

**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 25, 2022

2. SEC Identification Number

5213

3. BIR Tax Identification No.

000-917-916

4. Exact name of issuer as specified in its charter

GMA Network, Inc.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

GMA Network Center, EDSA corner Timog Avenue, Diliman, Quezon City

Postal Code

1103

8. Issuer's telephone number, including area code

(632) 8982-7777

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
Preferred Shares	7,500,000,000
Common Shares	3,364,692,000

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.*



# GMA Network, Inc.

## GMA7

**PSE Disclosure Form 4-30 - Material Information/Transactions**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Sections 4.1 and 4.4 of the Revised Disclosure Rules**

### Subject of the Disclosure

Results of Special Board Meeting

### Background/Description of the Disclosure

During the Special meeting of the Board of Directors held today via Teleconference; the following were approved ..

1. Upon the recommendation of the Audit and Risk Management Committee, the Board approved the Consolidated Financial Statements for the year 2021.
2. Declaration of Cash Dividends equivalent to PhP 1.45 per share  
Record Date: April 25, 2022  
Payment Date: May 17, 2022
3. Approval by the Board of Directors of the recommendation of the Audit and Risk Management Committee to appoint Sycip Gorres Velayo & Co as the Company's external auditor for the year 2022, subject to the ratification/approval of the stockholders at the May 18, 2022 Annual Stockholders' Meeting.
4. The Company's Board of Directors has recommended the retention of Chief Justice Artemio V. Panganiban and Dr. Jaime C. Laya as Independent Directors and the meritorious justifications therefor (Annex "A"), subject to the Stockholders' approval at the May 18, 2022 ASM;
5. 2. The following resolutions were likewise approved:

"RESOLVED, AS IT IS HEREBY RESOLVED, That, the Corporation is, as it is hereby, authorized to amend the following provisions of its By-Laws, as shown in the hereto attached Amended By-Laws:

- (1) Section 1, Article II – Principal Office
- (2) Section 1, Article III – Place of Meeting
- (3) Section 2, Article III – Annual Meeting
- (4) Section 3, Article III – Special Meeting
- (5) Section 3.a, Article III – Notice of Meeting
- (6) Section 6, Article III – Voting
- (7) Section 4, Article IV – Meetings of the Board
- (8) Section 1, Article V – Designations (Officers)
- (9) Section 2, Article V – Compensation (Officers)
- (10) Section 6, Article V – Vice Presidents
- (11) Section 8, Article V – Secretary
- (12) Section 2, Article VII – Closing of Transfer Books or Fixing of Record Date
- (13) Section 3, Article VII – Loss or mutilation

RESOLVED, that the Corporation be authorized, as it is hereby authorized to correct Section 1, Article IV - Qualification and Term of Office, Section 1.a, Article IV - Nomination of Directors, Section 2, Article IV – Election of Directors, Section 8, Article IV – Compensation (Directors) of the By-laws and reinstate the amendments on April 10, 2006 and May 18, 2007 as approved by the Securities and Exchange Commission on April 20, 2007 and on September 28, 2007, respectively;

"RESOLVED, FINALLY, That the required directors and officers of the Corporation are hereby authorized and empowered, for and behalf of the Corporation, to sign, execute, deliver and cause the submission of the Corporation's Amended By-Laws, as certified by at least a majority of the Directors and the Corporate Secretary, and any and all documents necessary to pursue the said amendment of the Corporation's By-Laws with the Securities and Exchange Commission and/or other relevant government authorities, and to do any and all acts, necessary and proper, to give the foregoing resolution(s) force and effect."

### Other Relevant Information

\* For PDR Holders, please refer to the disclosure of GMA Holdings, Inc. regarding the cash distribution of the dividends

**Filed on behalf by:**

<b>Name</b>	Ayahl Ari Augusto Chio
<b>Designation</b>	First Vice President