C01074-2018

# 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)

Feb 22, 2018

2. SEC Identification Number

A200115151

3. BIR Tax Identification No.

219-045-668

4. Exact name of issuer as specified in its charter

Ferronoux Holdings, Inc.

5. Province, country or other jurisdiction of incorporation

REPUBLIC OF THE PHILIPPINES

- 6. Industry Classification Code(SEC Use Only)
- 7. Address of principal office

Unit 4-3 Citibank Center, 8741 Paseo de Roxas, Makati City Postal Code 1226

8. Issuer's telephone number, including area code (02)833-0769

9. Former name or former address, if changed since last report

AG Finance, Incorporated

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  | 261,824,002 |  |

11. Indicate the item numbers reported herein

item 9

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.

# Ferronoux Holdings, Inc. FERRO

PSE Disclosure Form 4-7 - Change in Corporate Name and/or Stock Symbol References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

#### Subject of the Disclosure

Change in Corporate Name and Stock Symbol

#### Background/Description of the Disclosure

On February 6, 2018, the Securities and Exchange Commission approved the application of the Company to change its corporate name from "AG Finance, Incorporated" to "Ferronoux Holdings, Inc."

| Date of Approval by Board of Directors                       | Apr 7, 2017              |
|--|--------------------------|
| Date of Approval by Stockholders                             | Dec 11, 2017             |
| Date of Approval by<br>Securities and<br>Exchange Commission | Feb 6, 2018              |
| Previous Corporate<br>Name                                   | AG Finance, Incorporated |
| Previous Stock Symbol  | AGF                      |
| New Corporate Name   | Ferronoux Holdings, Inc. |
| New Stock Symbol   | FERRO                    |

### Procedure(s) for updating stock certificates

## **Details of Stock Transfer Agent**

| Name           | BDO Stock Transfer   |
|----------------|--|
| Address        | 15F South Tower BDO Corporate Center 7899 Makati Ave., Makati City |
| Contact Person | Ms. Gigi C. Arcaba   |

#### Inclusive dates when the old stock certificates can be replaced

| Start Date | Mar 19, 2018 |
|------------|--------------|
| End Date   | N/A          |

#### **Documentary requirements**

For Individual Shareholders:

- i. Personal Appearance
- ii. Submit duly endorsed stock certificate
- iii. Letter of request to change stock certificate
- iv. Bring two valid ID's
- v. Pay Issuance Fee Php Php100.00/certificate
- vi. Pay Cancellation Fee 20.00/certificate

#### **Corporate Shareholders**

For Corporate Shareholders:

- i. Notarized Secretary's Certificate
- ii. Specimen Signature Card of the authorized signatories authenticated by the Corporate Secretary
- iii. Photocopy of two valid ID's of the authorized signatories (certified true copy by the Corporate Secretary)
- iv. Articles of Incorporation and By-Laws of the Company (certified true copy by the Corporate Secretary)
- v. Letter of request to change the stock certificate signed by authorized signatories
- vi. Pay Issuance Fee Php100.00/certificate
- vii. Pay Cancellation Fee Php20.00/certificate

Date of availability of new stock certificates

Mar 19, 2018

#### Procedures in case of lost stock certificates

Requirements for the Replacement of Loss Stock Certificates:

- i. Notarized Affidavit of Loss with undertaking, executed by registered owner, specifying the name of stock, name of registered owner, number of shares, certificate no/s. and circumstances of the loss
- ii. Affidavit of Publication executed by the publisher of a newspaper of general circulation in the principal office of Issuer Corporation stating that the required Notice of Loss had been published once a week for three (3) consecutive weeks
- iii. One-year surety bond to be posted in favor of Banco De Oro Unibank, Inc. in the amount twice the market value of the total shares lost, otherwise, issuance will be made one (1) year after the last date of publication
- iv. Pay transfer fee Php 100.00/certificate
- v. Pay cancellation fee Php 20.00/certificate

#### **Other Relevant Information**

Amended to provide the details and procedures for updating stock certificates and in case of lost stock certificates.

The Company will not be recalling old certificates bearing the former name "AG Finance, Incorporated". Stock certificates with new corporate name "Ferronoux Holdings, Inc." will be issued only upon request by the stockholder(s). Hence, stock certificates under former corporate name "AG Finance, Incorporated" will still be valid.

While the new stock certificates bearing the name "Ferronoux Holdings, Inc." are still not available, shareholders may opt to:

- a. For new issuances:
- i. Use the unissued old stock certificates (i.e. those bearing the name "AG Finance, Incorporated") with the new name and the word "formerly" printed above the former name.; or
- ii. Wait for the new stock certificates bearing the new name.
- b. For existing shareholders requesting that their stock certificates be updated (upon submission/compliance of the above Documentary Requirements):
- i. Have their old stock certificates printed with the new name and the word "formerly" above the former name; or
- ii. Wait for the new stock certificates bearing the new name. As soon as available, their stock certificates will be cancelled and a new stock certificate will be issued.

Please submit all documents at BDO Stock Transfer's office with the following address:

BDO Unibank, Inc.

Securities Services and Corporate Agencies Department

15th Floor, South Tower

**BDO Corporate Center** 

7899 Makati Avenue, Makati City

Telephone Nos: 878-4963

Contact Person: Ms. Teodora "Gigi" Arcaba

The new stock certificate(s) will be made available for pick up at the office of the Stock Transfer Agent indicated above. The new stock certificate(s) will be released to the stockholders of record, or in the case of corporate stockholders, to any of the authorized representative(s).

In the case of individual stockholders, the new stock certificate(s) may be released to an authorized representative of the stockholder of record upon presentation by the authorized representative of his/her identification card with photograph thereon and submission of an original-signed authorization letter from the stockholder of record.

#### Filed on behalf by:

| Name        | Manuel Gonzalez     |
|-------------|---------------------|
| Designation | Corporate Secretary |
|             |                     |