# COVER SHEET

PW-102

S.E.C Registration Number

MANILA ELECTRIC COMPANY

(Company's Full Name)

LOPEZ BUILDING, ORTIGAS AVENUE,

BRGY. UGONG, PASIG CITY

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

| ATTY. WILLIAM S. PAMINTUAN | (632) 8632-8014 |
|---|---|
| Contact Person | Company Telephone Number |

| 12-31 | 17-C | 05 | 28 |
|---|---|---|---|
| Month Day | FORM TYPE | Month | Day |
| Fiscal Year | | Annual Meeting | |

Secondary License Type, if Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

| 40,476 (as of Dec2024) | Total Amount of Borrowings | |
|---|---|---|
| Total No. of Stockholders | Domestic | Foreign |

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To be accomplished by SEC Personnel concerned

| File Number | LCU |
|---|---|
| Document I.D. | Cashier |

STAMPS

# 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:** January 27, 2025

2. **SEC Identification Number:** PW-102

3. **BIR Tax Identification Code:** 000-101-528-000

4. **Name of Issuer as specified in its Charter:** Manila Electric Company

5. **Country of Incorporation:** Philippines

6. **Industry Classification:** (SEC use only)

7. **Address of principal office:** Lopez Building, Ortigas Avenue, Barangay Ugong, Pasig City Postal Code: 1605

8. **Issuer's telephone numbers including area code:** (02) 8632-8014

9. **Former name, former address and former fiscal year, if changed since last report:** Not Applicable

10. **Securities registered pursuant to Sections 18 and 12 of the SRC or Sections 4 and 8 of the RSA:**

**Number of Shares of Common Stock Outstanding**
1,127,092,509

**Debt Securities**
PhP2.868 Billion

11. **Item Number reported:** ***Item 9 (Other Events)***

Please be informed that the Board of Directors of Manila Electric Company (the "Company" or "Meralco"), in its regular meeting held today, January 27, 2025, approved the following matters:

**I. Amendment of Article I, Section 1 of the Company's By-Laws.**

The proposed amendment is as follows (proposed changes are underlined and in boldface):

| Article and Section Nos. | From | To |
|---|---|---|
| Article I, Section 1 | SECTION 1. ANNUAL MEETING – The annual meeting of the stockholders shall be held on the last Tuesday of May in each year at the principal office of the Company, or at any place in the city where the principal office of the Corporation of the Board and specified in the notice, at such day and hour as the Board or the Chairman shall direct. | SECTION 1. ANNUAL MEETING - The annual meeting of the stockholders shall be held on the last Tuesday of **June** in each year at the principal office of the Company, or at any place in the city where the principal office of the Corporation of the Board and specified in the notice, at such day and hour as the Board or the Chairman shall direct. |

The proposed amendment will enable Meralco to comply with Rule 20 of the Securities Regulation Code requiring publicly listed companies to include a separate interim unaudited statement of financial position ("Interim Unaudited FS") as of the end of the most recent quarter if the date of the annual stockholders' meeting is beyond one hundred thirty-five (135) days from the end of the PLC's fiscal year.

**II. Notice and Agenda of the 2025 Annual Stockholders' Meeting**

1. The Agenda and Notice of the Company's Annual Stockholders' Meeting to be held on May 27, 2025 at 10:00 a.m. with the following agenda:

    a. Call to Order
    b. Certification of Notice and Quorum
    c. Approval of the Minutes of the Annual Stockholders' Meeting held on May 28, 2024
    d. Report of the Chief Executive Officer
    e. Approval of the 2024 Audited Consolidated Financial Statements
    f. Ratification of Acts of the Board and Management
    g. Change in Schedule of the Annual Stockholders' Meeting and the corresponding amendment of Article I, Section 1 of the By-Laws of the Corporation
    h. Election of Directors for the ensuing year
    i. Appointment of External Auditors
    j. Other business that may properly be brought before the meeting
    k. Adjournment

2. The close of business on March 7, 2025 as the record date for the determination of stockholders entitled to notice of, and to vote at, the meeting. The stock and transfer books of Meralco will not be closed.

3. Nominations for regular and independent directors to the Company shall be filed with the Office of the Corporate Secretary c/o Corporate Governance and Compliance Office, Ground Floor, Lopez Bldg., Meralco Center, Ortigas Avenue, Brgy. Ugong, Pasig City. The deadline for submission of nominations shall also be on March 7, 2025.

4. In accordance with Article I, Section 3 of the Company's Amended By-Laws, any instrument authorizing a proxy to act shall be submitted to and received at the principal office of Meralco on or before May 8, 2025, 5:00 p.m., addressed to the attention of the Corporate Secretary c/o Corporate Governance and Compliance Office at the address indicated above. Soft copies of the proxies can be emailed in advance to stockholder.affairs@meralco.com.ph.

5. Validation of proxies is set on May 15, 2025, 10:00 a.m. at Meralco Compound, Ortigas Avenue, Brgy. Ugong, Pasig City.

6. The conduct of the annual stockholders' meeting will also be streamed live, and stockholders may attend and participate via remote communication and vote in absentia, using the online portal https://company.meralco.com.ph/corporate-governance/SERVE. The guidelines for online voting and participation is set forth in Annex "C" of the Definitive Information Statement downloadable at the company's and Philippine Stock Exchange EDGE's respective websites.

**SIGNATURE**

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.

**MANILA ELECTRIC COMPANY**
Issuer

**WILLIAM S. PAMINTUAN**
Senior Vice President
Assistant Corporate Secretary and
Information Disclosure Officer

Date: January 27, 2025

*Cc: Disclosure Department Listings and Disclosure Group Philippine Stock Exchange*
*Issuer Compliance and Disclosure Department*
*Philippine Dealing & Exchange Corp.*