

# COVER SHEET

AS94007160

SEC Registration Number

ARTHALAND CORPORATION

(Company's Full Name)

8 F PICADILLY STAR BUILDING, 4 TH  
AVENUE CORNER 27 TH STREET,  
BONIFACIO GLOBAL CITY, TAGUIG  
CITY 1634

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

Atty. Riva Kristine V. Maala

(Contact Person)

(+632) 403-6910

(Company Telephone Number)

## ASM 2018 Agenda, Preferred Dividends, Officers

12 31  
Month Day  
(Fiscal Year)

17 - C  
(Form Type)

06 Last Fri day  
Month Day  
(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

File Number

To be accomplished by SEC Personnel concerned

Document ID

LCU

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

P

SEC Number **7160**

File Number \_\_\_\_\_

**ARTHALAND CORPORATION**

(Company's Full Name)

**8/F Picadilly Star Building, 4<sup>th</sup> Avenue corner 27<sup>th</sup> Street  
Bonifacio Global City, Taguig City 1634**

(Company's Address)

**(+632) 403-6910**

(Telephone Number)

**December 31**

(Fiscal Year Ending)

(Month and Day)

**FORM 17-C**

(Form Type)

\_\_\_\_\_  
(Period Ended Date)

\_\_\_\_\_  
(Secondary License Type and File Number)

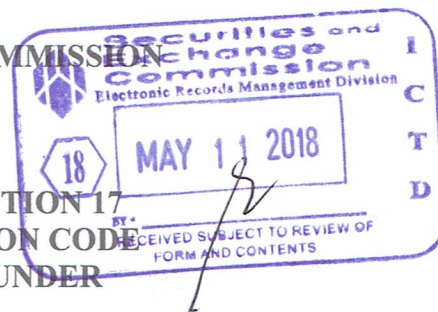
cc: Philippine Stock Exchange



# 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. **09 May 2018**  
Date of Report (Date of earliest event reported)
2. SEC Identification No. **ASO-94-007160**      3. BIR Tax Identification No. **126-004-450-721**
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. **8/F Picadilly Star Building, 4<sup>th</sup> Avenue corner 27<sup>th</sup> Street**  
**Bonifacio Global City, Taguig City**      **1634**  
Address of Principal Office      Postal Code
8. **(+632) 403-6910**  
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)
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**

At its meeting held today, the Board of Directors of **ArthaLand Corporation (the "Corporation")** appointed:

1. Mr. Christopher G. Narciso as Executive Vice President
2. Mr. Clarence P. Borromeo as Data Privacy Officer, and
3. Mr. Edgar V. Sabidong as Vice President (previously Senior Assistant Vice President).

Prior to joining the Corporation, Mr. Narciso was an Executive Director of the Philippine Transmarine Carriers Group and the Concurrent Chief Operating Officer of ACM Landholdings, Inc. He was also at one time, the President and Chief Operating Officer of Taft Property Ventures Development Corporation, a member of Metro Gaisano, Vicsal Development Corporation. He worked at Robinsons Land Corporation from 2007 until 2013, and Narel Realty and Development Corporation from October 1995 to March 2007. Mr. Narciso, a graduate of the De La Salle University with a Bachelor of Science degree in Industrial Management Engineering, minor in Chemical Engineering, is currently serving as the National President of the Subdivision and Housing Developers Association.

Before joining the Corporation in 2009 as the Head of its Information Technology (IT) Department, Mr. Borromeo was the IT Head of the ICCP Group of Companies (Investment and Capital Corporation of the Philippines). He was also the IT Head at RAMCAR Food Group (Kentucky Fried Chicken and Mr. Donut) prior to his engagement with the ICCP Group of Companies. He started his career in Information Technology as IT Helpdesk Supervisor at Zuellig Interpharma Holdings. He finished college at the Ateneo de Manila University with a degree in AB Interdisciplinary Studies.

Engr. Sabidong is a registered Civil Engineer from the Mapua Institute of Technology, with over thirty years of experience in construction, facilities and project management, 12 years of which were spent in the Caribbean and in the Middle East. He was Project Director of the biggest project in Trinidad and Tobago and while with Saudi Aramco, he handled various facilities like office building, hospital, laboratory and community housing renovation and upgrade works. Locally, he worked with D.M.Consunji, and in its joint venture with the British John Laing International, he worked on the five Rockwell west tower condominium buildings, from Hidalgo, Rizal, Luna, and Amorsolo East and West. Engr. Sabidong sits as a Board member of the Philippine Green Building Council and in the BERDE committee as the Corporation's representative.

None of the foregoing officers owns shares of stock of the Corporation.

#### **Item 9. Other Events**

Further, the Board of Directors approved

- A. The declaration of cash dividends to holders of Preferred Shares Series B with record date of 23 May 2018 in the amount of ₱1.76145 per preferred share, or a total of ₱35,229,000.00, which will be paid out beginning 06 June 2018 from the company's unrestricted retained earnings as of 31 March 2018.
- B. The amendment of the Corporation's Articles of Incorporation, specifically Article THIRD, as follows:

THIRD – That the place where the principal office of the Corporation is to be established or located is 11/F ArthaLand Century Pacific Tower, 5<sup>th</sup> Avenue corner 31<sup>st</sup> Street, Bonifacio Global City, Taguig City, Philippines.

- C. The amendment of the Agenda of the Annual Stockholders' Meeting scheduled on 29 June 2018 in view of the foregoing, as follows:

1. Call to Order
2. Secretary's Proof of Due Notice of the Meeting and Determination of Quorum
3. Approval of Minutes of the Annual Stockholders' Meeting held on 30 June 2017
4. Notation of Management Report
5. Ratification of Acts of the Board of Directors and Management During the Previous Year
6. Approval of Amendment of Articles of Incorporation – Change of Place of Business
7. Election of Directors (including Independent Directors)
8. Appointment of External Auditor
9. Other Matters
10. Adjournment

D. The following related party transactions:

1. Pursuant to the Corporation's policies, Executive Vice President and Treasurer Leonardo Arthur T. Po shall be assigned a company car valued at P2.50M. Instead of purchasing a new vehicle, the Corporation will instead purchase Mr. Po's 2013 Land Cruiser for P2.50M notwithstanding that the same has an estimated value of P3,060,000.00. Further, the policies state that if the assigned vehicle is a second hand car, any and all maintenance costs and expenses thereof, including minor repairs and battery and tire replacement, will be shouldered by the officer concerned, to which arrangement Mr. Po agreed. However, the Corporation shall be responsible in procuring at its expense the necessary comprehensive and third party liability insurance for the vehicle and causing its registration with the Land Transportation Office inasmuch as the same is in the name of the Corporation.
2. On 10 November 2015, it was disclosed that the Corporation obtained a loan from Centrobless Corporation ("Centrobless")<sup>1</sup> in the amount of P1,650,643,779.00. This loan is interest free and payable in cash or in kind at the option of Centrobless. In the event Centrobless elects to be paid in kind, the Corporation shall pay the loan *via dacion en pago* with 8,031 square meters of the total space encompassing seven (7) floors of ArthaLand Century Pacific Tower, and 150 parking slots therein at the total purchase price of P1,650,643,779.00. The Corporation received notice from Centrobless that it has elected to be paid in kind. Management will now take the necessary steps to implement the transaction accordingly.

### SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ARTHALAND CORPORATION**

*Issuer*

By:



**RIVA KHRISTINE V. MAALA**

*Corporate Secretary and General Counsel*

**09 May 2018**

*Date*

<sup>1</sup> Century Pacific Group, Inc. is the majority shareholder of both Centrobless and CPG Holdings, Inc. CPG Holdings, Inc. is a majority shareholder of the Corporation.