

COVER SHEET

SEC Registration Number

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COMPANY NAME

[illegible]

PRINCIPAL OFFICE (No. / Street / Barangay / City / Town / Province)

[illegible]

Form Type

1	7	-	C
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Department requiring the report

M	S	R	D
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Secondary License Type, If Applicable

Not Applicable

Notice of Annual Stockholders' Meeting

COMPANY INFORMATION

Company's Email Address

ci_rg@cityland.net

Company's Telephone Number

02-88936060

Mobile Number

0968-5451452

No. of Stockholders

27 of 03/31/2021

Annual Meeting (Month / Day)

3rd Tuesday of June

Fiscal Year (Month / Day)

December 31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person

Mr. Rudy Go

Email Address

ci_rg@cityland.net

Telephone Number/s

02-8893-6060

Mobile Number

0968-5451452

CONTACT PERSON'S ADDRESS

3/F Cityland Condominium 10 Tower II, 154 H.V. Dela Costa Street, Makati City

NOTE1 : In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

2: All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE AND
SRC RULE 17.2 (c) THEREUNDER

1. **April 30, 2021**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **86188**
3. BIR Tax Identification No. **000-662-829**
4. **Cityland, Inc.**
Exact name of registrant as specified in its charter
5. **Makati City, Philippines**
Province, country or other jurisdiction of incorporation
6. _____ (SEC Use Only)
Industry Classification Code
7. **3/F Cityland Condominium 10 Tower I, 156 H.V. Dela Costa Street, Makati City.** **1226**
Address of principal office Postal Code
8. **(02) 8893-60-60**
Registrant's telephone number, including area code
9. **N.A**
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA
Title of Each Class Number of Shares Issued and Outstanding
Unclassified Common Shares **142,118,616 net of 587,123 treasury shares**
11. Indicate the item numbers reported herein: **Item no. 9**

In light of the COVID-19 global pandemic, there will be no physical venue allotted for stockholders to attend the Annual Stockholders' Meeting (ASM) of Cityland, Inc. Thus, the ASM will be held virtually or via remote communication.

Date & Time of Meeting:	June 15, 2021 at 4:00pm
Record date:	May 17, 2021
Inclusive dates of closing of Stock Transfer Books:	
Start date:	May 18, 2021
End date:	May 21, 2021

Guidelines for the registration and participation in the meeting will be discussed in the Information Statement which shall be made available to the public not later than May 25, 2021 through the Company's website.

Attached herewith is the Notice of Annual Stockholders' Meeting which will be published in the business section of two (2) newspapers of general circulation, in print and online format, for two (2) consecutive days not later than twenty one (21) days prior to the scheduled ASM.

Certified true and correct:


Rudy Go
Senior Vice President




CERTIFICATION

I, Rudy Go, of legal age, Senior Vice President of Cityland, Inc. with SEC Registration No. of 86188 with principal office address at 3/F Cityland Condominium 10 Tower I, 156 H.V. Dela Costa Street, Makati City, on oath state:

1. That on behalf of Cityland, Inc., I have caused this SEC Form 17C - Item no. 9;
2. That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;
3. That Cityland, Inc. will comply with the requirements set forth in SEC Notice dated June 24, 2020 for a complete and official submission of reports and/or documents through electronic mail; and
4. That I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of a filing fee.

IN WITNESS WHEREOF, I have hereunto set my hand this **30th day of April, 2021.**


Rudy Go
Affiant

SUBSCRIBE AND SWORN to before me this day _____ at _____, affiant personally appeared and exhibited his Social Security System No. 03-4602228-9 and other competent evidence of identification.

Doc. No. _____
Page No. _____
Book No. _____
Series of 2021.

NOTARIZED DOCUMENT TO FOLLOW



NOTICE OF ANNUAL STOCKHOLDERS' MEETING

NOTICE IS HEREBY GIVEN that the Annual Stockholders' Meeting (ASM) of **CITYLAND, INC.** will be held virtually or via remote communication on **June 15, 2021 at 4:00PM.**

The following shall be the agenda of the meeting:

A G E N D A

1. Call to Order
2. Approval of Minutes of previous Annual Stockholders' Meeting
3. President's Report
4. Election of Directors (including Independent Directors)
5. Appointment of the External Auditor
6. Confirmation of all acts of the Board of Directors for the period covering January 1, 2020 through December 31, 2020 adopted in the ordinary course of business, including but not limited to:
 - a. Approval of investments;
 - b. Treasury matters related to opening of accounts and bank transactions;
 - c. Appointment of signatories and amendments thereof; and
 - d. Approval of Annual Report and related Financial Statements
7. Declaration of Five Percent (5%) Stock Dividend
8. Other matters which may be raised by the body
9. Adjournment

For the purpose of the meeting, only stockholders of record as of May 17, 2021 are entitled to attend and vote in the said meeting.

In light of the COVID-19 pandemic, stockholders who intend to attend and participate in the ASM shall submit the scanned copy of the Letter of Intent via email to ci_rg@cityland.net and participate via proxy by remote communication. Once validated, the registered stockholder will receive the proxy form via email.

Validation of proxies shall be until 4:00PM of June 8, 2021. Registered stockholders will receive the meeting link and password two days before the ASM.

Only stockholders who have notified the Company of their intention to participate in the virtual meeting and have registered themselves or their proxies, will be included in the determination of a quorum.

We are not soliciting your proxy.

We encouraged all registered stockholders to log onto the meeting link 45 minutes before the meeting starts, to avoid any technical difficulty. The meeting will start promptly at 4:00 in the afternoon.

The meeting shall be recorded in audio and video format and copies shall be kept by the Company.

Copies of the minutes of the Annual Stockholders' Meeting held on November 19, 2019 will be available upon request.

Makati City, April 30, 2021

FOR THE BOARD OF DIRECTORS

Joelyn C. de Asis

JOCELYN C. DE ASIS

Corporate Secretary

[Signature]

EXPLANATION OF AGENDA ITEMS REQUIRING STOCKHOLDERS' APPROVAL

In accordance with *Article VII – Stockholders' Meeting* of the Company's Amended By-Laws, the annual meeting of the stockholders shall be held every 3rd Tuesday of June of each calendar year at four o'clock in the afternoon, when the Board of Directors shall be elected by plurality of votes by ballot system or viva voce.

Item 1: Call to Order

The Chairman of the Board of Directors will formally call the meeting to order.

Item 2: Approval of Minutes of previous Annual Stockholders' Meeting

Rationale: To obtain from the stockholders the approval of the minutes of the ASM held last November 19, 2019.

The Chairman will request the Secretary to read the minutes of the said meeting. The results of the previous ASM are hereby presented to the stockholders for approval.

Item 3: President's Report

Rationale: To inform the stockholders of the Company's financial position and performance.

The Secretary will read the President's Report on the Company's financial position and performance as of and for the year ended December 31, 2020 including any future projects of the Company. The detailed discussion of the financial position and results of operations are presented in the Information Statement. The audited financial statements are duly submitted to the Securities and Exchange Commission and the Bureau of Internal Revenue.

Representatives of Sycip Gorres Velayo & Co., the Company's external auditor for the Year 2020, are invited in the ASM to respond to queries concerning the audited financial statements.

Item 4: Election of Directors (including Independent Directors)

Rationale: To give the stockholders the opportunity to elect the Company's Board of Directors in accordance with Section 24 of the Corporation Code and the Company's Amended By-Laws.

In accordance with the Company's Amended By-Laws, the general management of the Corporation, shall be vested in a Board of eight (8) Directors, two (2) of whom shall be independent directors, who shall be stockholders and who shall be elected annually by the stockholders in accordance with law and who shall serve until their successors shall have been elected and duly qualified. Any vacancy in the Board of Directors other than by removal or expiration of term shall be filled by a majority vote of the remaining members of the board, if still constituting a quorum, and the directors or director so chosen shall serve for the unexpired term.

A nomination of independent directors shall be conducted by the Nomination Committee through the Corporate Governance Committee prior to the stockholders' meeting. All recommendations shall be signed by the nominating stockholders together with the acceptance and conformity by the would-be nominees. The Committee shall pre-screen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent directors.

The names of the individuals who have been duly nominated as members of the Board of Directors of the Company, including independent directors shall be presented during the ASM. The qualifications and profiles of the nominees are discussed in the Information Statement. The stockholders who nominated the independent directors and other members of the Board are also disclosed in the Information Statement.

Item 5: Appointment of External Auditor

Rationale: To appoint external auditor who will provide an opinion as to the fairness of the financial statements of the Company and assess the adequacy of the internal controls implemented by the Company.

The Audit & Risk Committee will recommend to the Board of the Directors the appointment of external auditor who will provide an opinion on the fairness of the financial statements of the Company and assess the adequacy of internal controls implemented by the Company. The Audit & Risk Committee, in its meeting held on April 5, 2021, recommended to the Board of Directors the re-appointment of Sycip Gorres Velayo & Co. as the Company's external auditor for the calendar year 2021.

The appointment of the external auditor will be presented to the stockholders for approval.

Item 6: Confirmation of all acts of the Board of Directors for the period covering January 1, 2020 through December 31, 2020 adopted in the ordinary course of business

Rationale: To obtain from the stockholders confirmation of all the acts of the Board of Directors for the period covering January 1, 2020 through December 31, 2020.

Confirmation of all the acts of the Board of Directors will be requested from the stockholders. All significant transactions required to be submitted to the Securities and Exchange Commission through SEC Form 17-C.

Item 7: Declaration of five percent (5%) stock dividend

Rationale: In accordance with the Corporation Code, the five percent (5%) stock dividend declaration shall be presented to the stockholders for approval of at least two-thirds (2/3) of the outstanding capital stock

The Board of Directors, in its meeting held on April 30, 2021, approved the declaration of five percent (5%) stock dividend which shall come from the unappropriated retained earnings as of December 31, 2020.

Item 8: Other Matters which may be raised by the body

Rationale: To give the stockholders the opportunity to ask questions and raise concerns.

Due to the COVID-19 pandemic, other matter which any stockholder would like to present in the ASM shall be sent via email to ci_rg@cityland.net on or before June 8, 2021 at 4:00PM. The Company's responses to the questions shall be discussed during the ASM.



CERTIFICATION

I, **Jocelyn C. De Asis**, Corporate Secretary of **Cityland, Inc.** with **SEC Registration No. of 86188** with principal office address at 3F Cityland Condominium 10 Tower I, 156 H.V. Dela Costa Street, Makati City, on oath state:


- 1) That on behalf of Cityland, Inc., I have caused this Notice of Annual Stockholders' Meeting for the Year 2021;
- 2) That I read and understood its contents which are true and correct of my own personal knowledge and/or based on true records;
- 3) That Cityland, Inc. will comply with the requirements set forth in SEC Notice dated June 24, 2020 for a complete and official submission of reports and/or documents through electronic mail; and
- 4) That I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of a filing fee.

IN WITNESS WHEREOF, I have hereunto set my hand this 30th day of April 2021.


JOCELYN C. DE ASIS
Affiant

SUBSCRIBED AND SWORN to before me this APR 30 2021 at MAKATI CITY, affiant exhibiting me her Social Security No. 33-0008745-8 and other evidence of identification.

Doc. No.: 311 ;
Page No.: 64 ;
Book No.: VII ;
Series of 2021.


ATTY. EMMA G. JULARBAL
NOTARY PUBLIC FOR MAKATI CITY
UNTIL JUNE 30, 2021 (Per SC En Banc Resolution dated 12/01/2020)
APPOINTMENT NO.: M-85
IBP ROLL NO.: 33152
IBP NO.: 06547/Lifetime/PPLM
PTR No.: 8535331/01-06-2021/Makati
156 H.V. Dela Costa St., Makati City