,812,687 with interest as well as payment for damages, attorney's fees and expenses of litigation.

On February 22, 2011, ING and PACEMPHIL entered into a compromise agreement wherein the latter agreed to settle EUR2,320,445 in 23 installments payable until September 30, 2016. As at September 30, 2014, PACEMPHIL has complied with the terms of the compromise agreement and has remitted all installments due in accordance with the agreed schedule.

On December 14, 2014, the RTC of Surigao City Branch 30 issued a Commencement Order in relation to PACEMPHIL's Petition for Corporate Rehabilitation with Prayer for Suspension of Payments. In accordance with the Commencement Order, the RTC of Surigao City Branch issued an order for the suspension of all actions and proceedings in court or otherwise for the enforcement of all claims against PACEMPHIL until the rehabilitation plan has been approved by the creditors and the RTC of Surigao City under Republic Act 10142. On December 11, 2015, the RTC of Surigao City Branch has issued an Order confirming and approving the Revised Rehabilitation Plan submitted by the Rehabilitation Receiver of PACEMPHIL. The Order further directs the Rehabilitation Receiver to pay the creditors as listed in the Revised Registry of Claims from January 01 to March 31, 2016 on the best efforts basis and to do all things necessary to fully implement the Revised Rehabilitation Plan.

Given that all obligations of the legacy company have been transferred to PACEMPHIL as part of various reorganizations discussed in Note 1, the liability arising from this litigation are for the account of PACEMPHIL. Furthermore, in accordance with the Memorandum of Agreement between Ketton Holdings, Inc. and the previous shareholders (Note 1), any claims filed against the Company by ING following the closing date of the sale shall be for the account of the previous shareholders. Accordingly, management believes that the Company's financial position and results of operations will not be significantly affected from the ultimate disposition of outstanding legal cases and claims.

### Critical accounting estimate - Contingencies

The Company is currently involved in legal proceedings. Estimates of the probable costs for the resolution of these claims, if any, has been developed in consultation with internal and external counsels handling the Company's defense in these matters and is based upon the probability of potential results. The Company's management currently believes that these proceedings will not have a material effect on the financial statements considering terms of contracts and agreements with previous shareholders as discussed above. It is possible, however, that future results of operations could be materially affected depending on the actual outcome of the proceedings.

### Note 9 - Loss per share

Loss per share was computed as follows:

	0045		
Loss for the period	2015	2014	2013
Weighted average number of outstanding shares	(1,558,837)	(3,474,108)	(9,970,443)
Loss per share	1 1	167,559,079	167,559,179
	(0.0093)	(0.0207)	(0.0595)

# Note 10 - Critical accounting estimates, assumptions and judgments

Estimates, assumptions and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The Company believes the following represent a summary of these significant estimates, assumptions and judgments and their related impact and associated risks in the financial statements:

- a) Deferred income taxes (Note 7)
- b) Contingencies (Note 8)
- c) Recoverability of Input VAT

The Company performs an evaluation of the input VAT claims filed with the Bureau of Internal Revenue (BIR) on a continuous basis throughout the period. Management uses judgment based on the best available facts and circumstances, including but not limited to, the adequacy of documentation, timely filing of application and with the tax authority and evaluation of the individual tax credit claim's future recoverability and utilization. Management assessed that the Company's input VAT is recoverable.

# Note 11 - Financial risk and capital management

# 11.1 Financial risk management

The Company's overall risks management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

Credit risk

Credit risk is defined as possible losses due to default of counterparties.

The Company's financial assets which are exposed to credit risk relates mainly to its cash in bank with maximum credit risk exposure at December 31, 2015 amounting to P992,276 (2014 - P20,611), which is equal to the carrying amount as shown in Note 2.

The Company has policies that limit the amount of credit exposure with financial institutions. Cash in bank is deposited with well-capitalized financial institution and reputable commercial bank with strong financial standing.

### Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash to meet its operating cash requirements. The Company manages liquidity risk by monitoring expected cash flows and seeks funding from its shareholders to meet its operating commitments.

The Company's financial liabilities at December 31, which are due and demandable, are as follows:

	, up 10110 Wg.
Advances from shareholders 2015	
The state of the s	
Trade payables and other liabilities 16,076,124	14,076,124
1,063,992	17,070,124
1,003,992	501,285
17,140,116	44 ===
11,110,110	14,577,409
T 1	

Liquidity risk is not significant given the limited amount of financial liabilities payable to third parties.

# 11.2 Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern, so that it can continue to implement business plans to make the Company profitable in the future.

In order to maintain or adjust the capital structure, the Company may issue new shares. Total capital being managed by the Company is its total paid in capital as shown in the statement of financial position.

The Company has identified target projects, ventures, businesses and assets that can be included in the holdings of the Company for which the Company may issue shares in exchange for owning them. As part of the reforms of the Philippine Stock Exchange (PSE) to expand capital market and improve transparency among listed firms, PSE has required listed entities to maintain a minimum of ten percent (10%) of their issued and outstanding shares, exclusive of any treasury shares, to be held by the public. The Company has complied with the minimum public float as of reporting date.

# Note 12 - Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. The accounting policies have been consistently applied in these financial statements.

# 12.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standards (PFRS). The term PFRS in general includes all applicable PFRS, Philippine Accounting Standards (PAS) and interpretations of the Philippine Interpretations Committee (PIC), Standing Interpretations Committee (SIC) and International Financial Reporting Interpretations Committee (IFRIC) which have been approved by the Financial Reporting Standards Council (FRSC) and adopted by the SEC.

These financial statements have been prepared under the historical cost convention.

The Company is monitored as a single operating segment considering the limited transactions for each of the three years in the period ended December 31, 2015.

The preparation of financial statements in conformity with PFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 9.

# Changes in accounting policies and disclosures

(a) New and amended standards adopted by the Company

The following amended standards and interpretations have been adopted by the Company effective January 1, 2015:

- PFRS 13, Fair value measurement. When PFRS 13 was published, paragraphs B5.4.12 of IFRS 9 and AG79 of PAS 39 were deleted as consequential amendments. This led to a concern that entities no longer had the ability to measure short-term receivables and payables at invoice amounts where the impact of not discounting is immaterial. The IASB has amended the basis for conclusions of PFRS 13 to clarify that it did not intend to remove the ability to measure short-term receivables and payables at invoice amount in such cases. The amendment did not have a significant effect on the Company's financial statements.
- PAS 24, Related party disclosures. The standard is amended to include, as a related party, an entity that provides key management personnel services to the reporting entity or to the parent of the reporting entity (the 'management entity'). The reporting entity is not required to disclose the compensation paid by the management entity to the management entity's employees or directors, but it is required to disclose the amounts charged to the reporting entity by the management entity for services provided. The amendment did not have a significant effect on the Company's financial statements.

Other standards, amendments and interpretations which are effective for the financial year beginning on January 1, 2015 are not relevant to the Company.

(b) New standards, amendments and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after January 1, 2015, and have not been applied in preparing these financial statements. The following standards are relevant to the Company:

• PFRS 9, Financial instruments, addresses the classification, measurement and recognition of financial assets and financial liabilities. The complete version of PFRS 9 was issued in July 2014. It replaces the guidance in PAS 39 that relates to the classification and measurement of financial instruments. PFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortized cost, fair value through OCI and fair value through P&L. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in OCI not recycling. There is now a new expected credit loss model that replaces the incurred loss impairment model used in PAS 39. For financial liabilities, there were no changes to classification and measurement except for the recognition of changes in own credit risk in other comprehensive income, for liabilities designated at fair value through profit or loss. PFRS 9 relaxes the requirements for hedge effectiveness by replacing the bright line hedge effectiveness tests. It requires an economic relationship between the hedged item and hedging

instrument and for the 'hedged ratio' to be the same as the one management actually use for risk management purposes. Contemporaneous documentation is still required but is different to that currently prepared under PAS 39. The standard is effective for accounting periods beginning on or after January 1, 2018. Early adoption is permitted. Management is not expecting that the Company's financial statements will be significantly affected when PFRS 9 is adopted.

- PAS 1 (Amendments, effective January 1, 2016), Presentation of financial statements Disclosure Initiative. The amendments provide clarifications on a number of issues, including:
  - a) Materiality an entity should not aggregate or disaggregate information in a manner that obscures useful information. Where items are material, sufficient information must be provided to explain the impact on the financial position or performance.
  - b) Disaggregation and subtotals line items specified in PAS 1 may need to be disaggregated where this is relevant to an understanding of the entity's financial position or performance. There is also new guidance on the use of subtotals.
  - c) Notes confirmation that the notes do not need to be presented in a particular order.
  - d) OCI arising from investments accounted for under the equity method the share of OCI arising from equity-accounted investments is grouped based on whether the items will or will not subsequently be reclassified to profit or loss. Each group should then be presented as a single line item in the statement of other comprehensive income.

There are no other standards, amendments or interpretations that are effective beginning after January 1, 2015 that are relevant to the Company.

### 12.2 Financial assets

# 12.2.1 Classification

The Company classifies its financial assets in the following categories: (i) financial assets at fair value through profit or loss, (ii) loans and receivables, (iii) held-to-maturity financial assets, and (iv) available-for-sale financial assets. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

The Company did not hold financial assets under the categories (i), (iii) and (iv).

As to category (ii), the Company's loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivables. These are included in current assets, except for maturities greater than 12 months after the reporting date which are included as part of non-current assets. Loans and receivables at December 31, 2015 and 2014 only pertain to cash.

# 12.2.2 Recognition, measurement and derecognition

### (a) Recognition

Regular-way purchases and sales of financial assets are recognized on trade-date - the date on which the Company commits to purchase or sell the asset. The Company recognizes financial assets in the statement of financial position when, and only when, the Company becomes a party to the contractual provision of the instrument.

### (b) Measurement

Financial assets are initially recognized at fair value plus transaction costs. Loans and receivables are subsequently measured at amortized cost using the effective interest rate method.

# (c) Derecognition

Financial assets are derecognized when the right to receive cash flows have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

### 12.2.3 Impairment

For financial assets carried at amortized cost, the Company assesses at each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The criteria that the Company uses to determine that there is objective evidence of an impairment loss include:

- Significant financial difficulty of the debtor;
- A breach of contract, such as a default or delinquency in interest or principal payments;
- The Company, for economic or legal reasons relating to the debtor's financial difficulty, grants to the debtor a concession that the Company would not otherwise consider;
- It becomes probable that the debtor will enter bankruptcy or other financial reorganization;
- The disappearance of an active market for that financial asset because of financial difficulties; or
- Observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the portfolio

For loans and receivables category, the Company first assesses whether an objective evidence of impairment exists individually for receivables that are individually significant, and collectively for receivables that are not individually significant. If the Company determines that no objective evidence of impairment exists for an individually assessed receivable, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses those for impairment. Receivables that are individually assessed for impairment and for which impairment loss is or continues to be recognized are not included in a collective assessment of impairment. The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognized in the profit or loss within operating expenses. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the reversal of the previously recognized impairment loss is recognized in the profit or loss within operating expenses. Reversals of previously recorded impairment provision are based on the result of management's update assessment, considering the available facts and changes in circumstances, including but not limited to results of recent discussions and arrangements entered into with customers as to the recoverability of receivables at the end of the reporting period. Subsequent recoveries of amounts previously written-off are credited against operating expenses in the profit or loss.

# 12.3 Financial liabilities

# 12.3.1 Classification

The Company classifies its financial liabilities as: (i) financial liabilities at fair value through profit or loss and (ii) other financial liabilities measured at amortized cost. The Company does not have any of financial liabilities at fair value through profit or loss.

The Company's financial liabilities comprise of trade payables and other liabilities (Note 2) and advances from shareholders (Note 3) which are carried at amortized cost using the effective interest rate method. These are included in current liabilities, except for maturities greater than 12 months after the reporting date or when the Company has an unconditional right to defer settlement for at least 12 months after the reporting date which are classified as non-current liabilities.

# . 12.3.2 Recognition, measurement and derecognition

### (a) Recognition

Other financial liabilities at amortized cost are recognized in the statement of financial position when, and only when, the Company becomes a party to the contractual provisions of the instrument.

### (b) Measurement

The Company's financial liabilities are initially measured at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest rate method.

### (c) Derecognition

Financial liabilities are derecognized when it is extinguished, that is, when the obligation specified in a contract is discharged or cancelled, or when the obligation expires.

# 12.4 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

The Company did not enter into any legally enforceable master netting agreements or other similar arrangements that would require offsetting of financial assets and liabilities as at December 31, 2015 and 2014.

### Determination of fair value 12.5

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of a non-financial asset is measured based on its highest and best use. The asset's current use is presumed to be its highest and best use.

The fair value of financial and non-financial liabilities takes into account non-performance risk, which is the risk that the entity will not fulfill an obligation.

The Company classifies its fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following

- quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2); and
- inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets in Level 1 is the most representative price within the bid-ask spread.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2. If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

As at December 31, 2015 and 2014, the Company has no assets and liabilities measured at fair value.

### 12.6 Cash

Cash includes cash on hand and in banks. These are carried in the statement of financial position at face or nominal amount.

### Input VAT 12.7

Input VAT is recognized as a current asset at face or nominal amounts and carried over to the extent that it is probable that the benefit will flow to the Company. These are derecognized when actually utilized, collected or disallowed by tax authority.

# 12.8 Impairment of non-financial assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Impairment losses, if any, are recognized as other expenses in the profit or loss. Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

# 12.9 Current and deferred income tax

The income tax expense for the period normally comprises current and deferred tax. Income tax expense is recognized in profit or loss within income tax (expense) credit, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax (DIT) is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. DIT is not accounted for if it arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects either accounting nor taxable profit or loss. DIT is determined using tax rates and laws enacted or substantively enacted at the reporting date and are expected to apply when the related DIT asset is realized or DIT liability is settled.

DIT assets are recognized for all deductible temporary differences to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. DIT liabilities are recognized in full for all taxable temporary differences, except to the extent that the DIT liability arises from the initial recognition of goodwill.

DIT expense or credit is recognized for the changes in DIT assets and liabilities during the period. Income tax expense includes income tax as currently payable and those deferred because of temporary differences in the financial and tax reporting bases of assets and liabilities.

DIT assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when DIT assets and liabilities relate to income taxes levied by the same taxation authority and where there is an intention to settle the balances on a net basis.

DIT assets are derecognized when it is utilized or when it is no longer probable that future taxable profit can be utilized from the deductible temporary differences. DIT liabilities are derecognized when the taxable temporary differences have been settled.

The Company reassesses at each reporting date the need to recognize a previously unrecognized DIT asset.

## 12.10 Trade payables and other liabilities

Trade payables and other liabilities are obligations to pay for goods or services that have been acquired in the ordinary course of business. These are recognized in the period in which the related money, goods or services are received or when a legally enforceable claim against the Company is established or when the corresponding assets and expenses are recognized. Trade payables and other liabilities are recognized initially at fair value and subsequently measured at amortized cost using effective interest method.

Trade payables and other liabilities are derecognized when it is extinguished, that is, when the obligation specified in a contract is discharged or cancelled, or when the obligation expires.

## 12.11 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required upon settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed and derecognized from the statement of financial position.

## 12.12 **Equity**

Share capital

Ordinary shares are stated at par value and are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction from the proceeds.

Share premium

Any amount received by the Company in excess of par value of its shares is credited to share premium which forms part of the non-distributable reserve of the Company and can be used only for purposes specified under corporate legislation.

Share issuance cost

Share issuance costs incurred for the listing and offering process of the Company are recognized as deduction to share premium in accordance with PIC - Question and Answer (PIC - Q&A) 2011-04.

## Retained earnings (deficit)

Retained earnings (deficit) include current and prior years' results, net of transactions with shareholders and dividends declared, if any.

Appropriated retained earnings pertain to the portion of the accumulated profit from operations which are restricted or reserved for a specific purpose, such as capital expenditures for expansion projects, and approved by the Company's Board of Directors.

Unappropriated retained earnings pertain to the unrestricted portion of the accumulated profit from operations of the Company which are available for dividend declaration.

## Treasury shares

Where the Company purchases its own equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs is deducted from equity until the shares are cancelled, reissued or disposed of. Where such shares are subsequently sold or reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, included in equity.

## 12.13 Earnings per share

Basic earnings (loss) per share is computed by dividing profit (loss) for the year attributable to the shareholders by the weighted average number of shares outstanding during the year.

The diluted earnings (loss) per share is calculated by adjusting the weighted average number of shares outstanding to assume conversion of all dilutive potential ordinary shares, if any. The Company has no dilutive potential ordinary shares during and the end of each reporting period.

## 12.14 Dividend distribution

Dividend distribution to the Company's shareholders is recognized as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's Board of Directors.

## 12.15 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the ordinary course of business. The Company recognizes revenue only if it is probable that future economic benefits will flow to the entity and these benefits can be measured reliably. The following are the specific revenue recognition policies of the Company:

## a) Interest income

Interest income is recognized when it is determined that such income will accrue to the Company and is presented net of final tax withheld by the banks.

## b) Other income

All other income is recognized as earned or when the right to receive payment is established.

## 12.16 Costs and expenses

Costs and expenses are recognized in profit or loss when a decrease in future economic benefit related to a decrease in an asset, or an increase in a liability has arisen, that can be measured reliably.

Costs and expenses are recognized:

- a) on the basis of a direct association between the costs incurred and the earning of specific items of income;
- on the basis of systematic and rational allocation procedures (i.e. when economic benefits are expected to arise over several accounting periods and the association with income can only be broadly or indirectly determined); or
- c) immediately (i.e. when an expenditure produces no future economic benefits or when, and to the extent that future economic benefits do not qualify, or cease to qualify, for recognition in the statement of financial position).

Costs and expenses are presented in profit or loss according to their function.

## 12.17 Foreign currency transactions and translation

## (a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are prepared in Philippine Peso, which is the Company's functional and presentation currency.

## (b) Transactions and balances

Foreign currency transactions are translated into Philippine Peso using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

## 12.18 Related party relationships and transactions

Related party relationships exist when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercises significant influence over the other party in making financial and operating decisions. Such relationships also exist between and/or among entities which are under common control with the reporting enterprise, or between and/or among the reporting enterprise and its key management personnel, directors, or its shareholders. In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

## 12.19 Subsequent events

Post year-end events that provide additional information about the Company's position at the reporting date (adjusting events) are reflected in the financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the financial statements when material.

## Note 13 - Supplementary information required by the Bureau of Internal Revenue (BIR)

On December 28, 2010, Revenue Regulations No. 15-2010 became effective and amended certain provisions of RR No. 21-2002 prescribing the manner of compliance with any documentary and/or procedural requirements in connection with the preparation and submission of financial statements and income tax returns. Section 2 of RR No. 21-2002 was further amended to include in the Notes to Financial Statements information on taxes, duties and license fees paid or accrued during the year in addition to what is mandated by PFRS.

The following information is presented for purposes of filing with the BIR and is not required part of the basic financial statements.

## i. Output VAT

The Company has no transactions that are subject to output VAT for the year ended December 31, 2015.

## ii. Input VAT

Beginning balance	
Add: Current year's domestic purchases	607,944
Services lodged under cost and expenses	
Total input VAT included under other current assets	96,594
	704,538

## iii. • All other local and national taxes

All other local and national taxes paid and accrued for the period ended December 31, 2015 consist of:

Business permit	Total
Barangay permit	11,471
	3,064
	14,535

## iv. Importations

The Company did not have any purchases of imported goods subject to custom duties and tariff fees for the year ended December 31, 2015.

## v. Excise tax

The Company is not engaged in the manufacture or production of certain specified goods or articles subject to excise tax for domestic sale or consumption or for any other disposition.

## vi. Documentary stamp tax

The Company did not pay any documentary stamp tax for the year ended December 31, 2015.

## vii. Withholding taxes

Withholding taxos on comment	Paid	Accrued	Total
Withholding taxes on compensation Expanded withholding taxes	40,021		40,021
Expended withholding taxes	60	<u>-</u>	60
	40,081	-	40,081

## viii. Tax assessments

The Company did not receive any final notice of assessment from the BIR for the year ended December 31, 2015.

## ix. Tax cases

The Company does not have any outstanding tax cases under preliminary investigation, litigation and/or prosecution in courts or bodies outside of the BIR as at December 31, 2015.

Jackstones, Inc. (Formerly Nextstage, Inc.) 593 Antonio Drive, Bagumbayan Taguig City, Philippines

## Reconciliation of Retained Earnings Available for Dividend Declaration As at December 31, 2015 (All amounts in Philippine Peso)

Items	
Deficit, beginning	Amount
Prior year's adjustments	(294,497,831)
Unappropriated Retained Earnings as adjusted hading	
1 . OC 1033 DESCU OII (HE ISCE OF ALC	(294,497,831)
Less: Non-actual/unrealized income not of toy	(1,558,837)
- Equity in net income of associate/light wants and	-
Officerized foleign exchange gain a not (oxpose the second	
	- [
Unrealized actuarial gain	- }
• Fair value adjustment (M2M gains)	-
* Fair value adjustment of Investment Property and the	
due to deviation from PFRS/GAAP-gain	-
Unler unrealized dains or adjustments to the sets.	•
	-
Remeasurement gain on retirement benefit  Add: Non-actual losses	-
i Add. Non-actual josses	-
Depreciation on revaluation increment (after tax)	-
Adjustificition to deviation from DEDC/CAAD IIII	-
coss of fall value adjustment of investment property /- 4	-
	(1,558,837)
Less: Dividends declared during the year	(1,000,037)
Deficit, as adjusted, ending	(296,056,668)
	(230,000,008)

## **Jackstones, Inc.** (formerly known as Nextstage, Inc.)

## Schedule of Philippine Financial Reporting Standards Effective as at December 31, 2015

The following table summarizes the effective standards, amendments and interpretations as at December 31, 2015:

Framer		Adopted	Not Adopted	Not Applicable
Conceptual I characteristi	<del></del> -	<b>√</b>		PP
PFRSs Prac Commenta	ctice Statement Management ry			<b>√</b>
Philippine	Financial Reporting Standards			
PFRS 1 (Revised)	First-time Adoption of Philippine Financial Reporting Standards			
	Amendments to PFRS 1 and PAS 27: Cost of an Investment in a Subsidiary, Jointly Controlled Entity or Associate			
	Amendments to PFRS 1: Additional Exemptions for First-time Adopters			<b>~</b>
	Amendment to PFRS 1: Limited Exemption from Comparative PFRS 7 Disclosures for First-time Adopters			7
	Amendments to PFRS 1: Severe Hyperinflation and Removal of Fixed Date for First-time Adopters			<b>✓</b>
	Amendments to PFRS 1: Government Loans			
PFRS 2	Share-based Payment			· ·
	Amendments to PFRS 2: Vesting Conditions and Cancellations			<u> </u>
<del></del>	Amendments to PFRS 2: Group Cash-settled Share-based Payment Transactions			· ·
PFRS 3 (Revised)	Business Combinations			<b>✓</b>
PFRS 4	Insurance Contracts	<del></del>		

		Adopted	Not Adopted	Not Applicable
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			/ /
PFRS 5	Non-current Assets Held for Sale and Discontinued Operations			7
PFRS 6	Exploration for and Evaluation of Mineral Resources	<u></u>		
PFRS 7	Financial Instruments: Disclosures			
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets			<b>V</b>
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition			<b>~</b>
	Amendments to PFRS 7: Improving Disclosures about Financial Instruments	<b>✓</b>		
	Amendments to PFRS 7: Disclosures - Transfers of Financial Assets			7
·	Amendments to PFRS 7: Disclosures - Offsetting Financial Assets and Financial Liabilities			
	Amendments to PFRS 7: Transition Disclosures*		1	
	Amendments to PFRS 7: Disclosures – Hedge Accounting*		1	
PFRS 8	Operating Segments	<b>/</b>		
PFRS 9	Financial Instruments*			
	Amendments to PFRS 9: Transition Disclosures*		7	
PFRS 10	Consolidated Financial Statements		<u></u>	
	Amendments to PFRS 10, PFRS 12 and PAS 27: Consolidation for Investment Entities			·
	Amendments to PFRS 10 and PAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*			7
	Amendments to PFRS 10, PFRS 12 and PAS 28: Application of the Consolidation Exception*			1

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PFRS 11	T	Adopted	Not Adopted	Not Applicable
X 1.1723 13	Joint Arrangements			1
	Amendments to PFRS 11: Acquisitions of an Interest in a Joint Operation*		1	
PFRS 12	Disclosure of Interests in Other Entities			
	Amendments to PFRS 10, PFRS 12 and PAS 28: Application of the Consolidation Exception*		1	<u> </u>
PFRS 13	Fair Value Measurement	<b>/</b>	·	
PFRS 14	Regulatory Deferral Accounts*		<del></del>	
PFRS 15	Revenue from Contracts with Customers*		<b>√</b>	
PFRS 16	Leases*			
Philippine	Accounting Standards		· ·	
PAS 1	Presentation of Financial Statements			
(Revised)	Amendment to PAS 1: Capital Disclosures	<u> </u>		
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			/
	Amendments to PAS 1: Presentation of Items of Other Comprehensive Income	<b>√</b>		
	Amendments to PAS 1: Financial Statement Disclosures*		<b>√</b>	
PAS 2	Inventories	<b>✓</b>		
PAS 7	Statement of Cash Flows			· · · · · · · · · · · · · · · · · · ·
PAS 8	Accounting Policies, Changes in Accounting Estimates and Errors	✓		
PAS 10	Events after the Reporting Period	<b>√</b>		<u> </u>
PAS 11	Construction Contracts	·		
PAS 12	Income Taxes	<b>-</b>		<b>/</b>
	Amendment to PAS 16 - Deferred Tax: Recovery of Underlying Asset			1
PAS 16	Property, Plant and Equipment			
	Amendments to PAS 16 and PAS 38: Acceptable Methods of Depreciation and Amortization*		1	<u> </u>

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		Adopted	Not Adopted	Not Applicable
	Amendments to PAS 16 and PAS 41: Bearer Plants*		<b>V</b>	
PAS 17	Leases			
PAS 18	Revenue			<u> </u>
PAS 19	Employee Benefits			<del> </del>
(Revised)	Amendments to PAS 19: Contribution from Employees or Third Parties*		1	
PAS 20	Accounting for Government Grants and Disclosure of Government Assistance	<del></del>		<b>/</b>
PAS 21	The Effects of Changes in Foreign Exchange Rates	7		
	Amendment to PAS 21: Net Investment in a Foreign Operation			1
PAS 23 (Revised)	Borrowing Costs			7
PAS 24 (Revised)	Related Party Disclosures	<b>√</b>		<u> </u>
PAS 26	Accounting and Reporting by Retirement Benefit Plans			7
PAS 27	Separate Financial Statements			<del>                                     </del>
(Revised)	Amendments to PFRS 10, PFRS 12 and PAS 27: Consolidation for Investment Entities			· ·
	Amendments to PAS 27: Use of Equity Method in Separate Financial Statements*		7	
PAS 28 (Revised)	Investments in Associates and Joint Ventures			<b>/</b>
	Amendments to PFRS 10 and PAS 28: Sale or Contributions of Assets between an Investor and its Associate or Joint Venture*		~	
	Amendments of PFRS 10, PFRS 12 and PAS 28: Application of the Consolidation Exception*		1	
PAS 29	Financial Reporting in Hyperinflationary Economies			<b>-</b>
PAS 32	Financial Instruments: Presentation	<b>√</b>		

	Amond	Adopted	Not Adopted	Not Applicable
	Amendments to PAS 32 and PAS 1: Puttable Financial Instruments and Obligations Arising on Liquidation			<b>/</b>
	Amendment to PAS 32: Classification of Rights Issues			<b>/</b>
	Amendments to PAS 32: Offsetting Financial Assets and Financial Liabilities	1		
PAS 33	Earnings per Share	/		
PAS 34	Interim Financial Reporting	<b>✓</b>	<u> </u>	
PAS 36	Impairment of Assets	<b>/</b>	<u> </u>	
	Amendment to PAS 36: Recoverable Amount Disclosures	<b>√</b>		
PAS 37	Provisions, Contingent Liabilities and Contingent Assets	<b>✓</b>		
PAS 38	Intangible Assets		<u> </u>	
	Amendments to PAS 16 and PAS 38: Acceptable Methods of Depreciation and Amortization*		<b>V</b>	Ý
PAS 39	Financial Instruments: Recognition and Measurement	<b>✓</b>		
	Amendments to PAS 39: Transition and Initial Recognition of Financial Assets and Financial Liabilities	<b>V</b>		
	Amendments to PAS 39: Cash Flow Hedge Accounting of Forecast Intragroup Transactions			<b>/</b>
	Amendments to PAS 39: The Fair Value Option			<b>/</b>
	Amendments to PAS 39 and PFRS 4: Financial Guarantee Contracts			<b>✓</b>
	Amendments to PAS 39: Eligible Hedged Items			<b>V</b>
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets	~		

		Adopted	Not Adopted	Not Applicable
	Amendments to PAS 39 and PFRS 7: Reclassification of Financial Assets - Effective Date and Transition	<b>√</b>		pp.cable
	Amendments to IFRIC 9 and PAS 39: Embedded Derivatives			<b>/</b>
	Amendments to PAS 39: Novation of Derivatives			/
	Amendments to PAS 39: Hedge Accounting*		1	
PAS 40	Investment Property		· · · · · · · · · · · · · · · · · · ·	
PAS 41	Agriculture			<u> </u>
	Amendments to PAS 16 and PAS 41: Bearer Plants*		<b>√</b>	
Philippine	Interpretations			
IFRIC 1	Changes in Existing Decommissioning, Restoration and Similar Liabilities			<b>/</b>
IFRIC 2	Members' Share in Co-operative Entities and Similar Instruments			<b>✓</b>
IFRIC 4	Determining Whether an Arrangement Contains a Lease			<b>-</b>
IFRIC 5	Rights to Interests arising from Decommissioning, Restoration and Environmental Rehabilitation Funds			1
IFRIC 6	Liabilities arising from Participating in a Specific Market - Waste Electrical and Electronic Equipment			~
IFRIC 7	Applying the Restatement Approach under PAS 29 Financial Reporting in Hyperinflationary Economies			7
IFRIC 10	Interim Financial Reporting and Impairment	<b>√</b>		
IFRIC 12	Service Concession Arrangements			ļ
IFRIC 13	Customer Loyalty Programmes			· ·
IFRIC 14	The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction			<b>V</b>
	Amendments to IFRIC 14: Prepayments of a Minimum Funding Requirement			7

IFRIC 15	TA	Adopted	Not Adopted	Not Applicable
	Agreements for the Construction of Real Estate*		1	
IFRIC 16	Hedges of a Net Investment in a Foreign Operation			
IFRIC 17	Distributions of Non-cash Assets to Owners	<u></u>	<u> </u>	
IFRIC 18	Transfers of Assets from Customers			<u> </u>
IFRIC 19	Extinguishing Financial Liabilities with Equity Instruments			\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine	·		<b>√</b>
IFRIC 21	Levies			
SIC-7	Introduction of the Euro	<u> </u>		
SIC-10	Government Assistance - No Specific Relation to Operating Activities			✓ ✓
SIC-15	Operating Leases – Incentives	<u> </u>		
SIC-25	Income Taxes - Changes in the Tax Status of an Entity or its Shareholders		<u> </u>	1
SIC-27	Evaluating the Substance of Transactions Involving the Legal Form of a Lease			
SIC-29	Service Concession Arrangements: Disclosures			<b>✓</b>
SIC-31	Revenue - Barter Transactions Involving Advertising Services			
SIC-32	Intangible Assets - Web Site Costs			

\*These are standards, interpretations and amendments to existing standards that have been issued but not yet effective as at December 31, 2015. The applicable standards, interpretations and amendments were not early adopted by the Company in its financial statements as at and for the year ended December 31, 2015.

Not applicable - These are standards, amendments and interpretations already effective as at December 31, 2015 but are currently not relevant to the Company because it has currently no related transactions.

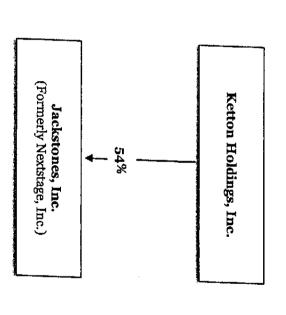
Please refer to Note 11.1 to the financial statements for related discussion on the assessed impact on the Company's financial statements on the adoption of new standards, amendments and interpretations which are relevant to the Company's operations effective for annual periods beginning January 1, 2015 and onwards.

## SECOND SECTION

Jackstones, Inc. (Formerly Nextstage, Inc.)

Map Showing the Relationships between and among the Company and its Ultimate Parent and Middle Parent

December 31, 2015



## Financial Assets December 31, 2015

525	Not applicable Not applicable	20,611 992,276	Not applicable Not applicable	Cash on hand Cash in bank
Income received and accrued	Value based on market quotation at end reporting period	Amount shown in the statement of financial position	Number of shares or principal amount of bonds and notes	Title of issue

Amounts Receivable from Directors, Officers, Employees, Related Parties and Principal Shareholders (other than Related Parties)

December 31, 2015

	Name and designation of debtor	
	Balance at beginning of year	
NOT APPLICABLE	Additions	
91E	Amounts collected	
	Amounts written off	
	Current	
	Current Non-current	
	Balance at end of year	

# Amounts Receivable from Related Parties which are eliminated during the consolidation of financial statements December 31, 2015

	Balance at Name and designation of debtor beginning of year
PLICABLE	ice at Amounts year Additions collected
	nts Amounts ted written-off
	Current
	Non-current
	Balance at end of year

## Intangible Assets - Other Assets December 31, 2015

	Description	
	Beginning balance	
NOT APPLICABLE	Additions at cost	
LICABLE	Charged to cost and expenses	
	Charged to other accounts	
	Other changes- additions (deductions)	
	Ending Balance	

## SCHEDULE E

## Jackstones, Inc. (Formerly Nextstage, Inc.)

Long-Term Debt December 31, 2015

Title of Issue and type of obligation	Amount authorized by indenture NOT APPLICABLE	Amount shown under caption "Borrowings, current portion" in the statement of financial position	Amount shown under caption "Borrowings, net of current portion" in the statement of financial position

## SCHEDULE F

## Jackstones, Inc. (Formerly Nextstage, Inc.)

Indebtedness to Related Parties (Long-Term Loans from Related Parties) December 31, 2015

<del></del>			
Nan	ne of related party	Balance at beginning of year	Balance at
<u> </u>	NOT A	PPLICABLE	end of year

## SCHEDULE G

# Jackstones, Inc. (Formerly Nextstage, Inc.)

## Guarantees of Securities of Other Issuers December 31, 2015

		NOT APPLICABLE	NOT	
Nature of guarantee	Amount owed by person for which statement is filed	Total amount guaranteed and outstanding	Title of issue of each class of securities guaranteed	securities guaranteed by the Company for which this statement is filed
				Name of issuing entity of

SCHEDULE H

# Jackstones, Inc. (Formerly Nextstage, Inc.)

## Capital Stock December 31, 2015

50,265,730	26,811,440	90,481,927	1	167,559,097	170,000,000	Common shares
Others	and employees	related parties	and other rights	caption	authorized	Title of issue
	Directors, officers	shares held by	warrants conversion,	balance sheet	shares	
		Number of	reserved for options,	under related	Number of	
			Number of shares	outstanding shown		
				issued and		
				Number of shares		

Schedule of Financial Soundness Indicator December 31, 2015

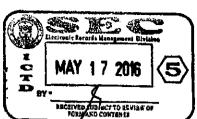
אסטה וס ביקמון ומווים	Assath - Double - Table	Debt-to-equity ratio	Quick ratio	Current ratio	
9	Not applicable	Not applicable	0.06:1	0.10 : 1	2015
	Not applicable	Not applicable	0.01 : 1	0.05 : 1	2014

## **COVER SHEET**

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## SECURITIES AND EXCHANGE COMMISSION





QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended March 31, 2016	
2. SEC Identification Number <u>24986</u> 3. E	BIR Tax Identification No. 000-275-073
4. Exact name of issuer as specified in its charter	
5. <u>Philippines</u> Province, country or other jurisdiction of incorporation or organization	6. (SEC Use Only) Industry Classification Code
7. 593 Antonio Drive, Bagumbayan, Taguig City, P Address of issuer's principal office	hilippines 1630 Postal Code
8. +63 2 215-7576 Issuer's telephone number, including area code	
Bonifacio Technology Center 2nd Ave. corner 3     Former name, former address and former fiscal year	11st Street BGC Taguig City, 1634 r, if changed since last report
<ol> <li>Securities registered pursuant to Sections 8 and 4 and 8 of the RSA</li> </ol>	
Title of each Class Outstanding and Amount of Debt Outstanding	Number of shares of Common Stock
Common Stock, @ P1.00 par value	167,559,097
11. Are any or all of the securities listed on a Stock	Exchange?
Yes [X] No [ ]	
If yes, state the name of such Stock Exchange and	the class/es of securities listed therein:
Philippine Stock Exchange / Common Stock	

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes [X] No []

(b) has been subject to such filing requirements for the past ninety (90) days

Yes [X] No []

## PART 1. FINANCIAL INFORMATION

## Item 1 Financial Statements

Attached are the consolidated financial statements of Jackstones, Inc. ("the Corporation") for the period ending March 31, 2016. These interim financial statements are in compliance with Philippine Financial Reporting Standards. In addition, the same accounting policies and methods of computation used in the most recent annual audited financial statements were followed in preparing these statements.

## Item 2 Management's Discussion and Analysis of Financial Condition and Results of Operations

## **Business Overview**

The Company's shares are listed in the Philippine Stock Exchange (PSE) but the trading of the Company's shares was suspended until June 30, 2013. The PSE lifted the suspension on July 9, 2013 and the shares are now tradable.

As at December 31, 2012, Perfect Research Technology Corporation (PRTC), registered and domiciled in the Philippines and is the parent company and the ultimate controlling party, owns 67.74% equity interest in the Company. On December 27, 2013, the 67.74% equity interest of PRTC was sold to a group of individual shareholders.

On October 12, 2014, a group of individual and corporate shareholders entered in to a Memorandum of Agreement with Ketton Holdings, Inc. and a group of individual investors for the sale of the formers' shares of stock representing 70% of the outstanding share capital of the Company. The sale effectively transferred control of the Company to Ketton Holdings, Inc. who became the parent company and ultimate controlling party, owning 54% equity interest of Jackstones, Inc. Ketton Holdings, Inc. is a domestic corporation registered with the Philippine SEC.

On March 23, 2015, the Board of Directors approved the transfer of principal office address from Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines to 593 Antonio Drive, Bagumbayan, Taguig City, Philippines. The above resolution has been ratified by the stockholders on April 30, 2015.

The Company's application to effect the change in registered office address has been approved by the SEC on July 6, 2015.

The Company has 4 regular employees as at March 31, 2016 and December 31, 2015. The record keeping of its transactions is outsourced to a third party consultant.

## Results of Operation

Starting January 1, 2008, the Company has gone into a state of dormancy, awaiting further management plans. The Company's ability to operate on a going concern basis is dependent upon its ability to generate immediate additional capital infusion and sufficient cash flows to meet its obligations, to develop sustainable business strategies and undertake measures to attain long-term financial stability. Despite the Company's capital position at December 31, 2014, management believes that the Company will be able to continue as a going concern considering the entry of new shareholders in 2014. The Company's long-term business plans are currently under evaluation of the new controlling shareholders.

Starting December 2014, Jackstones, Inc. (JAS) is steadily being transformed into a holding company for projects, property ventures, business and assets primarily in the ASEAN region and neighboring Asian countries without industry-specific limitations. The management team expects to benefit from the business and management track record of its new Chairman.

Being a publicly listed holding company in the PSE positioned as a prime mover in ASEAN-focused businesses is a very compelling competitive edge. This widens the reach of the Company and hedges the Company's well-being across the performance of all the ASEAN member economies. This will potentially make the liquidity of JAS better due to an ASEAN-wide market interest for a Philippine-based holding company.

## Financial Condition

The Company's objectives when managing capital are to support the Company's ability to effectively deploy capital and to protect the interest of its shareholders.

Management shall utilize the capital structure that generates the most value for shareholders and this may entail adjustments to dividends paid to shareholders, loans obtained from banks, and the issuance of new shares. Total capital being managed by the Company is its total equity as shown in the attached statement of financial position.

The Company is also currently negotiating with various investment groups to raise new capital and is also seriously considering another public offering to raise more funds for its investments and holdings. The Company continues to review projects, ventures, businesses and assets that can be included in the holdings of the Company for which JAS may issue shares in exchange for owning them.

A Memorandum of Agreement between Ketton Holdings, Inc. and the previous shareholders states that any claims filed against the Company by ING following the closing date of the sale, with regards the loan extended by ING to PACEMCO, shall be for the account of the previous shareholders. Accordingly, management believes that the Company's financial position and results of operations will not be significantly affected from the ultimate disposition of outstanding legal cases and claims. Further, there are no other material events and uncertainties known to management that would cause reported financial information not to be necessarily indicative of the future financial condition of the Company.

There are no known trends or known demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in any material way. There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

There are no 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. Likewise, there are no material commitments for capital expenditures.

There are no known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations. There are no seasonal aspects that had a material effect on the financial condition or results of operations

As of March 31, 2016, the Corporation's assets consists only of Cash in the amount of Php 235,325.00 and Input VAT of Php 764,240.00.

## PART II. OTHER INFORMATION

There are no disclosures not disclosed under SEC Form 17-C.

## **SIGNATURES**

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

JACKSTONES, INC.

Maximilian So Tanenglian

President

Ma. Gracia L. Morfe

Accounting Officer

Date:

MAY 1 6 2015

Unaudited Interim Financial Statements As at March 31, 2016 and 2015 for each of the three months ended March 31, 2016

Unaudited Interim Statements of Financial Position March 31, 2016 (With comparative figures as at December 31, 2015) (All amounts in Philippine Peso)

	Notes	March 31, 2016 Unaudited	December 31, 2015 Audited
Current asset	ASSETS		
Cash			
Input VAT		235,325	1 010 007
Total assets		764,240	1,012,887 704,538
1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		999,565	1,717,425
Antigut HSDHILLER	BILITIES AND EC	UITY	
Trade payables and other liabilities	5	1,133,865	
Advances from shareholders Total liabilities	6	16,076,124	1,063,992
Equity		17,209,989	16,076,124
	· · · · · · · · · · · · · · · · · · ·		<u>17,140,116</u>
Share capital, net of treasury shares Share premium	7	167,559,097	167,559,097
Deficit	7	113,074,880	113,074,880
Total equity		(296,844,401)	(296,056,668
Total liabilities and equity		(16,210,424)	(15,422,691
aria equity		999,565	1,717,425

## Unaudited Interim Statements of Total Comprehensive Income For each of the two years in the quarter ended March 31 (All amounts in Philippine Peso)

	Notes	2016	2015
Revenue		_	_
Costs and expenses	8	(787,734)	(1,559,362)
Interest income			
Loss before income tax		<u> </u>	525
		(787,734)	(1,558,837)
Income tax expense	9		
Net loss for the period		(787,734)	(1,558,837)
Other comprehensive income			
Total comprehensive loss for the period			
		(787,734)	(1,558,837)
Loss per share (basic and diluted)	11	(0.0047)	(0.0093)

Jackstones, Inc.

Unaudited Interim Statements of Changes in Equity For the three months ended March 31, 2016 and 2015 (All amounts in Philippine Peso)

		Sha	Share capital					
	Authorized	þezi	Subscribed	ibed				
	No. of shares	Amount	No. of shares	Amount	Share premium	Treasury shares	Deficit	Total equity
Period anded March 31, 2016								
Balances at January 1, 2016	170,000,000	170,000,000 170,000,000	167,559,179	167,559,179	113,074,880	(82)	(296,056,668)	(15,422,691)
Comprehensive income								
Loss for the period	•	,	•	•	•	•	(787,734)	(787,734)
Other comprehensive income	L	1		•		•	•	•
		•	•	-	•	-	(787,734)	(787,734)
Balances at March 31, 2016	170,000,000 170,000,000	170,000,000	167,559,179	167,559,179	113,074,880	(82)	(296,844,401)	(15,210,424)
Period ended March 31, 2015								
Balances at January 1, 2015	170,000,000 170,000,000	170,000,000	167,559,179	167,559,179	113,074,880	(82)	(82) (294,497,831)	(13,863,854)
Comprehensive income								
Loss for the period	•	ı	•	ı	•	•	•	•
Other comprehensive income	•		,			-	-	r
	1	•	٠		•	٠		•
Balances at March 31, 2015	170,000,000 170,000,000	170,000,000	167,559,179	167,559,179	113,074,880	(82)	(294,497,831)	(13,863,854)

Unaudited Interim Statements of Cash Flows For the three months ended March 31, 2016 and 2015 (All amounts in Philippine Peso)

Cash El.	2016	2015
Cash flows from operating activities		2015
Net loss for the period	(707.75.4)	
Changes in working capital	(787,734)	-
Input VAT	(59,702)	
Trade payables and other liabilities	69,874	-
Net cash used in operating activities		
Cash flow from investing activities	(777,562)	<u> </u>
Cash flow from financing activities	• .	_
Advances from the state of the	· · · · · · · · · · · · · · · · · · ·	
Advances from shareholders		
Net movement in cash	(777,562)	
Cash at January 1		-
Cash at March 31	1,012,887	105,611
	235,325	105,611

Notes to Unaudited Interim Financial Statements
As at and for the three months ended March 31, 2016
(With comparative figures and notes as at December 31, 2015
and for the three months ended March 31, 2015)
(All amounts are shown in Philippine Peso, unless otherwise stated)

## Note 1 - General information

The Company was incorporated and registered with the Securities and Exchange Commission (SEC) in 1964 as Pacific Cement Company, Incorporated to engage in the manufacture and trading of cement and related products. In June 2000, the SEC approved the change in the primary purpose of the Company to that of a holding company and changed its corporate name to PACEMCO HOLDINGS, INC. (PACEMCO). Simultaneous therewith, PACEMCO spun-off its cement manufacturing and mining facility and assets to Pacific Cement Philippines, Inc. (PACEMPHIL), in exchange for 100% of the shares of stock of PACEMPHIL. This investment was subsequently sold in November 2000.

In December 2000, PACEMCO acquired 100% of the share capital of NextStage, Inc. ("NextStage" or the "Company"), a company established to take advantage of the opportunities in the rapidly growing technology sector and the emerging electronic economy. Subsequently, the shareholders of PACEMCO, during a meeting held in the first quarter of 2001, approved the proposed merger of PACEMCO with NextStage. On June 11, 2001, the SEC approved the merger of PACEMCO and its subsidiary NextStage, with PACEMCO as the surviving corporation. Subsequently, SEC also approved the change in name from PACEMCO to NextStage, Inc.

The Company's shares are listed in the Philippine Stock Exchange (PSE) but the trading of the Company's shares was suspended until June 30, 2013. The PSE lifted the suspension on July 9, 2013 and the shares are now tradable.

As at December 31, 2012, Perfect Research Technology Corporation (PRTC), registered and domiciled in the Philippines and is the parent company and the ultimate controlling party, owns 67.74% equity interest in the Company. On December 27, 2013, the 67.74% equity interest of PRTC was sold to a group of individual shareholders.

On January 8, 2014, the Board of Directors approved the change of name to Jackstones, Inc. as well as the increase in authorized share capital to P1 billion divided into one billion shares at P1 par value per share. The Board of Directors also approved the extension of corporate life for another 50 years immediately after the first 50 years from and after the date of incorporation on April 22, 1964 and transfer of principal office to the Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines. The above resolutions have been ratified by the shareholders on February 7, 2014. The Company's application to effect the change in corporate name, extension of corporate life and change in registered office address has been approved by the SEC on April 16, 2014.

On October 12, 2014, a group of individual and corporate shareholders entered into a Memorandum of Agreement with Ketton Holdings, Inc. and a group of individual investors for the sale of the formers' shares of stock representing 70% of the outstanding share capital of the Company. The sale effectively transferred control of the Company to Ketton Holdings, Inc. who became the parent company and ultimate controlling party, owning 54% equity interest of Jackstones, Inc. Ketton Holdings, Inc. is a domestic corporation registered with the Philippine SEC.

On March 23, 2015, the Board of Directors approved thetransfer of principal office addressfrom Bonifacio Technology Center, 2nd Avenue corner 31st Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines to 593 Antonio Drive, Bagumbayan, Taguig City, Philippines. The above resolution has been ratified by the stockholders on April 30, 2015.

The Company's application to effect the change in registered office address has been approved by the SEC on July 6, 2015.

The Company has 4 regular employees as at March 31, 2016 and December 31, 2015.

#### Status of operations

Starting January 1, 2008, the Company has gone into a state of dormancy, awaiting further management plans. The Company's ability to operate on a going concern basis is dependent upon its ability to generate immediate additional capital infusion and sufficient cash flows to meet its obligations, to develop sustainable business strategies and undertake measures to attain long-term financial stability. Despite the Company's capital position at December 31, 2014, management believes that the Company will be able to continue as a going concern considering the entry of new shareholders in 2014. The Company's long-term business plans are currently under evaluation of the new controlling shareholders.

Starting December 2014, Jackstones, Inc. (JAS) is steadily being transformed into a holding company for projects, property ventures, business and assets primarily in the ASEAN region and neighboring Asian countries without industry-specific limitations. The management team expects to benefit from the business and management track record of its new Chairman.

Being a publicly listed holding company in the PSE positioned as a prime mover in ASEAN-focused businesses is a very compelling competitive edge. This widens the reach of the Company and hedges the Company's well-being across the performance of all the ASEAN member economies. This will potentially make the liquidity of JAS better due to an ASEAN-wide market interest for a Philippine-based holding company.

# Note 2 - Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. The accounting policies used in the most recent annual financial statements as at and for the year ended December 31, 2015 have been consistently applied in these interim financial statements.

### 2.1 Basis of preparation

The interim financial statements of the Company have been prepared in accordance with Philippine Accounting Standards (PAS) 34 - Interim Financial Reporting, under the Philippine Financial Reporting Standards (PFRS). The term PFRS in general includes all applicable PFRS, Philippine Accounting Standards (PAS), and interpretations of the Philippine Interpretations Committee (PIC)/Standing Interpretations Committee (SIC)/International Financial Reporting Interpretations Committee (IFRIC), which have been approved by the Financial Reporting Standards Council (FRSC) and adopted by the SEC.

These financial statements have been prepared under the historical cost convention.

Following the transfer of control of the subsidiaries to PRTC, the Company has no longer prepared consolidated financial statements effective December 31, 2007.

The Company is monitored as a single operating segment considering the limited transactions for the periods ended March 31, 2016 and 2015.

The preparation of financial statements in conformity with PFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company's accounting policies. The areas involving higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4.

# Changes in accounting policies and disclosures

New standards, amendments and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after January 1, 2016, and have not been applied in preparing these financial statements. None of these is expected to have a significant effect on the financial statements of the Company, except the following set out below:

PFRS 9, 'Financial instruments', addresses the classification, measurement and recognition of financial assets and financial liabilities. The complete version of PFRS 9 was issued in July 2014. It replaces the guidance in PAS 39 that relates to the classification and measurement of financial instruments. PFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortized cost, fair value through OCI and fair value through P&L. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. Investments in equity instruments are required to be measured at fair value through profit or loss with the irrevocable option at inception to present changes in fair value in OCI not recycling. There is now a new expected credit losses model that replaces the incurred loss impairment model used in PAS 39. For financial liabilities there were no changes to classification and measurement except for the recognition of changes in own credit risk in other comprehensive income, for liabilities designated at fair value through profit or loss. PFRS 9 relaxes the requirements for hedge effectiveness by replacing the bright line hedge effectiveness tests. It requires an economic relationship between the hedged item and hedging instrument and for the 'hedged ratio' to be the same as the one management actually use for risk management purposes. Contemporaneous documentation is still required but is different to that currently prepared under PAS 39. The standard is effective for accounting periods beginning on or after January 1, 2018. Early adoption is permitted. The Company is yet to assess PFRS 9's full impact. Management does not expect a significant impact on its financial statements considering the nature of financial instruments

There are no new accounting standards or amendments to existing standards effective after January 1, 2016 and onwards that relevant to the Company.

### 2.2 Financial assets

#### 2.2.1 Classification

The Company classifies its financial assets in the following categories: (i) financial assets at fair value through profit or loss, (ii) loans and receivables, (iii) held-to-maturity financial assets, and (iv) available-for-sale financial assets. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

The Company did not hold financial assets under the categories (i), (iii) and (iv).

As to category (ii), the Company's loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. These arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivables. These are included in current assets, except for maturities greater than 12 months after the reporting date which are included as part of non-current assets.

# 2.2.2 Recognition, measurement and derecognition

#### (a) Recognition

Regular-way purchases and sales of financial assets are recognized on trade-date - the date on which the Company commits to purchase or sell the asset. The Company recognizes financial assets in the statement of financial position when, and only when, the Company becomes a party to the contractual provision of

#### (b) Measurement

Financial assets are initially recognized at fair value plus transaction costs. Loans and receivables are subsequently measured at amortized cost using the effective interest rate method.

#### (c) Derecognition

Financial assets are derecognized when the right to receive cash flows have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

### 2.2.3 Impairment

For financial assets carried at amortized cost, the Company assesses at each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

The criteria that the Company uses to determine that there is objective evidence of an impairment loss

- Significant financial difficulty of the debtor;
- A breach of contract, such as a default or delinquency in interest or principal payments;
- The Company, for economic or legal reasons relating to the debtor's financial difficulty, grants to the debtor a concession that the Company would not otherwise consider;
- It becomes probable that the debtor will enter bankruptcy or other financial reorganization;
- The disappearance of an active market for that financial asset because of financial difficulties; or
- Observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the portfolio

For loans and receivables category, the Company first assesses whether an objective evidence of impairment exists individually for receivables that are individually significant, and collectively for receivables that are not individually significant. If the Company determines that no objective evidence of impairment exists for an individually assessed receivable, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses those for impairment. Receivables that are individually assessed for impairment and for which impairment loss is or continues to be recognized are not included in a collective assessment of impairment. The amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognized in the profit or loss within operating expenses. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the reversal of the previously recognized impairment loss is recognized in the profit or loss within operating expenses. Reversals of previously recorded impairment provision are based on the result of management's update assessment, considering the available facts and changes in circumstances, including but not limited to results of recent discussions and arrangements entered into with customers as to the recoverability of receivables at the end of the reporting period. Subsequent recoveries of amounts previously written-off are credited against operating expenses in the profit or loss.

#### 2.3 Financial liabilities

#### 2.3.1 Classification

The Company classifies its financial liabilities as: (i) financial liabilities at fair value through profit or loss and (ii) other financial liabilities measured at amortized cost. The Company does not have any of financial liabilities at fair value through profit or loss.

The Company's financial liabilities comprise of trade payables and other liabilities (Note 5) and advances from shareholders (Note 6) which are carried at amortized cost using the effective interest rate method. These are included in current liabilities, except for maturities greater than 12 months after the reporting date or when the Company has an unconditional right to defer settlement for at least 12 months after the reporting date which are classified as non-current liabilities.

# 2.3.2 Recognition, measurement and derecognition

#### (a) Recognition

Other financial liabilities at amortized cost are recognized in the statement of financial position when, and only when, the Company becomes a party to the contractual provisions of the instrument.

#### (b) Measurement

The Company's financial liabilities are initially measured at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest rate method.

#### (c) Derecognition

Financial liabilities are derecognized when it is extinguished, that is, when the obligation specified in a contract is discharged or cancelled, or when the obligation expires. When an existing financial liability is replaced by another financial liability from the same creditor with substantially different terms, or the terms of an existing liability are substantially modified, such modification is treated as a derecognition of the original financial liability and a recognition of a new financial liability, and the difference in the respective carrying amounts is recognized in profit or loss.

#### Offsetting financial instruments 2.4

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

The Company did not enter into any legally enforceable master netting agreements or other similar arrangements that would require offsetting of financial assets and liabilities as at March 31, 2016 and

#### Determination of fair value 2.5

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of a non-financial asset is measured based on its highest and best use. The asset's current use is presumed to be its highest and best use.

The fair value of financial and non-financial liabilities takes into account non-performance risk, which is the risk that the entity will not fulfill an obligation.

The Company classifies its fair value measurements using a fair value hierarchy that reflects the significance of the inputs used in making the measurements. The fair value hierarchy has the following

- quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2); and
- inputs for the asset or liability that are not based on observable market data (that is, unobservable

The fair value of financial instruments traded in active markets is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets in Level 1 is the most representative price within the bid-ask spread.

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2. If one or more of the significant inputs is not based on observable market data, the instrument is included in Level 3.

#### 2.6 Cash

Cash includes cash on hand and in banks. These are carried in the statement of financial position at face or nominal amount.

#### 2.7 Input VAT

Input VAT is recognized as asset and carried over to the extent that it is probable that the benefit will flow to the Company. These are derecognized when actually utilized, collected or disallowed by tax authority.

Input VAT is included in current assets, except when it is expected to be utilized or collected more than 12 months after the end of the reporting period, in which case, these are classified as non-current assets.

## 2.8 Impairment of non-financial assets

Non-financial assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Impairment losses, if any, are recognized as other expenses in the profit or loss. Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

## 2.9 Current and deferred income tax

The income tax expense for the period normally comprises current and deferred tax. Income tax expense is recognized in profit or loss within income tax (expense) credit, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax (DIT) is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. DIT is not accounted for if it arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects either accounting nor taxable profit or loss. DIT is determined using tax rates and laws enacted or substantively enacted at the reporting date and are expected to apply when the related DIT asset is realized or DIT liability is settled.

DIT assets are recognized for all deductible temporary differences to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. DIT liabilities are recognized in full for all taxable temporary differences, except to the extent that the DIT liability arises from the initial recognition of goodwill.

DIT expense or credit is recognized for the changes in DIT assets and liabilities during the period. Income tax expense includes income tax as currently payable and those deferred because of temporary differences in the financial and tax reporting bases of assets and liabilities.

DIT assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when DIT assets and liabilities relate to income taxes levied by the same taxation authority where there is an intention to settle the balances on a net basis.

DIT assets are derecognized when it is utilized or when it is no longer probable that future taxable profit can be utilized from the temporary deductible differences. DIT liabilities are derecognized when the temporary taxable differences have been settled.

The Company reassesses at each reporting date the need to recognize a previously unrecognized DIT asset.

# 2.10 Trade payables and other liabilities

Trade payables and other liabilities are obligations to pay for goods or services that have been acquired in the ordinary course of business. These are recognized in the period in which the related money, goods or services are received or when a legally enforceable claim against the Company is established or when the corresponding assets and expenses are recognized. Trade payables and other liabilities are recognized initially at fair value and subsequently measured at amortized cost using effective interest method.

Trade payables and other liabilities are derecognized when it is extinguished, that is, when the obligation specified in a contract is discharged or cancelled, or when the obligation expires.

#### 2.11 Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount can be reliably estimated. Provisions are not recognized for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required upon settlement is determined by considering the class of obligations as a whole. A provision is recognized even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed and derecognized from the statement of financial position.

#### 2.12 Equity

Share capital

Ordinary shares are stated at par value and are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction from the proceeds.

Share premium

Any amount received by the Company in excess of par value of its shares is credited to share premium which forms part of the non-distributable reserve of the Company and can be used only for purposes specified under corporate legislation.

Share issuance cost

Share issuance costs incurred for the listing and offering process of the Company are recognized as deduction to share premium in accordance with PIC - Question and Answer (PIC - Q&A) 2011-04.

Retained earnings (deficit)

Retained earnings (deficit) include current and prior years' results, net of transactions with shareholders and dividends declared, if any.

Appropriated retained earnings pertain to the portion of the accumulated profit from operations which are restricted or reserved for a specific purpose, such as capital expenditures for expansion projects, and approved by the Company's Board of Directors.

Unappropriated retained earnings pertain to the unrestricted portion of the accumulated profit from operations of the Company which are available for dividend declaration.

### 2.13 Earnings per share

Basic earnings (loss) per share is computed by dividing profit (loss) for the year attributable to the shareholders by the weighted average number of shares outstanding during the year.

The diluted earnings (loss) per share is calculated by adjusting the weighted average number of shares outstanding to assume conversion of all dilutive potential ordinary shares, if any. The Company has no dilutive potential ordinary shares during and at the end of each reporting period.

### 2.14 Dividend distribution

Dividend distribution to the Company's shareholders is recognized as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's Board of Directors.

### 2.15 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for services provided in the ordinary course of business. The Company recognizes revenue only if it is probable that future economic benefits will flow to the entity and these benefits can be measured reliably. The following are the specific revenue recognition policies of the Company:

#### a) Interest income

Interest income is recognized when it is determined that such income will accrue to the Company and is presented net of final tax withheld by the banks.

#### b) Other income

All other income is recognized as earned or when the right to receive payment is established.

#### 2.16 Costs and expenses

Costs and expenses are recognized when decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably. Costs and expenses are recognized: (i) on the basis of a direct association between the costs incurred and the earning of specific items of income; (ii) on the basis of systematic and rational allocation procedures when economic benefits are expected to arise over several accounting periods and the association with income can only be broadly or indirectly determined; or (iii) immediately when an expenditure produces no future economic benefits or when, and to the extent that future economic benefits do not qualify, or cease to qualify, for recognition in the statement of financial position. Costs and expenses are presented in the profit or loss according to their function.

# 2.17 Foreign currency transactions and translation

# (a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are prepared in Philippine Peso, which is the Company's functional and presentation currency.

### (b) Transactions and balances

Foreign currency transactions are translated into Philippine Peso using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

# 2.18 Related party relationships and transactions

Related party relationships exist when one party has the ability to control, directly or indirectly through one or more intermediaries, the other party or exercises significant influence over the other party in making financial and operating decisions. Such relationships also exist between and/or among entities which are under common control with the reporting enterprise, or between and/or among the reporting enterprise and its key management personnel, directors, or its shareholders. In considering each possible related party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

### 2.19 Subsequent events

Subsequent events that provide additional information about the Company's position at the reporting date (adjusting events) are reflected in the financial statements. Subsequent events that are not adjusting events are disclosed in the notes to the financial statements when material.

# Note 3 - Financial risk and capital management

## 3.1 Financial risk management

The Company's overall risks management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the Company's financial performance.

#### Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash to meet its operating cash requirements. The Company manages liquidity risk by monitoring expected cash flows and seeks funding from its shareholders to meet its operating commitments.

The Company's financial liabilities at March 31, 2016 and December 31, 2015, which are due and demandable, are as follows:

Advances from shareholders Trade payables and other liabilities	Notes	March 31, 2016	December 31, 2015
	6	16,076,124	16,076,124
	5	1,133,865	1,063,992
		17,209,989	17,140,116

Liquidity risk is not significant given the limited amount of financial liabilities payable to third parties.

### 3.2 Capital management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can continue to implement business plans to make the Company profitable in the future.

In order to maintain or adjust the capital structure, the Company may issue new shares. Total capital being managed by the Company is its total equity as shown in the statement of financial position.

As part of the reforms of the Philippine Stock Exchange (PSE) to expand capital market and improve transparency among listed firms, PSE has required listed entities to maintain a minimum of ten percent (10%) of their issued and outstanding shares, exclusive of any treasury shares, to be held by the public. The Company has complied with the minimum public float as of reporting date.

# Note 4 - Critical accounting estimates, assumptions and judgments

Estimates, assumptions and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The Company believes the following represent a summary of these significant estimates, assumptions and judgments and their related impact and associated risks in the financial statements:

### a) Deferred income taxes (Note 9)

PFRS requires the recognition of deferred income tax (DIT) assets to the extent that it is probable that future taxable income will be available against which the temporary differences can be utilized. Determining the realizability of DIT assets requires the estimation of profits expected to be generated from operations.

At March 31, 2016, the Company's unrecognized DIT asset amounted to P4,737,494 (December 31, 2015 - P4,501,174). Management assessed that the Company will not generate sufficient taxable profits to realize the DIT assets.

## b) Recoverability of Input VAT

The Company performs an evaluation of the input VAT claims filed with the Bureau of Internal Revenue (BIR) on a continuous basis throughout the period. Management uses judgment based on the best available facts and circumstances, including but not limited to, the adequacy of documentation, timely filing of application and with the tax authority and evaluation of the individual tax credit claim's future recoverability and utilization. Management assessed that the Company's input VAT is recoverable.

### c) Contingencies (Note 10)

The Company is currently involved in a legal proceeding. Estimates of the probable costs for the resolution of these claims, if any, has been developed in consultation with internal and external counsels handling the Company's defense in these matters and is based upon the probability of potential results. The Company's management currently believes that these proceedings will not have a material effect on the financial statements. It is possible, however, that future results of operations could be materially affected depending on the actual outcome of the proceedings.

# Note 5 - Trade payables and other liabilities

Trade payables and other liabilities consist of:

Trade payables	March 31, 2016	December 31, 2015
Accrued expenses and other liabilities	501,285	501,285
	632,580	562,707
	1,133,865	1,063,992

Accrued expenses pertain to professional fees for legal and audit services rendered to the Company.

There are neither guarantees nor assets pledged to secure the Company's liabilities at March 31, 2016 and December 31, 2015.

The carrying amounts of trade payables and other liabilities approximate their fair values due to their short-term maturities.

## Note 6 - Related party transactions

In the normal course of the business, the Company receives advances from the shareholders for working capital purposes as well as charges for shared expenses. Outstanding balances with the related parties follow:

	March 31, 2016	December 31, 2015	Terms and conditions
			Payable in cash with no fixed repayment date
Advances from shareholders	16,076,124	16,076,124	<ul> <li>Unguaranteed and unsecured</li> <li>Non-interest bearing</li> </ul>

The carrying amount of advances from shareholders approximates its fair value due to its short-term maturity.

# Note 7 - Share capital, net of treasury shares

Details of share capital at March 31, 2016 and December 31, 2015 are as follows:

Common shares at P1 par value per share Authorized	Shares	Amount
Share capital issued and outstanding Treasury shares	170,000,000 167,559,179	170,000,000 167,559,179
	(82) 167,559,097	(82) 167,559,097

On April 30, 2013, as part of the Company's equity restructuring and to improve and strengthen the financial condition of the Company without affecting the present ownership, the board of directors approved the conversion of the Company's due to related parties, advances from shareholders and deposits for future shares subscriptions aggregating to P113,074,880 to additional paid in capital. On the same date, the Company's Board of Director's approved such conversion into equity (under Share premium).

As at March 31, 2016, the Company has 309 (December 31, 2015 - 309) shareholders each holding at least 100 shares of the Company's common shares.

## Note 8 - Costs and expenses

The components of costs and expenses follow:

	Three months	s ended March 31
Professional and consultancy fees	2016	2015
Salaries and other employee benefits	270,000	782,401
Taxes, licenses and regulatory fees	242,254	454,269
Miscellaneous	268,680	298,035
	6,800	24,657
	787,734	1,559,362

#### Note o - Income tax

The Company's unrecognized deferred income tax (DIT) asset at March 31, 2016 amounted to P4,737,494 (December 31, 2015 - P4,501,174) which pertains to the Company's net operating loss carryover (NOLCO).

The details of the Company's NOLCO are as follow:

Period	Year of expiration	December 31, 2015	l and in the	
December 31, 2013	2016		Loss incurred	March 31, 2016
December 31, 2014	2017	9,970,443	-	9,970,443
December 31, 2015	2018	3,474,108	-	3,474,108
March 31, 2016	2019	1,559,362	-	1,559,362
	2019		787,734	787,734
		15,003,913	787,734	15,791,647

Realization of the future tax benefits related to the DIT asset is dependent on many factors, including the Company's ability to generate taxable income. Management has considered these factors in reaching a conclusion not to recognize any DIT asset in the statements of financial position.

As provided by the Tax Reform Act of 1997 (the "Act"), NOLCO can be carried over for the three succeeding taxable years immediately following the year such loss was incurred. Thus, NOLCO incurred in 2013 can be carried over as a deduction from taxable income until 2016.

The reconciliation of income tax expense computed at the statutory income tax rate to actual income tax expense shown in profit or loss follow:

	Three months e	nded March 31
Income to the first of	2016	2015
Income tax benefit at the statutory rate of 30%  Tax effect of unrecognized deferred	(236,320)	2010
income tax (DIT) asset Actual income tax expense	236,320	

### Note 10- Contingencies: Pending litigations

On April 18, 2002, a civil case was filed by Fuller International Inc. ("Fuller") and FLSA Automation A/S ("FLSA") against the Company in its capacity as successor-in-interest of PACEMCO (formerly known as Pacific Cement Company, Inc.) and PACEMPHIL before the Regional Trial Court (RTC) of Makati City Branch 138. In the complaints, Fuller and FLSA allege that PACEMCO has an outstanding obligation to them amounting to US\$247,611.53 and US\$320,821.65, respectively. Although all obligations of PACEMCO were assigned to PACEMPHIL including its outstanding obligations to Fuller and FLSA and despite the written admission of responsibility for payment by PACEMPHIL, Fuller and FLSA claim that the Company should be made liable for whatever debts the latter had incurred to Fuller and FLSA.

On July 10, 2013, the parties entered into a compromise agreement to comprehensively and finally settle all claims and litigation by and against one another. Under the terms of the compromise agreement, PACEMPHIL shall pay US\$415,000 in full and final satisfaction of all outstanding obligations, interests and attorneys fees' claimed by Fuller and FLSA. On August 8, 2013, the case against NextStage and PACEMPHIL was dismissed following full settlement of the compromise amount by PACEMPHIL. A similar case was filed by ING-BHF Bank Aktiengesellschaft ("ING") against the Company and PACEMPHIL before the Regional Trial Court of Makati Branch 148 on September 3, 2003. The Plaintiff alleges that NextStage, Inc. as successor-in-interest of PACEMCO, owes them EUR1,812,687 with interest as well as payment for damages, attorney's fees and expenses of litigation.

On February 22, 2011, ING and PACEMPHIL entered into a compromise agreement wherein the latter agreed to settle EUR2,320,445 in 23 installments payable until September 30, 2016. As at September 30, 2014, PACEMPHIL has complied with the terms of the compromise agreement and has remitted all installments due in accordance with the agreed schedule. On December 14, 2014, the RTC of Surigao City Branch 30 issued a Commencement Order in relation to PACEMPHIL's Petition for Corporate Rehabilitation with Prayer for Suspension of Payments. In accordance with the Commencement Order, the RTC of Surigao City issued an order for the suspension of all actions and proceedings in court or otherwise for the enforcement of all claims against PACEMPHIL until the rehabilitation plan has been approved by the creditors and the RTC of Surigao City under Republic Act 10142.

Given that all obligations of the legacy company have been transferred to PACEMPHIL as part of various reorganizations discussed in Note 1, the liability arising from this litigation are for the account of PACEMPHIL. Furthermore, in accordance with the Memorandum of Agreement between Ketton Holdings, Inc. and the previous shareholders (Note 1), any claims filed against the Company by ING following the closing date of the sale shall be for the account of the previous shareholders. Accordingly, management believes that the Company's financial position and results of operations will not be significantly affected from the ultimate disposition of outstanding legal cases and claims.

### Note 11 - Loss per share

Loss per share was computed as follows:

	Three month	s ended March 31
Loss for the period	2016	2015
	(787,734)	(1,558,837)
Weighted average number of outstanding shares	167,559,097	167,559,097
Loss per share	(0.0047)	(0.0093)



37th Floor, Tower 1, The Enterprise Center 6766 Ayala Avenue corner Páseo de Roxas 1226 Makatí City, Philippines Main: +63 2 884 5000 Fax: +63 2 884 5098 / 99

CAR16 - 389

May 10, 2016

RIZAL COMMERCIAL BANKING CORP. Ground Floor, Grepalife Bldg., Sen. Gil Puyat Ave., Makati City

Attention: MR. ANTONIO B. MADRID JR.

Re

: JAS - ASM

Gentlemen:

We are sending you our Proxy Assignment and the list of our Participants having beneficial interest in JACKSTONES, INC. (JAS) as of record May 6, 2016.

The 53,821,119 shares of JAS registered in the name of PCD Nominee Corp. as of said record date have been reconciled with your records.

Please send the meeting materials directly to our Participants unless otherwise provided with the list of their beneficial owners.

Please acknowledge receipt on the duplicate copy attached hereof.

Thank you.

Very truly yours,

JOSEPHINE F. DELA CRUZ

Director

No.

MARY ANN S. MALICDEM Associate Director

RIZAL COMMERCIAL BANKING CORP.

STOCK TRANSFER DEPT.



37th Floor, Tower 1, The Enterprise Center 6766 Ayala Avenue corner Paseo de Roxas 1226 Makati City, Philippines Main: +63 2 884 5000 Fax: +63 2 884 5098 / 99

#### **PROXY**

KNOW ALL MEN BY THESE PRESENTS:

The undersigned, PCD NOMINEE CORPORATION, is a stockholder of JACKSTONES, INC. (JAS) having 53,821,119 shares registered in its name as of the  $6^{\rm th}$  day of May 2016 ("PCD Nominee Shares").

The undersigned Stockholder does hereby nominate, constitute and appoint the PDTC PARTICIPANTS named in Annex "A" (JAS) hereof as its proxy (the "Proxy") for the number of PCD Nominee Shares in JAS indicated opposite their names (the "Respective JAS Shares").

The Proxy so named shall have the power to vote its Respective JAS Shares during the special stockholders' meeting scheduled on the 20<sup>th</sup> day of June 2016 and any adjournment thereof, as fully to all intents and purposes as the undersigned might or could do if present and acting in person, with the power to further nominate, constitute and appoint a sub proxy (the "Sub proxy") for all or part of its respective JAS Shares.

The JAS Shares which were previously lodged with PCD Nominee Corporation but which were subsequently uplifted from the PDTC System as of the 5<sup>th</sup> day of May 2016 shall be voted by their registered owners as of the 6<sup>th</sup> day of May 2016 in accordance with the PCD Interim Rules.

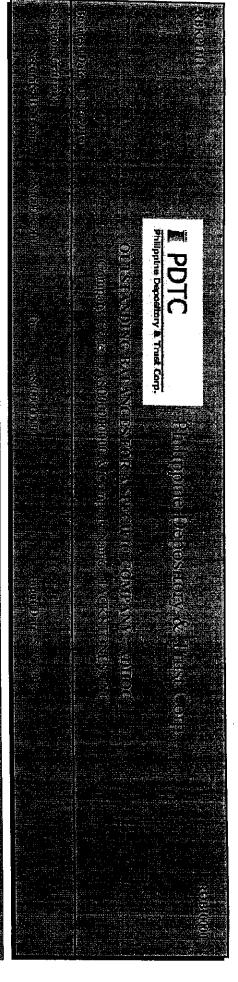
IN WITNESS WHEREOF, the undersigned has executed this PROXY on the  $10^{\rm th}$  day of May 2016 at Makati City.

PCD NOMINEE CORPORATION

By:

JOSEPHINE F. DELA CRUZ

MARY ANN S. MALICDEMIM



PH10	PHILIPPINES	213-831-103	687-5071 to 74	Unit 1101 Orient Square Building Emerald Avenue Ortigas 687-5071 to 74 Center, Pasig City Metropolitan Manila	<b>υ</b>
140,107.00	Domestic	Tax Identification Number	Omnibus Without Client	PHILSTOCKS FINANCIAL INC	10300000000
NWT	PHILIPPINES	004-900-100	634-2105	Unit 2904-A East Tower, PSE Centre Exchange Road, Ortigas Center Pasig City Metropolitan Manila 1600	7
791,600.00	Domestic	Tax Identification Number	Own	ABACUS SECURITIES CORPORATION	10200000000
PH10	PHILIPPINES	001-006-900	634-2105	Unit 2904-A East Tower, PSE Centre Exchange Road, Ortigas Center Pasig City Metropolitan Manila 1600	Ċ,
940,900.00	Domestic	Tax Identification Number	Omnibus Without Client	ABACUS SECURITIES CORPORATION	10200000000
PH10	PHILIPPINES		8921174	UNIT 1202 TOWER ONE AND EXCHANGE PLAZA AYALA AVENUE, MAKATI CITY Metropolitan Manila 0	5
42,000.00	Domestic	Tax Identification Number	Omnibus Without Client	UPCC SECURITIES CORP.	00000000001

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	PHIO	PHILIPPINES	000-154-219-000	724-7586loc21	4th Floor Belson House 271 Edsa, Mandaluyong City Metropolitan Manila 1554	
130,000.00		Domestic	Tax Identification Number	Omnibus Without Client	BELSON SECURITIES, INC.	12200000000
	PH10	PHILIPPINES	000-152-830-000	8911037	18/F, Security Bank Centre 6776 Ayala Avenue, Makati Cit 8911037 Metropolitan Manila 1226	
93,000.00		Domestic	Tax Identification Number	Omnibus Without Client	SB EQUITIES,INC.	11500000000
	NWT	PHILIPPINES	13	814-5601	8/F Phinma Plaza 39 Plaza Drive, Rockwell Center Makati City Metropolitan Manila 1200	6
51,000.00		Domestic	Tax Identification Number	Settlement	AB CAPITAL SECURITIES, INC.	11200000000
	PH10	PHILIPPINES	13	814-5601	8/F Phinma Plaza 39 Plaza Drive, Rockwell Center Makati City Metropolitan Manila 1200	, s
10,000.00		Domestic	Tax Identification Number	Omnibus Without Client	AB CAPITAL SECURITIES, INC.	112000000000
	PH10	PHILIPPINES	007-571-837-000	242-5127	340 Nueva St., Binondo Manila Metropolitan Manila 1006	<b>.</b>
30,000.00		Domestic	Tax Identification Number	Omnibus Without Client	ANSALDO, GODINEZ & CO., INC.	11100000000
	PH10	PHILIPPINES	005-037-731-000	8482915	Suites 2002/2004, The Peak, 107 Alfaro St., Salcedo Villag. Makati City Metropolitan Manila 1227	5
162,000.00		Domestic	Tax Identification Number	Omnibus Without Client	AP SECURITIES INCORPORATED	11000000000
	PH10	PHILIPPINES	000-151-360-000	848-7160 to 65	Suite 701, 7/F Ayala Tower I, Exchange Plaza, Ayala Triangle, Ayala Ave., Makati City Metropolitan Manila 1226	5
7,000.00		Domestic	Tax Identification Number	Omnibus Without Client	A. T. DE CASTRO SECURITIES CORP.	10400000000

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147000000000	14000000000	13300000000	12900000000	12600000000	126000000000 1	12400000000 5	ACCUINITY ACCUINATION OF THE PROPERTY OF THE P
E. CHUA CHIACO SECURITIES, INC.  113 Renta St., Binondo, Manila  Metropolitan Manila  1006	IGC SECURITIES INC. Suite 1006, Tower I & Exchange Plaza Ayala Triangle, Aya Avenue Makati City Metropolitan Manila 1200	CITISECURITIES, INC.  Rm. 2701-B Tektite Tower Center Exchange Rd, Pasig City  Metropolitan Manila  1600	SINCERE SECURITIES CORPORATION 1203-A East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City Metropolitan Manila 0	BPI SECURITIES CORPORATION  8/F BPI Head Office Bldg., Ayala Ave.,cor.Paseo de Roxas  Makati City  Metropolitan Manila  1226	BPI SECURITIES CORPORATION  8/F BPI Head Office Bldg., Ayala Ave.,cor.Paseo de Roxas  Makati City  Metropolitan Manila  1226	B. H. CHUA SECURITIES CORPORATION  872 G. Araneta Avenue, Quezon City  Metropolitan Manila  1135	BPNAME G Address
Omnibus Without Client 242-5145	Omnibus Without Client 816-39-86	Omnibus Without Client 635-5735	Omnibus Without Client 638-3549	Omnibus Without Client 8196535	Omnibus Without Client 8196535	Omnibus Without Client 412-3444	News areas and the second
Tax Identification Number 000-335-991-000	Tax Identification Number 38	Tax Identification Number 000-322-268-000	Tax Identification Number 000-338-426-000	Tax Identification Number 000-109-309-000	Tax Identification Number 000-109-309-000	Tax Identification Number 000-401-773	III NA THAN
Domestic PHILIPPINES	PHILIPPINES	Domestic PHILIPPINES	Domestic PHILIPPINES	Domestic PHILIPPINES	Foreign PHILIPPINES	Domestic PHILIPPINES	1918/10 1918/10 1918/1918/19
PH10	9H10	260,000.00 PH10	15,000.00 PH10	485,202.00 PH10	6,000.00 FMX1	193,000.00 PH10	17 V V V S ( ) 5 ( ) 1 ( ) 1 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 ( ) 2 (

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PH10	PHILIPPINES PH	000-162-545-000	8106934	11/F ACT Tower, 135 Sen. Gil Puyat Ave., Salcedo Vill., Makati City Metropolitan Manila 1200	s	
20,000.00		Tax Identification Number	Omnibus Without Client	INTRA-INVEST SECURITIES, INC.	18300000000	
PH10	PHILIPPINES PI	000-123-697-000	8431210	Unit 604-605 Tower One & Exchange Plaza Ayala Triangle 8431210 Ayala Ave. cor Paseo de Roxas Makati City Metropolitan Manila 1200	S.	
105,000.00	Domestic	Tax Identification Number	Omnibus Without Client	INVESTORS SECURITIES, INC,	18100000000	
PH10	PHILIPPINES PH	001-670-271-000	891-9598	UNIT 2305-B 23/F ORIENT SQUARE BLDG., F. ORTIG. 891-9598 JR. ROAD, ORTIGAS CENTRE, PASIG CITY, 1605 Metropolitan Manila 1605	V <sub>1</sub>	
499,000.00	Domestic	Tax Identification Number	Omnibus Without Client	HDI SECURITIES, INC.	17400000000	
PH10	PHILIPPINES PI	69	8919232	Unit 1215 Tower One & Exchange Plaza Ayala Ave., Maka City Metropolitan Manila 1226	us.	
25,000.00	Domestic	Tax Identification Number	Omnibus Without Client	GUILD SECURITIES, INC.	17200000000	
PH10	PHILIPPINES PI	55	891-9240/45	Unit 1201 Ayala Triangle Tower One Ayala Avenue, Maka 891-9240/45 City Metropolitan Manila 1226		
18,000.00	Domestic	Tax Identification Number	Omnibus Without Client	FIRST ORIENT SECURITIES, INC.	15700000000	
PH10	PHILIPPINES PI	001-483-985	9, 891-9451	Suite 606 - 607, 6th Floor, Tower One Phil. Stock Exchange 891-9451 Plaza, Ayala Triangle, Ayala Ave. Makati City Metropolitan Manila 1200	s	

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EVERGREEN STOCK BROKERAGE & SEC., INC.

Omnibus Without Client

Tax Identification Number

Domestic

194,000.00

1701 Tytana Ctr. Bldg, Binondo, Manila Metropolitan Manila 1006

150000000000

EASTERN SECURITIES DEVELOPMENT CORPORATI Omnibus Without Client

242-4006/11

Tax Identification Number

000-329-281-000

PHILIPPINES

PH10

155,000.00

Domestic

PH10	PHILIPPINES	000-321-831-000	241-8043	#748 C.K. Bldg., Juan Luna St., Binondo, Manila Metropolitan Manila 1006	· ·
139,900.00	Domestic	Tax Identification Number	Omnibus Without Client	MOUNT PEAK SECURITIES, INC.	21000000000
PHI0	PHILIPPINES	105	891-9225	Unit 1806, 8/F Medical Plaza Ortigas Bldg., Pasig City Metropolitan Manila 1226	5
16,275,632.00	Domestic	Tax Identification Number	Omnibus Without Client	MDR SECURITIES, INC.	20800000000
PHI0	PHILIPPINES	000-338-748-000	634-6931/36	Suite 2702B&C Tektite Tower I Ortigas Centre, Pasig City Metropolitan Manila 1600	S
10,000.00	Domestic	Tax Identification Number	Omnibus Without Client	MERIDIAN SECURITIES, INC.	20600000000
PH10	PHILIPPINES	101	637-42-42	Unit 2402-B West Tower, PSE Center Exchange Road, Ortigas Center Pasig City Metropolitan Manila 1600	14
151,000.00	Domestic	Tax Identification Number	Settlement	DA MARKET SECURITIES, INC.	20400000000
PH10	PHILIPPINES	203-523-208	635-5735	2401-B EAST TOWER, PSE CENTRE EXCHANGE ROA ORTIGAS CENTER PASIG CITY Metropolitan Manila 1605	5
1,726,891.00	Domestic	Tax Identification Number	Omnibus Without Client	COL Financial Group, Inc.	20300000000
FMX1	PHILIPPINES	203-523-208	635-5735	2401-B EAST TOWER, PSE CENTRE EXCHANGE ROA ORTIGAS CENTER PASIG CITY Metropolitan Manila 1605	1
2,000.00	Foreign	Tax Identification Number	Omnibus Without Client	COL Financial Group, Inc.	20300000000
PH10	PHILIPPINES	90	8101353	Rm. 202 2/F Rufino Building, Ayala Avenue, Makati City Metropolitan Manila 1226	5
1,000.00	Domestic	Tax Identification Number	Omnibus Without Client	LARRGO SECURITIES CO., INC.	19300000000

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	PH10	PHILIPPINES	000-329-417	811-3064	5/F Corinthian Plaza, Paseo de Roxas, Legaspi Village Makati City Metropolitan Manila	5
53,000.00		Domestic	Tax Identification Number	Omnibus Without Client	R. COYIUTO SECURITIES, INC.	23300000000
	PH10	PHILIPPINES	003-461-151-000	631-8041/42	9/F Quad Alpha Centrum, 125 Pioneer St. Mandaluyong City Metropolitan Manila 1550	<b>S</b>
100,000.00		Domestic	Tax Identification Number	Omnibus Without Client	ALAKOR SECURITIES CORPORATION	23200000000
	PH10	PHILIPPINES	000-333-614-000	241-0547	Suite 1602 Tytana Plaza Oriente St, Binondo Manila Metropolitan Manila 1006	5
10,000.00		Domestic	Tax Identification Number	Omnibus Without Client	QUALITY INVESTMENTS & SECURITIES CORPORATION	23000000000
	PH10	PHILIPPINES	000-198-201-000	526-3466	3/F PNB Financial Center Roxas Blvd., Pasay City Metropolitan Manila 1300	5
25,000.00	χ.	Domestic	Tax Identification Number	Omnibus Without Client	PNB SECURITIES, INC.	22400000000
	TWN	PHILIPPINES	000-168-671-000	849-8855	17/F Tower One & Exchange Plaza, Ayala Triangle, Ayala Avenue Makati City Metropolitan Manila 1226	6
12,000.00		Domestic	Tax Identification Number	Settlement	MAYBANK ATR KIM ENG SECURITIES, INC.	22000000000
	PH10	PHILIPPINES	000-215-520	817-8433	GROUND FLOOR, ACE BUILDING, DE LA ROSA COR RADA ST., LEGASPI VILLAGE, MAKATI CITY Metropolitan Manila 1200	<b>.</b>
112,000.00		Domestic	Tax Identification Number	Omnibus Without Client	PAPA SECURITIES CORPORATION	21900000000
	PH10	PHILIPPINES	000-327-414-000	2421767	215 JUAN LUNA STREET, UNIT 2608 WORLD TRADE EXCHANGE BLDG., BINONDO, MANILA Metropolitan Manila 1006	U.
71,000.00		Domestic	Tax Identification Number	Omnibus Without Client	NEW WORLD SECURITIES CO., INC.	21100000000

	PH10	PHILIPPINES	000-149-028-000	8486311 to 18	Rms. 801-802, PSE Tower 1 Ayala Ave., cor. Paseo de Roxas, Ayala Triangle, Makati City Metropolitan Manila 1200	G.
20,000.00		Domestic	Tax Identification Number	Omnibus Without Client	THE FIRST RESOURCES MANAGEMENT & SECURIT CORP.	25200000000
	PH10	PHILIPPINES	000-333-108	8486149	#34 Jefferson St., GHW, San Juan Metro Manila Metropolitan Manila 00	5
51,000.00		Domestic	Tax Identification Number	Omnibus Without Client	STANDARD SECURITIES CORPORATION	24700000000
	PH10	PHILIPPINES	136	848-5065	Unit 612 Tower One,& Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City Metropolitan Manila 0	, ,
20,106.00		Domestic	Tax Identification Number	Omnibus Without Client	S.J. ROXAS & CO., INC.	240000000000
	PH10	PHILIPPINES	000-165-637-000	8919482	Unit 602 Tower 1 & Exchange Plaza Ayala Triangle, Maka City Metropolitan Manila 1200	s
10,000.00		Domestic	Tax Identification Number	Omnibus Without Client	RTG & COMPANY, INC.	23900000000
	PH10	PHILIPPINES	000-333-915-000	8919670	1509 Galvani Street San Isidro, Makati City Metropolitan Manila 1234	٠,
50,000.00		Domestic	Tax Identification Number	Omnibus Without Client	R. S. LIM & CO., INC.	23800000000
	рн10	PHILIPPINES	132	242-1596	Rm 405 Co Ban Kiat Building II, 231 Juan Luna St., Binon Manila Metropolitan Manila 1006	Vı
637,847.00		Domestic	Tax Identification Number	Omnibus Without Client	R. NUBLA SECURITIES, INC.	23600000000
	PH10	PHILIPPINES	131	848-5482/84	Unit 806 Tower I & Exchange Plaza Ayala Triangle, Ayala Avenue Makati City Metropolitan Manila 1226	S
21,000.00		Domestic	Tax Identification Number	Omnibus Without Client	REGINA CAPITAL DEVELOPMENT CORPORATION	23500000000
		10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8) (10 (8)	BW MARK	Anstrum and persion	COUNTRY TO THE STATE OF THE SECOND STATES	
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PHILIPPINES	000-330-678	634-5038	2103 PSE Centre, Exchange Road Ortigas Centre, Pasig Cit 634-5038 Metropolitan Manila 1600	<b>)</b>
Foreign	Tax Identification Number	Omnibus Without Client	WEALTH SECURITIES, INC.	26900000000
PHILIPPINES	003-458-062-000	759-4133/34	Unit 1515, 15/F Ayala Tower One Ayala Triangle, Ayala Ave. cor Paseo de Roxas Makati City Metropolitan Manila 1226	6
Domestic	Tax Identification Number	Settlement	FIRST METRO SECURITIES BROKERAGE CORP.	26700000000
PHILIPPINES	003-458-062-000	759-4133/34	Unit 1515, 15/F Ayala Tower One Ayala Triangle, Ayala Ave. cor Paseo de Roxas Makati City Metropolitan Manila 1226	
Domestic	Tax Identification Number	Omnibus Without Client	FIRST METRO SECURITIES BROKERAGE CORP.	26700000000
PHILIPPINES	000-089-167-000	7349771	658 C. Palanca St., Quiapo,Manila Metropolitan Manila 1001	S.
Domestic	Tax Identification Number	Omnibus Without Client	VICSAL SECURITIES & STOCK BROKERAGE, INC.	26600000000
PHILIPPINES	158	8486505	Unit 811 Tower One & Exchange Plaza Ayala Triangle Ayala Ave. cor. Paseo de Roxas Makati City Metropolitan Manila 1226	6
Domestic	Tax Identification Number	Settlement	VENTURE SECURITIES, INC.	26300000000
PHILIPPINES	154	8485678	Suite 1612, 16/F Ayala Tower I Exchange Plaza, Ayala Avecor. Paseo de Roxas Makati City Metropolitan Manila 1226	
Domestic	Tax Identification Number	Omnibus Without Client	UCPB SECURITIES, INC.	25900000000
PHILIPPINES	148	6354448	1802-C Tektite Tower I Exchange Road, Ortigas Centre Pasig City Metropolitan Manila 1600	5
Domestic	Tax Identification Number	Omnibus Without Client	TOWER SECURITIES, INC.	25300000000

5	27900000000	27800000000	S	27300000000	5	27200000000	5	27000000000	H	27000000000	5	26900000000	
ı Ave., Makati City	Center Pasig City Metropolitan Manila 1600  BDO SECTRITIES CORPORATION	YU & COMPANY, INC.  Unit E 1606-B Tektite Tower I Exhange Road Ortigas	1402-B A. Mabini St., cor. Sta. Monica St., Ermita, Manila Metropolitan Manila 1000	WONG SECURITIES CORPORATION	3/F 1033 M.H. del Pilar St. Ermita, Manila Metropolitan Manila 1000	BERNAD SECURITIES, INC.	6/F Philippine Stock Exchange Plaza Ayala Avenue, Makat City Metropolitan Manila 1200	WESTLINK GLOBAL EQUITIES, INC.	6/F Philippine Stock Exchange Plaza Ayala Avenue, Makat City Metropolitan Manila 1200	WESTLINK GLOBAL EQUITIES, INC.	2103 PSE Centre, Exchange Road Ortigas Centre, Pasig Cit 634-5038 Metropolitan Manila 1600	WEALTH SECURITIES, INC.	(e) <u>(d))/(4588)</u>
759-41-44	Omnibus Without Client	Omnibus Without Client	5217794	Omnibus Without Client	5245186	Omnibus Without Client	848-6231	Omnibus Without Client	t 848-6231	Omnibus Without Client	it 634-5038	Omnibus Without Client	ANGERS CONTRACTORS
004-814-885-000		Tax Identification Number	000-350-895-000	Tax Identification Number	002-919-761	Tax Identification Number	000-334-828	Tax Identification Number	000-334-828	Tax Identification Number	000-330-678	Tax Identification Number	SHAWA CANANA
PHILIPPINES	Domactic	Domestic PHILIPPINES	PHILIPPINES	Domestic	PHILIPPINES	Domestic	PHILIPPINES	Domestic	PHILIPPINES	Foreign	PHILIPPINES	Domestic	100 100 100 H
PH10		38,000.00 PH10	PH10	10,000.00	PH10	50,000.00	PH10	58,500.00	FMXI	30,000.00	PH10	20,000.00	100.001x(65)

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53.821.119.00					Total
53,821,119.00		Total Holdings			
PH10	PHILIPPINES	000-449-586-000	8946989	LA TOWER ONE AYALA AVE. MAKATI CIT tan Manila	<b>–</b>
100,000.00	Domestic	Certificate Of Incorporation	Client	DEUTSCHE BANK AG MANILA BRANCH A/C CLIEN' DEUB20	DEUB2000007
PH10	PHILIPPINES	008-323-446-000	478-0107	1201 ONE GLOBAL PLACE, 5TH AVE. COR. 25TH ST., BONIFACIO GLOBAL CITY, TAGUIG CITY Metropolitan Manila 1634	5
26,809,440.00	Domestic	Tax Identification Number	Omnibus Without Client	STAR ALLIANCE SECURITIES CORP.	52800000000
PH10	PHILIPPINES	190	365-3804	240 Banawe cor. Panalturan St. Manresa, Quezon City Metropolitan Manila 1115	5
320,000.00	Domestic	Tax Identification Number	Omnibus Without Client	COHERCO SECURITIES, INC.	38700000000
PH10	PHILIPPINES	005-294-264-000	750-2030	4F Majalco Bldg Benavidez cor Trasierra Sts Legaspi Vill., Makati City Metropolitan Manila 1200	S.
20,000.00	Domestic	Tax Identification Number	Omnibus Without Client	UNICAPITAL SECURITIES INC.	34500000000
РН10	PHILIPPINES	000-121-113-000	6339989	Unit 2203-A East Tower, PSE Center Exchange Road, Ortigas Center, Pasig City Metropolitan Manila 1600	5
209,000.00	Domestic	Tax Identification Number	Omnibus Without Client	G.D. TAN & COMPANY, INC.	28800000000
PH10	PHILIPPINES	177	893-3920	3/F PCCI Corporate Centre 118 Alfaro St, Salcedo Village Makati City Metropolitan Manila 1227	14
894.00	Domestic	Tax Identification Number	Settlement	PCCI SECURITIES BROKERS CORP.	28200000000
NWT	PHILIPPINES	177	893-3920	3/F PCCI Corporate Centre 118 Alfaro St, Salcedo Village Makati City Metropolitan Manila 1227	6
521,000.00	Domestic	Tax Identification Number	Settlement	PCCI SECURITIES BROKERS CORP.	28200000000
		ndaya gasan	SEEL AND EASTER	(6) SSSTRUE (6)	

have accepted the accuracy and completeness of the details indicated in this report. If no written notice of any error or correction is received by PDTC within five (5) calendar days from receipt hereof, you shall be deemed to

This document is computer generated and requires no signature.

# **CERTIFICATION OF INDEPENDENT DIRECTORS**

- I, **STILWELL TAN SY**, Filipino, of legal age and a resident of 7 Daraga St., Damar Village, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:
  - 1. I am an independent director of Jackstones, Inc. (formerly Nextstage, Inc.).
  - 2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Stilwell Commercial Corporation	President	Present
Quality Investments & Securities Corporation	Independent Director	2012 - present

- 3. I possess all of the qualifications and none of the disqualifications to serve as Independent Director of Jackstones, Inc. (formerly Nextstage, Inc.), as provided for in Section 38 of the Securities Regulation Code, and its Implementing Rules and Regulations.
- 4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
- 5. I shall inform the corporate secretary of Jackstones, Inc. (formerly Nextstage, Inc.) of any changes in the above mentioned information within five (5) days from its occurrence.

Done this MAY 1.9 2019 at Makati City.

STILWELL TAN SY

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_\_\_, at Makati City affiant personally appeared before me and exhibited his Tax Identification No. 108-718-456

Doc. No. <u>460</u>; Page No. <u>43</u>; Book No. <u>|</u>; Series of 2016. ROLL NO. 84840 X

CHANTAL C. CHUA

Notary Public — Makati City

Until 31 December 2017

Cochingyan & Peralta Law Offices

Twolfth Floor, 139 Cerporate Center

139 Valero St., Salcedo Village, Makati City

PTR No. 5330492/January 11, 2016/Makati City

IBP No. 1023415/January 8, 2016/PPLM

Roff No. 64640

# **CERTIFICATION OF INDEPENDENT DIRECTORS**

- I, AMANDO MUSNI VELASCO, Filipino, of legal age and a resident of 800A Ongpin St., Binondo, Manila, after having been duly sworn to in accordance with law do hereby declare that:
  - 1. I am an independent director of Jackstones, Inc. (formerly Nextstage, Inc.).
  - 2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
		2013 - present
Corporation		p. co.,

- 3. I possess all of the qualifications and none of the disqualifications to serve as Independent Director of Jackstones, Inc. (formerly Nextstage, Inc.), as provided for in Section 38 of the Securities Regulation Code, and its Implementing Rules and Regulations.
- 4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
- 5. I shall inform the corporate secretary of Jackstones, Inc. (formerly Nextstage, Inc.) of any changes in the above mentioned information within five (5) days from its occurrence.

MAY 1 3 2018 Done this at Makati City.

> AMANDO MUSNI VELASCO Affiant

MAY 1 9 2018 SUBSCRIBED AND SWORN to before me this at Makati City affiant personally appeared before me and exhibited his Tax Identification No. 103-900-426 and his Senior Citizen ID No. 10226 issued at Quezon City on January 18, 2010.

Doc. No. YUI Page No. 94 Book No. Series of 2016.

Until 31 Dedember 2017 Cochingyan & Peralia Law Offices Twelfth Floor, 139 Corporate Center 139 Valero St., Salcedo Village, Makati City PTR No. 5330492/January 11, 2016/Makati City IBP No. 1023416/January 8, 2016/PPLM Roll No. 54542

### **CERTIFICATION**

I, ANTHONY B. PERALTA, of legal age, Filipino citizen, and with office address at 12/F 139 Corporate Center, Valero Street, Salcedo Village, Makati City, after being duly sworn in accordance with law, depose and state that:

- 1. I am the duly elected and qualified Corporate Secretary of JACKSTONES, INC. (formerly NEXTSTAGE, INC.) (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office at 593 Antonio Drive, Bagumbayan, Taguig City 1630.
- 2. The current members of the board of directors and officers of the Corporation are:

Name	Position
Mariano Chua Tanenglian	Chairman of the Board
Aleta So Tanenglian	Vice Chairman
Maximilian So Tanenglian	President
Vandermir Carnegie Tan Say	Executive Vice President
Jonathan A. Ong Carranceja	Vice President
Beryl Fayette Tanenglian Say	Treasurer
Adaline Daryl T. Ong Carranceja	Assistant Corporate Secretary
Stilwell Tan Sy	Independent Director
Amando Musni Velasco	Independent Director
Anthony B. Peralta	Corporate Secretary & CIO
Ma. Christina Reyes	Assistant CIO

3. None of the incumbent directors or executive officers of the Corporation is connected or affiliated with any Philippine government agency, office, corporation, or instrumentality.

WITNESS WHEREOF, I have hereunto affixed my signature at this

SUBSCRIBED AND SWORN to before me this MAY 2 0 2016 m Makati City, affiant exhibited to me his Tax Identification No. 107-447-390 and his Passport No. EB6966603 issued on December 18, 2013 at DFA Manila.

Doc. No. Page No. 3 Book No. 1 Series of 2016.

ROLL NO. 5602

Notary Public - Makati City Until 31 December 2017 Geshingyan & Peraite Law Offices

Corporate Secretary

Twelfth Floor, 139 Corporate Center 139 Velsto Strost, Salaggo Village, Matheti City PTR No 3000199Manuary 11, 2016/Maketi City 8/January 8, 2016/Maked City Full No. 56024