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SEC Registration Number

A	B	R	O	W	N	C	O	M	P	A	N	Y	,	I	N	C	.
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(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
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(Business Address: No. Street City/Town/Province)

Allan Ace Magdaluyo

Contact Person

(02) 8631- 8890

Company Telephone Number

1	2	/	3	1
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Month Day
Fiscal Year

1	7	-	C
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FORM TYPE

0	6		
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Month Day
Annual Meeting

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Secondary License Type, if applicable

M	S	R	D
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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total Amount of Borrowings

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Domestic

- 0 -

Foreign

To be accomplished by SEC Personnel concerned

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File number

LCU

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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

12 December 2023

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.....	2,372,367,911 shares.....
.....Preferred Stock.....	13,264,900 shares.....

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

Amendment to the Joint Venture Agreement with GET Philippines, Inc. – Electric Shuttle Service in Cagayan de Oro

Please be advised, further to our disclosure on February 21, 2023, that the Corporation's Board of Directors approved today, December 12, 2023, some proposed amendments to the Joint Venture Agreement with GET Philippines, Inc. ("GET") to create, promote, operate and manage the ABC Electric Shuttle Service as a clean, efficient, modern and green mass transport system in Cagayan de Oro ("the Project").

As previously disclosed, GET will incorporate and set up a new company ("JV Co.") to be jointly owned with ABCI for the purpose of initially owning ten (10) Community Optimized Managed Electric Transport (COMET) electric vehicles that will be deployed for the Project.

The following terms of the Joint Venture Agreement will be amended:

- 1.) The JV Co. will now have an authorized capital stock of Thirty Million Pesos (Php30,000,000.00) divided into Thirty Million (30,000,000) shares with par value of One Peso (Php1.00), instead of the previously planned authorized capital stock of One Hundred Million Pesos (Php100,000,000.00).
- 2.) Upon incorporation, the initial subscription to JV Co.'s shares shall be Ten Million Pesos (Php10,000,000.00), which is a reduction from the initial planned subscription of Forty-Five Million Pesos (Php45,000,000.00).
- 3.) GET will no longer be the sole initial subscriber to the JV Co.'s authorized capital stock upon incorporation with a subsequent transfer of fifty percent (50%) of its shareholdings to ABCI, as originally planned.
- 4.) Thus, upon incorporation, each of GET and ABCI will now initially subscribe to Five Million (5,000,000) shares each at a subscription price of Twenty-Two Million Five Hundred Thousand Pesos (Php22,500,000.00). The additional paid-in capital ("APIC") in the amount of Seventeen Million Five Hundred Thousand Pesos (Php17,500,000.00) shall be paid into JV Co. either upon incorporation or immediately after its incorporation.

The JV Co. will be owned upfront by GET and ABCI in equal shares of fifty percent (50%) each.

- 5.) GET has an option to make its equity contribution in the JV Co. in the form of new COMET electric vehicles in lieu of cash.
- 6.) Upon incorporation, the fifth member of the Board shall initially be vacant and the Board seat shall be reserved to be filled by an independent director, as defined under Title III Section 22 of the Revised Corporation Code, who shall be jointly nominated by ABCI and GET after incorporation.

The reduction in the capitalization of the JV Co. at incorporation has been agreed upon by ABCI and GET to reduce the filing fees and the documentary stamp taxes.

Thank you.

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.

12 December 2023



ALLAN ACE R. MAGDALUYO
Compliance Officer