

From: [Philippine Stock Exchange](#)
To:
Subject: Amendments to Articles of Incorporation
Date: Thursday, May 23, 2024 8:53:01 AM

Dear Sir/Madam:

Your disclosure was approved as Company Announcement. Details are as follows:

Company Name: Belle Corporation
Reference Number: 0017619-2024
Date and Time: Thursday, May 23, 2024 08:52 AM
Template Name: Amendments to Articles of Incorporation
Report Number: C03428-2024

Best Regards,
PSE EDGE

This e-mail message, including any attached file, is confidential and legally privileged. It is solely for the intended recipient. If you received this e-mail by mistake, you should immediately notify the sender and delete this message from your system.

If you are not the intended recipient, you are prohibited from disseminating, distributing or copying this e-mail and its contents. Unauthorized or unlawful access, processing, use, misuse, alteration, interception, interference, communication, disclosure, distribution, downloading, uploading, copying, storage, reproduction and/or replication of any or all information, including personal and sensitive personal information ("Personal Data"), data, file(s), text, numbers, figures, images and/or graphics provided herein is punishable by law in accordance with Republic Act No. 10173, otherwise known as the Data Privacy Act of 2012, Republic Act No. 10175, otherwise known as the Cybercrime Prevention Act of 2012, and other applicable laws and regulations.

This e-mail cannot be guaranteed to be secure and error-free as it could be intercepted, corrupted, lost, destroyed, arrive late or incomplete, or contain viruses or other malicious programs. Therefore, the sender does not accept liability for any errors or omissions in the contents of this e-mail, which arise as a result of the transmission.

Unless it relates to business discharged by officials of the PSE, any views, opinions or factual assertions contained are those of the author and not necessarily of the PSE. The PSE prohibits unofficial use of its e-mail and consequently disclaims and accepts no liability for any damage caused by any libelous and defamatory statements transmitted via this e-mail.

If verification is required, please request for a hard copy.

To know about your rights as a data subject under the Data Privacy Act of 2012 and how the PSE processes and protects the Personal Data it collects and stores, you may visit the Privacy Policy page of PSE's website at

<https://www.pse.com.ph/stockMarket/content.html?sec=privacypolicy>

The Philippine Stock Exchange, Inc., 6th to 10th Floors, PSE Tower, 5th Avenue corner 28th Street, Bonifacio Global City, Taguig City, Philippines 1634

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 23, 2024

2. SEC Identification Number

52412

3. BIR Tax Identification No.

000-156-011-000

4. Exact name of issuer as specified in its charter

Belle Corporation

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

5th Floor, Tower A, Two E-Com Center, Palm Coast Avenue, MOA Complex, Pasay City
Postal Code
1300

8. Issuer's telephone number, including area code

(+632) 8662-8888

9. Former name or former address, if changed since last report

Not Applicable

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 Stock	9,696,464,297

11. Indicate the item numbers reported herein

Item 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.



Belle Corporation BEL

PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation
*References: SRC Rule 17 (SEC Form 17-C) and
 Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure
Amendment of Articles of Incorporation
Background/Description of the Disclosure
The recommendation to reduce the membership of the Corporation's Board of Directors from the current nine (9) members to seven (7) members, and the corresponding amendment to the Sixth Article of the Corporation's Articles of Incorporation, were unanimously approved by the Board of Directors.

Date of Approval by Board of Directors	Apr 25, 2024
Date of Approval by Stockholders	N/A
Other Relevant Regulatory Agency, if applicable	-
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article No.	From	To
VI	That the number of directors of the corporation shall be nine (9) and that the names and residences of the directors who are to serve until their successors are duly elected and qualified as provided for in the By-Laws. xxx	That the number of directors of the corporation shall be seven (7) and that the names and residences of the directors who are to serve until their successors are duly elected and qualified as provided for in the By-Laws xxx

Rationale for the amendment(s)

The reduction in the membership of the Corporation's Board will increase the ratio of independent directors to the regular directors. Also, this will be in line with the Corporation's efforts to streamline its operations throughout the organization as current level of operations of the Corporation does not require an expanded membership in its Board of Directors.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the Articles of Incorporation with the SEC	TBA
Expected date of SEC approval of the Amended Articles of Incorporation	TBA

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

There are no expected effects to the Corporation's business, operations, or capital structure.

Other Relevant Information

Kindly see attached.

Filed on behalf by:

Name	Michelle Angeli Hernandez
Designation	Vice President for Governance, Compliance Officer and Chief Risk Officer

COVER SHEET

5 2 4 1 2
SEC Registration Number

BELLE CORPORATION

(Company's Full Name)

5TH FLOOR, TOWER A, TWO E-COM
CENTER, PALM COAST AVENUE, MALL
OF ASIA COMPLEX, PASAY CITY

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

JASON C. NALUPTA

8632-0905
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

Month Day
Annual Meeting

SEC FORM 17-C

Form Type

Secondary License Type, if applicable

Department 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 (SRC)
AND SRC RULE 17.2 (b) THEREUNDER**

1. **22 May 2024**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **52412**
3. BIR Tax Identification No. **000-156-011-000**
4. **BELLE CORPORATION**
Exact name of registrant as specified in its charter
5. **Metro Manila**
Province, country or other jurisdiction of incorporation
6. _____ (SEC Use Only)
Industry Classification Code
7. **5/F Tower A Two E-Com Center, Palm Coast Ave.,
Mall of Asia Complex, Pasay City**
Address of principal office
8. **(632) 8662-8888**
Registrant's telephone number, including area code
9. **Not Applicable**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Stock	9,696,464,297
11. Indicate the item numbers reported herein: **Item 9**

Please be advised that in a meeting of the Corporation's Board of Directors held on 25 April 2024, the proposal to amend Article Sixth of the Corporation's Articles of Incorporation to reduce the membership of the Corporation's Board of Directors from nine (9) to seven (7) was approved.

The reduction in the membership of the Board of Directors has been proposed (i) to increase the ratio of independent directors vis-à-vis the regular directors, and (ii) because the current level of operations of the Corporation no longer requires an expanded membership in its Board of Directors.

The proposed amendment will be presented for approval by the Corporation's shareholders during their annual meeting scheduled on 31 May 2024.

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.

**PACIFIC ONLINE SYSTEMS
CORPORATION**
(Registrant)

By:



JASON C. NALUPTA
Corporate Secretary

Date: **22 May 2024**



22 May 2024

SECURITIES AND EXCHANGE COMMISSION
Markets and Securities Regulation Department
17/F SEC Headquarters
7907 Makati Avenue, Makati City

Attention : **Mr. Oliver O. Leonardo**
Director

THE PHILIPPINE STOCK EXCHANGE, INC.
Disclosure Department
6/F PSE Tower, 5th Avenue cor. 28th Street
Bonifacio Global City, Taguig City

Attention : **Ms. France Alexandre D. Tom Wong**
Head – Disclosure Department

Gentlemen:

Please be advised that in a meeting of the Corporation's Board of Directors held on 25 April 2024, the proposal to amend Article Sixth of the Corporation's Articles of Incorporation to reduce the membership of the Corporation's Board of Directors from nine (9) to seven (7) was approved.

The reduction in the membership of the Board of Directors has been proposed (i) to increase the ratio of independent directors vis-à-vis the regular directors, and (ii) because the current level of operations of the Corporation no longer requires an expanded membership in its Board of Directors.

The proposed amendment will be presented for approval by the Corporation's shareholders during their annual meeting scheduled on 31 May 2024.

The Corporation sincerely apologizes for this belated disclosure which came about due to pure oversight.

Thank you for your kind attention.

Very truly yours,

JASON C. NALUPTA
Corporate Secretary