

## Arthaland Disclosure | Amendments to 2020 Stock Option Plan

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

**Sent:** Wednesday, March 22, 2023 4:43 PM

**To:** ALCO@arthaland.com

**Subject:** Re: Arthaland Disclosure | Amendments to 2020 Stock Option Plan

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[ictdsubmission@sec.gov.ph](mailto:ictdsubmission@sec.gov.ph)

FOR **MC28**, please go to SEC website:

<https://apps010.sec.gov.ph>

For your information and guidance.

Thank you and keep safe.

**[EXTERNAL] Arthaland Disclosure | Amendments to 2020 Stock Option Plan**

**From:** PDEX Disclosure <[pdex.disclosure@pds.com.ph](mailto:pdex.disclosure@pds.com.ph)>

**Sent:** Wednesday, March 22, 2023 4:47 PM

**To:** Margeline C. Hidalgo <[mchidalgo@arthaland.com](mailto:mchidalgo@arthaland.com)>

**Cc:** Riva Khristine Maala <[rvmaala@arthaland.com](mailto:rvmaala@arthaland.com)>

**Subject:** RE: [EXTERNAL] Arthaland Disclosure | Amendments to 2020 Stock Option Plan

Gentlemen,

This is to acknowledge receipt of the disclosure.

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](mailto:pdex.disclosure@pds.com.ph)

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# COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

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T	A	G	U	I	G		C	I	T	Y		1	6	3	4		P	H	I	L	I	P	P	I	N	E	S				

[illegible]

**Atty. Riva Khristine V. Maala**

(Contact Person)

**(+632) 8403-6910**

(Company Telephone Number)

## Amendments to 2020 Stock Option Plan

1	2	3	1
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*Month Day*  
(Fiscal Year)

	1	7	-	C
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(Form Type)

0	6	Last	Fri
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*Month*      *Day*  
(Annual Meeting)

\_\_\_\_\_

(Secondary License Type, If Applicable)

\_\_\_\_\_

Dept. Requiring this Doc.

\_\_\_\_\_

Amended Articles Number/Section

\_\_\_\_\_

Total No. of Stockholders

	Total Time

Domestic

of Borrowings

Foreign

To be accomplished by SEC Personnel concerned

[illegible]

File Number

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Document ID

LCU

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STAMPS

## STAMPS

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, 5<sup>th</sup> Avenue corner 30<sup>th</sup> 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. **22 March 2023**  
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. **7/F Arthaland Century Pacific Tower, 5<sup>th</sup> Avenue corner 30<sup>th</sup> 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<br>Outstanding |
|------------------------------------|---|
| <b>Common Shares</b>               | <b>5,318,095,199 (₱0.18 par value)</b>          |
| <b>Preferred Shares – Series A</b> | <b>12,500,000 (₱1.00 par value)</b>             |
| <b>Preferred Shares – Series B</b> | <b>20,000,000 (₱1.00 par value)</b>             |
| <b>Preferred Shares – Series C</b> | <b>10,000,000 (₱1.00 par value)</b>             |
| <b>Preferred Shares – Series D</b> | <b>6,000,000 (₱1.00 par value)</b>              |
11. Indicate the item numbers reported herein:

**Item 9. Other Events**

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## Item 9. Other Events

At its recently concluded meeting, the Board of Directors of **ARTHALAND CORPORATION (the “Corporation”)** approved the proposed amendments of the Stock Option and Compensation Committee<sup>1</sup> to the 2020 Stock Option Plan (the “Plan”) where the percentage of shares to be allocated as option shares is reduced from 10% to 5% of the outstanding capital stock, or 265,904,760 common shares only.

The amendment was made following the directive of the Markets and Securities Regulation Department of the Securities and Exchange Commission, but the Corporation reserves its right to subsequently increase the allocated number of option shares in accordance with the Securities Regulation Code.

Thus, Sections 5.1 and 5.2 of the Plan are amended, as follows:

	<u>Original Provision</u>	<u>Amended Provision</u>
Section 5.1	Shares Allocated for the Plan. The total amount of shares of stock which may be issued, and are hereby reserved, for purposes of the Plan shall be TEN (10%) percent of the total outstanding common shares of the Company at any given time. For this purpose, 531,809,519 shares of the Company, which constitute ten (10%) of its total outstanding common shares as of the date of the execution of this Plan, shall be the total number of shares which the Committee may initially utilize for the purpose of the implementation of this Plan.	Shares Allocated for the Plan. The total amount of shares of stock which may be issued, and are hereby reserved, for purposes of the Plan shall be <b><u>FIVE (5%)</u></b> percent of the total outstanding common shares of the Company at any given time. For this purpose, <b><u>265,904,760</u></b> shares of the Company, which constitute <b><u>five (5%)</u></b> of its total outstanding common shares as of the date of the execution of this Plan, shall be the total number of shares which the Committee may initially utilize for the purpose of the implementation of this Plan. <b>(As amended on 22 March 2023 pursuant to Article XIII)</b>
Section 5.2	In the event that the authorized and unissued capital stock of the Company becomes insufficient at any given time to cover the ten (10%) of the outstanding capital stock of the Company herein reserved for the Plan, an increase in such capital stock shall be immediately undertaken by the Company pursuant to the Code, without prejudice to the Committee granting Options to Qualified Employees to the extent that the	In the event that the authorized and unissued capital stock of the Company becomes insufficient at any given time to cover the five (5%) of the outstanding capital stock of the Company herein reserved for the Plan, an increase in such capital stock shall be immediately undertaken by the Company pursuant to the Code, without prejudice to the Committee granting Options to Qualified Employees to the extent that the authorized and unissued capital stock

<sup>1</sup> The Committee may make changes to the Plan pursuant to Article XIII thereof solely for the purpose of making it conform with governmental requirements, statutes or regulations without the necessity of obtaining prior approval from the Board of Directors and the stockholders of the Company.

	<p>authorized and unissued capital stock can accommodate in the intervening period. In no case shall such temporary insufficiency in the authorized and unissued capital stock of the Company affect in any way whatsoever the provision of the Plan.</p>	<p>can accommodate in the intervening period. In no case shall such temporary insufficiency in the authorized and unissued capital stock of the Company affect in any way whatsoever the provision of the Plan. <b>(As amended on 22 March 2023 pursuant to Article XIII)</b></p>
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**ARTHALAND CORPORATION**

*Issuer*

By:



**RIVA KHRISTINE V. MAALA**

*Corporate Secretary and General Counsel*

**22 March 2023**

*Date*