

# 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. Date of Report (Date of earliest event reported)  
Nov 12, 2015
2. SEC Identification Number  
37535\_
3. BIR Tax Identification No.  
005-056-869\_\_\_\_
4. Exact name of issuer as specified in its charter  
ATN HOLDINGS, INC.
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
9th Floor Summit One Tower, 530 Shaw Boulevard, Mandaluyong City  
Postal Code  
1550
8. Issuer's telephone number, including area code  
(632) - 717-0523, 718-3720
9. Former name or former address, if changed since last report  
n/a
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
Common A	3,700,000,000
Common B	800,000,000

11. Indicate the item numbers reported herein  
n/a

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the*

Corporate Information Officer of the disclosing party.

## ATN Holdings, Inc. ATN

### PSE Disclosure Form 4-30 - Material Information/Transactions References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules

#### Subject of the Disclosure

Result of the Board of Directors' meeting in the approval for the Amendment of Article VII of the Corporations' Charter in relation to the conversion of its unissued capital stock to preferred shares

#### Background/Description of the Disclosure

"RESOLVE, as it is hereby resolved, that ATN Holdings, Inc. (the "Corporation") be authorized to convert its unissued Common Class A Shares and Common Class B Shares into Preferred Shares amending the authorized capital stock of the Corporation in the amount of One Billion Two Hundred Million (P1,200,000,000.00) to read as follows:

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, 7 or 10 years based on basis for repricing 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 [5, 7 or 10]th year anniversary from issuance.
- h. Supervised Credit.

#### Other Relevant Information

For the approval and ratification on the upcoming the annual stockholders meeting of the Corporation

**Filed on behalf by:**

<b>Name</b>	Paul Saria
<b>Designation</b>	Corporate Information Officer