C05036-2020

# 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 20, 2020

2. SEC Identification Number

24015

3. BIR Tax Identification No.

004-512-387

4. Exact name of issuer as specified in its charter

Da Vinci Capital Holdings, Inc.

5. Province, country or other jurisdiction of incorporation

Manila, Philippines

- 6. Industry Classification Code(SEC Use Only)
- 7. Address of principal office

No. 900 Romualdez St., Paco, Manila Postal Code 1007

8. Issuer's telephone number, including area code

(632) 8522-8801 to 04

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

None

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	1,124,999,969	1

11. Indicate the item numbers reported herein

Other Matters

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.

# Da Vinci Capital Holdings, Inc. DAVIN

PSE Disclosure Form 4-30 - Material Information/Transactions References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules

#### Subject of the Disclosure

Result of Special Board Meeting of Da Vinci Capital Holdings, Inc. dated July 20, 2020

#### Background/Description of the Disclosure

The Board of Directors of Da Vinci Capital Holdings, Inc. has approved today the following items:

- 1. The Annual Stockholders' Meeting of Da Vinci Capital Holdings, Inc. is set on August 18, 2020, 11:00am via live stream and with record date August 8, 2020
- 2. Approval of the re-election of all directors including independent directors for 2020-2021
- a. Lucio L. Co
- b. Ma. Editha D. Alcantara
- c. Maritez Tacus
- d. Maridel Behagan
- d. Jocelyn Rodulfa
- e. Atty. Angelo Patrick F, Advincula as Independent Director
- f. Atty. Antero Jose M. Caganda as Independent Director
- 3. Appointment of External Auditor, RG Manabat & Company, and its remuneration for CY 2020
- 4. The board of directors authorizes the stockholders' voting in absentia
- 5. The board of directors authorizes the Corporate Secretary to adopt guidelines in the conduct of the Online Annual Stockholders' Meeting to be held on August 18, 2020 at 11:00 am including sending notices by remote communication or publication.

#### **Other Relevant Information**

Please see attached Notice of Annual Stockholders' Meeting of Da Vinci Capital Holdings, Inc.

#### Filed on behalf by:

Name	Candy Dacanay-Datuon
Designation	Corporate Secretary

#### NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To All Our Stockholders:

Please be informed that the Annual Stockholders' Meeting of **DA VINCI CAPITAL HOLDINGS**, **INC.** will be on August 18, 2020, 11:00 am, via live stream at www.davincicapital.com.ph

# **AGENDA**

- 1. Call to Order
- 2. Certification of Notice and Quorum
- 3. Re-election of Directors including the Independent Directors
- 4. Appointment of External Auditor and fixing its remuneration
- 5. Other Matters
- 6. Adjournment

Only stockholders on record as of August 8, 2020 are entitled to notice and vote in the meeting.

Considering the COVID 19 pandemic, the stockholders may only participate in the meeting by remote communication or *in absentia* or by appointing the Chairman of the meeting as their proxy. The requirements and procedures in participating *in absentia* or by remote communication will be available in the Information Statement. The Information Statement will be accessible on the company website <a href="https://www.davincicapital.com.ph">www.davincicapital.com.ph</a> starting July 21, 2020.

The stockholders who are attending by proxies should e-mail their duly accomplished proxies at <a href="mailto:corporate.governance@davincicapital.com.ph">corporate.governance@davincicapital.com.ph</a> until August 14, 2020. The company's stock transfer agent will validate the votes on August 17, 2020, 1:00 pm, at the office of the Assistant Corporate Secretary, Tabacalera Building, No. 900 Romualdez St., Paco, Manila, 1007.

Manila, July 20, 2020.

Corporate Secretary

#### **EXPLANATION OF AGENDA ITEMS**

#### 1. Call to Order

The Chairman of the meeting, Mr. Lucio L. Co, will welcome the stockholders and formally open the meeting at precisely 11:00 am.

#### 2. Certification of Notice and Quorum

The Corporate Secretary, Atty. Candy H. Dacanay-Datuon, will certify that notices to stockholders were duly published, and there is a quorum to transact business.

### 3. Election of Directors including independent directors

The Chairman of the meeting will announce the names of the nominees for the election of directors. He will ask the Corporate Secretary to determine the votes gathered by the nominees.

The profile of the nominees will be provided in the Information Statement.

4. Appointment of External Auditor and fixing its remuneration

A resolution for the appointment of R.G. Manabat & Company (KPMG) and its proposed remuneration as External Auditor of the company for the year 2020 will be presented to the stockholders.

#### 5. Other Matters

The Chairman will open the floor for any question from the stockholders.