

COVER SHEET

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S.E.C. Registration Number

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		B	D	O		T	o	w	e	r	s		P	a	s	e	o				
(	f	o	r	m	e	r	l	y		C	i	t	i	b	a	n	k		C	e	n	t	e	r	)				
8	7	4	1		P	a	s	e	o		d	e		R	o	x	a	s	,		M	a	k	a	t	i			

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

Mr. Niño Ray D. Aguirre

8810 44 74 to 77

Company Telephone Number

1	2	3	1
Month		Day	

Calendar Year

SEC FORM

1	7	-	C	
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FORM TYPE

0	6	1	5
Month		Day	

Annual Meeting

Secondary License Type, If Applicable

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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

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File Number

LCU

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Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

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 29, 2024

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. Philippines

Province, country or other jurisdiction of  
Incorporation

6.



(SEC Use Only

Industry Classification Code:

7. 7<sup>th</sup> Floor, BDO Towers Paseo, 8741 Paseo  
de Roxas, Makati City

Address of principal office

1209 Philippines

Postal Code

8. (63 2) 8810 4474 to 77, 8810 4450, 8810 4465

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. Francisco L. Viray, Mr. Enrison T. Benedicto and Mr. Sergio R. Ortiz-Luis, Jr., who are three (3) current independent directors of SPC Power Corporation.

- Item 10. Financial Statements and Exhibits - N.A.

### 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

Date : January 29, 2024

**Mishelle Anne R. Rubio-Aguinaldo**  
Assistant Corporate Secretary  
Signature and Title

## Certification

I, Mishelle Anne Rubio-Aguinaldo. Assistant Corporate Secretary of SPC Power Corporation with SEC registration number AS094-002365 with principal office at the 7/F BDO Towers Paseo, 8741 Paseo de Roxas, Makati City, on oath state:

- 1) That on behalf of SPC Power Corporation, I have caused SEC Form 17-C (Certification of Independent Directors of SPC Power Corporation) report to be prepared;
- 2) That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;
- 3) That we submit the attached report on the List of Top 100 Stockholders in compliance with SEC reportorial requirements;
- 4) That SPC Power Corporation will comply with the requirements set forth in SEC Notice dated June 24, 2020 for a complete and official submission of reports and/or documents through electronic mail; and
- 5) That I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of the filing fee.

The Certification was issued by the undersigned Assistant Corporate Secretary in lieu of the Corporate Secretary since the latter, by reason of his health condition (i.e. diabetic, cancer survivor, and had also lost one of his kidneys) and advanced age, has to observe health and safety protocols. Moreover, since the onset pandemic in 2020, it has been a practice that the Assistant Corporate Secretary issue certifications and other reportorial requirements for reasons of practicality, convenience, and accessibility. Rest assured, the Assistant Corporate Secretary is supervised by the Corporate Secretary and has personal knowledge on all corporate matter that she certifies.

IN WITNESS WHEREOF, I have hereunto set my hand this 29<sup>th</sup> day of January, 2024.

Mishelle Anne R. Rubio-Aguinaldo  
Affiant

SUBSCRIBED AND SWORN TO before me this JAN 29 2024, at Makati City, Philippines by the affiant who exhibited to me her Philippine Passport No. P7454258B, issued on August 24, 2021 at DFA Manila, valid until August 23, 2031.

Doc. No. 236;  
Page No. 47;  
Book No. 1;  
Series of 2024.

**ATTY. JOEL FERRER FLORES**  
Notary Public for Makati City  
Until December 31, 2024  
Appointment No. M-115(2023-2024)  
Roll Of Attorney No. 77376  
MCLE Compliance VIII No. 0001393  
Jan. 3, 2023 until Apr. 12, 2023  
PTR NO. 10073943/Jan. 2, 2024/Makati City  
IBP No. 330740/Jan. 2, 2024/Pasig City  
1107 Betasan St., Guadalupe Nuevo, Makati City



CERTIFICATION OF INDEPENDENT DIRECTOR

I, Enrison T. Benedicto, Filipino, of legal age and a resident of No. 7 E. Benedicto St., Zapatera, Cebu City, Cebu, 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 June 15, 2023.
- 2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Consulate of Belgium	Honorary Consul	2017 to present
Benedict Ventures Inc.	Managing Director	2015 to present
Enrison Holdings Inc.	Managing Director	2012 to present
Mabuhay Filcement Inc.	President and CEO	2010 to present
Enrison Land Inc.	Managing Director	2007 to present

GOVERNMENT AFFILIATIONS:


CIVIC ORGANIZATION:


OTHERS:


- 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 9<sup>th</sup> day of January, 2024, at Cebu City, Philippines.

ENRISON T. BENEDICTO  
Affiant

SUBSCRIBED AND SWORN to before me this JAN 09 2024 at Cebu City, affiant personally appeared before me and exhibited to me his PHL Passport No. P0352361B issued at DFA Cebu on 22 Jan 2019 valid until 21 Jan 2029.

Doc. No. 307 ;  
Page No. 63 ;  
Book No. 2 ;  
Series of 2024.

ATTY. ROMULO T. TORRES  
Notary Public of Cebu City  
Commission No. 104-23  
PTR No. 4732203 Until December 2024  
Roll No. 29722  
IBP No. 308366 Cebu City  
Office Address : D. Jakosalem St.  
Sto Niño Cebu City 6000  
Contact No. 09458209258 / 09604373608

### CERTIFICATION OF INDEPENDENT DIRECTOR

I, FRANCISCO L. VIRAY, Filipino, of legal age and a resident of 10 Sydney Street, Vista Real Classica, Batasan Hills, Quezon City, after having been duly sworn to in accordance with law hereby declare that:

1. I am a nominee for independent director of SPC Power Corporation and have been its independent director since November 4, 2021.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP
Shin Clark Power Holdings, Inc	President & Director
Shin Clark Power Corporation	Chairman & Director
San Roque Power Corporation	Director
Phinma Solar Corporation	Chairman & Director
South Luzon Thermal Energy Corporation	Chairman & Director

#### GOVERNMENT AFFILIATIONS:


#### CIVIC ORGANIZATION:


#### OTHERS:




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.

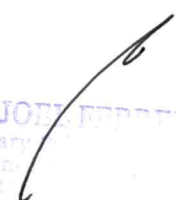
Done, this 11<sup>th</sup> day of January 2024 at Makati City.

  
FRANCISCO L. VIRAY  
Affiant

**JAN 12 2024**

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of January 2024 at Makati City, affiant personally appeared before me and exhibited to me his passport number P26111868B issued on July 19, 2019 at DFA NCR East with expiry date on July 18, 2029.

Doc. No. 92  
Page No. 20  
Book No. 1  
Series of 2024.

  
**ATTY. JOEL FERRER FLORES**  
Notary Public  
Under the Seal of the Department of Justice  
Appointed by the Department of Justice  
PTR NO. 1234567890  
IEP No. 1234567890  
1107 Bataan St., Candelupa Nuevo, Makati City

## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **SERGIO R. ORTIZ-LUIS JR**, Filipino, of legal age and a resident of 3<sup>RD</sup> 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):

Philippine Exporters Confederation Inc. (PHILEXPORT)	President
Employers Confederation of the Philippines (ECOP)	President
Philippine Chamber of Commerce & Industry (PCCI)	Honorary Chairman/Treasurer
Asia Pacific Chinese Media, Inc.	President
Philippine International Airways	Chairman
One Philippines Foundation, Inc.	President
National Center for Mediation	Chairman
Waterfront Philippines, Inc.	Chairman
Grand Ilocandia Resort and Development, Inc.	Chairman
Mayo Bonanza, Inc,	Chairman
Club Waterfront International, Limited	Chairman
Davao Insular Hotel Company, Inc.	Chairman
Aristocrat Manila City Holdings, Inc.	Chairman
Country Garden Agri-Tourism Dev't Inc.	Chairman
VC Securities Corporation	Vice Chairman/Director
Integrated Concepts & Solutions, Inc.	Honorary Chairman
Empire East	Independent Director
Acesite Hotel Philippines, Inc.	Director
GS1 Philippines, Inc. (Formerly Philippine Article Numbering Council)	Director
International Chamber of Commerce of the Phil	Director
The Wellex Group	Director
Manila Exposition Complex, Inc (World Trade Center)	Director
La Salle Tech Academy, Inc.	Director
Philippine Estate Corporation	Director
B.A Securities	Director
Forum Pacific, Inc. (FPI: Philippines)	Director
LikeCash Asia & Pacific Corp. (LikeCash)	Director
SPC Power Corporation	Director



Alliance Energy Power and Development Inc.	Director
MREIT Inc.	Independent Director
Philippine Ventures H2O Ventures Corporation	Independent Director
Jolliville Holdings Corporation	Independent Director
Export Development Council	Vice Chairman
The Philippine Bamboo Council	Private Sector Representative
Rotary Club of Green Meadows Foundation	Chairman
Philippine Jaycee Senate	Senator
Philippine Coastguard Auxiliary	Captain
JARDELI Club Foundation	Vice Chairman
Bayaning Pulis Foundation, Inc	Director/ Treasurer
Human Resources Development Foundation	Trustee & Treasurer
Drug Abuse Resistance Education (DARE) Phils.	Director

#### **GOVERNMENT AFFILIATIONS:**

Export Development Council	Vice Chairman
Patrol 117 (Foundation for Crime Prevention)	Commissioner
Industry Development Council	Member
The Philippine Bamboo Council	Private Sector Representative

#### **CIVIC ORGANIZATION:**

Rotary Club of Green Meadows Foundation	Chairman
Philippine Jaycee Senate	Senate
Philippine Coastguard Auxiliary	Captain
JARDELI Club Foundation	Vice Chairman
Bayaning Pulis Foundation, Inc	Director/ Treasurer
Human Resources Development Foundation	Trustee & Treasurer
One Philippine Foundation, Inc.	President
Drug Abuse Resistance Education (DARE) Phils.	Director

#### **OTHERS:**

Consulate of Romania in the Philippines	Honorary Consul General
Consular Corps of the Philippines	Past Dean
International Association of Educator for World Peace	Honorary Adviser

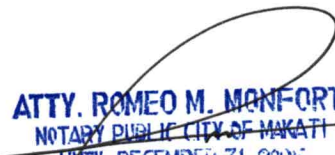
1. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of SPC Power Corporation, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
2. I am not related to any director/officer/substantial 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.
3. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
4. 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.
5. 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 22 JAN 2024, at CITY OF MAKATI.

  
**SERGIO R. ORTIZ-LUIS JR.**  
Affiant

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of 22 JAN 2024 at Makati City, affiant personally appeared before me and exhibited to me his passport number P5889673B issued at DFA Manila on December 02, 2020.

Doc. No. 155 ;  
Page No. 32 ;  
Book No. 14 ;  
Series of 2024 .

  
**ATTY. ROMEO M. MONTFORT**  
NOTARY PUBLIC CITY OF MAKATI  
UNTIL DECEMBER 31, 2025  
APPOINTMENT NO. M-032 (2024-2025)  
PTR NO. 10073906 JAN. 2, 2024 MAKATI CITY  
IBP NO. 391330-JAN. 3, 2024  
MCLE NO. VII -0027570 ROLL NO. 27932  
4444 SOLO STREET, LEGASPI VILLAGE  
MAKATI CITY