

3	1	1	6	8
---	---	---	---	---

SEC Registration
Number

A		B	R	O	W	N		C	O	M	P	A	N	Y	,		I	N	C	.
---	--	---	---	---	---	---	--	---	---	---	---	---	---	---	---	--	---	---	---	---

(Company's Full Name)

X	A	V	I	E	R		E	S	T	A	T	E	S		U	P	T	O	W	N
A	I	R	P	O	R	T		R	O	A	D		B	A	L	U	L	A	N	G

C	A	G	A	Y	A	N		D	E		O	R	O		C	I	T	Y
---	---	---	---	---	---	---	--	---	---	--	---	---	---	--	---	---	---	---

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

Allan Ace R. Magdaluyo

Contact Person

02-8631 8890

Company Telephone Number

1	2	/	3	1
---	---	---	---	---

Month Day
Fiscal Year

1	7	-	C
---	---	---	---

FORM TYPE

0	6
---	---

Month Day
Annual Meeting

--	--

--

Secondary License Type, if applicable

M	S	R	D
---	---	---	---

Dept. Requiring this Doc.

--

Amended Articles Number/Section

Total Amount of Borrowings

--

Total No. of Stockholders

--

Domestic

- 0 -

Foreign

To be accomplished by SEC Personnel concerned

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

File number

LCU

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Document I.D.

Cashier

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

STAMPS

Remarks = pls. use black ink for scanning purposes

SEC FORM 17-C

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

24 June 2021

1. **002-724-446-000**
2. SEC Identification Number. **31168** 3. BIR Tax Identification No.
- A BROWN COMPANY, INC.**
4.
Exact name of issuer as specified in its charter
Metro Manila
5. 6. (SEC Use Only)
Province, country or other jurisdiction Industry Classification Code:
Xavier Estates Uptown, Airport Road, Balulang, Cagayan de Oro City 9000
7.
Address of principal office
Liaison Office - (02) 8631-8890 / (02) 8633-3135
8.
Issuer's telephone number, including area code
9.
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 and Amount of Debt Outstanding
..... Common Stock	2,413,698,911.....

11. Indicate the item numbers reported herein: **Item No. 9**

Please refer to the attached letter to the Philippine Stock Exchange dated **June 24, 2021**.

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.

A BROWN COMPANY, INC.

24 June 2021


ALLAN ACE R. MAGDALUYO
Compliance Officer

24 June 2021

PHILIPPINE STOCK EXCHANGE, INC.

28th Street corner 5th Avenue
PSE Tower, Bonifacio Global City
Taguig City

Attention: **Ms. Janet A. Encarnacion**
Head-Disclosure Department

Re: Results of Annual Stockholders' Meeting
and Organizational Meeting

Gentlemen:

Please be advised that during the Corporation's annual stockholders' meeting, the following matters were taken up:

I. Election of Directors

The following were elected as members of the Board of Directors of the Corporation for the year 2021-2022 to hold office as such until their successors shall have been duly elected and qualified:

Walter W. Brown
Annabelle P. Brown
Robertino E. Pizarro
Thomas G. Aquino
Elpidio M. Paras
Antonio S. Soriano
Joselito H. Sibayan
Renato N. Migrifio
Jun Hou

Messrs. Thomas G. Aquino and Elpidio M. Paras were elected as the Corporation's independent directors in accordance with the requirements of the Securities Regulation Code.

Messrs. Aquino and Paras will continue on to serve as the Corporation's independent directors with the approval by the shareholders of the proposal for them to do so beyond the maximum cumulative term of nine (9) years as recommended by the Code of Corporate Governance for Listed Companies.

**2. *Amendment of Articles of Incorporation
(Creation of Preferred Shares)***

The shareholders also approved the amendment of the Seventh Article of the Corporation's Articles of Incorporation to create Preferred Shares by reclassifying its authorized capital stock from the current Three Billion Three Hundred Million Pesos (P3,300,000,000.00) divided into Three Billion Three Hundred Million (3,300,000,000) Common Shares to Three Billion Three Hundred Million Pesos (P3,300,000,000.00) divided into Three Billion Two Hundred Fifty Million Pesos (P3,250,000,000) divided into Three Billion Two Hundred Fifty Million (3,250,000,000) Common Shares and Fifty Million Pesos (P50,000,000) divided into Fifty Million (50,000,000) Preferred Shares.

The features of the Preferred Shares to be issued will be determined by the Board of Directors every time it authorizes the issuance thereof.

3. *Public Offering of Preferred Shares*

With the approval of the reclassification of part of the Corporation's authorized but unissued capital to Preferred Shares, the shareholders likewise approved the proposal for the Corporation to conduct a public offering of said Preferred Shares with expected proceeds of up to One Billion Five Hundred Million Pesos (Php1,500,000,000.00).

The shareholders, accordingly, authorized the filing (i) with the Securities and Exchange Commission of a Registration Statement under the Securities Regulation Code covering the Preferred Shares, as well as (ii) an application to list the Preferred Shares with the Philippine Stock Exchange.

**4. *2020 Financial Reports/External Auditor Appointment/
Ratification of Board and Officers Actions***

The shareholders likewise approved the audited financial statements of the Company as of year-end 2020, as well as the appointment of SGV & Company as the Company's external auditor for the year 2021. All acts of the Board of Directors and Officers from the previous stockholders' meeting up to present were also ratified by the shareholders.

Immediately after the shareholders' meeting, at its organizational meeting, the Board of Directors elected the following persons as officers of the Corporation for the year 2021-2022 to serve as such until their successor shall have been elected and qualified:

Walter W. Brown	- Chairman
Robertino E. Pizarro	- President and Chief Executive Officer
Renato N. Migriño	- Treasurer
Marie Anthonette U. Quinito	- Chief Finance Officer
John L. Batac	- Chief Operating Officer/ Vice President-Construction and Development
Paul Francis B. Juat	- Vice President
Jason C. Nalupta	- Corporate Secretary
Daniel Winston C. Tan-chi	- Assistant Corporate Secretary
Allan Ace R. Magdaluyo	- Compliance Officer

The following directors were also elected as members of the different Committees of the Board of Directors of the Corporation:

Executive Committee

Chair: Walter W. Brown
Members: Robertino E. Pizarro
Annabelle P. Brown
Antonio S. Soriano

Audit Committee

Chair: Elpidio M. Paras
Members: Thomas G. Aquino
Antonio S. Soriano

Risk Committee

Chair: Thomas G. Aquino
Members: Elpidio M. Paras
Antonio S. Soriano

Corporate Governance Committee

Chair: Elpidio M. Paras
Members: Thomas G. Aquino
Annabelle P. Brown
Robertino E. Pizarro

Related Party Transaction Committee

Chair: Thomas G. Aquino
Members: Elpidio M. Paras
Joselito H. Sibayan

Dr. Thomas G. Aquino was designated as Lead Independent Director.

Thank you for your kind attention.

Very truly yours,



ALLAN ACE R. MAGDALUYO
Compliance Officer