

**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): **June 30, 2023**

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: **35<sup>th</sup> Floor Century Diamond Tower,  
Century City, Kalayaan 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
<b><u>Common Shares</u></b>	<b>11,599,600,690 <u>Common Shares</u> And 100,123,000 Treasury Shares</b>
<b><u>Preferred Shares</u></b>	<b>30,000,000</b>

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, JUNE 30, 2023, the following events transpired and the following resolutions were unanimously approved:

**PRESENT:**

	Number of Shares	Percentage
Total Shares Present (in person or by Proxy)	9,093,588,156	78.40%
Total Outstanding Shares (Treasury shares)	11,599,600,690 (100,123,000)	

- As of Record Date: May 26, 2023

**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 May 26, 2023, 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 9,093,588,156 shares of the Corporation, constituting approximately 78.40% of the Corporation's total outstanding capital stock.

**III. APPROVAL OF THE MINUTES OF THE ANNUAL MEETING OF THE STOCKHOLDERS HELD ON JUNE 27, 2022**

Upon motion duly made and seconded, the reading of the minutes of the special meeting of the stockholders of the Corporation held on JUNE 27, 2022 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 2022**

The Chairman presented his report to the stockholders of the Corporation for the year 2022, the results of operations, management report inclusive of the presentation of the 2022 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 2022 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 JUNE 27, 2022, 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

## **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 I OF THE COMPANY’S AMENDED BY-LAWS**

The Chairman discussed to the stockholders that the ratification for approval of shareholders is being secured amend Article I under the Company’s By-Laws to read as follows:

### ARTICLE I Office

The principal office of the Corporation shall be located at the **35/F Century Diamond Tower, Century City, Kalayaan Avenue, Makati City**. The Corporation may have offices at such other places of business in the Philippines or in foreign countries as the Board may, from time to time, designate. (As amended by the Board of Directors on its special meeting on May 11, 2023 and approved by the Majority Stockholders of CPGI on June 30, 2023).

Upon motions duly seconded, the following resolutions as resolved by the Board of Directors during its May 11, 2023 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 1 under the Amended By-Laws of Century Properties Group Inc. to read as follows:

**ARTICLE I**  
**Office**

The principal office of the Corporation shall be located at the **35/F Century Diamond Tower, Century City, Kalayaan Avenue, Makati City.** The Corporation may have offices at such other places of business in the Philippines or in foreign countries as the Board may, from time to time, designate. (As amended by the Board of Directors on its special meeting on May 11, 2023 and subject to the approval of the Majority Stockholders of CPGI on June 30, 2023).

“**RESOLVED FURTHER**, that the proper officers of the Corporation are hereby authorized and directed to execute and file the proper certificates of the proceedings of this meeting, to execute, sign, and file any and all documents which may be required by the Securities and Exchange Commission, Philippine Stock Exchange, and other government agencies and to do all actions and things as may be necessary to comply with the provisions of the Corporation Code of the Philippines, Securities Regulation Code and other regulations relating to the subject matter of this resolution.”

“**RESOLVED FINALLY**”, that a copy of this resolution be furnished the entity concerned”.

**IX. ADJOURNMENT**

There being no other matter to discuss and business to transact, the meeting was adjourned at 10:58 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