

**From** : [Philippine Stock Exchange](#)  
**To** :

**Subject** : Amendments to Articles of Incorporation  
**Date** : Thursday, May 23, 2024 8:53 AM

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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

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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. 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.

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

**Amendment(s)**

<b>Article No.</b>	<b>From</b>	<b>To</b>
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:**

<b>Name</b>	Michelle Angeli Hernandez
<b>Designation</b>	Vice President for Governance, Compliance Officer and Chief Risk Officer

# COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

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O	F		A	S	I	A		C	O	M	P	L	E	X	,		P	A	S	A	Y		C	I	T	Y				

**(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
- 1300**  
Postal Code
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<br>Outstanding and Amount of Debt Outstanding |
|---------------------|--|
| <b>Common Stock</b> | <b>9,696,464,297</b>   |
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, 5<sup>th</sup> Avenue cor. 28<sup>th</sup> 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.

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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