

**DRAFT ONLY**

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)

**632-7717-0523**

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(Telephone Number)

**March 31**

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(Fiscal Year Ending)  
(Month & day)

**SEC Form 17-C  
Minutes of Annual Stockholders' Meeting  
December 12, 2024**

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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)

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**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. **December 12, 2023**

\_\_\_\_\_  
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**

**1552**

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

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

8. **(632) - 7717-0523**

\_\_\_\_\_  
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>4,025,055,429</b>	<b>P402,505,542.00</b>
<b>Common B</b>	<b>2,800,000,000</b>	<b>P280,000,000.00</b>

11. Indicate the item numbers reported herein: **Annual Stockholders' Meeting**

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### Minutes of the Annual Stockholders Meeting of December 12, 2024, 1:30PM via Zoom meeting

- 1. Call to Order.** This is to notify that **ATN Holdings, Inc.** held its regular annual stockholders' meeting on December 12, 2024 via Zoom Teleconference. The meeting started at 1:30 PM and adjourned at 3:00 PM.
- 2. Notice of the Meeting.** The Corporate Secretary certified that the Notice of the Annual Stockholders' Meeting and Definitive Information Statement were disclosed to shareholders on November 19, 2024 and November 20, 2024 respectively via (1) Disclosure in the PSE Edge system, (2) Disclosure in the Company's website, (3) Publication of Notice of Meeting in two (2) newspapers Daily Tribune and Malaya, and (4) via email upon request of stockholders.
- 3. Determination of Quorum.** The Corporate Secretary certified that a quorum existed with 74.80% or 5,105,315,796 shares of the issued and outstanding shares were present in person or by proxy.

	<b>No of shares</b>	<b>%</b>
No. of Outstanding Voting shares	6,825,055,429	100.00%
Shareholders present	x,xxx,xxx,xxx	xx.xx%

<b>Directors Present:</b>	<b>Position</b>
Arsenio T. Ng	Chairman of the Board
Hilario T. Ng	Director
Manuel Moje	Director
Santos L. Cejoco	Director
Leonides Respicio	Director
Paul B. Saria	Director
Sophie Miles Ng	Director
Twinie Kaye Ng	Director
Ardi Bradley Ng	Director
Ramon Escueta	Independent Director
Paul Cheah	Independent Director

- 4. Instructions on Rules of Conduct, Voting Procedures and Voting Requirements.** The Corporate Secretary explained the rules of conduct, voting procedures and voting requirements of the meeting via (1) show of hands or (2) registration and voting in absentia. Registration form and/or proxy forms were sent to stockholder that signified their intent to join the meeting via email or via downloadable form in the company website with a deadline of submission on October 30, 2023. Other question are to be taken up under "Other Matters"
- 5. Approval of the Minutes of Meeting of 2023.** The Assistant Corporate Secretary presented an electronic copy of the previous minutes of meeting held on November 9, 2023. On motion duly made and seconded, the minutes of meeting of the previous meeting of the Stockholders held on November 9, 2023. Stockholders votes on the resolution as follows:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	x,xxx,xxx,xxx	0	0
% of total outstanding shares	xx.xx%		

- 6. Report of the President and Presentation of the Audited Financial Statements.** The President, Arsenio T. Ng instructed the Chief Operations Officer, Paul B. Saria to present the report (***in powerpoint***) and the Audited Financial Statements ending March 31, 2023 of the Corporation. Stockholders noted the President/Annual Report and the Audited Financial Statements ending March 31, 2023 without objections, as follows:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	x,xxx,xxx,xxx	0	0
% of total outstanding shares	xx.xx%		

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7. **Ratification of the Acts of the Board of Directors and Officer.** The Corporate Secretary announced that stockholders' ratification is being sought for all the acts and resolution of the Board and other Board Committees exercising powers delegated by the Board, which were adopted for year 2022 to 2023, as well as for all the acts of the Corporation's officers performed in accordance with the resolutions of the Board. Stockholders ratified all the acts of the Board, Committees and Officers, with the following votes:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	x,xxx,xxx,xxx	0	0
% of total outstanding shares	xx.xx%		

8. **Election of Directors.** The Corporate Secretary presented the nominees for the Board of Directors of the Corporation. The Corporate Secretary certified that the following were duly nominated as directors of the Company for the ensuing year in accordance with the By-laws of the Corporation. Given that the number of nominees is similar to the required number of Directors under the Corporation's By-laws, stockholders duly elected the new Board of Directors based on the total cumulative votes as follows:

Director	Shareholdings	FOR
Arsenio T. Ng	2,763,541,260	x,xxx,xxx,xxx
Hilario T. Ng	3,501,000	x,xxx,xxx,xxx
Manuel Moje	10,000	x,xxx,xxx,xxx
Santos L. Cejoco	1,000	x,xxx,xxx,xxx
Leonides Respicio	10,000	x,xxx,xxx,xxx
Paul B. Saria	3,010,000	x,xxx,xxx,xxx
Sophie Miles Ng	3,052,774	x,xxx,xxx,xxx
Twinie Kaye Ng	5,114,333	x,xxx,xxx,xxx
Ardi Bradley L. Ng	2,000,000	x,xxx,xxx,xxx
Paul C. Cheah	10,000	x,xxx,xxx,xxx
Ramon Escueta	10,000	x,xxx,xxx,xxx

9. **Appointment of External Auditor.** The Committee and the Board endorsed the appointment of R.R. Tan and Associates as the Corporation's External Auditor for the fiscal year 2024 to 2025. The Corporate Secretary, on behalf of the management, proposed the adoption of resolution for the appointment of the Corporation's external auditor. The stockholders voted on the resolution as follows:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	x,xxx,xxx,xxx	0	0
% of total outstanding shares	xx.xx%		

10. **Other Matters.** The Chairman opened the floor for other matters to be taken up or questions from the stockholders. After a few minutes, there being no matters raised the Chairman adjourned the meeting at 3:00PM, and thanked the stockholders for their attendance and support.

-end-

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**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

December 12, 2024  
Date -----

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**LEONIDES S. RESPICIO**

Corporate Secretary

SUBSCRIBED AND SWORN to before me this 12<sup>TH</sup> day of December 2024, affiant exhibiting his Bar Membership Identification Card with Roll No. 00767 issued by the Integrated Bar of the Philippines.

NOTARY PUBLIC

Doc. No.: \_\_\_\_\_  
Page No.: \_\_\_\_\_  
Book No.: \_\_\_\_\_  
Series of 2024

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