

3 | 1 | 1 | 6 | 8

SEC Registration  
Number

A | B | R | O | W | N | C | O | M | P | A | N | Y | , | I | N | C | .

(Company's Full Name)

A | I | R | P | O | R | T | R | O | A | D | U | P | T | O | W | N

C | A | G | A | Y | A | N | D | E | O | R | O | C | I | T | Y

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

Allan Ace R. Magdaluyo  
Contact Person

02-6386832  
Company Telephone Number

1 | 2 | / | 3 | 1  
Month Day  
Fiscal Year

1 | 7 | - | C  
FORM TYPE

0 | 6 |   |    
Month Day  
Annual Meeting

Secondary License Type, if applicable

C | G | F | D  
Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

- 0 -  
Foreign

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File number

File number

LCU

Document I.D.

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

**28 September 2016**

- 1. .... **002-724-446-000**
- 2. SEC Identification Number. **31168** 3. BIR Tax Identification No. ....

**A BROWN COMPANY, INC.**

- 4. ....  
Exact name of issuer as specified in its charter  
**Metro Manila**
- 5. .... 6. \_\_\_\_\_ (SEC Use Only)  
Province, country or other jurisdiction Industry Classification Code:  
**Xavier Estates Uptown, Airport Road, Balulang, Cagayan de Oro City 9000**
- 7. ....  
Address of principal office  
**Liaison Office - (02) 638-6832 / (02) 633-3135**
- 8. ....  
Issuer's telephone number, including area code
- 9. ....  
Former name or former address, if changed since last report

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
..... <b>Common Stock</b> .....	..... <b>1,732,865,522</b> .....

11. Indicate the item numbers reported herein: **Item No. 9**

Please refer to the attached letter to the Philippine Stock Exchange dated **September 28, 2016**.

**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.

**A BROWN COMPANY, INC.**

**28 September 2016**

  
**ALLAN ACE R. MAGDALUYO**  
 Senior Finance Manager/CIO



28 September 2016

**PHILIPPINE STOCK EXCHANGE, INC.**

3/F Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City, Metro Manila

Attention: **Jose Valeriano B. Zuño III**  
OIC, Head-Disclosure Department

Re: Results of Annual Stockholders' Meeting  
and Organizational Meeting

Gentlemen:

Please be advised that during the Corporation's annual stockholders' meeting, the following were elected as members of the Board of Directors of the Corporation for the year 2016-2017 to hold office as such until their successors shall have been duly elected and qualified:

Walter W. Brown  
Annabelle P. Brown  
Thomas G. Aquino  
Elpidio M. Paras  
Robertino E. Pizarro  
Antonio S. Soriano  
Roel Z. Castro  
Renato N. Migriño  
Marie Antonette U. Qunito

Messrs. Thomas G. Aquino and Elpidio M. Paras were elected as the Corporation's "independent director" in accordance with the requirements of the Securities Regulation Code.

The shareholders likewise approved the audited financial statements of the Company as of year-end 2015 as well the re-appointment of CG & Co as the Company's external auditor for the year 2016.

Finally, the shareholders approved the following:

*(1) Stock Dividend Declaration*

The declaration of Twenty Percent (20%) stock dividend, consisting of approximately 346,573,104 shares, which will be issued out of the increase in the Corporation's authorized capital stock.

*(2) Increase in Authorized Capital Stock*

The Seventh Article will be amended to increase the Corporation's authorized capital stock from Two Billion Pesos (P 2,000,000,000.00) to up to Five Billion Pesos (P 5,000,000,000.00).

The increase in the Corporation's authorized capital stock will be implemented in two tranches, as follows:

- a.) First, an increase by One Billion Three Hundred Million Pesos (P 1,300,000,000.00) will be immediately implemented and out of said increase, the Twenty Percent (20%) stock dividend declaration will be issued.
- b.) Second, an increase of up to One Billion Seven Hundred Million Pesos (P 1,700,000,000.00), to be issued, together with the remaining authorized but unissued capital stock of the Corporation in a capital raising exercise that may be undertaken by the Corporation subsequent to the issuance and listing of the 20% stock dividend declaration.

At its organizational meeting and in accordance to the Corporation's By-laws, the Board of Directors approved the creation of a position of Chairman Emeritus, an honorary title to be conferred upon any person who has rendered exemplary service to the Corporation and who shall have served as Chairman /Executive Chairman of the Corporation. The Chairman Emeritus may participate without voting therein, in any and all meetings and deliberations of the Board. Thereafter, the Board elected the following persons as officers of the Corporation for the year 2016-2017 to serve as such until their successor shall have been elected and qualified:

Walter W. Brown	- Chairman Emeritus
Robertino E. Pizarro	- Executive Chairman
Roel Z. Castro	- President
Marie Antonette U. Quinito	- Chief Finance Officer
Renato N. Migriño	- Treasurer
John L. Batac	- Vice President- Construction and Development
Jason C. Nalupta	- Corporate Secretary
Anna Francesca C. Respicio	- Assistant Corporate Secretary

The following directors were also elected as members of the different Committees of the Board of Directors of the Corporation:

**Executive Committee**

Chair:	Annabelle P. Brown
Members:	Roel Z. Castro Robertino E. Pizarro

**Audit Committee**

Chair:	Elpidio M. Paras
Members:	Thomas G. Aquino Antonio S. Soriano

**Risk Committee**

Chair:	Elpidio M. Paras
Members:	Thomas G. Aquino Antonio S. Soriano

**Nomination Committee**

Chair:	Thomas G. Aquino
Members:	Elpidio M. Paras Roel Z. Castro

**Compensation Committee**

Chair: Thomas G. Aquino  
Members: Annabelle P. Brown  
Elpidio M. Paras

**Governance Committee**

Chair: Elpidio M. Paras  
Members: Thomas G. Aquino  
Antonio S. Soriano

**Corporate Culture & Values Formation Committee**

Chair: Annabelle P. Brown  
Members: Thomas G. Aquino  
Elpidio M. Paras

Thank you for your kind attention.

Very truly yours,



**ALLAN ACE R. MAGDALUYO**  
Senior Finance Manager/CIO