

COVER SHEET

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M A R Y M E D I A T R I X M E D I C A L
C E N T E R , I N C .

(Company's Full Name)

J . P . L A U R E L H I G H W A Y

M A T A A S N A L U P A L I P A C I T Y

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

JEAN MARIE L. UY

(02) 8633-6113

Contact Person

Company Telephone Number

1st Sat of June

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Month

Day

Month

Day

Form Type

Month

Day

Fiscal Year

Annual Meeting

SUPPLEMENTAL DEFINITIVE INFORMATION STATEMENT

Dept. Requiring this Doc

Amended Articles Number/ Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

MARY MEDIATRIX MEDICAL CENTER
J.P. Laurel Highway, Lipa City

NOTICE OF 31st STOCKHOLDERS' MEETING

Dear Stockholders,

We would like to inform you that a stockholders' meeting of the shareholders of Mary Mediatrix Medical Center, Inc. ("The Company") has been scheduled on **July 3, 2021 at 10:00 a.m.** to be only conducted by remote communication through the online meeting platform, Zoom.

The agenda for the meeting shall be as follows:

- I. *Call to Order*
- II. *Certification of Notice and Determination of Quorum*
- III. *Approval of the Minutes of the previous meeting*
- IV. *Business arising from the minutes of the previous meeting*
- V. *Annual Report*
- VI. *Ratification of Board Acts and Management*
- VII. *Election of the Board of Directors (including Independent Directors)*
- VIII. *Appointment of External Auditor*
- IX. *Other Matters*

A brief explanation of each agenda item which requires stockholders' approval is provided herein. As mentioned in the previous Notice, one of the nominees for independent director failed to qualify as he is already an incumbent regular director, hence another Notice of Nomination for independent director was sent out, and only one candidate was nominated, namely, Dr. Nathaniel E. Agoncillo.

Additional information regarding the sole candidate for independent director, Dr. Agoncillo, is provided in the Supplemental Information Statement available at <https://mediatrixmedcenter.com.ph/wp-content/uploads/2021/06/Supplemental-Definitive-Information-Sheet-2021.pdf> or through the QR code below. Hard copies of the Supplemental Information Statement will be provided free of charge, upon request sent to mmmc.executive2020@gmail.com.

If you would be unable to attend the meeting but would like to be represented thereat, you may accomplish the **attached proxy form with regard to the election of additional nominee for independent director.** All proxy forms must be received by the Corporate Secretary via email at mmmc.executive2020@gmail.com for inspection and recording not later than **July 2, 2021**. Only stockholders of record as of **June 18, 2021** shall be entitled to vote.

By order of the Board of Directors,


ANTHONY B. PERALTA
Corporate Secretary



**ANNUAL STOCKHOLDERS' MEETING
3 JULY 2021**

EXPLANATION OF AGENDA ITEMS FOR STOCKHOLDERS' APPROVAL

Approval of Minutes of the August 15, 2020 Annual Stockholders Meeting

Copies of the minutes will be distributed to the stockholders before the meeting and will be presented to the stockholders for approval.

Report of the President and Audited Financial Statements for 2020

The annual report and the financial statements for the preceding fiscal year will be presented to the stockholders for approval.

Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted During the Preceding Year

The acts of the Board of Directors and its committees, officers and management of the Company since the last annual stockholders' meeting up to the current stockholders' meeting will be presented to the stockholders for ratification.

Election of Directors (including the Independent Directors)

A brief description of the business experience of the incumbent directors is provided in the Information Statement sent to the stockholders, as well as the business experience of new nominees to the Board including the additional nominee for independent director.

Appointment of External Auditor

The Company's external auditor is Reyes Tacandong & Co. and will be nominated for reappointment for the current fiscal year.

Consideration of Such Other Business as May Properly Come Before the Meeting

The Chairman will open the floor for comments and questions by the stockholders. The Chairman will decide whether matters raised by the stockholders may be properly taken up in the meeting or in another proper forum.

A U T H O R I Z A T I O N

The undersigned stockholder of **MARY MEDIATRIX MEDICAL CENTER, INC.** ("MMMC") do hereby name, constitute and appoint

- _____ CHAIRMAN OF THE BOARD OF MARY MEDIATRIX MEDICAL CENTER
- _____ PRESIDENT OF MARY MEDIATRIX MEDICAL CENTER
- _____ ANY REPRESENTATIVE (Full Name and Email address of representative)

as my proxy, with right of substitution and revocation, to represent and vote for and in my behalf, all shares registered in my name in the books of MMMC, or owned by me, at the Annual Meeting of the Stockholders on July 3, 2021 and at any and all adjournments or postponements thereof, upon any election or question which may lawfully be brought before such meeting, as fully to all intents and purposes as I might do if present and acting in person, hereby ratifying and confirming all that my said proxy shall lawfully do or cause to be done by virtue of these presents. I direct my proxy to vote shares which I own, or may hereafter own, and such shares as I am authorized to vote in my capacity as Administrator, Executor or Attorney-in-Fact, on the agenda items I have indicated with "X" below. **If I fail to indicate my vote on the items specified below, my proxy shall vote in accordance with the recommendation of Management. Management recommends a "FOR ALL" vote for proposal 1, and a "FOR" vote for proposals 2 through 5.**

PROPOSAL	ACTION		
	FOR	WITHHOLD	EXCEPTION
1. Election of Nominee as Independent Director			
The additional nominee for Independent Director is (a) Dr. Nathaniel E. Agoncillo.			
INSTRUCTIONS: <i>To withhold authority to vote for any individual nominee(s), please mark Exception box and list the name(s) under.</i>			

IN CASE OF NON-ATTENDANCE OF MY PROXY NAMED ABOVE, I AUTHORIZE AND EMPOWER THE CHAIRMAN OF THE MEETING TO FULLY EXERCISE ALL RIGHTS AS MY PROXY AT SUCH MEETING.

This authorization shall continue until such time as the same is withdrawn by me through notice in writing delivered to the Corporate Secretary at least three (3) working days before the scheduled meeting on July 3, 2021 but shall not apply in instances where I personally attend the meeting. The undersigned hereby declares that the issuance of this authorization is within the undersigned's powers and authority, which powers and authority are duly registered in accordance with Philippine laws.

IN WITNESS WHEREOF, I have hereunto signed these presents this ___ day of _____, 2021 in _____.

PRINTED NAME OF STOCKHOLDER

SIGNATURE OF STOCKHOLDER/AUTHORIZED SIGNATORY

ADDRESS OF STOCKHOLDER

CONTACT TELEPHONE NUMBER

AN AUTHORIZATION SUBMITTED BY A COMPANY SHOULD BE ACCOMPANIED BY A CORPORATE SECRETARY'S CERTIFICATE QUOTING THE BOARD RESOLUTION DESIGNATING A CORPORATE OFFICER TO EXECUTE THE PROXY.

THE REPRESENTATIVE'S EMAIL ADDRESS IS NECESSARY SO THAT THE PROCEDURE AND FURTHER DETAILS FOR ATTENDING THE MEETING THROUGH REMOTE COMMUNICATION CAN BE SENT TO YOUR REPRESENTATIVE.

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

SUPPLEMENTAL Definitive Information Statement

2. Name of Registrant as specified in its charter:
MARY MEDIATRIX MEDICAL CENTER, INC.

3. Province, country or other jurisdiction of in Company or organization:
REPUBLIC OF THE PHILIPPINES

4. SEC Identification Number:
76646

5. BIR Tax Identification Code:
000-958-720-000

6. Address of principal office:
J.P. Laurel Highway, Mataas na Lupa, Lipa City, 4217

7. Registrant's telephone number, including area code:
(+043) 773-6800

8. Date, time and place of the meeting of security holders:
July 3, 2021 at 10:00 a.m. through the online platform, Zoom, to be live streamed from the Lillian Magsino Hall, 5th Floor, H.B. Calleja Bldg., Mary Mediatrix Medical Center, J.P. Laurel Highway, Mataas na Lupa, Lipa City, 4217

9. Approximate date on which the SUPPLEMENTAL Information Statement is first to be sent or given to security holders:

June 30, 2021

10. In case of Proxy Solicitations:

Name of Person Filing the Statement/Solicitor: Atty. Anthony B. Peralta

Address and Telephone No. Unit 2904C, West Tower, PSE Center, Ortigas Center, Pasig City; (02) 8633-6113

11. 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 Stock	1,117,500 shares as of 31 May 2021
Total liabilities	727,145,969

12. Are any or all of registrant's securities listed on a Stock Exchange?

Yes No

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

PART I.

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

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

Date, time and place of meeting : **July 3, 2021
10:00 a.m.
Through online platform, Zoom, to be live streamed from
the Lillian Magsino Hall, 5th Floor, H.B. Calleja Bldg., Mary
Mediatrix Medical Center, J.P. Laurel Highway, Mataas na
Lupa, Lipa City, 4217**

Complete mailing address of the Registrant : **MARY MEDIATRIX MEDICAL CENTER,
INC.
J.P. Laurel Highway, Mataas na Lupa, Lipa City, 4217**

Approximate date on which the Supplemental
Information Statement is first to be sent or given to
Security holders : **June 30, 2021 (Wednesday)**

Item 5. Directors and Executive/Corporate Officers

Nominations for Independent and Regular Directors and Procedure for Nomination

The procedure for the nomination and election of Independent and Regular Directors, which is embodied in the Rules for Nomination and Election of Directors by Remote Communication 2021 as promulgated by the Nomination and Election Committee, is in accordance with SEC Memorandum Circular No. 24, series of 2019.

The Nomination and Election Committee is composed of Dr. Ernesto O. Domingo (independent director), the Chairman, and its members, Dr. Arturo Marquiño, Jr., Mary Ann M. Panganiban, Atty. Joel Macalino, Atty. Anthony B. Peralta and Mary Chris Valencia.

The nomination of all directors shall be conducted by the Committee prior to a stockholders' meeting and the Committee shall pre-screen the qualifications and prepare a final list of all candidates, which shall contain all the information about all the nominees for independent directors, as required under Part IV(A) and (C) of Annex "C" of SRC Rule 12, which list shall be submitted to the Corporate Secretary, and shall be made available to the Commission and to all stockholders through the filing and distribution of the Company's Definitive Information Statement. No other nominations shall be entertained after the Final List of nominees has been prepared. No other nominations for both Independent and Regular Directors shall be accepted at the floor during the Annual Stockholders' Meeting. The name of the person or group of persons who nominates an Independent Director shall be identified in such report including any relationship with the nominee.

In approving the nominations for directors, the Committee considered the qualifications and disqualifications prescribed in the Company's Manual on Corporate Governance, SEC Memorandum Circular No. 24, series of 2019 and SRC Rule 38.

Due to the disqualification of the previous nominee for independent director, another Notice of Nomination was sent out by the Nomination and Election Committee calling for nomination for independent director to be submitted on or before June 28, 2021. As conveyed to the Committee, the following is the only additional nominee for Independent Director for 2021 – 2022:

1. Dr. Nathaniel E. Agoncillo (Nominated by Dr. Arturo Marquiño, Jr.)

A copy of Dr. Agoncillo's Certification of Qualification of Independent Director is attached hereto.

Below is the profile of the additional nominee for independent director:

Nathaniel E. Agoncillo

Date of Birth: April 15, 1959

Dr. Agoncillo obtained his medical degree in 1985 from the UERMMMC College of Medicine and graduated top ten of his class, and was a College Scholar and Entrance Scholar. He had his post-graduate internship at the UERM Memorial Medical Center, his residency in internal medicine at the National Kidney and Transplant Institute where he became the Chief Resident and also received the Outstanding Resident Award from the Quezon City Medical Society. He also had his fellowship in Nephrology at the National Kidney and Transplant Institute.

Dr. Agoncillo served as the President of the Medical Staff Organization of Mary Mediatrix Medical Center from 2006 to ~~2008~~, and 2008 and was a member of the Board of Directors during the same time. He also served as the Medical Director of St. Frances Cabrini Medical Center in 2001-2002.

UPON WRITTEN REQUEST OF THE STOCKHOLDER, THE COMPANY UNDERTAKES TO FURNISH SAID STOCKHOLDER WITH A COPY OF THE COMPANY'S ANNUAL REPORT ON SEC FORM 17-A, AS FILED WITH THE SEC, FREE OF CHARGE. ANY WRITTEN REQUEST SHALL BE ADDRESSED TO:


ANTHONY B. PERALTA
Corporate Secretary

MARY MEDIATRIX MEDICAL CENTER, INC.
J.P. Laurel Highway, Mataas na Lupa, Lipa City, Batangas

PART III.

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 the City of Pasig on June 29, 2021.

MARY MEDIATRIX MEDICAL CENTER, INC.

By:


ANTHONY B. PERALTA
Corporate Secretary

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **NATHANIEL E. AGONCILLO, M.D.** Filipino, of legal age and a resident of _____, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of **MARY MEDIATRIX MEDICAL CENTER, INC.**
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **MARY MEDIATRIX MEDICAL CENTER, INC.**, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. (For those in government service/affiliated with a government agency or GOCC) I have the required permission from the _____ (head of the agency/department) to be an independent director in **MARY MEDIATRIX MEDICAL CENTER, INC.**, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
5. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
6. I shall inform the Corporate Secretary of **MARY MEDIATRIX MEDICAL CENTER, INC.** of any changes in the abovementioned information within five days from its occurrence.

Done, this **JUN 29 2021** day of _____, at **EDPA CDP**.


NATHANIEL E. AGONCILLO, MD
 Affiant

JUN 29 2021

SUBSCRIBED AND SWORN to before me this _____ day of _____
at _____, affiant personally appeared before me and exhibited to me his
_____ issued _____ at
_____ on _____.

Doc. No. 121 ;
Page No. 25 ;
Book No. 9 ;
Series of 2021.



LOUIE MARK M. DALAWAMPU
Notarial Commission No. 2019-0011/12-5-2019
Notary Public until December 31, 2021
IBP No. 144226/1-5-2021/Pasig City
PTR No. 5811504/1-4-2021/Lipa City
Roll No. 58518/May 5, 2010
MCLE No. VI-0012330/09-18-2018

QUALIFICATION	POSITION/RELATIONSHIP

- I possess all the qualifications and none of the disqualifications to serve as Independent Director of MARY MEDIATRIX MEDICAL CENTER, INC. as provided for in Section 18 of the Securities Regulation Code, as implementing Rules and Regulations and other SEC issuances.
- I am not in government service/affiliated with a government agency or GOCC. I have the required commission from the _____ of the _____ to be an Independent Director in MARY MEDIATRIX MEDICAL CENTER, INC. pursuant to Office of the President Memorandum Circular No. 17 and Section 12, First VIII of the Revised Civil Service Code.
- I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
- I shall inform the Corporate Secretary of MARY MEDIATRIX MEDICAL CENTER, INC. of any change in the information furnished herein upon any fact from its occurrence.

Done this 29 day of June, 2021.

SATIANZEL M. BRONCLO, MD