

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

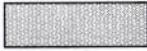
CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(C) THEREUNDER

1. March 1, 2023
Date of Report (Date of earliest event reported)

2. SEC Identification Number: PW-2 3. BIR Tax Identification No. 000-103-216

4. A. SORIANO CORPORATION
Exact name of issuer as specified in its charter

5. Metro Manila, Philippines
Province, country or other jurisdiction of incorporation

6.  (SEC Use Only)
Industry Classification Code

7. 7/F Pacific Star Bldg., Gil J. Puyat Ave.
corner Makati Avenue, Makati City
Address of issuer's principal office

8. 88190251
Issuer's telephone number, including area code

9. N/A
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
<u>Common</u>	<u>2,500,000,000</u>

11. Indicate the item numbers reported herein: Item No. 9 - Other Event

Item 9. Other Event (Notice of Annual Stockholders' Meeting and Declaration of Cash Dividend)

a. Notice of Annual Stockholders' Meeting (Date of Stockholders' Meeting, Record Date and Proxy Validation Date)

At the regular meeting of the Board of Directors held on March 1, 2023, the following matters were approved:

Record Date	-	March 17, 2023
Proxy Validation Date	-	April 12, 2023
Date of Stockholders' Meeting	-	April 19, 2023

The Annual Stockholders' Meeting (ASM) of A. Soriano Corporation ("ANSCOR" or the "Company") will be held on Wednesday, April 19, 2023 at 10:00 A.M. virtually at <https://www.anscor.com.ph/2023-annualstockholders-meeting-live-stream/>. There will be no physical venue for the ASM.

Stockholders who would like to participate in the virtual ASM may register by sending an email of their intention to participate to registration@anscor.com.ph not later than three (3) working days before the ASM or not later than 14 April 2023. The Procedure for Registration, Participation and Voting in the 2023 ASM of the Company is attached as Annex "A". A livestream of the virtual ASM will also be posted in the Company's website.

The agenda for the meeting and its explanation is as follows:

1. Approval of the minutes of previous meeting. The minutes of ASM last April 20, 2022 is posted in the Company's website.
2. Presentation of the Chairman and Chief Executive Officer's Message to Stockholders. The Chairman's Message to Stockholders is a summary of the Company's financial performance for the year ended December 31, 2022.
3. Election of members of the Board of Directors. The members of the Board of Directors are elected annually during the ASM and shall serve until the next ASM or until their successors are elected or appointed in case of vacancy due to death, resignation or removal.
4. Approval for Mr. Oscar J. Hilado to continue to act as Independent Director of the Company. The Company is allowed to retain an Independent Director who has served for more than nine years to continue based on meritorious justification/s and provided Stockholders' approval is secured.
5. Approval of the amendment of Sections 2 and 3 of Article III on Meetings, and Sections 6 and 7 of Article IV on Board of Directors of the By-Laws of the Company in order to formalize in the By-Laws the option to hold Board and Stockholders' meetings virtually or via remote communications and to include e-mail and messaging services as methods of sending notices of meetings to directors, specifically:

- a. Second paragraph to Section 2 of Article III was added to read as follows:

Section 2. Xxx xxx xxx

The Board of Directors may authorize stockholders who cannot physically attend at stockholders' meetings to participate in such

meetings through remote communications or other alternative modes of communication. The right to vote of stockholders may also be exercised through remote communication or in absentia when so authorized by the Board of Directors. The resolution of the Board of Directors authorizing the stockholders' participation in stockholders' meetings through remote communication and/or the right to vote through remote communication or in absentia shall only be applicable for a particular meeting.

- b. Amendment of Section 3 of Article III to add certain provisions in sending notices of ordinary stockholders' meeting to read as follows:

Section 3. Notices of ordinary stockholders' meeting shall be sent to stockholders of record at least fifteen (15) business days prior to the scheduled annual stockholders' meeting. Notices for special meetings shall be mailed and deposited in any post office in Metro Manila addressed to each stockholder at his/her address registered in the Stock and Transfer Books of the Corporation at least fifteen (15) business days prior to the date of the meeting. **The notices of stockholders' meetings may likewise be sent to the stockholders through email or by posting in the Corporation's website and by publication in a newspaper of general circulation when so permitted by rules and regulations or circulars issued by the Securities and Exchange Commission.** The notice shall state the business to be discussed at the meeting and any other matters not stated therein shall not be touched upon. **The notice to the stockholders shall also include the requirements and procedure to be followed when stockholders are allowed to participate by remote communication or in absentia, and the manner of casting of votes and the period during which votes by remote communication or in absentia will be accepted.**

- c. Addition of second paragraph to Section 6 of Article IV to indicate other means of participation and manner of voting at Board meetings to read as follows:

Section 6. Xxx xxx xxx

Directors who cannot physically attend or vote at Board meetings may participate through remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. Directors cannot attend or vote by proxy at Board meetings.

- d. Amendment of Section 7 of Article IV to add certain provision in sending notices of regular or special meetings of the Board to read as follows:

Section 7. Notice of the regular or special meetings of the Board shall be communicated by the Secretary to each director, **by email, messaging services,** verbally or in writing at his residence or usual place of business at least twenty-four (24) hours before the meeting."

6. Appointment of external auditors. The appointment of SGV & Co. will be presented for approval of the Stockholders.

ratification of all acts, contracts, investments and resolutions of the Board of Directors and Management since the last annual meeting.

8. Such other business as may properly come before the meeting. Any other matter which may properly be brought may be taken up by the stockholders during this portion of the meeting.

b. Declaration of Cash Dividends

The Board of Directors of A. Soriano Corporation (Anscor), in its meeting held today, March 1, 2023, approved a regular cash dividend of Fifty Centavos (P0.50) per Common share payable on April 10, 2023 to all stockholders of record as of March 16, 2023.

SIGNATURE

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. SORIANO CORPORATION

By:



JOSHUA L. CASTRO
VP & Assistant Corporate Secretary/
Compliance Officer

March 1, 2023