

# COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

M	A	N	I	L	A		B	U	L	L	E	T	I	N		B	U	I	L	D	I	N	G			
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(Business Address: No. Street City/Town/Province)

ATTY. DYLAN I. FELICIDARIO
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Contact Person

527-8121
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Company Telephone Number

1	2	3	1
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Month Day  
Fiscal Year

SEC FORM
SEC FORM 17-C

FORM TYPE

0	7	1	2
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Month Day  
Annual Meeting

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Secondary License Type. If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

2757
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Total No. of Stockholders

Total Amount of Borrowings

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Domestic

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Foreign

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To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.

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Cashier



SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported) **May 24, 2018**
2. SEC Identification Number **15923**
3. BIR Tax Identification Number **000-746-558**
4. Name of Registrant **MANILA BULLETIN PUBLISHING CORPORATION**
5. Province, country or other jurisdiction of incorporation or organization -  
**Philippines**
6. Industry Classification Code - **to be provided by SEC**
7. Address of principal office - **Manila Bulletin Bldg., Muralla cor. Recoletos  
Sts., Intramuros, Manila**
8. Registrant's telephone number - **527-8121**
9. Former name, former address, if changed since last report - **No change**
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and  
8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
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<b>Common Stock</b>	<b>3,466,139,072 shares</b>
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11. Indicate the item numbers reported herein: **Item No. 9.a**
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SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

Item 9.a Other Events

The Board of Directors of the Registrant, Manila Bulletin Publishing Corporation, during its regular meeting on May 24, 2018, adopted and approved the Risk Oversight Committee Charter, copy of which is submitted herewith.

SIGNATURE

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 hereunto duly authorized.

MANILA BULLETIN PUBLISHING CORPORATION  
Registrant

A handwritten signature in black ink, appearing to read 'Dylan I. Felicidadario', is written over a horizontal line. The signature is stylized with loops and a long tail extending to the right.

ATTY. DYLAN I. FELICIDARIO  
Corporate Secretary

## **RISK OVERSIGHT COMMITTEE CHARTER MANILA BULLETIN PUBLISHING CORPORATION**

### **Section 1. Purpose**

The Risk Oversight Committee ("Committee") shall assist the Board of Directors in ensuring that there is an effective and integrated risk management process in place.

### **Section 2. Composition**

The Committee shall be composed of at least three (3) non-executive Directors, majority of whom should be Independent Directors, including the Chairman.

The Chairman of the Committee shall not be the Chairman of the Board or Chairperson of any other board committees.

At least one (1) member of the Committee shall have relevant thorough knowledge and experience on risk and risk management.

### **Section 3. Quorum and Meetings**

The Committee shall act as a collegial body, and as such, a quorum of at least two (2) members is required for the transaction of official business.

Meetings shall be held at least twice in a calendar year, usually preceding the meetings of the Board of Directors. The Committee may call for a meeting as it may deem necessary with reasonable notice to its members.

### **Section 4. Duties and Functions**

The Committee shall have the following duties and functions:

- 4.1. Develop a formal enterprise risk management plan which contains the following elements:
  - 4.1.1. Common language or register of risks;
  - 4.1.2. Identifying possible threshold(s) of risks;
  - 4.1.3. Well-defined risk management goals, objectives and oversight;

- 4.1.4. Uniform processes of assessing risks and developing strategies to manage prioritized risks;
- 4.1.5. Designing and implementing risk management strategies;
- 4.1.6. Continuing assessments to improve risk strategies, processes and measures; and,
- 4.1.7. Recommend proposals in marginalizing risk(s) and their management;
- 4.2. Oversee the implementation of the enterprise risk management plan through a Management Risk Oversight Committee, conduct regular discussions on the corporation's prioritized and residual risk exposures based on regular risk management reports, and assess how the concerned units or offices are addressing and managing these risks;
- 4.3. Evaluate the risk management plan to ensure its continued relevance, comprehensiveness and effectiveness; revisit defined risk management strategies; identify emerging or changing material exposures; and stay abreast of significant developments that seriously impact the likelihood of harm or loss;
- 4.4. Advise the Board on appropriate risk appetite levels and risk tolerance limits based on empirical experience and bench-marked vis-à-vis relevant industry standards and parameters;
- 4.5. Review at least annually the corporation's risk appetite levels and risk tolerance limits based on changes and developments in the business, the regulatory framework, the external economic and business environment, and whenever major events occur that are considered to have major impacts on the corporation;
- 4.6. Assess the probability of each identified risk becoming a reality and estimate its possible significant financial impact and likelihood of occurrence, especially those that are most likely to occur and to impact the performance and stability of the corporation and its stakeholders;
- 4.7. Provide oversight over Management's activities in managing credit, market, liquidity, operational, legal and other risk exposures of the corporation, and regularly receive information on risk exposures and risk management activities of Management; and,

- 4.8. Report to the Board on a regular basis, or as deemed necessary, the corporation's material risk exposures, the actions taken to reduce the risks, and recommend further action or plans, as necessary.

### **Section 5. Reporting**

The Committee shall regularly report to the Board of Directors on matters concerning the performance of its functions, including issues that arise relative to the effective and integrated risk management process.

The Committee, through its Secretary, shall prepare its annual committee report, specifying its composition, attendance, discharge of its responsibilities and such other matters performed in accordance with its responsibilities and functions.

A report of matters discussed during meetings of the Committee will be presented at the next succeeding meeting of the Board of Directors. Relevant information on the Committee's meetings shall be included in the Company's annual report.

### **Section 6. Performance Evaluation**

The Committee's performance in the discharge of its duties and responsibilities under this Charter shall be evaluated by its Members using as standard the self-rating report in best business practices set forth in the pertinent memorandum circulars and other issuances of the Securities and Exchange Commission (SEC).

The results of the performance evaluation and any recommendation for improvement shall be reported to the Board.

### **Section 7. Review and Disclosure**

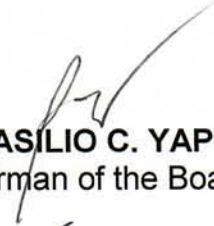
This Charter will be reviewed by the Board annually or as often as the Board may deem necessary.

This Charter shall be fully disclosed in the Company's website.

### **Section 8. Effectivity**

This Charter shall take effect upon approval of the Board of Directors of the Company.

Signed:



**BASILIO C. YAP**  
Chairman of the Board



**HERMINIO B. COLOMA, JR.**  
Executive Vice President  
& Compliance Officer