



1580366720133

**SECURITIES AND EXCHANGE COMMISSION**

Secretariat Building, PICC Complex, Roxas Boulevard, Pasay City, 1307 Metro Manila Philippines
Tel: (632) 818-0921 Fax: (632) 818-5293 Email: mis@sec.gov.ph

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Company Information

SEC Registration No. AS94002365
Company Name SPC POWER CORPORATION
Industry Classification GENERATION, COLLECTION AND DISTRIBUTION OF ELECTRICITY
Company Type Stock Corporation

Document Information

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COVER SHEET

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S P C P O W E R C O R P O R A T I O N
(f o r m e r l y S A L C O N P O W E R C O R P .)

(Company's Full Name)

7 t h F l o o r C e b u H o l d i n g s C e n t e r
A r c h b i s h o p R e y e s A v e n u e ,
C e b u B u s i n e s s P a r k , C e b u C i t y
(Business Address: No. Street City/ Town / Province)

Mr. Jaime M. Balisacan
Contact Person

810 44 74 to 77
Company Telephone Number

1 2 3 1
Month Day
Calendar Year

SEC FORM
1 7 - C
FORM TYPE

0 5 3 0
Month Day
Annual Meeting

Secondary License Type, If Applicable

Dept. 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

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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. January 30, 2020
Date of Report (Date of earliest event reported)
2. SEC Identification Number AS094-002365 3. BIR Tax Identification No. 003-868-048
4. SPC POWER CORPORATION
Exact name of issuer as specified in its charter
5. Cebu City, Philippines 6. (SEC Use Only
Province, country or other jurisdiction of Industry Classification Code:
Incorporation
7. 7th Floor, Cebu Holdings Center, Cebu City, 6000 Philippines
Archbishop Reyes Avenue, Cebu Business
Park
Address of principal office Postal Code
8. (63 32) 232 0377; (63 2) 8810 44 74 to 77, 8810 44 50, 8810 44 65
Issuer's telephone number, including area code
9. N.A.
Former name of former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Section 4 and 8 of the RSA
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt
Outstanding |
|-----------------------|---|
| Common Shares: Issued | 1,569,491,900 shares |
| Treasury Stock | 72,940,097 shares |
| Outstanding | 1,496,551,803 shares |
11. Indicate the item numbers reported herein: Item No. 9

Item 1. Changes in Control of Issuer - N. A.

- Item 2. Acquisition or Disposition of Assets - N.A.
- Item 3. Changes in Issuer's Certifying Accountant - N.A.
- Item 4. Resignation, Removal or Election of Registrant's Directors or Officers - N.A.
- Item 5. Legal Proceedings - N.A.
- Item 6. Changes in Securities - N.A.
- Item 7. Defaults Upon Senior Securities - N.A.
- Item 8. Change in Fiscal Year - N.A.
- Item 9. Other Events -

Pursuant to SEC's reportorial requirements, we are submitting herewith (see attached) the Certification of Independent Directors, Mr. Ramon Y. Sy, and Mr. Sergio R. Ortiz-Luis., who are two (2) of the four (4) current independent directors of SPC Power Corporation. This completes our submission.

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.

SPC Power Corporation

Issuer



REMIGIO MICHAEL A. ANCHETA II

Corporate Secretary

Signature and Title

Date : January 30, 2020

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **RAMON Y. SY, FILIPINO**, of legal age, , and a resident 303 Chico Drive, Ayala Alabang Village, Muntinlupa City, after having been sworn to in accordance with law do hereby declare that:

1. I am nominee for Independent Director of SPC Power Corporation and have been its independent director since May 30, 2017.
2. I am affiliated with the following companies or organization:

Company/Organization	Position/Relationship	Period of Service
(Refer to Annex)		

I am not affiliated with any Government and Controlled Corporation:

3. I possess all qualifications and none of the disqualification to serve as an Independent Director of SPC Power Corporation, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am related to any director/officer/substantial shareholder of SPC Power Corporation, as provided under Rule 38.2.3 of the Securities Regulation code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation code.
7. I shall inform the Corporate Secretary of SPC Power Corporation of any changes in the abovementioned information within five days from its occurrence.

Done this **JAN 29 2020** of January 2020 at **MAKATI CITY**


RAMON Y. SY
Affiant

JAN 29 2020

MAKATI CITY SUBSCRIBED AND SWORN TO BEFORE ME this _____ day of _____ at Pasig City, affiant exhibiting to me his Philippine Passport No. P0411558B issued on Jan. 25, 2019 at DFA NCR SOUTH and valid until Jan. 24, 2029 and TIN ID No. 107-202-849.

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Book No. 33
Series of 2020.

ATTY. JOSHUA P. LAPUZ
Notary Public for and in Makati City
Appointment No. M-66 until 12/31/2021
#TR No. 8116016, Jan. 2, 2020, Makati City
Roll No. 45790, IBF, Lifetime N. 04897
MCLE No. VI-0016565 / Jan. 14, 2019
G/F Fedman Suites, 199 Salcedo Street,
Legaspi Village, Makati City

ANNEX

Present Position - Other Private Institution (Including Corporate Directorships)

NAME OF OFFICE	POSITION	DATE ASSUMED	
Ramsy Corporation	Chairman	1992	Stockholder
Travelman, Inc.	Chairman	1984	Stockholder
Xcell Property Ventures, Inc.	Chairman	2005	Stockholder
Asian Alliance Holding and Development Corp.	Director	2005	
Asian Alliance Investment Corp.	Director	2005	
Philippine Equity	Director	2006	
Maxicare Health Care Corp.	Director	2008	
Monte Oro Resources and, energy, Inc.	President /Director	2012	Stockholder
Apex Mining Co. Inc.	Chairman	2013	Stockholder
Asia United Bank	Vice Chairman	2012	Stockholder

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **SERGIO R. ORTIZ-LUIS JR.**, Filipino, of legal age and a resident of 3RD Flr. Commerce and Industry Plaza, 1030 Campus Avenue corner Park Avenue, Mckinley Hills, Fort Bonifacio, Taguig City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of SPC POWER CORPORATION and have been its independent director since 2017.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	DATE ASSUMED
Drug Abuse Resistance Education (DARE) Philippines	Director	2018
Country Garden Agri-Tourism Dev't Inc.	Chairman of the Board	2018
Manila Waterfront City	Chairman of the Board	2017
SPC Power Corporation	Independent Director	2017
VC Securities Corp	Vice Chairman/ Director	2016
LikeCash Asia & The Pacific Corporation	Director	2015
Asia Pacific Chinese Media, Inc.	President	2015
Human Resources Development Foundation	Trustee & Treasurer	2015
National Center for Mediation	Chairman	2015
Philippine H2O Ventures Corp.	Director	2014
Jollville Holdings Corporation	Director	2014
Philippine Foundation, Inc. (Team Phil.)	Director/Past President	2013
Philippine Chamber of Commerce & Industry	Honorary Chairman/Treas.	2013
Philippine Estate Corporation	Director	2012
BA Securities	Director	2012
International Chamber of Commerce of the Phil	Director	2012
Philippine International Airways	Chairman of the Board	2009
Alliance Global, Inc.	Vice Chairman	2008
Waterfront Philippines, Inc.	Director	2008
Integrated Concepts & Solutions, Inc.	Honorary Chairman	2008
The Wellex Group	Director	2008
Acesite Hotel Philippines, Inc.	Director	2008
Forum Pacific, Inc. (FPI: Philippines)	Director	2008
Lasaltech Academy	Director	2000

Manila Exposition Complex, Inc (World Trade Ctr.)	Director	1997
GSI (Formerly Philippine Article Numbering Council)	Founding Director	1995
Philippine Exporters Confederation Inc.	President	1991
Employers Confederation of the Philippines	Honorary Chairman/Past President	1991
Philippine Jaycee Senate	Member	1989
Rotary Club of Green Meadows	Member / Past President	1988
Rural Bank of Baguio	Director	1981


3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of SPC Power Corporation, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of SPC Power Corporation, and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Implementing Rules and Regulations of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
7. I shall inform the Corporate Secretary of SPC Power Corporation of any changes in the abovementioned information within five days from its occurrence.

Done, this _____ day of _____, at _____.


SERGIO R. ORTIZ-LUIS JR.
 Affiant

SUBSCRIBED AND SWORN to before me this **27 JAN 2020** day of _____ at Makati City, affiant personally appeared before me and exhibited to me his passport number EC6362062 issued at DFA Manila on January 11, 2016.

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 Page No. 49;
 Book No. 30;
 Series of 2010.


ATTY. JOSHUA P. LAPUZ
 Notary Public for and in Makati City
 Appointment No. 456 until 12/31/2021
 PTR No. 8116016, Jan. 2, 2020, Makati City
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