

# COVER SHEET

6 6 3 8 1

SEC Registration Number

E N E R G Y   D E V E L O P M E N T   C O R P O R A T I O N

(Company's Full Name)

3 8 T H   F L O O R ,   O N E   C O R P O R A T E

C E N T R E   J U L I A   V A R G A S   C O R N E R

M E R A L C O   A V E .   O R T I G A S   C E N T E R

P A S I G   C I T Y

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

**ATTY. BERNADETTE ANN V.  
POLICARPIO**

Contact Person

**667-7332/755-2331**

Company Telephone Number

## SEC Form 17-C

1 2

Month

3 1

Day

Fiscal Year

FORM TYPE

**1st Tuesday of May**

Month

Day

Annual Meeting

Secondary License Type, If Applicable

Dept Requiring this Doc

Amended Articles Number / Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

Document ID

LCU

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
SRC RULE 17 THEREUNDER



1. 09 May 2019  
Date of Report (Date of earliest event reported)
  
2. SEC Identification Number 66381      3. BIR Tax Identification No. 169-125
  
4. ENERGY DEVELOPMENT CORPORATION  
Exact name of registrant as specified in its charter
  
5. PHILIPPINES      6. (SEC Use Only)  
Province, country or other jurisdiction      Industry Classification Code  
of incorporation
  
7. 38<sup>th</sup> Floor, One Corporate Centre,  
Julia Vargas corner Meralco Ave.,  
Ortigas Center, Pasig City      1605  
Address of principal office      Postal Code
  
8. (632) 667-7332 755-2331  
Registrant'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 4 and 8 of the RSA
  - a) Authorized Capital Stock

Common shares,	P1.00 par value 27,000,000,000 shares
Voting Preferred shares,	P0.01 par value 15,000,000,000 shares
Non-voting Preferred,	P10.00 par value 300,000,000 shares
  
  - b) Issued and Outstanding Shares

Common shares,	P1.00 par value 17,054,152,269 shares
(exempt securities) as of December 31, 2018	
Preferred shares,	P0.01 par value 9,375,000,000 shares
(exempt securities)	
  
  - c) Amount of Debt Outstanding as of December 31, 2018      Php65,802,722,675

11. Indicate the item numbers reported herein:

**ITEM 4. Resignation, Removal or Election of Registrant's Directors or Officers.**

We advise the Securities and Exchange Commission that at the Annual Meeting of Stockholders held on May 9, 2019, the stockholders of the Company elected the following individuals to the Board of Directors:

**Regular Directors**

1. Federico R. Lopez
2. Richard B. Tantoco
3. Francis Giles B. Puno
4. Jonathan C. Russell
5. Joaquin E. Quintos IV
6. David Andrew Baldwin
7. Christopher Eu Sun Low
8. Nicole Goh Phaik Khim

**Independent Directors**

1. Manuel I. Ayala
2. Edgar O. Chua
3. Francisco Ed. Lim

During the organizational meeting of the new Board of Directors held immediately after the stockholders' meeting, the following officers were elected:

**NAME POSITION**

OSCAR M. LOPEZ	Chairman Emeritus
FEDERICO R. LOPEZ	Chairman of the Board & Chief Executive Officer
RICHARD B. TANTOCO	President & Chief Operating Officer
VICTOR EMMANUEL B. SANTOS, JR.	Senior Vice President & Regulatory Compliance Officer
MA. ELIZABETH D. NASOL	Senior Vice President
ERWIN O. AVANTE	Vice President & Chief Financial Officer/Treasurer and Compliance Officer for SEC
EMMANUEL C. PORTUGAL	Vice President & Chief Digital Transformation Officer
JAMES ARNOLD D. VILLAROMAN	Vice President
LIBERATO S. VIRATA	Vice President
RAMON A. CARANDANG	Vice President
GRACE STEPHANIE L. MARCELO	Vice President

FERDINAND B. POBLETE	Vice President
REMAN A. CHUA	Vice President
ARIEL ARMAN V. LAPUS	Vice President
JAY JOEL L. SORIANO	Vice President
EDWIN H. ALCOBER	Vice President
JAMES E. JUMAWAN	Vice President
GLENN L. TEE	Assistant Vice President and Chief Audit Executive
RYAN Z. VELASCO	Assistant Vice President & Corporate Information Officer
BERNADETTE ANN V. POLICARPIO	Vice President and Corporate Secretary
ANA MARIA A. KATIGBAK	Assistant Corporate Secretary

The Board elected the following members to the Nominations and Compensation, Audit and Governance, Risk Management, Corporate Social Responsibility, Related Party Transactions, and Operations Committees:

**Nominations and Compensation Committee**

*Federico R. Lopez (Chairman)*

*Francis Giles B. Puno*

*Manuel I. Ayala (Independent Director)*

*David Andrew Baldwin*

*Joaquin E. Quintos IV*

*Management Representative:*

*Ma. Elizabeth D. Nasol*

**Audit and Governance Committee**

*Edgar O. Chua (Chairman; Independent Director)*

*Francisco Ed. Lim (Independent Director)*

*Manuel I. Ayala (Independent Director)*

*Francis Giles B. Puno*

*Jonathan C. Russell*

*Joaquin E. Quintos IV*

*David Andrew Baldwin*

*Management Representatives:*

*Erwin O. Avante*

*Maribel A. Manlapaz*

**Risk Management Committee**

*Francis Giles B. Puno (Chairman)*  
*Jonathan C. Russell*  
*David Andrew Baldwin*  
*Joaquin E. Quintos IV*

*Management Representatives:*

*Erwin O. Avante*  
*James Arnold D. Villaroman*  
*Jay Joel L. Soriano*  
*Miguel Lorenzo S. de Vera*

**Corporate Social Responsibility Committee**

*Federico R. Lopez (Chairman)*  
*Edgar O. Chua (Independent Director)*  
*Richard B. Tantoco*  
*Joaquin E. Quintos IV*  
*David Andrew Baldwin*

*Management Representatives:*

*Erwin O. Avante*  
*Allan V. Barcena*

**Related Party Transactions Committee**

*Manuel I. Ayala (Chairman; Independent Director)*  
*Edgar O. Chua (Independent Director)*  
*Francisco Ed. Lim (Independent Director)*  
*Federico R. Lopez*  
*Richard B. Tantoco*  
*Francis Giles B. Puno*  
*Jonathan C. Russell*  
*Joaquin E. Quintos IV*  
*David Andrew Baldwin*

*Management Representatives:*

*Erwin O. Avante*  
*Bernadette Ann V. Policarpio*

**Operations Committee**

*Federico R. Lopez*  
*Richard B. Tantoco*  
*Francis Giles B. Puno*  
*Jonathan C. Russell*  
*Joaquin E. Quintos IV*  
*David Andrew Baldwin*

## ITEM 9. OTHER EVENTS

At the Annual Meeting of Stockholders held on May 9, 2019, the following were approved:

1. Appointment of SGV & Co. as external auditor for the current year; and
2. Amendment to the Seventh Article of the Articles of Incorporation of the Company to increase the dividends of voting preferred shares by adding a fixed dividend rate to be determined by the Board of Directors, in addition to the current dividend rate of eight percent (8%) of the par value of the voting preferred shares.

At the Organizational Board Meeting held immediately after the stockholders' meeting, the following were approved:

1. Declaration of a regular cash dividend of Php7.5 million to preferred shareholders for 2018 and 2019, and a regular cash dividend of Php3.0 billion to common shareholders; and
2. Declaration of additional cash dividend of Php286 million to preferred shareholders for 2018, subject to the approval of the Securities and Exchange Commission of the amendment to the Seventh Article of the Articles of Incorporation of the Company.

**ENERGY DEVELOPMENT CORPORATION**  
Registrant

  
**BERNADETTE ANN V. POLICARPIO**  
Corporate Secretary

Date: 9 May 2019  
EDC SEC Form 17-C-EDC