

SEC FORM 17-C

**CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE (SRC)
AND SRC RULE 17(a)-1(b)(3) THEREUNDER**

1. 25 June 2021
Date of Report (Date of earliest event reported)
2. SEC Identification Number 31050 3. BIR Tax Identification No. 000-152-291
4. Sta. Lucia Land, Inc.
Exact name of registrant as specified in its charter
5. Metro Manila Province, country or other jurisdiction of
incorporation
6. (SEC Use Only)
Industry Classification Code:
7. Penthouse, Building 3, Sta. Lucia Mall, Marcos Highway corner Imelda Avenue, Cainta,
Rizal
Address of principal office
8. (02) 8681-7332
Registrant's telephone number, including area code
9. Securities registered pursuant to Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock
Common	8,196,450,000

10. Are any or all of the securities listed on the Philippine Stock Exchange?

Yes [] No []

11. Indicate the item numbers reported herein: 9

At the Annual Meeting of the Stockholders of the Corporation held on 25 June 2021 at Penthouse Building III, Sta. Lucia Mall, Marcos Highway corner Imelda Avenue, Cainta, Rizal, via remote communication, at which meeting a quorum was present and acting throughout, the stockholders of the Corporation:

- A. Approved the Minutes of the Annual Stockholders' Meeting held on 20 August 2020.
- B. Ratified all acts and resolutions of the Board of Directors and Management for the period from 20 August 2020 to 24 June 2021.
- C. Elected the following as members of the Board of Directors of the Corporation for the year 2021-2022:

VICENTE R. SANTOS
EXEQUIEL D. ROBLES
ANTONIO D. ROBLES
AURORA D. ROBLES
MARIZA SANTOS-TAN
ORESTES R. SANTOS
SIMEON S. CUA
RENATO C. FRANCISCO
DANILO A. ANTONIO

Justice Renato C. Francisco and Mr. Danilo A. Antonio were elected as independent directors of the Corporation for the year 2021-2022, pursuant to Rule 38 of the Securities Regulation Code.

- D. Approved the amendment of the By-Laws of the Corporation to authorize the stockholders to vote through remote communication or in absentia.
- E. Re-ratified the sale of up to Three Billion (3,000,000,000) shares of stock through a follow-on offering, as previously approved in the Annual Stockholders' Meeting held on 21 June 2013.
- F. Appointed Sycip Gorres & Velayo [SGV & Co.] as the Corporation's external auditor for the fiscal year 2021-2022.

Thereafter, at the Organizational Meeting of the Board of Directors of the Corporation held immediately after the Annual Stockholders' Meeting, at which meeting a quorum was present and acting throughout, the following were elected as officers of the Corporation for the year 2020-2021:

Chairman	-	Vicente R. Santos
President	-	Exequiel D. Robles
Executive Vice President, Chief Financial Officer and Chief Risk Officer	-	David M. Dela Cruz
Treasurer	-	Mariza Santos-Tan
Assistant Treasurer	-	Aurora D. Robles
Internal Auditor and Data Protection Officer	-	Ace Franziz D. Cuntapay
Chief Compliance Officer and VP - Investor Relations & Corporate Planning	-	Jeremiah T. Pampolina
Corporate Secretary	-	Patricia A. O. Bunye
Assistant Corporate Secretary	-	Crystal I. Prado
Assistant Corporate Secretary	-	Pancho G. Umali

Further, the following directors were designated as Chairmen and Members of the Corporation's Executive, Audit, Corporate Governance, Board Risk Oversight, Related Party Transactions and Nomination Committees:

A. Executive Committee

1. Exequiel D. Robles – Chairman
2. Vicente R. Santos
3. Mariza Santos-Tan
4. Aurora D. Robles
5. Antonio D. Robles

B. Audit Committee

1. Danilo A. Antonio – Chairman
2. Renato C. Francisco
3. Vicente R. Santos
4. Orestes R. Santos

C. Corporate Governance Committee

1. Renato C. Francisco – Chairman
2. Danilo A. Antonio
3. Vicente R. Santos

D. Board Risk Oversight Committee

1. Danilo A. Antonio – Chairman
2. Renato C. Francisco
3. Vicente R. Santos

E. Related Party Transactions Committee

1. Renato C. Francisco – Chairman
2. Danilo A. Antonio
3. Vicente R. Santos
4. Orestes R. Santos

F. Nomination Committee

1. Renato C. Francisco – Chairman
2. Danilo A. Antonio
3. Vicente R. Santos

In addition, the following resolutions were discussed and approved by the Board of Directors:

- A. Resolution approving the Minutes of the Special Meeting of the Board of Directors held on 12 March 2021;
- B. Resolutions authorizing the Corporation to acquire the following:
 - a. Parcels of land located in Rizal with a total area of 17,214 sq.m.;
 - b. Parcels of land located in Batangas with a total area of 102,018 sq.m.; and
 - c. Parcel of land located in Cotabato with an area of 52,149 sq.m.
- C. Resolutions authorizing the Corporation to enter into joint ventures involving the following:
 - a. Development of projects located in Rizal with a total area of 186,930 sq.m.;
 - b. Development of projects located in Bulacan with a total area of 24,839 sq.m.; and
 - c. Development of projects located in Laguna with a total area of 140,820 sq.m.
- D. Resolutions confirming the authority of the Corporation to sell up to Three Billion (3,000,000,000) shares of stock through a follow-on offering, as previously approved during the Special Meeting of the Board of Directors held on 18 April 2013;
- E. Resolutions approving the Disclosures contained in the Registration Statement and Listing Application and the filing thereof in connection with the Corporation's Follow-on Offering, including the following:
 - a. approval to adopt the Fit and Proper Rule for the selection of directors and officers, and to undertake to comply with the rules of the Securities and Exchange Commission (SEC) on resolving conflicting issues regarding the selection of independent directors;
 - b. approval to authorize the SEC and its duly authorized representatives to access, inspect and copy all of the bank accounts of the Corporation, its subsidiaries, affiliates and persons under common control with or by the Corporation; and
 - c. approval to be joint and severally liable for all the acts of the Corporation's transfer agent, Professional Stock Transfer, Inc., in relation to all matters involving the shares to be offered.
- F. Resolutions authorizing the Corporation to engage the services of underwriter/s, issue managers and arrangers, selling agents, stabilizing agent, advisors, legal counsel, and such other parties and agents as may be necessary in connection with the Corporation's Follow-on Offering, and to authorize Oliver Paul L. Pobre and Marian Elisa C. Carlos of China Bank Capital Corporation to represent the Corporation before the Philippine Stock Exchange, Inc.;
- G. Resolution authorizing the Corporation to amend its dividend policy from up to ten percent (10%) to up to twenty five percent (25%):

"RESOLVED, That the Corporation be, as it is hereby, authorized and empowered to declare dividends equivalent to up to twenty five percent (25%) of the prior fiscal year's net income after tax subject to: (i) the availability of unrestricted retained earnings; (ii)

implementation of business plans; (iii) contractual obligations; (iv) working capital requirements; and (v) the approval of the Board of Directors. The Corporation may declare dividends, annually or as often as the Board of Directors may deem appropriate, in cash or in kind and/or in additional shares from its surplus profits. The declaration and payment of dividends are subject to the regulatory requirements of the Securities and Exchange Commission and the Philippine Stock Exchange, Inc.”

- H. Resolutions authorizing the Corporation to appoint Rizal Commercial Banking Corporation - Trust and Investments Group as Facility Agent.

IMPACT OF THE REPORTED FACTS ON THE REGISTRANT'S CURRENT OR FUTURE OPERATIONS, ITS FINANCIAL POSITION OR RESULTS OF OPERATIONS

The matters taken up and approved at the aforementioned meeting, including the election of the aforementioned Directors and Officers of the Registrant, shall ensure continuity in the operations of the Registrant's business.

Pursuant to the requirements of the Securities Regulation Code, the Corporation has duly caused this report to be signed on its behalf by the undersigned corporate officer.

25 June 2021.

STA. LUCIA LAND, INC.
Registrant

By:


PATRICIA A. O. BUNYE
Corporate Secretary