

COVER SHEET

AS0938127
S.E.C. Registration Number

APC GROUP INC.
(Company's Full Name)

10th Floor Philcom Building Paseo de

Roxas, Makati City

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

ATTY. EDMUNDO L. TAN
Contact Person

6353671 TO 78
Company Telephone Number

12 31
Fiscal Year

Request for Reconsideration
FORMATYPE

2nd Thursday JUNE
Annual Meeting

Secondary License Type, If Applicable

Corporation Finance Department
Dep. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

LCU

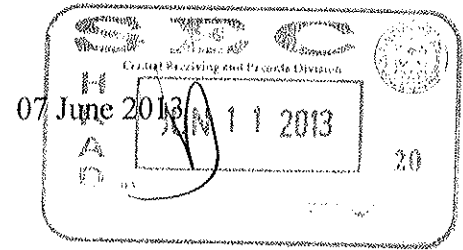
Cashier

STAMPS

Remarks: pls. use black ink for scanning purposes.



APC GROUP INC.



SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
Mandaluyong City

Attention: **Atty. Justina F. Callangan**
Director
Corporate Finance Department

Re: **APC Group, Inc.**
Request for Reconsideration of SEC Letter Dated 20 May 2013

Gentlemen:

This refers to your letter dated 20 May 2013 which was received by our Company on 06 June 2013. In said letter, the company was informed that the reasons cited in its letter reply dated 15 May 2013 were without merit and that the company is directed to pay the penalty of Thirty Thousand Seven Hundred Pesos (P30,700.00) for violation of SEC Memorandum Circular No. 6, Series of 2006 within five (5) days from receipt of your letter.

We would like to request your good office to take a second look at the reasons cited in our letter-reply dated 15 May 2013. We maintain that the initial failure to disclose in the General Information Sheet (GIS) the (1) Certificate of Permit to Offer Shares and (2) the "Date Started Operations" was not attended by malice or deliberate intent to disregard the orders and issuances of the SEC. We have set forth in our previous letter-reply the circumstances surrounding our initial failure to disclose, which we reproduce below for your ready reference:

1. Certificate of Permit to Offer Shares (hereafter, "Certificate")

On 19 April 2013, we received from your office a fax copy of the Certificate which was issued by the SEC on 12 July 1996. Upon inquiry from your office, we were advised that the same should have been disclosed in the GIS as secondary license issued by the SEC. We then included reference of the same in the subject 2012 Amended GIS.

We submit that the current management took over the operations of the Company from its previous owners only in 2000. Considering the circumstances of the assumption to office of the new management, there had been no proper turnover of records of the Company. Furthermore, considering that Certificate was issued in 1996 and the stock option plan for which the Certificate was issued was discontinued in 1999, the existence of the Certificate never came to the knowledge of the incumbent management.

2. *Date of started operations*

We submit that our previous GIS did not have an entry opposite the field "*Date Started Operations*" since its location in the GIS created a misimpression that the same is included in the table entitled "*Secondary License/Registration with SEC and Other Gov't Agency*". We cleared this matter with your office and have then included the said date in the 2012 Amended GIS.

We submit that if the company, through its present management, had known of the existence of the secondary license issued by the SEC, it would not have initially failed to disclose the same in the original GIS. Furthermore, if the company was not misled by the location of the field "*Date Started Operations*" in the GIS, it could have easily disclosed such date in the original GIS.

In view of the foregoing, we respectfully request for the reconsideration of your letter dated 20 May 2013 and the withdrawal of the penalties imposed therein.

For your kind consideration.

Very truly yours,



EDMUNDO L. TAN
Corporate Secretary