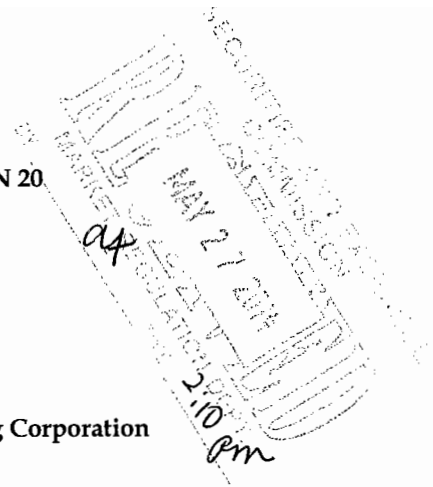


SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS
INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE



1. Check the appropriate box:

- Preliminary Information Statement
 Definitive Information Statement

2. Name of Registrant as specified in its charter: **Steniel Manufacturing Corporation**

3. Province, country or other jurisdiction of incorporation or organization: **Manila, Philippines**

4. SEC Identification Number: **23736**

5. BIR Tax Identification Code: **000-099-128**

6. Address of Principal Office/Postal Code: **Gateway Business Park, Brgy. Javalera
 General Trias, Cavite City**

7. Registrant's telephone number, including area code: **(046) 433-00-66**

8. Date, time and place of the meeting of security holders:

**June 20, 2014, Friday, at 1:00 p.m.
 Gateway Business Park, Brgy. Javalera
 General Trias, Cavite City**

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

10. Securities registered pursuant to Sections 8 and 12 of the Securities Regulation 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	1,000,000,000

11. Are any or all of registrant's securities listed on 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

STENIEL MANUFACTURING 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 (THE "ANNUAL MEETING")**

- (a) Date: **June 20, 2014, Friday**
Time: **1:00 p.m.**
Place: **Gateway Business Park, Brgy. Javalera
General Trias, Cavite City**

Principal office: **Gateway Business Park, Brgy. Javalera
General Trias, Cavite**

- (b) Approximate date on which copies of the Information Statement are first to be sent or given to Security Holders:

May 28, 2014

ITEM 2. DISSENTERS' RIGHT OF APPRAISAL

There is no matter to be presented for stockholders' approval during the Annual Meeting that may occasion the exercise of the right of appraisal.

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, or any nominee for election as director, nor any of their associates, has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon in the meeting, other than election to office.

No director of the Company has informed the Company in writing that he intends to oppose any action to be taken by the Company at the Annual Meeting.

B. CONTROL AND COMPENSATION INFORMATION

ITEM 4. VOTING SECURITIES AND PRINCIPAL HOLDERS THEREOF

- (a) Voting securities entitled to vote at the Annual Meeting:

As of May 21, 2014, there are 1,000,000,000 shares of the Company's common stock outstanding and entitled to vote at the Annual Meeting. One share is equivalent to one vote except in the election of directors where one share is entitled to as many votes as there are directors to be elected.

- (b) Record Date

Only holders of the Company's stock of record at the close of business on **May 21, 2014** (the "Record

Date”) acting in person or by proxy on the day of the meeting are entitled to vote at the Annual Meeting to be held on **June 20, 2014**.

(c) Election of directors and voting rights (Cumulative Voting)

Each stockholder may vote the number of shares of stock outstanding in his own name as of Record Date for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit; provided, that the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the Company multiplied by the whole number of directors to be elected. No delinquent stock shall be voted. Cumulative voting is allowed for election of members of the Board.

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

(1) Security Ownership of Certain Record and Beneficial Owners

The table below shows persons or groups known to the Company as of May 21, 2014 to be directly or indirectly the record or beneficial owner of more than 5% of the Company’s voting securities:¹

Title of Class	Name, Address, Citizenship of Record Owner & Relationship with Issuer	Name of Beneficial Owner And Relationship with Record Owner	No. of Shares Held	% of Ownership
Common	Steniel (Netherlands) Holdings ² B. V Strawinskylaan 3105 Atrium, 1077 ZX Amsterdam, The Netherlands <i>Registered Stockholder</i>	Same as record holder	720,848,912	72.08%
Common	Roxburgh Investments Limited (British Virgin Islands) <i>Registered Stockholder</i>	Same as record holder	123,817,953	12.38%
Common	PCD Nominee Corporation ³ 6th Flr. Makati Stock Exchange,	Philippine Central Depository, Inc. Various Participants	86,106,583	8.61%

¹ Based on records of the stock transfer agent, Stock Transfer Service, Inc. (List of top 100 stockholders as of May 21, 2014).

² Steniel (Netherlands) Holdings B.V. (“Steniel Netherlands”) is a corporation organized and existing under the laws of Netherlands.

³ PCD Nominee Corporation is a wholly-owned subsidiary of the Philippine Central Depository, Inc. (“PCD”). It is the registered owner of the shares in the books of the Corporation’s stock and transfer agent. The beneficial owners of such shares are PCD’s participants, who hold the shares on their own behalf or on behalf of their clients. PCD is a private company organized by major institutions actively participating in Philippine capital markets to implement the automated book-entry system of handling securities transactions in the Philippines.

Title of Class	Name, Address, Citizenship of Record Owner & Relationship with Issuer	Name of Beneficial Owner And Relationship with Record Owner	No. of Shares Held	% of Ownership
	6767 Ayala Ave., Makati City <i>Registered Stockholder</i>			

The Company's parent company is Steniel (Netherlands) Holdings B.V. which owns 72.08% of the common shares of the Corporation.

On October 15, 2010, SMC issued to Roxburgh Investments Limited 123,817,953 common shares of stock out of its authorized but unissued capital stock.

(2) *Security Ownership of Management*

As of May 21, 2014, the security interest of directors and management is as follows:

Name and Address of Beneficial Owner	Position	Title of Class	Amount/ Nature of Ownership	% of Ownership
Nixon Y. Lim Gateway Business Park Brgy. Javalera, Gen. Trias, Cavite	Chairman	Common	1(R)	nil
Delma P. Bermundo 27-A Jaime St., Carmel I Subdivision Project 6, Quezon City	Director/ President/CEO	Common	1 (R)	nil
Eliza C. Macuray 303 B. Malapantao St., Mandaluyong City	Director/Vice President/CFO	Common	1 (R)	nil
Roberto Roman V. Andes No. 5 Orchid Road, Buhangin, Davao City	Independent Director	Common	1 (R)	nil
Kenneth George D. Wood 194 Limasawa Extension Salapungan, Angeles City	Independent Director	Common	1 (R)	nil
Mia M. Ormita Suite 2401 The Orient Square F. Ortigas, Jr. Road Ortigas Center, Pasig City	Director/ Corporate Secretary	Common	1 (R)	nil
Esteban C. Ku Gateway Business Park Brgy. Javalera, Gen. Trias, Cavite	Director	Common	1 (R)	nil
Directors and officers as a group		Common	7	nil

Directors and officers as a group hold a total of 7 shares, equivalent to approximately 00.00% of the Company's issued and outstanding capital stock.

(e) Voting Trust Holders of 5% or more

The Corporation is not aware of any voting trust or similar agreement where persons hold 5% or more of a class.

(f) Changes in Control

There was no change of control in the Corporation the past year. The Corporation is not aware of any arrangements which may result in a change of control.

ITEM 5. DIRECTORS AND EXECUTIVE OFFICERS

(a) The Board of Directors

The Board is responsible for the overall management and direction of the Company. The Board meets to review and monitor the Company's financial position and operations. Each Board member serves for a term of one year or until his successor is duly elected and qualified. None of the members of the Board owns more than 2% of the total outstanding shares of the Company.

The following are the members of the Board:

Office	Name	Age	Nationality
Chairman	Nixon Y. Lim	42	Filipino
Director/President/CEO	Delma P. Bermundo	52	Filipino
Director/Vice President/CFO	Eliza C. Macuray	55	Filipino
Director	Esteban Ku	47	Filipino
Independent Director	Kenneth George D. Wood	55	Filipino
Independent Director	Roberto Roman V. Andes	58	Filipino
Director	Mia M. Ormita	37	Filipino

Set forth below are the business experience of the Board during the last five (5) years:

Nixon Y. Lim is currently the President of Green Siam Resources Corporation. Prior to this, he has had work experience in the packaging business particularly in the fields of sales, marketing, manufacturing and finance. He holds a degree in BS Physics from the De La Salle University, Manila, having graduated in 1992.

Delma P. Bermundo received her Doctor of Philosophy in Management, graduating with *Meritissimus* honors, and her Master in Business Administration, graduating with *Meritissimus* honors, from the De la Salle Araneta University. She received her Bachelor of Science in Commerce, Major in Accounting, from the University of Nueva Caceres, Naga City. She has been serving as a tax Consultant for Greenstone Packaging Corporation, Greenkraft Corporation, Greencycle Corporation, Bigred Eagle Corporation, Lamitek Systems, Inc., SCG Trading Philippines, Inc., SCG Marketing Philippines, Inc. and Greensiam Resources Corporation for the past several years. Before that, she was the Accounting Head for Polytower General Marketing for 1994 to 1996.

Eliza C. Macuray received her Bachelor of Science in Commerce, major in Accounting, from Arellano University. Prior to her joining Container Corporation of the Philippines, her previous work experience was with United Pulp and Paper Co., Inc. for more than 2 decades, where she gained her extensive experience in the paper business, particularly in finance with focus on tax matters. She also served as Accountant to Orange Performance Techniques Inc. She is currently the Comptroller of Container Corporation of the Philippines.

Esteban Chu Ku holds a degree in Bachelor of Science Major in Chemical Engineering from the University of San Carlos in Cebu City, where he graduated from in 1988. From 1989-1992, he was a production supervisor for International Pharmaceutical, Inc. in Xiamen, China. He has since focused on the packaging business, having gained extensive experience in plant operations, sales and marketing and finance. Mr. Ku is currently the Managing Director of Corbox Corporation and Pakmaster Packaging Co.

Kenneth George D. Wood received his Bachelor of Science in Commerce, Major in Accounting, graduating with *Magna cum Laude* honors. He has been a certified public accountant since 1981. He has advised investors extensively on taxation aspects of doing business in the Philippines, especially at Clark Special Economic Zone. He was previously the Head of the Raw Materials Department and Cost Accountant for Container Corporation of the Philippines and Officer-in-Charge of the Management Information Systems Department of the Clark Development Corporation.

Roberto Roman V. Andes holds a degree in Bachelor of Science, major in Accounting, from the Far Eastern University, where he graduated from in 1976. He also holds a Masters in Management (Major in Industrial Relations) from the School of Labor and Industrial Relations of the University of the Philippines-Mindanao, which he attained in 1999. From 1977 to 1981, he was an external auditor of Price Waterhouse/Joaquin Cunanan & Co. He held the Branch Manager position at the Butuan and Davao branches of Marsman & Company, Inc. (from 1990 to 1997) and the Davao Branch of Zuellig Incheape, Inc. (from 1999 to 2000). He was also the Operations Manager (from 2000 to 2007), Senior Operations Manager (from 2007 to 2009) and Logistics Consultant (from January to April 2010) of IDS Logistics (Philippines), Inc. He served as the Senior Assistant VP - Luzon of Fastcargo Logistics Corporation, Inc. from June 2010 to July 2011. Thereafter, he was appointed as the General Manager of Filipinas Port Services, Inc. for the period from August 16, 2011 to April 15, 2012. Most recently, he was the Logistics Division Head of Sumifru (Phils.) Corporation, Inc. for the period from April 2012 to December 2012.

Mia M. Ormita is currently a senior associate of the firm Martinez Vergara Gonzalez & Serrano. She received her Juris Doctor degree from the Ateneo de Manila Law School in 2003, and her Bachelor of Arts in Political Science, Minor in Japanese Studies degrees from the Ateneo de Manila University in 1997. She was admitted to the Philippine Bar in 2004 and to the New York State Bar in 2013.

Nomination of Directors for 2014-2015

The directors of the Company elected at the Annual Meeting are to hold office for one (1) year and until their respective successors have been elected and qualified.

Currently, the following are the nominees to the Board of Directors:

1. Nixon Y. Lim
2. Delma P. Bermundo
3. Eliza C. Macuray
4. Esteban C. Ku
5. Mia M. Ormita
6. Kenneth George D. Wood (Independent Director)
7. Roberto Roman V. Andes (Independent Director)

The business experience of the foregoing nominees for the past five (5) years are provided above.

The Board has no reason to believe that any of the aforesaid nominees will be unwilling or unable to serve if elected as a director.

The Nominations Committee nominated Messrs. Wood and Andes for the position of independent director.

The matter of the nomination and election of Independent Directors form part of a set of guidelines for the Nomination Committee. These guidelines define qualifications, disqualifications and procedures for the screening and short listing of candidates nominated to the Board.

The members of the Nomination Committee are as follows:

- | | | | |
|----|------------------------|---|----------|
| 1. | Eliza C. Macuray | - | Chairman |
| 2. | Delma P. Bermundo | - | Member |
| 3. | Kenneth George D. Wood | - | Member |

For this Annual Meeting, the Nomination Committee has screened and evaluated the candidates for Independent Director, using the aforementioned guidelines, pertinent provisions of the Company's Manual on Good Corporate Governance, its By-Laws and relevant rules under the SRC and the SRC Rules.

(b) The Executive Officers

The Company's executive officers are likewise elected annually by the Board and serve for one year and until their respective successors have been elected. None of the officers of the Company own more than two percent (2%) of the total outstanding shares of the Company.

The Company's executive officers are Ms. Delma P. Bermundo, President & CEO, and Ms. Eliza C. Macuray, Vice President & CFO. Their respective age, nationality and business experience are provided above.

(c) Family Relationships

None of the directors, executive officers of the Company or persons nominated to the board of directors are related up to the fourth (4th) civil degree.

(d) Independent Directors

None of Messrs. Kenneth George D. Wood or Roberto Roman V. Andes, the incumbent Independent Directors of the Company, is an officer or a substantial shareholder of the Company.

(e) Executive Officers and Significant Employees

The business experience of Ms. Bermundo and Ms. Macuray are provided above.

(f) Warrants and Options Outstanding

There are no warrants or options granted by the Company to any of its directors or executive officers.

(g) Involvement of Directors and Officers in Legal Proceedings

Except as otherwise disclosed herein, the Company is not aware of: (a) any bankruptcy petition filed by or against any business of which any director or executive officers was a general partner or executive officer either at the time of bankruptcy or within two (2) years prior to that time; (b) any conviction by final judgment of any director or senior executive in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, of any director, executive officer or person nominated to be a director; (c) any director or senior executive 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 such director's or executive officer's involvement in any type of business, securities, commodities or banking activities.

(h) Certain Relationships and Related Transactions

Transactions with related parties in the day-to-day course of business include inter-company⁴ sale and/or transfer of basic raw materials, work-in-progress inventory, finished goods, and equipment. Related party transactions are always at arms-length.

(i) Disagreement with a Director

No director has resigned or declined to stand for re-election to the Board since the date of the last annual stockholders' meeting because of a disagreement with the Company on any matter relating to the Company's operations, policies or practices.

ITEM 6. COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

Please refer to the table below for a summary of the compensation received by the following executive directors: (a) Delma P. Bermundo - Director, President and CEO, and (b) Eliza C. Macuray - Director, VP and CFO:

Aggregate Amount of Salaries and Bonuses				
Year	Salary	Bonus	Other Compensation	TOTAL
2010	2,706,600	0	0	2,706,600
2011	2,745,600	0	0	2,745,600
2012	2,745,600	0	0	2,745,600
2013	1,189,470	0		1,189,470
Aggregate Amount of Estimated Compensation for 2013				
Year	Salary	Bonus	Other Compensation	TOTAL
2014	1,750,000	0		1,750,000

No other directors and executive officers are receiving compensation.

The Company's By-Laws provide that directors as such shall receive compensation for their services as may be approved by stockholders representing at least a majority of the outstanding capital stock. During the current year, the stockholders did not pass any resolution authorizing payment of compensation to the Corporation's directors. However, directors may receive per diem allowances for their attendance at meetings of the board of directors.

The executives are engaged under standard terms and conditions and can be terminated for appropriate cause. These standard terms and conditions are based on what is required by the law. The standard terms and conditions include, among others: (a) a monthly basic salary including any sum receivable as director's fees or other remuneration from any subsidiary; (b) a monthly office subsidy fund; (c) reimbursement for all reasonable expenses properly incurred in the course of his employment; (d) deductions, to the extent permitted by Philippine Labor Laws, from the executive's remuneration of moneys due from him to the Corporation or any subsidiary. The following is a summary of the benefits received by the executives of the Company:

⁴ Pertaining to transactions within the Steniel Group.

COMPANY CAR	:	Eligibility to enroll in the company car plan program or its cash equivalent.
VACATION LEAVE	:	12 days per year with carry over of unused to the next year. Unused balances convertible to cash up to a maximum of 7days annually.
SICK LEAVE	:	14 days per year. Unused balances convertible to cash.
LIFE INSURANCE	:	24 months with AD & D provision subject to existing plan terms and condition.
HOSPITALIZATION	:	Based on applicable Company health insurance policy.
PERFORMANCE BONUS	:	0 TO 50% of annual pay as determined by the Board on company's overall performance goals.
STOCK OPTION	:	Eligibility to contribute to the management incentive share purchase plan.

The standard terms and conditions in the executive employment contracts also include provisions on vacation leave with full pay, provisions on confidentiality of any trade secrets or confidential information relating to or belonging to the Corporation or any subsidiary, and with respect to post-termination obligations on the part of the executive, provisions on non-competition, non-solicitation of customers, and non-solicitation of employees.

ITEM 7. INDEPENDENT PUBLIC ACCOUNTANTS

The auditing firm of Manabat Sanagustin & Co., CPAs is being recommended for appointment as external auditor for the current year. Following the appointment of Manabat Sanagustin & Co., CPAs at the last annual shareholders' meeting held on December 26, 2013, it is reasonably believed that it will not decline to be appointed.

A representative of Manabat Sanagustin & Co., CPAs is expected to be present at the stockholders' meeting and shall be allowed to make any statement related to the financial report if he desires to do so, as well as to respond to appropriate questions from the security holders.

Pursuant to SRC Rule 68, Paragraph 3(b)(iv) (Rotation of External Auditors) of the SRC Rules, the Company engaged Mr. Wilfredo Z. Palad of Manabat Sanagustin & Co., CPAs, for the examination of the Company's financial statements for the year 2013. The Company is compliant with the rotation requirement of its external auditor's certifying partner as required under SRC Rule 68 (3)(b)(iv).

Audit and Audit-Related Fees

The aggregate fees billed for each of the last two (2) fiscal years for professional services rendered by the external auditor was Php550,000.00 for the year 2013, and Php1,650,000.00 for the year 2012. These fees cover services rendered by the external auditor for audit of the financial statements of the Company and other services in connection with statutory and regulatory filings for fiscal years 2013 and 2012.

Tax Fees and Other Fees

For the last two (2) fiscal years, no other fees were paid to Manabat Sanagustin & Co., CPAs, or to Isla Lipana & Co., the previous external auditor.

It is the Company's policy to present audit findings to its Audit Committee which reviews and makes recommendations to the Board on actions to be taken thereon. The Board of Directors passes upon and approves the Audit Committee's recommendations.

The members of the Audit Committee are as follows:

Kenneth George D. Wood	-	Chairman
Delma P. Bermundo	-	Member
Eliza C. Macuray	-	Member

Under the Company's Revised Manual on Good Corporate Governance, the Audit Committee is mandated to, prior to the commencement of the audit, discuss with the external auditor the nature, scope and expenses of the audit scope, and ensure proper coordination if more than one audit firm is involved in the activity to secure proper coverage and minimize duplication of efforts. Further, the Audit Committee is tasked to evaluate and determine the non-audit work, if any, of the external auditor, and review periodically the non-audit fees paid to the external auditor in relation to their significance to the total annual income of the external auditor and to the Corporation's overall consultancy expenses. The Audit Committee shall disallow any non-audit work that will conflict with his duties as an external auditor or may pose a threat to his independence.

ITEM 8. COMPENSATION PLANS

No action is to be taken with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed,

C. ISSUANCE AND EXCHANGE OF SECURITIES

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

Not applicable.

ITEM 10. MODIFICATION OR EXCHANGE OF SECURITIES

Not applicable.

ITEM 11. FINANCIAL AND OTHER INFORMATION

The interim unaudited financial statements for the period ended March 31, 2014 and the audited consolidated financial statements of the Company for the period ended December 31, 2013 are attached as Annexes B and C hereof. Management's Discussion and Analysis of Operations is incorporated in the Management Report.

Representatives of the Company's current external auditor, Manabat Sanagustin & Co., CPAs, are expected to be present at the Annual Meeting, and they will have the opportunity to make a statement if they desire to do so and are expected to be available to respond to appropriate questions from the stockholders. The Company has had no material disagreement with Manabat Sanagustin & Co., CPAs on any matter of accounting principle or practices or disclosures in the Company's financial statements.

ITEM 12. MERGERS, CONSOLIDATIONS, ACQUISITIONS AND SIMILAR MATTERS

Not applicable.

ITEM 13. ACQUISITION OR DISPOSITION OF PROPERTY

Not applicable.

ITEM 14. RESTATEMENT OF ACCOUNTS

The Company is not taking any action, which involves the restatement of any of its assets, capital or surplus account.

D. OTHER MATTERS

ITEM 15. ACTION WITH RESPECT TO REPORTS AND OTHER PROPOSED ACTION

There is no action to be taken with respect to any report of the Company or of its directors, officers or committees, except the approval of the minutes of the previous annual meeting of its security holders.

Other proposed actions include approval of the Annual Report and audited consolidated financial statements of the Company for the period ended December 31, 2013, and ratification of acts, investments, proceedings and resolutions of the Board, and the acts of the officers, management and Board committees since the date of the last annual meeting which were entered into or made in the ordinary course of business, the significant acts and transactions of which are covered by appropriate disclosures with the PSE and SEC and would include the following:

Date of Board Meeting	Action Taken
January 23, 2013	Approval of Revised Manual on Good Corporate Governance
May 8, 2013	Postponement of the annual stockholders' meeting to a later date to be determined by the Board.
August 12, 2013	Withdrawal of the Application for 2-Way Merger of the Company and TPC.
November 12, 2013	Setting of annual stockholders' meeting on December 26, 2013 and the Record Date on November 26, 2013.
December 27, 2013	Sale of 9.25 million common shares in Steniel Mindanao Packaging Corporation to Greenkraft Corporation, Corbox Corporation, Goldenbales Corporation, Rex Chua and Clement Chua

The approval of the minutes of the last annual stockholders' meeting held on December 26, 2013, a copy of which is attached as **Annex A** hereof, the Annual Report and audited consolidated financial statements for the period ended December 31, 2013, and ratification of all acts, proceedings and resolutions of the Board, and the acts of the officers, management and Board committees since the date of the last annual meeting require the affirmative vote of a majority of the votes cast at the Annual Meeting by the stockholders entitled to vote thereon.

ITEM 16. MATTERS NOT REQUIRED TO BE SUBMITTED

There is no action to be taken with respect to 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

Not applicable.

ITEM 18. OTHER PROPOSED ACTION

The following actions are also proposed to be taken up during the Annual Meeting:

1. Approval of the minutes of the previous annual stockholders' meeting held on December 26, 2013
2. President's report
3. Approval and ratification of all acts of the Board of Directors and Management

- during their term of office
- 4. Election of Directors
- 5. Appointment of External Auditor

ITEM 19. VOTING PROCEDURES

(a) Matters for Stockholders' Approval

A stockholder may vote in person or by proxy executed in writing by the stockholder or his duly authorized attorney-in-fact. A proxy must be acknowledged before the Secretary or a Notary Public and must be filed with and received by the Secretary not later than ten (10) days before the date of the meeting. A proxy may be revoked by a stockholder either by means of a written instrument presented and recorded with the Secretary at least six (6) days prior to the meeting or by personal presence at the meeting.

Under the Corporation Code, the affirmative vote of stockholders representing at least two thirds (2/3) of the outstanding capital stock of the Company shall be necessary for the approval of the proposed amendment to the Amended Articles of Incorporation of the Company.

Under the Corporation Code, the affirmative vote of stockholders representing at least a majority of the outstanding capital stock of the Company shall be necessary for the approval of the proposed amendment to the By-laws of the Company.

Unless required by law or demanded by a stockholder present or represented by proxy at the meeting and entitled to vote thereat, voting will not be done by ballot and shall be conducted by a show of hands.

(b) Election of directors

For the purpose of electing directors, a stockholder may vote such number of his shares for as many persons as there are directors and he may cumulate said shares and give one (1) candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them according to the same principle among as many candidates as he sees fit. The procedure for the nomination and election of the Company's Independent Directors shall comply with SRC Rule 38.

The current external auditor of the Company, Manabat Sanagustin & Co., CPAs, is authorized to count votes on any matter properly brought to the vote of the stockholders, including the election of directors.

The following items will be included in the agenda for the Annual Meeting:

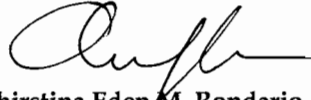
1. Call to order
2. Proof of notice and determination of existence of quorum
3. Approval of the minutes of the previous annual stockholders' meeting held on December 26, 2013
4. President's report
5. Approval and ratification of all acts of the Board of Directors and Management during their term of office
6. Election of Directors
7. Appointment of External Auditor
8. Other matters
9. Adjournment

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 City of Pasig, Metro Manila on May 27, 2014.

STENIEL MANUFACTURING CORPORATION

(Issuer)



Chirstina Eden M. Rondario
Asst. Corporate Secretary