

SEC Registration Number

(Company's Full Name)

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

Contact PersonCompany Telephone Number

Month Day
Fiscal Year

FORM TYPE

Month _____ Day _____
Annual Meeting

Secondary License Type, if applicableDept. Requiring this Doc.Amended Articles Number/SectionTotal No. of StockholdersDomesticForeign

To be accomplished by SEC Personnel concerned

File numberLCUDocument 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

15 July 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.
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 shares.....

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

Please refer to the attached letter to the Philippine Stock Exchange dated **July 15, 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.

15 July 2021


ALLAN ACE R. MAGDALUYO
Compliance Officer



15 July 2021

THE PHILIPPINE STOCK EXCHANGE, INC.

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

Attention: **JANET A. ENCARNACION**
Head – Disclosure Department

Re: Preferred Shares Offering

Gentlemen:

Anent to our disclosure on May 25, 2021, please be advised that the Board of Directors of the Corporation has approved the initial offering of up to Fifteen Million (15,000,000) preferred shares at an offer price of up to One Hundred Pesos (Php100.00) per share (the “**Initial Offer Shares**”) subject to the registration requirements of the Securities and Exchange Commission (“**SEC**”) and the listing requirements of the Philippine Stock Exchange (“**PSE**”). The Initial Offer Shares shall be issued in one (1) series, which may or may not have the features of dividend rate step up, and redemption date of up to five (5) years. The Initial Offer Shares shall be issued out of the Fifty Million (50,000,000) preferred shares shelf registration which the Corporation will file with the SEC.

With the BOD’s approval, the Corporation will be submitting the application for the shelf registration and licensing of a total of Fifty Million (50,000,000) cumulative, non-voting, non-participating, and non-convertible peso-denominated perpetual preferred shares (the “**Offer Shares**”) with the SEC and any and all required filings, including the preparation and filing of the Registration Statement and Prospectus for the shelf registration of the Offer Shares and the offering of the Initial Offer Shares and any other documents as may be required by the SEC as well as the filing and submission of an application with the PSE for listing of the Offer Shares, including the Initial Offer Shares, pursuant to the listing requirements of the PSE.

The shelf registration of the Offer Shares and the offering and issuance of the Initial Offer Shares , with an aggregate issue amount of up to One Billion Five Hundred Million Philippine Pesos (P1,500,000,000.00) is subject to the SEC’s approval on the Company’s amendment to the Articles of Incorporation approved by the Board on April 12, 2021 and by the shareholders owning at least two-thirds (2/3) of the Corporation’s outstanding capital stock on June 24, 2021 to create Preferred Shares by reclassifying its Authorized Capital Stock. The Corporation designated and appointed PNB Capital and Investment Corporation as the sole issue manager.

BRN may offer from time to time, in one (1) or more tranches in such amounts/issue price and under such terms and conditions as may be determined by BRN in light of prevailing market and other conditions at the time of sale.

Thank you for your kind attention.

Very truly yours,

ALLAN ACE R. MAGDALUYO
Compliance Officer