

COVER SHEET

C S 2 0 0 4 0 9 4 6 2

S.E.C. Registration Number

H A U S T A L K , I N C .

(Company's Full Name)

U N I T 7 0 1 O R I E N T S Q U A R E

B L D G . , F . O R T I G A S J R . R D .

O R T I G A S C E N T E R

P A S I G C I T Y

(Business Address: No. Street City / Town / Province)

Maria Agnes M. Siapno
Contact Person

(632) 8634 8712
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

SEC Form 17-C
FORM TYPE

May 24
Month Day
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/ Section

Total No. of stockholders
Foreign

Total Amount of Borrowings
Domestic

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

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. **October 19, 2022**
Date of Report (Date of earliest event reported)
- 2. SEC Identification Number **CS200409462** 3. BIR Tax Identification No. **233-687-508**
- 4. **HAUS TALK, INC.** Exact name of issuer as specified in its charter
- 5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
- 7. **Unit 701 Orient Square Bldg., F. Ortigas Jr. Rd., Ortigas Center, Pasig City 1605**
Address of principal office Postal Code
- 8. **(02) 8636-6929**
Issuer's telephone number, including area code
- 9. **N/A**
Former name or former address, if changed since last report
- 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 Shares	2,500,000,000

11. Indicate the item numbers reported herein: Items 4, 9

Please be informed that **HAUS TALK, INC.** (the “Corporation”) held today, October 19, 2022, at 10:30 a.m. its regular annual stockholders’ meeting through remote communication/online using Zoom.

The directors present were as follows:

- Mr. Terence Restituto D. Madlambayan
- Ms. Maria Rachel D. Madlambayan
- Mr. Luis Pio D. Madlambayan
- Ms. Ma. Leah D. Madlambayan
- Mr. Joselito D. Madlambayan
- Atty. Angelico T. Salud (independent)

The Chairman, Mr. Terence Restituto D. Madlambayan, called the meeting into order. The president, Ms. Maria Rachel D. Madlambayan, acted as co-chairman. The Corporate Secretary, Atty. Lyra Gracia Y. Lipae-Fabella, certified that the Notice of the Annual Stockholders’ Meeting with link to the Definitive Information Statement, among others, was duly published in the Business Mirror and The Manila Times on September 28 and 29, 2022, and is available on the Corporation’s website and on the PSE Edge, for the information of the Corporation’s stockholders. She also certified that a quorum existed for the meeting at hand. The stockholders registered an attendance of 2,171,829,999 common shares representing 86.87% of the total issued and outstanding 2,500,000,000 common shares.

The Minutes of the previous annual stockholders’ meeting held on April 12, 2021 were made available to the stockholders together with the Definitive Information Statement and Annual Report which contained the Audited Financial Statements ending December 31, 2021.

The Chief Finance Officer, Maria Agnes M. Siapno, reported the highlights of the previous years’ operations, from pre-IPO to post-IPO, until the latest reported quarter of 2022, the Audited Financial Statements ending December 31, 2021 and the acts of the Board and Management during the previous year to date. The updates on the Corporation’s Use of IPO Proceeds were also discussed.

On the said meeting, the following matters were approved and/or ratified by the stockholders:

1. Minutes of the previous Annual Stockholders’ Meeting held on April 12, 2021;
2. Audited Financial Statements for the calendar year ended December 31, 2021, as contained in the Annual Report;
3. All prior acts and proceedings of the Board of Directors, Corporate Officers and Management; and
4. Appointment of Valdes Abad & Company as External Auditor for the calendar year 2022

For each of the items above, 2,171,829,999 votes were cast IN FAVOR, 0 for AGAINST and 0 for ABSTAIN.

Also, the following were elected directors for the ensuing year:

1. Mr. Terence Restituto D. Madlambayan
2. Ms. Maria Rachel D. Madlambayan
3. Mr. Luis Pio D. Madlambayan
4. Ms. Ma. Leah D. Madlambayan
5. Mr. Joselito D. Madlambayan
6. Atty. Angelico T. Salud (independent director)
7. Atty. Jose Ferdinand M. Rojas II (independent director)

Each director obtained 2,171,829,999 votes IN FAVOR, with 0 for AGAINST and 0 for ABSTAIN.

The Chairman opened the floor for other matters to be taken up or questions from the stockholders.

The questions raised were as follows:

1. From the prospectus you released during the January IPO, you said that you will launch Celestis in Antipolo and you had pipeline projects. Where are we now on these pipeline projects?

The Chairman answered that the new project in Biñan, Laguna which was not part of the pipeline projects but a result of the reallocation last March, will be launched later this year. The Corporation decided to refocus its resources and cancel the projects in Calasiao, Pangasinan and Sta. Rosa, Laguna, and recognized the potential of the Biñan project. In the pipeline are the Bacoor and Mariveles projects which are expected to be launched in the next few years.

2. Based on the historical trend of HTI price in the market, it seems we fell beyond 1 peso from our IPO of 1.5. Are we doing any efforts to ensure we go back to our strike price?

The Chairman recognized that the fundamentals of the Corporation are good, and it has been performing relatively well. He mentioned that the Corporation will be launching the new projects in Biñan, Laguna and in Mariveles, Bataan. These projects will have an estimated 1,400 units and around 2,200 units, respectively. With this development, the Corporation is confident that projects of this magnitude will contribute to the increase in the market price of the HTI shares.

3. When are we going to receive our dividends?

The Chairman informed the stockholders that last August 23, 2022, the Board of Directors approved the dividend policy of the Corporation. Under this policy, the Corporation shall maintain an annual dividend payout ratio of at least 20% of the Corporation's recurring net income for the preceding calendar year. The Board has yet to approve the dividend declaration, but the Corporation is looking at the first half of 2023 to do this.

There being no other matters raised, the Chairman thanked the stockholders for their attendance and support. A video presentation was thereafter shown presenting the accomplishments and challenges of the Corporation, and its inspiration and outlook for the coming period. After which, the meeting was adjourned.

Following the ASM is the Organizational Meeting of the new Board. During said meeting, the following were elected:

<u>Position</u>	<u>Name</u>
Chairman/ VP-Business Development	Terence Restituto D. Madlambayan
President	Maria Rachel D. Madlambayan
VP-Sales and Marketing	Ma. Leah D. Madlambayan
Treasurer	Gloria Judith D. Madlambayan
Chief Finance Officer	Maria Agnes M. Siapno
VP – Procurement and Warehouse/	Noemi D. Madlambayan
Asst. Corporate Secretary	
Corporate Secretary	Lyra Gracia Y. Lipae-Fabella
Controller/ Investor Relations and	John Elson T. Baguipo
Compliance Officer	

The following committee members were also elected:

Audit Committee

Chairman	Atty. Angelico T. Salud *
Member	Atty. Jose Ferdinand M. Rojas II*
Member	Mr. Luis Pio D. Madlambayan

Corporate Governance Committee

Chairman	Atty. Jose Ferdinand M. Rojas II *
Member	Mr. Terence Restituto D. Madlambayan
Member	Atty. Angelico T. Salud *

Board Risk and Oversight Committee

Chairman	Atty. Jose Ferdinand M. Rojas II *
Member	Ms. Ma. Leah D. Madlambayan
Member	Atty. Angelico T. Salud *

Executive Committee

Chairman	Mr. Terence Restituto D. Madlambayan
Member	Ms. Maria Rachel D. Madlambayan
Member	Ms. Ma. Leah D. Madlambayan
Member	Mr. Joselito D. Madlambayan

*Independent Director

The Board also approved the Material Related Party Transactions Policy of the Corporation.

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.

HAUS TALK, INC.

Issuer

October 19, 2022

Date


LYRA GRACIA Y. LIPAE – FABELLA
Corporate Secretary