Securities and Exchange Commission
PHILIPPINES

NOTICE

Subject: AMENDMENT OF REQUIREMENTS FOR APPLICATIONS TO DECREASE CAPITAL STOCK

The public is hereby informed that, effective immediately, the Commission **shall no longer require the submission of the written consent of each creditor** in connection with applications for the decrease of authorized capital stock filed with the Financial Analysis and Audit Department (FAAD).

However, the Commission, through FAAD, shall strictly enforce the publication requirement on applications for decrease of capital stock. Thus, the Publishers Affidavit of the Publication of the Decrease of Capital must include, as a minimum, the following:

i. Name of Publisher of Newspaper of General Circulation;
ii. Name of Publisher's Representative (signatory);
iii. Date of Publication;
iv. Contents of the Notice of Decrease in Capital Stock:
   a. Complete Corporate Name;
   b. SEC Registration Number;
   c. Date of Meeting of Board of Directors approving the decrease [for non-One Person Corporation (non-OPC)];
   d. Date of Meeting of Stockholders approving the decrease (for non-OPC);
   e. Date of Resolution of Sole Director-Stockholder (for OPC);
   f. Current Amount of Total Authorized Capital Stock; and
   g. Amount of Total Authorized Capital Stock after SEC approval of decrease; and
v. Notarial Portion.

Accordingly, the requirement of submitting a List of Creditors, if the decrease involves a return of capital, **shall be replaced with a Certification**, executed under oath by the company Treasurer, attesting to the following: a.) A complete list of creditors as of last fiscal year; b.) That all creditors have been duly informed of the decrease of capital stock; c.) That no opposition from any creditor has been received; and d.) That the decrease of capital stock is undertaken for a valid and legitimate purpose and is not intended to defraud creditors.

For guidance and compliance.

Issued on 28 August 2025 in Makati City, Philippines.