

## 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)  
Jan 31, 2019
2. SEC Identification Number  
808
3. BIR Tax Identification No.  
000-162-935
4. Exact name of issuer as specified in its charter  
ISM Communications Corporation
5. Province, country or other jurisdiction of incorporation  
Metro Manila
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
3F Alegria Alta Bldg., 2294 Don Chino Roces Ave. Ext., Makati City  
Postal Code  
1232
8. Issuer's telephone number, including area code  
02-310-1916
9. Former name or former address, if changed since last report  
N/A
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 Shares	1,958,054,893

11. Indicate the item numbers reported herein  
Item No. 9 - Amendments of Articles of Incorporation

*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.*

# ISM Communications Corporation

## ISM

### PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation

*References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

Amendments of Articles of Incorporation

#### Background/Description of the Disclosure

ISM Communications Corporation (ISM) wishes to inform the Exchange that, at a meeting held on October 18, 2018, by its Board of Directors, the Board approved the following, subject to the ratification of ISM's stockholders and regulatory approvals:

- a. Amendment of the Articles of Incorporation of ISM to increase ISM's authorized capital stock from Php2.8 Billion consisting of 2.8 Billion common shares with a par value of P 1.00 per share to Php75 Billion consisting of 75 Billion common shares with a par value of P 1.00 per share;
- b. To support the increase, the Board also approved the issuance of 24,058,105,850 ISM shares to the shareholders of Udenna Corporation (Udenna), namely: Mr. Dennis A. Uy and Mrs. Cherylyn C. Uy, in exchange for 2,000,000,000 Udenna shares, representing 100% of the outstanding capital of Udenna. These new ISM shares are being issued at Php3.00 share.
- c. Amendment of the Articles of Incorporation of ISM to change the corporate name of ISM to "Udenna Holdings Corporation".

The foregoing Board approvals were ratified and confirmed by the stockholders, representing at least 69.05% of the total outstanding capital stock of the Company', present and represented by proxy, during the special meeting held this January, 31, 2019.

<b>Date of Approval by Board of Directors</b>	Oct 18, 2018
<b>Date of Approval by Stockholders</b>	Jan 31, 2019
<b>Other Relevant Regulatory Agency, if applicable</b>	Securities and Exchange Commission
<b>Date of Approval by Relevant Regulatory Agency, if applicable</b>	N/A
<b>Date of Approval by Securities and Exchange Commission</b>	TBA

<b>Date of Receipt of SEC approval</b>	TBA
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**Amendment(s)**

Article No.	From	To
I	ISM Communications Corporation	Udenna Holdings Corporation
VII	Seventh - That the authorized capital stock of said corporations is Two Billion Eight Hundred Million Pesos (P2,800,000,000), Philippine currency, and said capital stock is divided into Two Billion Eight Hundred Million (2,800,000,000) shares with par value of One Peso (P1.00) each. (as amended on May 27, 2010)	Seventh - That the authorized capital stock of said corporations is Seventy Five Billion Pesos (Php75,000,000,000), Philippine currency, and said capital stock is divided into Seventy Five Billion (75,000,000,000) shares with par value of One Peso (P1.00) each.

**Rationale for the amendment(s)**

The increase in the authorized capital stock of the corporation is firstly to make way for the subscription of the Udenna shareholders into ISM for the share-swap transaction. With this in place, Udenna becomes a wholly-owned subsidiary of ISM, allowing ISM to diversify in the various business segments where Udenna is already involved in.

The change in corporate name is to identify ISM as the new holding company of the Udenna Group.

**The timetable for the effectivity of the amendment(s)**

<b>Expected date of filing the amendments to the Articles of Incorporation with the SEC</b>	TBA
<b>Expected date of SEC approval of the Amended Articles of Incorporation</b>	TBA

**Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any**

Udenna becomes a wholly-owned subsidiary of ISM, allowing ISM to diversify in the various business segments where Udenna is already involved in.

**Other Relevant Information**

The amendments contemplated in this disclosure has already been superseded in the disclosure dated 10 December 2019.

**Filed on behalf by:**

<b>Name</b>	Leandro Abarquez
<b>Designation</b>	Corporate Information Officer