

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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

1. Date of Report (Date of earliest event reported): **July 26, 2021**

2. SEC Identification Number: **60566**

3. BIR Tax Identification No. : **004-504-281-000**

4. Exact name of issuer as specified in its charter:

CENTURY PROPERTIES GROUP INC.

5. Province, country or other jurisdiction of incorporation: **Metro Manila**

6. Industry Classification Code: (SEC Use Only)

7. Address of principal office/Postal Code: **21st Floor, Pacific Star Building, Sen. Gil Puyat Avenue corner Makati Avenue, Makati City**

8. Issuer's telephone number, including area code: **(632) 7-793-8905**

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
<u>Common Shares</u>	11,599,600,690 <u>Common Shares</u> And 100,123,000 Treasury Shares
<u>Preferred Shares</u>	30,000,000

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

Item 9. Other Events / Material Information

In compliance to the rules and regulations for publicly listed corporations, Century Properties Group Inc. (CPGI or the "Company") would like to inform the Securities and Exchange Commission and the Philippine Stock Exchange that at the Annual Stockholders' Meeting held today, JULY 26, 2021, the following events transpired and the following resolutions were unanimously approved:

PRESENT:

	Number of Shares	Percentage
Total Shares Present (in person or by Proxy)	9,527,896,060	82.14%
Total Outstanding Shares (Treasury shares)	11,599,600,690 (100,123,000)	

- As of Record Date: June 25, 2021

I. CALL TO ORDER

The Corporation's Chairman, Mr. Jose E.B. Antonio, called the meeting to order. The Corporate Secretary Atty. Danny E. Bunyi, , recorded the minutes of the proceedings.

II. CERTIFICATION OF NOTICE AND QUORUM

The Corporate Secretary certified that notices of this annual stockholders' meeting, together with the agenda thereof and the Definitive Information Statement, were duly sent to all the stockholders of the Corporation of record date as of June 25, 2021, and that a quorum existed for the transaction of such business as may properly come before the meeting, there being present (in person or by proxy) the stockholders representing 9,527,896,060 shares of the Corporation, constituting approximately 82.14% of the Corporation's total outstanding capital stock.

III. APPROVAL OF THE MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS HELD ON AUGUST 27, 2020

Upon motion duly made and seconded, the reading of the minutes of the special meeting of the stockholders of the Corporation held on AUGUST 27, 2020 was dispensed with and the said minutes were approved as presented.

IV. REPORT OF THE PRESIDENT TO THE STOCKHOLDERS, MANAGEMENT REPORT AND PRESENTATION OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR 2020

The Chairman presented his report to the stockholders of the Corporation for the year 2020, the results of operations, management report inclusive of the presentation of the 2020 Audited Financial Statements.

After discussions between the stockholders present and the panel of directors and officers of the Corporation, the board duly noted clarifications and questions raised by each stockholder. Then upon motion duly made and seconded, the report of the Chairman was noted and the Audited Financial Statements of the Corporation for fiscal year 2020 was approved.

V. CONFIRMATION AND RATIFICATION OF ACTS OF THE BOARD OF DIRECTORS AND OFFICERS OF THE CORPORATION

The Chairman notified the stockholders of the need to ratify specific acts and proceedings of the Board of Directors and its Corporate Officers relative to business operations of the Corporation.

Upon motion duly made and seconded, each and every legal act, proceeding, contract or deed performed, entered into or executed by the Corporation's Board of Directors and Officers since August 27, 2020, as appearing in the minutes of the meetings of the Board of Directors and other records of the Corporation have been approved, confirmed and ratified as if such acts were entered into or executed with the specific and special authorization of the stockholders in a meeting duly convoked and held.

VI. ELECTION OF MEMBERS OF THE BOARD OF DIRECTORS

The Chairman advised the stockholders of the need to elect members of the Corporation's Board of Directors for the ensuing year and until their successors shall have been elected and qualified. Upon motion duly made and seconded, the following persons were elected as Directors:

1. Jose E.B. Antonio
2. John Victor R. Antonio
3. Jose Marco R. Antonio
4. Jose Carlo R. Antonio
5. Ricardo P Cuerva

6. Rafael G. Yaptinchay
7. Hilda R. Antonio
8. Jose L. Cuisia Jr – Independent Director
9. Stephen T. CuUnjieng – Independent Director
10. Carlos C. Ejercito – Independent Director
11. Aileen Christel U. Ongkauko – Independent Director
12. David L. Almirol, Jr. – Independent Director*

**Mr. Almirol's appointment shall be confirmed as soon as the SEC has approved the Company's Amendment of Article 5 of its Articles of Incorporation increasing the number of Directors from 11 to 12*

VII. APPOINTMENT OF EXTERNAL AUDITORS

The Chairman informed the stockholders of the need to appoint an external auditor of the Corporation. The Chairman said that the auditing firm of SGV and Company was recommended by the Audit Committee and endorsed by the Board of Directors of the Corporation. Upon motion duly made and seconded, the following resolution was unanimously approved by the stockholders:

“**RESOLVED**, that the Corporation appoints SGV and Company as its external auditor for the ensuing year and to serve as such until its successor shall have been appointed and qualified.”

VIII. AMENDMENT OF ARTICLE V OF THE ARTICLES OF INCORPORATION

The Chairman discussed to the stockholders that the ratification for approval of shareholders is being secured amend Article V under the Amended Articles of Incorporation to read as follows:

Articles of Incorporation

FIFTH: That the number of the directors of said corporation shall be twelve (12) **(As amended by the Board of Directors on May 8, 2019 and approval by the Majority Stockholders of CPGI on June 28, 2019 and further amended by the Board of Directors on June 8, 2021, subject to the approval of the Majority Stockholders of CPGI on July 26, 2021)**

Upon motions duly seconded, the following resolutions as resolved by the Board of Directors during its June 8, 2021 Board Meeting was approved and ratified by the Stockholders present in person or by proxy owning at least two thirds (2/3) of the outstanding capital stock of the Corporation:

“RESOLVED that the Board of Directors of Century Properties Group Inc. hereby approves the amendments of Article V under the Amended Articles of Incorporation to read as follows:

FIFTH: That the number of the directors of said corporation shall be twelve (12) (As amended by the Board of Directors on May 8, 2019 and approval by the Majority Stockholders of CPGI on June 28, 2019 and further amended by the Board of Directors on June 8, 2021, subject to the approval of the Majority Stockholders of CPGI on July 26, 2021)

IX. ADJOURNMENT

There being no other matter to discuss and business to transact, the meeting was adjourned at 11:15 a.m.

The Company fully undertakes that it shall furnish the Honorable Exchange all material documentation and filings for the aforementioned resolutions.

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.

For: CENTURY PROPERTIES GROUP INC.


ATTY. ISABELITA CHING-SALES
Chief Information and Compliance Officer