

ATN HOLDINGS, INC.

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

November 22, 2012

MS. JANET A. ENCARNACION

Head, Disclosure Department

THE PHILIPPINE STOCK EXCHANGE, INC.

PSE Center, Exchange Road

Ortigas Complex, Pasig City

Gentlemen:

Please refer to the attached Sec Form 17-C, Minutes of the Annual Stockholders' Meeting of the Corporation, held today, 1:00PM at the Multimedia Center, Summit One Tower, 530 Shaw Boulevard, Mandaluyong City.

Thank you and best regards.

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)

March 31

(Fiscal Year Ending)
(Month & day)

**SEC Form 17-C
Minutes of Annual Stockholders' Meeting
November 22, 2012**

(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. **November 22, 2012**

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	
Common A	370,000,000	P370,000,000.00
Common B	80,000,000	P 80,000,000.00

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 November 22, 2012 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 3:00 PM.

Stockholders representing 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, 2012 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 29th December 2011,
- (2) the Audited Financial statements of ending March 31, 2011 and March 31, 2012,
- (3) the Report of the President pertaining to results of legal cases and operations,
- (4) the Approval and Ratification of the Amendment of Article 1 of the By-laws of the Corporation "Meeting of Stockholders" in relation to the annual stockholders meeting date of the Corporation from "2nd Thursday of July in each calendar year at 4:00 o'clock in the afternoon" to "any day within the 2nd week of November as determined by the Board of Directors".
- (5) the appointment of R.R. Tan and Associates as external auditor,
- (6) 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
Santos Cejoco – 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 2012-2013:

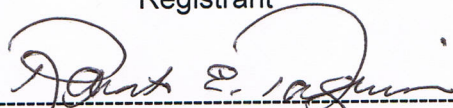
Arsenio T. Ng	Chairman
	President
	Chief Executive Officer
Hilario Ng	Chief Operating Officer
Santos Cejoco	Chief Corporate Planner
Atty. Renato E. Taguiam	Corporate Secretary
Paul B. Saria	Assistant Corporate Secretary
	Corporate Information Officer

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



ATTY. RENATO E. TAGUIAM
Corporate Secretary

Date: November 22, 2012

SUBSCRIBED AND SWORN to before me this 22ND day of November 2012, affiant exhibiting his Driver's License No. N02-83-334096, expires on March 11, 2014, issued at Quezon City.

NOTARY PUBLIC

Doc. No.: _____
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Series of 2012