

COVER SHEET

- 4 0 9 3 8 -

SEC Registration Number

U N I T E D P A R A G O N M I N I N G

C O R P O R A T I O N

(Company's Full Name)

Q U A D A L P H A C E N T R U M ,

1 2 5 P I O N E E R S T M A N D A L U Y O N C I T Y

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

Mr. Iris Marie U. Carpio-Duque

Contact Person

8631-5139

Company Telephone Number

SEC Form 17-C

Result of 2021 ASM and Organizational Meeting

1 2 3 1

Month Day

Fiscal Year

FORM TYPE

Month Day

Annual Meeting

Secondary License Type, If Applicable

Secondary License Type, If Applicable

Dept Requiring this Doc

Dept Requiring this Doc

Amended Articles Number / Section

Amended Articles Number / Section

Total Amount of Borrowings

Total No. of Stockholders

Total No. of Stockholders

Domestic

Domestic

Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

LCU

LCU

Document ID

Document ID

Cashier

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

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. 28 July 2021
Date of Report (Date of earliest event reported)
2. SEC Identification No.: 40938 3. BIR Tax Identification No. 000-169-117
4. UNITED PARAGON MINING CORPORATION
Exact name of registrant as specified in its charter
5. METRO MANILA, PHILIPPINES 6. _____ (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code
incorporation
7. QUAD ALPHA CENTRUM, 125 PIONEER, MANDALUYONG CITY 1550
Address of principal office Postal Code
8. (632)8631-5139
Registrant'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 Outstanding (@P1.00 Par Value) and Amount of Debt Outstanding |
|---------------------|--|
|---------------------|--|

| | |
|----------------------------------|-----------------------|
| Common Stock | <u>261,314,797,08</u> |
| Loans Payable and Long Term Debt | <u>None</u> |

11. Indicate the item numbers reported herein: ITEM 9

ITEM 9. OTHER EVENTS

Please be advised that at the Annual Meeting of the Stockholders' of **UNITED PARAGON MINING CORPORATION** (the "Company") held on July 28, 2021, via remote communication, stockholders constituting at least 2/3% of the Company's outstanding capital stock approved resolutions authorising the following:

1. Approval of the Minutes of 2020 Annual Stockholders' Meeting
2. Approval of the Company's 2020 Annual Report with Audited Financial Statements as at December 31, 2020
3. Approval and Ratification of Corporate Acts and Resolutions of the Board of Directors and its Committees, as well as acts of Management taken or adopted since the Annual Stockholders' Meeting last September 30, 2020 until the date of this meeting July 28, 2021
4. Approval of the Amendment to Company's Articles of Incorporation: FOURTH (See attached Annex "A")
5. Approval of the Amendment to Company's By-Laws: Article II, III and VII (See attached Annex "A")
6. Approval of the election of the following: persons unanimously elected to be directors of the Company to serve as such for one (1) year and until their successors shall have been elected and qualified at the next annual meeting of the stockholders in 2022:

ALFREDO C. RAMOS
ADRIAN PAULINO S. RAMOS
GERARD ANTON S. RAMOS
MAUREEN ALEXANDRA S.
RAMOS-PADILLA

PRESENTACION S. RAMOS
CHRISTOPHER M. GOTANCO
EDUARDO B. CASTILLO
JOHN PETER C. HAGER*
RENATO C. VALENCIA*

**Messrs. Hager and Valencia are Independent Directors owning 87,00,000 and 1 shares, respectively in the books of the Company.*

7. The appointment of SyCip Gorres Velayo & Co. as the Company's external auditor for the fiscal year 2021.

At the Organizational Meeting of the Board of Directors held on July 28, 2021, immediately after the Annual Stockholders Meeting, upon nominations duly made and seconded, the following were unanimously elected to the positions indicated opposite their respective names:

| | | |
|---------------------------------------|---|-------------------------|
| Chairman of the Board, | - | Alfredo C. Ramos |
| President and Chief Executive Officer | - | Gerard Anton S. Ramos |
| Vice-President and Treasurer | - | Adrian Paulino S. Ramos |
| Corp. Sec. /Compliance Officer / | | |

| | | |
|-------------------------------|---|----------------------------|
| Corporate Information Officer | - | Iris Marie U. Carpio-Duque |
| Asst. Corporate Secretary | - | Josephine L. Ilas |
| C CIO-Alternate | - | Gilbert V. Rabago |
| Investor Relations Officer | - | Adrian S. Arias |

In compliance with the Company's Revised Manual on Corporate Governance and Anti-Money Laundering policies, the Board also designated the following committee members and officers:

CORPORATE GOVERNANCE & NOMINATION COMMITTEE

John Peter C. Hager (Chairman & Independent Director)
Renato C. Valencia (Independent Director)
Christopher M. Gotanco

COMPENSATION AND REMUNERATION COMMITTEE

John Peter C. Hager (Chairman & Independent Director)
Renato C. Valencia (Independent Director)
Gerard Anton S. Ramos

AUDIT & RELATED PARTY TRANSACTIONS COMMITTEE

Renato C. Valencia (Chairman & Independent Director)
John Peter C. Hager (Independent Director)
Eduardo B. Castillo
Christopher M. Gotanco
Adrian Paulino S. Ramos

This formal written advise is submitted in compliance with the rules and regulations of the Exchange.

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.

UNITED PARAGON MINING CORPORATION

By:



IRIS MARIE U. CARPIO-DUQUE
Corporate Secretary

Amendment of Article of Incorporation – United Paragon Mining Corporation

| FROM | TO |
|--|---|
| FOURTH | FOURTH |
| That the term for which said corporation is to exist is FIFTY (50) years from and after the date of incorporation. | That the term for which said Corporation is to exist is perpetual. |

Amendment of By-Laws – United Paragon Mining Corporation

| FROM | TO |
|--|--|
| ARTICLE II THE BOARD OF DIRECTORS | ARTICLE II THE BOARD OF DIRECTORS |
| 1.1.a. The Nomination Committee shall have at least three (3) members, one of whom is an independent director. It shall promulgate the guidelines or criteria to govern the conduct of the nomination. The same shall be properly disclosed in the Corporation’s information or proxy statement or such other reports required to be submitted to the Securities and Exchange Commission (the “SEC”); | 1.1.a. The Corporate Governance and Nomination Committee shall have at least three (3) members, one of whom is an independent director. It shall promulgate the guidelines or criteria to govern the conduct of the nomination. The same shall be properly disclosed in the Corporation’s information or proxy statement or such other reports required to be submitted to the Securities and Exchange Commission (the “SEC”); |
| 1.1.b. Nomination of independent director/s shall be conducted by the Nomination Committee prior to a stockholders’ meeting. All recommendations shall be signed by the nominating stockholders together with the acceptance and conformity by the would-be nominees; | 1.1.b. Nomination of independent director/s shall be conducted by the Corporate Governance and Nomination Committee prior to a stockholders’ meeting. All recommendations shall be signed by the nominating stockholders together with the acceptance and conformity by the would-be nominees; |
| 1.1.c. The Nomination Committee shall pre-screen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent director/s; | 1.1.c. The Corporate Governance and Nomination Committee shall pre-screen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent director/s; |
| 1.1.d. After the nomination, the Nomination Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for independent directors, as required under Part IV(A) and (C) of Annex “C” of SRC Rule 12, which list, shall be made available to the SEC and to all stockholders through the filing and distribution of the Information Statement, in accordance with SRC Rule 20, or in such other reports the Corporation is required to submit to the SEC. The name of the person or group of persons who recommended the nomination of the independent director shall be identified in such report including any relationship with the nominee; | 1.1.d. After the nomination, the Corporate Governance and Nomination Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for independent directors, as required under Part IV(A) and (C) of Annex “C” of SRC Rule 12, which list, shall be made available to the SEC and to all stockholders through the filing and distribution of the Information Statement, in accordance with SRC Rule 20, or in such other reports the Corporation is required to submit to the SEC. The name of the person or group of persons who recommended the nomination of the independent director shall be identified in such report including any relationship with the nominee; |
| ARTICLE III OFFICERS | ARTICLE III OFFICERS |
| 1. GENERAL – The officers of the Corporation shall consist of a Chairman of the Board, a President, one or more Vice-Presidents, a Treasurer and a Secretary whose powers and duties shall be as hereinafter provided and as the Board of Directors may fix in conformity with the provisions of | 1. GENERAL - The officers of the Corporation shall consist of a Chairman of the Board, a President, who shall also be the CEO , one or more Vice-Presidents, a Treasurer, a |

| | |
|--|--|
| <p>these by-laws. All officers shall be elected to their offices by a majority vote of the Board of Directors. Two or more offices may be vested in the same person whenever deemed convenient or expedient and as long as the duties of these officers are not incompatible with each other. The Board of Directors may elect such other officers (whose officers are not specifically provided by these By-Laws) as they may deem necessary or expedient.*</p> | <p>Secretary, Assistant Secretary and a Compliance Officer, whose powers and duties shall be as hereinafter provided and as the Board of Directors may fix in conformity with the provisions of these by-laws. All officers shall be elected to their offices by a majority vote of the Board of Directors. Two or more offices may be vested in the same person whenever deemed convenient or expedient and as long as the duties of these officers are not incompatible with each other. The Board of Directors may elect such other officers (whose officers are not specifically provided by these By-Laws) as they may deem necessary or expedient.*</p> |
| <p>-</p> | <p>7. COMPLIANCE OFFICER - The Compliance Officer, who shall be a citizen and resident of the Philippines, shall be elected by the Board of Directors. S/he is a member of the Company's management team in charge of the compliance function. Similar to the Corporate Secretary, he/she is primarily liable to the Company and its shareholders, and not to the Chairman or President of the Company, although s/he holds office at the pleasure of the Board.</p> |
| <p>7. COMPENSATION – All officers shall receive such salaries or compensation as may be fixed by the Board of Directors.</p> | <p>8. COMPENSATION – All officers shall receive such salaries or compensation as may be fixed by the Board of Directors.</p> |
| <p>8. VACANCIES AND DELEGATION OF OFFICERS – If the office of the Chairman of the Board, President, one or more Vice-President(s), Secretary or Treasurer, becomes vacant by death, resignation or otherwise, the Board of Directors, by a majority vote, may choose a successor who shall hold office for the unexpired term.</p> | <p>9 VACANCIES AND DELEGATION OF OFFICERS – If the office of the Chairman of the Board, President, one or more Vice-President(s), Secretary or Treasurer, becomes vacant by death, resignation or otherwise, the Board of Directors, by a majority vote, may choose a successor who shall hold office for the unexpired term.</p> |
| <p style="text-align: center;">ARTICLE VII STOCKHOLDER'S MEETING</p> <p>1. PLACE – All meetings of the stockholders shall be held at the municipality where the principal office of the Corporation is located.</p> | <p style="text-align: center;">ARTICLE VII STOCKHOLDER'S MEETING</p> <p>1. PLACE – All meetings of the stockholders shall be held at the municipality where the principal office of the Corporation is located or via remote communication.</p> |
| <p>4. VOTING – Voting upon all questions at all meetings of the stockholders shall be by shares of stock.</p> | <p>4. VOTING – Voting upon all questions at all meetings of the stockholders shall be by shares of stock. Stockholders may vote in person or through remote communication or voting in absentia.</p> |
| <p>5. (second paragraph) Written notice of the annual meeting of the Corporation shall be sent to each registered stockholder at least ten (10) days prior to the date of such meeting, waiver of such notice may only be made in writing. <i>(as amended in the annual stockholders' meeting held on September 19, 1990)</i></p> | <p>5. (second paragraph) Written notice of the annual meeting of the Corporation shall be sent to each registered stockholder by mail or electronic mail or publication, at least ten (10) days prior to the date of such meeting, waiver of such notice may only be made in writing. <i>(as amended in the annual stockholders' meeting held on September 19, 1990)</i></p> |