#### **COVER SHEET**

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FORM 23-B

SECURITIES AND EXCHANGE COMMISSION Metro Manifa, Philippines

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Feet pursuant to Section 23 of the Securition Regulation Code

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|                               |   |  |            | Price         | (Å) or (D)                  | Amount   |                                  |   |
|                               |   | Humber of Shares   | *          |               |                             |  | (MoretyDeptycer)                 |   |
| Ownership                     |   | On particular content at the old Content of Local  | Morth      |               | d (A) or Disposed o         | <ul> <li>Securition Acquired (A) or Disposed of (D)</li> </ul> | 2 Transaction                    | 1 Class of Equity Security                |
| R Name of Political Republica | П | and the first of the first of the  |            |               |                             |  |                                  |   |
|                               |   | Table 1 - Equity Securities Beneficially Owned   | ty Securit | Table 1 - Equ |                             |  |                                  | (City) (Province) (Postal Code)           |
|                               |   |  |            |               | ,                           |  | 7                                | Salcedo Viltage, Makati City              |
|                               |   |  |            |               | Organal (MonthYear)         |  | 4 Cilizanahip                    | (3044)                                    |
| (appendy comme)               |   | (give the below)   |            | st 2014       | August 2014                 |  | 000-457-047                      | 16F Sagittarius Condominum, HV Dela Costa |
| Other                         |   | Officer  |            |               | 5 Statement for MonthVY sex |  | 3 Tax Identification<br>Number   |   |
| ×                             |   |  |            | A7            | ( INC GM                    | GMA NETWORK, INC GMA7  | ହ                                | FLG Management & Development Corp.        |
|                               | • | A Management of Management Control of Manage | / Katelon  |               |                             | nding Symbol   | 2 Januar Name and Trading Symbol | 1 Name and Address of Reporting Person    |
|                               |   |  |            |               |                             |  |                                  |   |

(Print or Type Responses)

- Rampider: Report on a separate line for each class of equity securities barefundly cereal disorby or indirectly.

  (i) A person a directly or indirectly the barefunds commer of any equity security with respect to which he has or shares:

  (ii) Voting power which includes the power to value, or to direct the voting of such security; enclore:

  (iii) Investment power which includes the power to bispress of or or direct this disposition of such security.

  (iii) A person will be observed to impress the restrict benefit and relevant in any equally security which is

  (iii) Indicate the members of a pressor a mineral person is a garkets between (iii) the person is a person in a garkets between (iii) the person is a person in a garkets between (iii) the person in a person is a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garkets between (iii) the person in a person in a garket between (iii) the person in a person in a garket between (iii) the person in a person in a garket between (iii) the person in a person in a garket between (iii) the person in a person in a garket between (iii) the person in a person in a garket between (iii) the person in a person in a person in a person in a garket between (iii) the person in a person i

Table II - Denvative Securities Acquired, Disposed of, or Seneficially Owned (e.g., warrants, options, convertible securities)

| 1 Derivetive Security          | 2 Conversion or 3. Transaction<br>Exercise Price Date |                | <ol> <li>Number of Derivative Securities<br/>Acquired (A) or Disposed of (D)</li> </ol> | ive Securities<br>sposed of (D) | Exercisable and 5 Dete             |                    | <ol> <li>Title and Amount of<br/>Underlying Securities</li> </ol> |                     | Derivative |                                  | _  | of Indirect             |
|--------------------------------|---|----------------|---|---------------------------------|------------------------------------|--------------------|---|---------------------|------------|----------------------------------|--|-------------------------|
|                                |   | (Month/Dey/Yr) |   |                                 | Expestion Date<br>(Month/Day/Year) |                    | GMAP  |                     |            | Securities Beneficially Owned at | of Derivative<br>Security:<br>Direct (D) | Beneficial<br>Ownership |
|                                |   |                | Amount  | (A) or (D)                      | Date Exercisable                   | Expiration<br>Date | Ţ<br>Ø  | Amount or<br>Number |            |                                  | Inderect (I)                             |                         |
|                                |   |                |   |                                 |                                    |                    |   | Cr Crispings        |            |                                  |  |                         |
| GMA Philippine Deposit Receipt | 0.05  |                |   |                                 | Any Day                            | N/A                |   |                     |            | 100,907,125                      | 0  |                         |
| GMA Philippine Deposit Receipt | 0.05  | 8/5/2014       | 300,000   | A                               | Any Day                            | N/A                |   |                     | 7.29       | 101,207,125                      | 0  |                         |
|                                |   |                |   |                                 |                                    |                    |   |                     |            |                                  |  |                         |
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Explanation of Responses

Note: Fas three (3) copies of this form, one of which must be manually signed.

Attach additional sheets if space provided is insufficient.

#### Item 1. Security and Issuer

State the title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities.

### Item 2. Identity and Background

provide the information specified in (a) through (f) of this Item with respect to such person(s). its principal business, the address of its principal office and the information required by (d) and (e) of this Item. If the person filing this statement is a natural person If the person filing this Form is a corporation, partnership, syndicate or other group of persons, state its name, the province, country or other place of its organization,

- Name
- . Residence or business address;
- c. Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted;
- d. Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case;
- e. Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking; and

#### Citizenship.

### Item 3. Purpose of Transaction

State the purpose or purposes of the acquisition of securities of the issuer. Describe any plans or proposals which the reporting persons may have which relate to or would result in:

- The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer
- An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries
- c. A sale or transfer of a material amount of assets of the issuer or of any of its subsidiaries;
- d. Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- e. Any material change in the present capitalization or dividend policy of the issuer;
- Any other material change in the issuer's business or corporate structure;
- g. Changes in the issuer's charter, bylaws or instruments comesponding thereto or other actions which may impede the acquisition of control of the issuer by any
- h. Causing a class of securities of the issuer to be delisted from a securities exchange;
- Any action similar to any of those enumerated above

# Item 4. Interest in Securities of the Issuer

- State the aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned (identifying those shares which there is a right respect to persons who, together with any of the persons named in Item 2, comprise a group. to acquire within thirty (30) days from the date of this report) by each person named in Item 2. The abovementioned information should also be furnished with
- b. For each person named in response to paragraph (a), indicate the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole or shared power to dispose or to direct the disposition. Provide the applicable information required by Item 2 with respect to each person with whom the power to vote or to direct the vote or to dispose or direct the disposition is shared

- c. Describe any transaction in the class of securities reported on that were effected during the past sixty (60) days by the persons named in response to paragraph (a). amount of securities involved; (4) the price per share or unit; and (5) where or how the transaction was effected. The description shall include, but not necessarily be limited to: (1) the identity of the person who effected the transaction; (2) the date of the transaction; (3) the
- d. If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities, a statement to that effect should be included in response to this Item and, if such interest relates to more than five (5%) percent of the class, such person should be
- e. If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class of securities, state the date on which such beneficial ownership was reduced

# 香 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

or relationships have been entered into. Include such information for any of the securities that are pledged or otherwise subject to a contingency the occurrence of guarantees of profits, division of profits or loss, or the giving or withholding of proxies, naming the person with whom such contracts, arrangements, understandings loan agreements need not be included. which would give another person voting power or investment power over such securities except that disclosure of standard default and similar provisions contained in securities of the issue, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, Describe any contract, arrangement, understanding or relationship among the person named in Item 2 and between such persons and any person with respect to any

## ttem 6. Material to be Filed as Exhibits

the acquisition of issuer control, liquidation, sale of assets, merger, or change in business or corporate structure or any other matter as disclosed in Item 3; and Copies of all written agreements, contracts, arrangements, understandings, plans or proposals relating to

the transfer or voting of the securities, finder's fees, joint ventures, options, puts, calls, guarantees of loans, guarantees against losses or the giving or withholding of

any proxy as disclosed in Item 5. 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 This report is signed in the City of Makati on August 5, 2014

FLG Management & Development Corp

FELIPE L. GOZON

President