

CS201811119

SEC Registration Number

FIGARO COFFEE GROUP, INC.

(Company's Full Name)

116 EAST MAIN AVE. PHASE V-SEZ
LAGUNA TECHNO PARK, BINAN, LAGUNA
4034

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

Sigrid Von D. De Jesus

(Contact Person)

0917-8832172

(Company Telephone Number)

06

Month

30

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

STAMPS

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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. **24 July 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
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

As previously disclosed, the Board of Directors ("Board") of Figaro Coffee Group, Inc. (the "Company" or "FCG") approved on 19 April 2023, the amendments to the Company's Articles of Incorporation ("AOI") to increase its authorized capital stock from Php660,000,000.00, consisting of 6,600,000,000 common shares with par value of Php0.10 per share, to Php1,340,000,000 divided into: (a) Php1,155,000,000.00 worth of common shares consisting of 11,550,000,000 common shares with par value of Php0.10 per share; and (b) Php185,000,000.00 worth of preferred shares consisting of 9,250,000,000 preferred shares with par value of Php0.02 per share. To support the said increase in FCG's authorized capital stock, the Board approved on 11 May 2023, the issuance of the first series of the preferred shares to be designated as Preferred Shares Series 2023-1, and the subscription of and issuance to, Camerton, Inc. ("Subscriber") of 8,500,000,000 Preferred Shares Series 2023-1 ("Subscription Shares") at the subscription price of Php0.02 per share or for a total subscription price of Php170,000,000.00, with an initial paid-up amount of Php42,500,000.00 in cash, with the balance to be paid upon demand of, and under the terms determined, by the Company's Board (herein referred to as the "Subscription").

Subsequently, at the special meeting of the Company's stockholders on 6 June 2023, FCG's stockholders approved the aforementioned amendments to the Company's AOI to increase the authorized capital stock, and the said issuance to the Subscriber of the Subscription Shares. Subsequently, the Company and the Subscriber executed on 14 June 2023, the Subscription Agreement for the afore-cited Subscription, which is subject to and is conditional on the approval by the Securities and Exchange Commission ("SEC") of the application for the above-mentioned increase in FCG's authorized capital stock. The said Preferred Shares Series 2023-1 will not be applied for listing in the Exchange.

As further disclosed by the Company, the SEC approved the foregoing increase in the Company's authorized capital stock on 14 July 2023. Subsequently, the SEC issued on 21 July 2023, the Certificate of Filing of Enabling Resolution relative to the Subscription.



LOWELA L. CONCHA
Corporate Secretary