C01334-2020

# 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. Date of Report (Date of earliest event reported)

Mar 3, 2020

2. SEC Identification Number

**PW02** 

3. BIR Tax Identification No.

000-103-216-000

4. Exact name of issuer as specified in its charter

A. SORIANO CORPORATION

- Province, country or other jurisdiction of incorporation Makati City, Philippines
- 6. Industry Classification Code(SEC Use Only)
- 7. Address of principal office

7th Floor, Pacific Star Bldg., Makati Avenue, Makati City Postal Code 1209

8. Issuer's telephone number, including area code (632) 8819-0251 to 60

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 Shares of Stock	2,500,000,000

11. Indicate the item numbers reported herein

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The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



# A. Soriano Corporation ANS

PSE Disclosure Form 4-20 - Reclassification of Shares References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

# Subject of the Disclosure

Reclassification of Common Shares into Preferred Shares

# Background/Description of the Disclosure

Reclassification of unissued and unlisted Five Million (5,000,000) common shares with par value of One Peso (P1.00) per share or a total par value of Five Million Pesos (P5,000,000.00) into Five Hundred Million (500,000,000) preferred shares with par value of One Centavo (P0.01) per share or a total par value of Five Million Pesos (P5,000,000.00). The features of the preferred shares are as follows:

- 1. The preferred shares of stock may be issued to Philippine nationals or foreign persons or entities.
- 2. The holders of preferred shares shall have the same voting rights as the holders of common shares.
- 3. The holders of preferred shares shall not be entitled to dividends.
- 4. The holders of the preferred shares shall share with the holders of common shares in the distribution of the remaining assets of the Corporation in case of liquidation, based on the par value of the shares held by them after the satisfaction of all legitimate obligations of the Corporation to third parties in accordance with law.

Date of Approval by Board of Directors	Feb 19, 2020
Date of Approval by Stockholders	ТВА
Date of Approval by Securities and Exchange Commission	TBA

# Reason or purpose of the reclassification of shares

To give the Company the ability to issue preferred shares to Filipino stockholders in order to comply with foreign equity restrictions under existing laws.

# **Effects on Capital Structure**

#### **Issued Shares**

Type of Security/Stock Symbol	Before	After
ANS (Common shares)	2,500,000,000	2,500,000,000
Preferred shares	0	0

#### **Outstanding Shares**

Type of Security/Stock Symbol	Before	After
ANS (Common shares)	2,500,000,000	2,500,000,000

Preferred shares	0	0

# **Treasury Shares**

Type of Security/Stock Symbol	Before	After	
None	0	0	

#### **Listed Shares**

Type of Security/Stock Symbol	Before	After	
ANS (Common shares)	2,500,000,000	2,500,000,000	

# Procedure(s) for updating stock certificates

#### **Details of Stock Transfer Agent**

Name	Stock Transfer Service, Inc.
Address	34-D Rufino Pacific Tower, 6784 Ayala Avenue, Makati City
Contact Person	Mr. Ricardo D. Regala, General Manager

#### Inclusive dates when the old stock certificates can be replaced

Start Date	N/A	
End Date	N/A	

# **Documentary requirements**

N/A

#### **Corporate Shareholders**

N/A

Date of availability of new stock certificates
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#### Procedures in case of lost stock certificates

N/A

# **Other Relevant Information**

The Five Million (5,000,000) common shares with par value of One Peso (P1.00) per share or a total par value of Five Million Pesos (P5,000,000.00) to be reclassified into Five Hundred Million (500,000,000) preferred shares with par value of One Centavo (P0.01) per share or a total par value of Five Million Pesos (P5,000,000.00) shall be taken out of the unissued and unlisted common shares of stock of the Company.

The actual issuance of the preferred shares will still be determined by and is subject to approval by the Board of Directors. There is also no intention to list the preferred shares in any stock exchange.

Updating of stock certificates will not be applicable in the reclassification of common shares to preferred shares because the listed common shares held by existing stockholders are not affected by such reclassification.

# Filed on behalf by:

Name	Joshua Castro
Designation	Vice President and Assistant Corporate Secretary