

C S 2 0 1 8 1 1 1 1 9

SEC Registration Number

F I G A R O C O F F E E G R O U P , I N C .

(Company's Full Name)

1 1 6 E A S T M A I N A V E . P H A S E V - S E Z  
L A G U N A T E C H N O P A R K , B I N A N , L A G U N A  
4 0 3 4

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

**Sigrid Von D. De Jesus**  
(Contact Person)

**0917-8832172**  
(Company Telephone Number)

0 6      3 0  
Month      Day  
(Fiscal Year)

**SEC FORM 17-C**  
(Form Type)

**N/A**  
Month      Day  
(Annual Meeting)

**N/A**  
(Secondary License Type, If Applicable)

**SEC-MSRD**  
Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings  
Domestic      Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

S T A M P S

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## Securities and Exchange Commission

Current Report Under Section 17 of the Securities Regulation Code ("SRC")  
and SRC Rule 17.2 (c) Thereunder

### SEC FORM 17-C

1. **17 May 2023**  
Date of Report
2. SEC Identification Number:  
**CS201811119**
3. BIR Tax Identification No.:  
**010-061-026-000**
4. Name of issuer as specified in the charter **FIGARO COFFEE GROUP, INC.**
5. **Philippines**  
Country of Incorporation
6.  (SEC Use Only)  
Industry Classification Code:
7. **116 East Main Ave., Phase V- SEZ,**  
**Laguna Technopark, Binan, Laguna**  
Address of Principal Office **4034**  
Postal Code
8. **(632) 8812-17-18**  
Registrant's Telephone Number
9. **N/A**  
Former name or former address
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

#### **Titles of Each Class**

#### **Number of Shares Outstanding and Amount of Debt Outstanding**

Common Shares

5,468,455,298

11. Item number reported                      Item 9 – N/A

Further, to support the proposed increase in the authorized capital stock of the Company, the Board, in its regular meeting held on 11 May 2023, approved (1) the issuance of the first series of the preferred shares to be designated as Preferred Shares Series 2023-1 ("the Preferred Shares"), which shall have the following features: (i) holders of the Preferred Shares shall have voting rights; (ii) shall earn cumulative dividends at a rate of 1% per annum of the subscription price; (iii) shall have no pre-emptive rights and shall be non-participating; and (iv) shall be redeemed at the discretion of the Company; and (2) in relation to the said issuance of the Preferred Shares, the subscription of and issuance to, Camerton, Inc. of Eight Billion Five Hundred Million (8,500,000,000) Preferred Shares at the subscription price of Two Centavos (PHP0.02) per share or for a total subscription price of One Hundred Seventy Million Pesos (PHP 170,000,000.00), with an initial paid-up amount of Forty Two Million Five Hundred Thousand Pesos (PHP 42,500,000.00) in cash. The said Preferred Shares will not be applied for listing in the Exchange.

The creation of the preferred shares will provide the Company with flexibility in conducting future fundraising activities to support its business operations and expansion plans, and to position the Company for long-term sustainable growth.

The Preferred Shares Series 2023-1 will be issued to the Subscriber after securing the approval by the Securities and Exchange Commission of the Company's increase in authorized capital stock.

The resulting foreign ownership will be determined and accordingly reported upon the approval by the SEC of the increase in authorized capital stock and when the Stock Transfer Agent reports become available. The foreign ownership level of FCG as of 31 March 2023 is 16.72% As previously stated, the Preferred Shares will not be applied for listing in the PSE. The above number of listed shares of the Company (Common Shares) does not yet include the 820,268,295 FCG common shares issued to Monde Nissin Corporation on 02 February 2023.

**FIGARO COFFEE GROUP, INC.**

By:

A handwritten signature in black ink, appearing to read 'L. Concha', written over a horizontal line.

**LOWELA L. CONCHA**

Corporate Secretary