

# 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)

Jul 21, 2020

2. SEC Identification Number

39652

3. BIR Tax Identification No.

004-844-938-000

4. Exact name of issuer as specified in its charter

Medco Holdings, Inc.

5. Province, country or other jurisdiction of incorporation

Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

31st Floor, Rufino Pacific Tower, 6784 Ayala Avenue, Makati City

Postal Code

1229

8. Issuer's telephone number, including area code

(632) 8811-0465 to 66

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

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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	3,159,292,441

11. Indicate the item numbers reported herein

Item 9. Other Events

*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.*

# MEDCO Holdings, Inc.

## MED

### PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting

*References: SRC Rule 17 (SEC Form 17-C) and Sections 7 and 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

2020 Annual Stockholders' Meeting of Medco Holdings, Inc. (MED) to be held at 10:00 a.m. on Thursday, 27 August 2020

#### Background/Description of the Disclosure

To ensure the safety and welfare of our stockholders and other stakeholders and as a precaution against the COVID-19 risk, MED's Board of Directors has approved on 21 July 2020 in accordance with SEC rules a virtual stockholders' meeting for 2020. The Board approved the following matters:

- (1) dispense with the physical attendance of stockholders at the Annual Stockholders' Meeting to be held on 27 August 2020;
- (2) only allow attendance online by remote communication and by voting in absentia (either in person or by proxy), or by appointing the Chairman of the meeting as proxy; and,
- (3) approve specific procedures for participating in the Annual Stockholders' Meeting through remote communication and for casting their votes in absentia in accordance with the regulations set forth by the SEC. The specific procedures for participating in the Annual Stockholders' Meeting through remote communication and voting in absentia are set forth in the Notice of Meeting dated 21 July 2020 for the Annual Stockholders' Meeting on 27 August 2020 (a copy of which is attached in this disclosure).

#### Type of Meeting

Annual

Special

<b>Date of Approval by Board of Directors</b>	Jul 21, 2020
<b>Date of Stockholders' Meeting</b>	Aug 27, 2020
<b>Time</b>	10:00 a.m
<b>Venue</b>	To be conducted virtually online at <a href="http://www.medco.com.ph/asm">www.medco.com.ph/asm</a>
<b>Record Date</b>	Aug 5, 2020

<b>Agenda</b>	<p>I. Call to Order;</p> <p>II. Certification of Notices and Quorum;</p> <p>III. Approval of the minutes of the annual meeting of stockholders held on December 13, 2019;</p> <p>IV. Approval of the Annual Report and the Audited Financial Statements as of December 31, 2019;</p> <p>V. Approval and Ratification of the acts, contracts, investments and resolutions of the Board and management of the Corporation since the last annual meeting on December 13, 2019;</p> <p>VI. Election of the members of the Board of Directors for the year 2020. The procedure for the nomination and election of directors is set forth in Item 5 of the Information Statement;</p> <p>VII. Re-appointment of Punongbayan and Araullo, the Philippine representative of Grant Thornton International, as external auditors of the Corporation for the year 2020; and</p> <p>VIII. Other matters.</p>
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**Inclusive Dates of Closing of Stock Transfer Books**

<b>Start Date</b>	N/A
<b>End Date</b>	N/A

**Other Relevant Information**

For the purpose of the meeting, only stockholders of record as of August 5, 2020 are entitled to attend and vote in the said meeting. To ensure the safety and welfare of our stockholders and other stakeholders and as a precaution against the COVID-19 risk, the Corporation's Board of Directors has approved on July 21, 2020 in accordance with SEC rules a virtual stockholders' meeting for 2020. The meeting will be held online by remote communication and voting will be in absentia. The specific procedures for participating in the meeting through remote communication and voting in absentia are set forth below.

Stockholders who intend to attend and participate in the virtual meeting in person or through proxy shall first submit on or before August 17, 2020 via email to MED2020SHMeeting@medco.com.ph the scanned copy of their Letter of Intent to attend and participate via proxy or by remote communication and a copy of the stockholder's valid government-issued ID showing photo and personal details. Once validated, a registered stockholder will receive via email the proxy form and voting ballot. Stockholders must submit on or before August 20, 2020 via email to MED2020SHMeeting@medco.com.ph their duly accomplished proxy form and/or voting ballot. Validation of proxies shall be on August 20, 2020 at 5:00 p.m. at the office of the Corporation. Only stockholders who have notified the Corporation of their intention to participate in the virtual meeting and have registered themselves or their proxies, will be included in the determination of a quorum. We are not soliciting your proxy. All agenda items indicated in the Notice of the Meeting will be set out in the voting ballot and the stockholder may vote as follows:

- a. For all items, except for Election of Directors, the stockholder has the option to vote: For, Against, or Abstain. The vote is considered cast for all the stockholder's shares.
- b. For the Election of Directors, a stockholder entitled to vote: (i) may vote such number of shares owned by it for as many persons as there are Directors to be elected; or (ii) may cumulate said shares and give one candidate as many votes as the number of Directors to be elected multiplied by the number of their shares; or (iii) may distribute them on the same principle among as many candidates as may be seen fit.
- c. The Corporation's stock transfer agent and Office of the Corporate Secretary will tabulate all votes received and will validate the results.
- d. Except for the Election of Directors, all the items in the Agenda for the approval by the stockholders will need the affirmative vote of stockholders representing at least a majority of the issued and outstanding voting stock present at the meeting. For the Election of Directors, the top seven (7) nominees with the most number of votes are elected. Registered stockholders will receive the meeting link and password to log on to the meeting two (2) days before the stockholders' meeting. We encourage all registered stockholders to log onto the meeting link 45 minutes before the meeting starts, to avoid any technical difficulty. The meeting will start promptly at 10:00 a.m. on August 27, 2020. The meeting shall be recorded in audio and video format and copies shall be posted by the Company in its website. The procedures for voting and participation in the meeting through remote communication are also discussed further in the Information Statement which shall be made available to the public not later than August 5, 2020 through PSE Edge and the Corporation's website at [www.medco.com.ph/asm](http://www.medco.com.ph/asm). For any questions or inquiries, including request for assistance in the registration process, please contact our Office of the Corporate Secretary through [MED2020SHMeeting@medco.com.ph](mailto:MED2020SHMeeting@medco.com.ph).

**Filed on behalf by:**

<b>Name</b>	Mary Ann Miel
<b>Designation</b>	Chief Accountant