



111262018002194

**SECURITIES AND EXCHANGE COMMISSION**

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Company Information

SEC Registration No. 0000009142  
Company Name METRO GLOBAL HOLDINGS CORPORATION  
Industry Classification  
Company Type Stock Corporation

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# COVER SHEET

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SEC Registration No.

M E T R O G L O B A L H O L D I N G S  
C O R P O R A T I O N

(Company's Full Name)

M E Z Z A N I N E F L O O R , R E N A I S S A N C E  
T O W E R , M E R A L C O A V E , P A S I G  
(Business Address: No. Street City/ Town/ Province)

ALICE ODCHIGUE-BONDOC  
Contact Person

6336205 loc. 113  
Company Telephone Number

## SEC FORM 17-C (Current Report under Sec. 17 of the SRC)

1 2 3 1  
Month Day  
fiscal year

FORM TYPE

1st Thursday of March  
Month Day  
annual meeting

Listed  
Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/ Section

Total Amount of Borrowings  
  
Domestic Foreign

\*\*\*\*\*

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

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. **22 November 2018**

Date of Report (Date of earliest event reported)

2. SEC Identification Number: **9142**

3. BIR Tax Identification No. 000-194-408-000

4. **Metro Global Holdings Corporation** (formerly *Fil-Estate Corporation*)

Exact name of issuer as specified in its charter

5. **Metro Manila, Philippines**

6.  (SEC Use Only)

Province, country or other  
jurisdiction of incorporation

Industry Classification Code:

7. **Mezzanine Floor Renaissance Tower, Meralco Ave., Pasig City**

**1605**

Address of principal office

Postal Code

8. **(632) 6336205**

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 or Amount of Debt Outstanding

Common shares

**2,000,000,000 shares**

11. Indicate the item numbers reported herein: Items 4 & 9

The Company hereby informs the Securities and Exchange Commission of the attached disclosure in compliance with the Commission's requirement.

### **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.

**METRO GLOBAL HOLDINGS  
CORPORATION**  
Issuer

Date: 22 November 2018

By:

  
**ATTY. ALICE ODCHIGUE-BONDOC**  
SVP-Compliance Officer





METRO GLOBAL HOLDINGS CORP.

22 November 2018

**VICENTE GRACIANO P. FELIZMENIO, JR.**

Director, Market and Securities Regulation Department  
SECURITIES AND EXCHANGE COMMISSION  
G/F Secretariat Building PICC Complex, Roxas Boulevard  
Pasay City

**JANET A. ENCARNACION**

Head, Disclosure Department  
PHILIPPINE STOCK EXCHANGE, INC.  
6/F, Philippine Stock Exchange Tower  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street  
Bonifacio Global City  
Taguig City

Subject: RESULTS OF ANNUAL MEETING OF STOCKHOLDERS AND  
ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS

Gentlemen:

In compliance with the rules and regulations on disclosure of the Securities and Exchange Commission ("SEC") and Philippine Stock Exchange ("PSE"), we hereby report the results of the Annual Meeting of the Stockholders of Metro Global Holdings Corporation (the "Company") held today, 22 November 2018, 9:00 A.M. at the Batanes Room, Edsa Shangrila Hotel, 1 Garden Wing, Ortigas Center, Mandaluyong City, as follows:

1. The Corporate Secretary certified that there is a quorum for the transaction of business, there being present in person or represented by proxy a total of 1,761,393,212 or 88.07% of common shares of the Company.
2. The External Auditor, Valdes Abad & Company CPA's attested to the votes attained for the following matters approved and authorized by the stockholders:
  - 2.1 The stockholders approved the Minutes of the Annual Meeting of Stockholders held on 13 September 2007. The Company received votes in person and by proxy a total of 1,761,393,212 or 88.07% of common shares in favour of the approval of the Minutes of the Annual Meeting of Stockholders held on 13 September 2007.
  - 2.2 The stockholders approved the Audited Financial Statements of the Company from 31 December 2008 to 31 December 2017. The Company received votes in person and by proxy a total of



- 1,761,393,212 or 88.07% of common share in favor of the approval of the Audited Financial Statements of the Company from 31 December 2008 to 31 December 2017.
- 2.3 The stockholders approved the re-appointment of Valdes Abad & Company CPA's as the Company's independent external auditor. The Company received votes in person and by proxy a total of 1,761,393,212 or 88.07% of common shares in favor of the approval of the re-appointment of Valdes Abad & Company CPA's as Company's independent external auditor.
- 2.4 The stockholders approved the increase in authorized capital stock from Two Billion Pesos (Php2,000,000,000.00) divided into Two Billion (2,000,000,000) shares with a par value of One Peso (Php1.00) per share to Five Billion Pesos (Php5,000,000,000.00) divided into Five Billion (5,000,000,000) shares with a par value of One Peso (Php1.00) per share and the corresponding amendments to Article Seventh of the Amended Articles of Incorporation of the Company. Company received votes in person and by proxy a total of 1,761,393,212 or 88.07% of common shares in favor of the approval of the increase in authorized capital stock and the corresponding amendment to Article Seventh of the amended Articles of Incorporation of the Company.
- 2.5 The stockholders approved the subscription of Fil-Estate Management, Inc. ("FEMI") to Seven Hundred Fifty Million (750,000,000) common shares of the Company at par value of P1.00 per share with part of subscription price to the extent of Five Hundred Million Pesos (P500,00,000.00) to be offset against the Company's advances from FEMI. The Company received votes in person and by proxy a total of 1,761,393,212 or 88.07% of common shares in favor of the approval of the subscription of Fil-Estate Management, Inc. ("FEMI") to Seven Hundred Fifty Million (750,000,000) common shares of the Company at par value of P1.00 per share with part of subscription price to the extent of Five Hundred Million Pesos (P500,00,000.00) to be offset against the Company's advances from FEMI.
- 2.6 The stockholders confirmed and ratified all acts, contracts, resolutions and proceedings made and entered into by Management and/or the Board of Directors during the period 2007 to November 22, 2018. . The Company received votes in person and by proxy a total of 1,761,393,212 or 88.07% of common shares in favor of the approval of the confirmation and ratification of all acts, contracts, resolutions and proceedings made and entered into by Management and/or Board of Directors for the years 2008 to 2017.
- 2.7 Other Matters – Additional listing of remaining Issued and Outstanding shares of stock of One Billion Seven Hundred Million One Hundred Fifty Thousand (1,700,150,000) shares and the Seven Hundred Fifty Million (750,000,000) shares to be subscribed by FEMI out of the Three Billion (3,000,000,000) Increase in



Authorize Capital Stock from Two Billion (2,000,000,000) to Five Billion (5,000,000,000). The Company received votes in person and by proxy a total of 1,761,393,212 or 88.07% of common shares in favor of the approval of the Additional listing of remaining Issued and Outstanding shares of stock of One Billion Seven Hundred Million One Hundred Fifty Thousand (1,700,150,000) shares and the Seven Hundred Fifty Million (750,000,000) shares to be subscribed by FEMI out of the Three Billion (3,000,000,000) Increase in Authorize Capital Stock from Two Billion (2,000,000,000) to Five Billion (5,000,000,000)

3. The stockholders elected the following directors for the ensuing year:
  - 3.1 Robert John L. Sobrepeña
  - 3.2 Atty. Ferdinand T. Santos
  - 3.3 Noel M. Cariño
  - 3.4 Rafael Perez de Tagle, Jr.
  - 3.5 Atty. Alice Odchigue-Bondoc
  - 3.6 Roberto S. Roco
  - 3.7 Jaime M. Cacho
  - 3.8 Francisco C. Gonzalez - Independent
  - 3.9 Eduardo R. Santos – Independent
4. The Organizational Meeting of the Board of Directors of the Company held on 22 November 2018 after the Annual Meeting of Stockholders, the following matters were taken up:

The Board re-elected/re-appointed the Chairman of the Board and Officers of the Company to their respective positions:

Chairman of the Board & CEO	-	Robert John L. Sobrepeña
President & Chief Risk Officer	-	Atty. Ferdinand T. Santos
SVP-Good Governance, Compliance Officer & Asst. Corporate Secretary	-	Atty. Alice Odchigue-Bondoc
Director for Investor Relations	-	Rafael Perez de Tagle, Jr.
Vice-President – Chief Finance Officer	-	Ramon G. Jimenez
Vice-President – Chief Audit Executive	-	Solita S. Alcantara
Vice-President – Business Dev't. & Special Projects	-	Sylvia M. Hondrade
Corporate Secretary	-	Atty. Gilbert Raymund T. Reyes

5. The Board approved the re-appointment of Stock Transfer Agent and Registrar – BDO Unibank, Inc. - Trust & Investments Group Securities Services & Corporate Agencies
6. The Board approved the reconstitution of the following Board Committees:

(1) EXECUTIVE COMMITTEE

Chairman: Robert John L. Sobrepeña  
Members: Noel M. Cariño  
Atty. Ferdinand T. Santos  
Francisco C. Gonzalez (Independent Director)

(2) SALARY ECOMPENSATION COMMITTEE

Chairman: Robert John L. Sobrepeña  
Members: Jaime M. Cacho  
Francisco C. Gonzalez (Independent Director)

(3) AUDIT COMMITTEE

Chairman: Francisco C. Gonzalez (Independent Director)  
Members: Eduardo R. Santos (Independent Director)  
Roberto S. Roco  
Solita S. Alcantara

(4) NOMINATION COMMITTEE

Chairman: Atty. Ferdinand T. Santos  
Members: Rafael Perez de Tagle, Jr.  
Atty. Alice Odchigue-Bondoc

(5) CORPORATE GOVERNANCE COMMITTEE

Chairman: Francisco C. Gonzalez (Independent Director)  
Members: Eduardo R. Santos (Independent Director)  
Robert John L. Sobrepeña  
Roberto S. Roco  
Jaime M. Cacho  
Atty. Alice Odchigue-Bondoc

(6) BOARD RISK OVERSIGHT COMMITTEE

Chairman: Eduardo R. Santos (Independent Director)  
Members: Francisco C. Gonzalez (Independent Director)  
Atty. Ferdinand T. Santos  
Atty. Alice Odchigue-Bondoc

(7) RELATED PARTY TRANSACTIONS COMMITTEE

Chairman: Francisco C. Gonzalez (Independent Director)  
Members: Eduardo R. Santos (Independent Director)  
Roberto S. Roco  
Ramon G. Jimenez

We hope the foregoing constitutes compliance of the disclosure requirements of your good office.



Very truly yours,

**METRO GLOBAL HOLDINGS CORPORATION**

By:

  
**ATTY. ALICE ODCHIGUE-BONDOC**  
Assistant Corporate Secretary and  
SVP-Compliance Officer