



111072017004319



SECURITIES AND EXCHANGE COMMISSION

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Company Information

SEC Registration No. CS200801099
Company Name SMC GLOBAL POWER HOLDINGS CORP.
Industry Classification Financial Holding Company Activities
Company Type Stock Corporation

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S. E. C. Registration Number

S M C G L O B A L P O W E R

H O L D I N G S C O R P .

(Company's Full Name)

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B r g y . W a c k - W a c k

M a n d a l u y o n g C i t y ,

M e t r o M a n i l a

(Business Address: No. Street City/Town/Province)

Virgilio S. Jacinto

Contact Person

(02) 632-3144

Company Telephone Number

1 2

Month

3 1

Day

Fiscal Year

SEC Form 17-C

FORM TYPE

0 6

Month

1st
Tues

Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.
Number/Section

Amended Articles

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I. D.

Cashier

STAMPS

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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. **07 November 2017**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200801099** 3. BIR Tax Identification No. **006-960-000**
4. **SMC GLOBAL POWER HOLDINGS CORP.**
Exact name of issuer as specified in its charter
5. **Philippines** Province, country or other jurisdiction
of incorporation
6. (SEC Use Only) Industry Classification Code:
7. **155 EDSA, Brgy. Wack-wack, Mandaluyong City, Manila** **1550**
Address of principal office Postal Code
8. **(02) 702-4500**
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

Php 15 Billion worth of Fixed Rate Bonds

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (as of June 30, 2017)
Common Shares	1,250,003,500
Consolidated Total Liabilities (in Thousands)	Php 304,826,703

11. Indicate the item numbers reported herein: **Item 9**

SMC Global Power Holdings Corp. (the "Corporation") hereby reports that during the Special Stockholders Meeting and Regular Meeting of the Board of Directors of the Corporation both held on 07 November 2017, the following matters were approved by the stockholders and Board of Directors of the Corporation, respectively:

(i) Special Stockholders Meeting

- a. election of Josefina Guevara-Salonga as an Independent Director of the Corporation;
- b. approval of the following amendments to the Amended By-laws of the Corporation, to wit:
 - (1) increase in the number of independent directors *from two (2) to three (3)* and to include a provision on the qualifications of Independent Directors as provided in the Amended Manual on Corporate Governance;
 - (2) inclusion of the requirement that there must be a least one (1) Independent Director present to constitute a quorum for meetings of the Board of Directors;
 - (3) creation of new Board Committees, including but not limited to the Corporate Governance Committee, Audit & Risk Oversight Committee, and Related Party Transaction Committee;
 - (4) change of the designation of the "Finance Manager" to "Comptroller"; and
 - (5) adoption and incorporation by reference of the Amended Manual on Corporate Governance and the Charters of the Board Committees.
- c. delegation of the power to amend or repeal the by-laws, or adopt new by-laws, to the Board of Directors of the Corporation, and amendment of Article VIII of the Amended By-laws of the Corporation to reflect the same.

(ii) Regular Meeting of the Board of Directors

- a. approval of the financial performance and financial position of the Corporation as of 30 September 2017, the details of which shall be reported to the Securities and Exchange Commission ("SEC") and the Philippine Dealing & Exchange Corp. ("PDEX") under SEC Form 17-Q on or before 16 November 2017;

- b. appointment of the following members of the Board Committees of the Corporation:

Executive Committee

1. Ramon S. Ang - Chairman
2. Ferdinand K. Constantino - Member
3. Aurora T. Calderon - Member

Corporate Governance Committee

1. Consuelo M. Ynares-Santiago - Chairperson**
2. Jack G. Arroyo, Jr. - Member**
3. Josefina Guevara-Salonga - Member**
4. Ferdinand K. Constantino - Member
5. Virgilio S. Jacinto - Member

Audit and Risk Oversight Committee

1. Jack G. Arroyo, Jr. - Chairperson**
2. Consuelo M. Ynares-Santiago - Member**
3. Josefina Guevara-Salonga - Member**
4. Ferdinand K. Constantino - Member
5. Aurora T. Calderon - Member

Related Party Transaction Committee

1. Josefina Guevara-Salonga - Chairperson**
2. Consuelo M. Ynares-Santiago - Member**
3. Jack G. Arroyo, Jr. - Member**
4. Ferdinand K. Constantino - Member
5. Aurora T. Calderon - Member

***Independent Director*

- c. approval of the capital security distribution to holders of the USD300 Million Undated Subordinated Capital Securities which the Corporation issued on 26 August 2015, amounting to USD10,125,000.00 plus applicable taxes, payable on 26 February 2018.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized on **07 November 2017**.

SMC GLOBAL POWER HOLDINGS CORP.

By:



Virgilio S. Jacinto
Corporate Secretary
and Compliance Officer