

## 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)  
Mar 8, 2019
2. SEC Identification Number  
A199600179
3. BIR Tax Identification No.  
004-668-224
4. Exact name of issuer as specified in its charter  
NOW CORPORATION
5. Province, country or other jurisdiction of incorporation  
METRO MANILA, PHILIPPINES
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
Unit 5-I, 5th Floor OPL Building, 100 C. Palanca Street, Legaspi Village, Makati City  
Postal Code  
1229
8. Issuer's telephone number, including area code  
+632 750-0211
9. Former name or former address, if changed since last report  
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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	1,517,278,350
11. Indicate the item numbers reported herein  
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*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.*

## Now Corporation NOW

### 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 the Seventh Article of Incorporation

**Background/Description of the Disclosure**

At the Special Stockholders' Meeting of NOW Corporation held on 08 March 2019, the stockholders unanimously approved Company's equity restructuring plan by reducing the par value of the common shares of stock of the Company and by applying the resulting additional paid-in capital to eliminate its accumulated deficit. For this purpose, the Board approved the amendment of Article Seventh of NOW's Articles of Incorporation to reduce the par value of common shares from One Peso (Php1.00) per share to Seventy Centavos (Php0.70) per share, and the resulting decrease of NOW's authorized capital stock from Php2,120,000,000.00 divided into 2,060,000,000 common shares and 60,000,000 preferred shares with par value of One Peso (Php1.00) each to Php1,502,000,000.00 divided into 2,060,000,000 common shares with par value of Seventy Centavos (Php0.70) each and 60,000,000 preferred shares with par value of One Peso (Php1.00) each.

<b>Date of Approval by Board of Directors</b>	Dec 28, 2018
<b>Date of Approval by Stockholders</b>	Mar 8, 2019
<b>Other Relevant Regulatory Agency, if applicable</b>	N/Z
<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

**Amendment(s)**

Article No.	From	To

Seventh	SEVENTH: That the authorized capital stock of the Corporation is TWO BILLION ONE HUNDRED TWENTY MILLION PESOS (Php2,120,000,000.00), Philippine Currency, and said capital stock is divided into Two Billion Sixty Million (2,060,000,000) common shares, with a par value of One Peso (Php1.00) each and Sixty Million (60,000,000) Redeemable, Convertible, Non-Participating, and Non-Voting Preferred Shares with or without Detachable Warrants with a par value of One Peso (Php1.00) per share. The dividend rate of the Preferred Shares shall be fixed by the Board of Directors. The subscribers to the Preferred Shares shall be entitled to the payment of dividends as well as any accrued and unpaid dividend on the Preferred Shares before any dividend can	SEVENTH: That the authorized capital stock of the Corporation is ONE BILLION FIVE HUNDRED TWO MILLION PESOS (Php1,502,000,000.00), Philippine Currency, and said capital stock is divided into Two Billion Sixty Million (2,060,000,000) common shares, with a par value of SEVENTY CENTAVOS (Php0.70) each and Sixty Million (60,000,000) Redeemable, Convertible, Non-Participating, and Non-Voting Preferred Shares with or without Detachable Warrants with a par value of One Peso (Php1.00) per share. The dividend rate of the Preferred Shares shall be fixed by the Board of Directors. The subscribers to the Preferred Shares shall be entitled to the payment of dividends as well as any accrued and unpaid dividend on the Preferred Shares before any dividend
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**Rationale for the amendment(s)**

The Company's equity restructuring will enable it to eliminate accumulated deficit, strengthen its financial position and to allow it to declare dividends to shareholders from its unrestricted retained earnings that will be generated subsequent to the equity restructuring.

**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>	Mar 29, 2019
<b>Expected date of SEC approval of the Amended Articles of Incorporation</b>	Jun 28, 2019

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

Except for the decrease in both the authorized capital stock and the par value of common shares of stocks, as stated above, the contemplated amendment of the Seventh Article of Incorporation will have no effect on the business, operations and/or capital structure of the Company.

**Other Relevant Information**

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**Filed on behalf by:**

<b>Name</b>	Angeline Macasaet
<b>Designation</b>	Corporate Secretary