

SEC Number 37535

File Number _____

ATN HOLDINGS, INC.

(Company)

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

(Address)

+632-77170523

(Telephone Number)

March 31

(Fiscal Year Ending)
(Month & day)

**SEC Form 17-C
Notice of Annual Stockholders' Meeting 2025**

(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. **September 29, 2025**

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**

1550

Address of principal office

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
Common B**

**4,025,055,429
2,800,000,000**

**P402,505,543
P280,000,000**

11. Indicate the item numbers reported herein:

1

ATN HOLDINGS, INC.

9F Summit One Tower, 530 Shaw Blvd. Mandaluyong City
Tel. Nos. 7717-0523 and 8404-0231

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

**TO ALL STOCKHOLDERS
ATN HOLDINGS, INC.**

NOTICE IS HEREBY GIVEN that the Annual Meeting of Stockholders of **ATN HOLDINGS, INC.** will be held via ZOOM, on Thursday, **November 13, 2025 at 1:30P.M.** at the 8TH Floor, Summit One Tower Parking Building, 530 Shaw Boulevard, Mandaluyong City Please refer to the Zoom link below for the online meeting:

<https://us06web.zoom.us/j/5566689618?pwd=52v9wln0UhBEaoSG9crnuDnOFtBuBr.1&omn=83070283545>

The following matters will be taken up during the meeting:

1. Proof of Notice of the Meeting.
2. Proof of Presence of a quorum.
3. Approval of the previous annual minutes of meeting last December 12, 2024.
4. Report of the President and Approval of the FY March 31, 2025 Audited Financial Statements.
5. General ratification of the acts of the Board of Directors, Board Committees, and the Management from the date of the last annual stockholders' meeting up to date of this meeting
6. Approval of the Amendment of Article Seventh (Capital Stock) of the Articles of Incorporation to Declassify Class "A" and Class "B" Common Shares into a Single Class of Common Shares, in compliance with SEC Memorandum Circular No. 10, Series of 2025.
7. Election of Directors.
8. Appointment of Independent Auditors.
9. Adjournment.

The record date for determination of the stockholders entitled to notice of, and to vote at said meeting is fixed at the close of business hours on **October 15, 2025.**

Shareholders of the Corporation may only participate via remote communication. To register, please download the registration and proxy form at <http://www.atnholdings.com/notice%20of%20annual/uploads/index3.php> and email to paul@tbgi.net.ph. Deadline for registration is on **November 6, 2025 at 12 Noon.**

The Company is not soliciting proxies. Should you be unable to attend the meeting, you can nevertheless be represented and vote at the ASM by submitting a proxy by email to paul@tbgi.net.ph, or by sending a physical copy to the Office of the Corporate Secretary at Unit 904 Summit One Tower, 530 Shaw Boulevard, Mandaluyong City. The deadline for submission of proxies is on **November 6, 2025 at 12 Noon.**


PAUL B. SARIA
Asst. Corporate Secretary
Chief Information Officer

Rationale for Agenda Items:

Agenda Item No. 3: Approval of Minutes of the previous Annual Stockholders' Meeting Held on December 12, 2024.

The Minutes of the previous annual stockholders' meeting held on December 12, 2024 were prepared within the period prescribed by pertinent laws, rules and regulations. The results of the annual stockholders' meeting were also disclosed with The Philippine Stock Exchange, Inc. immediately after the annual meeting. The Board of Directors recommends the shareholders to consider subject minutes for approval in the upcoming Annual Stockholders' Meeting.

Agenda Item No. 4: Approval of the Presidents Report for the Year 2024 and Audited Financial Statements ending FY March 31, 2025.

The Company's 2024 performance results have been duly summarized in the Annual Report, which includes the Audited Financial Statements (AFS) of the Company for the year ended March 31, 2025. The AFS have been reviewed by the Audit Committee and the Board of Directors, and have been audited by the external auditors who expressed an unqualified opinion on the aforementioned financial statements. The Annual Report is posted in the Company's website.

Agenda Item No. 5: General ratification of the acts of the Board of Directors, Board Committees and the Management from the date of the last annual stockholders' meeting up to the date of this meeting.

The Company's performance in 2024, as detailed in the Annual Report, is attributed to the strategic directions and key policies set by the Board of Directors which were effectively executed and complied with by management in conformance with good corporate governance and ethical best practices.

Agenda Item No. 6: Amendment of Article Seventh (Capital Stock) of the Articles of Incorporation to Declassify Class "A" and Class "B" Common Shares into a Single Class of Common Shares, in compliance with SEC Memorandum Circular No. 10, Series of 2025:

The Securities and Exchange Commission (SEC) issued Memorandum Circular No. 10, Series of 2025, mandating the declassification of Class "A" (Filipino ownership only) and Class "B" (open to Filipino and foreign ownership) common shares of listed companies. To comply with the directive, the Corporation shall amend Article Seventh (Capital Stock) of its Articles of Incorporation to remove the classification between Class "A" and Class "B" common shares, thereby providing for a single class of common shares with equal rights and privileges. The authorized preferred shares of the Corporation shall remain unaffected.

Agenda Item No. 7: Election of Directors for 2025-2026

The Company's Nomination Committee has pre-screened the list of candidates for directors. Their proven competence, expertise and qualifications based on current regulatory standards, will help sustain the Company's solid performance for the benefit of all its shareholders.

Agenda Item No. 8: Appointment of External Auditor

Based on the recommendation of the Audit Committee, the Board concurred with the recommendation to re-appoint R. R. TAN & ASSOCIATES, CPAs as the Company's external auditors for the fiscal year 2025-2026. R. R. TAN & ASSOCIATES, CPAs is one of the leading auditing firms in the country and is duly accredited with the SEC.