

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 4, 2023
2. SEC Identification Number
12942
3. BIR Tax Identification No.
000-104-320-000
4. Exact name of issuer as specified in its charter
Marcventures Holdings Inc.
5. Province, country or other jurisdiction of incorporation
Metro Manila, Philippines
6. Industry Classification Code(SEC Use Only)
[REDACTED]
7. Address of principal office
4th Floor BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City
Postal Code
1227
8. Issuer's telephone number, including area code
632-88314479
9. 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 Outstanding and Amount of Debt Outstanding
COMMON	3,014,820,305

11. Indicate the item numbers reported herein
Item 9 Other Events

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.

Marcventures Holdings, Inc.

MARC

PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting
References: SRC Rule 17 (SEC Form 17-C) and
Sections 7 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Notice of Annual Stockholders' Meeting

Background/Description of the Disclosure

"We advise that during its meeting held on March 2, 2023, the Board of Directors approved the postponement of the Annual Stockholders' Meeting ("ASM") scheduled under the By laws on the last Friday of May or May 26, 2023, and reset the ASM to July 25, 2023 (Tuesday) with Record Date on June 28, 2023."

Type of Meeting

- Annual
 Special

Date of Approval by Board of Directors	Mar 2, 2023
Date of Stockholders' Meeting	Jul 25, 2023
Time	2:00 P.M.
Venue	Turf A Room of Manila Polo Club, 35 McKinley Road, Forbes Park, Makati City
Record Date	Jun 28, 2023
Agenda	<ol style="list-style-type: none"> 1. Call to Order 2. Proof of Notice and Certification of Quorum 3. Approval of the Minutes of the Previous Annual Stockholders' Meeting Held on 28 July 2022 4. Approval of the Management Report and Audited Financial Statements for the Year Ended 31 December 2022 5. Ratification of Acts of the Board of Directors and Management 6. Election of Directors 7. Appointment of the External Auditor 8. Other Matters 9. Adjournment

Inclusive Dates of Closing of Stock Transfer Books

Start Date	N/A
End Date	N/A

Other Relevant Information

Amended to update the date, venue and the Agenda of the Stockholders' meeting.

Filed on behalf by:

Name	Joanna Alexis Manzano
Designation	Legal Admin Supervisor

COVER SHEET

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SEC Registration Number

M	A	R	C	V	E	N	T	U	R	E	S		H	O	L	D	I	N	G	S	,		I	N	C	.					
(F O R M E R L Y : A J O . N E T H O L D I N G S , I N C .)																															

(Company's Full Name)

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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 C I T Y																															

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

ROLANDO S. SANTOS

Contact Person

8831-4479

Company Telephone Number

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Month Day
Fiscal Year

SEC Form 17-C

FORM TYPE

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Month Day
Annual Meeting

N/A

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

nil

Domestic

Foreign

To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.

LCU

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.June 16, 2023.....
Date of Report (Date of earliest event reported)
2. SEC Identification Number12942..... 3. BIR Tax Identification No. .. 000-104-320-000..
4. .. Marcventures Holdings, Inc......
Exact name of issuer as specified in its charter
5. Metro Manila..... 6. (Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. 4th Floor BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City.... 1227.....
Address of principal office Postal Code
8. +632 8831-4479.....
Issuer's telephone number, including area code
9.
..... N/A.....
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
Outstanding and Amount of Debt Outstanding |
|---------------------------|--|
| <u>Common</u> | <u>3,014,820,305</u> |
11. Indicate the item numbers reported herein:Item No. 9 Other Events.....

Item 9. Postponement of 2023 Annual Stockholders' Meeting

The Annual Stockholders' Meeting ("ASM") of Marcventures Holdings, Inc. (the "Company") which, under the By-Laws, is scheduled on the last Friday of May, and which was postponed and scheduled on July 28, 2023, is further postponed and rescheduled to July 25, 2023 with record date of June 28, 2023.

The ASM was rescheduled to July 25, 2023 in order to satisfy the requirements of Section 25 of the Revised Corporation Code which provides that the election of directors must be held on a date not later than the sixty (60) days from the scheduled date.

The postponement of the meeting and its resetting to July 25, 2023 was determined by the Company's authorized officers, pursuant to the Board's delegation of authority. Attached is the notarized Secretary's Certificate dated March 2, 2023 which was previously issued by the Assistant


Corporate Secretary in compliance with SEC Notice dated April 3, 2020 and Securities Regulation Code (SRC) Rule 11.1.5 of the 2015 SRC Rules.

SIGNATURES

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.

.. MARVENTURES HOLDINGS, INC......
Issuer

... June 16, 2023.....
Date


ANA MARIA A. KATIGBAK/ Asst. Corporate Secretary
.....
Signature and Title*

* Print name and title of the signing officer under the signature.

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

I, **ANA MARIA A. KATIGBAK**, of legal age, Filipino, with office address at 3rd Floor, The Valero Tower, 122 Valero St., Salcedo Village, Makati City, Philippines, after having been duly sworn to in accordance with law, do hereby depose and state that:

1. I am the duly elected and qualified Assistant Corporate Secretary of **MARCVENTURES HOLDINGS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines, with principal office address at 4th Floor BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City, Philippines.

2. I hereby certify that, during the regular meeting of the Board of Directors of the Corporation held on 02 March 2023 at the Corporation's principal office, wherein a quorum was present and acting throughout, the following Resolutions were unanimously approved:

"RESOLVED, that the Board of Directors of the Corporation, authorizes, as it hereby authorizes, the postponement of the Annual Stockholders' Meeting which, under the By-laws, is scheduled on the last Friday of May of each year;

"RESOLVED FURTHER, that the Board of Directors of the Corporation authorizes, as it hereby authorizes, the holding of the Corporation's 2023 Annual Stockholders' Meeting on 28 July 2023 with record date on 28 June 2023, as well as the budget and service provider as presented by the Office of the Corporate Secretary;

"RESOLVED FURTHER, that the Board authorizes and empowers any of the following director/s or officer/s, as they are hereby authorized and empowered, to (1) postpone and reset the meeting date and record date as they may deem necessary; (2) and amend, revise and/or finalize the Agenda:

- **Mr. Cesar C. Zalamea**, Chairman of the Board,
- **Mr. Anthony M. Te**, Chairman of the Executive Committee,
- **Mr. Rolando S. Santos**, Chief Operating Officer and Executive Vice President;

"RESOLVED FURTHER, that pursuant to Sections 49 and 57 of the Revised Corporation Code and SEC Memorandum Circular No. 6 (Series of 2020), the Board of Directors of the Corporation authorizes, as it hereby authorizes, the holding and conduct by remote communication or *in absentia* of the Corporation's 2023 Annual Stockholders' Meeting and any postponements or adjournments thereof as may be determined by any of the above-mentioned authorized director/s or officer/s of the Corporation;

"RESOLVED FURTHER, that the stockholders of the Corporation be authorized, as they are hereby, authorized to cast their votes by proxy, remote communication or *in absentia*, in accordance with the mechanisms and procedures to be issued by the Corporate Secretary;

"RESOLVED FINALLY, that Management and the proper officers of the Corporation be authorized and empowered, as they are hereby, authorized and empowered, to perform all acts, and to sign, execute, file and deliver, for and on behalf of the Corporation, any and all documents which may be required by the Securities and Exchange Commission in relation to the 2023 Annual Stockholders' Meeting

"RESOLVED, FINALLY, that the foregoing resolution shall continue have full force and effect until the same are repealed, amended and/or superseded by a subsequent resolution to the contrary."

IN WITNESS WHEREOF, I have hereunto set my hand this MAR 02 2023 day of _____ in Makati City.

ana maria a. katigbak
ANA MARIA A. KATIGBAK
Asst. Corporate Secretary

SUBSCRIBED AND SWORN to before me, a Notary Public for and in the City of Makati, Philippines, this MAR 02 2023 affiant who is personally known to me and whose identity I have confirmed through her Passport No. [REDACTED]

Doc No. 281;
Page No. 58
Book No. 1;
Series of 2023.



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PATRIZIA ADELINE A. LUCINDO
Appointment No. M-017
Notary Public for Makati City
Until December 31, 2024
Castillo Laman Tan Pantaleon
& San Jose Law Firm
The Valero Tower, 122 Valero Street₂
Salcedo Village, Makati City
PTR No. 9563755; 01-03-2023; Makati City
IBP No. 260269; 01-03-2023; Tarlac Chapter
Roll No. 80669