

COVER SHEET

A199803754

SEC Registration Number

PUREGOLD PRICE CLUB, INC.

(Company's Full Name)

NO. 900 ROMUALDEZ ST., PACO, MANILA

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

CANDY H. DACANAY-DATUON

(Contact Person)

09178612459

(Company Telephone Number)

12

Month

31

Day

SEC FORM 17-C

(Form Type)

05

(Annual Meeting)

14

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowing

Domestic

Foreign

SEC Personnel concerned

File Number

LCU

Document ID

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. **May 14, 2024**  
Date of Report (Date of earliest event reported)
2. SEC Identification Number **A199803754**    3. BIR Tax Identification No. **201-277-095**
4. **PUREGOLD PRICE CLUB, INC.**  
Exact name of issuer as specified in its charter
5. **Manila, Philippines**  
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)  
Industry Classification Code:
7. **No. 900 Romualdez St., Paco, Manila**  
Address of principal office
8. **1007**  
Postal Code
8. **09178612459**  
Issuer's telephone number, including area code
9. None  
Former name or former address, if changed since last report
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<br>Outstanding and Amount of Debt<br>Outstanding |
|---------------------|-----------------------------------------------------------------------------------|
| <b>Common Share</b> | <b>2,880,137,615</b>                                                              |
11. Indicate the item numbers reported herein: **Other Matters**

**SEC 17-C Result of Annual Stockholders Meeting of  
Puregold Price Club, Inc. held on May 14, 2024, via Remote Communications**

Number of Common Shares Issued and Outstanding as of Record Date:  
2,880,137,615

Number of Stockholders Present:  
2,303,582,983 or 79.98%

**A. Attendance:**

1. Stockholders representing a total of 2,303,582,983 shares attended the meeting in person, by proxy, or in *absentia*, or 79.98% of the total outstanding shares.

2. The following directors and executive officers attended the meeting:

- a. Ms. Susan Co, Chairman of the Board
- b. Mr. Lucio Co, Director
- c. Mr. Ferdinand Vincent Co, President
- d. Ms. Pamela Justine Co – Yuyitung, Director
- e. Mr. Leonardo Dayao, Director
- f. Mr. Jack Huang, Director
- g. Mr. Jaime Dela Rosa, Independent Director
- h. Mr. Emmanuel Herbosa, Independent Director
- i. Mr. Gil Genio, Independent Director
- j. Ms. Baby Gerlie Sacro, Corporate Secretary
- k. Mr. John Marson Hao, Investor Relations Officer
- l. Ms. Jewelyn Jumalon, Asst Corp Sec and Compliance Officer
- m. Ms. Denise Maria Carolino, Vice-President for Administration
- n. Mr. Antonio Delos Santos, Vice-President for Operations
- o. Mr. Joseph Sy, Vice-President for Operations
- p. Mr. Renato Bechayda, Vice-President for Operations
- q. Ms. Maricel Cambe, Vice-President for Financial Accounting
- r. Mr. Kenneth Tiu, Vice-President for Accounts Payables
- s. Ms. Emelda Bechayda, Vice-President for Treasury
- t. Ms. Elvira Gutierrez, Vice-President for Human Resources
- u. Mr. Edgar Tacorda, Internal Auditor (Puregold)
- v. Mr. John Noblezada, Internal Auditor (S&R)
- w. Representatives from the External Director, RG Manabat & Company
- x. Representatives from Stock Transfer Agent, BDO – Trust

**B. Result of Votes per Item Agenda Approved during the Annual Meeting and  
Election of Directors**

|   | Item                                                                                                                                      | In favor      | Against     | Abstain   | %      |
|---|-------------------------------------------------------------------------------------------------------------------------------------------|---------------|-------------|-----------|--------|
| 1 | Approval of the Minutes of the Previous Meeting and Ratification of Acts and Resolutions of the Board of Directors and Management in 2023 | 2,303,582,983 | -           | -         | 100%   |
| 2 | Approval of 2023 Annual Report and Audited Financial Statements                                                                           | 2,298,314,283 | -           | 5,268,700 | 99.77% |
| 4 | Re-Appointment of RG Manabat & Company as External Auditor of the Company and subsidiaries with up to 6.5 million fees                    | 2,244,799,541 | 58,783,442  | -         | 97.45% |
| 5 | Election of Lucio Co                                                                                                                      | 2,167,543,662 | 126,092,421 | 9,946,900 | 94.09% |
| 6 | Election of Susan Co                                                                                                                      | 2,089,450,380 | 204,185,703 | 9,946,900 | 90.70% |
| 7 | Election of Ferdinand Vincent Co                                                                                                          | 2,209,815,603 | 83,820,480  | 9,946,900 | 95.93% |
| 8 | Election of Pamela Justine Co - Yuyitung                                                                                                  | 2,122,204,003 | 171,432,080 | 9,946,900 | 92.13% |
| 9 | Election of Leonardo Dayao                                                                                                                | 2,075,641,240 | 217,994,843 | 9,946,900 | 90.10% |

|    |                              |               |            |           |        |
|----|------------------------------|---------------|------------|-----------|--------|
| 10 | Election of Jack Huang       | 2,221,979,783 | 71,656,300 | 9,946,900 | 96.46% |
| 11 | Election of Jaime Dela Rosa  | 2,259,836,283 | 33,799,800 | 9,946,900 | 98.10% |
| 12 | Election of Gil Genio        | 2,292,675,083 | 961,000    | 9,946,900 | 99.53% |
| 13 | Election of Emmanuel Herbosa | 2,284,531,883 | 9,104,200  | 9,946,900 | 99.17% |

### ***C. Business Profile of Elected Directors***

#### **Susan P. Co, Filipino, 66 years old**

Mrs. Co served as Vice-Chairman of the Company from 1998 until her election as Chairman in 2023. She concurrently holds the following positions in other companies: Chairman and President of Cosco Price, Inc., Chairman of Kareila Management Corporation, Tower 6789 Corporation, President of Makabayan Holdings Incorporated, and Director of Bellagio Holdings, Inc., Blue Ocean Holdings, Inc., Canaria Holdings Corporation, Ellimac Prime Holdings, Inc., KMC Realty Corp., Meritus Prime Distributions, Inc., Montosco, Inc., NE Shopping Centers Corporation, PG Holdings, Inc., Patagonia Holdings Corp., PPCI Subic, Inc., Premier Wine and Spirits, Inc., Puregold Duty Free (Subic), Inc., Puregold Duty Free, Inc., Puregold Properties, Inc., Puregold Finance, Inc., Puregold Realty Leasing & Management, Inc., San Jose City I Power Corp., S&R Pizza (Harbor Point), Inc., S&R Pizza, Inc., Blue Origin Holdings Incorporated, Illido Management Corporation, Union Energy Corporation, and Union Equities, Inc.

Mrs. Co also serves in other PSE-listed companies: Vice-Chairman of Cosco Capital, Inc. and Director of the Philippine Bank of Communications.

Mrs. Co earned her Bachelor of Science degree in Commerce from the University of Santo Tomas.

#### **Lucio L. Co, Filipino, 69 years old**

Mr. Co served as Chairman of the Company from 1998 to 2022. He is currently the Chairman and President of the following companies: Bellagio Holdings, Inc., Canaria Holdings Corporation, Ellimac Prime Holdings, Inc., Invescap Incorporated, Puregold Duty Free, Inc., and Puregold Properties, Inc. He is also the Chairman of Alcorn Petroleum and Minerals Corporation, Entenso Equities, Inc., NE Shopping Centers Corporation, PG Holdings, Inc., Pajusco Holdings Corporation, Puregold Duty Free (Subic), Inc., Puregold Finance, Inc., Puregold Realty Leasing & Management, Inc., San Jose City I Power Corp., Makabayan Holdings Incorporated, Union Energy Corporation, and Union Equities, Inc. He is a Director of these companies: Bacolod Real Estate Development Corporation, Catuiran Hydropower Corporation, Cleangreen Energy Corporation, Forbes Corporation, Grass Gold Renewable Energy (G2REC) Corporation, Karayan Hydropower Corporation, Kareila Management Corporation, LCCK & Sons Realty Corporation, Luis Co Chi Kiat Foundation, Inc., Meritus Prime Distributions, Inc., Montosco, Inc., League One Finance and Leasing Corporation, Pamana Water Corporation, Tower 6789 Corporation, Illido Management Corporation, KMC Realty Corporation, Negros Water Company, Patagonia Holdings Corp., PPCI Subic, Inc., S&R Pizza Harbor Point, Inc., S&R Pizza, Inc., and VS Gripal Power Corporation. He is a member of the Board of Trustees of Luis Co Chi Kiat Foundation, Inc.

Mr. Co holds positions in other PSE-listed companies: Chairman of Cosco Capital, Inc., Director of Philippine Bank of Communications, and Chairman of The Keepers Holdings, Inc.

Mr. Co has been an entrepreneur for the past 50 years.

**Ferdinand Vincent P. Co, Filipino, 42 years old**

Mr. Vincent Co has served as President of the Company since 2015. He concurrently holds the following positions: Chairman and President of Alerce Holdings Corp., Blue Ocean Foods, Inc., Forbes Corporation, Invesco Company, Inc., KMC Realty Corporation, League One, Inc., PPCI Subic Inc., Patagonia Holdings Corp., Purepadala, Inc., and VFC Land Resources, Inc., Fillmore Holdings Incorporated, Illido Management Corporation, Azora Holdings Incorporated, SPC Resources Inc.; Chairman of Pinehurst Creek Holdings Corporation, South Coast Automotive Group, Inc. and Pure Commerce, Inc.; President of Ayagold Retailers, Inc., Entenso Equities, Inc., Union Equities, Inc., Aracena Holdings Corporation, Blue Origin Holdings Incorporated, Imperium Holdings, Inc.; and Director of Bellagio Holdings, Inc., Blue Ocean Holdings, Inc., Canaria Holdings Corporation, Cosco Price, Inc., Ellimac Prime Holdings, Inc., Fertuna Holdings Corp., Meritus Prime Distributions, Inc., P.G. Holdings, Inc., Premier Wine and Spirits, Inc., PSMT Philippines, Inc., Puregold Duty Free (Subic), Inc., Puregold Finance, Inc., Puregold Properties, Inc., Puregold Realty Leasing & Management, Inc., San Jose City Power Corp., Tower 6789 Corporation, Cassina Creek Holdings Corporation, Makabayan Holdings Incorporated, Maxent Investment, Inc. and Union Energy Corporation.

Mr. Vincent Co earned his Bachelor of Science degree in Entrepreneurial Management from the University of Asia and the Pacific in 2003.

**Pamela Justine P. Co-Yuyitung, Filipino, 39 years old**

Ms. Pamela Co has served as Executive Director of the Company since 2015. She is concurrently the President of Pinehurst Creek Holdings Corporation and Aracena Holdings Corporation; and Director of Alerce Holdings Corp., Bellagio Holdings, Inc., Blue Ocean Foods, Inc., Blue Ocean Holdings, Inc., Cosco Price, Inc., Ellimac Prime Holdings, Inc., Fertuna Holdings Corp., Forbes Corporation, Invesco Company, Inc., Kareila Management Corporation, KMC Realty Corporation, League One, Inc., Meritus Prime Distributions, Inc., Montosco, Inc., P.G. Holdings, Inc., Patagonia Distributions, Inc., Patagonia Holdings Corp., Premier Wine and Spirits, Inc., PSMT Philippines, Inc., Puregold Duty-Free (Subic), Inc., Puregold Properties, Inc., S&R Pizza (Harbor Point), Inc., S&R Pizza, Inc., Union Energy Corporation, Union Equities, Inc., SPC Resources, Inc., Union Energy Corporation, Union Equities, Inc., SPC Resources, Inc., Azora Holdings Incorporated, Cassina Creek Holdings Corporation, Fillmore Holdings Incorporated, Illido Management Corporation, Imperium Holdings, Inc., Kalayaan Lakeview Corp., Makabayan Holdings Incorporated, Maxent Investment, Inc., and VFC Land Resources, Inc. She is also one of the executive officers in Kareila Management Corporation (S&R) concentrating on merchandising.

She graduated from Thames International School with a Bachelor of Science Degree in Entrepreneurship in 2006.

**Leonardo B. Dayao, Filipino, 80 years old**

Mr. Dayao was the President of the Company from 2005 to 2014. He was a member of the Board since 1998. He is also the Chairman and President of Fertuna Holdings Corp.; Chairman of Catuiran Hydropower Corporation, Karayan Hydropower Corporation, Grass Gold Renewable Energy (G2REC) Corporation, League One Finance and Leasing Corporation, Pamana Water Corporation, PSMT Philippines, Inc., S&R Pizza, (Harbor Point) Inc., S&R Pizza, Inc.; Vice-Chairman of Ayagold Retailers, Inc.; President of Alcorn Petroleum and Minerals Corporation, K4 Water Resources Corporation, NE Pacific Shopping Centers Corporation, Puregold Duty Free (Subic), Inc., Puregold Finance, Inc., San Jose City I Power Corp., Southern Utility Management and Services, Inc. (SUMSI), Union Energy Corporation, Vice-President of Alerce Holdings Corp., Bellagio Holdings, Inc., KMC Realty Corporation, Puregold Duty Free, Inc., Puregold Properties, Inc. and Union Equities, Inc.; and Director of Canaria Holdings Corporation, Entenso Equities Incorporated, Karayan Hydropower Corporation, Kareila Management Corporation, KMC Realty Corporation, and Puregold Realty Leasing & Management, Inc.

Mr. Dayao is also holding positions in other PSE-listed companies: President of Cosco Capital, Inc. and Vice-Chairman of the Philippine Bank of Communications.

Mr. Dayao earned a Bachelor of Science Degree in Commerce from the Far Eastern University. He completed the Basic Management Program at the Asian Institute of Management and earned units in MBA from the University of the Philippines-Cebu. He is a Certified Public Accountant.

**Jack E. Huang, Filipino, 70 years old**

Mr. Huang has served as Director of the Company since 2017. Mr. Huang also serves as Vice-President of Abacus Capital and Investment Corp., Director of Cebu Business Continuous Forms and Richmedia Network, Inc., and a member of the Board of Trustees of Sacred Heart School (Ateneo de Cebu).

Mr. Huang graduated with a degree of Bachelor of Arts, major in Economics, from the Ateneo de Manila University in 1975.

**Jaime S. Dela Rosa, Filipino, 79 years old**

Mr. Dela Rosa has served as an Independent Director of the Company since 2017. He graduated from the Far Eastern University in 1964 with a degree of Bachelor of Science, major in Accounting. He completed a program on Global Financial System, Structures, Crises, and Reform from the Harvard University–John F. Kennedy School of Government. He is a recipient of an Outstanding Alumnus Award for Government Service. Mr. Dela Rosa is a member of Alabang Country Club, Inc. Free Masonry. Before joining the company, Mr. Dela Rosa worked as Director of Alcorn Gold Resources Corporation, PNCC-Skyway Corporation of the Philippines, and Development Bank of the Philippines. He was the former President of Portman Mining Philippines, Cabaluan Chromite Corp., and Food Terminal, Inc. He also worked as Head of Ayala Investment and Development Corporation and Philsec Investment Corporation for Visayas and Mindanao and Assistant Vice-President for Citibank.

**Gil B. Genio, Filipino, 64 years old**

Mr. Genio was elected as an Independent Director of the Company in May 2023. He is also an Independent Director of GT Capital Holdings, Inc. Mr. Genio worked as an executive for Globe Telecom and Ayala Corporation for a combined 24 years. He was Globe Telecom's Chief Technology and Information Officer (CTIO) from November 2015 to April 2021, as well as its Chief Strategy Officer (CSO) from 2011 to April 2021. He also performed other legal entity functions for Globe such as CEO of Globe Capital Venture Holdings, and Director at its strategic joint ventures, Global Telehealth, Inc., BellTel, ETPI, and others. He also became COO of Bayan Telecommunications (Bayantel) and Isla Communications (Islacom) as they were acquired, and before they were integrated into Globe. His executive roles in Globe prior to his CTIO appointment included: COO for Business and International Markets (2010-2015), Group Head for Business Customers (2003-2010), Head of Carrier Services (2002-2010), Group Head for the Residential and Business Fixed Network Group (2000-2003), and Chief Financial Officer (1997-2000). Mr. Genio was hired by Ayala Corporation in 1997 and was seconded to Globe Telecom. He retired from Ayala Corporation in 2018 and became a direct employee of Globe, finally retiring at the end of 2021. Before joining Ayala in 1997, Mr. Genio had spent more than 12 years with Citibank in the Philippines, Singapore, Japan, Hong Kong, and New York, with stints in financial control, risk management, product development, treasury audit, corporate audit and market risk review.

Mr. Genio obtained a Master's degree in Business Management, with Distinction, from the Asian Institute of Management in 1986. He earned his Bachelor of Science degree in Physics, Magna Cum Laude, from the University of the Philippines in 1980.

**Emmanuel G. Herbosa, Filipino, 70 years old**

Mr. Herbosa was elected as an Independent Director of the Company in May 2023. He was the President and CEO of the Development Bank of the Philippines from March 2019 to January 2023, the Philippine Export-Import Credit Agency from June 2018 to February 2019, Executive Vice-President of the Bank of Commerce from January 2014 to December 2017, and Senior Vice-President of the Bank of the Philippine Islands from January 2008 to April 2013.

Mr. Herbosa graduated from Dela Salle University with a degree of Bachelor of Science in Industrial Management Engineering in 1975 and obtained a degree in Master's in Business Administration from Wharton, University of Pennsylvania in 1979.

**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.

**PUREGOLD PRICE CLUB, INC.**

**May 14, 2024**

By:

**CANDY H. DACANAY – DATUON**  
Assistant Corporate Secretary  
& Compliance Officer