

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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

1. April 29, 2022  
Date of Report (Date of earliest event reported)
  
2. SEC Identification Number 66381      3. BIR Tax Identification No. 000- 169-125
  
4. ENERGY DEVELOPMENT CORPORATION  
Exact name of registrant as specified in its charter
  
5. PHILIPPINES  
Province, country or other jurisdiction  
of incorporation
  
6. (SEC Use Only)  
Industry Classification Code
  
7. Rockwell Business Center Tower 3  
Ortigas Avenue, Pasig City, Philippines  
Address of principal office
  
6. 1604  
Postal Code
  
8. (632) 7755-2331  
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,	₱1.00 par value 27,000,000,000 shares
Voting Preferred shares,	₱0.01 par value 15,000,000,000 shares
Non-voting Preferred,	₱10.00 par value 300,000,000 shares
  
  - b) Issued and Outstanding Shares

Common shares,	₱1.00 par value 17,041,572,772 shares
	(exempt securities) as of March 31, 2022
Preferred shares,	₱0.01 par value 9,375,000,000 shares
	(exempt securities)
  
  - c) Amount of Debt Outstanding  
₱54,455,489,572.00  
(as of March 31, 2022)

11. Indicate the item numbers reported herein:

#### **ITEM 9. OTHER EVENTS**

##### ***Postponement and Re-Setting of the Annual Stockholders' Meeting to June 29, 2022 to be held via Remote Communication with Voting in Absentia***

Pursuant to the authority granted by the Board of Directors ("Board") to the President and Chief Operating Officer ("COO") to postpone and reset the meeting date and/or change other details of the annual stockholders' meeting, the President/COO approved the postponement of the annual stockholders' meeting and its resetting to June 29, 2022 at 10:00A.M. to give the Company more time to prepare the regulatory requirements for the meeting. The record date remains to be April 15, 2022.

In compliance with SEC Notice dated April 3, 2020 on the Filing of the Notice of Postponement of Annual Stockholders' Meeting, we attach the Secretary's Certificate (Annex "A") containing the resolution of the Board on the authority of the President/COO to postpone and/or reset the meeting date and/or change the other details of the annual stockholders' meeting. The Sworn Notification of Postponement of Meeting is likewise attached as Annex "B".

The organizational meeting of the newly-elected Board will be held immediately after the Annual Stockholders' Meeting.

##### ***Change in Corporate Purpose***

Further to our earlier disclosure dated February 24, 2022, we advise that the Securities and Exchange Commission has approved the amendment of the Company's Articles of Incorporation to expand its primary purpose to include the engagement in the generation, sale, and supply of electricity from renewable energy sources, including participation and trading in any market for electricity, ancillary power, or intangible assets, such as tradable certificates and other financial instruments, without engaging in the business of an investment company or a broker or dealer of securities; and additional business activities arising from or related to the Company's primary purpose, such as those related to energy storage, provision of ancillary services, and energy trading transactions.

A copy of the Certification on Electronic Submission of this SEC Form 17-C is attached as Annex "C".

**ENERGY DEVELOPMENT CORPORATION**

Registrant

  
**BERNADETTE ANN V. POLICARPIO**  
Corporate Secretary

Date: April 29, 2022

SEC Form 17-C-EDC



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

**SECRETARY'S CERTIFICATE**

I, **BERNADETTE ANN V. POLICARPIO**, Filipino, of legal age, with office address at the 10<sup>th</sup> Floor, Rockwell Business Center Tower 3, Ortigas Avenue, Pasig City, being the duly elected Corporate Secretary of **ENERGY DEVELOPMENT CORPORATION** (the "Company"), a corporation organized and existing under Philippine laws with principal office at Rockwell Business Center Tower 3, Ortigas Avenue, Pasig City, hereby certify that:

1. During the special meeting of the Board of Directors of the Company held on **3 March 2022**, the Board approved the following resolution:

**Resolution No. 7, Series of 2022**

**"RESOLVED**, that the Board of Directors of Energy Development Corporation (the "Company") authorize, as it hereby authorizes (1) the postponement of the 2022 Annual Stockholders' Meeting which, under the By-laws, is scheduled on the first Tuesday of May, and its resetting on May 19, 2022 at 10:00 A.M., or any postponements or adjournments thereof, to be held by remote communication; and (2) the casting of votes by all qualified stockholders of the Company at that meeting by remote communication or *in absentia*, in accordance with the internal procedure to be issued by the Company;

**"RESOLVED FURTHER**, that in connection with the Annual Stockholders Meeting of the Company:

- (a) the record date for the Annual Stockholders' meeting shall be April 15, 2022;
- (b) the President/Chief Operating Officer shall be authorized:
  - (1) to postpone and/or reset the meeting date and/or change other details related to the Annual Stockholders' Meeting, as may be necessary, and
  - (2) to approve the internal procedure embodying the mechanism for participation at the 2022 Annual Stockholders' Meeting through remote communication and voting *in absentia*, taking into account the Company's number of stockholders, their location, matters to be discussed and voted upon, promotion of minority rights, and





29 April 2022

**SECURITIES AND EXCHANGE COMMISSION**

Secretariat Building, PICC Complex  
Roxas Boulevard, Manila 1307

Attention: Ms. Rachel Esther J. Remalante  
Director  
Corporate Governance and Finance Department

Re: Sworn Notification of Postponement of Meeting

Gentlemen:


This is to advise that Energy Development Corporation (the "Company") is postponing the annual stockholders' meeting of the Company and resetting it from 19 May 2022 to 29 June 2022 at 10:00A.M. to give the Company more time to prepare the regulatory requirements for the meeting. The meeting will be held via remote communication. The record date for stockholders entitled to notice and to vote at the meeting is 15 April 2022.

This sworn notification is being submitted in compliance with Sec. 20.11.1.5 of the 2015 SRC Rules.

  
**BERNADETTE ANN V. POLICARPIO**  
Corporate Secretary

**SUBSCRIBED AND SWORN TO** before me this 29 April 2022 by Bernadette Ann V. Policarpio, with Passport No. P7343464A, expiring on 25 May 2028, who is personally known to me, and who is the same person who personally signed before me the foregoing Secretary's Certificate and acknowledged that she executed the same.

Doc. No. 279;  
Page No. 57;  
Book No. V;  
Series of 2022.

  
**ATTY. MARITA P. AGOS**  
Notary Public - Cities of Pasig, Alagang & San Juan &  
Municipality of Pateros until 30 June 2022  
Appointment No. 223 (2019-2020)  
10<sup>th</sup> Floor, Rockwell Business Center Tower 3  
Ortigas Avenue, Pasig City  
IBP No. 1041184/5-23-16/IBP Rizal Chapter (lifetime member)  
PTR No. 8121840/1-4-2022/Pasig City  
MCLE VI-0002225/4-14-2019  
Roll of Attorneys No. 65937  
\*Notarial Commission extended until 30 June 2022  
as per Supreme Court En Banc Notice dated 26 October 2021.



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

### CERTIFICATION

I, **BERNADETTE ANN V. POLICARPIO**, being the duly elected Corporate Secretary of **ENERGY DEVELOPMENT CORPORATION** (the "Company"), with SEC registration no. 66381, a corporation organized and existing under Philippine laws with principal office at Rockwell Business Center Tower 3, Ortigas Avenue, Pasig City, under oath state that:


1. On behalf of the Company, I prepared the SEC Form 17-C or Current Report dated April 29, 2022;
2. I have read and understood its contents, which are true and correct of my own personal knowledge and/or based on true records;
3. The Company will comply with the requirements set forth in SEC Notice dated June 24, 2020 for a complete and official submission of reports and/or documents through electronic mail; and
4. I am fully aware that documents filed online that require pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of the filing fee.

IN WITNESS WHEREOF, I have hereunto signed this Certification this 29 April 2022 at Pasig City.

  
**BERNADETTE ANN V. POLICARPIO**  
Corporate Secretary

**SUBSCRIBED AND SWORN TO** before me this 29 April 2022 by Bernadette Ann V. Policarpio, with Passport No. P7343464A, expiring on 25 May 2028, who is personally known to me, and who is the same person who personally signed before me the foregoing Secretary's Certificate and acknowledged that she executed the same.

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