

COVER SHEET

C S 2 0 0 5 - 0 9 3 2 7

SEC Registration Number

F I R S T M E T R O S A V E & L E A R N F I X E D -
 I N C O M E F U N D , I N C . (A n O p e n - E n d M u
 t u a l F u n d C o m p a n y)

(Company's Full Name)

1 8 t h F l o o r , P S B a n k C e n t e r , 7 7 7 P a
 s e o d e R o x a s c o r n e r S e d e ñ o S t r e e t
 M a k a t i C i t y

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

Edwin B. Valeroso

(Contact Person)

8891-2860

(Company Telephone Number)

1 2

Month
 (Fiscal Year)

3 1

Day

SEC 20-IS / Definitive

(Form Type)

3rd Wednesday of June

(Annual Meeting)

Investment Company

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

1,776

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

FIRST METRO SAVE & LEARN FIXED INCOME-FUND, INC. (SALFIF)

ANNUAL SHAREHOLDERS' MEETING
Tuesday, June 18, 2024, 02:00 PM via Zoom
Link provided in the website
<https://fami.com.ph/>

AGENDA


1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Stockholders' Meeting held on June 22, 2023
4. Annual Report to the Stockholders
5. Ratification of all Acts and Resolutions of the Board of Directors, Management and All Committees for the fiscal year 2023
6. Election of the Members of the Board of Directors for the year 2024-2025
7. Renewal of the Management Distribution Agreement for the Year 2024
8. Appointment of External Auditor for the year 2024
9. Other Matters
 - a. Amendments to the Prospectus
10. Adjournment

Stockholders of record as of May 16, 2024 shall be entitled to vote at the meeting.

Pursuant to SEC regulations allowing holding of annual meetings online, there will be no physical venue for the Meeting. The conduct of the annual shareholders' meeting will be streamed live, and shareholders may attend the meeting by registering on or before 12:00 noon on June 12, 2024. Due to the limitations of available technology, voting will not be possible during the livestream, but participants may send in questions or remarks via the livestream platform.

We are not soliciting proxy, however, if you cannot attend the meeting and you wish to be represented, you may designate your authorized representative by submitting a signed proxy document on or before June 12, 2024, through email at asm@fami.com.ph or mail to FAMI, 18th Floor, PS Bank Center, 777 Paseo de Roxas corner Sedeño St., Makati City.

This Agenda and the Definitive Information Statement including the Audited Financial Statements will be distributed through electronic mail to all stockholders as of record date.


NIMFA BALMES-PASTRANA
Corporate Secretary

PROXY

The undersigned stockholder of **FIRST METRO SAVE & LEARN FIXED-INCOME FUND, INC.** hereby appoints _____ or in his absence, the Chairman of the meeting, as attorney-in-fact and proxy, with power of substitution, to present and vote all shares registered in his/her/its name at the annual meeting of stockholders of the Company on Tuesday, June 18, 2024 and at any of the adjournments thereof. The proxy shall be revoked only in writing and by informing the Corporate Secretary prior to the annual stockholders meeting.

The proxy may vote by checking (✓) the area that corresponds to his vote. In the election of the Members of the Board of Directors, the proxy shall indicate number of votes on the blank place provided beside the names of the nominees or check abstain should they wish to do so.

ITEMS	ACTIONS		
	Yes	No	Abstain
1. Approval of the Minutes of the Annual Stockholders' Meeting held on June 22, 2023			
2. Annual Report to the Stockholders			
3. Ratification of all Acts and Resolutions of the Board of Directors, Management and All Committees for the fiscal year 2023.			
4. Election of the Members of the Board of Directors for the year 2024-2025	# of Votes		
Br. Manuel V. de Leon, FMS, Chairman			
Dr. Victor A. Abola, President			
Ms. Karen Liza M. Roa, Director			
Fr. Rafael K. Eloriaga, CM, Independent Director			
Mr. Edgar Solilapsi, Independent Director			
	Yes	No	
5. Renewal of the Management Distribution Agreement for the Year 2024			
6. Appointment of External Auditor for the year 2024			
7. Other Matters:			
a. Amendments to the Prospectus			

PRINTED NAME OF STOCKHOLDER

SIGNATURE OF STOCKHOLDER/
AUTHORIZED SIGNATORY

DATE

Please fill-out and sign the proxy form and return via mail/email/Metrobank Branches on or before 5:00 p.m. on June 12, 2024.
Via Mail: To the Corporate Secretary, 18th Floor, PS Bank Center, 777 Paseo de Roxas corner Sedeño St., Makati City
Via Email: asm@fami.com.ph
Via Metrobank Branches: Use Pouch Code 90020. This service is free of charge.

²If no name is provided; the Chairman of the Meeting will act as the proxy.

THIS PROXY NEED NOT BE NOTARIZED. IF THE STOCKHOLDER ATTENDS AND EXPRESSES HIS INTENTION TO VOTE, THE PROXY WILL BE REVOKED.

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:
FIRST METRO SAVE & LEARN FIXED-INCOME FUND, INC.
3. Province, Country or other jurisdiction of incorporation or organization;
Metro Manila, Philippines
4. SEC Identification number: **CS2005009327**
5. BIR Tax Identification Code: **238-699-638-000**
6. Address of Principal Office:
18th Floor, PS Bank Center, 777 Paseo de Roxas corner Sedeño St., Makati City
7. Telephone Number:
(632) 88912860
8. Date, time, place, of the meeting of security holders:
Date : June 18, 2024
Time : 2:00 p.m.
Place : Live via Zoom at the link provided in
<https://fami.com.ph/>
9. Approximate date on which the Information Statement is first to be sent or given to security holders:
May 27, 2024
10. In case of Proxy Solicitations: N/A

We are not soliciting proxy.
11. Securities registered pursuant to Sections 4 and 8 of the RSA:

Title of each class	Number of Shares of Common Stock Outstanding (Par value of ₱1.00)
Common Shares	468,720,545 shares
12. Are any or all of registrant's securities listed on the Philippine Stock Exchange?
No.

PART I - INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, Time, and Place of Meeting of Security Holders:

Date : Tuesday, June 18, 2024
Time : 02:00 p.m.
Place : Live via Zoom at the link provided in <https://fami.com.ph/>

Mailing Address of the Registrant

18th Floor, PS Bank Center, 777 Paseo de Roxas, corner Sedeño St., Makati City

Approximate date on which the Information Statement is first to be sent or given to security holders:

May 27, 2024

Item 2. Right of Appraisal:

There are no matters or proposed corporate actions which may give rise to a possible exercise by security holders of their appraisal rights under Title X of the Corporation Code of the Philippines.

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

- a. Other than election to office, there is no matter to be acted upon in which any director or executive officer is involved or had a direct, indirect or substantial interest.
- b. No director has informed the registrant, in writing or otherwise, that he intends to oppose any action to be taken by the registrant at the Meeting.

B. CONTROL & COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof:

I. Class of Voting Shares:

Class of Voting Securities	Total Outstanding Shares	Votes Entitlement
Common Shares	468,720,545	One (1) vote per Share

II. Record Date

Stockholders of record as of May 16, 2024 are entitled to notice and to vote in the Annual Stockholders Meeting.

III. Manner of Voting

A shareholder may vote in person, by proxy or by remote communication. Article III, Section 7 of the By-Laws of the Corporation provides that each stockholder shall at every meeting of the stockholders be entitled to one vote, in person or by proxy, for each share with voting right held by such stockholder. At all meetings of the stockholders, all elections and all questions, except in cases where other provision is made by statute or by these By-laws, shall be decided by the plurality vote of stockholders present in

person or by proxy and entitled to vote thereat, a quorum 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 need not be by ballot. On a vote ballot, each ballot shall be signed by the stockholder voting, or in his name by his proxy if there be such proxy, and shall state the number of shares voted by him.

Pursuant to SEC Memorandum 6-2020, for the 2024 annual shareholders meetings, shareholders may opt to participate and vote through remote communication. The board in its meeting last March 22, 2024 approved to adopt the guidelines previously approved by the Board in 2020, for shareholders to participate via remote communication in the shareholder's meeting.

Remote communication is defined under the said circular as participation through a telephone conference, video conference, audio conference, or computer conference.

The intention/notice to participate through remote communication shall only be valid for the particular meeting for which it is given, and shall not be considered for any subsequent meeting that may be called.

A participation by a shareholder in a meeting through remote communication automatically voids any proxy he/she has given for the particular meeting.

The Corporate Secretary shall validate the identity and attendance of shareholders who signified their intention to participate through remote communication, at least thirty minutes before the scheduled time of the meeting. Officers and other staff may be deputized to make such validations. The shareholders shall initially be required to confirm the following:

- Full name and date of birth;
- Location;
- Confirmation that he/she can hear the other attendees;
- Confirmation that he/she had received the notices and other materials for the meeting; and
- Specify the gadget being used.

Shareholders who are participating through remote communication will be considered present for purposes of voting. Those who have objections to matters that would require voting in the agenda shall confirm their objections through email or short messaging services within twenty-four hours from the time of the meeting. The Corporate Secretary shall note such objections in the Minutes.

In the election of Directors, cumulative voting is allowed. Article IV, Section 3 of the By-Laws states, in accordance with Section 23 of the Corporation Code, that at each meeting of stockholders for the election of directors, at which a quorum is present, the persons receiving the highest number of votes of the stockholders present in person or by proxy and entitled to vote shall be the directors. In each of any increase in the number of directors, the additional directors may be elected by the stockholders at the first annual meeting held, or at a special meeting called for the purpose after such increase has been approved.

IV. Security Ownership of Certain Record and Beneficial Owners and Management:

The following stockholders own more than 5% of the common voting securities as of May 16, 2024:

Title of Class	Name and Address of Owner*	Name of Beneficial Owner	Citizenship	No. of Shares Held	Percent to Outstanding Shares
Common Shares	Customer Account No. 66847/ Stockholder/ Ecoland Davao	Same	Filipino	42,404,300	9.05%

Common Shares	Customer Account No. 14912/ Stockholder/ Makati City	Same	Filipino	42,320,029	9.03%
Common Shares	Customer Account No. 00007/ Stockholder/ Makati City	Same	Filipino	31,398,907	6.70%
Common Shares	Customer Account No. 45158/ Stockholder/ Paco, Manila	Same	Filipino	27,447,412	5.86%

**On December 17, 2019, SEC approved the confidential treatment of the Top 20 shareholders of the Fund.*

The respective registered owner(s) of the shares above has/have the right to appoint actual person or persons acting individually or jointly to direct the voting or disposition of the shares held by the corporation.

Security Ownership of Directors/Management:

Following are the securities owned by directors and officers of the Fund as of May 16, 2024:

Title of Class	Name of Beneficial Owners	Amount and Nature of Ownership	Citizenship	Percent to Outstanding Shares
Common Shares	Manuel V. De Leon	1	Filipino	0.0000%
Common Shares	Victor A. Abola	1	Filipino	0.0000%
Common Shares	Karen Liza M. Roa	1	Filipino	0.0000%
Common Shares	Fr. Rafael K. Eloriaga*	1	Filipino	0.0000%
Common Shares	Edgar B. Solilapsi*	1	Filipino	0.0000%
Common Shares	Nimfa B. Pastrana	4,000	Filipino	0.0010%

**Independent Directors*

Voting Trust Holders of 5% or More

There are no persons known to the registrant who owns more than 5% of a voting trust or similar arrangements.

Changes in Control

First Metro Save & Learn Fixed-Income Fund, Inc. is an open-end investment company engaged in selling its capital to the public and investing the proceeds in selected high-grade securities. The Fund has an initial paid-up capitalization of ₱49,999,991 that was paid by First Metro Investment Corporation (First Metro). As of May 16, 2024, the percentage of ownership of First Metro is 6.70%.

There is no arrangement that may result in a change in control of the registrant.

No change of control in the Corporation has occurred since the beginning of its last fiscal year.

Item 5. Directors and Executive Officers

Incumbent Directors (5) - All directors are elected for a term of one year and until their successor shall have been elected or qualified. Below is a list of SALFIF's incumbent directors with their corresponding business affiliations and other qualifications.

All other officers shall be elected/appointed by the Board of Directors. Vacancies occurring among such officers however arising shall be filled by the Board.

The Board of Directors of the Fund as of May 16, 2024 are as follows:

Name	Experience
<p>Bro. Manuel V. de Leon, FMS Chairman</p>	<p>Bro. Manuel V. de Leon, FMS, 66 Filipino, term of office is one year.</p> <p>Bro. De Leon has been serving as a member of the Board of Director of the following companies since 2005 and elected as Chairman of the Board on March 22, 2011, namely: First Metro Save & Learn Fixed-Income Fund, Inc. (2005 to present), First Metro Save and Learn Equity Fund, Inc. (2005 to present), First Metro Save and Learn Balanced Fund, Inc. (2005 to present), First Metro Save and Learn Dollar Bond Fund, Inc. (2008 to present), and First Metro Asia Focus Equity Fund, Inc. (2010 to present).</p> <p>He is also a director of First Metro Asset Management, Inc. (2005 to present). He is the Founding President and CEO of SAGIP KA 2000 Foundation, Inc. (2000-present). He is the President of Notre Dame of Dadiangas University since May 2021- present. He was the Provincial Superior of Marist Brothers of the Schools - East Asia Province (from 2007 to 2013). He was an awardee of the Ten Outstanding Young Men (TOYM) in 1992.</p> <p>Br. De Leon has masters and doctorate degrees in Education from University of the Philippines.</p>
<p>Dr. Victor A. Abola President</p>	<p>Dr. Victor A. Abola, 80, Filipino, term of office is one year.</p> <p>Dr. Abola currently serves as director and president First Metro Save and Learn Balanced Fund, Inc. (since August 2012), First Metro Save and Learn Equity Fund, Inc. (since August 2012), First Metro Save & Learn Fixed-Income Fund, Inc. (since August 2012), and First Metro Save and Learn Dollar Bond Fund, Inc. (since June 2022).</p> <p>Dr. Abola is the current Program Director of the Strategic Business Economics Program (SBEP) of the University of Asia and the Pacific (UA&P). He is the Executive Director of the UA&P-FMIC Capital Market Research Center and the Corporate Secretary of Research, Education and Institutional Development Foundation, Inc. (REID).</p> <p>He gives lectures on Macroeconomic Policy at the graduate school level of the School of Economics. He was a lecturer in Macroeconomics and Introduction to Money, Banking and Finance in the Management Associates Program of the Development Bank of the Philippines (2006-2010). He was the Chief of Party of the Fiscal Policy Analysis Activity of the Department of Finance, a project funded by the USAID in order to enhance policy analysis and revenue forecasting capabilities of DOF's Domestic Finance Group. This work involved completing one of Asia's first Microsimulation Models for major taxes. He finished his doctorate degree in Development Management from the University of Asia and the Pacific, where he also received his M.S. in Industrial Economics. After obtaining his Bachelor of Arts and Bachelor of Science in Commerce (major in Accounting) from the De La Salle University, he obtained his CPA certificate. Prior to this, he spent 15 years in Hong Kong as a Consultant to PCI Capital Asia, Ltd.</p>

	<p>and later became the Executive Director of the Philippine Research Center (HK), Limited. He has authored numerous articles that have appeared in local and foreign newspapers and periodicals, and UA&P's research publications. He co-authored with Dr. Bernardo M. Villegas the textbooks, Economics An Introduction (now in its 6th edition) and Basic Economics (2nd ed. 2010). He is the author of the text/reference book Money, Banking and Finance (2006).</p>
<p>Karen Liza M. Roa</p>	<p>Ms. Karen Liza M. Roa, 55, Filipino, term of office is one year.</p> <p>Ms. Roa currently serves as director of First Metro Save and Learn Equity Fund, Inc. (since June 2022), First Metro Save & Learn Fixed-Income Fund, Inc. (since June 2022), First Metro Save and Learn Balanced Fund, Inc. (since June 2022), First Metro Save and Learn Dollar Bond Fund, Inc. (since June 2022), First Metro Asia Focus Equity Fund, Inc. (since June 2022), First Metro Consumer Fund, Inc. (since June 2022), and First Metro Philippine Equity Exchange Traded Fund, Inc. (since June 2022).</p> <p>She has over 25 years of expertise in the field of finance with a career that spans both domestic and international banking operations, she has a wealth of experience that fuels her financial skills. Has worked with some of the most renowned global companies in banking and asset management, such as Chase Manhattan Bank, SunGard Asia Pacific, trust banking groups of Philam Bank, and Citibank NA. She also served as President and CEO of Philam Asset Management, Inc. (PAMI). She was also a lecturer at the country's top universities, Ateneo de Manila and UP, teaching business courses on strategy, investment management, and financial services. She is the currently the President and CEO of First Metro Asset Management, Inc. (FAMI).</p>
<p>Mr. Edgar B. Solilapsi</p>	<p>Mr. Edgar Solilapsi, 72, Filipino, term of office is one year.</p> <p>He currently serves as the Independent Director for First Metro Save & Learn Fixed-Income Fund, Inc., First Metro Save and Learn Equity Fund, Inc., and First Metro Save and Learn Money Market Fund, Inc.</p> <p>Mr. Solilapsi served as the Executive Vice President (EVP) for Investments in the Social Security System (SSS) (2010 to 2014). Prior to his stint as EVP, he held various positions in SSS from 1988 to 2010. Prior to joining SSS, Mr. Solilapsi held various positions in other institutions, He was also Teacher for International School and a professional lecturer at the University of the Philippines College of Business Administration.</p> <p>Mr. Solilapsi received his Bachelor of Science in Mathematics degree from the University of the Philippines in 1973 and earned a master in business administration from the University of the Philippines in 1981. He also took a course on Operations Research / Management Science, Fellow, Life Management, from the Institute of Atlanta, Georgia also in 1981.</p>

Fr. Rafael K. Eloriaga, CM Independent Director	<p>Fr. Rafael K. Eloriaga, 60, Filipino, term of office is one year.</p> <p>Fr. Eloriaga is also the Independent Director for First Metro Save & Learn Fixed-Income Fund, Inc., First Metro Save and Learn Equity Fund, Inc., First Metro Save and Learn Money Market Fund, Inc., First Metro Philippine Equity Exchange Traded Fund, Inc. and First Metro Consumer Fund, Inc.</p> <p>Fr. Eloriaga is currently the Vice-President for Financial Affairs of Adamson University (2016-present), a member of the Finance Committee, General Curia under the Congregation of the Mission (2013 to present) and joined as member of the Board of Trustees of the Universidad de Sta Isabel, Naga City (2016 to present). He was formerly the Cebu Business Center Head for Central and Eastern Visayas Senior Manager of BPI Family from 2005-2006 and the Provincial Economic, Philippine Province- Congregation of the Mission (2012- 2016).</p> <p>Fr. Eloriaga took up his AB Philosophy and Letters at Dela Salle University in 1983 and his BS Accountancy at Fr. Saturnino Urios University in 1994. He finished the Curriculum of Ordained Ministry and Masters in Pastoral Theology at St. Vincent School of Theology.</p>
--	---

The two (2) independent directors, namely, Fr. Rafael K. Eloriga, CM and Mr. Edgar B. Solilapsi, have possess the qualifications and none of the disqualifications of an independent director. They have submitted the Certification for Independent Directors.

Executive Officers

Name	Experience
Mauro B. Placente Treasurer	<p>Mr. Mauro B. Placente, 58, Filipino.</p> <p>He is a Vice President and Treasurer of First Metro Investment Corporation. He also serves as the Treasurer of First Metro Securities Brokerage Corporation, First Metro Asset Management, Inc., First Metro Save and Learn Equity Fund, Inc., First Metro Save and Learn Balanced Fund, Inc., First Metro Save & Learn Fixed-Income Fund, Inc., First Metro Save and Learn Dollar Bond Fund, Inc., First Metro Asia Focus Equity Fund, Inc., First Metro Save and Learn Money Market Fund, Inc., First Metro Save and Learn F.O.C.C.U.S. Dynamic Fund, Inc., First Metro Philippine Equity Exchange Traded Fund, Inc., First Metro Consumer Fund, Inc. and First Metro Save & Learn Philippine Index Fund (SALPHIN), Inc.</p> <p>He graduated from National College of Business and Arts with a degree of BSBA-Accounting; Certified Public Accountant.</p> <p>Mr. Placente joined First Metro on September 1, 2000.</p>
Atty. Nimfa B. Pastrana Corporate Secretary	<p>Atty. Nimfa B. Pastrana, 62, Filipino.</p> <p>Term of office is one year and has served as such from January 29, 2007 up to present. She is First Vice President and Corporate Secretary of First Metro Investment Corporation. She is also the Corporate Secretary of First Metro Save and Learn Balanced Fund,</p>

	<p>Inc., First Metro Save & Learn Fixed-Income Fund, Inc., First Metro Save and Learn Equity Fund, Inc. (from May 2005 to present), First Metro Save and Learn Dollar Bond Fund, Inc. (from 2008 to present), First Metro Asia Focus Equity Fund, Inc. (from 2010 to present), First Metro Consumer Fund, Inc., First Metro Save and Learn Money Market Fund, Inc., First Metro Save and Learn F.O.C.C.U.S. Dynamic Fund, Inc., First Metro Securities Brokerage Corporation, First Metro Asset Management, Inc., PBC Capital Investment Corporation, Prima Ventures Development Corporation, Resiliency (SPC), Inc., SBC Properties, Inc., FMIC Equities, Inc., and First Metro Insurance Brokers, Corp.</p> <p>She graduated from the University of the Philippines with a degree A.B. Philosophy and from San Beda College with a Bachelor of Laws degree. She joined First Metro Investment Corporation in February 2002.</p>
<p>Mr. Jonathan T. Tabac Compliance Officer</p>	<p>Mr. Jonathan T. Tabac, 69, Filipino.</p> <p>Term of office is one year and has served as such from January 29, 2007 up to present. He is also the Compliance Officer of First Metro Securities Brokerage Corporation, First Metro Save & Learn Fixed-Income Fund, Inc., First Metro Save and Learn Equity Fund, Inc., First Metro Save and Learn Balanced Fund, Inc., First Metro Save and Learn Dollar Bond Fund, Inc., First Metro Asia Focus Equity Fund, Inc., First Metro Philippine Equity Exchange Traded Fund, Inc., First Metro Consumer Fund, Inc. and First Metro Asset Management, Inc. (from May 2005 to present). He was Vice President and Chief Compliance Officer of the investment banking arm of Metrobank. He served as AVP & Compliance Officer of Citystate Savings Bank (2002-2003), Vice President of Maybank Philippines (formerly PNB Republic Planters Bank)-1997-2001 and Chairman of the Board of RPB Provident Fund, Inc. (1997-2001). Mr. Tabac finished BSC-Accounting from University of Baguio. He is a Certified Public Accountant.</p>

Significant Employees

No person who is not an executive officer is expected by the Fund to make a significant contribution to the business.

Nominee Directors

The persons listed below have been nominated to become directors for 2024-2025. All directors are elected for a term of one year and until their successors shall have been elected and qualified.

Bro. Manuel V. De Leon, FMS

Dr. Victor A. Abola

Ms. Karen Liza M. Roa

Fr. Rafael K. Eloriaga, CM*

Mr. Edgar B. Solilapsi*

**Independent Directors*

The nominees are incumbent directors of First Metro Save & Learn Fixed Income Fund, Inc. All five (5) nominees have confirmed and accepted their nomination to become directors.

Independent Directors

In accordance with SRC Rule 38(8), First Metro Save & Learn Fixed-Income Fund, Inc. (SALFIF) has formulated its rules relative to the election of independent directors, as follows:

The Nomination Committee shall have at least three (3) members, one of whom is an independent director, and it shall promulgate the guidelines and criteria to govern the conduct of the nomination. The nomination of independent director/s shall be conducted by the Committee prior to a stockholder's meeting. All recommendations shall be signed by the nominating stockholders together with the acceptance and conformity by the would-be nominees.

After the nomination, the Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for independent directors, as required under SRC Rule 38. Only nominees whose names appear on the Final List of Candidates shall be eligible for election as Independent Director/s. No other nomination shall be entertained after the Final List of Candidates shall have been prepared and no further nomination shall be entertained or allowed on the floor during the stockholders'/membership meeting.

Fr. Rafael K. Eloriaga, CM, and Mr. Edgar B. Solilapsi are nominees for independent directors of SALFIF and they were recommended to the Nominations Committee for election of independent directors by Aguibel Adraneda, stockholder, in accordance with the foregoing rules. Aguibel Adraneda has no relations with any nominees. No other persons were nominated.

The current members of the Nomination Committee are Br. Manuel V. De Leon as the Chairman, Fr. Rafael K. Eloriaga, CM and Ms. Karen Liza M. Roa as members of the Committee.

Legal Proceedings

The Fund has no material pending legal proceedings to which it is a party. None of the Board of Directors is:

- involved in any legal proceeding the past five (5) years that are material to an evaluation of the ability or integrity of any director, any nominee for election as director, executive officer, underwriter, or control person of the Registrant;
- involved in 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 (2) years prior to that time;
- involved in or convicted by final judgment in any criminal proceeding, domestic or foreign, or subject to a pending criminal proceeding, foreign or domestic, excluding traffic violations and other minor offenses;
- 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
- found by a domestic or foreign court of competent jurisdiction (in a civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or organized trading market or self-

regulatory organization, to have violated a securities or commodities law or regulation and the said judgment has not been reversed, suspended or vacated.

Family Relationships

There are no family relationships among the directors and officers listed above up to the fourth civil degree either by consanguinity or affinity among directors, executive officers, or persons nominated or chosen by the registrant to become director or executive officers.

Relationships and Related Transactions

The Fund has business relationships and transactions with related parties. Transactions with such parties are made in the ordinary course of business and on substantially the same terms, as those prevailing at the time for similar transactions with other parties. These transactions also did not involve more than the normal risk of collectability and did not present conditions unfavorable to the Fund.

Except for the related party transactions stated in the notes to financial statements of the Fund as of and for the years ended December 31, 2023 and 2022, there has been no material transaction during the last two years nor is there any material transaction currently proposed to which the Fund was, or is a party, or in which any director or executive officer of the Fund, any nominee for election, any owner of more than five (5.00%) percent of the Fund's voting shares, or any member of the immediate family of any such director or officer, had or is to have a direct or indirect material interest.

Item 6. Compensation of Executive Officers and Directors

Per Diem payments to directors and officers for the year ended December 31, 2023, 2022 and 2021 are as follows:

	2024	2023	2022	2021
	(Estimate)			
Directors	₱200,000	₱190,000	₱211,000	₱236,500
Executive Officers	32,000	32,000	32,000	32,000
Aggregate Annual Per Diem	₱232,000	₱222,000	₱243,000	₱268,500

Per diem of Directors, Corporate Secretary and Officers of the Fund amounting to ₱10,000, ₱3,000 and ₱2,500, respectively, are given during their Annual Stockholders' and regular board meetings.

Employment Contracts, Termination of Employment and Change-in Control Arrangements

There are no compensatory plans or arrangement with respect to any of its executive officers that can result to the resignation, retirement or any other termination of such executive officer's employment with the Fund neither from a change in control of the registrant or a change in the named executive officer's responsibilities.

Item 7. Independent Public Accountants

The present auditor of the Fund is Sycip, Gorres, Velayo and Company. (SGV & Co). The reports of said auditors on the financial statements of the company for the years ended December 31, 2023 and 2022 contained unqualified opinions.

There are no disagreements with the auditors on any matter of accounting principles or practices, financial statement disclosures, auditing scope or procedures, which disagreements, if not resolved to their

satisfaction, would have caused the auditors to make reference thereto in their respective reports on the financial statements for such years.

For the year 2024, SALFIF will still be engaging the services of SGV & Co.

Representatives of SGV are expected to be present at the stockholders meeting on June 18, 2024. They will have the opportunity to make a statement if they desire to do so and they are expected to be available to respond to appropriate questions.

In compliance with the Revised SRC Rule 68, par. 3 (B) (ix), the signing partner of the auditing firm is rotated every after five (5) years of engagement. A two-year cooling-off period shall be observed in the re-engagement of the same signing partner or individual auditor. Redgienald G. Radam signed the independent auditors' report for the year 2023, 2022 and 2021 and Janet Paraiso for the year 2020 and 2019. The reports of auditors on the financial statements of the company for the years ended December 31, 2023, 2022 and 2021 contained unqualified opinions.

Audit and Audit-Related Fees

The aggregate fees paid for the professional services rendered by SGV & Co. for the audit of our Financial Statements amounting to ₱245,784 and ₱232,266 for the years 2023 and 2022, respectively. SGV & Co. conducted the audit in accordance with auditing standards generally accepted in the Philippines to obtain reasonable assurance about whether the financial statements are free of material misstatements. Their audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation.

There are no tax fees paid for the last 2 years for professional services rendered by SGV & Co. for tax accounting compliance, advice, planning and any other form of tax service.

Audit Committee's Approval Policies and Procedures

The financial statements as audited by the external auditor are presented to the Audit Committee, which endorses it to the Board of Directors for approval.

SALFIF's Audit Committee is chaired by Fr. Rafael K. Eloriaga, CM with Mr. Edgar B. Solilapsi and Dr. Victor A. Abola as members.

The confirmation of the appointment of the external auditor shall be included in the agenda of the annual stockholders' meeting.

C. ISSUANCE AND EXCHANGE OF SECURITIES

Item 9. Authorization or Issuance of Securities Otherwise than for Exchange –N/A

D. OTHER MATTERS

Item 17. Amendment of Charters, By-Laws or Other Documents

The proposed amendments to the prospectus include changes in the relevant policies and procedures to ensure alignment with actual requirements and current processes as well as updated summary financial information of the Fund.

Item 18. Other Proposed Item

1. Approval of the Minutes of the Annual Stockholders' Meeting held on June 22, 2023
2. Annual Report to the Stockholders
3. Ratification of all Acts and Resolutions of the Board of Directors, Management and All Committees for the fiscal year 2023
4. Election of the Members of the Board of Directors for the year 2024-2025
5. Renewal of the Management Distribution Agreement for the Year 2024
6. Appointment of External Auditor for the year 2024
7. Other Matters
 - a. Amendments to the Prospectus

During the Annual Stockholders' Meeting

The Fund conducted its last Annual Stockholders' Meeting (ASM) via remote communication on June 22, 2023, to provide the Directors, stockholders, and other stakeholders a safer mode of attendance and participation in the ASM and to comply with the Revised Corporation Code of the Philippines and SEC Memorandum Circular No. 6, Series of 2020. The items to be voted on were indicated in the Definitive Information Statement and sent to the shareholders at least 15 business days before the virtual meeting.

During the ASM, the host flashed the items to be voted on the screen, and voting was done through a poll mechanism and counted automatically.

All members of the Board, the Chairperson of the Board, the President and representatives of the external auditors, and other key officers attended the virtual ASM. The Chairperson of the Board formally opened the 2023 ASM. The Corporate Secretary certified the existence of a quorum for a valid transaction of business at the meeting. There were no questions raised prior, during and after the ASM. The Corporate Secretary was responsible for the validation of proxies and counting of votes for the matters presented for approval of the stockholders at last year's ASM.

Item 19. Voting Procedure

The matters included in the agenda require the approval of the stockholders, as follows:

1. For the approval of the minutes of the 2023 meetings and the ratification/approval of the acts and resolutions of the Board, the renewal of the management and distribution agreement, and the appointment of the external auditor, a majority vote of the stockholders present in the meeting is sufficient.
2. For the election of Directors - The votes of all the shares present or represented by proxy at the meeting will be on a per share basis.

Article III of Section 7 of the By-Laws states that "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 right held by such stockholder. At all meetings of the stockholders, all elections and all questions, except in cases where other provision is made by statute or by these By-Laws, shall be decided by the plurality vote of stockholders present in person or by proxy and entitlement to vote thereat, a quorum being present. Unless required by law, or demanded by a stockholder present in person or by proxy at any meeting and entitlement to vote thereat, the vote on any question need not be by ballot. On a vote ballot, each ballot shall be signed by the stockholder voting, or in his name by his proxy if there be such proxy, and shall state the number of shares voted by him.

3. Methods by which votes will be counted

Voting shall be made *viva voce*, through the raising of the hands or electronically by poll during the meeting, and counted manually/electronically by the Corporate Secretary. The duly accomplished proxy forms indicating votes for the particular items, sent by the stockholder prior the meeting, shall be tallied in advance by the Corporate Secretary accordingly.

The Board of Directors in its special meeting held on May 22, 2020, approved the adoption of guidelines to allow participation through remote/electronic means of communication in board/shareholders' meeting. The guidelines detail mainly: a) the mechanism to verify the identity of the shareholders; (b) the measures to ensure that all shareholders have the opportunity to participate in the meeting; and (c) the mechanism to enable shareholders to vote during the meeting.


**FIRST METRO SAVE & LEARN FIXED-INCOME FUND, INC. YEAR 2023 ANNUAL REPORT
ON SEC FORM 17-A WILL BE PROVIDED WITHOUT CHARGE TO EACH STOCKHOLDER
UPON WRITTEN REQUEST ADDRESSED TO:**

Atty. Nimfa Balmes-Pastrana
Corporate Secretary
First Metro Save & Learn Fixed-Income Fund, Inc.
18th Floor, PS Bank Center
777 Paseo de Roxas, corner Sedeño St., Makati City

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 Makati City on May 27, 2024.

FIRST METRO SAVE & LEARN FIXED-INCOME FUND, INC.

By:


NIMFA BALMES - PASTRANA
Corporate Secretary

PART II - COMPANY PROFILE

Brief Description of the General Nature and Scope of Business of the Company

First Metro Save & Learn Fixed-Income Fund, Inc. is an open-end investment company, which was incorporated on June 3, 2005 and subsequently registered under R.A. 2629 on September 6, 2005. It is principally engaged in the sale of its shares of stock and in the investment of the proceeds from these sales in a variety of fixed-income instruments and securities.

Initially, the Fund had paid-up capital of ₱50.00 million out of ₱300.00 million authorized capital stock composed of 300 million common shares with a par value of ₱1.00 per share. Due to the increase in subscriptions being received by the Fund, on December 31, 2014, the authorized capital of the Fund was increased to ₱1.70 billion composed of 1.70 billion common shares with a par value of ₱1.00 per share. The price at which the shares are being offered is based on the net asset value per share computed on a daily basis plus a front-end sales load fee.

The Fund earned some awards and recognitions based on its performance from Philippine Investment Fund Association (PIFA) since 2010 as shown below:

- In 2010, the Fund's performance ranked first for 1-year return, second place for 3-year return and third place in 5-year return categories.
- In 2011 to 2013, the Fund ranked first place in the 1-year return, 3-year return and 5-year return categories.
- In 2014, the Fund ranked first place in the 3-year return and 5-year return categories.
- In 2015, the Fund ranked first place in the 3-year return, 5-year return and 10-year return categories.
- In 2016, the Fund ranked first place in the 5-year return and 10-year return categories.
- In 2017, the Fund ranked second place in the 5-year return and first place in 10-year return categories.
- In 2018 and 2019, the Fund ranked first place in 10-year return category.

Competition

The competitive environment for the Company's products includes not only the products and services offered by the other Mutual Fund players, but all other investment instruments that the Company's target market has access to.

The registrant's main competitors are the other mutual funds in the Fixed Income Fund category of Philippine mutual funds. It considers the funds of Cocolife, Sunlife, Philam, and Philequity, as its main competitors. As of December 31, 2023, these four competitor Funds represent around 18.87% of the total funds in this category. The company will be competing initially in terms of return on investment (ROI) and later on in terms of Fund size.

The institutional funds of this market (especially the bigger ones) evidently have access to almost all types of instruments locally available such as unit investment trust funds, pre-need plans, universal life products, and other bank products. The retail funds and smaller institutional funds, however, are more likely limited to simple bank products. There is a big opportunity to tap into both the institutional and retail investors.

Principal Suppliers and Major Clients

The Fund has no raw materials for its business nor has any major existing supply contracts.

Dependence to a Single Customer or Few Customers

The Fund is not dependent to a single client or few customers for its business.

Effect of existing governmental regulation

The Fund is governed by the provisions in its prospectus that incorporated relevant investment rules and regulations by regulators such as the Investment Company Act and the SEC, among others.

The Fund holds medium risk investments that consist mainly of governmental securities, commercial paper, corporate bonds, promissory notes and other debt instruments of varying tenor.

Moreover, the Fund's investment activities are also guided by the following limits/conditions as set out in the revised Implementing Rules and Regulations (IRR) of ICA:

- a. Maximum investment in any single enterprise is allowed but only up to fifteen percent (15.00%) of the Fund's NAV, except for investments in securities issued by the Philippine Government or its instrumentalities and, in no case, shall the total investment of the Fund exceed ten percent (10.00%) of the outstanding securities of any one investee company.
- b. The Fund must not invest, in aggregate, more than twenty percent (20%) of its net assets in transferrable securities, money market securities, deposits and financial derivatives issued by a single entity or issuer. Deposit should not exceed twenty percent (20%) of its net assets in a single bank/non-bank with quasi bank license.
- c. The investments of the Fund in deposits, debt securities or money market placements, over-the-counter financial derivatives placed in non-investment grade or unrated deposit taking institution, including unlisted shares issued by a related party, should not exceed five percent (5%) of its net assets and shall not exceed ten percent (10%) in aggregate amount.
- d. Investments in foreign government debt securities or money markets where the issuer or the guarantor is a government, sovereign or central bank with an international long-term issuer rating of investment grade may be increased to thirty five percent (35%) of the NAV, but only five percent (5%) is allowed for non-investment grade.
- e. The Fund manager is required to use a risk-management process that captures the risk associated with in the financial derivative instruments:
 - i. Total exposure should not exceed ten percent (10%) of the net assets or five percent (5%) if the derivatives are not investment grade, unless used for efficient portfolio management which the aggregate shall not be more than twenty percent (20%);
 - ii. Five percent (5%) of the NAV shall be invested to liquid assets to meet all payment and delivery obligations;
 - iii. The Fund Manager shall not act as a counterpart to an OTC derivative investment into by the Investment Company.
- f. Investment in its own securities are prohibited.
- g. Investments in margin purchases of securities, commodity futures contracts, precious metals, unlimited liability instruments, short selling of currencies and securities are not allowed.
- h. Purchasing or selling of securities other than capital stocks of the Fund from or to any of its officers or directors or the officers and directors of its investment adviser/s, manager or distributor/s or firm/s of which any of them are members is prohibited.
- i. The Fund shall not engage in short selling.

The Fund's policy prescribes that at least 10.00% of its total assets is invested in any of the following:

- Treasury notes or bills, Certificates of Indebtedness issued by the Bangko Sentral ng Pilipinas which are short term, and other government securities or bonds and such other evidence of

indebtedness or obligations, the servicing and repayment of which are fully guaranteed by the Republic of the Philippines;

- Tradable Long-Term Negotiable Certificate of Time Deposits
- Government debt securities where the issuer or the guarantor is a foreign government, sovereign or central bank with an international long-term issuer rating of investment grade;
- Savings or time deposits with government-owned banks or commercial banks, provided that in no case shall any such savings or time deposit accounts be accepted or allowed under a "bearer", "numbered" account or other similar arrangement.
- Money market instruments issued by Philippine regulated qualified issuers or those issued by an investment grade issuing body;
- Other collective schemes wholly invested in liquid/semi-liquid assets.

The Fund may borrow, on a temporary basis, for the purpose of meeting redemptions and bridging requirements provided that:

- the borrowing period should not exceed one month; and
- the aggregate borrowings shall not exceed ten percent (10%) of the net assets of the Investment Company

The Fund shall not incur any further debt or borrowing, unless at the time it is incurred or immediately thereafter, there is asset coverage of at least 300.00% for all its borrowings. In the event that such asset coverage shall at any time fall below 300.00%, the Fund shall, within three days thereafter, reduce the amount of borrowings to an extent that the asset coverage of such borrowings shall be at least 300.00%.

The Fund believes that government regulations are intended to grow the mutual fund industry while protecting the interests of the investing public, thus, it will comply with the regulations imposed or to be imposed by government regulators. Also, the passage of the Personal Equity Retirement Account (PERA) and Collective Investment Scheme bills into law will benefit the mutual fund industry.

Executive Officers

The list of officers is found in Item 5 of Part I above.

Principal Officers are appointed annually by the Board of Directors at its organizational meeting following the Annual Meeting of Stockholders.

Number of Employees

The Fund has no employees because all aspects of its operations and administration are subcontracted with third parties; hence it has no risks as far as labor problems are concerned.

Compliance with the Manual on Corporate Governance

First Metro Save & Learn Fixed-Income Fund, Inc. has adopted a good governance scorecard to measure and determine the level of compliance by the Board of Directors and top-level management with its Manual of Corporate Governance. Every end of the current year, the scorecard patterned after the SEC-prescribed Corporate Governance Self-Rating Form (CG-SRF) shall be accomplished by the Compliance Officer. The result of this evaluation is submitted to the Board together with the CO's recommendation for any sanctions of non-compliance. On the basis of this scorecard, the Compliance Officer has issued to SEC a certification on the Company's compliance with its Manual of Corporate Governance.

A Compliance Officer has been appointed to manage the Compliance System of the Company and to monitor and evaluate compliance with the Manual of Corporate Governance. In general, the Company is

in compliance with the leading practices in good corporate governance. This was reported in a Certification by the Compliance Officer filed with the Commission on January 12, 2024. No director or officer of the Company was found in violation of the Manual.

As there shall be new SEC issuances, the Company is committed to comply with new requirements to enhance its corporate governance.

Major Risks Involved

The Fund's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects of such unpredictability on the Fund's financial performance.

The Fund is governed by the provisions in its prospectus that incorporated relevant investment rules and regulations by regulators such as the Investment Fund Act and the Securities and Exchange Commission (SEC), among others.

Specifically, the Fund primarily invests in government securities, SEC-registered commercial papers and other qualified debt instruments taking precautions of the market conditions, the level of interest rates, and of liquidity needs.

Credit Risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss.

The Fund invests in government securities wherein the risk of default is considered minimal. Also, management policies prohibit engaging in lending operations without prior review and approval of its BOD. Another policy of the Fund directed at managing credit risk is that all sales of the Fund's capital stock shall only be on a cash basis. Installment sales are prohibited.

Credit risk exposure is limited to the carrying amount of financial assets. The maximum exposure to credit risk is represented by the carrying amounts of the financial assets that are carried in the statement of financial position and the related notes. There are no agreements concluded which reduced the maximum exposure to credit risk as of the statement of financial position date.

The Fund's credit risk policy restricts the amount of investment in any single enterprise to 15% of the Fund's NAV, except for government securities. Conversely, the total investment of the Fund in any single investee company must not exceed 10% of the outstanding securities.

The Fund is also not allowed to invest in securities of other investment companies and mutual funds.

The Fund manages credit risks by transacting with accredited counterparties only. Credit exposures are closely monitored to ensure that payments are made on time.

Liquidity Risk

Liquidity or funding risk is the risk that an entity will encounter difficulty in raising funds to meet commitments associated with the financial instruments. Liquidity risk may result from either the inability to sell financial assets quickly at their fair values; or counterparty failing on repayment of a contractual obligation; or inability to generate cash inflows as anticipated.

The Fund is exposed to daily cash redemptions of its redeemable shares. It therefore invests the majority of its assets in investments that are traded in an active market and can be readily disposed of. The Fund has the ability to borrow within a short-term period to ensure settlement of amounts due. No such borrowings have arisen during the year.

Manager Risk

The performance of the Fund is dependent upon the investment manager's skill in making appropriate investments. As a result, the Fund may under-perform the market or its peers. Also, the Fund may fail to meet its investment objectives.

Market Risk

Market risk is the risk of change in fair value of financial instruments from fluctuation in foreign exchange rates (currency risk), interest rates (interest rate risk) and market prices (equity risk), whether such change in price is caused by factors specific to the individual instrument or its issuer or factors affecting all instruments traded in the market. To manage this risk, the investment manager will resort to an investment committee approach wherein different members of the committee come from varied backgrounds and expertise and each of them would contribute towards optimizing the Fund's performance.

The Fund's exposure to market risk relates only to interest rate risk.

Fair value interest rate risk

Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in interest rates. The Fund's fixed income securities are exposed to such risk.

Risks to the financial instruments are managed by (a) closely monitoring investment objectives and constraints on investment by its Fund Manager; (b) detailed market observation and analysis; (c) setting limits on investment diversification i.e. issuer, industry or sector, index; and (d) establishment of profit and/or loss tolerance.

PART III - SECURITIES OF THE REGISTRANT

Market Price of and Dividends on the Issuer's Common Equity and Related Stockholder Matters

A. Market Information

Below is the history of Net Asset Value per Share (NAVPS) of the Fund for the first quarter of 2024, and the years 2023, 2022 and 2021:

Year		1st Quarter	2nd Quarter	3rd Quarter	4th Quarter
2024	High	2.4573	–	–	–
	Low	2.4470	–	–	–
2023	High	2.4204	2.4347	2.4224	2.4590
	Low	2.3876	2.4144	2.3995	2.3985
2022	High	2.4295	2.4175	2.4167	2.3967
	Low	2.4174	2.3934	2.3903	2.3800
2021	High	2.4540	2.4434	2.4479	2.4308
	Low	2.4188	2.4245	2.4309	2.4147

There is no principal market where the Fund's shares are traded, not even in the Philippine Stock Exchange due to its nature as an open-end investment company. The Fund's shares are sold through its appointed Principal Distributor and sub-distributors.

B. Shareholders

As of March 31, 2024, there are 1,776 shareholders of the Fund's common stock. In addition, the Fund is 99.27% owned by Filipinos and 0.73% by Non-Filipinos. Retail and Institutional Investors owned 56.18% and 43.82%, respectively. Shown below are the top twenty* (20) shareholders, including the number of shares and percentage of ownership held by each.

No.	Client No.	No. of Shares	Percentage of Ownership
1	66847	42,404,300	8.92%
2	14912	42,320,029	8.90%
3	00007	31,398,907	6.60%
4	45158	27,447,412	5.77%
5	45157	15,832,385	3.33%
6	62973	13,569,479	2.85%
7	52700	12,583,966	2.65%
8	60352	12,212,867	2.57%
9	60934	10,934,598	2.30%
10	09553	9,677,519	2.04%
11	35304	9,362,792	1.97%
12	04086	8,526,153	1.79%
13	18693	6,948,948	1.46%
14	29117	5,516,162	1.16%
15	04054	5,395,988	1.14%
16	60847	4,721,443	0.99%
17	66573	4,499,913	0.95%
18	06024	3,912,266	0.82%
19	00051	3,487,407	0.73%
20	24199	3,160,737	0.67%

**On December 17, 2019, SEC approved the confidential treatment of the Top 20 shareholders of the Fund.*

C. Dividends

The Fund has not issued any cash dividend since its inception. The Board of Directors of the Fund may decide to declare dividends from the unrestricted retained earnings of the Fund at a time and percentage as the Board may deem proper and in accordance with law. The Fund may declare or pay dividends but limits those dividends to come from the Fund's accumulated undistributed net income. The ability of the Fund to declare dividends therefore will be restricted by the amount of yearly net income generated. This would be dependent on the performance of the market and on the performance of the investment manager.

Recent Sale of Unregistered Securities

There are no securities of the registrant sold by it during the year which were not registered under the Code.

Legal Proceedings

The Fund has no material pending legal proceedings to which it is a party. None of the Board of Directors is:

- involved in any legal proceeding the past five (5) years that are material to an evaluation of the ability or integrity of any director, any nominee for election as director, executive officer, underwriter, or control person of the Registrant;
- involved in 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 (2) years prior to that time;
- involved in or convicted by final judgment in any criminal proceeding, domestic or foreign, or subject to a pending criminal proceeding, foreign or domestic, excluding traffic violations and other minor offenses;
- 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
- found by a domestic or foreign court of competent jurisdiction (in a civil action), the SEC or comparable foreign body, or a domestic or foreign exchange or organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation and the said judgment has not been reversed, suspended or vacated.

PART IV - MANAGEMENT DISCUSSION AND ANALYSIS

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS

The Fund's Statements of Financial Position and Statements of Comprehensive Income as of March 31, 2024 and for the years ended December 31, 2023 and 2022 are presented below:

Statements of Financial Position

	As of March 31, 2024 (Unaudited)	As of December 31 (Audited)		Increase (Decrease)			
		2023	2022	2024 vs. 2023		2023 vs. 2022	
				Amount	%	Amount	%
ASSETS							
Cash and cash equivalents	₱208,052,090	₱45,990,192	₱131,247,923	₱162,061,898	352.38%	(₱85,257,731)	(64.96%)
Financial assets							
FVTPL	555,676,452	712,976,182	438,355,163	(157,299,730)	(22.06%)	274,621,019	62.65%
Amortized Cost	489,967,502	490,504,409	687,772,595	(536,907)	(0.11%)	(197,268,186)	(28.68%)
Receivables	11,708,867	12,751,326	12,453,292	(1,042,459)	(8.18%)	298,034	2.39%
Other asset	16,157,321	16,157,321	16,821,047	–	–	(663,726)	(3.95%)
	₱1,281,562,232	₱1,278,379,430	₱1,286,650,020	₱3,182,802	0.25%	(₱8,270,590)	(0.64%)
LIABILITIES							
Accounts payable and accrued expenses	₱13,301,157	₱2,999,832	₱2,867,103	₱110,301,325	3676.92%	₱132,729	4.63%
EQUITY							
Capital stock	475,588,773	519,130,169	536,883,162	(43,541,396)	(8.39%)	(17,752,993)	(3.31%)
Additional paid-in capital	821,891,419	879,539,273	874,045,586	(57,647,854)	(6.55%)	5,493,687	0.63%
Deficit	(129,219,117)	(123,289,844)	(127,145,831)	(5,929,273)	(4.81%)	3,855,987	3.03%
	1,168,261,075	1,275,379,598	1,283,782,917	(107,118,523)	(8.40%)	(8,403,319)	(0.65%)
	₱1,281,562,232	₱1,278,379,430	₱1,286,650,020	₱3,182,802	0.25%	(₱8,270,590)	(0.64%)

Statements of Comprehensive Income

	Jan 1– March 31		Jan 1– December 31		Increase (Decrease)			
	(Unaudited)		(Audited)		2024 vs. 2023		2023 vs. 2022	
	2024	2023	2023	2022	Amount	%	Amount	%
INVESTMENT INCOME								
Interest income	₱14,579,522	₱13,586,249	₱64,031,489	₱50,264,350	₱993,273	7.31%	₱13,767,139	27.39%
Trading and securities gains (losses)	(5,359,087)	10,783,018	14,072,318	(22,354,915)	(16,142,105)	(149.70%)	36,427,233	162.95%
Miscellaneous income	–	–	27,405	–	–	–	27,405	100.00%
	9,220,435	24,369,267	78,131,212	27,909,435	(15,148,832)	(62.16%)	50,221,777	179.95%
OPERATING EXPENSES								
Management and retainer's fees	6,110,690	6,435,104	26,998,926	27,486,932	(324,414)	(5.04%)	(488,006)	(1.78%)
Taxes and licenses	589,166	304,627	1,273,351	195,550	284,539	93.41%	1,077,801	551.16%
Fund accounting fees	135,032	57,245	402,184	245,353	77,787	135.89%	156,831	63.92%
Directors' and officers' fees	69,000	76,315	222,000	243,000	(7,315)	(9.59%)	(21,000)	(8.64%)
Professional fees	57,608	56,975	345,808	231,063	633	1.11%	114,745	49.66%
Custodian and clearing fees	45,660	65,123	321,282	294,220	(19,463)	(29.89%)	27,062	9.20%
Loss on disposal of financial asset at AC	–	–	–	9,447,682	–	–	(9,447,682)	(100.00%)
Miscellaneous expense	33,939	40,825	618,590	413,479	(6,886)	(16.87%)	205,111	49.61%
	7,041,095	7,036,214	30,182,141	38,557,279	4,881	0.07%	(8,375,138)	(21.72%)
NET INVESTMENT INCOME (LOSS)								
BEFORE TAX	2,179,340	17,333,053	47,949,071	(10,647,844)	(15,153,713)	(87.43%)	58,596,915	550.32%
PROVISION FOR FINAL TAX	2,745,667	2,611,517	14,411,396	9,953,228	134,150	5.14%	4,458,168	44.79%
NET INVESTMENT INCOME (LOSS) / TOTAL COMPREHENSIVE INCOME (LOSS)								
	(₱566,327)	₱14,721,536	₱33,537,675	(₱20,601,072)	(₱15,287,863)	(103.85%)	₱54,138,747	262.80%

Financial Position (March 31, 2024 vs. December 31, 2023)

As of March 31, 2024, the Fund's total assets remained at ₱1.28 billion. Total liabilities increased by ₱110.30 million from ₱3.00 million to ₱113.30 million as of reporting date. The changes in total assets and liabilities are primarily due to the movements in the following accounts:

1. Cash and cash equivalents

This account consists of the Fund's savings and checking accounts and time deposits in local banks. Cash in banks earn interest at the respective bank deposit rates. Time deposits have maturities of four (4) days and bear annual interest rate of 4.075% as of March 31, 2024 and up to two (2) years bearing annual interest rate ranging from 2.75% to 4.625% as of December 31, 2023. The increase of ₱162.06 million or 352.38% from ₱45.99 million to ₱208.05 million was mainly due to higher outstanding time deposit as of reporting date.

2. Financial assets

Financial assets at FVTPL consists of investments in government and private debt securities. The decrease of ₱157.30 million or 22.06% from ₱712.98 million to ₱555.68 million was mainly due to the sale of government and private debt securities during the period. As of March 31, 2024 and December 31, 2023, this account includes fair value of ₱2.74 million loss and ₱12.41 million gain, respectively.

Financial assets at Amortized Cost consists of investments in government and private bonds. The decrease of ₱0.53 million from ₱490.50 million to ₱489.97 million was mainly due to amortization of premium during the period.

3. Receivables

This account consists of accrued interest receivable of the Fund. The decrease of 8.18% or ₱1.04 million from ₱12.75 million to ₱11.71 million was mainly due to lower accrued interest receivable from government and private debt securities as of reporting date.

4. Other assets

This account pertains to creditable withholding taxes and miscellaneous assets of the Fund. This account remained at ₱16.16 million as of March 31, 2024 and December 31, 2023, respectively.

5. Accounts payable and accrued expenses

This account consists of accounts payable, payable to FAMI, accrued expenses, withholding tax and documentary stamp tax (DST) payable. The increase of ₱110.30 million from ₱3.00 million to ₱113.30 million was mainly due to higher unclaimed client's redemption proceeds as of reporting date.

6. Equity

The Fund's equity is comprised of its capital stock, additional paid-in capital and retained earnings. The decrease of ₱0.11 billion or 8.40% from ₱1.28 billion to ₱1.17 billion was mainly due to the effect of net redemptions and results of operations during the period.

Capital Stock ended at ₱475.59 million as of March 31, 2024, a decrease of ₱43.54 million or 8.39% from ₱519.13 million, mainly due to net redemptions during the period. The Fund's authorized capital stock remained at ₱1.70 billion with par value of ₱1.00 per share. As of March 31, 2024 and December 31, 2023, the total issued and outstanding shares were 475,588,773 and 519,130,169, respectively, while the total number of holders of redeemable common shares are 1,776 and 1,812, respectively.

Additional paid in capital also went down by ₱57.65 million or 6.55% from ₱879.54 million to ₱821.89 million due to net redemptions made during the period.

Deficit increased by ₱5.93 million from ₱123.29 million to ₱129.22 million mainly due to net redemptions and results of operations during the period.

Results of Operations (January 1 – March 31, 2024 vs. January 1 – March 31, 2023)

For the period ended March 31, 2024, the Fund realized a net loss of ₱0.57 million, lower by 103.85% or ₱15.29 million from the same period last year's net income of ₱14.72 million. Detailed discussions on the changes in the statement of income accounts are as follows:

1. Interest income

This account includes interest income earned from cash and cash equivalents and investments in government and private debt securities. Interest income rose by 7.31% or ₱0.99 million from ₱13.59 million to ₱14.58 million mainly due to higher volume of investment in government securities during the period.

2. Trading and securities gains (losses)

This account includes realized and unrealized gains (losses) incurred from investments in debt securities. The decrease of 149.70% or ₱16.14 million from ₱10.78 million gain to ₱5.36 million loss was due to losses from the sale and decline in the fair value of debt securities during the period.

3. Management and retainer's fees

This account represents management fees and other professional fees incurred by the Fund. This account decreased by ₱0.32 million or 5.04% from ₱6.44 million to ₱6.11 million mainly due to lower management fees relative to the decrease in Fund's daily average net assets during the period.

4. Taxes and licenses

This account pertains to taxes other than income tax, such as DST and local taxes. The increase of 93.41% or ₱0.29 million from ₱0.30 million to ₱0.59 million was due to higher DST incurred during the period.

5. Fund accounting fees

This account totaled ₱0.14 million which pertains to payment of the fund admin fee during the period. The increase of ₱0.08 million or 135.89% from ₱0.06 million for the same period last year was due to higher fees incurred during the period.

6. Professional fees

This account represents audit fees incurred by the Fund which totaled ₱0.06 million for the period ended March 31, 2024 and 2023.

7. Directors' and officers' fees

This account pertains to per diem of the Fund's officers and directors during board meetings and annual stockholders' meeting. The decrease of ₱0.01 million or 9.59% from ₱0.08 million to ₱0.07 million was mainly due to the lower attendees on meetings held during the period.

8. Custodian and clearing fees

This account pertains to fees paid to the custodian of the Fund. The decrease of 29.89% or ₱0.02 million from ₱0.07 million to ₱0.05 million was due to lower fees paid during the period.

9. Miscellaneous expenses

This account decreased by 16.87% or ₱0.01 million from the same period last year's ₱0.04 million to ₱0.03 million mainly due to lower bank charges and membership dues paid by the Fund during the period.

Financial Position (December 31, 2023 vs. December 31, 2022)

As of December 31, 2023, the total resources of the Fund ended at ₱1.28 billion, decreased by ₱.01 billion from ₱1.29 billion as of beginning of the year. Liabilities also went up by ₱0.13 million from ₱2.87 million to ₱3.00 million this year. The changes in total assets and total liabilities were primarily due to the movements in the following accounts:

1. Cash and cash equivalents

Cash and cash equivalents include cash in bank and time deposits. This account ended at ₱45.99 million and ₱131.25 million as of December 31, 2023 and 2022, respectively, decreased by 64.96% or ₱85.26 million primarily due to purchase of debt securities and effect of net redemption during the year.

Cash in banks earn interest at the respective bank deposit rates. Time deposits bear annual interest rates which remain at 2.75% to 4.625% in 2023 and 2022.

2. Financial assets at FVTPL

Financial assets at FVTPL increased by ₱274.62 million or 62.65% from ₱438.36 million in 2022 to ₱712.98 million in 2023, mainly due to the net purchase of investments in government and private debt securities during the year.

This account comprises of investments in private corporate and government bonds that bear annual interest rates ranging from 3.375% to 9.25% and 2.63% to 9.25% in 2023 and 2022, respectively. The carrying values of financial assets at FVTPL include unrealized gain of ₱12.41 million and unrealized loss of ₱9.62 million in 2023 and 2022, respectively.

3. Financial assets at amortized cost

This account consists of private and government bonds that are purchased with the intention of holding the investment to maturity and reported at its amortized cost. The investment declined by ₱197.27 million or 28.68% from ₱687.77 million in 2022 to ₱490.50 million this year, due to the maturities of investments in government and private debt securities during the year.

These investments bear annual interest rates ranging from 3.36% to 5.625% and 3.36% to 8.00% in 2023 and 2022, respectively.

4. Receivables

This account represents accrued interest receivable on time deposits and government and private debt securities held by the Fund. The increase of ₱0.30 million from ₱12.45 million to ₱12.75 million this year was mainly due to higher accrued interest receivable relative to the increase in financial assets of the Fund as of reporting date.

5. Others asset

This account represents the unused creditable withholding tax on interest income earned from unquoted debt securities. Decreased by ₱0.66 million from ₱16.82 million in 2022 to ₱16.16 million this year due to reversal of long outstanding miscellaneous assets.

6. Accounts payable and accrued expenses

This account is composed of due to broker, accounts payable, payable to FAMI, accrued expenses, withholding and documentary stamp tax payable. Increased by ₱0.13 million from ₱2.87 million last year to ₱3.00 million this year mainly due to higher payable to shareholders for the unpaid redemption proceeds as of reporting date.

7. Equity

The Fund's equity is comprised of its capital stock, additional paid-in capital and retained earnings.

Capital Stock

The Fund's authorized and issued capital stock follow:

	2023	2022
Authorized	1,700,000,000 shares	1,700,000,000 shares
Issued	519,130,169 shares	536,883,162 shares

The authorized capital of the Fund is ₱1.70 billion divided into 1.70 billion redeemable shares of ₱1.00 par value with each share carrying one vote. As of December 31, 2023 and 2022, issued and fully paid shares totaled 0.52 billion and 0.54 billion, respectively. The Fund's capital is represented by these redeemable shares.

On February 25, 2013 and July 13, 2013, the BOD approved and the stockholders ratified the increase in ACS from ₱1.70 billion (1.70 billion redeemable common shares) to ₱4.00 billion (4.00 billion redeemable common shares) with par value of ₱1.00 per share. The BOD adopted a resolution that the increase in the authorized capital stock to ₱4.00 billion be made in several tranches. The ACS will be initially increased by ₱1.00 billion while the succeeding increase will be executed upon determination and approval of the BOD without the need of going back to the stockholders for approval.

As of December 31, 2023, the Fund has yet to file an application for the increase in authorized capital stock with the SEC.

As of December 31, 2023 and 2022, the total number of holders of redeemable common shares are 1,812 and 1,816, respectively.

Additional paid-in capital increased by ₱5.49 million from ₱874.05 million in 2022 to ₱879.54 million this year mainly due to subscriptions made during the year.

Deficit decreased by ₱3.86 million from ₱127.15 million last year to ₱123.29 million this year due to net effect of the Fund's results of operations during the year.

Results of Operations (January 1– December 31, 2023 vs. January 1– December 31, 2022)

For the year ended December 31, 2023, the Fund realized a net income of ₱33.54 million, 262.80% or ₱54.14 million higher than the previous year's net loss of ₱20.60 million mainly due to higher trading gains and lower operating expenses recognized during the year.

The highlights of the results of operations for the year ended December 31, 2023 are as follows:

1. Interest income

Interest income consists of earnings from investments in government and private debt securities and cash and cash equivalents. The increase of ₱13.77 million or 27.39% from ₱50.26 million to ₱64.03 million this year was mainly due to higher volume of investment in government securities by the Fund during the year.

2. Trading and securities gains (losses)

This account went up by ₱36.43 million or 162.95%, from ₱22.35 million loss to ₱14.07 million gain due to market appreciation during the year.

3. Management and retainer's fees

This account includes management fees and retainer's fees. The ₱0.49 million decrease from ₱27.49 million to ₱27.00 million this year is mainly attributed to lower accrual of management fee during the year relative to the decrease in net assets of the Fund.

4. Taxes and licenses

Taxes and licenses include documentary stamp tax and filing fees. This account increased by ₱1.07 million or 551.16% from ₱0.20 million to ₱1.27 million this year due to the higher payment of documentary stamp tax during the year.

5. Fund accounting fees

Fund accounting fees pertain to the expenses for the administration of the Fund. This account increased by ₱0.15 million or 63.92% from ₱0.25 million to ₱0.40 million this year due to higher fees paid in 2023 during the transition period to the new service provider.

6. Professional fees

This pertains to payment of audit fees during the year. Professional fees totaled ₱0.35 million and ₱0.23 million in 2023 and 2022, respectively. The increase of ₱0.12 million or 49.66% was mainly due to higher audit fees paid during the year.

7. Custodian and clearing fees

Custodian and clearing fees pertain to payment made to the custodian of the Fund. This account increased by ₱0.03 million or 9.20% from ₱0.29 million to ₱0.32 million this year due to the higher custodian fees incurred during the year.

8. Directors' and officers' fees

This account decreased by ₱0.02 million or 8.64% from ₱0.24 million to ₱0.22 million this year mainly due to lower attendees on meetings held during the year.

9. Miscellaneous fees

Miscellaneous fees consist of notarial fee, membership fee and dues and bank charges paid by the Fund. This account ended at ₱0.62 million and ₱0.41 million for the year ended December 31, 2023 and 2022, increased by ₱0.21 million or 49.51% mainly due to higher other operating expenses during the year.

Financial Position (December 31, 2022 vs. December 31, 2021)

As of December 31, 2022, the total resources of the Fund ended at ₱1.29 billion, decreased by 17.15% or ₱0.26 billion from ₱1.55 billion as of beginning of the year. Liabilities also went down by 88.29% or ₱21.62 million from ₱24.49 million to ₱2.87 million this year. The changes in total assets were primarily due to the movements in the following accounts:

1. Cash and cash equivalents

Cash and cash equivalents include cash in bank and time deposits. This account ended at ₱131.25 million and ₱139.43 million as of December 31, 2022 and 2021, respectively, decreased by 5.87% or ₱8.18 million primarily due to unpaid purchases of stocks and payable to shareholders for the unpaid redemption proceeds.

Cash in banks earn interest at the respective bank deposit rates. Time deposits bear annual interest rates which remain at 0.125% to 2.25% in 2022 and 2021.

2. Financial assets at FVTPL

Financial assets at FVTPL increased by ₱4.95 million from ₱433.41 million in 2021 to ₱438.36 million in 2022, mainly due to the net purchase of investments in government and private debt securities during the year.

This account comprises of investments in private corporate and government bonds that bear annual interest rates ranging from 3.25% to 9.25% and 3.5% to 8.125% in 2022 and 2021, respectively. The carrying values of financial assets at FVTPL include unrealized loss of ₱9.62 million and ₱6.20

million in 2022 and 2021, respectively.

3. Financial assets at amortized cost

This account consists of private and government bonds that are purchased with the intention of holding the investment to maturity and reported at its amortized cost. The investment declined by ₱263.13 million or 27.67% from ₱950.90 million in 2021 to ₱687.77 million this year, due to the maturities of investments in government and private debt securities during the year.

The bonds bear annual interest rates ranging from 3.36% to 5.625% and 3.5% to 8.125% in 2022 and 2021, respectively.

4. Receivables

This account represents accrued interest receivable on time deposits, and government and private debt securities held by the Fund. The decrease of 5.24% or ₱0.69 million from ₱13.14 million to ₱12.45 million this year was mainly due to lower accrued interest receivable as of reporting date.

5. Other asset

Other asset increased by ₱0.66 million from ₱16.16 million in 2021 to ₱16.82 million this year and it consists of creditable withholding tax on interest income earned from unquoted debt securities.

6. Accounts payable and accrued expenses

This account is composed of due to broker, accounts payable, payable to FAMI, accrued expenses, withholding and documentary stamp tax payable. This account decreased by 88.29% or ₱21.62 million from ₱24.49 million last year to ₱2.87 million this year mainly due to lower unpaid purchases of stocks due to broker and payable to shareholders for the unpaid redemption proceeds as of reporting date.

7. Equity

The Fund's equity is comprised of its capital stock, additional paid-in capital and retained earnings.

Capital Stock

The Fund's authorized and issued capital stock follow:

	2022	2021
Authorized	1,700,000,000 shares	1,700,000,000 shares
Issued	536,883,162 shares	630,201,362 shares

The authorized capital of the Fund is ₱1.70 billion divided into 1.70 billion redeemable shares of ₱1.00 par value with each share carrying one vote. As of December 31, 2022 and 2021, issued and fully paid shares totaled 0.54 billion and 0.63 billion, respectively. The Fund's capital is represented by these redeemable shares.

On February 25, 2013 and July 13, 2013, the BOD approved and the stockholders ratified the increase in ACS from ₱1.70 billion (1.70 billion redeemable common shares) to ₱4.00 billion (4.00 billion redeemable common shares) with par value of ₱1.00 per share. The BOD adopted a resolution that the increase in the authorized capital stock to ₱4.00 billion be made in several tranches. The ACS will be initially increased by ₱1.00 billion while the succeeding increase will be executed upon determination and approval of the BOD without the need of going back to the stockholders for approval.

As of December 31, 2022, the Fund has yet to file an application for the increase in authorized capital stock with the SEC.

As of December 31, 2022 and 2021, the total number of holders of redeemable common shares are 1,816 and 1,928, respectively.

Additional paid-in capital decreased by ₱0.12 billion or 11.47% from ₱0.99 billion in 2021 to ₱0.87 billion this year mainly due to redemptions made during the year.

Deficit increased by ₱38.22 million or 42.98% from ₱88.93 million last year to ₱127.15 million this year due to net effect of the Fund's results of operations and redemption of shares during the year.

Results of Operations (January 1– December 31, 2022 vs. January 1– December 31, 2021)

For the year ended December 31, 2022, the Fund realized a net loss of ₱20.60 million, 9.22% or ₱2.09 million higher than the previous year's net loss of ₱22.69 million mainly due to higher trading gains and lower operating expenses recognized during the year.

The highlights of the results of operations for the year ended December 31, 2022 are as follows:

1. Interest income

Interest income consists of earnings from investments in government and private debt securities and cash and cash equivalents. The decrease of ₱11.54 million or 18.67% from ₱61.80 million to ₱50.26 million this year was mainly due to lower volume of government securities placed by the Fund during the year.

2. Trading and securities losses

This account went down by ₱12.04 million or 34.99%, from ₱34.39 million loss to ₱22.35 million loss due to market movement during the year.

3. Management and retainer's fees

This account includes management fees and retainer's fees. The ₱9.08 million or 24.84% decrease from ₱36.57 million to ₱27.49 million this year is mainly attributed to lower accrual of management fee during the year relative to the decrease in net assets of the Fund.

4. Loss on disposal of financial assets at amortized cost

This account ended at ₱9.45 million loss as of December 31, 2022.

5. Custodian and clearing fees

Custodian and clearing fees pertain to payment made to the custodian of the Fund. This account increased by ₱0.03 million or 11.40% from ₱0.26 million to ₱0.29 million this year due to the higher custodian fees incurred during the year.

6. Fund accounting fees

Fund accounting fees pertain to fund administration of the Fund. This account increased by ₱0.10 million or 73.54% from ₱0.14 million to ₱0.24 million this year due to the higher payment of fees during the year.

7. Directors' and officers' fees

This account increased by ₱0.16 million or 203.78% from ₱0.08 million to ₱0.24 million this year mainly due to higher directors' and officers' per diem and bonus during the year.

8. Professional fees

This pertains to payment of audit fee and other professional services acquired during the year. Professional fees remained at ₱0.23 million in 2022 and 2021, respectively.

9. Taxes and licenses

Taxes and licenses include documentary stamp taxes and filing fees. This account decreased by ₱1.21 million or 86.10% from ₱1.41 million to ₱0.20 million this year due to the lower payment of local taxes during the year.

10. Miscellaneous fees

Miscellaneous fees consist of notarial fee, membership fee and dues and bank charges paid by the Fund. This account increased by ₱0.24 million or 144.21% from ₱0.17 million in 2021 to ₱0.41 this year mainly due to higher other operating expenses incurred during the year.

Plan of Action

FAMI is licensed by SEC to act as Investment Company Adviser/Manager, Administrator and Principal Distributor of mutual funds.

Being the principal distributor of the Fund's shares of stock, it intends to increase its marketing network and accredit sub-dealers or agents to sell the Fund's share.

Subsequent Events

There were no material subsequent events that occurs after the period ended March 31, 2024.

Other Matters

The Fund Manager is not aware of any event and/or uncertainties that:

- will have a material impact on liquidity
- will trigger direct or contingent obligation that is material to the Fund including any default or acceleration of obligation
- will have an impact on all material off-balance sheet transactions, arrangement, obligations and other relationships of the Fund
- is a significant element of income or loss that did not arise from the Fund's continuing operations
- there are no material commitments for capital expenditures during the past year and in the subsequent year.

DISCUSSION OF KEY PERFORMANCE INDICATORS

The Fund has identified the following as its key performance indicators:

- *Net Asset Value per Share.* Net Asset Value per share decreased to ₱2.4565 as of March 31, 2024, from ₱2.4568 as of December 31, 2023. The Fund's net asset value decreased by ₱0.11 billion or 8.40% from ₱1.28 billion as of December 31, 2023 to ₱1.17 billion as of March 31, 2024.
- *Sales for the period ended.* The Fund's total sales of ₱140.09 million for the period ended March 31, 2024 was 100.97% or ₱70.38 million higher than ₱69.71 million sales for the same period last year.
- *Redemptions for the period ended.* The Fund's total redemptions of ₱246.64 million for the period ended March 31, 2024 was ₱230.39 million higher than the same period last year's ₱16.25 million.
- *Net Income (Loss) vs. Benchmark.* The Fund recognized ₱0.57 million net loss for the period ended March 31, 2024, 103.85% or ₱15.29 million lower than ₱14.72 million net income for the same period last year.
- *Market Share vs. Benchmark* – As of March 31, 2024 the Fund garnered 1.75% share in the Fixed Income Funds (Peso) category while 0.50% share among all mutual funds in terms of net assets. On the basis of account holders, the Fund has 1,776 account holders or 2.44% of the total accounts in the Fixed Income category (Peso) category.

The following basic ratios measure the financial performance of the Fund for the period ended March 31, 2024 and for the years ended 2023 and 2022:

PERFORMANCE INDICATORS	March 31, 2024 (Unaudited)	December 31, 2023 (Audited)	December 31, 2022 (Audited)
Return on assets ^{1/}	(0.18%)	2.61%	(1.45%)
Return on equity ^{2/}	(0.19%)	2.62%	(1.47%)
Cost to income ratio ^{3/}	76.36%	38.63%	138.15%
Net asset value per share ^{4/}	₱2.4565	₱2.4568	₱2.3912
Earnings(Loss) per share ^{5/}	(₱0.012)	₱0.0595	(₱0.0357)

^{1/} Net income over average assets. Average assets for year ended December 31 were computed based on the average of the beginning and ending balances.

^{2/} Net income over average equity. Average equity for year ended December 31 was computed based on the average of the beginning and ending balances.

^{3/} Operating expenses for the cost-to-income ratios do not include provision for probable losses and provision for income taxes.

^{4/} Net asset value per unit by deducting total liabilities from total assets to come up with the Net Assets and dividing with the outstanding number of shares for the year.

^{5/} Net income divided by weighted average number of common shares.


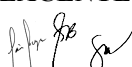
Item 7. Financial Statements

1. Statement of Management's Responsibility for Financial Statements
2. Audited Financial Statements

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 Makati City on May 27, 2024.

FIRST METRO SAVE & LEARN FIXED-INCOME FUND, INC.

By:


MAURO B. PLACENTE
 TREASURER


CERTIFICATION OF INDEPENDENT DIRECTOR

I, Fr. Rafael K. Eloriaga, CM, Filipino of legal age and with office address at Provincial House, St. Vincent Seminary Complex 221 Tandang Sora Avenue, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of First Metro Save and Learn Fixed Income Fund, Inc. on June 18, 2024 and have been its independent director since 2016;
2. I am affiliated with the following company/ies or organizations:

Company/Organizations	Period of Service	Position
First Metro Philippine Equity Exchange Traded Fund, Inc.	October 18, 2019 – Present	Independent Director
First Metro Consumer Fund, Inc.	June 30, 2018 - Present	Independent Director
First Metro Save and Learn Money Market Fund, Inc.	June 18, 2018 - Present	Independent Director
First Metro Save and Learn Equity Fund, Inc.	June 18, 2016 - Present	Independent Director
Universidad de Sta. Isabel- Naga City	2016-present	Member, Board of Trustees
Adamson University	April 2016-present	Vice President for Finance

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of First Metro Save and Learn Fixed Income Fund, Inc. as provided for in Section 38 of the Securities and Regulation Code, its Implementing Rules and other SEC issuances;
4. I am NOT related to any director/officer/substantial shareholder (covered company and its subsidiaries and affiliates) other than the relationship provided under Rule 38.2.3 of the Securities and Regulation Code;
5. To the best of my knowledge, I am NOT subject of any pending criminal or administrative investigation or proceeding;
6. I shall faithfully and diligently comply with the duties and responsibilities as independent director under the Securities and Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances;
7. I shall inform the Corporate Secretary of First Metro Save and Learn Fixed Income Fund, Inc. of any changes in the above mentioned information within five (5) days from its occurrence.

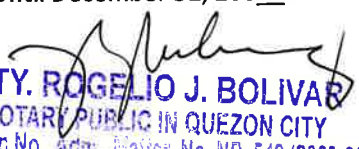
Done this MAY 24 2024 day of May 2024. **QUEZON CITY**


Fr. Rafael K. Elorriaga, CM
Independent Director

SUBSCRIBED AND SWORN to before me on MAY 24 2024 day of May 2024 in **QUEZON CITY**
City, Philippines, affiant exhibiting to me her TIN No. 135-548-979.

NOTARY PUBLIC
Until December 31, 200__.

Doc. No. 240
Page No. 49;
Book No. 10;
Series of 2024.


ATTY. ROGELIO J. BOLIVAR
NOTARY PUBLIC IN QUEZON CITY
Commission No. Adm. Matter No. NP 549 (2023-2024)
IBP O.R. No. 180816 2023 & IBP O.R. No. 180816 2024
PTR O.R. No. 4127771 D 01/16/32074 / Roll No. 33832 / TIN # 129-671-003-000
MCLE No. 738 FROM APRIL 15, 2023 UNTIL APRIL 14, 2025
Address: 31-F Harvard St. Cubao, Q.C.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, Edgar B. Solilapsi, Filipino of legal age and with office address at #11 Illinois St., Cubao, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of First Metro Save and Learn Fixed Income Fund, Inc. on June 18, 2024 and have been its independent director since 2016;
2. I am affiliated with the following company/ies or organizations:

Company/Organizations	Period of Service	Position
First Metro Save and Learn Money Market Fund, Inc.	June 18, 2018 - Present	Independent Director
First Metro Save and Learn Equity Fund Inc.	June 18, 2016 - Present	Independent Director

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of First Metro Save and Learn Fixed Income Fund, Inc. as provided for in Section 38 of the Securities and Regulation Code, its Implementing Rules and other SEC issuances;
4. I am NOT related to any director/officer/substantial shareholder (covered company and its subsidiaries and affiliates) other than the relationship provided under Rule 38.2.3 of the Securities and Regulation Code;
5. To the best of my knowledge, I am NOT subject of any pending criminal or administrative investigation or proceeding;
6. I shall faithfully and diligently comply with the duties and responsibilities as independent director under the Securities and Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances;
7. I shall inform the Corporate Secretary of First Metro Save and Learn Fixed Income Fund Inc. of any changes in the above mentioned information within five (5) days from its occurrence.

Done this MAY 24 2024 day of May 2024. Makati City.


Edgar B. Solilapsi
Independent Director

SUBSCRIBED AND SWORN to before me on MAY 24 2024 day of May 2024 in Makati City, Philippines, affiant exhibiting to me his TIN No. 118-455-840.

Doc. No. 241
Page No. 50;
Book No. 10;
Series of 2024.


QUEZON CITY
NOTARY PUBLIC
Until December 31, 200
ATTY. ROGELIO J. BOLIVAR
NOTARY PUBLIC IN QUEZON CITY
Commission No. Adm. Matter No. NP 549 (2023-2024)
IBP O.R. No. 180815 2023 & IBP O.R. No. 180816 2024
PTR O.R. No. 412771 D 01/05/2024 / Roll No. 33832 / TIN # 129-871-009-000
MCLE No. 7&8 FROM APRIL 15, 2023 UNTIL Page 1 of 15
Address: 31-F Harvard St. Cubao, Q.C.

Certification

I, Nimfa G. Balmes-Pastrana, the Corporate Secretary of First Metro Save and Learn Fixed Income Fund, Inc. a corporation duly registered under and by virtue of the laws of the Republic of the Philippines, with SEC registration number CS2005009327 and with principal office at 18th floor PSBank Center, Paseo de Roxas corner Sedeno St. Makati City, on oath state:

- 1) That I have caused this Definitive Information Statement (SEC Form 20-IS) to be prepared on behalf of First Metro Save and Learn Fixed Income Fund, Inc.;
- 2) That I have read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That the company First Metro Save and Learn Fixed Income Fund, Inc. will comply with the requirements set forth in SEC Notice dated February 23, 2024 to effect a complete and official submission of reports and/or documents through electronic mail;
- 4) That I am fully aware that the submitted documents require pre-evaluation and/or payment of processing fee; and
- 5) That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28 , s. 2020 shall be used by the company in its online submission to CGFD.

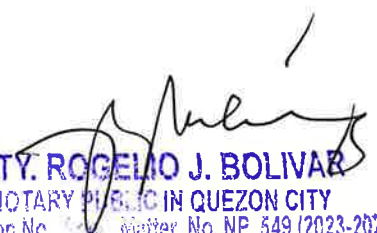
IN WITNESS WHEREOF, I have hereunto set my hand this 24th day of May, 2024.


Nimfa G. Balmes-Pastrana
Affiant

SUBSCRIBED AND SWORN to before me this 24th day of May, 2024, in **QUEZON CITY**, Philippines.

Nimfa B. Pastrana Unified Multi-Purpose ID No. CRN-0003-9622436-3

Doc No. 235
Page No. 48
Book No. 10
Series 2024.


ATTY. ROGELIO J. BOLIVAR
NOTARY PUBLIC IN QUEZON CITY
Commission No. 549 (2023-2024)
IBP O.R. No. 180816 2024
PTR O.R. No. 4127771 DENR No. 33832 TIN # 129-871-009-000
MCLE No. 783 FROM APRIL 15, 2023 UNTIL APRIL 14, 2025
Address: 31-F Harvard St. Cubao, Q.C.