

COVER SHEET

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S.E.C. Registration Number

i P e o p l e , i n c .

(Company's Full Name)

3 / F L O O R G R E P A L I F E B U I L D I N G 2 1 9

S E N . G I L P U Y A T A V E N U E M A K A T I

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

Mr. Jose A. Tanjangco

Contact Person

815-96-36

Company Telephone Number

1 2

Month

1 9

Day

Quarter Ending

SEC FORM 17-C

FORM TYPE

1 2

Month

1 4

Year

Fiscal Year Ending

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. Of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17 - C
 Current Report Under Section
 Of the Securities Regulation Code SRC 17.2(C) Thereunder

1. Date of Report: Dec. 19, 2014
2. SEC Identification Number 166411 3. BIR Tax Identification No. 000-187-926
4. Exact name of registrant as specified in its charter: iPeople, inc.
5. Manila, Philippines 6. /___/ (SEC Use Only)
 Province, Country or other jurisdiction Industry Classification Code:
 of incorporation or organization
7. 3rd Floor, GPL Building, 219 Sen. Gil Puyat Avenue, Makati City 1200
 Address of principal office Postal Code
8. 815-9636
 Registrant's telephone number, including area code
9. Not Applicable
 Former name, former address, and former fiscal year, if changed since last report.
10. Securities registered pursuant to Sections 4 and 8 of the RSA.

	Number of Shares of Common Stock <u>Outstanding and Amount of Debt Outstanding</u>
<u>Title of Each Class</u>	

11. Indicate the item numbers reported herein: Item No. 9

Item No. 9 – Other Events

Please refer to the attached letter to the Securities and Exchange Commission (SEC) dated Dec. 19, 2014 regarding compliance with SEC Memorandum Circular No. 12, Series of 2014 on the Consolidated Changes in the Company's Annual Corporate Governance Report (ACGR).

Pursuant to the requirements of the Revised Securities Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

iPeople, inc.
 Registrant



JOSE A. TANJANGCO
 Corporate Information Officer



iPeople
A YGC Member

December 19, 2014

SECURITIES AND EXCHANGE COMMISSION
SEC Building, E. de los Santos Avenue
Mandaluyong City

Attention: **Atty. Justina F. Callangan**
 Corporate Governance & Finance Department

Gentlemen:

Pursuant to SEC Memorandum Circular No. 12, Series of 2014, we hereby submit the Consolidated Changes in the Company's Annual Corporate Governance Report (ACGR) covering the year 2014.

In compliance with SEC Memorandum Circular No. 11, Series of 2014, we shall include this in the Company's website.

Thank you.

Very truly yours,

JOSE A. TANJANGCO
Corporate Information Officer

CONSOLIDATED CHANGES IN THE IPO ACGR FOR 2014

1. Page 5 of the 2012 ACGR – Composition of the Board (for the year 2014)

Directors Name	Type (Executive (ED), Non-Executive (NED) or Independent Director (ID))	If Nominee, identify the principal	Nominator in the last election (if ID state the relationship with the nominator)	Date first elected	Date last elected (if ID, state the number of years served as ID's)	Elected when (Annual/Special Meeting)	No of years served as director
John F. Alabastro**	ED	NA*	Nomination Committee	2002	07/03/2014	Annual	12
Helen Y. Dee	NED	NA*	Nomination Committee	2005	07/03/2014	Annual	9
Medel T. Nera	NED	NA*	Nomination Committee	2011	07/03/2014	Annual	3
Renato C. Valencia	ID	NA*	Nomination Committee	2003	07/03/2014	Annual	11
Milagros V. Reyes	NED	NA*	Nomination Committee	2004	07/03/2014	Annual	10
Cesar A. Buenaventura, OBE	ID	NA*	Nomination Committee	1989	07/03/2014	Annual	25
Filemon T. Berba, Jr.	ID	NA*	Nomination Committee	2006	07/03/2014	Annual	8
Yvonne S. Yuchengco	NED	NA*	Nomination Committee	2011	07/03/2014	Annual	3
Joaquin E. Quintos, IV	ID	NA*	Nomination Committee	2009	07/03/2014	Annual	5
Reynaldo B. Veal **	NED	NA*	Nomination Committee	2014	12/01/2014	Special	1 month

*NOT APPLICABLE SINCE NONE OF THE DIRECTORS ARE NOMINEES OF ANY PRINCIPAL

** Resigned effective November 30, 2014. Dr. Reynaldo B. Veal was appointed Director effective December 1, 2014

2. Page 6 of the 2012 ACGR – SHAREHOLDINGS IN THE COMPANY (AS OF DECEMBER 1, 2014)

Name of Directors	Number of Direct Shares	Number of Indirect Shares/Through (name of record owner)	% of Capital Stock
John F. Alabastro	0		0.00%
Filemon T. Berba, Jr.	1,000		0.00%
Cesar A. Buenaventura, OBE		84,350	0.07%
Helen Y. Dee	9,750	965,800	0.81%
Milagros V. Reyes	55,218		0.04%
Joaquin E. Quintos IV		5	0.00%
Medel T. Nera	100		0.00%
Renato C. Valencia	1,300		0.00%
Yvonne S. Yuchengco	6,500	68,000	0.06%
Reynaldo B. Veal	5		0.00%
Sub-total	164,223	1,033,800	
		1,198,022	0.1596%
Total Common Shares		748,933,221	100%

3. Page 7 of the 2012 ACGR – Changes in the Board of Directors (Executive, Non-Executive and Independent Directors)

(a) Resignation/Death/Removal

Indicate any changes in the composition of the Board of Directors that happened during the period.

Name	Position	Date of Cessation	Reason
John F. Alabastro	CEO/President	November 30,2014	Personal

4. Page 8.a of the 2012 ACGR – VOTING RESULT OF 2014 ANNUAL GENERAL MEETING

Name of Director	Votes Received
Ms. Helen Y. Dee	61,664,202
Mr. John F. Alabastro	61,664,202
Ms. Milagros V. Reyes	61,664,202
Mr. Medel T. Nera	61,664,202
Ms. Yvone S. Yuchengco	61,664,202
Mr. Cesar A. Buenaventura, OBE	61,664,202
Mr. Renato C. Valencia	61,664,202
Mr. Filemon T. Berba, Jr.	61,664,202
Mr. Joaquin E. Quintos, IV	61,664,202

5. Page 11 of the 2012 ACGR – Attendance of Board of Directors (for the year 2014)

Board	Name	Date of election	No of Meeting's Held During the Year	No of Meetings Attended	%
Chairman	Renato C. Valencia	July 03, 2014	7	7	100%
Member	Helen Y. Dee	July 03, 2014	7	5	71%
Member	Yvonne S. Yuchengco	July 03, 2014	7	7	100%
Member	John F. Alabastro	July 03, 2014	7	6	85%
Member	Cesar A. Buenaventura, OBE	July 03, 2014	7	5	71%
Member	Filemon T. Berba, Jr.	July 03, 2014	7	7	100%
Member	Joaquin E. Quintos, IV	July 03, 2014	7	4	57%
Member	Milagros V. Reyes	July 03, 2014	7	7	100%
Member	Medel T. Nera	July 03, 2014	7	6	85%

6. Page 15 of the 2012 ACGR – Remuneration of Management

Name of Officer	Total Remuneration
John F. Alabastro – President - resigned effective Nov. 30,2014	The Company does not pay any salary or bonus to its members of management as there are no employment contracts with them.
Jose Ma Castillo III, SVP- Finance/Treasurer, CIO, CO	
Ma Esperanza F. Joven, VP – Finance	
Atty. Samuel V. Torres, Corporate Secretary	
Atty. Ma Elvira Bernadette C. Garcia Gonzales – Assistant Corporate Secretary	

7. Page 15 of the 2012 ACGR – Executive Committee (for the year 2014)

Office	Name	Date of Appointment	No. of Meeting's Held	No. of Meeting's Attended	%	Length of Service in The Committee
Chairman (ID)	Renato C. Valencia	07/03/2014	1	1	100	8 years
Member (NED)	Medel T. Nera	07/03/2014	1	1	100	3 years
Member (NED)	Yvonne S. Yuchengco	07/03/2014	1	1	100	3 years

8. Page 16 of the 2012 ACGR – Audit Committee (for the year 2014)

Office	Name	Date of Appointment	No. of Meeting's Held	No. of Meeting's Attended	%	Length of Service in The Committee
Chairman (ID)	Cesar A. Buenaventura, OBE	07/03/2014	4	3	75	8 years
Member (NED)	Medel T. Nera	07/03/2014	4	4	100	3 years
Member (ID)	Renato C. Valencia	07/03/2014	4	3	75	8 years
Member (NED)	Yvonne S. Yuchengco	07/03/2014	4	3	75	3 years

9. Page 16 of the 2012 ACGR – Nomination Committee (for year 2014)

Office	Name	Date of Appointment	No. of Meeting's Held	No. of Meeting's Attended	%	Length of Service in The Committee
Chairman (ID)	Filemon T. Berba, Jr.	07/03/2014	1	1	100	8 years
Member (ED)	John F. Alabastro	07/03/2014	1	1	100	8 years
Member (NED)	Medel T. Nera	07/03/2014	1	1	100	3 years
Member (ID)	Cesar A. Buenaventura, OBE	07/03/2014	1	0	0	8 years

10. Page 16 of the 2012 ACGR – Remuneration Committee (Report for year 2014)

Office	Name	Date of Appointment	No. of Meeting's Held	No. of Meeting's Attended	%	Length of Service in The Committee
Chairman (NED)	Medel T. Nera	07/03/2014	1	1	100	3 years
Member (NED)	Yvonne S. Yuchengco	07/03/2014	1	1	100	3 years
Member (ID)	Filemon T. Berba, Jr.	07/03/2014	1	1	100	8 years

11. Page 16.a of the 2012 ACGR – Others (Specify) Risk Management (Report for year 2014)

Office	Name	Date of Appointment	No. of Meeting's Held	No. of Meeting's Attended	%	Length of Service in The Committee
Chairman (ID)	Renato C. Valencia	07/03/2014	3	3	100	8 years
Member (NED)	Medel T. Nera	07/03/2014	3	2	100	3 years
Member (ID)	Filemon T. Berba, Jr.	07/03/2014	3	2	100	8 years

12. Page 16.a of the 2012 ACGR – Others (Specify) Good Governance (Report for year 2014)

Office	Name	Date of Appointment	No. of Meeting's Held	No. of Meeting's Attended	%	Length of Service in The Committee
Chairman (ID)	Renato C. Valencia	07/03/2014	1	1	100	8 years
Member (NED)	Helen Y. Dee	07/03/2014	1	1	100	8 years
Member (ID)	Filemon T. Berba, Jr.	07/03/2014	1	1	100	8 years

13. Page 21.a of the 2012 ACGR – Ownership Structure – Holding 5% Shareholdings or more (As of November 30, 2014)

Shareholder	Number of Shares	Percent	Beneficial Owner
House of Investments, Inc.	501,940,748	67.02%	Helen Y. Dee
A. Soriano Corp	54,984,522	7.34%	Ernest K. Cuyegkeng
Malayan Insurance Co. Inc.	40,199,076	5.37%	Yvonne S. Yuchengco

14. Page 22 of the 2012 ACGR – External Auditors Fee (Report for year 2014)

Name of auditor	Audit Fee	Non-audit fee
Sycip Gorres Velayo & Co	Php 764,053	None

15. Page 23.a of the 2012 ACGR – Dividends (for the year 2014)

Declaration Date	Record Date	Payment Date
March 24,2014	April 21, 2014	May 15, 2014
July 3, 2014	July 31,2014	August 22,2014
September 18,2014	October 16,2014	November 6,2014
November 21, 2014	December 19,2014	January 21,2015

16. Page 24.a of the 2012 ACGR – Result of Annual Stockholders Meeting (Report for year 2014)

Resolution	Approving	Dissenting	Abstaining
Approval of the Minutes of the Meeting of previous Annual Meeting	554,977,818	None	None
Approval of Management Report and the Audited Financial Statement of 2013	554,977,818	None	None
Ratification and Confirmation of all the Acts, Resolutions and Proceedings of the Board of Directors, Executive Committee and Officers of the Company during the year in review	554,977,818	None	None
Election of Directors for year 2014-2015	554,977,818	None	None
Appointment of SGV & Co as the external auditor for the year 2014.	554,877,818	None	None

17. Page 24.b of the 2012 ACGR – Stockholders Attendance (for the year 2014)

Type of Meeting	Name of Board member / officers present	Date of Meeting	Voting Procedure (by poll, show of hands, etc.)	% of SH Attending in person	% of SH in proxy	Total % of SH attendance
Annual	Board of Directors 1. Helen Y. Dee 2. John F. Alabastro 3. Renato C. Valencia 4. Milagros V. Reyes 5. Filemon T. Berba, Jr. 6. Joaquin E. Quintos IV 7. Medel T. Nera 8. Yvonne S. Yuchengco 9. Cesar A. Buenaventura Company officer 1. Jose Ma Castillo III 2. Ma Esperanza F. Joven 3. Atty. Samuel V. Torres 4. Atty. Ma Elvira Bernadette C. Garcia Gonzales	07/03/2014	Show of hands	N/A	N/A	74.10%
Special		NONE				

18. Page 26 of the 2012 ACGR INVESTORS RELATION PROGRAM (for the year 2014)

Describe the company's investor relation program including its communication strategy to promote effective communications with its stockholders and public in general. Disclose the contract details (e.g. telephone, fax and email) of the officer responsible for investor's relations

	Details
(1) Objectives	To keep public well informed at all times
(2) Principles	Transparency and fairness in all its dealing with any party
(3) Modes of Communication	Company website, Disclosures to SEC, PSE, etc.
(4) Investor Relation Officer	Ma Esperanza F. Joven, VP - Finance