

SEC Number 37535  
File Number \_\_\_\_\_

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**ATN HOLDINGS, INC.**

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(Company)

**9th Floor, Summit One Tower,  
530 Shaw Blvd., Mandaluyong**

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(Address)

**533-4052 / 717-0523 / 718-3720**

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(Telephone Number)

**March 31**

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(Fiscal Year Ending)  
(Month & day)

**SEC Form 17-C  
Amended Articles of Incorporation (Article IV)**

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(Form Type)

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Amendment Designation (if applicable)

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(Period Ended Date)

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(Secondary License Type and File Number)

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE REVISED SECURITIES ACT (RSA)  
AND RSA RULE 17.2 (c) THEREUNDER

1. **November 22, 2016**

\_\_\_\_\_  
Date of Report (Date of earliest event reported)

2. SEC Identification Number **37535**

3. BIR Tax Identification No. **005-056-869**

4. **ATN HOLDINGS, INC.**

\_\_\_\_\_  
Exact name of registrant as specified in its charter

5. **Philippines**

\_\_\_\_\_  
Province, country or other jurisdiction of  
incorporation

6.

\_\_\_\_\_  
(SEC use only)  
Industry Classification Code:

7. **9th Floor Summit One Tower  
530 Shaw Boulevard, Mandaluyong City**

\_\_\_\_\_  
Address of principal office

\_\_\_\_\_  
Postal Code

8. **(632) - 717-0523, 718-3720**

\_\_\_\_\_  
Registrant's telephone number, including area code

9.

\_\_\_\_\_  
Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding	
<b>Common A</b>	<b>3,700,000,000</b>	<b>P370,000,000.00</b>
<b>Common B</b>	<b>800,000,000</b>	<b>P 80,000,000.00</b>

11. Indicate the item numbers reported herein: **Amended Articles of Incorporation (Article IV)**

In compliance to the Markets and Securities Regulation Department letter dated November 16, 2016, we would like to inform the MSRDR that the Securities and Exchange Commission has approved **ATN Holdings, Inc's** Certificate of Filing of Amended Articles of Incorporation on the amendment of Article IV of its charter, to wit:

**FOURTH: That the term for which the Corporation is to exist is for another fifty (50) years from February 12, 2019.(As amended on November 10, 2016)**

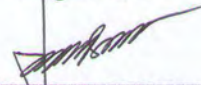
We attached herein a copy of the Certificate of Filing of Amended Articles of Incorporation dated November 21, 2016

### SIGNATURES

Pursuant to the requirements of the Revised Securities Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ATN HOLDINGS, INC.**

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Registrant



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**Paul B. Saria**  
Corporate Information Officer

Date: November 22, 2016

SUBSCRIBED AND SWORN to before me this 22<sup>ND</sup> day of November 2016, affiant exhibiting his Driver's License No. N04-93-264992, expires on Dec. 15, 2016, issued at Mandaluyong City.

NOTARY PUBLIC

Doc. No.: \_\_\_\_\_  
Page No.: \_\_\_\_\_  
Book No.: \_\_\_\_\_  
Series of 2016



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**  
Ground Floor, Secretariat Building, PICC  
City Of Pasay, Metro Manila

**COMPANY REG. NO. 37535**

**CERTIFICATE OF FILING  
OF  
AMENDED ARTICLES OF INCORPORATION**

**KNOW ALL PERSONS BY THESE PRESENTS:**

**This is to certify that the amended articles of incorporation of the**

**ATN HOLDINGS INC.**

**(Amending Article IV by extending the term of its existence thereof.)**

copy annexed, adopted on November 10, 2016 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 21<sup>st</sup> day of November, Twenty Sixteen.



  
**FERDINAND B. SALES**  
Director

**Company Registration and Monitoring Department**



**OFFICIAL RECEIPT**  
 Republic of the Philippines  
 DEPARTMENT OF FINANCE  
 SECURITIES & EXCHANGE COMMISSION  
 SEC Building, EDSA, Greenhills  
 City of Mandaluyong, 1554



Accountable Form No. 51 Revised 2006	<b>ORIGINAL</b>
DATE November 18, 2016	No. <b>1492218</b>

**PAYOR** ATN HOLDINGS INC.  
MANDALUYONG CITY

NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
LRF (A0823)	131	CRMD	24,000.00
AMENDED ARTICLES	606	CRMD	2,400,000.00

**TOTAL PHP 2,424,000.00**

**AMOUNT IN WORDS**  
 TWO MILLION FOUR HUNDRED TWENTY FOUR THOUSAND PESOS AND 0/100

Received <input type="checkbox"/> Cash <input type="checkbox"/> Treasury Warrant <input checked="" type="checkbox"/> Check <input type="checkbox"/> Money Order	Received the Amount Stated Above   Mary Jane Dominguez COLLECTING OFFICER
Treasury Warrant, Check, Money Order Number Check-Chinabank-0000027394/	O.R. No. 1492218
Date of Treasury Warrant, Check, Money Order 11/17/16/	

**NOTE:** Write the number and date of this receipt on the back of treasury warrant, check or money order received.

# COVER SHEET

## COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

AMENDMENT

0 0 0 0 0 3 7 5 3 5

Company Name

A T N H O L D I N G S I N C .

AMENDED TO:  
New Company Name

Principal Office ( No./Street/Barangay/City/Town)Province)

9 F S U M M I T O N E T O W E R , 5 3 0 S H A W

B L V D . , M A N D A L U Y O N G C I T Y

### COMPANY INFORMATION

Company's Email Address

Company's Telephone Number/s

Mobile Number

paul@tbgi.net.ph

7170523

### CONTACT PERSON INFORMATION

The designated contact person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person

Email Address

Telephone Number/s

Mobile Number

ATTY. JOSE FIDEL R. ACUNA

jfacuna@legisforum.com

8443906

09175452889

Contact Person's Address

8th Floor, Chatham House, 116 Valero cor. V.A. Rufino Sts., Salcedo Village, Makati City 1227

### To be accomplished by CRMD Personnel

	Date	Signature
Assigned Processor _____	_____	_____
_____	_____	_____
_____	_____	_____

Document I.D.  

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

<input type="checkbox"/>	Corporate and Partnership Registration Division	_____	_____
<input type="checkbox"/>	Green Lane Unit	_____	_____
<input type="checkbox"/>	Financial Analysis and Audit Division	_____	_____
<input type="checkbox"/>	Licensing Unit	_____	_____
<input type="checkbox"/>	Compliance Monitoring Division	_____	_____

**AMENDED<sup>1</sup>**  
**Articles of Incorporation**  
**of**  
**ATN HOLDINGS, INC.**

**Know All Men By These Presents:**

THAT WE, all of whom are of legal age and are residents of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

**AND WE HEREBY CERTIFY:**

**FIRST:**                   That the name of this corporation shall be:

**ATN HOLDINGS, INC.**  
(the "Corporation")

**SECOND:**

**A.**       That the primary purpose of this Corporation is:

To acquire by purchase, exchange, Assigns, gift or otherwise, and to sell, assign, transfer, exchange, lease, let develop, mortgage, pledge, traffic, deal in and with and otherwise operate, enjoy and dispose of, and all properties of every kind and description, and wherever situated and as to the extent permitted by law, including but not limited to real estate, whether improved or unimproved, and any interest or right therein, as well as buildings, tenements, warehouses, factories, edifices, and structures and other improvements, and bonds, debentures,

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<sup>1</sup> As amended on November 10, 2016.

promissory notes, shares of capital stock, or other securities or obligations, created, negotiated, or issued by any corporation, association or other entity, foreign or domestic and while the owner, holder or possessor thereof, to exercise all the rights, powers and privileges or ownership or any other interest therein, including the right to receive, collect and dispose of, any and all rentals, dividends, interests and income derived therefrom, and the right to vote, on any propriety or other interest on any shares of the capital stock, and upon any bonds, debentures, or other securities, having voting power, so owned or held; provided that the corporation shall not engage in the business of an open-end investment company as defined in the Investment Company Act (R.A. 2629) without first complying with the applicable provisions of the said Act.

### **SECONDARY PURPOSES**

- a. To engage in the exploration, exploration and development of our country's mineral resources; to locate, purchase, lease and otherwise acquire mining claims and concessions anywhere in the Philippines and operate said properties for the extraction of metals and metalliferous ores such as gold, silver, platinum, tin, chromium, iron, manganese, copper, nickel, lead, zinc, precious stones, fuels, mineral water and other non-metallic substances; as well as to engage in all phases of petroleum industries, including but not limited to, the right to mine, produce, refine, and manufacture and market. Or otherwise deal in gas, petroleum and other gas substances;
- b. To engage in the business of real estate development, and for this purpose acquire land by purchase, lease, donation or otherwise, and to own, use, improve, subdivide, hold, administer, sell, convey, exchange, lease, mortgage, dispose of, work, improve, develop, subdivide and otherwise deal in real property of any kind and any interest or right therein and to construct, improve, manage or otherwise dispose of buildings, condominium, apartments and other structures of whatever kind, together with their appurtenances whether for dwelling, commercial or industrial purposes;
- c. To promote, establish, operate, manage, own, or invest in any and all kinds of business enterprises or assist or participate in organization, merger or consolidation thereof, and in connection with such activities, to subscribe, purchase or otherwise acquire shares of stocks of other evidence of equity participation in any business enterprises, or franchise, concessions, goodwill of any firm, corporation or establishment as may be allowed by law;



- d. To carry on a general mercantile and commercial business of importing and exporting, buying, acquiring, holding, selling or otherwise disposing of and delaying in any goods, wares, merchandise and commodities of all kinds and products, natural or artificial, of the Philippines or other countries which are or may become articles of commerce;
- e. To extend, maintain, and provide credit facilities in financing by loan, subsidy, guaranty or otherwise of any person, firm, partnership, corporation, or entity, domestic or foreign, engage in lawful commercial industrial or agricultural activity and construction of housing projects;
- f. To engage in the business of general builders and contractors of roads bridge, terminals, landing fields, docks, piers, government and private buildings, army and navy buildings, barracks and other modifications needed and necessary in the ordinary course of business and life;
- g. To hold, purchase, or otherwise acquire, or be interested in, and to sell or, otherwise dispose of, shares of capital stock, bonds, or other evidence of debts issued or created by any other corporation, partnership or company, whether domestic or foreign; while the holder of any such shares of stock, to exercise all the rights and privileges of ownership, including the right to vote therein, to the same extent as natural person might or could do as may be authorized by law; and
- h. To borrow or raise money such manner as the company shall think fit by the issuance of bonds promissory notes and other evidences of indebtedness and to secure the repayment thereof by mortgage, pledge, deed of trust and change or lien upon the whole or any part of the properties of the corporation;
- i. To draw, make, issue, accept, indorse, and discounts, drafts, bills of exchange, promissory notes, and other evidences of indebtedness insofar as the exigencies of the business for which the corporation is organized shall require;
- j. To invest in and deal with moneys and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interest and to sell, dispose of and transfer the business goodwill, properties and undertakings of the corporation or any part thereof for such consideration and under such terms as it shall feel fit to accept;

- k. In general, to do and perform those various acts and things which are necessary, proper and incidental to the business purposes herein above defined, and those acts and things which are legally inherent in the powers of the corporation organized under the laws of the republic of the Philippines;
- l. In general, to do and perform those various acts and things which are necessary, proper and incidental to the business purposes herein above defined, and those acts and things which are legally inherent in the powers of the Corporation organized under the laws of the Republic of the Philippines.

**THIRD:** That the place where the principal office of the Corporation is to be established or located is at 530 Shaw Boulevard Mandaluyong City, Philippines.  
(As amended on November 13, 2014)

**FOURTH:** That the term for which the Corporation is to exist is for another fifty (50) years from February 12, 2019. (As amended on November 10, 2016)

**FIFTH:** That the names, nationalities and residence of the incorporators are as follows:

Name	Nationality	Residence
Peter Tiong	Filipino	621 Manga Ave., Manila
Glory Y. Tiong	Filipino	621 Manga Ave., Manila
Jose Tiong	Filipino	621 Manga Ave., Manila
Constance U. Tiong	Filipino	621 Manga Ave., Manila
Ruby T. Tan	Filipino	United P'que Subd., South Superhighway, P'que, Rizal
Moreto M. Encarnacion	Filipino	60 Scout Tobias, Quezon City
Aniano F. Victa	Filipino	628 J.A Santos, San Juan, Rizal

**SIXTH:** That the number of directors of the said Corporation shall be Eleven (11) and that the names and residences of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

<b>Name</b>	<b>Nationality</b>	<b>Residence</b>
Peter Tiong	Filipino	621 Manga Ave., Manila
Glory Y. Tiong	Filipino	621 Manga Ave., Manila
Jose Tiong	Filipino	621 Manga Ave., Manila
Constance U. Tiong	Filipino	621 Manga Ave., Manila
Moreto M. Encarnacion	Filipino	60 Scout Tobias, Quezon City

SEVENTH: That the authorized capital stock of said corporation is Philippine Pesos: One Billion Two Hundred Million (P1,200,000,000.00), consisting of Four Billion Two Hundred Million (4,200,000,000) Common Class "A" Shares with par value of Philippine Pesos: ten centavos (P0.10) per share, Two Billion Eight Hundred Million (2,800,000,000) Common Class "B" Shares with par value of Philippine Pesos: ten centavos (P0.10) per share, and Five Billion (5,000,000,000) Preferred Shares with a par value of Philippine Pesos: ten centavos (P0.10) per share.

#### Preferred Shares

The Preferred Shares shall have the following features, rights, and privileges:

- a. Its issue value shall be determined by the Board of Directors at the time of the issuance of the shares.
- b. The Board of Directors shall declare a dividend rate equivalent to agreed dividend rate formula as determined by the Board of Directors as of issue date, payable quarterly on each anniversary of the issue date. The dividend rate will be repriced every 5 years, 7 years or 10 years, based on a formula as determined by the Board, of each relevant anniversary of the issue date.
- c. Holders of preferred shares have preference over holders of common stock in the distribution of corporate assets in the event of dissolution and liquidation of the Corporation and in the payment of the dividend at the rate specified at the time of issuance.
- d. Preferred Shares shall be cumulative.
- e. Preferred Shares shall be non-participating in any other or further dividends beyond that specifically payable on the shares.
- f. Holders of Preferred Shares shall have no voting rights.
- g. Mandatory redemption on the 5<sup>TH</sup>, 7<sup>TH</sup>, & 10<sup>TH</sup> year anniversary from issuance.

Stockholders of this corporation have no preemptive right whatsoever to subscribe to shares of stock of the company.

That no shares of stock in the corporation shall be transferable by shareholders indebted to the corporation.

No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock shall be allowed or permitted to be recorded in the proper books of the corporation. And the foregoing conditions and restrictions shall be made to appear on the stock certificates and shall likewise be binding on the heirs, successors, assigns and legal representatives of shareholders.

*(As amended on November 13, 2014 and further amended on November 12, 2015)*

**EIGHTH:** That the amount of said capital stock which was been actually subscribed is FOUR HUNDRED THOUSAND PESOS (₱ 400,000.00) and the following persons have subscribed for the number of shares and the amount of capital stock set out after their respective names:

Name	No. of Shares Subscribed	Amount Subscribed
Peter Tiong	184,000	184,000.00
Glory Y. Tiong	120,000	120,000.00
Jose Tiong	40,000	40,000.00
Constance U. Tiong	40,000	40,000.00
Ruby T. Tan	8,000	8,000.00
Moreto M. Encarnacion	4,000	4,000.00
Aniano F. Victa	4,000	4,000.00
<b>Total</b>	<b>400,000.00</b>	<b>400,000.00</b>

**NINTH:** That the following persons have paid on the shares of capital stock for which they have subscribed, the amounts set out after their respective names:

Name	Amount Paid on Subscribed
Peter Tiong	46,000.00
Glory Y. Tiong	36,000.00
Jose Tiong	10,000.00
Constance U. Tiong	10,000.00
Ruby T. Tan	2,000.00
Moreto M. Encarnacion	1,000.00
Aniano F. Victa	1,000.00
<b>Total</b>	<b>100,000.00</b>

**TENTH:** That **RUBY T. TAN** has been elected by the subscribers as treasurer of the Corporation to act as such until her successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, she has been authorized to receive for and in the name for the benefit of the corporation, all subscriptions paid in by the subscribers.

**IN WITNESS WHEREOF**, we have set our hands this 16<sup>th</sup> April 2010 in the City of Makati, Philippines.

(Sgd.)  
PETER TIONG  
TIN:

(Sgd.)  
JOSE TIONG  
TIN:

(Sgd.)  
GLORY TIONG  
TIN: 198-983-527

(Sgd.)  
CONSTANCE U. TIONG  
TIN:

(Sgd.)  
MORETO M. ENCARNACION  
TIN:

(Sgd.)  
ANIANO F. VICTA  
TIN:

**SIGNED IN THE PRESENCE OF**

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## ACKNOWLEDGMENT

Republic of the Philippines ]

\_\_\_\_\_ ] S.S.

BEFORE ME, a Notary Public in and for Makati City, Philippines, personally appears the following persons, exhibiting to me their respective residence certification:

Name	Res. Cert. #	Issued at	Date Issued
Peter Tiong	154501	Manila	Jan. 8, 1969
Glory Y. Tiong	154502	Manila	Jan. 8, 1969
Constance U. Tiong	154512	Manila	Jan. 8, 1969
Ruby T. Tan	154508	Manila	Jan. 8, 1969
Moreto M. Encarnacion	154504	Manila	Jan. 8, 1969
Aniano F. Victa	154517	Manila	Jan. 8, 1969
Jose Tiong	154513	Manila	Jan. 8, 1969

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their free and voluntary act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 13<sup>th</sup> day of February 1969 in the City of Mandaluyong, Philippines.

(Sgd.)  
**EDSEL E. OCSON**  
NOTARY PUBLIC  
UNTIL DECEMBER 31, 1969

Doc. No. 296;  
Page No. 61;  
Book No. VIII;  
Series of 1969.