COVER SHEET

S.E.C. Registration Number

GMA NETWORK INC.

(Company's Full Name)

GMA NETWORK CENTER
EDSA CORNER TIMOG AVE.
DILIMAN QUEZON CITY

Atty. Roberto O. Parel
Contact Person

23-B
FORM TYPE

Month
Day
Fiscal Year

Month
Day
Annual Meetings

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic
Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS
### Statement of Changes in Beneficial Ownership of Securities

#### Table 1: Equity Securities Directly Owned

<table>
<thead>
<tr>
<th>Date</th>
<th>Number of Shares</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>2/6/2012</td>
<td>474,000</td>
<td>10.04%</td>
</tr>
<tr>
<td>111,800</td>
<td>674,000</td>
<td>28.20%</td>
</tr>
</tbody>
</table>

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**Senior Vice President - News and Public Affairs**

- **Name:** Flores Marissa la Torre
- **Telephone:** 102-89-260
- **Address:** GMA Network Inc., Mandaluyong

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**CAPITAL STOCK OF THE ISSUER:**

- **Number of Shares:** 88,200
- **Date:** 2/6/2012

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**Number of Shares:** 674,000

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**Percentage:** 28.20%

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**Date:** 2/6/2012

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**Number of Shares:** 111,800

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**Percentage:** 10.10%

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**Date:** 2/6/2012
Item 1. Security and Issuer

(60% Increase/Decrease or Equivalent to 6% of the Outstanding Capital Stock of Issuer)

Disclosure Requirements

In Case of Material Changes in Beneficial Ownership

Security and Issuer
This report is signed in the city of Denver on February 6, 2012.

By

[Signature]

Senator Vice President - News and Public Affairs

MARISSA L. FLORES

This report is signed in the city of Denver on February 6, 2012.

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 accurate.

Any party so disclosed in Item 5:

the transfer of voting or ownership of the securities, interests, joint ventures, options, calls, guarantees of loans, guarantees of losses, or the giving or withholding of

and

the acquisition of issuer control, management, sale of assets; merger or change in business or corporate structure of any other matter as disclosed in Item 5.

Item 4.

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to

Item 6.

[Signature]

[Name]

[Title]

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to

Item 5.

[Signature]

[Name]

[Title]

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to

Item 7.

[Signature]

[Name]

[Title]

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to

Item 8.

[Signature]

[Name]

[Title]

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to

Item 9.

[Signature]

[Name]

[Title]

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to

Item 10.

[Signature]

[Name]

[Title]

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to

Item 11.

[Signature]

[Name]

[Title]

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to

Item 12.

[Signature]

[Name]

[Title]

Copies of all written agreements, contracts, arrangements, understandings, plans of proposals relating to