

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT OF SPLASH CORPORATION
(PURSUANT TO SECTION 20 OF THE SECURITIES REGULATION CODE)



- 1. Check the appropriate box:
 Preliminary Information Statement
 Definitive Information Statement

2. Name of Registrant as specified in its charter: **SPLASH CORPORATION**

3. Province, country or other jurisdiction of incorporation or organization: **REPUBLIC OF THE PHILIPPINES**

4. SEC Identification Number: **ASO91-196206**

5. BIR Tax Identification Code: **001-096-221-000 VAT**

6. Address of Principal Office/Postal Code: **5th Floor, W Office Building
28th St. corner 11th Ave.
Bonifacio Global City
Taguig City 1634**

7. Registrant's telephone number, including area code: **(632) 491-7707**

8. Date, time and place of the meeting of security holders: **Not Applicable**

9. Approximate date on which the Information Statement is first to be sent or given to security holders: **November 28, 2014**

10. Securities registered pursuant to Sections 8 and 12 of the Securities Regulations Code or Sections 4 and 8 of the Revised Securities Act (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding
Common Shares	628,743,166* (net of treasury shares)

**as of November 20, 2014*

- 12. Are any or all of registrant's securities listed in a Stock Exchange?
Yes No

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:
Philippine Stock Exchange – Common Shares

SPLASH CORPORATION
INFORMATION STATEMENT

**WE ARE NOT ASKING FOR A PROXY AND
YOU ARE REQUESTED NOT TO SEND US A PROXY.**

A. GENERAL INFORMATION

**ITEM 1. DATE, TIME AND PLACE OF ANNUAL MEETING
OF SECURITY HOLDERS**

In lieu of a special meeting, and for the purpose of submitting for approval to the stockholders of the Company the amendment of Article Sixth of the Company's Amended Articles of Incorporation to reflect the reduction of the number of the Board of Directors from nine (9) to seven (7) members, the written assent of the stockholders owning at least two-thirds (2/3) of the outstanding capital stock shall be solicited pursuant to Section 16 of the Corporation Code of the Philippines (the "Corporation Code").

The stockholders are requested to signify their vote on the proposed amendment by submitting the attached Written Assent Form by mail or facsimile to:

**MR. RICHARD REGALA
STOCK TRANSFER SERVICE, INC.
34TH FLOOR UNIT D RUFINO PACIFIC TOWER,
6784 AYALA AVENUE, MAKATI CITY
TEL. NO. 403-2410, 403-2412, 403-3798
FAX NO. 403-2414**

The Information Statement and Written Assent Form will be sent approximately on November 28, 2014 to all stockholders of record as of even date.

ITEM 2. DISSENTERS' RIGHT OF APPRAISAL

The proposed amendment to the Amended Articles of Incorporation of the Company will not give rise to a possible exercise of a dissenting stockholder of his right of appraisal under Section 81, Title X of the Corporation Code. Nevertheless, as provided under said Section 81 of the Corporation Code, any stockholder of a corporation shall have the right to dissent and demand payment of the fair value of his shares 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 as provided in the Code; and
- (3) In case of merger or consolidation.

Under Section 82 of the Corporation Code, a stockholder who dissents with a certain corporate act may exercise his/her appraisal right in accordance with the following requirements and/or procedure:

- (1) said stockholder must have voted against such corporate act.
- (2) said stockholder must make a written demand on the Company within thirty (30) days after the date on which the vote was taken, for payment of the fair value of his shares. Failure to make the demand within such period shall be deemed a waiver of the appraisal right.

- (3) Within ten (10) days after demanding payment for his shares, a dissenting stockholder shall submit to the Company the certificate(s) of stock representing his shares for notation thereon that such shares are dissenting shares. His failure to do so shall, at the option of the Company, terminate his appraisal rights.
- (4) Once demand for payment is made, it may not be withdrawn by the dissenting stockholder unless the Company consents thereto.
- (5) If the corporate action is implemented or effected, the Company shall pay to such dissenting stockholder the fair value thereof as of the day prior to the date on which the vote was taken.
- (6) No payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment.
- (7) Upon payment by the Company of the agreed or awarded price, the stockholder shall transfer his shares to the Company.

ITEM 3. INTEREST OF CERTAIN PERSONS IN MATTERS TO BE ACTED UPON

No director or officer of the Company since the beginning of the last fiscal year, nor any of their associates, has any substantial interest, direct or indirect, in the matter being submitted for written assent of the stockholders of the Company.

No director has informed the Company in writing that he intends to oppose the amendment being submitted for the written assent of stockholders of the Company.

B. CONTROL AND OWNERSHIP INFORMATION

ITEM 4. VOTING SECURITIES AND PRINCIPAL HOLDERS THEREOF

(a) Voting securities entitled to vote

As of November 20, 2014, there are 628,743,166 shares of the Company's common stock outstanding and entitled to vote. Each stockholder shall be entitled to one (1) vote for each share of stock outstanding in his name in the stock and transfer book of the Company.

(b) Record date of written assent

The record date for the purpose of determining the stockholders entitled to vote by written assent in connection with the Company's proposed amendment of Article Sixth of its Amended Articles of Incorporation is November 28, 2014 (the "Record Date").

(c) Manner of voting

Stockholder shall cast their votes through the written assent form which must be submitted: (i) by mail to the Corporate Secretary c/o MR. RICHARD REGALA, STOCK TRANSFER SERVICE, INC. at 34TH FLOOR UNIT D RUFINO PACIFIC TOWER, 6784 AYALA AVENUE, MAKATI CITY or (ii) by fax at FAX NO. 403-2414 on or before 5:00 P.M. on December 19, 2014. Votes shall be tallied on December 19, 2014.

(d) Security Ownership of Certain Record and Beneficial Owners and Management

(1) Security Ownership of Certain Record & Beneficial Owners

The table below shows persons or groups known to the Company as of September 30, 2014 to be directly or indirectly the record and/or beneficial owner of more than 5% of the Company's voting securities:

Title of class	Name, Address of Record Owner and Relationship with Issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	Number of Shares Held	Percentage of Ownership
Common	Ang Hortaleza Corporation ("AHC") HBC Corporate Centre 548 Mindanao Avenue corner Quirino Highway, Quezon City	Owner	Filipino	435,888,888	67.27%
Common	PCD Nominee Corp. 37F Tower 1, The Enterprise Center, 6766 Ayala Ave. cor. Paseo de Roxas, Makati City (Filipino)	Various investors	Filipino	205,072,119	31.65%

Except as stated above, the Company has no knowledge of any person who, as of Record Date, was directly or indirectly the beneficial owner of more than 5% of the Company's outstanding capital stock or who has voting power or investment power with respect to shares comprising more than 5% of the Company's outstanding capital stock.

(2) Security Ownership of Management

The table below shows the security ownership of the Company's directors and officers as of September 30, 2014:

Title of class	Name of Beneficial Owner	No. of Shares	Nature of Ownership	Citizenship	%
Common	Rolando B. Hortaleza Director, Chairman, President and CEO	1	Direct	Filipino	0%
Common	Rosalinda A. Hortaleza Director	15,001	Direct	Filipino	0.0023%
Common	Maurice P. Ligot Director	1,000	Direct	Filipino	0.0002%
Common	Jimmy T. Yaokasin, Jr. Independent Director, Vice Chairman	25,000	Direct	Filipino	0.0039%
Common	Rafael C. Lopa Independent Director	1,000	Direct	Filipino	0.0002%
Common	Emily A. Abrera Independent Director	5,000	Direct	Filipino	0.0008%
Common	Ricardo R. Blanco Director	1,000	Direct	Filipino	0.0002%
Common	Fe Marie R. Cabantac Director	1,000	Direct	Filipino	0.0002%
Common	Cayetano W. Paderanga, Jr. Director	1,000	Direct	Filipino	0.0002%
Common	Veneranda M. Tomas EVP, CFO and Compliance Officer	20,000	Direct	Filipino	0.0031%
Common	Marco Manuel B. Nieto VP and GM for POD	0	Direct	Filipino	Nil
Common	Joseph C. Bautista	0	Direct	Filipino	Nil

* Formerly Splash Holdings Inc. (Dr. Rolando B. Hortaleza and Dr. Rosalinda A. Hortaleza are majority shareholders).

Common	Ma. Chantelle C. Batac	0	Direct	Filipino	Nil
Common	Fernando M. Manotok	0	Direct	Filipino	Nil
Common	Lynneth P. Malabanan	0	Direct	Filipino	Nil
Common	Glenda D. Pingol VP and GM for Direct Sales	0	Direct	Filipino	Nil
Common	Ace Vincent V. Villa-real VP and GM for IOD and Foods	0	Direct	Filipino	Nil
Common	Henry L. Yaokasin, Jr. Corporate Secretary	0	Direct	Filipino	Nil
Common	Jasmin U. Tan Assistant Corporate Secretary	0	Direct	Filipino	Nil

(3) Voting Trust Holders of 5% or more

No person holds 5% or more of the issued and outstanding shares of stock of the Company under a voting trust or similar agreement.

(4) Changes in Control

No change in control of the Company has occurred since the beginning of the Company's last fiscal year. AHC still holds the controlling interest in the Company. The Company has no knowledge of any arrangements among its stockholders as may result in a change of control in the Company.

ITEM 5. MANAGEMENT AND CERTAIN SECURITY HOLDERS

No action is to be taken with respect to the election of directors.

ITEM 6. COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

No action is to be taken with regard to:

- (a) the election of directors;
- (b) any bonus, profit sharing or other compensation plan, contract or arrangement in which any director, nominee for election as a director, or executive officer of the Company will participate;
- (c) any pension or retirement plan in which any such person will participate; or
- (d) the granting or extension to any such person of any option/s, warrant/s or right/s to purchase any securities, other than warrants or rights issued to security holders as such, on a pro rata basis.

ITEM 7. INFORMATION ON INDEPENDENT AUDITORS

No action is to be taken with respect to the auditors.

ITEM 8. COMPENSATION PLANS

There are no actions to be taken with regard to election, any bonus or profit sharing, change in pension or retirement plan, granting of any options, warrants or rights to purchase securities, or any other compensation plans.

C. ISSUANCE AND EXCHANGE OF SECURITIES

ITEM 9. AUTHORIZATION OR ISSUANCE OF SECURITIES OTHER THAN FOR EXCHANGE

No action is to be taken with respect to the authorization or issuance of any securities

ITEM 10. MODIFICATION OR EXCHANGE OF SECURITIES

No action is to be taken with respect to the modification or exchange of the Company's securities

ITEM 11. FINANCIAL AND OTHER INFORMATION

Not applicable.

ITEM 12. MERGERS, CONSOLIDATIONS, ACQUISITIONS AND SIMILAR MATTERS

No action is to be taken with respect to any transaction involving the following:

- (1) the merger or consolidation of the Company into or with any other person or of any other person into or with the Company;
- (2) the acquisition by the Company or any of its security holders of securities of another person;
- (3) the acquisition by the Company 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 Company; or
- (5) the liquidation or dissolution of the Company.

ITEM 13. ACQUISITION OR DISPOSITION OF PROPERTY

No action is to be taken for with respect to the acquisition or disposition of any property of the Company.

ITEM 14. RESTATEMENT OF ACCOUNTS

No action is to be taken with respect to the restatement of any asset, capital, or surplus account of the Company.

D. OTHER MATTERS

ITEM 15. ACTION WITH RESPECT TO REPORTS

No action is to be taken with respect to any report of the Company or of its directors, officers or committees or minutes of any meeting of its security holders.

ITEM 16. MATTERS NOT REQUIRED TO BE SUBMITTED

As of this report, the Company is not contemplating any action on any matter which is not required to be submitted to a vote of security holders.

ITEM 17. AMENDMENT OF CHARTER, BY-LAWS OR OTHER DOCUMENTS

On November 14, 2014, the Board approved resolutions to reduce the composition of the Board of Directors from nine (9) to seven (7) members, and to reflect such amendments to Article Sixth of the Company's Amended Articles of Incorporation. The reduction is intended to provide for a more streamlined discussion and decision-making in the Board since matters can be adequately handled by a seven (7)-man board.

The amended Article Sixth of the Articles of Incorporation shall read:

"SIXTH - That the number of the directors of the corporation shall be SEVEN (7), and the names, nationalities, and residences of the first directors of the corporation are as follows:"

ITEM 18. OTHER PROPOSED ACTION (N/A)

No action is to be taken with respect to any matter not specifically referred to above.

ITEM 19. VOTING PROCEDURES

(a) Vote required

The vote of the stockholders representing at least 2/3 of the outstanding capital stock of the Company shall be required for the approval of the aforementioned amendment to Article Sixth of the Company's Amended Articles of Incorporation.

(b) Method of counting votes

Stockholders of record as of November 28, 2014 shall be entitled to one vote for each share of stock recorded in their names in the stock and transfer book of the Company. In accordance with Section 16 of the Corporation Code, voting shall be made through written assent, as evidenced by the Written Assent Form attached this Information Statement, accomplished in all parts and duly received by mail or fax at the address below on or before 5:00 P.M. on December 19, 2014:

**MR. RICHARD REGALA
STOCK TRANSFER SERVICE, INC.
34TH FLOOR UNIT D RUFINO PACIFIC TOWER,
6784 AYALA AVENUE, MAKATI CITY
TEL. NO. 403-2410, 403-2412, 403-3798
FAX NO. 403-2414**

The Written Assent Form should be signed by the stockholder on record or by his authorized representative or proxy. If voting by proxy, the proxy form should be submitted along with the accomplished Written Assent Form.

Votes shall be counted based on the filled-up Written Assent Forms received from stockholders and as soon as the affirmative votes reach at least 2/3 of the outstanding capital stock of the Company, the amendment shall be considered approved.

SIGNATURE

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 Taguig City, Metro Manila on November 21, 2014.

SPLASH CORPORATION
(Issuer)


Atty. Henry L. Yaokasin, Jr.
Corporate Secretary



**WRITTEN ASSENT FORM
TO THE AMENDMENT OF THE AMENDED ARTICLES OF INCORPORATION
OF SPLASH CORPORATION**

The undersigned, being a stockholder of record of SPLASH CORPORATION, and in relation to the proposed amendment of Article Sixth of the Amended Articles of Incorporation from: "SIXTH - That the number of the directors of the corporation shall be NINE (9), and the names, nationalities, and residences of the first directors of the corporation are as follows:" to "SIXTH - That the number of the directors of the corporation shall be SEVEN (7), and the names, nationalities, and residences of the first directors of the corporation are as follows:" hereby:

- gives his/her written assent to the proposed amendment
- gives his/her objection to the proposed amendment

Number of Shares

NAME AND SIGNATURE OF STOCKHOLDER

Date and Place Signed

The Written Assent Form should be accomplished in all parts and signed by the stockholder on record or by his authorized representative or proxy. You may use the enclosed reply envelope for this purpose. If voting by proxy, the proxy form should be submitted along with the written assent on or before 5:00 P.M. on December 19, 2014. The amendment of the Company's Amended Articles of Incorporation shall be deemed approved as soon as the affirmative votes reach at least 2/3 of the outstanding capital stock of the Company.

PROXY FORM

I/We hereby appoint _____ or in his/her absence the chairman of the Board of Directors as my proxy. Said proxy is authorized to fill in the written assent on my behalf.

Number of Shares

Name and signature of Stockholder

Date and Place Signed

Witness:

WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND A PROXY. However you are entitled to appoint a proxy. In which case, this proxy form along with the written assent should be submitted. Proxies filed with the Company may be revoked by the stockholder either in an instrument in writing duly presented and recorded with the Corporate Secretary on or before December 19, 2014.



November 21, 2014

Dear Stockholder:

The Board of Directors of Splash Corporation (the "Company") in a meeting held on November 14, 2014 resolved to amend Article Sixth of the Company's Amended Articles of Incorporation to reflect the reduction of the composition of the Board of Directors from nine (9) to seven (7) members.

In accordance with Section 16 of the Corporation Code of the Philippines, we are now submitting the abovementioned amendment for the approval of our stockholders of record as of November 28, 2014 through written assent. Enclosed is a form on which you may indicate your vote on the proposed amendment.

Please accomplish and sign the said form and ensure its return to us on or before 5:00 P.M. on December 19, 2014.

Thank you.

Very truly yours,


HENRY L. YAOKASIN, JR.
Corporate Secretary