



Republic of the Philippines  
**SECURITIES AND EXCHANGE COMMISSION**  
SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila

**CORPORATION FINANCE DEPARTMENT**



IN RE:

SEC-CFD ORDER NO. 038  
SERIES OF 2009

**LEGACY GS FUND, INC.**

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**ORDER OF REVOCATION**

The records on file with this Commission show the company's failure to fully comply with the directives contained in the Suspension Order dated February 12, 2009, as follows:

1. Failure to fully explain the discrepancy between the number of outstanding shares reported in the company's Audited Financial Statements for the year ended December 31, 2007 and the beginning outstanding shares stated in the monthly sales and redemption report for January 2008, i.e., 165,510 shares that are left unaccounted;
2. Submit its monthly sales and redemption report for the months of November and December, 2008 and January, 2009;
3. Submit a current report on Form 17-C regarding the change in its principal office address.

Moreover, the reasons adduced by the company were insufficient to justify the non-posting of its daily Net Asset Value Per Share beginning December 8, 2008 and non-filing of its monthly sales and redemption reports for the months of November, December, 2008 and January 2009.


Pursuant to the resolution of the Commission in its meeting on March 12, 2009, the secondary license of **LEGACY GS FUND, INC.** as an investment company as well as its Registration of Securities and Permit to Sell Securities are hereby **REVOKED**.

Let a copy of this Order be published in a newspaper of general circulation in the Philippines and in the Commission's official website for the information and guidance of the public.

SO ORDERED.

March 13, 2009, Mandaluyong City.

For the Commission:

  
**JUSTINA F. CALLANGAN**  
Director