

SEC Number 37535
File Number

ATN HOLDINGS, INC.

(Company)

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

(Address)

632-7717-0523

(Telephone Number)

March 31

(Fiscal Year Ending)
(Month & day)

**SEC Form 17-C
Minutes of Annual Stockholders' Meeting
November 10, 2022**

(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 10, 2022**

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

1552

Postal Code

8. **(632) - 7717-0523**

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	4,025,055,429	P402,505,542.00
Common B	2,800,000,000	P280,000,000.00

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

Minutes of the Annual Stockholders Meeting of November 10, 2022, 1:30PM via Zoom meeting

- 1. Call to Order.** This is to notify that **ATN Holdings, Inc.** held its regular annual stockholders' meeting on November 10, 2022 at the Summit One Tower, 530 Shaw Boulevard, Mandaluyong City. via Zoom Teleconference The meeting started at 1:30 PM and adjourned at 2:30 PM.
- 2. Notice of the Meeting.** The Corporate Secretary certified that the Notice of the Annual Stockholders' Meeting and Definitive Information Statement were sent on October 3, 2022 and October 11, 2022 respectively via (1) Disclosure in the PSE Edge system, (2) Disclosure in the Company's website, (3) Publication in two (2) newspapers Daily Tribune and Malaya both on October 13 and 14, 2022, and (4) via email upon request of stockholders.
- 3. Determination of Quorum.** The Corporate Secretary certified that a quorum existed with 75.47% or 5,150,869,689 shares of the issued and outstanding shares were present in person or by proxy.

	No of shares	%
No. of Outstanding Voting shares	6,825,055,429	100.00%
Shareholders present	5,150,869,689	75.47%

Directors Present:	Position
Arsenio T. Ng	Chairman of the Board
Hilario T. Ng	Director
Manuel Moje	Director
Santos L. Cejoco	Director
Leonides Respicio	Director
Paul B. Saria	Director
Sophie Miles Ng	Director
Twinie Kaye Ng	Director
Ardi Bradley Ng	Director
Ramon Escueta	Independent Director
Paul Cheah	Independent Director

- 4. Instructions on Rules of Conduct, Voting Procedures and Voting Requirements.** The Corporate Secretary explained the rules of conduct, voting procedures and voting requirements of the meeting via (1) show of hands or (2) registration and voting in absentia. Registration form and/or proxy forms were sent to stockholder that signified their intent to join the meeting via email or via downloadable form in the company website with a deadline of submission on October 31, 2022. Other question are to be taken up under "Other Matters"
- 5. Approval of the Minutes of Meeting of 2021.** The Assistant Corporate Secretary presented an electronic copy of the previous minutes of meeting held on November 25, 2021. On motion duly made and seconded, the minutes of meeting of the previous meeting of the Stockholders held on November 25, 2021. Stockholders votes on the resolution as follows:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	5,150,869,689	0	0
% of total outstanding shares	75.47%		

- 6. Report of the President and Presentation of the Audited Financial Statements.** The President, Arsenio T. Ng instructed the Chief Operations Officer, Paul B. Saria to present the report (*in powerpoint*) and the Audited Financial Statements ending March 31, 2022 of the Corporation. Stockholders noted the President/Annual Report and the Audited Financial Statements ending March 31, 2022 without objections, as follows:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	5,150,869,689	0	0
% of total outstanding shares	75.47%		

- 7. Ratification of the Acts of the Board of Directors and Officer.** The Corporate Secretary announced that stockholders' ratification is being sought for all the acts and resolution of the Board and other Board Committees exercising powers delegated by the Board, which were adopted for year 2021 to 2022, as well as for all the acts of the Corporation's officers performed in accordance

with the resolutions of the Board. Stockholders ratified all the acts of the Board, Committees and Officers, with the following votes:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	5,150,869,689	0	0
% of total outstanding shares	75.47%		

- 8. Election of Directors.** The Corporate Secretary presented the nominees for the Board of Directors of the Corporation. The Corporate Secretary certified that the following were duly nominated as directors of the Company for the ensuing year in accordance with the By-laws of the Corporation. Given that the number of nominees is similar to the required number of Directors under the Corporation's By-laws, stockholders duly elected the new Board of Directors based on the total cumulative votes as follows:

Director	Shareholdings	FOR
Arsenio T. Ng	2,763,541,260	5,150,869,689
Hilario T. Ng	3,501,000	5,150,869,689
Manuel Moje	10,000	5,150,869,689
Santos L. Cejoco	1,000	5,150,869,689
Leonides Respicio	10,000	5,150,869,689
Paul B. Saria	3,010,000	5,150,869,689
Sophie Miles Ng	3,052,774	5,150,869,689
Twinnie Kaye Ng	5,114,333	5,150,869,689
Ardi Bradley L. Ng	2,000,000	5,150,869,689
Paul C. Cheah	11,371,000	5,150,869,689
Ramon Escueta	10,000	5,150,869,689

- 9. Appointment of External Auditor.** The Committee and the Board endorsed the appointment of R.R. Tan and Associates as the Corporation's External Auditor for the fiscal year 2022 to 2023. The Corporate Secretary, on behalf of the management, proposed the adoption of resolution for the appointment of the Corporation's external auditor. The stockholders voted on the resolution as follows:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	5,150,869,689	0	0
% of total outstanding shares	75.47%		

- 10. Other Matters.** The Chairman opened the floor for other matters to be taken up or questions from the stockholders. After a few minutes, there being no matters raised the Chairman adjourned the meeting at 2:30PM, and thanked the stockholders for their attendance and support.

Immediately after the annual stockholders' meeting, the company held its organizational meeting and the following were elected as officers for the year 2022-2023:

Arsenio T. Ng	Chairman President Chief Executive Officer
Hilario Ng	Chief Financial Officer
Santos Cejoco	Chief Corporate Planner
Atty. Leonides S. Respicio	Corporate Secretary
Paul B. Saria	Chief Operations Officer Corporate Information Officer Assistant Corporate Secretary

The following are the committees and the respective members:

Remuneration Committee:	Audit Committee
Arsenio T. Ng - Chairman	Paul C. Cheah – Chairman, Independent
Paul B. Saria – Member	Santos Cejoco – Member
Paul C. Cheah – Independent	Hilario T. Ng – Member

Nomination Committee
Ramon D. Escueta - Chairman
Arsenio T. Ng – Member
Santos Cejoco – Member

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.

Date November 10, 2022

ATN HOLDINGS, INC.

Registrant



LEONIDES S. RESPICIO
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 10TH day of November 2022, affiant exhibiting his Bar Membership Identification Card with [REDACTED] issued by the Integrated Bar of the Philippines.

NOTARY PUBLIC

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Series of 2022