



MAKATI FINANCE
CORPORATION
MORE THAN JUST FINANCING

July 27, 2023

The Markets and Securities Regulation Department
SECURITIES AND EXCHANGE COMMISSION
SEC Building, Mandaluyong City

Attention: **Mr. Vicente Graciano P. Felizmenio, Jr.**
Director, Markets and Securities Regulation Dept.

The Disclosure Department
THE PHILIPPINE STOCK EXCHANGE, INC.
Philippine Stock Exchange Tower
5th Avenue cor. 28th Street
BGC, Taguig City

Attention: **Ms. Alexandra D. Tom Wong**
OIC, Disclosure Department

Gentlemen:

We are submitting herewith Amended SEC 17- C to disclose some material items discussed on Makati Finance Corporation's Board of Director's Meeting. Held on, July 27, 2023 via online communication using Zoom application.

We are making this disclosure in compliance with the Continuing Listing Requirements of the Philippine Stock Exchange.

Very truly yours,

Makati Finance Corporation
Registrant

By:

MARCOSE. LAROSA
Chief Finance Officer / CIO

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE (SRC)
AND SRC RULE 17(b)(3) THEREUNDER

1. **July 27, 2023**

(Date of earliest event reported)

2. SEC Identification Number: 28788

3. BIR Tax Identification No.: 000-473-966

4. **MAKATI FINANCE CORPORATION**

Exact name of registrant as specified in its charter

5. **MAKATI CITY, Philippines** 6. (SEC Use Only)

Province, country or other jurisdiction of
incorporation

Industry Classification Code:

7. **3F Mazda Makati Bldg., 2301 Chino Roces Ave. Brgy. Magallanes, Makati City 1231**

Address of principal office

Postal Code

8. **(0632) 7751-8132**

Registrant's telephone number, including area code

9. **7823 Makati Avenue, Makati City**

Former name or former address, if changed since last report

10. Securities registered pursuant to SRC

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	269,283,709

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

I. **The Regular Meeting of the Board of Directors of MAKATI FINANCE CORPORATION (“MFIN”) was held on 27 July 2023. The following were approved by the Board of Directors:**

- a. Minutes of the Regular Board Meeting held on **25 April 2023**.
- b. Stock Dividends amounting to **0.9944770554%** of the outstanding capital stock equivalent to a maximum of **2,677,964.70** shares of stock, to be issued out of the un-issued capital stock to stockholders of record as of **24 August 2023** with a payment date not later than **20 September 2023**. Fractional shares of **43.70** shall be paid in cash. The actual stock dividends to be issued may be less than the above indicated shares of stock due to the resulting fractional shares, as of **24 August 2023**.

- c. Cash Dividends in the amount of **Php 2,677,964.70** or an equivalent of **Php 0.009944770554** per share (**0.9944770554%**) to stockholders of record as of **24 August 2023** with a payment date of **20 September 2023**. Both dividends shall be paid out of the audited net profits of the Corporation as of December 31, 2022.
- d. The Next Board meeting was scheduled on **October 24, 2023 (Tuesday) at 9:00 a.m.**

II. The Annual Stockholders' Meeting was held via remote communication. The following were approved by the Stockholders of the Corporation:

- a. Minutes of the Annual Stockholders' Meeting held on 28 July 2022.
- b. The 2022 Annual Report and 2022 Audited Financial Statements.
- c. Ratification of all acts, contracts, investments, and resolutions of the Board of Directors and Management since the immediately previous Annual Shareholder's Meeting of 28 July 2022.
- d. Elections of Directors of the Corporation. The following were elected as Directors of the Corporation for a term of one (1) year or until their successors shall have been elected:

ROBERT CHARLES M. LEHMANN
MAX FRANCISCO JOSE O. BORROME
MAXCY FRANCISCO JOSE R. BORROME
CRISTINO L. PANLILIO
JOEL S. FERRER
JOSE DANIEL R. BORROME
*ALAN MICHAEL R. CRUZ
*ASTERIO L. FAVIS, JR.
VINCENT EE
ERIC B. BENITEZ
*IRINEO A. CASES, JR.

Mr. Alan Michael R. Cruz, Mr. Asterio L. Favis, Jr. and Mr. Irineo A. Cases, Jr. were elected as independent directors.

- e. Appointment of Isla Lipana & Co. - PricewaterhouseCoopers as the Corporation's External Auditor for the Year 2023.
- f. Stock Dividends amounting to **0.9944770554%** of the outstanding capital stock equivalent to a maximum of **2,677,964.70** shares of stock, to be issued out of the un-issued capital stock to stockholders of record as of **24 August 2023** with a payment date not later than **20 September 2023**. Fractional shares of **43.70** shall be paid in cash. The actual stock dividends to be issued may be less than the above indicated shares of stock due to the resulting fractional shares, as of **24 August 2023**.
- g. Cash Dividends in the amount of **Php2,677,964.70** or an equivalent of **Php 0.009944770554** per share (**0.9944770554%**) to stockholders of record as of **24 August 2023** with a payment date of **20 September 2023**. Both dividends shall be paid out of the audited net profits of the Corporation as of December 31, 2022.

III. The Organizational Meeting of the Board of Directors was held immediately after the Annual Stockholders Meeting.

The following officers and committee chairmen/members were elected.

a. OFFICERS:

Mr. Robert Charles M. Lehmann – Chairman
 Mr. Max Francisco Jose O. Borrromeo – Vice Chairman
 Mr. Maxcy Francisco Jose R. Borrromeo - President
 Mr. Joel S. Ferrer - Treasurer
 Atty. Danilo Enrique O. Co - Corporate Secretary
 Mr. Marcos E. Larosa – Chief Finance Officer / Chief Information Officer/ Compliance Officer
 Mr. Servando B. Alvarez, Jr. - Assistant Treasurer
 Mr. Roberto C. Benares – Board Adviser

b. COMMITTEES:

Executive Committee	Compensation Committee
Mr. Max Francisco Jose O. Borrromeo, <i>Chairman</i> Mr. Robert Charles M. Lehmann Mr. Maxcy Francisco Jose R. Borrromeo Mr. Cristino L. Panlilio	Mr. Joel S. Ferrer, <i>Chairman</i> Mr. Jose Daniel R. Borrromeo Mr. Alan Michael R. Cruz * Mr. Asterio L. Favis, Jr. * Mr. Cristino L. Panlilio
Nomination / Corporate Governance Committee	Audit / Related Party Transactions / Board Risk Oversight Committee
Mr. Alan Michael R. Cruz *, <i>Chairman</i> Mr. Robert Charles M. Lehmann Mr. Asterio L. Favis, Jr.*	Mr. Asterio L. Favis, Jr. *, <i>Chairman</i> Mr. Max Francisco Jose O. Borrromeo Mr. Alan Michael R. Cruz *

* Independent Directors

SIGNATURES

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

Makati Finance Corporation
Registrant

By:



MARCOS E. LAROSA
CFO / Compliance Officer

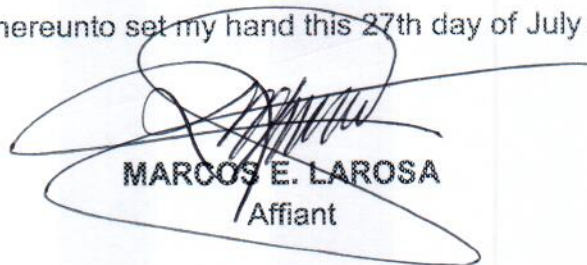
Date: 27 July 2023

Certification

I, **Marcos E. Larosa** (Compliance Officer/CFO) of Makati Finance Corporation with SEC registration No. 28788 with principal office at 3F Mazda Makati Building 2301 Chino Roces Ave., Brgy. Magallanes, Makati City, in oath state:

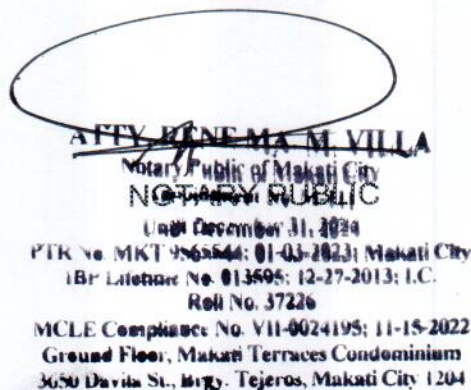
- 1) That on behalf of **Makati Finance Corporation**, I have caused this **SEC Form 17-C Regular Board Meeting and Annual Stockholders' Meeting held on July 27, 2023** to be prepared;
- 2) That I read and understood its content which are true and correct of my own personal knowledge and/or based on true records;
- 3) That the Makati Finance Corporation will comply with the requirements set forth in SEC Notice dated June 24, 2020 for a complete and official submission of reports and/or documents through electronic mail; and
- 4) That I am fully aware that documents file online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of a filing fee.

IN WITNESS WHEREOF, I have hereunto set my hand this 27th day of July 2023.


MARCOS E. LAROSA
Affiant

SUBSCRIBED AND SWORN to before me this 28 JUL 2023 day of July 2023,

DOC NO. 185
PAGE NO. 78
BOOK NO. XXX
SERIES OF 20 23


ATTY. RENE MA M. VILLA
Notary Public of Makati City
NOTARY PUBLIC
Until December 31, 2024
PTR No. MKT 956564; 01-03-2023; Makati City
IBP License No. 013695; 12-27-2013; I.C.
Roll No. 37226
MCLE Compliance No. VII-0024195; 11-15-2022
Ground Floor, Makati Terraces Condominium
3650 David St., Brgy. Tejeros, Makati City 1204