

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS
INFORMATION STATEMENT 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 **Philam Fund, Inc. ("PFI") or ("Fund")**
3. **Philippines**
Province, country or other jurisdiction of incorporation or organization
4. SEC Identification Number **39191**
5. BIR Tax Identification Number **000-507-003-000**
6. **17/F Philam Life Head Office, Net Lima Bldg.,
5th Ave. corner 26th St., Bonifacio Global City, Taguig** **1634**¹
Address of principal office Postal Code
7. Registrant's telephone number, including area code **(632) 521-6300**
8. Date, time and place of the meeting of security holders
Date: **July 23, 2015**
Time: **2:00 p.m.**
Place: **Legaspi 2 Function Room
2nd Floor, Makati Diamond Residences
Legazpi Street, Legazpi Village, Makati City 1229**
9. Approximate date on which the Information Statement is first to be sent or given to security holders: **June 24, 2015.**
10. Proxy Solicitation
Name of Person filing the Statement/Solicitor: **Mr. Ferdinand L. Berba**
Address and Telephone No.: **17/F Philam Life Head Office, Net Lima Bldg.,
5th Ave. corner 26th St., Bonifacio Global City, Taguig (632) 521-6300**
- Attached proxy form is applicable for more than one (1) meeting as it is valid for five (5) years.
11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (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
(as of March 31, 2015) ("Record Date") |
|---|---|
| <u>Common Shares of PHP1.00 par value</u> | <u>594,136,472</u> ² |
12. None of PFI's securities is listed on the Philippine Stock Exchange.

PART I.

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

1. Date, time and place of meeting of security holders

Date: **July 23, 2015**
Time: **2:00 p.m.**
Place: **Legaspi 2 Function Room
2nd Floor, Makati Diamond Residences
Legazpi Street, Legazpi Village, Makati City 1229**

Registrant's Mailing Address: **17/F Philam Life Head Office, Net Lima Bldg.,
5th Ave. corner 26th St. Bonifacio Global City, Taguig**

The date on which the Information Statement is first to be sent or given to stockholders is **June 24, 2015.**

¹ PFI's current principal office in its Articles of Incorporation is Metro Manila. On April 1, 2014, the Board of Directors approved the change in the principal address of the Fund from "Metro Manila" to "17/F Philam Life Head Office, Net Lima Building, 5th Avenue corner 26th St., Bonifacio Global City, Taguig 1634," in compliance with SEC Memorandum Circular No. 6, series of 2014.

² Inclusive of Deposit for Future Subscription Shares (DFFS). SEC-CRMD has approved PFI's new Authorized Capital Stock of 603,315,664 shares last Dec 27, 2013 and its registration of additional shares has been filed with the SEC this last November 2014. No approval yet as of June 23, 2015.

2. Dissenters' Right of Appraisal

As provided by Title X of the Corporation Code of the Philippines (Batas Pambansa Blg. 68) ("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:

- 2.1 In case any amendment to the Articles of Incorporation has the effect of changing or restricting the rights of any stockholders 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;
- 2.2 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 Corporation Code; and
- 2.3 In case of merger or consolidation.

In order for the stockholder to exercise the right, he or she must vote against any of the enumerated instances which the corporation will pursue. The procedures in the exercise of the right are the following:

- 2.4 Written demand on the corporation within 30 days after the date that the vote was taken.
- 2.5 Submission of the shares of the dissenting stockholder to the corporation for notation within 10 days from the written demand. The corporation has to pay the stockholder with the fair value of the shares within 30 days after demanding payment for his or her shares.
- 2.6 Failure to make the demand within 30 days shall be deemed a waiver of the appraisal right.

There will be no matters that will be taken up at the meeting which may warrant the exercise of this right.

3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

There is no person who has been a director or officer of PFI at any time since the beginning of the last calendar year, or who is a nominee for election as director, or an associate of any of the foregoing persons who has a substantial interest in any matter to be acted upon at the Annual Stockholders' Meeting. No member of the Board of Directors (the "Board") has informed PFI that he intends to oppose any action to be taken by PFI at the Annual Stockholders' Meeting.

B. CONTROL AND COMPENSATION INFORMATION

4. Voting Securities and Principal Holders Thereof

(a) The total number of outstanding shares as of March 31, 2015 is 594,136,472² all of which are common and voting. Each share shall be entitled to one vote with respect to all matters to be taken up during the annual stockholders' meeting.

(b) All stockholders of record as of March 31, 2015 are entitled to receive this Information Statement, and to receive notice of, and vote during the annual stockholders' meeting. Stockholders are entitled to cumulative voting in the election of the members of the Board of Directors, as provided in the Corporation Code. More specifically, each stockholder shall be entitled to elect seven members to the Board of PFI, and he or she may vote the number of shares standing in his or her name in the books of PFI for each of the seven persons whom he or she may choose from the list of nominees. Alternatively, he or she may cumulate said shares and give one candidate as many votes as the number of his or her shares multiplied by seven shall equal, or he or she may distribute these votes on the same principle among as many candidates as he shall see fit, provided that the total number of votes cast by him or her shall not exceed the number of shares owned by him or her multiplied by seven.

(c) (i) Security Ownership of Certain Record and Beneficial Owners

The names, addresses, citizenship, number of shares held, and percentage of total ownership of persons (including any group) owning more than 5% of the outstanding voting shares of PFI as of March 31, 2015 were as follows:

(1) Title of Class	(2) Name and Address of Record Owner and Relationship with the issuer	(3) Name of Beneficial Owner and relationship with Record Owner	(4) Citizenship	(5) No. of Shares	(6) Percentage of Class Held
Common	Philippine American Life & General Insurance Co.* Net Lima Bldg., 5th Ave. cor. 26th St., Bonifacio Global City, Taguig Parent company of the issuer's Fund Manager	Philippine American Life & General Insurance Co. ³	FILIPINO	209,700,216.00	35.29%

³ The fund has no Beneficial Owner however, Ms. Arleen May S. Guevara has the power to vote and dispose of the shares of the Philippine American Life & General Insurance Co. Ms. Guevara is currently the Senior Vice President & Chief Investment Officer of Philippine American Life & General Insurance Co.

The Board and Philam Asset Management, Inc., the investment adviser or fund manager (“Fund Manager”) of PFI have no knowledge of any person who, as of the Record Date, is or was directly or indirectly the beneficial owner of more than 5% of PFI’s outstanding shares of common stock or who has voting power or investment power with respect to shares comprising more than 5% of PFI’s outstanding common stock.

(c) (ii) Security Ownership of Management as of March 31, 2015

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Citizenship	Percent of Class
Common	Roberto F. De Ocampo Eugenio Lopez Foundation Bldg., Col. Joseph R. McMicking Campus, 123 Paseo de Roxas, Makati City, (Director and President)	1 (R)	Filipino	0.0000002%
Common	Arleen May S. Guevara 20 Comets Loop, Blue Ridge-B, Quezon City (Director and Treasurer)	1 (R)	Filipino	0.0013781%
Common	Reynaldo G. Geronimo No. 5 Zinia St., Valle Verde 2, Pasig City (Director)	1 (R)	Filipino	0.0000002%
Common	Armand F. Braun, Jr. No. 45 Magdalena Circle, Magallanes Village, Makati City (Independent Director)	1 (R)	Filipino	0.0000002%
Common	Meliton B. Salazar, Jr. No. 28 Hunt Street, Filinvest East, Quezon City (Independent Director)	1 (R)	Filipino	0.0000002%
Common	Vicente D. Gerochi IV, 4/F SyCipLaw Center 105 Paseo de Roxas, Makati City (Corporate Secretary)	0	Filipino	0%
Common	Earla Kahlila Mikhaila C. Langit, 9/F SyCipLaw Center, 105 Paseo de Roxas, Makati City (Assistant Corporate Secretary)	0	Filipino	0%
Common	Ione Fay S. Canto, 17/F Net Lima Bldg., 5th Ave. cor. 26th St., Bonifacio Global City, Taguig (Compliance Officer)	0	Filipino	0%
TOTAL		5		0.0000009%

(c) (iii) Voting Trust Holders of 5% or more

As of March 31, 2015, there is no voting trust or similar arrangement for 5% or more of PFI’s shares. There are no arrangements which may result in a change of control in PFI.

(d) Change of Control

There was no change of control in PFI that occurred since the beginning of the last calendar year.

5. Directors and Executive Officers

(a) The following are the current directors and officers of PFI:

Name	Age	Citizenship	Position	Term
Roberto F. De Ocampo	69	Filipino	Chairman of the Board	2 years (2013)
Arleen May S. Guevara	53	Filipino	Director & Treasurer	2 years (2013)
Reynaldo G. Geronimo	70	Filipino	Director & President	2 years (2013)
Armand F. Braun, Jr.	77	Filipino	Independent Director	2 years (2013)
Meliton Salazar Jr.	49	Filipino	Independent Director	1 year (2014)
Ferdinand L. Berba	57	Filipino	Director	<1 year (since Nov 2014)
Allan R. Santos	48	Filipino	Director	<1 year (since Nov 2014)
Vicente D. Gerochi IV	47	Filipino	Corporate Secretary	2 years (2013)
Earla Kahlila Mikhaila C. Langit	28	Filipino	Asst. Corp. Secretary	1 year (since Nov 2013)
Ione Fay S. Canto	62	Filipino	Compliance Officer	2 years (2013)

(b) The following are the names of the persons who are nominees for election for year 2015-2016:

BOARD OF DIRECTORS	AGE	CREDENTIALS
Roberto de Ocampo (Incumbent Chairman of the Board)	69	Dr. Roberto F. De Ocampo is a Cum Laude graduate having earned the degree of Bachelor of Arts in Economics at the Ateneo de Manila University. He has a Master's degree in Business Administration from the University of Michigan and a post-graduate diploma from the London School of Economics. He has also been conferred three Doctorates (Honoris Causas). Since 1998, Mr. De Ocampo is President and Director of the following PAMI-managed funds: Philam Fund, Inc., Philam Bond Fund, Inc., Philam Dollar Bond Fund, Inc., Philam Strategic Growth Fund, Inc., Philam Managed Income Fund, Inc. (each since 2005), PAMI Global Bond Fund,

		Inc. (since 2008), PAMI Asia Balanced Fund, Inc. (since 2009), PAMI Horizon Fund, Inc. (since 2011), PAMI Global Emerging Markets Fund, Inc. and PAMI Global Equity Fund, Inc. (each since 2009). Dr. de Ocampo was previously the President of the Asian Institute of Management. From 1992 to 1998, he served as the Secretary of Finance under the Ramos administration and was widely recognized as the principal architect of the resurgence of the Philippine economy.
Reynaldo Geronimo (Incumbent Director and President)	70	Atty. Geronimo is a cum laude graduate of Bachelor of Arts (A.B.) at the Ateneo de Manila University. He graduated Second Honors from Ateneo Law School in 1968. He also has a Master of Laws with specialization in Trusts and Estates from the University of Pennsylvania. He is currently a partner in the Romulo Mabanta Buenaventura Sayoc & de los Angeles Law Firm and a co-Chairman of the Banking Group. Atty. Geronimo is known as the Trust Guru, with a regular column in the Manila Standard Today. He is also a bar reviewer in Taxation at the UP Law Center, the UP College of Law, the Law School of UST's Civil Law Faculty, the College of Law of Liceo de Cagayan, and the Ateneo Law School. Atty. Geronimo is a Director of the following PAMI-managed funds since 2010: Philam Fund, Inc., Philam Bond Fund, Inc., Philam Dollar Bond Fund, Inc., Philam Strategic Growth Fund, Inc., Philam Managed Income Fund, Inc., PAMI Global Bond Fund, Inc., PAMI Asia Balanced Fund Inc., PAMI Global Emerging Markets Fund Inc., PAMI Global Equity Fund Inc., and PAMI Horizon Fund, Inc.
ARLEEN MAY S. GUEVARA (Incumbent Director and Treasurer)	53	Ms. Guevara is the Senior Vice President and Chief Investment Officer of Philamlife and is currently a Director of PAMI. Ms. Guevara was the PAMI Chairman from 2011-2013. Since 2012, Ms. Guevara has been the director of Philam Fund, Inc., Philam Bond Fund, Inc., Philam Dollar Bond Fund, Inc., Philam Strategic Growth Fund, Inc., Philam Managed Income Fund, Inc., PAMI Global Bond Fund Philippines, Inc., PAMI Asia Balanced Fund Inc., PAMI Horizon Fund Inc., PAMI Global Emerging Markets Fund, Inc. and PAMI Global Equity Fund, Inc. She is also a director (since 2008) at the following - Science Park of the Phils., Inc., Manila Exposition Complex, Inc., Beacon Property Ventures, Inc., Regatta Properties, Inc., and Cebu Light Industrial Park, Inc. Prior to joining Philamlife, she was Deputy Director of the Treasury Department of the Bangko Sentral ng Pilipinas. Ms. Guevara is a magna cum laude graduate of Bachelor of Science in Applied Mathematics from the University of the Philippines.
Ferdinand Berba (Incumbent Director)	57	Mr. Berba is the incumbent Chief Executive Officer of Philam Asset Management, Inc. He has more than 23 years of experience in the insurance industry. He held various senior roles in Philam Life including Director of Philam Financial Advisory Services and Group Training Director (2003-2008). Previously, he was Director of Agency Development, Director of Client Services, and President of Sun Life Financial Plans (1990-2003). Nanjo also worked in other insurance companies such as Pioneer Life and Pioneer Group (2008-2014) and Great Pacific Life Assurance Corporation (1980-1982). He holds an AB Psychology degree from De La Salle University.
Allan R. Santos (Incumbent Director)	48	Mr. Santos is Head of Vitality and Chief Operating Officer for Affiliate Companies of Philam Life and is Chairman of PAMI. Prior to his current position in Philam Life, Mr. Santos spent over 10 years with Cigna occupying various Actuarial & Product positions within its head office in the USA, Hong Kong and even with its Philippine affiliates Maxicare PCIB (1996 to 2013). Previous to Cigna, Mr. Santos was with Philamcare Health Systems, Inc. (1995 to 1996) and Universal Reinsurance Corporation (1991 to 1992). Mr. Santos has a Bachelor of Science degree in Mathematics and Master of Science in Applied Mathematics Major in Actuarial Science from the University of the Philippines.
Armand Braun, Jr. (Incumbent Independent Director)	77	Mr. Armand Braun, Jr. is a graduate of the Ateneo de Manila University where he earned a degree of Bachelor of Science in Business Administration. He also took an Advance Management Program for Overseas Bankers at the Wharton School in Philadelphia, USA. He is an Independent Director of the following: Philam Fund, Inc., Philam Bond Fund, Inc., Philam Dollar Bond Fund, Inc., Philam Strategic Growth Fund, Inc. (each since 1998), Philam Managed Income Fund, Inc. (since 2005), and PAMI Global Bond Fund, Inc. (since 2008) PAMI Asia Balanced Fund, Inc. (since 2009), PAMI Horizon Fund, Inc. (since 2011), PAMI Global Emerging Markets Fund Inc., and PAMI Global Equity Fund Inc. (each since 2009). Mr. Braun also sits on the board of various other companies: AFBraun & Co. Holdings (1995 – present), A-1 Microfinance, Inc. (2002 – present), Iligan Pizza Corp. (1999 – present), North Iligan Foods Corp. (2004 – present), and Al-Rose Foods Corp. (1999 – present). Also, Mr. Braun was an independent director of Union Bank of the Philippines (2003 – May 2014).
MELITON B. SALAZAR, JR. (Incumbent Independent Director)	49	Mr. Salazar has a Ph.D. in International Relations, Major in International Development and Development Management from the School of International Service, The American University, Washington, D.C.; an M.A. in International Political Economy and Development from Fordham University, New York and a B.S. Management Engineering degree from the Ateneo de Manila University. Dr. Salazar is an established figure in the academe being currently the president of the following: University of Iloilo, Iloilo City (since 2009), University of Pangasinan (since 2009 to present), Cagayan de Oro College (since 2005), and Araullo University (since 2004). Dr. Salazar is also Senior Vice President of PHINMA Education Network (since 2003). Among Dr. Salazar's previous positions were President & CEO, STI International (2002 to 2003), President & CEO, iAcademy (2002 to 2003), President & CEO, Systems Technology Institute, Inc. (2001 to 2002) and COO of Systems Technology Institute, Inc. (2000 to 2001). Since November 2013, Mr. Salazar has been Director of the following PAMI-managed mutual funds - Philam Fund, Inc., Philam Bond Fund, Inc., Philam Dollar Bond Fund, Inc., Philam Strategic Growth Fund, Inc., Philam Managed Income Fund, Inc., PAMI Global Bond Fund Philippines, Inc., PAMI Asia Balanced Fund Inc., PAMI Horizon Fund Inc., PAMI Global Emerging Markets Fund, Inc. and PAMI Global Equity Fund, Inc.

The Chairman of the Nomination Committee is Roberto de Ocampo and the members are Arleen Guevara and Reynaldo Geronimo. Messrs. Braun & Salazar are independent directors.

There is no person who is not an officer and is expected by PFI to make significant contribution to the Fund.

The Nomination Committee pre-screened candidates and came up with a shortlist of nominees to be presented to the shareholders. Candidates must have the following qualifications to become a member of the Board:

- Every director shall own at least one (1) share of the capital stock of PFI, which share shall stand in his or her name in the books of PFI;
- Be a college graduate
- Have adequate competency and an understanding of the business of an open-end investment company
- At least 21 years of age
- Proven to possess integrity and probity; and
- Must be assiduous

The Nomination Committee selected the independent directors in accordance with Rule 38 of the Securities Regulation Code ("SRC" or Republic Act 8799) and the Revised Code of Corporate Governance (SEC Memorandum Circular No. 6, Series of 2009).

- (c) PFI does not maintain any employees nor does it maintain any payroll. PFI does not expect in the foreseeable future to have any employees.
- (d) The incumbent directors, officers, and nominees for director are not related to each other up to the fourth civil degree either by consanguinity or affinity.
- (e) None of the directors, officers and nominees for director has been involved in the following legal proceedings within the past 5 years:
- Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;
 - Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
 - Being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and
 - Being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated.
- (f) There was no transaction or proposed transaction during the last 2 years to which PFI was or is to be a party.

6. Compensation of Directors and Executive Officers

There is no existing Compensation Committee. PFI does not maintain any employees nor does it maintain any payroll. PFI does not expect in the foreseeable future to have any employees. Additionally, none of the directors or officers is given any compensation. However, the directors receive per diems and other reimbursements for their attendance at board meetings. There are no other arrangements, standard or otherwise, being paid to the directors. Directors are not compensated in any manner for committee participation, special assignments, or any other arrangements.

There are no compensatory plans or arrangements for any officer that will result in or will result from the resignation, retirement or any other termination of such officer in any amount.

For every board meeting attended by each director, he will receive a per diem of Php7,500.00. The directors received the following per diem for attendance in board meetings:

Payment Period	Aggregate Amount Received (in Php)
2012	Php572,091
2013	Php1,038,102
2014	Php1,014,000
2015 (Estimated)	Php187,500

7. Independent Public Accountants

The Chairman of the Audit Committee is Armand Braun Jr. and the members are Arleen May Guevara and Meliton B. Salazar, Jr.

Beginning the calendar year 2009, the accounting firm of Isla Lipana & Co. ("Isla Lipana") was appointed as external auditor of PFI. Zaldy Aguirre is the signing partner of Isla Lipana since 2013. Isla Lipana will be recommended to the stockholders for appointment for 2015-2016. PFI does not expect any representative from Isla Lipana to be present during the Annual Stockholders' Meeting.

PFI is compliant with SRC Rule 68(3)(b)(IV) regarding the 5-year rotation of external auditors. In recommending this action, the members of the Board carefully considered Isla Lipana's performance, its independence with respect to the auditing services to be performed, and its general reputation for adherence to professional auditing standards.

8. Modification or Exchange of Securities

PFI does not intend to modify any class of its securities, or issue or authorize the issuance of one class of securities in exchange for outstanding securities of another class.

9. Financial and Other Information

C. MANAGEMENT REPORT

The following are PFI's top five (5) key performance indicators:

1. Assets Under Management ("AUM")

As of March 31, 2015, total assets increased by Php 539.6 million year to date. Total assets as of March 31, 2015 totaled Php10,555,008 versus the previous period ended December 31, 2014 total assets totaled Php10,015,456. This is mainly due to daily client subscription to the Fund and the increase in market values of equity and fixed income securities measured at FVTPL/AFS together with the fund manager's strategy to maximize and capitalize growth of the local stocks and bonds.

PFI's AUM increased by 41.3% from Php 5.1 billion in 2012 to Php 7.2 billion in 2013. AUM as of August 31, 2014 is Php 9.27 billion, a 28.75% increase from year-end 2013.

2. Net Asset Value Per Share ("NAVPS") per quarter

QTR		YEAR	DATE	NAVPS	YEAR	DATE	NAVPS	YEAR	DATE	NAVPS
1	LOW	2013	2-Jan	16.4010	2014	10-Jan	14.7464	2015	04-Jan	16.7825
	HIGH		27-Mar	18.3897		11-Mar	15.9650		04-Mar	17.6969
2	LOW		25-Jun	15.8540		01-Apr	15.9333			
	HIGH		15-May	19.4662		20-May	16.4360			
3	LOW		28-Aug	15.5625		01-Jul	16.3174			
	HIGH		26-Jul	17.7319		24-Sept	16.8947			
4	LOW		13-Dec	14.5684		17-Dec	16.4397			
	HIGH		23-Oct	16.6201		26-Nov	17.0112			

Market Information

PFI is not listed in the Philippine Stock Exchange (PSE). Its shares are sold by PAMI's main distribution channels. These are its certified investment solicitors, independent sales consultants, its Philam Life licensed agents, and its ten offices nationwide.

Holders

As of March 31, 2015, there were Eleven Thousand Five Hundred and Seven (11,507) holders of redeemable common stock, the only class of shares of PFI, totaling Five Hundred Ninety Four Million One Hundred Thirty Six Thousand Four Hundred Seventy Two (594,136,472 ²) shares.

The Securities and Exchange Commission has approved in its letter last August 08, 2014 the Company's application for the non-disclosure of its top 20 shareholders in the Information Statements, as part of the privilege they have earned in making significant investments in the Fund. Said approval is effective for five (5) years from date of approval.

Dividends

The Company does not plan to declare dividends. Surplus profits of the Company (if any), will be used as additional proceeds to invest in the fixed income instruments

3. Sales & Redemptions

The following table summarizes the performance of PFI in Php:

2012	Sales	Redemption	Net
1Q	454,797,310	418,027,466	36,769,844
2Q	333,036,502	103,514,053	229,522,449
3Q	349,384,940	137,227,141	212,157,799
4Q	450,547,630	201,966,809	248,580,821
2013	Sales	Redemption	Net
1Q	888,824,064	273,617,478	615,206,587
2Q	1,504,668,640	502,500,570	1,002,168,070
3Q	801,797,926	183,744,135	618,053,792
4Q	971,184,373	232,165,305	739,019,068
2014	Sales	Redemption	Net
1Q	692,053,580	152,733,268	539,320,312
2Q	617,475,103	191,771,510	425,703,593
3Q	779,777,508	458,801,959	320,975,548
4Q	745,281,502	492,759,617	252,521,885
2015	Sales	Redemption	Net
1Q	845,485,599	616,713,376	228,772,222

4. Fund Performance Against Competition

The following table summarizes a comparison of PFI against its competitors for the period ending March 2015:

Fund Name	Net Assets	Total Redemptions	Total Net Sales
ATRKE Philippine Balanced Fund, Inc.	3,694,275,473	385,753,046	22,812,983
Bahay Pari Solidaritas Fund, Inc.	218,003,983	2,313,876	(2,313,876)
First Metro Save and Learn Balanced Fund, Inc.	2,484,748,478	154,065,344	(93,788,710)
NCM Mutual Fund of the Phils., Inc.	653,562,161	598,121,466	4,889,105
One Wealthy Nation Fund, Inc.	114,838,537	5,513,402	55,798,319
ATRAM Dynamic Allocation Fund Inc. (Formerly Optima Balanced Fund, Inc.)	64,514,112	559,076	2,233,232
PAMI Horizon Fund, Inc.	1,623,592,522	71,735,995	(25,426,914)
Philam Fund, Inc.	10,511,026,281	616,713,376	228,772,222
Sun Life Prosperity Balanced Fund, Inc.	16,981,112,324	964,931,216	(561,602,578)

*Source: Philippine Investment Funds Association (PIFA)

5. Fund Management & Environmental Analysis:

Market and Economic Review

Fixed Income

Fund Management Review & Outlook for the Philippines (March 2015)

The Interest rates market received a boost from pro-growth across global central banks in the first quarter of the year. More than 20 central banks moved to cut key interest rates to alleviate concerns on growth and persistent decline in consumer prices ushered by the fall of global oil prices to 6-year lows. The liquidity from the massive Eur1.1T bond buying program of the European Central Bank, complemented by the expanding stimulus from Japan and China has tapered the negative impact of the impending US policy rate normalization and allayed downside risks to global growth. World GDP is forecast to grow from 2.52% in 2014 to 3%-3.5% in 2015 led by the US economy.

The Philippine economic landscape has remained constructive. It is the 3rd fastest growing economy in Asia, (after China and India) and forecast to grow between 6.4%-6.7% in 2015 following a 6.1% growth the previous year. Philippine inflation is expected to slow from the 4.1% average in 2014 to 2.2% target average in 2015; Policy rates is seen appropriate at 4%, and the local currency at 44.70 as of March 31 has also exhibited managed weakness versus the prevailing strong dollar.

Outlook

Peso fixed income benchmark rates from 3mos to 7years declined by 7 bps average while 10 to 20 year bonds trended higher by 30 bps and 10 bps, respectively. The 10year bond yield closed at 4.167% from 3.863% in 2014. The steeper yield curve bode well for the peso-bond portfolio which is overweight on the short to medium term bonds and underweight on the longer duration bonds. The Fund is flat in overall duration at 6.80.

Peso denominated fixed income portfolios (government securities portion only) have well out-performed its HSBC benchmark at .97%.

Following the positive momentum in the first quarter, the fixed income funds will tread cautiously as US economic recovery warrants policy adjustment, as the strength of the US dollar impacts capital flows, as oil supply and price levels stabilize, and as economic conditions improve in developed countries following liquidity stimulus. On the local front, markets to increasingly shift focus on political developments as 2016 election-related activities and issues heat up. Despite the near term risks, we remain optimistic on the Philippine Bond market underpinned by strong local fundamentals that will continue to attract global market liquidity to Investment grade credit with high returns while global policy rates largely remain low and accommodative.

Equities Market Review

Fund Management Review & Outlook for the Philippines (March 2015)

The PSEi returned to its winning ways in the first quarter of the year, rising 9.8% to close at 7,940. This was the fourth quarter-on-quarter gain in the last 5 quarters. Foreign buying totaled \$1.07 billion in the quarter. For perspective, this was 85% of the total net foreign buying figure for 2014. Daily volumes averaged P9.2 billion – 18% higher than the average for 2014.

Corporate News ALI, SM and URC (+81.2, +69.1 and +66.7 Index points respectively) led 24 Index gainers, while ICT, BLOOM and TEL (-16.7, -14.2 and -11.7 Index points respectively) led 6 losers.

Outlook

We continue to expect an acceleration in earnings growth this year – we see it returning to double-digit territory from 4.2% in 2014.

DISCUSSION OF FINANCIAL CONDITIONS

Financial Position (in Thousands of Pesos)

Interim (March 31, 2015)

Net assets as of March 31, 2015 was Php10,511,026 (total assets of Php10,555,008 less total liabilities of Php43,982). This figure is 7.77% higher/lower compared to December 2014's net assets of Php9,752,490.

NAVPS on March 31, 2015 was Php17.6913. This was 11.87% higher compared to the NAVPS on December 31, 2014 at Php15.8131.

FY 2014 vs. FY 2013

Net assets of 2014 was Php9,752,490 (total assets of Php10,015,456 less total liabilities of Php262,966). This figure was 35.7% higher compared to 2013's net assets of Php7,185,867.

NAVPS on December 31, 2014 was Php16.7825. This was 13.45% higher compared to the NAVPS on December 31, 2013 at Php14.7920

FY 2013 vs. FY 2012

Net assets for 2013 was Php7,185,867 (total assets of Php7,244,291 less total liabilities of Php58,424). This figure was 45% higher compared to 2012's net assets of Php5,085,995

NAVPS on December 31, 2013 was Php14.7920. This was 9% lower compared to the NAVPS on December 31, 2012 at NAVPS of Php16.2219.

Results of Operations (in Thousands of Pesos)

March 31, 2015

Net income for the period ending March 31, 2015 was Php518,540 (gross income of Php586,673 less operating expenses of Php61,903 less income taxes of Php8,230). This figure was 8.62 % lower compared to the same period last year's net income Php567,482

Earnings Per Share ("EPS") as of March 31, 2015 was Php0.8804 (net income of Php518,540 divided by 588,983,229 common shares). This was 20.4% lower compared to the same period last year's EPS of Php1.1066.

FY 2014 vs. FY 2013

Net income for the year ending 2014 was Php1,001,326 (gross income of Php1,242,576 less operating expenses of Php216,773 less income taxes of Php24,477). This figure was 216% lower compared to the same period last year's net income of (Php860,196).

FY 2013 vs. FY 2012

Net loss for 2013 was Php860,196 (gross income of Php181,045 less operating expenses of Php1,028,511 less income taxes of Php12,730). This figure was 198% lower compared to 2012's net income of Php874,703.

Loss Per Share for the year 2013 was Php 2.1396 (net loss of (Php860,196) divided by the weighted average number of 485,793 common shares (in thousands). This was 170% lower compared to 2012's Earnings Per Share of Php3.0558.

Material movements are set at (+/-5%). The table below summarizes the accounts with material and their corresponding explanations:

Accounts	2014	2013	Change in Amount	Change in %
Financial assets at fair value through profit or loss	7,383,487	6,481,302	902,185	13.92%
Loans and receivables	260,070	43,124	216,946	503.07%
Accrued income	34,539	10,666	-10,666	-100.00%
Other assets	1,696	1,584	112	7.07%
Accounts payable and accrued expenses	242,942	43,221	199,721	462.09%
Due to Philam Asset Management, Inc.	20,024	15,203	4,821	31.71%
Share premium	3,647,862	3,647,862	0	0.00%
Retained earnings	2,446,997	1,445,671	1,001,326	69.26%

Financial assets at fair value through profit or loss – The increase was due to higher assets under management which were primarily invested in listed equity securities during the year 2014.

Accrued Income – The increase was due to securities investments and term deposits as of year-end.

Other Assets – The increase was due to income tax receivable resulting from the expected coupon of corporate bonds held.

Accounts Payable & Accrued Expenses – The increase was due to the outstanding liabilities to various brokers as at December 31, 2014 and the increase of assets under management which was the basis in the management fee computation.

Share Premium – The share premium has stayed constant from 2013 to 2014.

Retained Earnings – The increase was due to Fund's incurred net gain for the year 2014.

Liquidity

There are no demands, commitments, events or uncertainties which will impair the liquidity of the fund. The Fund is mandated by SEC, through the Investment Company Act, to maintain at least 10% of its net assets to be invested at liquid assets (ICA Rule 35 – 1 p. d4). There are no events that triggered direct or contingent financial obligations that are material to the Fund. .

Material Transactions

There are no material off-balance sheet transactions, arrangements, obligations and other relationships of the Fund with unconsolidated entities or other persons created during the period. There are no known trends, events or uncertainties that have had or that are reasonably expected to have material favorable or unfavorable impact on net sales, revenues or income from continuing operations. PFI knows no events that will cause a material change in the relationship between costs and revenues.

The Fund, being subjected to mark-to-market revaluation, depends significantly on the market value fluctuations of listed stocks being held by it.

Recent Sales of Unregistered or Exempt Securities including Recent Issuances of Securities Constituting an Exempt Transaction - NONE

External Audit Fees

The following are the aggregate fees billed by the external auditors for each of the last two calendar years (in Php):

Year	Amount
2013	Php454,000
2014	Php470,000
Total	Php924,785

Note:

No tax fees were paid since there were no professional services rendered by Isla Lipana for tax accounting compliance, advice, planning and any other form of tax service.

Similarly, no other fees were paid for products and services provided by Isla Lipana. other than the regular annual audit report.

The following are the PFI Audit Committee's approval policies & procedures for the external auditor:

- Recommend to the Board the selection of the external auditor, who will be accountable to the Board and to the Audit Committee as representatives of the shareholders. The Board and the Audit Committee will consider the external auditor's independence, effectiveness, and the approval of the fees and other compensation to be paid to the external auditor. The Audit Committee should review and discuss with the accountants on an annual basis all significant relationships the accountants have with PFI to determine the accountants' independence.
- Review the performance of the external auditor and approve any proposed discharge of the external auditor when circumstances warrant.
- Periodically consult with the external auditor regarding internal controls and the fullness and accuracy of PFI's financial statements.
- The Audit Committee will actively engage the external auditor in dialogues regarding independence.
- Adhere to the following procedures for the approval of services by the external auditor:
 - The Audit Committee will annually approve the scope of, and fees payable for, the year-end audit to be performed by PFI's external auditor for the next calendar year.
 - PFI may not engage the external auditor for any services unless they are approved by the Audit Committee in advance of the engagement
 - If PFI wishes to engage the external auditor for any services, PFI will define and present to the Audit Committee specific projects and categories of the services to be provided, and fee estimates, for which the advance approval of the Audit Committee is required. The Audit Committee will review these requests and determine whether to pre-approve the engagement of the external auditor for the specific projects and categories of service.
 - PFI will report to the Audit Committee regarding the actual spending for these projects and services, compared to the approved amounts on a quarterly basis.
 - The Audit Committee Chairperson will report to the Audit Committee at each regularly scheduled meeting the nature and amount of any non-audit services that he has approved.

Corporate Governance

The evaluation system adopted by PFI to determine the level of compliance of the Board of Directors and top level management with its Manual of Corporate Governance is based primarily on the SEC Corporate Governance Self-Rating Form (CG-SRF).

PFI has undertaken the following measures to fully comply with the adopted leading practices on good corporate governance:

- Consider changes, improvements, or additions to current corporate disclosure procedures
- Implement processes for identifying items where timely corporate disclosure is necessary

Except for the required change in wordings mandated by SEC, PFI has no material deviations from its Manual of Corporate Governance since it filed its CG-SRF with the SEC on February 21, 2008.

Apart from the foregoing changes or improvements being considered for corporate disclosures, there are no plans to improve the current corporate governance of PFI.

Other Disclosures

- There were no disagreements with the former accountant, on any matter of accounting any financial disclosure.
- There were no known trends, events or uncertainties with material impact on liquidity and sales. Neither were there events that would trigger direct or contingent financial obligations that are material to the Fund, including any default or acceleration of an obligation.
- There were no material off-balance sheet transactions, arrangements or obligation (including contingent obligations) and other relationships of the company with unconsolidated entities or other persons created during the reporting period.
- There were no material commitments for capital expenditures.
- The realized and unrealized gains on stock and fixed income investments brought by market appreciation represent the significant element of income from continuing operations.

10. Mergers, Consolidations, Acquisitions and Similar Matters

PFI does not have any plans to merge or consolidate with any entity. Neither does it have any plans to acquire the securities of any other entity, any other going business, or the assets thereof. It does not have any plan to sell or transfer all or any substantial parts of its assets. Neither does it have any plans to dissolve or liquidate.

11. Acquisition or Disposition of Property

PFI does not own any real property and does not intend to acquire any real property.

12. Restatement of Accounts

PFI does not intend to restate any of its asset, capital or surplus accounts.

D. OTHER MATTERS

13. Action with Respect to Reports

PFI will submit the following to the stockholders for approval:

13.1 Minutes of the Annual Stockholders' Meeting held on November 14, 2014

13.2 Acts of the Board of Directors to be ratified:

13.2.1 Renewal of the Management and Distribution Agreement with PAMI as Fund Manager;

13.2.2 Approval of the Audited Financial Statements for the calendar year ended December 31, 2014

13.2.3 Appointment of the officers of PFI; and

13.2.4 Appointment of the various board committees of PFI

14. Matters Required to be Submitted and Amendment of Charter, By-laws or Other Documents

Change in Principal Address

The Board approved a resolution on April 1, 2014 to recommend to the stockholders the change of the principal address of PHFI from Metro Manila to 17/F Philam Life Head Office, Net Lima Bldg., 5th Ave. corner 26th St., Bonifacio Global City, Taguig 1634, amending for this purpose the Third Article of PHFI's Articles of Incorporation.

15. Other Proposed Action

There are no other proposed actions with respect to any matter not specifically referred to above.

16. Voting Procedures

Unless otherwise provided by law, each stockholder shall at every meeting of the stockholders, be entitled to one vote, in person or by proxy, for each share with voting rights held by such stockholder.

All elections and all questions, except as otherwise provided by law, shall be decided either by majority or 2/3 votes in accordance with the Corporation Code, of the stockholders present in person or by proxy entitled to vote thereat, a quorum (majority of the issued and outstanding capital stock having voting powers) being present.

Unless required by law, or demanded by a stockholder present in person or by proxy at any meeting and entitled to vote thereat, the vote on any question will not be by ballot, and will be conducted and counted by a raising of hands. In case of a vote by ballot, each ballot shall be signed by the stockholder voting in his name or by his proxy if there be such proxy, and shall state the number of shares voted by him. The Corporate Secretary of PFI will count the votes.

17. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

No person who has been a director or officer of PFI, or a nominee for election as a director of PFI, nor any of their associates, has a substantial interest in any matter to be acted upon at the Annual Stockholders' Meeting, other than the election of directors.

No director of PFI has informed it in writing that he or she intends to oppose any matter to be acted upon at the Annual Stockholders' Meeting.

UPON WRITTEN REQUEST OF ANY OF THE STOCKHOLDERS OF RECORD ENTITLED TO NOTICE OF, AND TO VOTE AT, THE MEETING, PFI SHALL FURNISH HIM WITH A COPY OF ITS ANNUAL REPORT ON SEC FORM 17-A WITHOUT CHARGE. ANY SUCH WRITTEN REQUEST SHOULD BE ADDRESSED TO:

PHILAM FUND, INC.
17/F Philam Life Head Office,
Net Lima Building, 5th Avenue corner 26th St.,
Bonifacio Global City, Taguig 1634
Philippines

PART II.

INFORMATION REQUIRED IN A PROXY FORM

1. Identification

The proxy solicitation is made by PHILAM FUND, INC. (the "Company"), represented by Mr. Ferdinand L. Berba, the President and Chief Executive Officer of Philam Asset Management, Inc. ("PAMI"), the Company's investment adviser. The proxy solicitation is in favor of Mr. Berba or in case of his non-attendance, the Chairman of the Annual Stockholders' Meeting chosen in accordance with the Company's By-Laws.

All costs and expenses incidental to the proxy solicitation will be borne, directly or indirectly, by the Company.

2. Instructions

- (a) The security holder is instructed to complete, and affix their signature on the attached form.
 - (i) If the securities are owned by two or more joint owners, the proxy form must be signed by all of the joint owners.
 - (ii) If the securities are owned in an "and/or" capacity, the proxy form must be signed by either one of the owners.
 - (iii) If the securities are owned by a corporation, association, partnership or unincorporated entity, the proxy form must be accompanied by a certification, signed by a duly authorized officer, partner or representative of such corporation, association, partnership or unincorporated entity that designates and empowers an authorized signatory to sign the proxy form pursuant to the constitutive documents or duly approved policies of such corporation, association, partnership or unincorporated entity for this particular purpose.
- (b) The security holder appoints Mr. Ferdinand L. Berba or in case of his non-attendance, the Chairman of the Annual Stockholders' Meeting, to represent and vote all shares registered in his or her name as proxy of the undersigned security holder.
- (c) The security holder shall clearly indicate the date of execution of the proxy form. A proxy form which is undated, post-dated, or which provides that it shall be deemed to be dated as of any date subsequent to the date on which it is signed by the security holder, shall not be valid.
- (d) The security holder shall sign the proxy form or have the form signed by a duly authorized representative, and file the same with the Corporate Secretary not later than 5:00 p.m. on July 17, 2015.
- (e) Retrieval and validation of all the proxy forms shall be administered by the Corporate Secretary and persons designated by the Corporate Secretary who shall be under his supervision and control from June 24 to July 27, 2015.

3. Revocability and Validity of Proxy

The proxy form in favor of the Company shall be irrevocable and shall be effective and valid for a period of five (5) years from the date of its execution. There is no formal procedure or limitation for the right of revocation of a proxy before it is exercised.

4. Persons Making the Solicitation

PFI is not soliciting any votes. Neither is PFI aware of any director who intends to oppose any action intended to be taken by PFI

5. Interest of Certain Persons in Matters to be Acted Upon

There is no person who has been a director, independent director, or nominee for election as director or independent director, or officer of the Company and, to the best knowledge of the Company, no associate of a director or independent director, or officer, or nominee for election as a director or independent director, or officer of the Company, at any time since the beginning of the last calendar year, has any substantial interest in any matter to be acted upon at the Annual Stockholders' Meeting, other than election to office.

PART III.

SIGNATURE PAGE

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 City of Taguig on June 23, 2015.

PHILAM FUND, INC.

By: FERDINAND L. BERBA
President and Chief Executive Officer
Philam Asset Management, Inc.

***PLEASE FILL UP AND SIGN THIS PROXY FORM AND RETURN OR FAX IMMEDIATELY TO:**

PHILAM ASSET MANAGEMENT, INC.
17th Floor Net Lima Building, 5th Avenue corner 26th Street, Bonifacio Global City, Taguig
Email: phi.philamasset@aia.com
Fax: (02) 5285093

STOCKHOLDER PROXY

The undersigned stockholder (the "Stockholder") of PHILAM FUND, INC. (the "Company"), hereby appoints: Ferdinand L. Berba, with full power of substitution and delegation, or, in case of his non-attendance, the Chairman of the Annual Stockholders' Meeting of the Company, chosen in accordance with the Company's By-Laws, as the Stockholder's proxy to represent the Stockholder and vote all shares registered in the Stockholder's name in the books of the Company and/or such shares as the Stockholder is authorized to represent and vote in the Stockholder's capacity as administrator, executor or attorney-in-fact, at the annual meeting of the stockholders to be held at the Legaspi 2 Function Room 2nd Floor, Makati Diamond Residences Legazpi Street, Legazpi Village, Makati City 1229 on July 23, 2015 at 2:00pm, and any adjournments and postponements thereof, as fully to all intents and purposes as the stockholder might or could do if present in person, hereby ratifying and confirming any and all actions to be taken during any said meetings and adjournments thereof for the purpose of acting on the following matters:

1. Election of Directors
 The security holder may withhold authority to vote for any nominee by striking out the name of the nominee. Please only check the box opposite the nominee you wish to elect.
 - Roberto De Ocampo
 - Arleen May Guevara
 - Reynaldo Geronimo
 - Armand Braun, Jr.
 - Meliton Salazar Jr.
 - Ferdinand L. Berba
 - Allan R. Santos

2. Approval of minutes of previous Annual Stockholders' Meeting held on November 14, 2014
 - For
 - Against
 - Abstain

3. Approval of Audited Financial Statements for the fiscal year ending December 31, 2014
 - For
 - Against
 - Abstain

4. Ratification and approval of the acts of the Board of Directors and Management since the last annual stockholders' meeting
 - For
 - Against
 - Abstain

5. Appointment of external auditor for 2015
 - For
 - Against
 - Abstain

6. Change in Principal Address of the Company and the amendment of its Articles of Incorporation
 - For
 - Against
 - Abstain

This proxy revokes and supersedes any previously executed proxy or proxies. This proxy shall be valid for a period of five (5) years from the date of its execution.

This proxy, when properly executed, will be voted in the manner as directed herein by the stockholder. If no direction is made, this proxy will be voted "For" the election of all nominees and for the approval of the matters stated above and for such other matters as may properly come before the meeting, including matters which the solicitors do not know a reasonable time before the solicitation are to be presented at the meeting, and those incidental to the conduct of the meeting, in the manner described in the information statement and/or as recommended by management or the board of directors.

Signed on this _____ day of _____, _____ in _____.

 (Signature of Stockholder or Stockholder's representative over printed name)