

## 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)

Jan 31, 2018

2. SEC Identification Number

41004

3. BIR Tax Identification No.

000-718-626

4. Exact name of issuer as specified in its charter

GEOGRACE Resources Philippines, Inc.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

7th Floor, Peaksun Building, 1505 Princeton Street corner Shaw Boulevard, Barangay  
Wack-Wack Greenhills East, Mandaluyong City  
Postal Code  
1552

8. Issuer's telephone number, including area code

(632) 856-2013

9. Former name or former address, if changed since last report

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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
Common	3,500,000,000

11. Indicate the item numbers reported herein

Item 3(b)

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*

## GEOGRACE Resources Philippines, Inc. GEO

**PSE Disclosure Form 4-9 - Change in External Auditor**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Section 4.4 of the Revised Disclosure Rules**

**Subject of the Disclosure**

Appointment of New External Auditor

**Background/Description of the Disclosure**

On 18 December 2017, during the Annual Stockholders' Meeting of GEOGRACE Resources Philippines, Inc. (the "Company"), the stockholders approved delegation to the Board of Directors the power to appoint the external auditor of the Company for the year 2017.

On 31 January 2018, the Board of Directors appointed Mangay-Ayam, Lim & Co. as the Company's external auditor for the year 2017.

The change of the Company's external auditor from Sycip Gorres Velayo & Co. to Mangay-Ayam, Lim & Co. is not due to any disagreement with the management of the Company on any matter relating to Company's operations, policies or practices.

<b>Date of Approval by Board of Directors</b>	Jan 31, 2018
<b>Date of Approval by Stockholders</b>	Dec 18, 2017
<b>Previous External Auditor</b>	Sycip Gorres Velayo & Co.
<b>New External Auditor</b>	Mangay-Ayam, Lim & Co.
<b>Effective Date of Engagement of New External Auditor</b>	Jan 31, 2018

**Rationale for Replacement**

In compliance with the 2017 Manual on Corporate Governance of the Company, the Company's external auditor shall be rotated every five (5) years.

**Other Relevant Information**

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**Filed on behalf by:**

<b>Name</b>	Arsenio Cabrera, Jr.
<b>Designation</b>	Corporate Secretary

