PUREGOLD

December 8, 2015

Securities and Exchange Commission
EDSA, Greenhills, Mandaluyong City

Attention: **Vicente Graciano P. Felizmenio, Jr.**
Director, Markets and Securities Regulation Department

Philippine Stock Exchange
Ayala Avenue, Makati City

Attention: **Janet Encarnacion**
Head, Disclosure Department

RE: **DEFINITIVE INFORMATION STATEMENT (SEC FORM 20-IS)**

Gentlemen:

Please see attached Definitive Information Statement (SEC FORM 20-IS) of Puregold Price Club, Inc. to be distributed to all stockholders of the Company as of December 14, 2015.

The Information Statement pertains to the "Proposed Amendment" to the Second Article (Secondary Purpose) of the Articles of Incorporation of the Company to be submitted to the votes of stockholders of record as of December 14, 2015 by written assent in accordance with Section 16 of the Corporation Code of the Philippines.

The "Proposed Amendment" pertains to the inclusion in the Secondary Purpose of the Company the following business activity:

> **"To act as Remittance Agent that offers to remit, transfer, or transmit money on behalf of any person to another person and/or entity as defined in Bangko Sentral ng Pilipinas Circular No. 471, Series of 2005."**

Thank you.

Very truly yours,

Atty. Candy H. Dacanay-Datuon
Assistant Corporate Secretary

No. 900 D. Romualdez St., Paco, Manila, Philippines, 1007
Tel.: (632) 522-88-01 to 04 Telefax: (632)523-3055

COVER SHEET

A 1 9 9 8 1 3 7 5 4

SEC Registration Number

PUREGOLD PRICE CLUB, INC.

(Company's Full Name)

NO. 900 ROMUALDEZ ST., PACO,
MANILA

(Business Address: No. Street City/Town/Province)

CANDY DACANAY-DATUON

(Contact Person)

(02) 523-3055

(Company Telephone Number)

1 2	3 1	SEC FORM 20-IS	0 5	1 2
Month	Day	(Form Type)	Month	Day

(Secondary License Type, If Applicable)

Dept. Requiring this Doc

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowing

Domestic

Foreign

SEC Personnel concerned

File Number

LCU

Document ID

Cashier

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS

INFORMATION SHEET

PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

Check the appropriate box:
[ ] Preliminary Information Statement
[x] Definitive Information Statement
[ ] Additional Materials

Name of Registrant as specified in its charter:
PUREGOLD PRICE CLUB, INC.

Province, country or other jurisdiction of the Company or organization:
MANILA, PHILIPPINES

SEC Identification Number:**A199813754**

BIR Tax Identification Code:**201-277-095**

Address of principal office: **NO. 900 ROMUALDEZ ST., PACO, MANILA**

Registrant's telephone number, include area code: **(632) 822-8801 to 04; (632) 523-3055**

Date, time and place of the meeting of security holders: **NOT APPLICABLE**

Approximate date on which the Information Statement (including Proxy Form and other solicitation materials) are first to be sent or given to security holders: **December 21, 2015**

Name of Person Filing the Statement / Solicitor: **PUREGOLD PRICE CLUB, INC.**
Address: **2/F TABACALERA BUILDING, 900 ROMUALDEZ ST., PACO, MANILA**
Telephone No.: **(632) 882-8801 TO 04; (632) 523-3055**

Securities registered pursuant to Sections 8 and 12 of the Code (information on number of shares and amount of debt is applicable only to corporate registrants):
Authorized Capital Stock: **₱3,000,000,000 at ₱1.00 par value per share**
No. of shares outstanding as of November 15, 2015– **2,765,881,406 common shares**
No. of Votes Entitled: **One (1) vote per share**

Are any or all of registrant's securities listed on a Stock Exchange:
Yes [✓] No [ ]
If yes, disclose the name of such Stock Exchange:
Philippine Stock Exchange
And the class of securities listed therein: **Common** shares

November 26, 2015

Dear Shareholder:

On November 2, 2015, your Board of Directors approved the Amendment of the Second Article in the Articles of Incorporation of Puregold Price Club, Inc. to include in its Secondary Purpose the following business activity:

> **"To act as Remittance Agent that offers to remit, transfer, or transmit money on behalf of any person to another person and/or entity as defined in Bangko Sentral ng Pilipinas Circular No. 471, Series of 2005."**

Last July 12, 2015, Puregold and Globe launched "PurePadala" project. "PurePadala" is similar to an international remittance that can be used to purchase items like groceries, airtime load and can even pay bills at POS terminals in any Puregold banches.

The steady demand of Filipino manpower overseas and their increasing remittance every year inspired Puregold to initiate "PurePadala" and support the project with adequate software infrastructure, technical competence and the necessary authority from Philippine regulatory agency, particularly, the Bangko Sentral ng Pilipinas.

Moving forward, Puregold intends to enhance and innovate this current partnership with Globe, and even expand its reach to as many overseas Filipinos around the world.

Philippine Government requires a special permit for this business activity and one of the conditions is the inclusion in the Company's Articles of Incorporation the purpose to act as a Remittance Agency in accordance with Bangko Sentral ng Pilipinas Circular No. 471 Series of 2005.

We hope to receive your affirmative vote on this proposed amendment. Enclosed herewith is the form in which you may indicate your vote and submit to the address below not later than **January 10, 2016:**

THE CORPORATE SECRETARY
Puregold Price Club, Inc.
No. 900 Romualdez St., Paco, Manila
Philippines 1007

Thank you very much.

Very truly yours,

PUREGOLD PRICE CLUB, INC.

By:

FERDINAND VINCENT P. CO
President

INFORMATION STATEMENT

GENERAL INFORMATION

Written Assent of Stockholders

Puregold Price Club, Inc. (the "Company") is submitting the "Proposed Amendment" to the Second Article (Secondary Purpose) of the Articles of Incorporation of the Company to the stockholders for their approval by written assent in accordance with Section 16 of the Corporation Code of the Philippines. No stockholders' meeting will be held for this purpose.

The Company's mailing address is **No. 900 Romualdez St., Paco, Manila, Philippines 1007.**

The Information Statement and the Written Assent Form will be sent to all stockholders on or before December 21, 2015 to all stockholders of record as of **December 14, 2015**.

Dissenters' Right of Appraisal

The "Proposed Amendment" to the Articles of Incorporation of the Company will not entitle any shareholder of the Company to exercise his appraisal right as provided under Section 81, Title X of the Corporation Code of the Philippines.

Interest of Certain Persons in Matters to be Acted Upon

No current director or officer nor any associate thereof of the Corporation has any substantial interest, direct or indirect, by security holdings or otherwise in the matter being submitted for the written assent of the stockholders of the Company.

No director of the Company has given information that he intends to oppose the "Proposed Amendment".

CONTROL AND COMPENSATION INFORMATION

Voting Securities and Principal Holders Thereof

As of November 15, 2015, the Company has the following outstanding common shares: 2,765,881,406. Each share is entitled to one (1) vote. All stockholders of record as of December 14, 2015 are entitled to vote on the "Proposed Amendment".

Section 16 of the Corporation Code of the Philippines provides that the Articles of Incorporation of the Company may be amended by majority vote of the board of directors and the vote or written assent by stockholders representing at least two-thirds of the outstanding capital stock of the Company.

Security Ownership of Certain Record and Beneficial Owners

Owners of more than 5% of the Company's common shares, as of November 15, 2015, are as follows:

Title of Class	Name, Address of record owner	**Relationship with the Company**	**Name of Beneficial Owner and Relationship with Record Owner**	Citizenship	**Number of shares held**	**Percent**

Common	Cosco Capital, Inc. No. 900 Romualdez St., Paco, Manila	Stockholder		Filipino	1,410,867,188	51%
Common	Lucio L. Co, No. 22 Pili Avenue, South Forbes Park, Makati City	Stockholder	Direct and Indirect	Filipino	211,088,022	7.63%
Common	Susan P. Co No. 22 Pili Avenue, South Forbes Park, Makati City	Stockholder	Direct and Indirect	Filipino	178,242,585	6.44%
Common	PCD Nominee Corp. (Non Filipino)	Stockholder	Indirect	Non-Filipino	641,621,846	23.19%
Common	PCD Nominee Corp. (Filipino)	Stockholder	Indirect	Filipino	260,609,547	9.42%

In the table below are the holdings of the Directors and Executive Officers of the Company as of November 15, 2015:

Title of Class	Name of Beneficial Owner	Nature of beneficial ownership	Citizenship	Number of shares	Percent of Outstanding Voting Shares
Common	Lucio L. Co	Direct	Filipino	211,088,022	7.63%
Common	Susan P. Co	Direct	Filipino	178,242,585	6.44%
Common	Leonardo B. Dayao	Direct	Filipino	739,925	0.027%
Common	Ferdinand Vincent P. Co	Direct	Filipino	26,709,460	0.97%
Common	Pamela Justine P. Co	Direct	Filipino	26,709,460	0.97%
Common	Edgardo G. Lacson	Direct	Filipino	1	0.00000%
Common	Marilyn V. Pardo	Direct	Filipino	1	0.00000%

Voting Trust Holders of 5% or More

To the extent known to the Company, there is no person or group of persons holding more than 5% of the common shares by virtue of a voting trust or similar agreement as there has been no voting trust agreement which has been filed with the Company and the Securities and Exchange Commission.

Changes in Control

There have been no arrangements that have resulted in a change in control of the Company during the period covered by this report.

AMENDMENT OF ARTICLES OF INCORPORATION

On November 2, 2015, the Board of Directors approved the Amendment of the Second Article in the Articles of Incorporation of Puregold Price Club, Inc. to include in its Secondary Purpose the following business activity:

> **"To act as Remittance Agent that offers to remit, transfer, or transmit money on behalf of any person to another person and/or entity as defined in Bangko Sentral ng Pilipinas Circular No. 471, Series of 2005."**

Currently, Puregold is operating "PurePadala" project with Globe G-Cash. "PurePadala" is similar to an international remittance that can be used to purchase items like groceries, airtime load and can even pay bills at POS terminals in any Puregold branches.

The steady demand of Filipino manpower overseas and their increasing remittance every year inspired Puregold to initiate "PurePadala" and support the project with adequate software infrastructure, technical competence and the necessary authority from Philippine regulatory agency, particularly, the Bangko Sentral ng Pilipinas.

Puregold intends to enhance and innovate this current partnership with Globe G-Cash, and even expand its reach to as many overseas Filipinos around the world.

Philippine Government requires a special permit for this business activity and one of the conditions is the inclusion in the Company's Articles of Incorporation the specific purpose to act as a Remittance Agency.

FINANCIAL AND OTHER INFORMATION

The Audited Consolidated Financial Statements of the Company for the year ending December 31, 2014 and the unaudited financial statements for the period ended September 30, 2015 were already submitted to the Securities and Exchange Commission through SEC Form 17-A and 17-Q dated April 15, 2015 and November 12, 2015.

VOTING PROCEDURES

The written assent of the shareholders representing at least two-thirds of the outstanding capital stock of the Company shall be required for the approval of the "Proposed Amendment" in the Second Article of the Articles of Incorporation.

Stockholders as of December 14, 2015 shall be entitled to one vote for each share of stock recorded in the Stock and Transfer Books of the Company. In accordance with Section 16 of the Corporation Code of the Philippines, votes may be taken through written assent of the stockholders representing at least two-thirds of the outstanding capital stock of the Company.

A Written Assent Form will be sent to stockholders together with the Information Statement. It must be signed by the stockholder or by his duly authorized representative. The Written Assent Form must be accompanied with proxy instrument duly executed by the stockholder in favor of his representative or, in case of Corporation/Association/Partnership stockholder, a Board Resolution issued by the Corporate Secretary authorizing a representative.

Duly accomplished Written Assent Form together with the proxy and/or board resolution must be submitted to the Office of the Corporate Secretary, Puregold Price Club, Inc., No. 900 Romualdez St., Paco, Manila, Philippines on or before **JANUARY 10, 2016.**

The counting of votes based on the number of shares of valid Written Assent Form will be conducted by the Corporate Secretary and the Stock Transfer Agent, BDO Trust and Investments Group, at the Office of the Corporate Secretary, Puregold Price Club, Inc., No. 900 Romualdez St., Paco, Manila, Philippines.

UNDERTAKING

Upon the written request of the stockholder, the Company undertakes to furnish such stockholder with copy of the SEC 17-A and 17-Q without any fee.

Stockholder may sent their request to the Office of the Corporate Secretary, Puregold Price Club, Inc., No. 900 Romualdez St., Paco, Manila, Philippines, 1007.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and behalf, I certify that the information set forth in this report are true, complete and correct.

December 8, 2015, City of Manila.

PUREGOLD PRICE CLUB, INC.

By:

ATTY. CANDY H. DACANAY-DATUON
Assistant Corporate Secretary

WRITTEN ASSENT FORM

In the matter of the "Proposed Amendment/Inclusion", as stated below, in the Second Article (Secondary Purpose) of the Articles of Incorporation of Puregold Price Club, Inc.

> **"To act as Remittance Agent that offers to remit, transfer, or transmit money on behalf of any person to another person and/or entity as defined in Bangko Sentral ng Pilipinas Circular No. 471, Series of 2005."**

as set out in the Information Statement dated November 26, 2015 and December 8, 2015, the undersigned shareholder hereby vote as follows:

_____ **IN FAVOR OF THE AMENDMENT**

_____ **AGAINST THE AMENDMENT**

_____
NUMBER OF SHARES AS OF RECORD DATE

_____
PRINTED NAME OF THE STOCKHOLDER

_____
SIGNATURE OF THE STOCKHOLDER OR
THE AUTHORIZED REPRESENTATIVE