

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)

May 28, 2020

2. SEC Identification Number

CS200803939

3. BIR Tax Identification No.

006-990-128

4. Exact name of issuer as specified in its charter

Top Frontier Investment Holdings, Inc.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

5th Floor, ENZO Building, No. 399, Sen. Gil Puyat Ave., Makati City

Postal Code

1200

8. Issuer's telephone number, including area code

(02) 8632-3481

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 Shares	332,886,167
Conso. Total Liab.(as of 12.31.19 in millions Php)	1,329,117

11. Indicate the item numbers reported herein

9

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.



TOP FRONTIER
INVESTMENT HOLDINGS, INC.

Top Frontier Investment Holdings, Inc.

TFHI

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

Matters approved by the Board of Directors of Top Frontier Investment Holdings, Inc. (the "Corporation") during the Regular Meeting of the Board of Directors of the Corporation held on 28 May 2020.

Background/Description of the Disclosure

During the Regular Meeting of the Board of Directors of the Corporation held on 28 May 2020, the Board unanimously approved the following matters, among others: (a) the approval of the financial performance and financial position of the Corporation as of 31 March 2020, the details of which shall be reported to the Securities and Exchange Commission ("SEC") and the Philippine Stock Exchange, Inc. ("PSE") under SEC Form 17-Q; (b) the declaration of cash dividends to shareholders owning preferred shares as of 28 May 2020, amounting to Php265,683,330.00, or Php139.50 per preferred share, payable on 29 May 2020; (c) the details of the 2020 Annual Stockholders' Meeting of the Corporation, as disclosed on even date under PSE Disclosure Form 7-1; (d) nomination and qualification of incumbent directors for re-election to the Board in the 2020 Annual Stockholders' Meeting; (e) appointment of R.G. Manabat & Co. as external auditors of the Corporation for 2020, to be submitted for approval, confirmation, and ratification of the stockholders in the 2020 Annual Stockholders' Meeting; and (f) report on the validation of the results of the performance assessments of the Board Committees, Board of Directors, and Management for 2019.

Other Relevant Information

Please see attached SEC Form 17-C, which is hereto filed in compliance with SEC Notice, dated 17 March 2020, which provides that all reports disclosed through the PSE Edge shall be considered as having been filed with the SEC in view of the imposition of enhanced community quarantine due to the COVID-19 pandemic.

Filed on behalf by:

Name	Irene Cipriano
Designation	Assistant Corporate Secretary

COVER SHEET

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S. E. C. Registration Number

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(Company's Full Name)

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Business Address: No. Street City/Town/Province)

Virgilio S. Jacinto

Contact Person

(02) 8632-3144

Company Telephone Number

1 2

Month

3 1

Day

Fiscal Year

SEC Form 17- C

FORM TYPE

0 7

Month

0 9

Day

Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

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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. 28 May 2020
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS200803939 3. BIR Tax Identification No. 006-990-128
4. TOP FRONTIER INVESTMENT HOLDINGS, INC.
Exact name of issuer as specified in its charter
5. Philippines Province, country or other jurisdiction of incorporation
6. (SEC Use Only) Industry Classification Code:
7. 5th Floor, ENZO Building, No. 399 Sen. Gil Puyat Ave., Makati City Address of principal office 1200 Postal Code
8. (02) 8632-3481
Issuer's telephone number, including area code
9. N.A.
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC
490,196,200 Common Shares

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (As of 31 December 2019)
Common Shares <i>*Net of the 157,310,033 common shares held in Treasury</i>	332,886,167*
Total Consolidated Liabilities	P1,329,117 million

11. Indicate the item numbers reported herein: **Item 9**

Top Frontier Investment Holdings, Inc. (the “Corporation”) hereby reports that during the Regular Meeting of the Board of Directors of the Corporation held on 28 May 2020, the Board unanimously approved the following matters, among others:

- a. the approval of the financial performance and financial position of the Corporation as of 31 March 2020, the details of which shall be reported to the Securities and Exchange Commission and the Philippine Stock Exchange, Inc. under SEC Form 17-Q;
- b. the declaration of cash dividends to shareholders owning preferred shares as of 28 May 2020, amounting to Php265,683,330.00, or Php139.50 per preferred share, payable on 29 May 2020; and
- c. the details of the 2020 Annual Stockholders’ Meeting of the Corporation, as follows:

Annual Stockholders’ Meeting	09 July 2020 (Thursday) 2:00 p.m. via Remote Communication (live-streaming) The Chairman to preside the meeting at No. 40 San Miguel Avenue, Mandaluyong City
Record Date	11 June 2020
Closing of Books	12 June 2020 - 18 June 2020
Deadline for Submission of Ballots and Proxies	25 June 2020
Date of Validation of Proxies	02 July 2020

The procedure and details for attending, participating, and casting of votes in the 2020 Annual Stockholders’ Meeting, as approved by the Board, shall be set out in the Notices and in the Definitive Information Statement.

- d. nomination and qualification of incumbent directors for re-election to the Board in the 2020 Annual Stockholders’ Meeting;
- e. appointment of R.G. Manabat & Co. as external auditors of the Corporation for 2020, to be submitted for approval, confirmation, and ratification of the stockholders in the 2020 Annual Stockholders’ Meeting; and

- f. report on the validation of the results of the performance assessments of the Board Committees, Board of Directors, and Management for 2019.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized on **28 May 2020**.

TOP FRONTIER INVESTMENT HOLDINGS, INC.

By:

A handwritten signature in black ink, appearing to read 'V. Jacinto', is written over a light gray rectangular background.

VIRGILIO S. JACINTO
Corporate Secretary and Compliance Officer