

**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-IS**

**INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE**



1. Check the appropriate box:

☐ Preliminary Information Statement
☒ Definitive Information Statement

2. Name of Registrant as specified in its charter: **MILLENNIUM GLOBAL HOLDINGS, INC.**

3. Province, country or other jurisdiction of incorporation or organization
Metro Manila, Philippines

4. SEC Identification Number **25160**

5. BIR Tax Identification Code **000-189-138-000**

6. Address of principal office Postal Code **1708**
Lot 9 Block 2 John Street, Multinational Village, Paranaque City

7. Registrant's telephone number, including area code **(632) 8551-2575**

8. Date, time and place of the meeting of security holders

Date: December 18, 2020,

Time: 2:00 p.m.

Place: via remote communication using Zoom to be presided in Metro Manila where the principal office of the Company is located

9. Approximate date on which the Information Statement is first to be sent or given to security holders:
November 25, 2020

10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of shares of common stock outstanding or amount of debt outstanding
Common	2,500,000,000

12. Are any or all of registrant's securities listed in a Stock Exchange?
Yes. The common stocks are listed in the **Philippine Stock Exchange, Inc.**

MILLENNIUM GLOBAL HOLDINGS, INC.
NOTICE OF THE ANNUAL MEETING OF STOCKHOLDERS

Notice is hereby given that the Annual Stockholders' Meeting of **MILLENNIUM GLOBAL HOLDINGS, INC.** will be held on **December 18, 2020 at 2:00 P.M.** through remote communication using Zoom. It will be presided in Metro Manila where the principal office of the Company is located.

AGENDA:

1. Call to order;
2. Certification of notice and quorum;
3. Approval of the Minutes of the Annual Stockholders' Meeting held on December 12, 2019;
4. Management report;
5. Adoption of the Audited Financial Statements for the calendar year ended December 31, 2019 as contained in the Annual Report;
6. Ratification of all previous acts and proceedings of the Board of Directors, Officers and Management;
7. Election of directors;
8. Appointment of external auditor;
9. Increase of authorized capital stock up to P10 Billion and subscription to at least 25% thereof by the Company's Chairman/President and CEO, Yang Chi Jen, at ₱0.20 per share;
10. Change of principal office;
11. Other matters; and
12. Adjournment

Only stockholders of record at the close of business hours on **November 25, 2020** are entitled to notice of, and vote at this meeting.

In view of the COVID-19 pandemic, stockholders may only participate via remote communication.

Please register not later than 5:00 p.m. of December 11, 2020. Deadline for casting of votes is 5:00 p.m. of December 16, 2020.

For the detailed registration and voting procedures, please refer to the attached Guidelines and Procedures for Participating *via* Remote Communication.

For concerns, please reach us through *millenniumglobalholdings@gmail.com* .

WE ARE NOT ASKING FOR A PROXY AND YOU ARE NOT REQUESTED TO SEND ONE.


LYRA GRACIA Y. LIPAE-FABELLA
Corporate Secretary

**GUIDELINES AND PROCEDURES FOR PARTICIPATING
VIA REMOTE COMMUNICATION
AT THE 2020 ANNUAL
STOCKHOLDERS' MEETING
OF
MILLENNIUM GLOBAL HOLDINGS, INC.**

In view of the Corona Virus Disease 2019 (COVID-19) pandemic and as precautionary and safety measure, **MILLENNIUM GLOBAL HOLDINGS, INC.** (the "Company"/"Corporation") will be conducting its Annual Stockholder's Meeting ("ASM") on December 18, 2020 at 2:00 PM, by way of a virtual meeting through remote communication.

Only stockholders of record as of November 25, 2020 who have successfully registered for the meeting shall be able to participate and vote in the 2020 ASM.

I. Registration and Participation/Attendance Procedure:

1. Stockholders who intend to participate in the virtual ASM may register by accomplishing this [MG Registration Form](#) (please use Gmail) and attaching relevant documents/files for registration, such as:

a. For individual stockholders holding stock certificates in their names:

- i. Scanned copy of valid government-issued ID;
- ii. Recent photograph;
- iii. Proxy form, if any; and
- iv. Scanned copy of the representative's valid government-issued ID, as named in the proxy form, if any

b. For corporate stockholders holding stock certificates in the name of the corporation:

- i. Secretary's Certificate attesting to the authority of the representative to participate and/or vote in the 2020 ASM; and
- ii. Documents required under items 1.a (i), (ii), (iii) and (iv) for the authorized representative.

c. For stockholders with joint accounts:

- i. Scanned copy of authorization letter signed by other stockholders indicating the person among them authorized to participate and/or vote in the 2020 ASM; and
- ii. Documents required under items 1.a (i), (ii), (iii) and (iv) for the authorized stockholder;

d. For stockholders under PCD Participant / Broker's Account or "Scripless Shares":

- i. Certification from the stockbroker stating the full account name, reference number/account number and an express statement that he/she is a beneficial stockholder of the Company as of November 20, 2020; and
- ii. Documents required under items 1.a (i), (ii), (iii) and (iv).

2. Stockholders intending to participate by remote communication in the 2020 ASM are required to **register not later than 5:00 pm of December 11, 2020**. Successfully registered stockholders can cast their votes *in absentia* through an online voting system and will be provided access to the live streaming of the meeting. **Deadline for casting of votes is 5:00 pm of December 16, 2020.**

3. Only those stockholders who have registered following the procedure above shall be included for purposes of determining the existence of a quorum.

4. For purposes of voting during the 2020 ASM, please see Part II below (Voting Procedure).

5. For the Question and Answer portion for the 2020 ASM, stockholders may send their questions related to the agenda at millenniumglobalholdings@gmail.com indicating email subject as *Q&A_ASMMG2020*. Due to limitations on technology and time, not all questions may be responded to during the 2020 ASM but the Company will endeavor to respond to all the questions through email.

6. In compliance with SEC requirements, the proceedings during the 2020 ASM will be recorded.

7. The SEC Form 20-IS, SEC Form 17-A, Interim Reports and other pertinent documents may be accessed through the PSE EDGE portal at [http://edge.pse.com.ph/under Millennium Global Holdings, Inc. company filings](http://edge.pse.com.ph/under%20Millennium%20Global%20Holdings,%20Inc.%20company%20filings) and the Company website.

II. Voting Procedure:

Stockholders may vote during the 2020 ASM either (1) by Proxy or (2) by voting *in absentia* through our online voting system.

1. Voting by Proxy:

a. Stockholders may use the Proxy Form attached at the end of this report and accomplish and sign the same. The designated proxy or the Company's Chairman or Acting Chairman is authorized to cast the votes pursuant to your instructions in the Proxy Form.

b. Send a scanned copy of the signed Proxy Form and corresponding requirements, if applicable, as stated above on Part I 1.a, 1.b, 1.c or 1.d (Registration and Participation/Attendance Procedure) by email to millenniumglobalholdings@gmail.com.

c. The documents should be emailed to the above email address not later than 5:00 p.m. of December 11, 2020.

d. The original of the signed Proxy Form and relevant documents should subsequently reach the Company not later than 5:00 p.m. of December 14, 2020 by delivery to:

The Corporate Secretary
MILLENNIUM GLOBAL HOLDINGS, INC.
Lot 9, Block 2, John Street, Multinational Village, Paranaque City

2. Voting *in absentia* through the online voting system:

a. Follow the Registration and Participation/Attendance Procedure set forth in Part I (Registration and Participation/Attendance Procedure) above.

b. After successful **registration not later than 5:00 p.m. of December 11, 2020**, the Company upon validation will send an email to the stockholder containing the link to the online voting system and the instructions for casting votes.

c. Registered stockholders shall have **until 5:00 PM of December 16, 2020 to cast their votes.**

d. All agenda items indicated in the Notice of Meeting will be included in the online voting system and the registered stockholder may vote as follows:

i. For items other than election of the Directors, the stockholder may vote:

“For”, “Against”, or “Abstain”. The vote shall be considered as cast for all the stockholder’s shares.

ii. For the election of Directors, the stockholder may either vote for all the nominees, not vote for any of the nominees, or vote for some of the nominees only, in such number of shares as the stockholder may see fit, provided that the total number of votes cast shall not exceed the number of shares owned, multiplied by the number of Directors to be elected.

e. Once voting is completed in the online voting system, the stockholder shall proceed to click on the “Submit” button which shall complete the process. Once submitted, the stockholder may no longer change the votes cast. The votes cast *in absentia* will have equal effect as votes cast by proxy.

For concerns, you may contact us through *millenniumglobalholdings@gmail.com*.

For your shareholdings, you may contact your respective stockbroker or our stock transfer agent, Stock Transfer Service, Inc., Unit 34-D Rufino Pacific Tower, 6784 Ayala Avenue, Makati City, 1226, Tel. No. (632) 8403-3798, (632) 8403-2410, (632) 8403-2412.

**WE ARE NOT ASKING YOU FOR A PROXY
AND YOU ARE REQUESTED NOT TO SEND US A PROXY**

INFORMATION STATEMENT

GENERAL INFORMATION

1. Date, time and place of meeting of security holders.

The annual stockholders meeting of **MILLENNIUM GLOBAL HOLDINGS, INC.** (the “Company”) shall be held on:

Date: December 18, 2020

Time: 2:00 p.m.

Place: via remote communication using Zoom to be presided in Metro Manila where the principal office of the Company is located

The office address of the Company is Lot 9 Block 2 John Street, Multinational Village, Paranaque City. The information statement is first to be sent or given to security holders approximately on November 25, 2020.

2. Dissenters' Right of Appraisal

Stockholders who shall vote against the proposal to (1) any amendment to the Amended Articles of Incorporation which has the effect of changing or restricting the rights of any stockholder or class of shares or of authorizing preferences over the outstanding shares or of extending or shortening the term of corporate existence; (2) in case of any sale, lease, mortgage or disposition of all or substantially all the corporate property or assets; or (3) in case of merger or consolidation.

Stockholders who shall vote against the proposal to amend the Amended Articles of Incorporation of the Company shall be entitled to exercise their right of appraisal. With respect to any matter to be acted upon at the annual meeting which may give rise to the right of appraisal, in order that dissenting stockholders may exercise their appraisal right, such dissenting stockholders, within thirty (30) days after the date of the annual meeting at which meeting such stockholder voted against the corporate action shall make a written demand on the Company for the value of their shares. Failure to make the demand within such period shall be deemed a waiver of the appraisal right. The procedure to be followed in exercising the appraisal right shall be in accordance with the Revised Corporation Code.

3. Interest of Certain Persons in Matters to be Acted Upon

Except for the item on election of directors, no person who has been a director or officer of the Company at any time since the beginning of the last calendar year, or any nominee for election as director, or associate of any of the foregoing persons, has any interest in, direct or indirect, or opposition to matters to be acted upon in the meeting.

None of the incumbent directors has informed the Company in writing of an intention to oppose any action to be taken by the Company at the meeting.

CONTROL AND COMPENSATION INFORMATION

4. **Voting Securities and Principal Holders Thereof**

- (a) The Company's total outstanding shares entitled to vote consist of **2,500,000,000** common shares, with each share entitled to one (1) vote. The nationalities of the stockholders and their respective stockholdings as of October 31, 2020 are as follows:

Nationality	No. of Stockholders	No. of Shares	%
American	4	6,107,671	00.24
British	2	24,500,001	00.98
Chinese	4	104,190	00.00
Filipino	732	1,879,465,120	75.18
Foreign-Others	3	583,820,016	23.25
Malaysian	4	2,002	00.00
Taiwanese	3	6,001,000	00.24
Total	752	2,500,000,000	100.00

- (b) The record date for the determination of the stockholders entitled to vote at the meeting is November 25, 2020, at the close of business hours.
- (c) During the election of directors, every stockholder entitled to vote shall have the right to vote the number of shares standing in his own name in the Stock and Transfer Book of the Company at the time of the election. Pursuant to the Revised Corporation Code, a stockholder may vote such number of shares registered in his name as of the record date for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit; Provided that, the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the Company multiplied by the whole number of directors to be elected.

The total number of votes that may be cast by a stockholder of a Company is computed as follows: *no. of shares held on record as of record date x 11 directors*. Candidates receiving the highest number of votes will be declared elected.

- (d) Agenda Items No. 9 and No. 10 involve the amendment of the Articles of Incorporation. Under Section 15 of the Revised Corporation Code, the vote of at least 2/3 of the outstanding capital stock is necessary to approve the amendment of the Articles of Incorporation.

(e) **Security Ownership of Certain Record and Beneficial Owners and Management**

- 1.) The persons known to the Company to be directly or indirectly the record or beneficial owner of

more than 5% of the Company's voting securities as of October 31, 2020 are as follows:

Title of Class	Name, address of record owner and relationship with issuer	Name of Beneficial owner and relationship with record owner (Direct)	Citizenship	No. of Shares Held	Percentage
Common	PCD Nominee Corp. (Filipino) 29th Flr, BDO Equitable Tower, 8751 Paseo de Roxas, Makati City Stockholder	Yang Chi Jen is the record/beneficial owner of 371,091,130 shares equivalent to 14.84% of the issued and outstanding shares	Filipino	1,259,234,272	50.37%
Common	PCD Nominee Corp. (Foreign) 29th Flr, BDO Equitable Tower, 8751 Paseo de Roxas, Makati City Stockholder	Conqueror Space Ltd. is the record owner of 489,744,458 shares equivalent to 19.59% of the issued and outstanding shares. Yu Chi Hin represents Conqueror Space Ltd.	Filipino	582,348,495	23.29%
Common	Yang Chi Jen Blk 4 Lot 6 John St. Multinational Village, Parañaque City Chairman/President and CEO	Yang Chi Jen is the record/beneficial owner	Filipino	505,000,000	20.20%

Apart from the above, there are no other stockholders who own more than 5% of the outstanding capital stock under the PCD Nominee Corp (Filipino) and PCD Nominee Corp (Foreign).

2. The following are the security ownership of the directors, nominees and corporate officers of the Company as of October 31, 2020

Title of Class	Name of Beneficial Owner; Relationship with Issuer	Amount and Nature of Beneficial Ownership (direct & indirect)	Citizenship	Percentage
Common	Yang Chi Jen Chairman/President and CEO	505,000,000 shares (direct); 371,091,130 (Indirect)	Filipino	35.04%
Common	Nancy T. Golpeo Director	1,000 shares (Direct)	Filipino	0.00%
Common	Hsien-Tzu Yang Director	1,000 shares (Direct)	Taiwanese	0.00%
Common	Hsin – Jan Wan	10,000 shares (Indirect)	Taiwanese	0.00%
Common	Willy O. Dizon Director	3,501,000 shares (Direct)	Filipino	0.14%

Common	Maria Soledad C. Lim Director	1,000 shares (Direct)	Filipino	0.00%
Common	Ernesto S. Go Director	1,000 shares (Direct)	Filipino	0.00%
Common	Aracelli G. Co Director	10,000 shares (Indirect)	Filipino	0.00%
Common	Amelia T. Tan Director	10,000 shares (Indirect)	Filipino	0.00%
Common	Maria Luisa T. Wu Independent Director	10,000 shares (Direct)	Filipino	0.00%
Common	Cristina Hiltrude L. Aganon Independent Director	10,000 shares (Indirect)	Filipino	0.00%
Common	Lyra Gracia Y. Lipae-Fabella	None	Filipino	0.00%
Common	Janine G. Manzano	None	Filipino	0.00%

The total security ownership, direct and indirect, of the directors and corporate officers of the Company as a group, is 879,646,130 common shares, equivalent to 35.18% of the outstanding capital stock of the Company.

3.) There are no persons holding 5% or more of a class under a voting trust or similar arrangement.

4.) Changes in Control

There were no changes in control since the last annual stockholders' meeting to date.

5. Directors and Executive Officers

(a) The names of incumbent Directors and Key Corporate Officers, and their respective ages, citizenships, positions and terms of office are as follows:

1) Directors and Executive Officers:

Name	Age	Citizenship	Position	Term of Office*
Yang Chi Jen (a.k.a Michael Yang)	50	Filipino	Chairman/ President & CEO/ Alternate Corporate Information and Compliance Officer	December 12, 2019 – present
Hsin – Jan Wan	56	Taiwanese	Director/Deputy Chairman	December 12, 2019 – present
Hsien – Tzu Yang	78	Taiwanese	Director	December 12, 2019 – present
Willy o. Dizon	64	Filipino	Director	December 12, 2019 – present
Maria Soledad C. Lim	60	Filipino	Director	December 12, 2019 – present
Nancy T. Golpeo	59	Filipino	Director	December 12, 2019 – present
Ernesto S. Go	68	Filipino	Director	December 12, 2019 – present

Amelia T. Tan	54	Filipino	Director	December 12, 2019 – present
Aracelli G. Co	55	Filipino	Director	December 12, 2019 – present
Maria Luisa T. Wu	65	Filipino	Independent Director	December 12, 2019 – present
Cristina Hiltrude L. Aganon	54	Filipino	Independent Director	December 12, 2019 – present
Lyra Gracia Y. Lipae-Fabella	44	Filipino	Corporate Secretary/ Corporate Information and Alternate Compliance Officer	December 12, 2019 – present
Janine G. Manzano	27	Filipino	Compliance officer and Alternate Corporate Information Officer	December 12, 2019 – present

*Reckoned from date of last election

PROFILES

YANG CHI JEN (a.k.a Michael Yang)

Chairman, President & CEO, Alternate Corporate Information and Alternate Compliance Officer

Mr. Yang has 3 decades of extensive experience in the export/import business as he has been immersed in the day to day operations of various businesses owned by his family. Mr. Yang is the controlling shareholder of Millennium Ocean Star Corporation; ShieJie Corporation, a company engaged in the business of seafood processing, packing, and import/export trading; Jomark Food Corporation, a company engaged in fish and squid ball, kikiyam, crab nuggets processing and serves as the local distributor of Millennium products; and Lion Head Int'l Corporation, a company engaged in spa business. He was educated in Taiwan where he attended Kweishan Junior High School.

HSIN – JAN WAN

Director, Deputy Chairman

Mr. Wan has served as Finance Vice President of the Manhattan International Co., Ltd (Cambodia) from September 2013 until October 2014; Acting CFO & MBOS Director of Nippecraft Limited (Singapore) from November 2006 until July 2013; Finance & Administration Director of Jinxing Paper Industry Co. (China) from September 2005 – November 2006; Verification Deputy Manager of PT Pabrik Kertas Tjiwi Kimia Tbk (Indonesia) from August 2000 - November 2004; Finance & Administration Manager of Context Textile Co. (Philippines), Logimas Manufacturing Co. (Philippines) and Markwins Cosmetics Co. (China) from 1996- 2004. He received his BA (Accounting) degree from Chong Yuan Christian University (Taiwan) and MBA (Finance Major) degree from the George Washington University (USA). BA (Accounting) degree from Chong Yuan Christian University (Taiwan) and MBA (Finance Major) degree from the George Washington University (USA).

HSIEN-TZU YANG

Director

Mr. Yang has had more than three (3) decades of experience in the areas of seafood processing, packing, canning, and manufacturing of marine products. For a number of years, he ran ShieJie Corporation, South Sea

Marine Products, Tawi-Tawi King Fisher Incorporated and South Phil. Marine Products, Incorporated. He was educated in Taiwan where he attended Taichung Elementary School.

WILLY O. DIZON

Director

Mr. Dizon is the Chairman/President of Timbercity Jetty Gas Station and De Luxe Construction Supply Co., Inc. He is a seasoned businessman with more than 22 years track experience in sales and marketing. He took up BS Chemical Engineering at Mapua Institute of Technology.

MARIA SOLEDAD C. LIM

Director

Ms. Lim is the Executive Vice President in Optimum Solutions, Inc. and Secretary of Fuji Zipper Manufacturing Inc., a family owned business. She has extensive experience in marketing and finance. Ms. Lim is a graduate of the University of the East in Business Administration.

NANCY T. GOLPEO

Director

Ms. Golpeo is engaged in the real estate business and has been a licensed real estate appraiser since 2011. She has a Bachelor of Science degree in Commerce from the University of Santo Tomas.

AMELIA T. TAN

Director, Treasurer

Ms. Tan is the Treasurer of the Corporation and Chief Finance Officer and Corporate Secretary of Millennium Ocean Star Corporation. She has more than 19 years of combined banking experience in Bank of the Philippine Islands (1999-2004), Far East Bank (1987-1999) and Urban Bank (1985-1987). She obtained her degree in Bachelor of Science in Commerce major in Management Financial Institution from De La Salle University.

ARACELLI G. CO

Director

Ms. Co is the Manager of Aracelli Plastic Products. She is also a member of the faculty of Northern Rizal Yorklin School since 1984 up to present. She has been an Asst. Treasurer of the Philippine Plastic Industry Association and Treasurer of Northern Rizal Yorklin Alumni Assn. since 2013 up to present. She is a Certified Public Accountant. She obtained her degree in Bachelor of Science in Business Administration major in Accounting from the Philippine School of Business Administration.

ERNESTO S. GO

Director

Atty. Go is a Senior Partner at the Cerilles Navarro NuVal & Go Law Offices since 1978. He has an extensive background in Corporate and Litigation practice. He holds a Bachelor of Laws degree from the Ateneo De Manila University Law School and placed 20th in the 1975 Bar Examinations.

MARIA LUISA T. WU

Independent Director

Ms. Wu is a Financial Consultant for Planters and Green Revolutionist Association Inc.; President of Uniq Intertrade Corporation; and Proprietor of the Giant Builders and the Ad-Reds International Trading. She is also a member of the Filipino-Chinese Eastern Chamber of Commerce. She was previously connected with Giant Footwear (Shanghai, China) and Masterx Footwear (Mariveles, Bataan) as production manager. Ms. Wu took up Bachelor of Science in Commerce, Major in Accountancy, at the University of the East.

CRISTINA HILTRUDE L. AGANON

Independent Director

Ms. Aganon is a Certified Public Accountant. She serves as the Treasury Officer/Budget Officer/Accounting Officer of Private Infra Dev. Corp. since 2011. Previously, she has worked as Branch Manager for the Philippine National bank from 2008 to 2010. Ms. Aganon obtained her degree in BS Commerce Major in Accounting from St. Mary's University in Nueva Vizcaya. She likewise earned 36 MBA units from the University of Santo Tomas.

LYRA GRACIA Y. LIPAE-FABELLA

Corporate Secretary, Corporate Information Officer and Alternate Compliance Officer

Atty. Lipae-Fabella is a Certified Public Accountant and member of the Integrated Bar of the Philippines. She serves/has served as Corporate Secretary to a number of publicly-listed and private companies. At present, she is the Managing Partner of the Fabella and Fabella Law Office. Her work experience includes having been a Junior Auditor in a leading auditing firm, Associate in a law firm and Securities Counsel III at the Securities and Exchange Commission. Atty. Lipae-Fabella graduated from San Beda College of Law and obtained her BS Business Administration and Accountancy degree from the University of the Philippines-Diliman.

JANINE G. MANZANO

Compliance Officer and Alternate Corporate Information Officer

Ms. Manzano is a licensed teacher who found joy working in the corporate field. Prior to immersing in the corporate practice, she taught at St. Benedict School of Novaliches. She obtained her degree in BS Secondary Education in Divine Word College of Vigan.

Term of Office – The directors are elected at each annual stockholders' meeting by the stockholders entitled to vote. Each director holds office for a period of one year or until the next annual election and his successor is duly elected, unless he resigns, dies or is removed prior to such election.

Since the Company's last annual meeting held on December 12, 2019, none of the directors elected therein by the stockholders has resigned or declined to stand for re-election to the board of directors because of a disagreement with the Company on any matter relating to the Company's operations, policies or practices, and the required disclosures relevant to the existence thereof.

The Corporation's Nomination Committee is composed of Hsin-Jan Wan (Chairman), Yang Chi Jen and Ernesto S. Go.

The nominees for election to the Board of Directors on December 18, 2020 are as follows:

Yang Chi Jen (a.k.a. Michael Yang)
Hsin – Jan Wan
Hsien-Tzu Yang
Willy O. Dizon
Maria Soledad C. Lim
Nancy T. Golpeo
Ernesto S. Go
Amelia T. Tan
Aracelli G. Co
Maria Luisa T. Wu (independent)
Cristina Hiltrude L. Aganon (independent)

All the nominees are Filipino citizens, with the exception of Messrs. Hsin – Jan Wan and Hsien-Tzu Yang who are Taiwanese.

1) **Independent Directors**

Ms. Maria Luisa T. Wu is an incumbent independent director of the Company. She was nominated by Mr. Yang Chi Jen for reelection as independent director.

Cristina Hiltrude L. Aganon is an incumbent independent director of the Company. She was nominated by Ms. Amelia T. Tan for reelection as independent director.

Ms. Wu and Ms. Aganon are not related to Mr. Yang and Ms. Tan, respectively.

The nominated independent directors have certified that they possess all the qualifications and none of the disqualifications provided for in the Securities Regulation Code ("SRC").

The Company undertakes to submit the Certification on the Qualification and Disqualification of Independent Directors within thirty (30) days from their election.

2). **Significant Executive Officers/Employees.**

The Company considers its officers and the entire workforce as persons holding significant positions since everyone is expected to work together to achieve the goals of the Company. The Company recognizes that the collective efforts of all its officers and employees are instrumental to the overall success of the business.

3) **Family Relationship**

Yang Chi Jen (a.k.a. Michael Yang) is the son of Hsien-Tzu Yang.

There are no other family relationships known to the Company other than the ones disclosed herein.

4) Involvement in Certain Legal Proceedings

The Company is not aware of any material legal proceedings of the nature required to be disclosed under Part I, paragraph (C) of “Annex C, as amended” of the SRC Rule 12 with respect to the Company and/or its subsidiaries.

The Company is not aware of (1) any bankruptcy petition filed by or against any business of which any of the directors and executive officers was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time; (2) any conviction of any of the directors and executive officers by final judgment; (3) any of the directors and executive officers being subject to any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting his involvement in any type of business, securities, commodities or banking activities; and (4) any of the nominees for directors being found by a domestic or foreign court of competent jurisdiction (in a civil action), the Commission or comparable foreign body, or a domestic or foreign Exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated, occurring during the past five (5) years up to the latest date that are material to an evaluation of the ability or integrity of any nominee for election as director, underwriter or control person of the Registrant.

5) Certain Relationships and Related Transactions

On March 22, 2017, the Company approved the following:

- Subscription by the Company’s Chairman and President, Yang Chi Jen, to the remaining 365,785,000 unissued shares of the company at ₱0.20 per share amounting to a total of P73,157,000;
- Increase of the authorized capital stock of the Company from ₱250 Million to ₱750 Million whereby Yang Chi Jen shall subscribe to at least 25% of the increase in authorized capital stock of the Company at ₱0.20 per share. On August 17, 2017, the amount of the increase was later on amended to up to P10 Billion;
- Acquisition by the Company of 49% of Philippine 101 Hotel, Inc., a domestic corporation majority owned by Yang Chi Jen.

On June 29, 2017, the BOD of MG approved the subscription to additional 117,091,837 primary shares of MOSC, its subsidiary, at par value of P1.00 per share, to maintain the Company’s 51% ownership in MOSC.

Further discussions on Related Party Transactions are provided under Note 30 of the 2019 Consolidated Financial Statements.

6. Compensation of Directors and Executive Officers

The following Table is a summary of all plan and non-plan compensation awarded to, earned by, paid to, or estimated to be paid to, directly or indirectly, the Chief Executive Officer (“CEO”), the four (4) most highly compensated executive officers other than the CEO who served as executive officers, and all officers and directors as a Group:

	Year	Salary (In Philippine Pesos)	Bonus	Other Annual Compensation
Top five (5) most highly compensated executive officers	2018	1,950,448.80	0	<i>None</i>
	2019	4,488,974.40	0	<i>None</i>
	*2020	4,572,000.00	0	<i>None</i>
All officers and directors as a group	2018	1,980,000.00	0	<i>None</i>
	2019	4,572,000.00	0	<i>None</i>
	*2020	6,204,000.00	0	<i>None</i>

*estimate

Four Most Highly Compensated Executive Officers Other than the CEO

Year	Executive
2018*	Amelia Tan Domingo Dino Luzviminda Lachica Ma. Loreto Saldajeno
2019*	Amelia Tan Domingo Dino Emerald Uy Jocelyn Reliquias
2020*	Amelia Tan Domingo Dino Emerald Uy Jocelyn Reliquias

*The executives receive compensation from the respective subsidiary/ies they handle.

Under Section 7, Article III of the By-Laws of the Company, the compensation of directors, which shall not be more than ten percent (10%) of the net income before income tax of the corporation during the preceding year, shall be determined and apportioned among the directors in such manner as the Board may deem proper, subject to the approval of the stockholders representing at least a majority of the outstanding capital stock at a regular or special meeting. As of this date, no standard or other arrangements have been made in respect of director's compensation.

Since the date of their elections, except for reasonable per diems/allowances, the directors have served without compensation. The directors did not also receive any amount or form of compensation for committee participation or special assignments. As of this date, no arrangements have been made in respect of director's compensation.

Compensation of Directors and Officers

Standard Arrangements

There are no special compensatory arrangements between the Company and its directors and officers.

There are no special arrangements as to the employment contract of any executive officer such that said officer will be compensated upon his resignation, retirement or other termination from the Company or its subsidiaries, or as may result from a change in control except as provided by law.

Employment Contracts and Termination of Employment and Change-in-Control Arrangement

There are no special arrangements on the employment contract of any executive officer. The said officer will be compensated upon his resignation, retirement or other termination from the Company or its subsidiaries, or as may result from a change-in-control in accordance with the provisions of the law.

7. Independent Public Accountants

The auditing firm of Valdes Abad and Company ("VAC") conducted the audit for the period ended December 31, 2017, 2018 and 2019.

Representatives from VAC are expected to be present during the upcoming annual stockholder's meeting. They will have the opportunity to make a statement if they desire to do so. They are also expected to be available so as to respond to appropriate questions.

For the audit as of and for the period ended December 31, 2019, the Audit Committee has recommended for reappointment the auditing firm of VAC. VAC, formerly known as Carlos J. Valdes & Associates, one of the oldest accounting firms in the Philippines today, was founded in 1951 by Carlos J. Valdes, a certified public accountant, lawyer, civic leader, educator, businessman and former Philippine Ambassador to Japan and other countries.

VAC was a member firm of Touche Ross in the 1970's; Coopers & Lybrand International in the 1980's up to 1996 and a correspondent firm of RSM International from 1997 up to 2007. This long history of international membership was recognition of its professional standing and track record of world-class service to clients over the years. It is a member firm of GMN International, the association of legally independent firms worldwide.

The Company has been in compliance with the requirement under SRC Rule 68, paragraph (3)(b)(iv) for the rotation of the signing partner every five years.

The Company has not had any disagreement on accounting and financial disclosures with its independent auditors. They have neither shareholdings in the Company nor any right, whether legally enforceable or not, to nominate persons or to subscribe to securities issued by the Company.

The independent auditors do not have and will not receive any direct or indirect interest in the Company or in any of its securities (including options, warrants or rights thereto) pursuant to or in connection with the Common Shares.

The foregoing is in accordance with the Code of Ethics for Professional Accountants in the Philippines set by the Board of Accountancy and approved by the Professional Regulation Commission.

Apart from the foregoing audit-related services, our independent auditors have not rendered tax, accounting, compliance, advice, planning and other tax services for the Company within the last two calendar years.

External Audit Fees

The Company paid the following external audit fees for the past three years:

Audit Fees	2017	2018	2019
Audit and Audit-related fees	165,000.00	175,000.00	200,000.00
OPE	24,750.00	26,250.00	30,250.00
Other engagement	0	0	0
Total	189,750.00	210,250.00	230,250.00

The Company did not engage the services of the External Auditors and has not paid any other fees, except as stated above.

Audit Committee's approval policies and procedures for the above services

Under the Company's Amended By-Laws and Corporate Governance Manual, the Audit Committee approves the annual audit of financial statements, the policies, services and procedures, while the other services are endorsed by the Chief Finance Officer (CFO) (or person performing said function) to the President& CEO and the Deputy Chairman. The Committee checks all financial reports against its compliance with both the internal financial management handbook and pertinent accounting standards, including regulatory requirements. It performs oversight financial management functions specifically in the areas of managing credit, market, liquidity, operation, legal and other risks of the Corporation, and crisis management.

The members of the Audit Committee appointed by the Board of Directors during its organizational meeting on December 12, 2019 are the following:

Chairman - Cristina Hiltrude L. Aganon (Independent Director)
 Member - Maria Luisa T. Wu (Independent Director)
 Member - Aracelli G. Co

8. Compensation Plans

Employee Stock Option Plan

The Corporation has not issued any employee stock option nor approved any stock option plan for employees for the past five (5) years.

ISSUANCE AND EXCHANGE OF SECURITIES

9. Authorization or Issuance of Securities Other than for Exchange

(a) Title and amount of securities issued/ to be issued

As of November 23, 2020, the Company has a total of 2,500,000,000 issued and outstanding common shares with par value of P0.10 per common share.

(b). Description of securities

The shares of stock of the Corporation consist solely of common shares. The Company has listed shares traded in the Philippine Stock Exchange.

Voting Rights

At each meeting of the shareholders, every stockholder shall be entitled to one vote each share of stock standing in his name in the books of the Corporation at the same time of closing the transfer books of such meeting on a particular question or matter involved.

Dividends

There is no impediment for the Corporation to declare dividends in the future provided that there is an unrestricted retained earnings and only up to the extent of said retained earnings. A cash dividend declaration requires the approval of the Board and no stockholder's approval is necessary. A stock dividend declaration requires the approval of the Board and of the shareholders representing at least 2/3 of the outstanding capital stock. Holders of outstanding shares on a dividend record date for such shares shall be entitled to the full dividends declared without regard to any subsequent transfer of shares, other than statutory limitations, there are no restrictions that limit the Corporation from paying on common equity.

Pre-emptive Rights

Shares from the unissued portion of the authorized capital stock are not subject to pre-emptive rights of stockholders and may therefore be issued in such quantities, at such time, and other terms as the Board of Directors of the Corporation shall determine.

There is nothing in the Article of Incorporation and/or By-Laws of the Corporation that would limit, delay or prevent a change in control of the Corporation.

(c). Description of transaction in which the securities are to be issued

There were no issuances of securities in 2018, 2019 and 2020.

On March 22, 2017, the Company approved the issuance and listing of 365,785,000 common shares of the Company at P0.20 per share, an amount twice the par value, subscribed to by the Company's Chairman/President and CEO, Yang Chi Jen (a.k.a. Michael Yang), amounting to a total of P73,157,000.

Also approved on the same day is the proposed increase of the authorized capital stock of the Company from ₱250 Million to ₱750 Million whereby Yang Chi Jen shall subscribe to at least 25% of the increase in authorized capital stock of the Company at ₱0.20 per share. On August 17, 2017, the proposed amount of the increase in authorized capital stock was amended to up to P10 Billion.

(d) Reason for the issuance

The planned increase in authorized capital stock of the Company is aimed to further raise additional funds for future investments/acquisitions and fund business operations.

10. Modification or Exchange of Securities

No action is to be taken with respect to the modification of any class of securities of the registrant, or the issuance of authorization for issuance of one class of securities of the registrant in exchange for outstanding securities of another class.

11. Financial and Other Information

a) Information

(1) Audited Financial Statements and Interim Report

The SEC Form 17-A with accompanying 2019 Audited Financial Statements (prepared in accordance with SRC Rule 68, as amended, and Rule 68.1.) and the Third Quarter Report as of September 30, 2020 are attached herewith.

Below is the table of the Financial Highlights and Key Performance Indicators as of indicated dates.

Financial Highlights and Key Performance Indicators				
Consolidated Statements of Financial Position	As of December 31		Increase (Decrease)	
	2019	2018	Amount	%
Total Assets	1,895,615,743	1,956,404,742	(60,788,999)	(3.11%)
Current Assets	1,498,157,266	1,530,806,697	(32,649,431)	(2.13%)
Property and Equipment	336,990,097	359,226,597	(22,236,500)	(6.19%)
Total Liabilities	1,491,727,039	1,539,527,225	(47,800,186)	(3.10%)
Current Liabilities	1,394,150,779	1,445,015,472	(50,864,693)	(3.52%)
Interest-bearing Loans	1,173,746,959	1,113,083,982	60,662,977	5.45%
Equity (capital deficiency)	403,888,704	416,877,517	(12,988,813)	(3.12%)
Consolidated Statements of Comprehensive Income	For the 12 Months Ended		Increase (Decrease)	
	2019	2018	Amount	%
Revenues	1,098,210,712	1,547,645,874	(449,435,162)	(29.04%)
Gross Profit	102,376,532	113,611,684	(11,235,152)	(9.89%)
General and administrative expenses	53,981,398	71,469,413	(17,488,015)	(24.47%)
Earnings Before Interest, Taxes, Depreciation & Amortization	113,744,798	98,027,646	15,717,152	16.03%
Profit / (Loss) before tax	(7,849,565)	870,406	(8,719,971)	(1001.83%)
Profit / (Loss) after tax	(8,053,675)	(558,192)	(7,495,483)	1342.81%
Total Comprehensive Income (Loss)	(8,053,675)	(558,192)	(7,495,483)	1342.81%
Consolidated Cash Flows	For the 12 Months Ended		Increase (Decrease)	
	2019	2018	Amount	%
Net Cash from operating activities	223,976,859	(112,877,199)	336,854,058	(298.43%)
Net Cash from investing activities				
Proceeds from disposal	-	10,898,479	(10,898,479)	(100%)
Acquisition of property & equipment	(47,268,620)	(570,738)	(46,697,882)	8182.02%
Addition to investment in associate	-	(35,120,653)	-	(100%)
Net Cash from Financing Activities	(188,473,413)	125,828,895	(314,302,308)	(249.79%)
Key Performance Indicators	For the 12 Months Ended			
	2019	2018		
Current Ratio	1.07	1.06		
Quick Ratio	0.65	0.54		
Solvency Ratio	1.27	1.27		

Debt Ratio	0.79	0.79
Debt to Equity	3.69	3.69
Interest Coverage	0.85	1.02
Asset to Equity Ratio	4.69	4.69
Gross Profit Margin	0.09	0.07
Net Profit Margin	(0.007333)	(0.000361)
Return on Assets	(0.004249)	(0.000285)
Return on Equity	(0.019940)	(0.001339)
Price/Earnings Ratio	(45.85)	(194.87)
Book Value per Share	0.16	0.17

	As of Dec. 31 2019	As of Dec. 31 2018
Outstanding Shares	2,500,000,000	2,500,000,000
Number of Employees	248	248
Ave. Exchange Rates (\$ to Peso)	50.74	52.72

Please refer to Financial Statement Notes

Financial Highlights and Key Performance Indicators

Consolidated Statements of Financial Position	As of December 31		Increase (Decrease)	
	2018	2017	Amount	%
Total Assets	1,956,404,742	2,040,982,036	(84,577,294)	(4.14%)
Current Assets	1,530,806,697	1,542,801,934	(11,995,237)	(0.78%)
Property and Equipment	64,426,794	36,768,156	27,658,638	75.22%
Total Liabilities	1,539,527,225	1,676,046,327	(136,519,102)	(8.15%)
Current Liabilities	1,445,015,472	1,577,968,274	(132,952,802)	(8.43%)
Interest-bearing Loans	1,113,083,982	991,195,469	121,888,513	12.30%
Equity (capital deficiency)	416,877,517	364,935,709	51,941,808	14.23%

Consolidated Statements of Comprehensive Income	For the 12 Months Ended		Increase (Decrease)	
	2018	2017	Amount	%
Revenues	1,547,645,874	1,824,715,335	(277,069,461)	(15.18%)
Gross Profit	113,611,684	133,817,416	(20,205,732)	(15.10%)
General and administrative expenses	71,469,413	93,344,043	(21,874,630)	(23.43%)
Earnings Before Interest, Taxes, Depreciation & Amortization	98,027,646	103,510,799	(5,483,153)	(5.30%)
Profit / (Loss) before tax	870,406	8,604,658	(7,734,252)	(89.88)
Profit / (Loss) after tax	(558,192)	5,210,029	(5,768,221)	(110.71%)
Total Comprehensive Income (Loss)	(558,192)	5,210,029	(5,768,221)	(110.71%)

Consolidated Cash Flows	For the 12 Months Ended		Increase (Decrease)		
	2018	2017	Amount	%	
Net Cash from operating activities	(112,877,199)	(161,171,132)	48,293,933	(29.96%)	
Net Cash from investing activities					
Proceeds from disposal	10,898,479	-	10,898,479	100.00%	
Acquisition of property & equipment	(570,738)	(32,937,411)	32,366,673	(98.27%)	
Addition to investment in associate	(35,120,653)	-	(35,120,653)	(100.00%)	
Net Cash from Financing Activities	125,828,895	223,956,155	(98,127,261)	(43.82%)	
Key Performance Indicators	For the 12 Months Ended				
	2018	2017			
	Current Ratio	1.06	0.98		
	Quick Ratio	0.54	0.50		
	Solvency Ratio	1.27	1.22		
	Debt Ratio	0.79	0.82		
	Debt to Equity	3.69	4.59		
	Interest Coverage	1.02	1.19		
	Asset to Equity Ratio	4.69	5.59		
	Gross Profit Margin	0.07	0.07		
	Net Profit Margin	(0.000361)	0.002855		
	Return on Assets	(0.000285)	0.002553		
	Return on Equity	(0.001339)	0.014277		
	Price/Earnings Ratio	(194.87)	377.26		
	Book Value per Share	0.17	0.15		
		As of Dec. 31	As of Dec. 31		
		2018	2017		
Outstanding Shares		2,500,000,000	2,500,000,000		
Number of Employees		248	248		
Ave. Exchange Rates (\$ to Peso)		52.72	49.96		
Please refer to Financial Statement Notes					

Ratios

- Current Ratio is computed by dividing Current Assets by Current Liabilities.
- Quick Ratio is computed by dividing Current Assets less Inventory and Prepayments by Current Liabilities.
- Solvency Ratio is computed by dividing Total Assets by Total Liabilities.
- Debt Ratio is computed by dividing Total Debts by Total Assets.
- Debt to Equity Ratio is computed by dividing Total Debts by Total Equity.
- Net Profit Margin Ratio is computed by dividing Net Profit (Loss) by Total Revenue.
- Gross Margin is computed by dividing Gross Profit by Total Revenue.
- Interest Coverage Ratio is computed by dividing EBIT by Interest Charges.
- Return on Assets Ratio is computed by dividing Net Profit (Loss) by Total Assets.
- Return on Equity Ratio is computed by dividing Net Profit (Loss) by Total Equity.
- Price/Earnings Ratio is computed by dividing Price per Share by Earnings per Share.

Discussion on Financial Results

2019 vs. 2018

Assets

Total assets decreased by Php60.8 Million from Php1.96 Billion as of December 31, 2018 to Php1.89 Billion as of December 31, 2019. Comprising mainly of decrease in trade receivables of Php23.6 Million, decrease in inventories of Php176 Million and decrease in property, plant and equipment of Php22.2 Million.

Liabilities

The decrease in total liabilities by Php47 Million from Php1.539 Billion as of December 31, 2018 to Php1.491 Billion in December 31, 2019 was due to the decrease in trade and other payable by Php69 Million.

Equity

The total equity increased by Php13 Million from Php417 Million as of December 31, 2018 to Php404 Million as of December 31, 2019.

Revenues

Total revenues increased by Php449 Million from Php1.548 Billion as of December 31, 2018 to Php1.098 Billion as of December 31, 2019.

Finance cost of Php52 Million as of December 31, 2019 represents interest expense on borrowings of Php44.9 Million and finance lease of Php7.2 Million.

Additional details on balance sheet accounts may be found in the accompanying Notes to Financial Statements.

Expenses

Comparing the twelve (12) months ended December 31, 2019 against twelve (12) months ended December 31, 2018, the top expenses in Peso terms are as follows:

- **Cost of Sales**

Total cost of sales for Php995.8 Million in 2019 represents cost of 91% of gross sales of Php1.093 Billion.

- **Salaries and Benefits**

Total salaries for 2019 amounted to Php17.4 Million which represents 32% of general and administrative expenses.

Below is the headcount summary for year ended December 2019 and proceeding four (4) quarters:

Headcount Summary	Dec.-18	Mar-19	Jun-19	Sep-19	Dec.-19
MGHI	-	-	-	-	-
MOSC					
Managerial	9	9	9	9	9
Rank and File	215	215	215	215	215
Consultants	-	-	-	-	-
C3					
Managerial	1	1	1	1	1
Rand and File	23	23	23	23	23
Consultants					
Total	248	250	248	248	248

- **Taxes and licenses** for the year 2019 amounted to Php5.6 Million. This accounts for about 10% of the group's total operating expenses.
- **Transportation and travel** for the year 2019 amounted to Php2.2 Million. This accounts for about 4% of groups' total operating expenses. For the year 2018 it amounted to Php3.9 Million.

Liquidity and Capital Resources

The following table shows our consolidated cash flows as of December 31, 2019 and 2018:

Consolidated Cash Flows	For the 12 Months Ended		Increase (Decrease)	
	2019	2018	Amount	%
Net Cash used in operating activities	223,976,859	(112,877,199)	336,854,058	(298.43%)
Net Cash from investing activities				
Proceeds from disposal	-	10,898,479	(10,898,479)	(100%)
Acquisition of property & equipment	(47,268,620)	(570,738)	(46,697,882)	8182.02%
Addition to investment in associate	-	(35,120,653)	-	(100%)
Net Cash from Financing Activities	(188,473,413)	125,828,895	(314,302,308)	(249.79%)

Cash as of December 31, 2019 is Php127 Million as compared to Php139 Million on December 31, 2018. Cash was reduced by Php11.8 Million due to payment of finance cost amounting to Php52 Million, advances made to related parties of Php197 Million and acquisition of property and equipment of Php47 Million.

Operating Activities

Total cash from operations in 2019 increased by Php341 Million from an outflow of Php113 Million in 2018 to an inflow of Php229 Million in 2019. The increase was mainly due to decrease in inventories purchased and trade and other payables incurred by the Company's subsidiary, MOSC.

Investing Activities

Total net cash outflows from investing activities in 2019 of Php40.3 Million were from acquisition of property and equipment.

Financing Activities

In 2018, the net cash inflow from financing activities was from Php72,121,742 and Php49,766,771 proceeds from availments of borrowings and finance lease liability, respectively.

In 2019, the net cash outflow from financing activities was due to Php52,080,650 payment of finance cost and Php208,663,220 advances to related parties.

2018 vs 2017

Assets

Total assets decreased by Php84.6 Million from Php2.04 Billion as of December 31, 2017 to Php1.96 Billion as of December 31, 2018. The decrease is attributable mainly to the decrease in due from related parties of Php37.6 Million; decrease in property, plant and equipment of Php60.6 Million; and decrease in other non-current assets of Php48.2 Million.

Liabilities

Total liabilities also decreased by Php137 Million from Php1.676 Billion as of December 31, 2017 to Php1.540 Billion in December 31, 2018. This was mostly due to the decrease in trade and other payable by Php222 Million.

Equity

The total equity increased by Php52 Million from Php365 Million as of December 31, 2017 to Php417 Million as of December 31, 2018.

Revenues

Total revenues increased by Php277 Million from Php1.824 Billion as of December 31, 2017 to Php1.548 Billion as of December 31, 2018.

Finance cost of Php46.89 Million as of December 31, 2018 represents interest expense on borrowings of Php41.9 Million and finance lease of Php4.9 Million.

Additional details on balance sheet accounts may be found in the accompanying Notes to Financial Statements.

Expenses

Comparing the twelve (12) months ended December 31, 2018 against twelve (12) months ended December 31, 2017, the top expenses in Peso terms are as follows:

- **Cost of Sales**

Total cost of sales for Php1.434 Billion in 2018 represents cost of 93% of gross sales of Php1.548 Billion.

- **Salaries and Benefits**

Total salaries for 2018 amounted to Php16.3 Million which represents 23% of general and administrative expenses.

Below is the headcount summary for year ended December 2018 and proceeding four (4) quarters:

Headcount Summary	Dec.-17	Mar-18	Jun-18	Sep-18	Dec.-18
MGHI	-	-	-	-	-
MOSC					
Managerial	9	9	9	9	9
Rank and File	215	215	215	215	215
Consultants	-	-	-	-	-
C3					
Managerial	1	1	1	1	1
Rand and File	23	23	23	23	23
Consultants					
Total	248	250	248	248	248

- **Taxes and licenses** for the year 2018 amounted to Php8.16 Million. This accounts for about 11% of the group's total operating expenses.
- **Transportation and travel** for the year 2018 amounted to Php3.9 Million. This accounts for about 6% of groups' total operating expenses. For the year 2017 it amounted to Php7.2 Million.

Liquidity and Capital Resources

The following table shows our consolidated cash flows as of December 31, 2018 and 2017:

Consolidated Cash Flows	For the 12 Months Ended		Increase (Decrease)	
	2018	2017	Amount	%
Net Cash used in operating activities	(112,877,199)	(161,171,132)	48,293,933	(29.96%)
Net Cash from investing activities				
Proceeds from disposal	10,898,479	-	10,898,479	100.00%
Acquisition of property & equipment	(570,738)	(32,937,411)	32,366,673	(98.27%)
Addition to investment in associate	(35,120,653)	-	(35,120,653)	100.00%
Net Cash from Financing Activities	125,828,895	223,956,155	(98,127,261)	(43.82%)

Cash as of December 31, 2018 is Php139 Million as compared to Php150 Million on December 31, 2017. Cash was reduced by Php11.8 Million due to acquisition of investment in associate of Php35 Million and Php46.8 Million payment of finance cost.

Operating Activities

Total cash used for operations in 2018 decreased by Php48.3 Million from Php161 Million in 2017 to Php113 Million in 2018. The decrease was mainly due to decrease in operation expenses incurred by the Company's subsidiary, MOSC.

Investing Activities

Total net cash outflows from investing activities in 2018 of Php24.79 Million were from acquisition of investment in associate. There was disposal of PPE for the year 2018 with proceeds of Php10.9 Million.

Financing Activities

In 2017, the cash flow from financing activities was from the Php37,636,935 deposit for future shares subscription and Php210,285,239 proceeds from availments of borrowings.

In 2018, the cash flow from financing activities was from Php72,121,742 and Php49,766,771 proceeds from availments of borrowings and finance lease liability, respectively.

INTERIM

MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES CONSOLIDATED STATEMENTS OF FINANCIAL POSITION September 30, 2020 (Unaudited) AND DECEMBER 31, 2019 AND 2018 (Audited)			
(In Philippine Peso) AS AT	30 Sep-20 (Unaudited)	31 Dec-19 (Audited)	31 Dec-18 (Audited)
ASSETS			
Current Assets			
Cash	46,273,604	126,843,875	138,609,049
Trade and other receivables, net	616,425,212	588,607,353	612,181,280
Inventories	500,549,131	507,756,362	684,084,065
Other current assets	92,158,880	87,086,183	64,426,794
Due from related parties	199,718,419	187,863,493	31,505,509
Total Current Assets	1,455,125,246	1,498,157,266	1,530,806,697
Noncurrent Assets			
Property, plant and equipment, net	298,054,200	336,990,098	359,226,597
Investment in associate	28,102,734	28,102,734	35,120,653
Deferred tax assets	17,463,907	17,463,907	16,349,057
AFS financial asset, net	50,000	50,000	50,000
Goodwill	14,521,202	14,521,202	14,521,202
Other noncurrent assets	65,484,174	330,536	330,536
Total Noncurrent Assets	423,676,217	397,458,477	425,598,045
TOTAL ASSETS	1,878,801,463	1,895,615,743	1,956,404,742
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	162,505,765	98,131,684	167,142,772
Due to a related party	148,519,587	136,668,506	177,366,262
Lease liability, current portion	40,506,044	69,724,825	70,506,301
Borrowings	1,041,212,574	1,089,625,764	1,030,000,137
Total Current Liabilities	1,392,743,970	1,394,150,779	1,445,015,472
Noncurrent Liabilities			
Lease liability, net of current portion	-	10,308,042	5,464,091
Borrowings, net of current portion	1,266,607	4,088,328	7,113,453
Retirement benefits obligations	45,837,144	45,542,955	44,297,274
Deposit for future share subscription	37,636,935	37,636,935	37,636,935
Total Noncurrent Liabilities	84,740,686	97,576,260	94,511,753
TOTAL LIABILITIES	1,477,484,656	1,491,727,039	1,539,527,225
Equity (capital deficiency)			
Attributable to equity holders of the parent			
Share capital	250,000,000	250,000,000	250,000,000
Share premium	36,578,500	36,578,500	36,578,500
Remeasurement of retirement benefits obligation	(7,455,587)	(7,455,587)	(7,455,587)

AFS reserve	(300,000)	(300,000)	(300,000)
Deficit	(118,713,323)	(116,806,569)	(105,922,591)
Total	160,109,590	162,016,344	172,900,322
Equity attributable to non-controlling interests	241,207,217	241,872,360	243,977,195
TOTAL EQUITY	401,316,807	403,888,704	416,877,517
TOTAL LIABILITIES & EQUITY	1,878,801,463	1,895,615,743	1,956,404,742

MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS) FOR THE 9 MONTHS PERIOD ENDED SEPTEMBER 30, 2020, 2019 AND 2018 (Unaudited)			
	9 mos.	9 mos.	9 mos.
(In Philippine Peso)	30-Sept-20	30-Sept-19	30-Sept-18
	(Unaudited)	(Unaudited)	(Unaudited)
REVENUES			
Gross sales	482,004,562	770,275,980	1,127,176,842
	482,004,562	770,275,980	1,127,176,842
Less: COST OF SALES	421,793,005	724,784,418	1,052,534,828
GROSS PROFIT	60,211,557	45,491,562	74,642,014
OPERATING EXPENSES			
Taxes and licenses	1,590,648	2,266,223	2,324,134
Salaries and other employees' benefits	12,639,255	10,022,474	11,317,782
Transportation and Travel	421,145	940,018	742,862
Representation expenses	208,317	383,481	367,834
Communication, light& water expense	12,846,163	12,197,710	12,539,461
Commission	986,221	1,889,930	1,312,147
Brokerage fees	202,709	113,241	274,199
Rental expenses	3,072,044	2,407,742	1,993,797
Repair and maintenance	2,509,115	2,075,669	2,299,774
Management & Professional fees	1,084,498	1,385,013	1,458,490
Retirement benefits	532,439	176,110	-
Security and janitorial services	1,350,434	1,084,054	1,051,838
Supplies & other Office expense	987,023	1,315,682	978,505
Insurance	218,387	434,987	426,009
Membership dues	272,264	250,000	251,624
Warehousing services	1,564,374	1,883,591	1,561,284
Shipping and handling cost	11,518,954	12,090,214	12,597,233
Information technology services	187,451	201,016	94,447
Documentary stamps	509,907	464,207	121,422
Fuel and lubricants	632,598	861,323	456,637
Donations and contributions	24,899	130,550	40,798
Trainings and seminars	10,874	81,840	68,761
Product testing and analysis fee	121,429	393,154	282,277

Sanitation	386,482	561,467	382,702
Fines, penalties & other charges	648,811	264,621	72,260
Litigation	-	7,000	-
Reprocessing	85,568	81,165	11,274
Advertising and promotions	-	50,000	400,082
Miscellaneous	879,085	404,122	190,998
Total Operating Expenses	55,491,094	54,416,604	53,618,631
EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization)	4,720,463	(8,925,042)	21,023,383
Total Depreciation and Amortization	24,388,999	26,088,144	29,101,010
Other Income/Expenses			
Bank charges	(275,808)	(409,774)	(1,428,013)
Foreign exchange (gain) or loss	170,550	716,794	29,898
Rental income	8,439,492	10,873,111	8,109,877
Gain on finance lease-sale and leaseback	2,710,772	5,226,869	4,239,834
Gain on sale of fixed asset	-	-	-
Provision on losses / actual losses	-	-	-
Miscellaneous income(loss)	28,340,996	37,007,099	18,795,940
Other income (loss), net	39,386,002	53,414,099	29,747,536
Profit (loss) from operations	19,717,466	18,400,913	21,669,909
Finance Income	33,333	193,917	192,981
Finance costs	(22,045,577)	(18,412,035)	(17,901,597)
Profit (Loss) before income tax	(2,294,778)	182,795	3,961,293
Provision for Income Tax	277,119	288,572	441,988
Profit (Loss) after income tax	(2,571,897)	(105,777)	3,519,305
Share in net losses (income of consolidated subsidiaries in excess of investments)	-	-	-
TOTAL COMPREHENSIVE INCOME (LOSS)	(2,571,897)	(105,777)	3,519,305

MILLENNIUM GLOBAL HOLDINGS, INC.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

FOR THE 3 MONTHS PERIOD ENDED SEPTEMBER 30, 2020, 2019 AND 2018 (Unaudited)

	3 mos.	3 mos.	3 mos.
	July-Sept, 2020	July-Sept, 2019	July-Sept, 2018
(In Philippine Peso)	(Unaudited)	(Unaudited)	(Unaudited)
REVENUES			
Gross sales	114,132,047	220,532,665	411,120,987
	114,132,047	220,532,665	411,120,987
Less: COST OF SALES	108,259,361	223,237,548	388,493,825
GROSS PROFIT	5,872,686	(2,704,883)	22,627,162
OPERATING EXPENSES			
Taxes and licenses	118,360	361,343	442,780
Salaries and other employees' benefits	2,762,177	2,953,414	4,129,691
Transportation and Travel	37,214	277,527	195,085
Representation expenses	26,836	145,861	45,912
Communication, light& water expense	2,744,438	3,492,625	3,885,189
Commission	290,763	908,924	359,050

Brokerage fee	-	33,738	181,494
Rental expenses	735,889	676,488	320,975
Repair and maintenance	141,159	248,158	414,947
Management & Professional fees	482,148	376,814	287,200
Retirement benefits	129,900	9,899	-
Security and janitorial services	327,294	283,028	272,435
Supplies & other Office expense	582,796	561,136	110,762
Insurance	47,838	215,345	85,944
Membership dues	-	-	-
Warehousing services	321,163	586,237	349,605
Shipping and handling cost	2,476,080	4,291,413	4,119,119
Information technology services	42,853	66,848	13,044
Documentary stamps	51,184	54,835	42,895
Fuel and lubricants	200,417	353,195	110,163
Donations and contributions	6,094	14,500	27,970
Training and seminar	10,874	81,840	1,605
Litigation	-	7,000	-
Product testing and analysis	9,865	162,902	87,366
Sanitation	55,881	236,409	75,999
Advertising and promotion	-	50,000	-
Fines, penalties & other charges	40,964	142,096	17,604
Reprocessing	42,853	40,471	3,465
Miscellaneous	15,161	178,029	26,992
Total Operating Expenses	11,700,201	16,810,075	15,607,291
EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization)	(5,827,515)	(19,514,958)	7,019,871
Total Depreciation and amortization	5,594,357	6,288,756	8,943,452
Other Income/Expenses			
Bank charges	(66,391)	(184,112)	(749,439)
Foreign exchange (gain) or loss	(164,730)	77,828	102,141
Rental income	2,886,419	5,284,901	2,805,284
Gain on finance lease-sale and leaseback	1,921,643	2,947,919	2,177,643
Loss on sale of Fixed asset	-	-	-
Provision on losses / actual losses	-	-	-
Miscellaneous income (loss)	15,574,189	22,870,440	5,250,818
Other income (loss), net	20,151,130	30,996,976	9,586,447
Profit (loss) from operations	8,729,258	5,193,262	7,662,866
Finance Income	16,761	93,512	99,684
Finance costs	(7,563,878)	(6,677,562)	(6,285,225)
Profit (Loss) before income tax	1,182,141	(1,390,788)	1,477,325
Provision for Income Tax	100,069	288,572	441,988
Profit (Loss) after income tax	1,082,072	(1,679,360)	1,035,337
Share in net losses (income of consolidated subsidiaries in excess of investments)	-	-	-
TOTAL COMPREHENSIVE INCOME (LOSS)	1,082,072	(1,679,360)	1,035,337

Assets

Cash as of September 30, 2020 is Php46.3 Million as compared to Php126.8 Million on December 31, 2019.

Accounts receivables as of September 30, 2020 amounting to Php616.4 Million represents trade and other receivables of MOSC and nil for the Company. Accounts receivable increased by ₱27.8 Million as compared to ₱588.6 Million as of Dec. 31, 2019.

Liabilities

Liabilities as of September 30, 2020 amount to ₱1.477 Billion as compared to ₱1.492 Billion as of December 31, 2019. The decrease of ₱14.2 Million is mainly due to decrease in borrowings and lease liability.

Equity

Decrease in equity to ₱401.3 Million as of September 30, 2020 pertains to the increase in the deficit.

Additional details on balance sheet accounts may be found in the accompanying Notes to Financial Statements.

Revenues

Revenue generated for the period ended September 30, 2020 is ₱482 Million. The revenues are attributable to MOSC's import/export and processing of marine goods and other related products.

Other Income (charges) as of September 30, 2020 is ₱39.4 Million. The revenues are attributable to Rental income and Miscellaneous income for storage.

Expenses

Comparing the nine (9) months ended September 30, 2020 against nine (9) months ended September 30, 2019, the top expenses in Peso terms are as follows:

- **Cost of Sales**

Total cost of sales for Php421.8 Million in 2020 represents cost of 88% of gross sales of Php482 Million.

- **Salaries and Benefits**

The Company as of September 30, 2020 has made no hiring. As of September 30, 2020, total salaries increased by ₱2.6 Million, from ₱10 Million as of September 30, 2019 to ₱12.6 Million as of September 30, 2020. Salaries represent MOSC and C3 manpower cost and employee's benefits. This accounts for 23% of total operating expenses as of September 30, 2020.

Below is the headcount summary for each of the quarter ended September 30, 2020 and preceding four (4) periods:

Headcount Summary	Sep-19	Dec-19	Mar-20	June-20	Sep-20
MGHI	-	-	-	-	-
MOSC					
Managerial	9	9	9	9	9
Rank and File	215	215	215	215	215
Consultants	-	-	-	-	-
C3					
Managerial	1	1	1	1	1
Rank and File	23	23	23	23	23
Consultants					
Total	248	248	248	248	248

- **Interest expense** for the year 2020 amounted to Php22 Million. This accounts for about 40% of the group's total operating expenses.
- **Utilities expense** for the year 2020 amounted to Php12.8 Million. This accounts for about 23% of groups' total operating expenses. For the year 2019 it amounted to Php12.2 Million.
- **Shipping and handling cost** for the year 2020 amounted to Php11.5 Million. This accounts for about 21% of groups' total operating expenses. For the year 2019 it amounted to Php12 Million.

Additional details on the Statement of Comprehensive Income accounts may be found in the accompanying Notes to Financial Statements.

Liquidity and Capital Resources

The following table shows the consolidated cash flows as of September 31, 2020 and 2019:

Consolidated Cash Flows	For the 9 months ended September 30		Increase (Decrease)	
	2020	2019	Amount	%
Net Cash from Operating Activities	₱ 17,693,986	₱ (92,223,156)	₱ 109,917,142	119.19%
Net Cash from Investing Activities	14,546,899	(17,570,151)	32,117,050	182.79%
Net Cash from Financing Activities	(112,811,156)	14,283,821	(127,094,977)	(889.78%)

Operating Activities

Net cash from operating activities of Php17.7 Million as of September 30, 2020 are mainly for MOSC operations as of September 30, 2020.

Investing Activities

Net cash used for investing activities of ₱14.5 Million as of September 30, 2020 was mainly from the acquisition of property and equipment of MOSC.

Financing Activities

Net cash used for financing activities of ₱112.9 Million as of September 30, 2020 represents ₱51.2 Million payment of borrowings and ₱61.6 Million for payment of lease liability and finance cost.

Seasonal aspects that had a material effect on the financial condition or results of operations

The Company experienced a significant irregularity of operations and slowdown in resourcing and revenue as a result of the ECQ implemented Luzon wide from March 17, 2020 and this scenario may continue in the coming months.

While the irregularity is currently considered to be temporary, management anticipates the prolonged suspension of businesses and restrictions on the movement of workers could negatively impact the Group's financial condition and operations – specifically in its resourcing, production and distribution channels.

MILLENNIUM GLOBAL HOLDINGS, INC. AND ITS SUBSIDIARIES SCHEDULE OF FINANCIAL SOUNDNESS AND INDICATORS FOR THE PERIOD ENDED SEPTEMBER 30, 2020 (Unaudited) and DECEMBER 31, 2019 and 2018 (Audited)			
(In Philippine Peso)	September 30, 2020 (Unaudited)	Dec. 31, 2019 (Audited)	Dec. 31, 2018 (Audited)
Current/Liquidity ratio			
Current assets	1,455,125,246	1,498,157,266	1,530,806,697
Current liabilities	1,392,743,970	1,394,150,779	1,445,015,472
Current Ratio	1.045	1.075	1.059
Quick ratio			
Current assets-Inventory-prepayments	862,417,235	903,314,721	782,295,838
Current liabilities	1,392,743,970	1,394,150,779	1,445,015,472
Quick Ratio	0.619	0.648	0.541
Solvency ratio			
Total Assets	1,878,801,463	1,895,615,743	1,956,404,742
Total Liabilities	1,477,484,656	1,491,727,039	1,539,527,225
Solvency Ratio	1.272	1.271	1.271
Debt ratio			
Total Debts	1,477,484,656	1,491,727,039	1,539,527,225
Total Assets	1,878,801,463	1,895,615,743	1,956,404,742
Debt Ratio	0.786	0.787	0.787
Debt to Equity Ratio			
Debt	1,477,484,656	1,491,727,039	1,539,527,225
Equity	401,316,807	403,888,704	416,877,517

Debt/Equity Ratio	3.682	3.693	3.693
Assets to Equity ratio			
Assets	1,878,801,463	1,895,615,743	1,956,404,742
Equity	401,316,807	403,888,704	416,877,517
Assets to Equity Ratio	4.682	4.693	4.693
Net Profit margin ratio			
Net Income (loss)-continuing operation	(2,571,897)	(8,053,675)	(558,192)
Revenue	482,004,562	1,098,210,712	1,547,645,874
Net Profit Margin Ratio	(0.0053)	(0.0073)	(0.0004)
Gross margin ratio			
Gross profit	60,211,557	102,376,532	113,611,684
Revenue	482,004,562	1,098,210,712	1,547,645,874
Gross Margin Ratio	0.1249	0.0932	0.0734
Interest coverage			
EBIT (Earnings before Interest income (charges) and taxes)	19,717,466	44,026,206	47,527,036
Interest Charges	22,045,577	52,080,650	46,891,262
Interest coverage Ratio	0.894	0.845	1.014
Return on Assets			
Profit (loss)	(2,571,897)	(8,053,675)	(558,192)
Total Assets	1,878,801,463	1,895,615,743	1,956,404,742
Return on Assets Ratio	(0.0013)	(0.0042)	0.000
Return on Equity			
Profit (loss)	(2,571,897)	(8,053,675)	(558,192)
Equity	401,316,807	403,888,704	416,877,517
Return on Equity Ratio	(0.006)	(0.020)	0.000
Price/Earnings Ratio			
Price per share	0.13	0.153	0.176
Per common share	(0.000763)	(0.003337)	(0.000903)
Price/Earnings Ratio	(170.45)	(45.85)	(194.87)

Ratios

- Current Ratio is computed by dividing Current Assets by Current Liabilities.
- Quick Ratio is computed by dividing Current Assets less Inventory and Prepayments by Current Liabilities.
- Solvency Ratio is computed by dividing Total Assets by Total Liabilities.
- Debt Ratio is computed by dividing Total Debts by Total Assets.
- Debt to Equity Ratio is computed by dividing Total Debts by Total Equity.
- Net Profit Margin Ratio is computed by dividing Net Profit (Loss) by Total Revenue.
- Gross Margin is computed by dividing Gross Profit by Total Revenue.
- Interest Coverage Ratio is computed by dividing EBIT by Interest Charges.
- Return on Assets Ratio is computed by dividing Net Profit (Loss) by Total Assets.
- Return on Equity Ratio is computed by dividing Net Profit (Loss) by Total Equity.
- Price/Earnings Ratio is computed by dividing Price per Share by Earnings per Share.

(2) Plan of Operations for the next twelve months

Cash Requirements

The Company foresees that its businesses are sustainable by the cash that it will generate operationally. At the same time, the Company shall continue to devise ways to provide for an efficient and cost-effective working environment so as to maximize profitability. Aside from the discussions under Item Eight (8) of this Information Statement, the Company does not foresee any other trends, demands, commitments, events or uncertainties that will materially affect, whether positively or negatively, its liquidity in the next twelve months. The Company does not expect to be in default or breach on any loan, indebtedness, or financing arrangements that have been previously incurred, as it does not expect to experience any event that will trigger any direct or indirect financial obligation that is material to the company and that will result in any default or acceleration of any of its financial obligations.

Product Research and Development

The Company being a holding company has no product research and development happening at its level.

Expected purchase or sale of plant and significant equipment and significant changes in the number of employees.

There are no known definite plans of purchase or sale of plant and equipment and significant changes in the number of employees of the Company.

(3) Market information and security holders

As of October 31, 2020, the Company has 752 shareholders.

The common shares of the Company are being traded at the Philippine Stock Exchange, Inc. with the closing trading price of P0.170 per share as of November 20, 2020.

The following are the quarterly high and low prices of the Company's shares traded at the Philippine Stock Exchange, Inc. for the last eight (8) quarters:

Stock	Quarter	High	Low
MG	4Q 2018	0.19	0.16
MG	1Q 2019	0.270	0.169
MG	2Q 2019	0.214	0.185
MG	3Q 2019	0.211	0.182
MG	4Q 2019	0.201	0.153
MG	1Q 2020	0.182	0.102
MG	2Q 2020	0.156	0.112
MG	3Q 2020	0.169	0.121

(4) Top Twenty (20) Shareholders

The Top 20 shareholders of the Corporation as of October 31, 2020 are as follows:

Rank	Name	Class of Securities	No. of Shares	Percentage
1	PCD NOMINEE CORPORATION (Filipino)	Common	1,259,234,272	50.37%
2	PCD NOMINEE CORPORATION (Foreign)	Common	582,348,495	23.29%
3	YANG, CHI JEN YEH	Common	505,000,000	20.20%
4	ELITE HOLDINGS, INC.	Common	55,052,300	02.20%
5	IPVG EMPLOYEES, INC.	Common	38,000,000	01.52%
6	STONE, ROGER G.	Common	18,500,001	00.74%
7	MIRANDA, OLEEN	Common	6,000,000	00.24%
8	CUNNINGHAM, PAUL JOSEPH	Common	6,000,000	00.24%
9	GONZALEZ, JAIME ENRIQUE Y.	Common	5,141,530	00.21%
10	LI, CHIH-HUI	Common	5,000,000	00.20%
11	WILLY ONG DIZON OR NENE C. DIZON	Common	3,500,000	00.14%
12	TRANSNATIONAL DIVERSIFIED CORP.	Common	2,507,639	00.10%
13	CATANI, ARNOLD	Common	2,076,802	00.08%
14	E-STORE EXCHANGE.COM, INC.	Common	1,763,080	00.07%
15	POLISHETTY, SRINIVAS	Common	1,461,761	00.06%
16	LI, CHIH HUI	Common	1,000,000	00.04%
17	REDIX INC.	Common	856,889	00.03%
18	DIAZ, EDNA B.	Common	270,000	00.01%
19	TABLIGAN, VICTOR	Common	190,140	00.01%
20	HOJAS, RUBIN M.	Common	189,790	00.01%
TOTAL SHARES (TOP 20)			2,494,092,699	99.76%
TOTAL SHARES (REST OF STOCKHOLDERS)		Common	5,907,301	0.24%
TOTAL ISSUED AND OUTSTANDING SHARES			2,500,000,000	100.00%

**Data on the Top 20 Shareholders and Total Number of Shareholders provided by the Transfer Agent, Stock Transfer Service, Inc. (STSI).*

(5) Dividends

There has been no dividend declaration in the last three (3) years. There is currently no restriction that may limit the payment of dividends on common shares.

(6) Recent Sales of Unregistered or Exempt Securities Including Recent Issuance of Securities Constituting Exempt Transaction

There were no sales of unregistered or exempt securities including issuance of securities constituting exempt transaction in 2018, 2019 and 2020.

On March 22, 2017, the Company approved the subscription by the Company's Chairman and President, Yang Chi Jen, to the remaining 365,785,000 unissued shares of the company at ₱0.20 per share amounting to a total of P73,157,000.

i. Known trend, event or uncertainty that has or is reasonably likely to have a negative impact on the Company's short-term or long-term liquidity.

The Company's operations were temporary suspended as a result of the ECQ (and variations thereof) implemented beginning March 17, 2020 and the irregularity of operations may continue in the coming months.

While the suspension and irregularity of operations due to COVID-19 pandemic is currently considered to be temporary, management anticipates that the prolonged suspension of businesses and restrictions on the movement of workers will negatively impact the Group's financial condition and operations – specifically in its production and distribution channels.

ii. The liquidity of the Company is generated from the Company's financial resources. The Company believes that it has reasonably sufficient resources to finance its working capital requirements for the next twelve (12) months and has ready access to sources of credit from both trade suppliers and financial institutions.

iii. There are no known material off balance sheet transactions, arrangements, obligations (including contingent obligations) and other relationships of the Company with unconsolidated entities or other persons created during the reporting period.

The Company experienced a significant irregularity of operations and slowdown in resourcing and revenue as a result of the ECQ (and its variations) implemented Luzon wide beginning March 17, 2020 and this scenario may continue in the coming months.

While the irregularity is currently considered to be temporary, management anticipates the prolonged suspension of businesses and restrictions on the movement of workers could negatively impact the Group's financial condition and operations – specifically in its sourcing, production and distribution channels.

iv. There are no material commitments for capital expenditure during the period.

v. Known trend, event of uncertainty that has or that is reasonably expected to have a negative impact on the commercial operations.

The Company's operations were temporary suspended as a result of the ECQ (and variations thereof) implemented beginning March 17, 2020 and the irregularity of operations may continue in the coming months.

While the suspension and irregularity of operations due to COVID-19 pandemic is currently considered to be temporary, management anticipates that the prolonged suspension of businesses and restrictions on the movement of workers will negatively impact the Group's financial condition and operations – specifically in its production and distribution channels.

vi. Significant elements of loss that are expected to arise from the Company and its subsidiary's continuing operations.

The Company experienced a significant irregularity of operations and slowdown in resourcing and revenue as a result of the ECQ (and its variations) implemented Luzon wide beginning March 17, 2020 and this scenario may continue in the coming months.

While the irregularity is currently considered to be temporary, management anticipates the prolonged suspension of businesses and restrictions on the movement of workers could negatively impact the Group's financial condition and operations – specifically in its sourcing, production and distribution channels.

vii. Known cause for any material change from the Company's inception in one or more of the line items of the Company's financial statements.

The Company's operations were temporary suspended as a result of the ECQ (and variations thereof) implemented beginning March 17, 2020 and the irregularity of operations may continue in the coming months.

While the suspension and irregularity of operations due to COVID-19 pandemic is currently considered to be temporary, management anticipates that the prolonged suspension of businesses and restrictions on the movement of workers will negatively impact the Group's financial condition and operations – specifically in its production and distribution channels.

viii. Unexpected seasonal aspects that had a material impact effect on the financial condition or results of operations.

The Company's operations were temporary suspended as a result of the ECQ (and variations thereof) implemented beginning March 17, 2020 and the irregularity of operations may continue in the coming months.

While the suspension and irregularity of operations due to COVID-19 pandemic is currently considered to be temporary, management anticipates that the prolonged suspension of businesses and restrictions on the movement of workers will negatively impact the Group's financial condition and operations – specifically in its production and distribution channels.

(8) Discussion on Compliance with Leading Practice on Corporate Governance

The Board of directors and shareholders, management and employees of the Company believe that corporate governance is a necessary component to achieve strategic business management. Going beyond compliance to laws and the implementation of rules and regulations, the Company's governance cultivates a corporate culture of integrity and empowering leadership, and significantly contributes to long-term growth and enhanced shareholder value.

The Company is committed to adhering to the highest level of sound corporate governance practices in setting values that serve as its foundation in guiding both employees and stockholders alike. With a dedicated team of professionals who share such passion, its business practices and work ethics put in place a philosophy of corporate transparency and public accountability.

In Compliance with SEC Memorandum Circular No. 24, series of 2019, the Company revised its Manual of Corporate Governance adopting all the mandatory provisions of the Revised Code of Corporate Governance. There has been no material deviation from the Corporation's Revised Manual of Corporate Governance.

Furthermore, in compliance with directives of the SEC and the PSE, the Corporation has submitted its Integrated Annual Corporate Governance Report for 2019.

12. Mergers, Consolidations, Acquisitions and Similar Matters

On December 20, 2013, the stockholders approved the investment in and/or acquisition of various businesses and operating companies and delegated authority to the Board to approve the investment transactions and acquisitions and determine the terms and conditions thereof, and to approve and determine the manner of raising funds to finance the investments and acquisitions.

13. Acquisition or disposition of Property

On July 1, 2011, the stockholders have approved the delegation of authority to the Board to determine the terms and conditions of the sale, disposition or transfer of all or substantially all the property and assets, as well as liabilities, of the Company.

14. Restatement of Accounts

The Company's accounting policies adopted are consistent with those of the previous calendar year.

OTHER MATTERS

15. Action with Respect to Reports

The following reports will be submitted for approval by the stockholders of the Company:

1. The Minutes of the Annual Stockholders' Meeting held on December 12, 2019.
2. Annual Report and the Audited Financial Statements for the year ended December 31, 2019.

Approval of the Annual Report and the Audited Financial Statements for the year ended December 31, 2019 constitutes ratification by the stockholders of the Company's performance for 2019.

16. Matters Not Required to be Submitted.

Apart from the foregoing, there are no other matters required to be submitted, whether required to be approved by the shareholders or otherwise.

17. Amendment of Charter, By-laws or Other Documents

On August 17, 2017, the Board of Directors approved the proposal to increase the authorized capital stock up to an amount to be determined by the Board, not exceeding P10 Billion. The planned increase in authorized capital stock of the Company is aimed to further raise additional funds for future investments/acquisitions and fund business operations. Out of the increase, the Company's Chairman/President and CEO Yang Chi Jen shall subscribe to at least 25% of the increase in authorized capital stock of the Company at ₱0.20 per share.

On February 6, 2020, the Board of Directors of the Company approved the change of the principal office of the Company to Lot 9 Block 2 John St., Multinational Village, Paranaque City. The purpose of which is to minimize costs while still being maintaining its principal office within the same city.

The above matters will be presented for consideration of the stockholders should the required quorum for approval of the action be reached.

18. Other Proposed Action

All matters approved and acted upon by the Board of Directors and Officers after the Annual Stockholders' Meeting on December 12, 2019 are to be ratified by the stockholders during the upcoming Annual Stockholders' Meeting. The matters approved and acted upon by the Board of Directors of the Company are as follows:

Date	Matters Approved/ Reported
December 12, 2019	Results of 2019 Annual Stockholders' Meeting and Organizational Meeting
April 7, 2020	Postponement of the ASM of the Company which pursuant to its By- Laws should be held on the last Friday of June of every year. This, amid COVID-19 pandemic and ECQ status of Metro Manila.
June 10, 2020	Approval of the Separate Audited Financial Statements
June 24, 2020	Approval of the 2019 Consolidated Audited Financial Statements
November 6, 2020	Holding of the Company's ASM on December 18, 2020 at 2:00 p.m. via remote communication. The record date is set on November 25, 2020.

19. Voting Procedures

Please refer to Page 4 of this SEC Form 20-IS for the Guidelines and Procedures for Participating *via* Remote Communication at the 2020 Annual Stockholders' Meeting.

Except in cases where a higher vote is required under the Revised Corporation Code, the approval of any corporate action shall require the majority vote of all stockholders present in the meeting if constituting a quorum.

Agenda Items No. 9 and No. 10 involve the amendment of the Articles of Incorporation. Under Section 15 of the Revised Corporation Code, the vote of at least 2/3 of the outstanding capital stock is necessary to approve the amendment of the Articles of Incorporation.

In general, all corporate powers are exercised by the board of directors and stockholders' approval is usually not required. However, the Revised Corporation Code requires (and the by-laws of the corporation may require) stockholders' approval for certain corporate acts. Listed below are the corporate acts that require stockholders' approval:

- (a) Amendment of articles of incorporation – vote of at least 2/3 of outstanding capital stock;
- (b) Election of directors – vote of stockholders representing at least a majority of the outstanding capital stock;
- (c) Removal of directors – vote of stockholders holding or representing 2/3 of the outstanding capital stock;
- (d) Ratifying a contract of a director/officer with the corporation – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (e) Extending or shortening the corporate term – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (f) Increase or decrease of the capital stock – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (g) Incurring, creating or increasing bonded indebtedness – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (h) Sale, lease, exchange, mortgage, pledge of all or substantially all the corporate assets – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (i) Investment of corporate funds in another corporation or for any purpose other than the primary purpose for which the corporation was organized – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (j) Issuance of stock dividends – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (k) Execution of management contracts – vote of stockholders representing at least a majority of the Outstanding capital stock;
- (l) Adoption of by-laws – vote of stockholders representing at least a majority of the outstanding capital stock;
- (m) Amendment or repeal of by-laws – vote of stockholders representing at least a majority of the Outstanding capital stock;
- (n) Delegation to board of the power to amend or repeal the by-laws or adopt new by-laws – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (o) Revocation of the power given to the board to amend or repeal the by-laws or to adopt new by-laws – vote of stockholders representing at least a majority of the outstanding capital stock;
- (p) Fixing issue price of no-par value shares – a majority of the quorum of the board of directors if authorized by the articles of incorporation, or in the absence of such authority, by a majority of the outstanding capital stock;
- (q) Approval or amendment of a plan of merger or consolidation – vote of stockholders representing at least 2/3 of the outstanding capital stock;
- (r) Dissolution of a corporation – vote of stockholders representing at least 2/3 of the outstanding capital stock;

During meetings, only stockholders who hold voting shares may vote. Thus, holders of non-voting shares generally cannot vote. However, the Revised Corporation Code allows holders of non-voting shares to vote on the following matters:

- (a) Amendment of the articles of incorporation;
- (b) Adoption and amendment of by-laws;

- (c) Sale, lease, exchange, mortgage, pledge or other disposition of all or substantially all of the corporate property;
- (d) Incurring, creating or increasing bonded indebtedness;
- (e) Increase or decrease of capital stock;
- (f) Merger or consolidation of the corporation with another corporation or other corporations;
- (g) Investment of corporate funds in another corporation or business in accordance with the Revised Corporation Code; and
- (h) Dissolution of the corporation.

A stockholder may vote: (1) directly; or (2) indirectly through a representative. This representative may be a proxy, a trustee under a voting trust agreement, or an executor or other legal representative appointed by the court. With respect to shares of stock that have been pledged, the pledgor still has the right to attend and vote at stockholders' meetings unless the pledgee is expressly given such right in writing which is recorded on the appropriate books by the pledgor. In case of shares of stock owned jointly by 2 or more persons, in order to vote the same, the consent of all the co-owners is necessary, unless there is a written proxy signed by all co-owners authorizing one or some of them or any other person to vote such share. Where the shares are owned in an "and/or" capacity, any one of the joint owners can vote said shares or appoint a proxy to vote the shares.

All stockholders of record at the close of business hours on the stated record date shall be entitled to cumulative voting rights with respect to the election of directors. A stockholder may vote such number of shares for as many persons as there are directors to be elected or he may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the of his shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit: Provided, that the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the corporation as of the record date multiplied by the whole number of directors to be elected.

The following rules are adopted in the nomination and election of independent directors:

- a. The nomination of Committee shall have at least three (3) members, one of whom is the independent director.
- b. Nomination of Independent director/s shall be conducted by the committee prior to a stockholder's meeting. All recommendation shall be signed by the nominating stockholders together with the acceptance and the conformity of the would-be-nominees.
- c. The Committee shall pre-screen policies the qualifications and prepares a final list of candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent director/s.
- d. After the nomination, the committee shall prepare a final list of candidates which shall contain all the information about the nominees for independent directors, required under SRC Rule 12, which list shall be made available to the Commission 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 Company is required to submit to the Commission. The name of the person or group of persons who recommend the nomination of the independent directors shall be identified in such report including any relationship with the nominee.

-END-

UNDERTAKING TO PROVIDE FINANCIAL REPORTS

The Company attached herewith a copy of the latest Audited Financial Statements (SEC Form 17-A) and the Interim Report (SEC Form 17-Q), forming an integral part of the Definitive Information Statement.

The Company shall provide without charge a printed copy of the latest SEC Form 17-A and/or the SEC Form 17-Q upon written request of the shareholder addressed to:

The Corporate Secretary
MILLENNIUM GLOBAL HOLDINGS, INC.
c/o Lot 9, Block 2, John Street, Multinational Village,
Paranaque City
Tel. #: (02) 8551-2575
millenniumglobalholdings@gmail.com

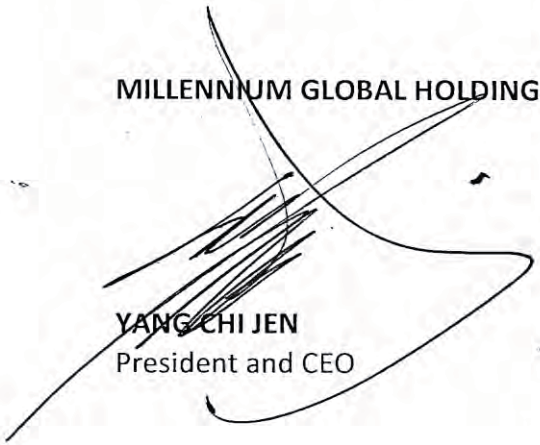
Please note that soft copies of the above reports are available on the PSE EDGE portal at [http://edge.pse.com.ph/under Millennium Global Holdings, Inc. company filings and the Company website](http://edge.pse.com.ph/under%20Millennium%20Global%20Holdings,%20Inc.%20company%20filings%20and%20the%20Company%20website).

SIGNATURE PAGE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in Paranaque City on

NOV 24 2020

MILLENNIUM GLOBAL HOLDINGS, INC.



YANG CHI JEN
President and CEO

PROXY

MILLENNIUM GLOBAL HOLDINGS, INC.
Annual Meeting of the Stockholders
December 18, 2020

THE CORPORATION IS NOT SOLICITING YOUR PROXY. However, if you would not be able to attend the annual meeting but would like to be represented thereat, please accomplish this form and email to *millenniumglobalholdings@gmail.com* **on or before 5:00 p.m. of December 11, 2020**. Please submit the original thereof to the Company **not later than 5:00 p.m. of December 14, 2020** (c/o The Corporate Secretary, Lot 9, Block 2, John Street, Multinational Village, Paranaque City) Tel. #: (632) 8551-2575.

I, the undersigned stockholder of **MILLENNIUM GLOBAL HOLDINGS, INC.**, do hereby appoint, name and constitute:

or, in his/her absence, the Chairman of the Corporation or, in his/her absence, Acting Chairman of the Annual Meeting of the Stockholders as my attorney and proxy, to represent me at the Annual Meeting of the Stockholders of the Corporation scheduled on **December 18, 2020 at 2:00 P.M. via remote communication**, and any postponements or adjournment(s) thereof, and to vote for me as indicated below, or, if no such indication is given, as my proxy thinks fit, as fully and to all intents and purposes as I might or could if present, hereby ratifying and confirming any and all action taken on matters which may properly come before such meeting or adjournment(s) thereof.

	RESOLUTION	FOR	AGAINST	ABSTAIN
1	Approval of the Minutes of the Annual Stockholders' Meeting held on December 12, 2019			
2	Approval/ratification of the Audited Financial Statements for the calendar year ended December 31, 2019, as contained in the Annual Report			
3	Ratification of all previous acts and proceedings of the Board of Directors, Officers and Management			
4	Election of members of the Board of Directors (Note: If you desire to vote by cumulative voting, please also indicate opposite the name of the nominee director/s that you are voting FOR the number of votes that you want to give such nominee director/s, provided that the total number of votes cast shall not			

	exceed the number of shares owned multiplied by the number of directors to be elected).			
	1) Yang Chi Jen (a.k.a. Michael Yang)			
	2) Hsin – Jan Wan			
	3) Hsien-Tzu Yang			
	4) Willy O. Dizon			
	5) Maria Soledad C. Lim			
	6) Nancy T. Golpeo			
	7) Ernesto S. Go			
	8) Amelia T. Tan			
	9) Aracelli G. Co			
	10) Maria Luisa T. Wu (independent)			
	11) Cristina Hiltrude L. Aganon (independent)			
5	Appointment of Valdes Abad and Company as external auditor for calendar year 2020			
6	Increase of authorized capital stock up to P10 Billion and subscription to at least 25% thereof by the Company's Chairman/President and CEO, Yang Chi Jen, at ₱0.20 per share			
7	Change of principal office to Lot 9 Block 2 John Street, Multinational Village, Paranaque City			

IN CASE A PROXY FORM IS SIGNED AND RETURNED IN BLANK. If no instructions are indicated on a returned and duly signed proxy, the shares represented by the proxy will be voted:

- FOR the approval of the Minutes of the Annual Stockholders' Meeting held on December 12, 2019;
- FOR the approval/ratification of the Audited Financial Statements for the calendar year ended December 31, 2019, as contained in the Annual Report;
- FOR the ratification of all previous acts and proceedings of the Board of Directors, Officers and Management
- FOR the election of the following directors:
 1. Yang Chi Jen (a.k.a. Michael Yang)
 2. Hsin – Jan Wan
 3. Hsien-Tzu Yang
 4. Willy O. Dizon
 5. Maria Soledad C. Lim
 6. Nancy T. Golpeo
 7. Ernesto S. Go
 8. Amelia T. Tan
 9. Aracelli G. Co
 10. Maria Luisa T. Wu (independent)
 11. Cristina Hiltrude L. Aganon (independent)

- FOR the approval of the appointment of Valdes Abad and Company as external auditor for calendar year 2020;
- FOR the increase of authorized capital stock up to P10 Billion and subscription to at least 25% thereof by the Company's Chairman/President and CEO, Yang Chi Jen, at ₱0.20 per share;
- FOR the change of principal office to Lot 9 Block 2 John Street, Multinational Village, Paranaque City; and
- TO authorize the Proxy to vote according to the Proxy's discretion on any matter that may be discussed under "Other Matters".

A Proxy Form that is returned without a signature shall not be valid.

Signed this _____ at _____.

Printed Name of Stockholder

Signature of Stockholder or Authorized Signatory

[N.B. Corporate stockholders must attach board resolution designating the authorized signatory. Representatives and stockholders must likewise submit copy of their valid government-issued identification cards.]