

TRIPLE-S MANAGEMENT CORP  
Form 8-K/A  
September 26, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K/A  
(Amendment No. 2)

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

April 29, 2011

Triple-S Management Corporation

(Exact name of registrant as specified in its charter)

Puerto Rico

000-49762

66-0555678

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

1441 F.D. Roosevelt Avenue, San Juan, Puerto  
Rico

00920

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

787-749-4949

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)  
 Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)  
 Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

On May 3, 2011, Triple-S Management Corporation (the "Company") filed a Current Report on Form 8-K (the "Original Report") to report the voting results of its annual meeting of shareholders held on April 29, 2011 (the "Annual Meeting"), including, among other matters, the results of the shareholder vote, on an advisory basis, to recommend the frequency of future advisory votes on executive compensation (the "Say-on-Pay Vote"). On May 5, 2011, the Company filed Amendment No. 1 to the Original Report to correct an inadvertent typographical error in the date of the annual meeting on which the term of the elected directors will end. Pursuant to Item 5.07(d) of Form 8-K, the Company is filing this Amendment No. 2 to the Original Report solely for the purpose of disclosing the Company's decision on the frequency of future advisory votes on executive compensation.

At the Annual Meeting, more than a majority of the shares of common stock entitled to vote and present at the Annual Meeting voted in favor of holding the Say-on-Pay Vote annually. Accordingly, in light of this result and other factors considered by the Company's Board of Directors (the "Board"), the Board has determined that the Company will hold the Say-on-Pay Vote every year until no later than 2017, when the next shareholder vote on the frequency of future advisory votes on executive compensation is required under the Securities Exchange Act of 1934, as amended.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

*September 26, 2011*

Triple-S Management Corporation

By: *Ramón M. Ruiz-Comas*

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*Name: Ramón M. Ruiz-Comas*

*Title: President & Chief Executive Officer*