

**Arthaland Disclosure | Retirement, IT Head+DPO, AMLA Compliance Officer,
AOI Amendment+SSM**

From: PDEX Disclosure <pdex.disclosure@pds.com.ph>

Sent: Thursday, December 14, 2023 9:05 AM

To: Margeline C. Hidalgo <mchidalgo@arthaland.com>

Cc: Riva Khristine Maala <rvmaala@arthaland.com>

Subject: Re: [EXTERNAL] Arthaland Disclosure | Retirement, IT Head+DPO, AMLA
Compliance Officer, AOI Amendment+SSM

Gentlemen,

This is to acknowledge receipt of the disclosure and its attachment.

Regards,

Issuer Compliance & Disclosure Department
Philippine Dealing & Exchange Corp.
29/F, BDO Equitable Tower,
8751 Paseo de Roxas, Makati City
DL: (632) 8884-4415; 4433
E-mail: pdex.disclosure@pds.com.ph

MSRD_Arthaland Corporation_SEC Form 17-C_13December2023 (Retirement, IT Head+DPO, AMLA Compliance Officer, AOI Amendment+SSM)

From: ICTD Submission <ictdsubmission+canned.response@sec.gov.ph>

Sent: Wednesday, December 13, 2023 5:56 PM

To: ALCO@arthaland.com

Subject: Re: MSRD_Arthaland Corporation_SEC Form 17-C_13December2023
(Retirement, IT Head+DPO, AMLA Compliance Officer, AOI Amendment+SSM)

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COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

[illegible]

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

Atty. Riva Khristine V. Maala

(Contact Person)

(+632) 8403-6910

(Company Telephone Number)

1	2
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Month

3	1
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Day

1	7	-	C
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(Form Type)

0	6	Last	Fri
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Month Day

(Annual Meeting)

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(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

[illegible]

File Number

LCU

LCU

[illegible]

Document ID

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Remarks: Please use BLACK ink for scanning purposes.

SEC Number **7160**
File Number _____

ARTHALAND CORPORATION
(Company's Full Name)

7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street
Bonifacio Global City, Taguig City 1634
(Company's Address)

(+632) 8403-6910
(Telephone Number)

December 31
(Fiscal Year Ending)
(Month and Day)

FORM 17-C
(Form Type)

(Period Ended Date)

(Secondary License Type and File Number)

cc: Philippine Stock Exchange

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. **13 December 2023**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **ASO-94-007160** 3. BIR Tax Identification No. **004-450-721-000**
4. **ARTHALAND CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. **7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street**
Bonifacio Global City, Taguig City **1634**
Address of Principal Office Postal Code
8. **(+632) 8403-6910**
Issuer's telephone number, including area code
9. **Not Applicable**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding |
|-----------------------------|---|
| Common Shares | 5,318,095,199 (₱0.18 par value) |
| Preferred Shares – Series A | 12,500,000 (₱1.00 par value) |
| Preferred Shares – Series B | 20,000,000 (₱1.00 par value) |
| Preferred Shares – Series C | 10,000,000 (₱1.00 par value) |
| Preferred Shares – Series D | 6,000,000 (₱1.00 par value) |
11. Indicate the item numbers reported herein:
- Item 4.** Resignation, Removal or Election of Registrant's Directors or Officers
Item 9. Other Events
-

Item 4. Resignation, Removal or Election of Registrant's Directors or Officers

Mr. Clarence P. Borromeo, the incumbent Head of the Information and Technology (IT) Department of **ARTHALAND CORPORATION (the “Corporation”)** and its Data Privacy Officer, will retire from the company effective on 31 January 2024. His position will be filled up by Mr. Gerard Vincent Casanova who is presently the Deputy Head of the IT Department effective on 01 February 2024.

Mr. Casanova graduated from De La Salle University where he took up Bachelor of Science in Computer Science. Before joining the Corporation in 2021, he worked for SM Investment Corporation, Royal Caribbean Cruises, Star Cruises and Ayala Corporation. He is a results-oriented professional with over 16 years of experience in the field of information technology in different industries and has extensive expertise in product and project management.

Mr. Reuel C Bernabe, a Vice President of the Corporation, will likewise retire effective on 31 January 2024.

At its recently concluded meeting, the Board of Directors approved the appointment of Mr. Felix Cicero C. Tiukinhoy, the current Head of Customer Account Management Department, as the Anti-Money Laundering Council Compliance Officer of the Corporation and its group of companies effective on 01 January 2024.

Item 9. Other Events

In the same meeting, the Board of Directors approved the amendment of Article SEVENTH of the Corporation's Articles of Incorporation by increasing its authorized capital stock by ₱50.0M and endorsed the same for approval by the stockholders at a Special Stockholders Meeting to be convened on 31 January 2024, Wednesday, at 9:00 A.M. through remote communication.

The amended Article Seventh of the Corporation's Articles of Incorporation will thus read, as follows:

“SEVENTH – That the authorized capital stock of the Corporation is Philippine Pesos: Three Billion Twenty Six Million Two Hundred Fifty Seven Thousand One Hundred Thirty Five and 82/100 (₱3,026,257,135.82) divided into Philippine Pesos: Two Billion Nine Hundred Forty Six Million Two Hundred Fifty Seven Thousand One Hundred Thirty Five and 82/100 (₱2,946,257,135.82) of common shares consisting of 16,368,095,199 common shares with a par value of Philippine Pesos: Eighteen Centavos (₱0.18) per share and Philippine Pesos: Eighty Million (₱80,000,000.00) of preferred shares consisting of 80,000,000 preferred shares with a par value of Philippine Peso: One (₱1.00) per share.

“The preferred shares shall have such features as the Board of Directors may prescribe, provided that, in no case shall such preferred shares be voting or participating.

“The shares of stock of the corporation are not subject to pre-emptive rights of stockholders and may be issued for the unissued portion of authorized capital stock in such quantities, at such times, and under such terms as the Board of Directors shall determine.”

This capital raising is intended as fund raising in anticipation of the Corporation's projects in the pipeline and as working capital.

There is no other item to be included in the agenda or sought approval for during the special stockholders meeting except the amendment of the Corporation's Articles of Incorporation. It should be recalled that the Board and the Stockholders approved previously¹ the reduction of the authorized capital stock by ₱20,000,000.00 which represent the Preferred Shares Series B (ALCPB) redeemed in December 2021, but the Articles of Incorporation was not amended accordingly for various reasons. The Corporation will, therefore, seek simultaneous approval by regulators of the initial reduction and the subsequent increase of the authorized capital stock.

Other relevant details about the meeting will be disclosed in the Information Statement.

ARTHALAND CORPORATION

Issuer

By:

13 December 2023

Date

RIVA KHRISTINE V. MAALA

Corporate Secretary and General Counsel

¹ Disclosed on 04 May 2022 and 24 June 2022, respectively.