

SEC Number AS095-006755

File Number \_\_\_\_\_

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**TRANSPACIFIC BROADBAND GROUP INT'L. INC.**

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(Company)

**9th Floor, Summit One Tower,  
530 Shaw Blvd., Mandaluyong**

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(Address)

**7717-0523 / 8404-0239**

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(Telephone Number)

**December 31**

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(Fiscal Year Ending)  
(Month & day)

**SEC Form 17-C  
Minutes of Annual Stockholders' Meeting  
October 18, 2023**

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(Form Type)

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Amendment Designation (if applicable)

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(Period Ended Date)

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(Secondary License Type and File Number)

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE REVISED SECURITIES ACT (RSA)  
AND RSA RULE 17.2 (c) THEREUNDER

1. **October 18, 2023**

Date of Report (Date of earliest event reported)

2. SEC Identification Number **AS095 006755** 3. BIR Tax Identification No. **004-513-153**

4. **TRANSPACIFIC BROADBAND GROUP INT'L. INC.**

Exact name of registrant as specified in its charter

5. **Pampanga, Philippines**

Province, country or other jurisdiction of  
incorporation

6.

(SEC use only)  
Industry Classification Code:

7. **Bldg. 1751, Chico Street, CSEZ, Pampanga**

Address of principal office

**1610**

Postal Code

8. **(632) - 7717-0523, 8404-0239**

Registrant's telephone number, including area code

9. *not applicable*

Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
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**Common**

**3,795,622,000**

**P379,562,200**

11. Indicate the item numbers reported herein:

**Annual Stockholders' Meeting**

**MINUTES OF THE ANNUAL STOCKHOLDERS MEETING OF TRANSPACIFIC BROADBAND GROUP INT'L. INC. HELD ON OCTOBER 18, 2023, 1:30PM VIA ZOOM MEETING AT 8<sup>TH</sup> FLOOR, SUMMIT ONE TOWER, 530 SHAW BLOULEVARD, MANDALUYONG CITY**

	<b>No of shares</b>	<b>%</b>
No. of Outstanding Voting shares	3,795,622,000	100%
Shareholders present	<b>2,111,017,070</b>	55.62%

<b>Directors Present:</b>	<b>Position</b>
Arsenio T. Ng	Chairman of the Board
Hilario T. Ng	Director
Simoun S. Ung	Director
Paul B. Saria	Director
Ardi Bradley L. Ng	Director
Hyland Si	Independent Director
Paul C. Cheah	Independent Director
<b>Directors Absent:</b>	<b>None</b>

- Call to Order.** The Chairman, Mr. Arsenio T. Ng, called the meeting to order at 1:30PM
- Notice of the Meeting.** The Corporate Secretary certified that the Notice of the Annual Stockholders' Meeting and Definitive Information Statement were sent on September 1, 2023 and September 14, 2023 respectively via (1) Disclosure in the PSE Edge system, (2) Disclosure in the Company's website, (3) Publication in two (2) newspapers Daily Tribune and Malaya both on September 18 and 19, 2023, and (4) via email upon request of stockholders.
- Determination of Quorum.** The Corporate Secretary certified that a quorum existed with 55.62% or **2,111,017,070** shares of the issued and outstanding shares were present in person or by proxy.
- Instructions on Rules of Conduct, Voting Procedures and Voting Requirements.** The Corporate Secretary explained the rules of conduct, voting procedures and voting requirements of the meeting via (1) show of hands or (2) registration and voting in absentia. Registration form and/or proxy forms were sent to stockholders that signified their intent to join the meeting via email or via downloadable form in the company website with a deadline of submission on October 11, 2023. Other questions are to be taken up under "Other Matters."
- Approval of the Minutes of Meeting of 2022.** The Assistant Corporate Secretary presented an electronic copy of the previous minutes of the meeting held on September 28, 2022. On motion duly made and seconded, the minutes of meeting of the previous meeting held on September 28, 2022 is duly ratified by the Stockholders present and voted on the resolution:

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
No. of Voted Shares	2,111,017,070	0	0
% of total outstanding shares	55.62%	0%	0%

- Report of the President and Presentation of the Audited Financial Statements.** The President, Arsenio T. Ng instructed the Chief Operations Officer, Paul B. Saria to present the report and the Audited Financial Statements ending December 31, 2022 of the Corporation. Stockholders noted the President/Annual Report and the Audited Financial Statements ending December 31, 2022 without objections, as follows:

	<b>FOR</b>	<b>AGAINST</b>	<b>ABSTAIN</b>
No. of Voted Shares	2,111,017,070	0	0
% of total outstanding shares	55.62%	0%	0%

- Ratification of the Acts of the Board of Directors and Officer.** The Corporate Secretary announced that stockholders' ratification is being sought for all the acts and resolution of the Board and other Board Committees exercising powers delegated by the Board, which were adopted for year 2022 to 2023, as well as for all the acts of the Corporation's officers performed in accordance

with the resolutions of the Board. Stockholders ratified all the acts of the Board, Committees and Officers, with the following votes:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	2,111,017,070	0	0
% of total outstanding shares	55.62%	0%	0%

8. **Election of Directors.** The Corporate Secretary presented the nominees for the Board of Directors of the Corporation and certified that the following were duly nominated as directors of the Company for the ensuing year in accordance with the By-laws of the Corporation. Given that the number of nominees is similar to the required number of Directors under the Corporation's By-laws, stockholders duly elected the new Board of Directors based on the total cumulative votes as follows:

Director	FOR	%
Arsenio T. Ng	2,111,017,070	100%
Hilario T. Ng	2,111,017,070	100%
Simoun S. Ung	2,111,017,070	100%
Paul B. Saria	2,111,017,070	100%
Ardi Bradley L. Ng	2,111,017,070	100%
Hyland Si	2,111,017,070	100%
Paul C. Cheah	2,111,017,070	100%

The elected as members of the Board of Directors has the corresponding shareholdings:

Directors	No. of Shares
Arsenio T. Ng - Director & Chairman	1,712,370,990
Hilario Ng - Director	4,008,040
Ardi Bradley L. Ng – Director	100,000
Simoun S. Ung - Director	10,000
Paul B. Saria – Director & Asst. Corporate Secretary	258,040
Hyland Si – Independent Director	5,000,000
Paul C. Cheah- Independent Director	10,000

9. **Appointment of External Auditor.** The Committee and the Board endorsed the appointment of R.R. Tan and Associates as the Corporation's External Auditor for the fiscal year 2023 to 2024. The Corporate Secretary, on behalf of the management, proposed the adoption of resolution for the appointment of the Corporation's external auditor. The stockholders voted on the resolution as follows:

	FOR	AGAINST	ABSTAIN
No. of Voted Shares	2,111,017,070	0	0
% of total outstanding shares	55.62%	0%	0%

10. **Other Matters.** The Chairman opened the floor for other matters to be taken up or questions from the stockholders. After a few minutes, there being no matters raised the Chairman adjourned the meeting at 2:30PM and thanked the stockholders for their attendance and support.

### SIGNATURES

Pursuant to the requirements of the Revised Securities Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**TRANSPACIFIC BROADBAND  
GROUP INT'L. INC.**

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Registrant



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**ATTY. LEONIDES S. RESPICIO**  
Corporate Secretary

Date October 18, 2023  
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