



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. March 16, 2026
Date of Report (Date of earliest event reported)
- 2. SEC Identification Number 97869
- 3. BIR Tax Identification No. 000-486-050
- 4. Dominion Holdings, Inc.
Exact name of issuer as specified in its charter
- 5. Philippines
Province, country or other jurisdiction of incorporation
- 6. (SEC Use Only)
Industry Classification Code:
- 7. No. 12 ADB Avenue, Ortigas Center, Mandaluyong City
Address of principal office
- 1555
Postal Code
- 8. (632) 8888-0000
Issuer's telephone number, including area code
- 9. BDO Leasing and Finance, Inc.
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
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<u>Common</u>	<u>2,162,475,312</u>
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- 11. Indicate the item numbers reported herein: Item No. 4 & 9

Gentlemen:

Please be advised that at its special meeting held today, 16 March 2026, the Board of Directors of Dominion Holdings, Inc. (DHI or the Corporation) approved the following matters:

1. Acceptance of resignation of the following Directors of DHI effective immediately:
 1. Atty. Elmer B. Serrano
 2. Mr. John Emmanuel M. Lizares
 3. Ms. Melanie S. Belen
 4. Ms. Lucy C. Dy
 5. Mr. Ismael G. Estela Jr. (Independent Director)
 6. Ms. Geneva T. Gloria
 7. Mr. Lazaro Jerome C. Guevarra
 8. Mr. Luis S. Reyes Jr.
 9. Atty. Luis Ma. G. Uranza (Lead Independent Director)

2. The Board, still constituting a quorum, approved the election of the following new directors of DHI, effective immediately, to serve as such until their successors are fully qualified and elected:
 1. Mr. Henry T. Sy, Jr.
 2. Mr. Frederic C. DyBuncio
 3. Mr. Isidro A. Consunji
 4. Mr. Tulsi Das C. Reyes
 5. Justice Rosmari D. Carandang (ret.) (Independent Director)
 6. Mr. Leonardo D. Cuaresma, Jr. (Independent Director)
 7. Ms. Vicky C. Lim Tan (Independent Director)

3. Appointment of the following new officers of the Corporation effective immediately, to serve as such until their successors are fully qualified appointed:
 1. Mr. Frederic C. DyBuncio - Chairman and President
 2. Mr. Fernando A. Rimando - Treasurer
 3. Atty. Elmer B. Serrano - Corporate Secretary

Below are the profiles of the new directors and officers of DHI:

Mr. Henry T. Sy, Jr.

Mr. Henry T. Sy, Jr. is the Vice Chairman of SM Investments Corporation and Chairman of SM Prime Holdings, Inc. and Synergy Grid & Development Phils., Inc. He is also the Chairman and Chief Executive Officer of SM Development Corporation and Vice Chairman of National Grid Corporation of the Philippines. He is responsible for the real estate acquisitions and development activities of the SM Group, which include the identification, evaluation, and negotiation for potential sites as well as the input of design ideas. He graduated with a Management degree from De La Salle University.

Mr. Frederic C. DyBuncio

Mr. Frederic C. DyBuncio is the President and Chief Executive Officer of SM Investments Corporation. He is also the Chairman of the Board of Atlas Consolidated Mining and Development Corporation. Prior to holding the post, he was a career banker who spent over 20 years with JP Morgan Chase and its predecessor institutions. During his stint in the banking industry, he was assigned to various executive positions where he gained substantial professional experience in the areas of credit, relationship management and origination, investment banking, capital markets, and general management. He has worked and lived in several major cities including New York, Seoul, Bangkok, Hong Kong, and Manila. He is the recipient of Corporate Governance Asian Excellence Awards Asia's Best CEO for 2018-2022 and more recently, of Asia's Golden Icon Award for Remarkable Leadership in Financial Excellence in 2025. He graduated from Ateneo de Manila University with a Bachelor of Science degree in Business Management and finished a Master's degree in Business Management program at the Asian Institute of Management.

Mr. Isidro A. Consunji

Mr. Isidro A. Consunji is the Chairman and President of DMCI Holdings, Inc, and has served in the said role for 29 years since March 1995. He is also the Chairman of the Semirara Mining and Power Corp. He also serves as a director of Atlas Consolidated Mining and Development Corporation. He graduated with a degree in Bachelor of Science and Engineering from the University of the Philippines and obtained his Master of Business Economics from Center for Research and Communication and Master of Business Management from the Asian Institute of Management (AIM). He took up Advance Management Program from IESE School in Barcelona, Spain.

Mr. Tulsi Das C. Reyes

Mr. Tulsi Das C. Reyes is the President and Chief Operating Officer of DMCI Mining Corporation, CERI Logistics Inc., Berong Nickel Corporation, and Zambales Diversified Metals Corporation. He is also the President of Sta. Cruz Storage Corporation and Chief Operating Officer of Royal Star Aviation, Inc. He is a Board Member of the Philippine Nickel Industry Association since 2016 and a Member of the UP Engineering R&D Foundation since 2024. He is a graduate of the Advanced Management Program of the University of Asia & the Pacific and has a Geography degree from Canada.

Justice Rosmari D. Carandang (ret.)

Retired Supreme Court Associate Justice Rosmari Declaro Carandang is the Chancellor of the Philippine Judicial Academy since February 2022. She mandatorily retired as SC Associate Justice last January 9, 2022, after serving the High Court as its 181st Associate Justice for more than three years. Justice Carandang is an alumna of the University of the Philippines where she obtained her Bachelor of Arts major in Political Science degree in 1971 and Bachelor of Laws degree in 1975, graduating *cum laude* and class salutatorian. She placed ninth in the 1975 Bar Examinations with an average of 84.95 percent. Justice Carandang worked as a technical assistant in the Commission on Audit in 1976, and then went into private practice and worked with various financial institutions. She was appointed Presiding Judge of the Regional Trial Court of Manila, Branch 12. In March 2003, she was promoted to the Court of Appeals where she became Chairperson of its Third Division and Rules Committee, prior to her appointment as Associate Justice.

Mr. Leonardo D. Cuaresma, Jr.

Mr. Leonardo D. Cuaresma Jr. is the former Managing Partner and Chief Operating Officer of Punongbayan & Araullo, serving from 2012 to 2023. He served as Vice-Chairman of the Board of Partners of P&A, as well as its Head of the People and Culture Group and Branches Operations. He is a fellow of the Institute of Corporate Directors. and served as the past Chairman and past President of the Philippine Auditing Assurance Standards Council and the Association of Certified Public Accountants in Public Practice, respectively. He received his Bachelor's Degree in Accountancy from the University of the East, and a Masters in Management from the Asian Institute of Management. He attended the Advanced Management Program of the Wharton Business School of the University of Pennsylvania, and the Pacific Rim Bankers Program of the University of Washington.

Ms. Vicky C. Lim Tan

Ms. Vicky C. Lim Tan is an independent board member and Chairperson of the Corporate Governance Committee of Maya Bank, Inc. She previously served as a member of the Board of Directors of the Maharlika Investment Corporation. She was also with the Asian Development Bank (ADB) in various roles from 2000 to 2021, where she led project teams in developing country partnership strategies, formulating and executing loans, equity investments and grant facilities in private and government entities across infrastructure and the financial sectors. Vicky was the ADB's Budget Director and was the Principal Director and Head of the Bank's Department of Communications and served in the bank's Integrity Oversight Committee and the Investment Committee of the Staff Pension Fund. She later joined SteelAsia - the Philippines' largest steel manufacturing company as its Deputy President. She is a member of Women Corporate Directors International, NextGen Organization of Women Corporate Directors, and the Management Association of the Philippines, and a fellow of the Foundation for Economic Freedom.

Ms. Lim Tan is a National University of Singapore Distinguished Senior Fellow. She finished at the top of her Master of Business Administration class at the University of the Philippines, where she also took her undergraduate degree in Business Administration and Accountancy.

4. Approval of Amendments to the Articles of Incorporation (AOI) of the Corporation:
 - a. Change in principal address of the Corporation from No. 12 ADB Avenue, Ortigas Center, Mandaluyong City to 5th Floor, Five-E-Com Center, Harbor Drive, Mall of Asia Complex, Pasay City, and accordingly, amendment of the Third Article of the AOI; and
 - b. Decrease in the number of directors from eleven (11) to seven (7), and accordingly, amendment of the Sixth Article of the AOI.

The proposed amendments will be endorsed for approval at the next stockholders' meeting of DHI.

5. Approval of the postponement of the Annual Stockholders' Meeting of the Corporation from 16 April 2026 to a later date, to be determined and to be approved by the Board of Directors as will be announced in due course. This is to give the Corporation sufficient time to comply with regulatory requirements in light of the change in its ownership and to give the shareholders ample opportunity to consider the foregoing proposed amendments to the Articles of Incorporation.

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.

DOMINION HOLDINGS, INC.
Issuer


ELMER B. SERRANO
Corporate Secretary *J*

March 16, 2026
Date