

# 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)

Aug 3, 2023

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 (as of 06.30.23)	377,886,167
Total Conso Liab (as of 3.31.23 in millions Php)	1,732,871

11. Indicate the item numbers reported herein

4 & 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.

## TFHI

### PSE Disclosure Form 4-24 - Results of Annual or Special Stockholders' Meeting

*References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

Results of the 2023 Annual Stockholders' Meeting

#### Background/Description of the Disclosure

Results of the Annual Stockholders' Meeting of Top Frontier Investment Holdings, Inc. (the "Corporation") held on August 03, 2023

#### List of elected directors for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Shareholdings in the Listed Company		Nature of Indirect Ownership
	Direct	Indirect	
Iñigo U. Zobel	199,601,517	-	-
Ramon S. Ang	75,887	-	-
Aurora T. Calderon	2,360	-	-
John Paul L. Ang	100	-	-
Consuelo M. Ynares-Santiago	100	-	-
Teresita J. Leonardo-De Castro	100	-	-
Ricardo C. Marquez	100	-	-

**External auditor** R.G. Manabat & Co.

#### List of other material resolutions, transactions and corporate actions approved by the stockholders

In addition to the Election of the Directors and Appointment of the External Auditors, the following matters were approved by the stockholders of the Company during the 2023 Annual Stockholders' Meeting:

1. Approval of the Minutes of the Annual Stockholders' Meeting held on July 08, 2022;

2. Presentation and approval of the Annual Report;

3. Ratification of all acts and proceedings of the Board of Directors and corporate officers of the Corporation since the Annual Stockholders' Meeting held on July 08, 2022 up to August 03, 2023, as set forth in the minutes of the meetings of the Board of Directors;

4. Approval of the Per Diem Allowance for Directors; and

5. Ratification of the Issuance of Common Shares to Far East Holdings, Inc. and Approval of the Listing of the Issued Shares with the Philippine Stock Exchange.

#### Other Relevant Information

Please see attached: (1) Disclosure Letter addressed to the PSE; and (2) SEC Form 17-C on the Results of the 2023 Annual Stockholders' Meeting and Organizational Board Meeting of the Corporation, as filed with the SEC on even date.

#### Filed on behalf by:

Name	Irene Cipriano
Designation	Assistant Corporate Secretary



August 03, 2023

**The Philippine Stock Exchange, Inc.**  
Disclosure Department  
6<sup>th</sup> Floor, Philippine Stock Exchange Tower  
28<sup>th</sup> Street, corner 5<sup>th</sup> Avenue  
Bonifacio Global City, Taguig City

Attention: **Alexandra D. Tom Wong**  
Officer-in-Charge, Disclosure Department

Gentlemen:

Please be informed that at the Annual Stockholders' Meeting of Top Frontier Investment Holdings, Inc. (the "Corporation") held today, August 03, 2023, through remote communication and livestreamed at the Corporation's website, the following matters were approved by the stockholders of the Corporation, namely:

- i. Approval of the Minutes of the Annual Stockholders' Meeting held on July 08, 2022;
- ii. Presentation and approval of the Annual Report;
- iii. Ratification of all acts and proceedings of the Board of Directors and corporate officers of the Corporation since the Annual Stockholders' Meeting held on July 08, 2022 up to August 03, 2023, as set forth in the minutes of the meetings of the Board of Directors;
- iv. Appointment of R.G. Manabat & Co. as external auditors of the Corporation for 2023; and
- v. Election of the following as members of the Board of Directors of the Corporation:
  1. Iñigo U. Zobel
  2. Ramon S. Ang
  3. John Paul L. Ang
  4. Aurora T. Calderon
  5. Consuelo M. Ynares-Santiago - Independent Director
  6. Teresita J. Leonardo-De Castro - Independent Director
  7. Ricardo C. Marquez - Independent Director

- vi. Approval of the Per Diem Allowance for Directors; and
- vii. Ratification of the Issuance of Common Shares to Far East Holdings, Inc. and Approval of the Listing of the Issued Shares with the Philippine Stock Exchange.

Very truly yours,  
**Top Frontier Investment Holdings, Inc.**

By:



**VIRGILIO S. JACINTO**  
Corporate Secretary and  
Compliance Officer

# COVER SHEET

C S 2 0 0 8 0 3 9 3 9

S. E. C. Registration Number

T O P F R O N T I E R  
I N V E S T M E N T H O L D I N G S ,  
I N C .

(Company's Full Name)

5 t h F l o o r E N Z O B l d g .  
3 9 9 S e n . G i l P u y a t  
A v e . , M a k a t i C i t y

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

Virgilio S. Jacinto

Contact Person

(02) 8632-3481

Company Telephone Number

1 2

Month

3 1

Day

Fiscal Year

SEC Form 17- C  
RE: 2023 Annual Stockholders' Meeting  
and Organizational Board Meeting

FORM TYPE

0 7

Month

0 9

Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I. D.

Cashier

STAMPS

Remarks = Pls. Use black ink for scanning purposes

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. August 03, 2023  
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 6.  (SEC Use Only)  
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. 5<sup>th</sup> Floor, ENZO Building, No. 399 Sen. Gil Puyat Ave., Makati City 1200  
Address of principal office 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 March 31, 2023)
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Common Shares	332,886,167*
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*\*Net of the 157,310,033 common shares held in Treasury*

Consolidated Total Liabilities	P1,732,871 million
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11. Indicate the item numbers reported herein: Items 4 and 9

Top Frontier Investment Holdings, Inc. (the “Corporation”) hereby reports that the following matters were approved during the meetings held on August 03, 2023 via remote communication:

a. Annual Meeting of the Stockholders

- i. Approval of the Minutes of the Annual Stockholders’ Meeting held on July 08, 2022;
- ii. Presentation and approval of the Annual Report;
- iii. Ratification of all acts and proceedings of the Board of Directors and corporate officers of the Corporation since the Annual Stockholders’ Meeting held on July 08, 2022 up to August 03, 2023, as set forth in the minutes of the meetings of the Board of Directors;
- iv. Appointment of R.G. Manabat & Co. as external auditors of the Corporation for 2023;
- v. Election of the following as members of the Board of Directors of the Corporation:
  1. Iñigo U. Zobel
  2. Ramon S. Ang
  3. John Paul L. Ang
  4. Aurora T. Calderon
  5. Consuelo M. Ynares-Santiago - Independent Director
  6. Teresita J. Leonardo-De Castro - Independent Director
  7. Ricardo C. Marquez - Independent Director
- vi. Approval of the Per Diem Allowance for Directors; and
- vii. Ratification of the Issuance of Common Shares to Far East Holdings, Inc. and Approval of the Listing of the Issued Shares with the Philippine Stock Exchange.

b. Organizational Meeting of the Board of Directors

- i. Election of Consuelo M. Ynares-Santiago as the Lead Independent Director of the Corporation;
- ii. Election of the following as officers of the Corporation:
  1. Iñigo U. Zobel - Chairman of the Board
  2. Ramon S. Ang - President and Chief Executive Officer
  3. Aurora T. Calderon - Treasurer
  4. Bella O. Navarra - Chief Finance Officer
  5. Virgilio S. Jacinto - Corporate Secretary and Compliance Officer
  6. Irene M. Cipriano - Assistant Corporate Secretary
  7. Maria Rosario B. Balanza - Investment Relations Officer and Data Protection Officer
  8. Ramon R. Bantigue - Internal Audit Group Head



iii. Appointment of the following as members of the Board Committees:

Audit and Risk Oversight Committee

- |                                   |                 |
|-----------------------------------|-----------------|
| 1. Ricardo C. Marquez             | - Chairperson** |
| 2. Consuelo M. Ynares-Santiago    | - Member**      |
| 3. Teresita J. Leonardo-De Castro | - Member**      |
| 4. John Paul L. Ang               | - Member        |
| 5. Aurora T. Calderon             | - Member        |

Related Party Transaction Committee

- |                                   |                 |
|-----------------------------------|-----------------|
| 1. Teresita J. Leonardo-De Castro | - Chairperson** |
| 2. Consuelo M. Ynares-Santiago    | - Member**      |
| 3. Ricardo C. Marquez             | - Member**      |
| 4. John Paul L. Ang               | - Member        |
| 5. Aurora T. Calderon             | - Member        |

Corporate Governance Committee

- |                                   |                       |
|-----------------------------------|-----------------------|
| 1. Consuelo M. Ynares-Santiago    | - Chairperson**       |
| 2. Teresita J. Leonardo-De Castro | - Member**            |
| 3. Ricardo C. Marquez             | - Member**            |
| 4. John Paul L. Ang               | - Member              |
| 5. Virgilio S. Jacinto            | - Member (non-voting) |

*\*\*Independent Director*

iv. Designation of depository banks and appointment of authorized signatories for banking and other corporate transactions.

**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 August 03, 2023.

**TOP FRONTIER INVESTMENT HOLDINGS, INC.**

By:



**VIRGILIO S. JACINTO**  
Corporate Secretary  
and Compliance Officer