

ATN HOLDINGS, INC.

9th Floor Summit One Tower, 530 Shaw Boulevard, Mandaluyong City
Tel No. 632-7170523, 7183721 Fax 632-7170523

December 29, 2011

DISCLOSURE DEPARTMENT
PHILIPPINE STOCK EXCHANGE, INC.
4/F PSE Center, Exchange Road
Ortigas Center, Pasig City


Attention: **JANET A. ENCARNACION**
Head, Disclosure Department

Dear Ms. Encarnacion,

We attach herein SEC Form 17-C, Minutes of Annual Stockholders' Meeting of the Corporation held today December 29, 2011, 1:00PM at the Multimedia Center, Ground Floor, Summit One Tower, 530 Shaw Boulevard, Mandaluyong City.

Thank you

Very truly yours,


Paul B. Saria
Corporate Information Officer

SEC Number 37535
File Number

ATN HOLDINGS, INC.

(Company)

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

(Address)

533-4052 / 717-0523 / 718-3720

(Telephone Number)

December 31

(Fiscal Year Ending)
(Month & day)

**SEC Form 17-C
Minutes of Annual Stockholders' Meeting
December 29, 2011**

(Form Type)

Amendment Designation (if applicable)

(Period Ended Date)

(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. December 29, 2011

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	
<i>Common A</i>	<i>370,000,000</i>	<i>P370,000,000.00</i>
<i>Common B</i>	<i>80,000,000</i>	<i>P 80,000,000.00</i>

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

This is to notify that **ATN Holdings, Inc.** held its regular annual stockholders' meeting on December 29, 2011 at the Multi Media Center, Ground Floor, Summit One Tower Annex Building, 530 Shaw Boulevard, Mandaluyong City at 1:00 pm. The meeting started at 1:00 PM and adjourned at 2:00 pm.

More than 68% of the issued and outstanding shares were present in person or by proxy.

The president reported the highlights of the audited fiscal year March 31, 2011 financial statements, and the acts of the Board and the executive officers during the above fiscal year. The Assistant Corporate Secretary read to the stockholders the minutes of the previous annual stockholders' meeting.

Elected as members of the Board of Directors effective immediately and until their successors are duly elected and qualified:

Arsenio T. Ng, - Chairman, CEO & President	Manuel R. Moje - Director
Hilario Ng - Director	Arturo Magtibay - Director
Santos Cejoco - Director	Chee Chong Cheah – Independent Director
Yu Ting Guan - Director	Bonifacio Choa - Independent Director
Paul B. Saria - Director	Hyland Si – Independent Director
Jose V. Romero Jr. - Director	

The stockholders with 2/3 votes in the said meeting approved and ratified the following:

- (1) the minutes of the previous annual stockholders' meeting of 22ND December 2010,
- (2) the Audited Financial statements of ending March 31, 2010 and March 31, 2011,
- (3) the Report of the President pertaining to results of legal cases and operations,
- (4) the approval and ratification of the issuance of Stock Dividends of 9,000,000 shares, equivalent to 2% of the Outstanding Capital Stock of 450,000,000, to be taken out of the existing retained earnings of the Corporation as reflected in the 2010 audited financial statements, subject to the approval of the SEC and the PSE. "
- (5) the approval and ratification of the issuance of Stock Rights Offering to its existing shareholders, by way of One (1) share for every Six (6) existing common shares or 75,000,000 stock rights at subscription price of PhP 1.00 per share par value, subject to the approval of the SEC and the PSE."
- (6) the appointment of R.R. Tan and Associates as external auditor,
- (7) the acts of the Board and the executive officers during the above fiscal year including but not limited to memberships in (a) remuneration committee, (b) audit committee, and (c) nomination committee. Membership in said committees, which include one independent director in compliance with Rule 38 of the Amended Implementing Rules and Regulations of the Securities Regulation Code are as follows:

Remuneration Committee:

Arsenio T. Ng – Chairman
Paul B. Saria – Member
Bonifacio Choa - Independent

Audit Committee

Hyland Si– Chairman, Independent
Santos Cejoco – Member
Hilario T. Ng – Member

Nomination Committee

Arsenio T. Ng – Chairman
Manuel R. Moje – Member
Hyland Si – Independent

Immediately after the annual stockholders' meeting, the company held its organizational meeting and the following were elected as officers for the year 2011-2012:

Arsenio T. Ng	Chairman
	President
Hilario Ng	Chief Executive Officer
Santos Cejoco	Chief Operating Officer
Manuel R. Moje	Chief Corporate Planner
Atty. Henry LL. Yusingco, Jr.	Head, Business Development
Paul B. Saria	Corporate Secretary
	Assistant Corporate Secretary
	Corporate Information Officer

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.

Registrant
[Signature]

Date: December 29, 2011

ATTY. HENRY LL. YUSINGCO, JR.
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 29TH day of December 2011, affiant exhibiting his Driver's License No. N10-77-009610, expires on March 13, 2012 issued at Quezon City.

NOTARY PUBLIC

Doc. No.: _____
Page No.: _____
Book No.: _____
Series of 2011

STOCK DIVIDEND (UPDATE)

STOCK	-	2%
RECORD DATE	-	To be announced
PAYMENT DATE	-	To be announced

STOCK RIGHTS OFFERING (UPDATE)

RATIO	-	One (1) share for every six (6) existing common shares
OFFER TERMS	-	To be announced