

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): 23 April 2025
2. SEC Identification Number: 39274
3. BIR Tax Identification No.: 000-506-020-000
4. Exact name of issuer as specified in its charter: ACEN CORPORATION
5. Province, country or other jurisdiction of incorporation: Makati City, Philippines
6. Industry Classification Code: (SEC Use Only)
7. Address of principal office: Postal Code:
**35th Floor, Ayala Triangle Gardens Tower 2,
Paseo de Roxas corner Makati Avenue, Makati City** 1226
8. Issuer's telephone number, including area code: (632) 7730 6300
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
Common Shares	39,677,394,773
Series A Preferred Shares	8,341,500
Series B Preferred Shares	16,658,500

11. Indicate the item numbers reported herein: **Item 9. Other Events
Please see attachment.**

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ACEN CORPORATION
Registrant

23 April 2025
Date


Raissa C. Villanueva
Assistant Corporate Secretary



ACEN CORPORATION / ACEN

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	
Amendment to Articles of Incorporation	
Background/Description of the Disclosure	
<p>The Board of Directors of ACEN CORPORATION, at its regular meeting held on 10 March 2025, approved the amendments to Articles II (Primary Purpose) and VII (Authorized Capital Stock) of the Articles of Incorporation.</p> <p>The proposed amendments were presented to the stockholders for approval at their annual meeting held on 23 April 2025. Stockholders owning at least 2/3 of the outstanding shares of the Corporation approved the amendments.</p>	
Date of Approval by Board of Directors	10 March 2025
Date of Approval by Stockholders	23 April 2025
Other Relevant Regulatory Agency, if applicable	-
Date of Approval by Relevant Regulatory	N/A

Agency, if applicable	
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article No.	From	To
II	<p>To engage generally in the business of, and/or investing in, electric power development and generation, to engage in retail electricity supply, and to provide guarantees or similar security arrangements.</p> <p style="text-align: center;">xxx</p>	<p>To engage generally in the business of, and/or investing in, electric power development and generation <u>and/or any other business in support of and/or in relation thereto</u>, to engage in retail electricity supply, and to provide guarantees or similar security arrangements.</p> <p style="text-align: center;">xxx</p>
VII	<p>SEVENTH: That the authorized capital stock of the Corporation is FORTY-EIGHT BILLION FOUR HUNDRED MILLION PESOS (P48,400,000,000.00) Philippine Currency, divided into:</p> <p>1. FORTY-EIGHT BILLION THREE HUNDRED MILLION (48,300,000,000) common shares with a par value of</p>	<p>SEVENTH: That the authorized capital stock of the Corporation is <u>FIFTY-EIGHT BILLION FOUR HUNDRED MILLION PESOS (P58,400,000,000.00)</u> Philippine Currency, divided into:</p> <p><u>1. FIFTY-EIGHT BILLION THREE HUNDRED MILLION (58,300,000,000)</u> common shares with a par value of One Peso (P1.00) per share, and</p>

	<p>One Peso (P1.00) per share, and</p> <p>2. ONE HUNDRED MILLION (100,000,000) preferred shares with a par value of One Peso (P1.00) per share, provided that the preferred shares shall have the following features:</p> <p>xxx</p>	<p><u>2. ONE HUNDRED MILLION (100,000,000) preferred shares</u> with a par value of One Peso (P1.00) per share, provided that the preferred shares shall have the following features:</p> <p>xxx</p>
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Rationale for the amendment(s)

- 1. To expand the primary purpose of the Corporation to allow investments in ancillary and other businesses that directly support or relate to power development and generation.
- 2. To increase the number of authorized common shares to provide the Corporation with greater flexibility in raising equity capital.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the Articles of Incorporation with the SEC	TBA
Expected date of SEC approval of the Amended Articles of Incorporation	TBA

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

None

Other Relevant Information

Please refer to the attached document for the full text of the amendments.

	<i>From</i>	<i>To</i>
<i>Article II</i>	To engage generally in the business of, and/or investing in, electric power development and generation, to engage in retail electricity supply, and to provide guarantees or similar security arrangements.	To engage generally in the business of, and/or investing in, electric power development and generation <u>and/or any other business in support of and/or in relation thereto</u> , to engage in retail electricity supply, and to provide guarantees or similar security arrangements.
<i>Article VII</i>	<p>SEVENTH: That the authorized capital stock of the Corporation is FORTY-EIGHT BILLION FOUR HUNDRED MILLION PESOS (P48,400,000,000.00) Philippine Currency, divided into:</p> <p>1. FORTY-EIGHT BILLION THREE HUNDRED MILLION (48,300,000,000) common shares with a par value of One Peso (P1.00) per share, and</p> <p>2. ONE HUNDRED MILLION (100,000,000) preferred shares with a par value of One Peso (P1.00) per share, provided that the preferred shares shall have the following features:</p> <p>(i) May be issued from time to time in one or more series and/or tranches and under such terms and conditions for each series and/or tranche as determined by the Board of Directors, with authority expressly granted to the Board of Directors, subject to the provisions of this Article Seventh, to establish and designate series and/or tranches and to fix the number of shares to be included in</p>	<p>SEVENTH: That the authorized capital stock of the Corporation is <u>FIFTY-EIGHT BILLION FOUR HUNDRED MILLION PESOS (P58,400,000,000.00)</u> Philippine Currency, divided into:</p> <p><u>1. FIFTY-EIGHT BILLION THREE HUNDRED MILLION (58,300,000,000)</u> common shares with a par value of One Peso (P1.00) per share, and</p> <p><u>2. ONE HUNDRED MILLION (100,000,000)</u> preferred shares with a par value of One Peso (P1.00) per share, provided that the preferred shares shall have the following features:</p> <p>(i) May be issued from time to time in one or more series and/or tranches and under such terms and conditions for each series and/or tranche as determined by the Board of Directors, with authority expressly granted to the Board of Directors, subject to the provisions of this Article Seventh, to establish and designate series and/or tranches and to fix the number of shares to be included in each series and/or tranche and the relative rights, preferences and limitations of shares of each series and/or tranche. To the extent not set forth in this Article Seventh, the terms of each such series shall be specified in the resolution adopted by</p>

	<p>each series and/or tranche and the relative rights, preferences and limitations of shares of each series and/or tranche. To the extent not set forth in this Article Seventh, the terms of each such series shall be specified in the resolution adopted by the Board of Directors pursuant to the authority hereinbefore granted providing for the issuance of such shares. A certificate containing such terms and conditions shall be filed with the Securities and Exchange Commission and made publicly available;</p> <p>(ii) May be offered and issued in PHP or in USD as may be determined by the Board of Directors and subject to regulatory requirements;</p> <p>(iii) With issue value to be determined by the Board of Directors at the time of issuance;</p> <p>(iv) With dividend rate to be determined by the Board of Directors at the time of issuance;</p> <p>(v) Cumulative in payment of current and unpaid back dividends;</p> <p>(vi) Non-voting (except for matters mandatorily required by law);</p> <p>(vii) Non-participating in (i) any further cash, property or stock dividends beyond that specifically determined at the time of issuance, and (ii) distribution of corporate assets beyond the issue price</p>	<p>the Board of Directors pursuant to the authority hereinbefore granted providing for the issuance of such shares. A certificate containing such terms and conditions shall be filed with the Securities and Exchange Commission and made publicly available;</p> <p>(ii) May be offered and issued in PHP or in USD as may be determined by the Board of Directors and subject to regulatory requirements;</p> <p>(iii) With issue value to be determined by the Board of Directors at the time of issuance;</p> <p>(iv) With dividend rate to be determined by the Board of Directors at the time of issuance;</p> <p>(v) Cumulative in payment of current and unpaid back dividends;</p> <p>(vi) Non-voting (except for matters mandatorily required by law);</p> <p>(vii) Non-participating in (i) any further cash, property or stock dividends beyond that specifically determined at the time of issuance, and (ii) distribution of corporate assets beyond the issue price specifically determined at the time of issuance;</p> <p>(viii) Non-convertible to common shares;</p> <p>(ix) With preference over holds of common shares in the distribution of corporate assets and in the payment of dividends at the rate specified at the time of issuance;</p> <p>(x) With no preemptive rights to any issue of shares, whether common or preferred shares;</p> <p>(xi) Redeemable at the option of the</p>
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	<p>specifically determined at the time of issuance;</p> <p>(viii) Non-convertible to common shares;</p> <p>(ix) With preference over holds of common shares in the distribution of corporate assets and in the payment of dividends at the rate specified at the time of issuance;</p> <p>(x) With no preemptive rights to any issue of shares, whether common or preferred shares;</p> <p>(xi) Redeemable at the option of the Corporation under such terms that the Board of Directors may approve at the time of issuance; and</p> <p>(xii) Re-issuable under such terms that the Board of Directors may approve at the time of reissuance.</p>	<p>Corporation under such terms that the Board of Directors may approve at the time of issuance; and</p> <p>(xii) Re-issuable under such terms that the Board of Directors may approve at the time of reissuance.</p>
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