

JACKSTONES, INC.

593 Antonio Drive, Bagumbayan, Taguig City 1630

NOTICE OF ANNUAL STOCKHOLDERS' MEETING

To the Stockholders:

Please be advised that the Annual Meeting of the Stockholders of **JACKSTONES, INC.** will be held on **7 August 2020 at 9:00 A.M.** through remote communication (*please refer to Annex A for the registration instructions*) to discuss the following:

A G E N D A

1. Call to Order;
2. Determination of Existence of Quorum;
3. Approval of Minutes of the 24 June 2019 Annual Stockholders Meeting;
4. Report of the President;
5. Approval of Audited Financial Statements for 2019;
6. Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted From 24 June 2019 to 7 August 2020;
7. Election of Directors (including the Independent Directors);
8. Appointment of External Auditor;
9. Consideration of Such Other Business as May Properly Come Before the Meeting; and
10. Adjournment;

A brief explanation of each agenda item which requires stockholders' approval is provided herein. The Information Statement accompanying this notice contains additional information regarding the agenda items particularly those to be voted upon.

For your convenience in registering your attendance, please refer to the attached "**Annex A**" of this Information Statement.

We are NOT SOLICITING PROXIES. If, however, you would be unable to attend the meeting but would like to be represented thereat, you may accomplish the **attached proxy form**. All proxy forms must be received, either through mailing of hardcopies or through email to mcdelafuente@zglaw.com, by the Corporate Secretary for inspection and recording not later than **27 July 2020**. Proxies shall be validated on **29 July 2020 at 10:00 A.M.** at the Office of the Corporate Secretary, 27th Floor, 88 Corporate Center Building, 139 Seden St, Salcedo Village, Makati, 1227 Metro Manila, whereby the Corporate Secretary shall verify the signature of the Stockholder designating the Proxy and other identification documents presented by the Proxy for recording purposes.

Registration shall start at **8:00 AM** and will close at exactly **8:45 AM**. Only stockholders of record as of **20 July 2020** shall be entitled to vote.

The Organizational Meeting of the Board of Directors will follow soon after the Annual Meeting of the Stockholders with the following agenda:

A G E N D A

1. Call to Order;
2. Secretary's Proof of the Notice of the Meeting and Certification of Quorum;
3. Election of Officers;

- 4. Other Matters; and
- 5. Adjournment

By order of the Board of Directors,

A handwritten signature in blue ink, consisting of a large, stylized 'J' followed by a series of loops and a final upward stroke.

JUAN MIGUEL VICTOR C. DE LA FUENTE
Corporate Secretary

ANNUAL STOCKHOLDERS' MEETING

7 August 2020

EXPLANATION OF AGENDA ITEMS FOR STOCKHOLDERS' APPROVAL

Approval of Minutes of the 24 June 2019 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 2019

The Annual Report and the Audited 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 Corporation 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)

The incumbent members of the Board of Directors of the Corporation are expected to be nominated for re-election this year. A brief description of the business experience of the incumbent directors is provided in the Information Statement sent to the stockholders.

Appointment of External Auditor

The Corporation's external auditor is Isla Lipana & Co., Philippine member firm of Pricewaterhouse Coopers, 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.

PROXY

KNOW ALL MEN BY THESE PRESENTS:

The undersigned stockholder of **JACKSTONES, INC.** ("**JAS**") do hereby name, constitute and appoint

[Name of Authorized Signatory]

as my proxy, with right of substitution and revocation, to vote for and in my behalf, all shares registered in my name in the books of **JAS**, or owned by me pursuant to the procedures provided, and to represent me at the Annual Meeting of the Stockholders on 7 August 2020 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.

1. Approval of Minutes of the 24 June 2019 Annual Stockholders Meeting;
☐ Yes ☐ No ☐ Abstain
2. Approval of Audited Financial Statements for 2019;
☐ Yes ☐ No ☐ Abstain
3. Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted from 24 June 2019 to 7 August 2020;
☐ Yes ☐ No ☐ Abstain
4. Election of Directors (including the Independent Directors);
☐ Yes ☐ No ☐ Abstain

Mariano Chua Tanenglian	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
Aleta So Tanenglian	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
Maximilian So Tanenglian	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
Vandermir Carnegie Tan Say	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
Jonathan A. Ong Carranceja	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
Beryl Fayette Tanenglian Say	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
Stilwell Tan Sy (<i>Independent Director</i>)	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
Amando Musni Velasco (<i>Independent Director</i>)	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
William Chong Lee (<i>Independent Director</i>)	<input type="checkbox"/> Yes	<input type="checkbox"/> No	<input type="checkbox"/> Abstain
5. Appointment of External Auditor;
☐ Yes ☐ No ☐ Abstain
6. Consideration of Such Other Business as May Properly Come Before the Meeting; and
☐ Yes ☐ No ☐ Abstain

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

This proxy 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 7 August 2020 but shall not apply in instances where I personally attend the meeting.

The undersigned hereby declares that the issuance of this proxy 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 _____, 2020 in _____.

PRINTED NAME OF STOCKHOLDER

SIGNATURE OF STOCKHOLDER/AUTHORIZED
SIGNATORY

ADDRESS OF STOCKHOLDER

CONTACT TELEPHONE NUMBER

A PROXY SUBMITTED BY A CORPORATION SHOULD BE ACCOMPANIED BY A CORPORATE SECRETARY'S CERTIFICATE QUOTING THE BOARD RESOLUTION DESIGNATING A CORPORATE OFFICER TO EXECUTE THE PROXY. PROXIES EXECUTED BY BROKERS MUST BE ACCOMPANIED BY A CERTIFICATION UNDER OATH STATING THAT THE BROKER HAS OBTAINED THE WRITTEN CONSENT OF THE ACCOUNT HOLDER. UPON RECEIPT OF THE CORPORATE SECRETARY OF THE SAID PROXY, IT SHALL VERIFY THE AUTHENTICITY OF THE SIGNATURE OF THE STOCKHOLDER MAKING SUCH PROXY AS WELL AS THE IDENTIFICATION DOCUMENTS PRESENTED.

SECURITIES AND EXCHANGE COMMISSION
SEC FORM 20-ISA

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:
JACKSTONES, INC. (formerly NEXTSTAGE, INC.)
3. Province, country or other jurisdiction of incorporation or organization:
Republic of the Philippines
4. SEC Identification Number:
24986
5. BIR Tax Identification Code:
000-275-073
6. Address of principal office:
593 Antonio Drive, Bagumbayan, Taguig City 1630
7. Registrant’s telephone number, including area code:
(+632) 83723052
8. Date, time and place of the meeting of security holders:
7 August 2020 at 9:00 A.M. through remote communication (please refer to Annex A)
9. Approximate date on which the Information Statement is first to be sent or given to security holders:
On or before 16 July 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 Stock	250,059,097
11. Are any or all of registrant's securities listed in a Stock Exchange?

Yes ☒ No ☐

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

Philippine Stock Exchange167,559,179

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:	7 August 2020 9:00 a.m. through remote communication (<i>please refer to Annex A</i>)
Complete Mailing Address of the Registrant:	Jackstones, Inc. 593 Antonio Drive Bagumbayan, Taguig City 1630
Approximate date on which the Information Statement is first to be sent or given to Security holders:	On or before 16 July 2020

Item 2. Dissenters' Right of Appraisal

Pursuant to Section 80 of the Revised Corporation Code of the Philippines, any stockholder of the Corporation shall have the right to dissent and demand payment of the fair value of his shares on any matter that may be acted upon such as in the following instances:

1. In case any amendment to the articles of incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence;
2. In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets;
3. In case of merger or consolidation; and
4. In case of investment of corporate funds for any purpose other than the primary purpose of the corporation.

If, at any time after this information statement has been sent out, an action which may give rise to the right of appraisal is proposed at the meeting, any stockholder who voted against the proposed action and who wishes to exercise such right must make a written demand, within thirty (30) days after the date of the meeting or when the vote was taken, for the payment of the fair market value of his shares. Failure to make a demand within such period shall be deemed a waiver of the appraisal right. The value shall be determined as of the day prior to the date when the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action. Upon payment, he must surrender his certificate of stock. No payment shall be made to any dissenting stockholder unless the Corporation has unrestricted retained earnings in its books to cover such payment. Within ten (10) days after demanding payment for his shares, a dissenting stockholder shall submit to the Corporation the certificate(s) of stock representing his shares for notation that the shares are dissenting shares.

No corporate action is being proposed or submitted in the meeting that may call for the exercise of a stockholder's right of appraisal under Title X of the Revised Corporation Code.

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

- a. None of the incumbent directors and officers of the Corporation has any undisclosed substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon;
- b. The Corporation has not received any information from any director that he/she intends to oppose any matter to be acted upon in the meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

- a. The Corporation has 250,059,097 common shares of stock subscribed and outstanding as of 30 June 2020. The Corporation does not have any class of shares other than common shares. Each share is entitled to one (1) vote.

- b. Of the 250,059,097 outstanding common shares, 182,421 shares, or about 0.07% are owned by foreigners. The Corporation does not have any class of shares other than common shares.
- c. All stockholders of record as of the close of business on 20 July 2020 are entitled to notice of, and to vote at, the Annual Stockholders' Meeting.
- d. Action will be taken with respect to the election of directors to which persons solicited have cumulative voting rights. At every meeting of the stockholders of the Corporation, every stockholder entitled to vote shall be entitled to one vote for each share of stock outstanding in his name in the book of the Corporation, except with respect to the election of directors, when each stockholder may accumulate his votes, as provided in the Revised Corporation Code. Every stockholder entitled to vote at any meeting of stockholders may vote by proxy as well as in person.
- e. Security ownership Certain Record and Beneficial Owners and Management
 - i. Security ownership of certain record and beneficial owners (more than 5% of voting securities) as of 30 June 2020 are as follows:

Title of Class	Name and Address of Record Owner/Relationship with Issuer	Name of Beneficial Owner/ Relationship with Record Owner	Citizenship	No. of Shares	Percent of Class
Common	Ketton Holdings Inc. <i>Bagumbayan, Taguig City</i> Ketton Holdings Inc. owns 69.18% of the common shares of Jackstones, Inc.	Ketton Holdings Inc. is a domestic corporation incorporated on October 09, 2014. A proxy will be issued in favor of Ketton Holdings Inc.'s authorized representative to vote its shares.	Filipino	172,981,927	69.18%
Common	PCD Nominee Corporation¹ <i>G/F Makati Stock Exchange Bldg. 6767 Ayala Avenue, Makati City</i> No relationship with the Corporation	PCD Nominee Corporation, a wholly-owned subsidiary of the Philippine Depository and Trust Corporation (PDTC), is the registered owner in the books of the Corporation's stock transfer agent. The beneficial owners entitled to the same are PDTC's participants, who hold the shares either in their own behalf or on behalf of their clients. The following PDTC participants hold more than 5% of the Corporation's voting securities: Star Alliance Securities Corp. It is expected that PCD Nominee Corporation will issue a proxy in favor of the PDTC Participants. A list of the PDTC Participants as of 29 March 2019 has been attached to this Information Statement.	Filipino	53,698,759	21.47%
Common	David T. Fernando <i>14 Paraguay Street, Loyola Grand Villas, Quezon City</i> No relationship with the Corporation.	David T. Fernando died in September 2009. The shares are now with the Estate of David Fernando. A proxy was issued to his daughter Catherina Fernando to vote the shares thereof in the Corporation.	Filipino	20,824,419	8.33%

- ii. Security Ownership of Management as of 30 June 2020:

¹ The breakdown of the PCD Nominee Corporation participants is attached herein as “Annex G”.

Title of Class	Name of Beneficial Owner	Amount and Nature of Beneficial Ownership	Citizenship	Percent of Class
Common	Mariano Chua Tanenglian	84,761,144 indirectly owned through <i>Ketton Holdings, Inc.</i>	Filipino	33.8964%
		10,053,540, indirectly owned through <i>Star Alliance Securities Corporation</i>		4.0205%
Common	Aleta So Tanenglian	83,031,325, indirectly owned through <i>Ketton Holdings, Inc.</i>	Filipino	33.2047%
		8,377,950, indirectly owned through <i>Star Alliance Securities Corporation</i>		3.3504%
Common	Maximilian So Tanenglian	1,729,819, indirectly owned through <i>Ketton Holdings, Inc.</i>	Filipino	0.6918%
		1,675,589, indirectly owned through <i>Star Alliance Securities Corporation</i>		0.6701%
Common	Beryl Fayette Tanenglian Say	1,729,819, indirectly owned through <i>Ketton Holdings, Inc.</i>	Filipino	0.6918%
		1,675,590, indirectly owned through <i>Star Alliance Securities Corporation</i>		0.6701%
Common	Adaline Daryl T. Ong Carranceja	1,729,819, indirectly owned through <i>Ketton Holdings, Inc.</i>	Filipino	0.6918%
		1,675,590, indirectly owned through <i>Star Alliance Securities Corporation</i>		0.6701%
Common	Jonathan Siegfried A. Ong-Carranceja	1,675,590, indirectly owned through <i>Star Alliance Securities Corporation</i>	Filipino	0.6701%
Common	Vandermir Carnegie Tan Say	1,675,590, indirectly owned through <i>Star Alliance Securities Corporation</i>	Filipino	0.6701%
Common	Stilwell Tan Sy	1,000, directly owned	Filipino	0.0000%
Common	Amando Musni Velasco	1,000, direct owned	Filipino	0.0000%
Common	William Chong Lee	1, indirectly owned	Filipino	0.0000%
TOTAL		199,793,366		79.8979%

iii. Voting Trust Holders of 5% or more

There are no voting trust holders of 5% or more of the common shares.

iv. Changes in Control

There has been no change in the control of the Company since the beginning of its last fiscal year.

Item 5. Directors and Executive/Corporate Officers

a. Directors, Executive Officers, Promoters and Control Persons

Directors and Corporate officers of Jackstones, Inc. as of 30 June 2020:

Name	Age	Position	Citizenship
Mariano Chua Tanenglian	80	Chairman of the Board	Filipino
Aleta So Tanenglian	71	Treasurer	Filipino
Maximilian So Tanenglian	42	President	Filipino
Vandermir Carnegie Tan Say	46	Assistant Vice President	Filipino
Jonathan A. Ong Carranceja	48	Vice President	Filipino
Beryl Fayette Tanenglian Say	44	Director	Filipino

Adaline Daryl T. Ong Carranceja	47	Assistant Corporate Secretary	Filipino
Stilwell Tan Sy	71	Independent Director	Filipino
Amando Musni Velasco	70	Independent Director	Filipino
William Chong Lee	65	Independent Director	Filipino
Juan Miguel Victor C. De La Fuente	39	Corporate Secretary & CIO	Filipino
Salvador Andrew S. Tugade	31	Assistant CIO	Filipino
Maria Arrabelle Tan Lim	33	Compliance Officer	Filipino

All Directors shall hold office until a new Board of Directors is elected during the Corporation's annual shareholders' meeting on 7 August 2020. The incumbent directors of the Corporation have been nominated for re-election this year and all nominees have accepted such nominations. There are no other nominees to the Board.

Found to possess the qualifications and none of the disqualifications enumerated in the Company's Amended By-Laws, the incumbent Independent Directors were each recommended by the Chairman of the Board, the President, and the Vice President of the Company, and were nominated by the Corporate Governance Committee, which stands as the Nomination and Compensation Committee of the Corporation as well. The Corporate Governance Committee and Nomination and Compensation Committee is currently composed of Stilwell Tan Sy as Chairman and with Amando Musni Velasco, William Chong Lee and Maximilian So Tanenglian as members. The recommending officers are not related to the to the Independent Directors recommended and nominated.

All incumbent directors were nominated as such and have accepted such nominations. A certification to the effect that no director or officer is connected with any government agency or its instrumentalities is attached to this Information Statement.

The Amended By-laws of the Company, incorporating the procedure for election of Independent Directors, in accordance with SRC Rule 38 (Requirements on Nomination and Election of Independent Directors), was approved by the Commission on September 27, 2006. The Company has adopted and complied with such procedures and regulations.

The business experience of the members of the Board and Executive Officers for the last five (5) years is as follows:

Mariano Chua Tanenglian

Chairman of the Board

Appointment: April 30, 2015 to present

Date of Birth: February 27, 1940

Citizenship: Filipino

Term of Office: 1 year

Period Served: 1 year and 1 month

Mr. Tanenglian is currently the CEO of Wonderoad Corp. and the Chairman of Ketton Holdings, Inc. He obtained his Bachelor of Science in Commerce from the Far Eastern University.

Mr. Tanenglian was a Director and a former Treasurer of Allied Banking Corporation. He was also the Chairman of the Board of Oceanic Holdings (BVI) Ltd., a former Vice Chairman and former Treasurer of Philippines Airlines, Inc., as well as a former Vice Chairman of MacroAsia Corporation.

Mr. Tanenglian was also a former Treasurer of several companies, including Foremost Farms, Inc., Manufacturing Services and Trade Corporation, Dominion Realty and Construction Corporation, Asia Brewery, Inc., Progressive Farms, Inc., Himmel Industries, Inc., Grandspan Development Corporation, Allied Commercial Bank, Fortune Tobacco Corporation, Shareholdings, Inc., The Charter House, Inc., and Lucky Travel Corporation. He was also a Treasurer/Director of Allied Bankers Insurance Corporation, Allied Leasing and Finance Corporation, and Pan-Asia Securities Corporation. Mr. Tanenglian was a former Director of Abacus Distribution System Phils., Inc., Tanduary Distillery, Inc., Asian Alcohol Corporation, Allied Banking Corporation (HK) Ltd., Oceanic Bank, Maranaw Hotels and Resort Corporation, Basic Holdings Corporation, Allied Bank Phils., (UK) PLC and Macroasia Eurest Catering Services, Inc.

Aleta So Tanenglian

Treasurer

Appointment: April 30, 2015 to present

Date of Birth: September 23, 1948
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Ms. Tanenglian holds a Bachelor's degree in Accountancy. She is the current president of Wonderoad Corporation.

Maximilian So Tanenglian

President
Appointment: April 30, 2015 to present
Date of Birth: June 8, 1977
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Mr. Tanenglian is the general manager for the Swiftstar group of companies since 2008 to present. The group is involved in the logistics and security industries providing products and services like but not limited to third party logistics services, security system design, and supply and business continuity program consultancy.

Vandermir Carnegie Tan Say

Assistant Vice President
Appointment: April 30, 2015 to present
Date of birth: January 24, 1974
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Mr. Vandermir Carnegie Tan Say, CFA, MCom (Hons)(Fin), Grad Dip (Bkg & Fin), is currently the President of Wimax Philippines Inc. He is also a Director of Toaster BrainWorks Lab Inc., and Sevenofus Foods Inc.

Aside from being a Director and the Assistant Vice President of Jackstones, Inc., Mr. Say was the President of the CFA Society of the Philippines in 2008, and Treasurer of the same society in 2007. Mr. Say is a Chartered Financial Analyst of the CFA Institute and a Director of the BEVA Pte Ltd in Singapore.

Mr. Say was previously the Vice President of Citigroup, an Associate Director of UBS AG, an Analyst for Corporate Finance of UBS Warburg, an Equity Analyst for SBC Warburg Dillon Read, and a Research Assistant for Cualoping Securities Corporation.

He received his Master of Commerce in Finance and graduated with honors from the Melbourne Business School, of The University of Melbourne. He also received a Graduate Diploma in Banking and Finance from Monash University. He attained his Bachelor of Science in Management, Major in Legal Management, from the Ateneo de Manila University and was a Merit Scholar.

Jonathan A. Ong Carranceja

Vice President
Appointment: April 30, 2015 to present
Date of Birth: September 10, 1971
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Mr. Ong Carranceja is the current President of SG&D Global Transport Inc., a freight forwarding company. He is also the President of Reach High Dig Deep General Merchandising Corp., a company dealing with industrial products.

Mr. Ong Carranceja was the Former Assistant Manager of Far Eastern Diesel Supply Co. and the Former Asst. Manager of Kirsiphider Co. Inc. He obtained a Bachelor of Arts in Asian Studies.

Beryl Fayette Tanenglian Say

Director
Appointment: April 30, 2015 to present
Date of birth: February 27, 1976
Citizenship: Filipino
Term of Office: 1 year

Period Served: 1 year and 1 month

Aside from being the current President of Toaster Brainworks Lab Inc., Arch. Beryl Fayette Tanenglian Say, EnP, is also a Director and officer of several other companies. She is also currently a Director of Ketton Holdings Inc., a Director and the CFO of Wimax Philippines Inc., and a Director of BEVA Pte Ltd in Singapore.

Arch. Say was the former SAVP Treasury and Finance Officer of Philippine Airlines, she was also the Admin Architect of RR Payumo & Partners Architects. She previously worked with Architect Martha Ong in 1998 to 1999. In 2000, Arch. Say was among the top 3 passers of the Licensure Board Exam for Environmental Planner and in 1999, she was among the top 10 passers of the Architect Licensure Board Exam. She received her Bachelor of Science in Architecture from the University of Santo Tomas.

Adaline Daryl T. Ong Carranceja

Assistant Corporate Secretary
Appointment: April 30, 2015 to present
Date of birth: December 9, 1972
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Ms. Ong Carranceja is the current President of Spyder Creative Works, Inc. – a graphic design company and supplier of social invitation. She is also the current Corporate Secretary of SG&D Global Transport Inc. Ms. Ong Carranceja obtained a Bachelor's degree in Fine Arts.

Stilwell Tan Sy

Independent Director
Appointment: April 30, 2015 to present
Date of Birth: March 23, 1949
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Mr. Sy is currently the President of Stilwell Commercial Corporation. He has also been an Independent Director of Quality Investments & Securities Corporation from 2012 to date.

A copy of the Certification of Qualification of Independent Director is attached herewith as “**Annex B**”.

Amando Musni Velasco

Independent Director
Appointment: April 30, 2015 to present
Date of Birth: July 14, 1949
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Mr. Velasco is currently the Corporate Secretary of Parisson Development Corporation. He has occupied said position from 2013 to date.

A copy of the Certification of Qualification of Independent Director is attached herewith as “**Annex C**”.

William Chong Lee

Independent Director
Appointment: June 13, 2017 to present
Date of Birth: November 12, 1954
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Mr. Lee was the Senior Vice President and overall Head of LTGC Purchasing Group of Fortune Tobacco Corporation. He was also the Senior Vice President for Logistic and Purchasing Department and Special Assistant to the Chairman of Philippine Airlines. He was also Senior Vice President for Logistics for Asia Brewery, Inc. and concurrent Special Assistant to the Chairman and CEO of Philippine Airlines.

A copy of the Certification of Qualification of Independent Director is attached herewith as “**Annex D**”.

Juan Miguel Victor C. De La Fuente

Corporate Secretary and CIO
Appointment: 24 June 2019 to the present
Date of Birth: 3 January 2020
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Atty. De La Fuente graduated with a Juris Doctor degree from the Ateneo De Manila University School of Law. He specializes in Taxation and Corporate Practice.

Atty. De La Fuente also serves as a general counsel for a group of Philippine companies engaged in gaming and leisure operations and advises a domestic outsourcing information technology firm in connection with its initial public offer. He is also currently a Director of Rural Bank of Atimonan.

Salvador Andrew S. Tugade

Assistant CIO
Appointment: 24 June 2019 to the present
Date of Birth: 30 November 1988
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Atty. Tugade was a tax and corporate lawyer in one of the top audit firms in the country. He is experienced in handling tax audit assessments, corporate restructuring, incorporation and closure of businesses, special registrations, tax planning and preparation of tax studies, among others.

Atty. Tugade received his Bachelor of Laws degree from San Beda College - Manila in 2013 and was admitted to the Philippine Bar in 2014. He is a Certified Public Accountant and a licensed Real Estate Appraiser.

Maria Arrabelle T. Lim

Compliance Officer
Appointment: October 5, 2017 to the present
Date of Birth: November 24, 1986
Citizenship: Filipino
Term of Office: 1 year
Period Served: 1 year and 1 month

Ms. Lim has a Bachelor of Sciences degree in Commerce, Major in Marketing.

b. Significant Employees

The Corporation is not highly dependent on any individual who is not an executive officer.

The Corporation has four (4) regular employees namely: (1) Maximilian Tanenglian; (2) Vandermir Carnegie Tan Say; (3) Beryl Fayette Tanenglian Say; and (4) Adaline Daryl T. Ong Carranceja.

The record keeping of its transactions is outsourced to a third-party consultant.

c. Family Relationships

Mariano Chua Tanenglian is married to Aleta So Tanenglian; and the father of Beryl Fayette Tanenglian Say, Maximilian So Tanenglian, and Adaline Daryl T. Ong Carranceja.

Maximilian So Tanenglian, Beryl Fayette Tanenglian Say and Adaline Daryl T. Ong Carranceja are siblings.

Beryl Fayette Tanenglian Say is married to Vandermir Carnegie Tan Say.

Adaline Daryl T. Ong Carranceja is married to Jonathan A. Ong Carranceja.

There are no other family relationships known to the registrant other than those that have been disclosed above.

d. Involvement in Certain Legal Proceedings

To the best of the Corporation's knowledge and belief and after due inquiry, and except as otherwise disclosed, none of the directors or the executive officers have, during the last five years and to date, been subject to any of the following:

- i. Any bankruptcy petition filed by or against any business of which such person was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time;
- ii. Any conviction by final judgment, including the nature of the offense, in a criminal proceeding, domestic or foreign, or being subject to a pending criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses;
- iii. 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
- iv. 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.

e. Interest on Certain Matters to be Acted Upon

No director or officer of Jackstones has undisclosed substantial interest, direct or indirect, in any matter to be acted upon in the meeting.

f. Certain Relationship and Related Transactions

There are no transactions with or involving the Corporation or any of its subsidiaries in which a director, executive officer, or stockholder owns ten percent (10%) or more of total outstanding shares and members of their immediate family had or is to have a direct or indirect material interest during the last two (2) years. Kindly note that the Suspension of the Registration and Permit to Sell Securities imposed on the Corporation was only lifted by the Securities and Exchange Commission (SEC) on May 31, 2013.

Item 6. Compensation of Directors and Executive Officers

According to the Amended By-laws of the Corporation, as approved by the SEC on July 6, 2015, a per diem of Two Thousand Pesos (Php2,000.00) shall be granted to each Director for their attendance in a regular or special board meeting.

There are no arrangements for additional compensation of directors other than that provided in the Company's Amended By-Laws.

There is no executive officer with contracts or with compensatory plan or arrangement having terms or compensation significantly dissimilar to the regular compensation package, or separation benefits under the Company's group retirement plan, for the managerial employees of the Company.

There are no Outstanding Warrants or Options held by the Directors and Executive Officers.

a. Executive Compensation

The compensation for its executive officers for the years 2018 and 2019 (actual) and 2020 (projected) are shown below:

DIRECTORS	
Year	Directors' Fees (Php)
2020 (estimated)	Php108,000.00
2019	Php108,000.00
2018	Php90,000.00

CEO AND FOUR MOST HIGHLY COMPENSATED OFFICERS

<u>Year</u>	<u>Directors' Fees (Php)</u>
2020 (estimated)	Php975,000.00
2019	Php975,000.00
2018	Php1,067,627.00

Note that the aggregate amount of compensation paid in 2018 and 2019 and estimated amount expected to be paid in 2020, as presented in the above table, are for the following executive officers:

Maximilian Tanenglian (President/CEO), Beryl Fayette Say (Director), Adaline Daryl T. Ong Carranceja (Assistant Corporate Secretary), and Vandermir Carnegie Say (Assistant Vice President).

ALL OFFICERS		
<u>Year</u>	<u>Salary/Bonus (Php)</u>	<u>Others (Php)</u>
2020 (estimated)	Php975,000.00	Php108,000.00
2019	Php975,00.00	Php108,000.00
2018	Php1,067,627.00	Php90,000.00

ALL DIRECTORS AND OFFICERS AS A GROUP	
<u>Year</u>	<u>Total Amount (Php)</u>
2020 (estimated)	Php1,083,000.00
2019	Php1,083,000.00
2018	Php1,157,627

Item 7. Independent Public Accountants

The appointment, approval or ratification of the Company’s independent public external auditor will be submitted to the shareholders for approval at the Annual Stockholders’ Meeting on 7 August 2020.

The Audit Committee has recommended, and the Board of Directors has approved, the reappointment of the auditing firm of Isla Lipana & Co. and the certifying partner, Mr. Nelson Charsegun Aquino is expected to be re-appointed as such for the audit of the financial statements for the year 2020.

Isla Lipana & Co. took over from SGV & Co. in 2003 upon its appointment at the shareholders’ meeting in 26 November 2003. There were no disagreements with SGV & Co. on any accounting matter. Its replacement was purely in order to comply with SEC Memorandum Circular No. 8 Series of 2003. The certifying partner of Isla Lipana & Co. primarily responsible for the audit of the Company’s financial accounts is rotated at least once every five (5) years, with a two (2) year cooling off period as applicable, in accordance with SRC Rule 68, Part 3(b)(iv)(ix).

Mr. Roderick M. Danao of Isla Lipana & Co. was first engaged by the Company as certifying partner for the year-end audit in 2014 and was reappointed for the examination of the Company’s 2015 financial statements. The Company’s Audited Financial Statements for 2019 as certified by Mr. Nelson Charsegun Aquino, is attached to this Information Statement as an Exhibit to the Annual Report. The Corporation has been advised that the Isla Lipana & Co. auditors assigned to render audit related services have no shareholdings in the Company, or a right, whether legally enforceable or not, to nominate persons or to subscribe to the securities of the Company, consistent with the professional standards on independence set by the Board of Accountancy and the Professional Regulation Commission.

Representatives of Isla Lipana & Co. are expected to be present at the scheduled stockholders meeting. They will have the opportunity to make a statement should they desire to do so and will be available to respond to appropriate questions.

a. External Audit Fees and Services

Audit and Audit-Related Fees

For 2019, the Company's external auditors were engaged primarily to express an opinion on the financial statements of the Company. The procedures conducted for this engagements included those that are necessary under auditing standards generally accepted in the Philippines but did not include detailed verification of the accuracy and completeness of the reported income and costs and expenses. The audit fees for these services were Php 80,000.00, plus 12% Value Added Tax, and Php60,000.00, plus 12% Value Added Tax for 2019 and 2018, respectively.

Tax Fees

The Company did not engage the external auditors for any service related to tax accounting, compliance, advice, planning or any other form of tax services for 2019 and 2018.

All Other Fees

The Company did not engage the external auditors for any other service other than those described in the audit and audit-related fees above for 2019 and 2018.

Audit Committee's Approval Policies and Procedures

The Company's incumbent Audit Committee is composed of Mr. William Chong Lee (Chairman / Independent Director), Mr. Amando Musni Velasco (Independent Director), Mr. Stilwell Tan Sy (Independent Director) and Ms. Aleta So Tanenglian as members.

The Audit Committee was incorporated on April 2015. An Audit Committee Charter in compliance with SEC Memorandum Circular No. 4, Series of 2012 or the Guidelines for Assessment of Performance of Audit Committees of Companies Listed on the Exchange was approved and adopted by the Company last 27 December 2019. The Audit Committee's approval policies and procedures for external audit fees and services are stated in the Company's Audit Committee Charter. As stated further in the Audit Committee Charter, the Audit Committee performs oversight functions over the Company's external auditors. Prior to the commencement of audit work, the independent accountants shall make a presentation of their audit program and schedule to the Audit Committee, including a discussion of anticipated issues on the audit work to be done.

After audit work, the independent accountants shall present its comprehensive report discussing the work carried out, areas of interest and their key findings and observations to the Audit Committee.

The independent accountants shall also prepare reports based on agreed upon procedures on the Company's quarterly financial results. The reports shall be presented to the Audit Committee for their approval and endorsement to the Board of Directors.

Changes in and Disagreements with Accountants on Accounting and Financial Disclosures

There was no change in the Company's independent accountants during the two most recent calendar years.

SRC Rule 68, Part 3(b)(iv)(ix) provides that "[t]he independent auditors or in the case of an audit firm, the signing partner, of the aforementioned regulated entities shall be rotated after every five (5) years of engagement. A two-year cooling off period shall be observed in the re-engagement of the same signing partner or individual auditor." The Company is compliant with this rule.

There has been no disagreement with the independent accountants on accounting and financial disclosure.

Item 8. Compensation Plans

No action is to be taken by the shareholders at the Meeting with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

C. ISSUANCE AND EXCHANGE OF SECURITIES

Item 9. Authorization or Issuance of Securities other than for Exchange

As previously approved by the SEC last 7 February 2018, the Corporation amended the Seventh Article of its Articles of Incorporation increasing its authorized capital stock from Php170,000,000.00 divided into 170,000,000 shares with a par value of Php1.00 per share to Php500,000,000.00 divided into 500,000,000 shares with a par value of Php1.00 per share. Out of the said increase, 82,500,000 shares

had been subscribed and partially paid by Ketton Holdings, Inc. The rest of the shares will be applied for listing at a future date as a secondary offering to be sold to the investing public.

There is no preferred stock offered.

No additional movement in the securities issued by the Company occurred for 2019.

Item 10. Modification or Exchange of Securities.

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

Item 11. Financial and Other Information

A. Information Required

1. The Annual Report and Financial Statements for fiscal year 2019 as well as the interim financial statements for the period ended 31 March 2020 are attached herewith.
2. Kindly refer to “**Annex E**” for Management’s Discussion and Analysis and Plan of Operation.
3. Representatives of the principal accountants for the recently completed fiscal year, Isla Lipana & Co., are expected to be present at the Annual Meeting of the Shareholders on 7 2020.

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

There is no stockholders’ action to be taken with regard to the following: (1) the merger or consolidation of the Corporation into or with any other person or of any other person into or with the Corporation; (2) the acquisition by the Corporation or any of its security holders of securities of another person; (3) the acquisition by the Corporation of any other going business or of the assets thereof; (4) the sale or other transfer of all or any substantial part of the assets of the Corporation; and (5) the liquidation or dissolution of the Corporation.

Item 13. Acquisition or Disposition of Property

There is no action to be taken with respect to the acquisition or disposition of any property.

Item 14. Restatement of Accounts

There is no action to be taken with respect to the restatement of any asset, capital, or surplus account of the Corporation.

D. OTHER MATTERS

Item 15. Action with Respect to Reports

The following matters are included in the agenda of the Annual Stockholders’ Meeting for the approval of the stockholders:

- a. Approval of Minutes of the 24 June 2019 Annual Stockholders’ Meeting;
- b. Report of the President;
- c. Approval of the Annual Report and the Audited Financial Statements for 2019;
- d. Ratification of All Acts and Resolutions of the Board of Directors and Management Adopted From 24 June 2019 to 7 August 2020;
- e. Election of Directors (including the Independent Directors); and
- f. Appointment of External Auditor;

A brief description of material matters approved by the Board of Directors and Management and disclosed to the SEC and PSE since the last Annual Meeting of Stockholders on 24 June 2019 for ratification by the stockholders:

Item 16. Matters Not Required to be Submitted

There are no matters or actions to be taken up in the meeting that will not require the vote of the stockholders as of the record date.

Item 17. Amendment of Charter, By-Laws or Other Documents

There are no matters or actions to be taken up in the meeting with respect to any amendment of the Company's Articles of Incorporation or By-laws.

Item 18. Other Proposed Action

- a. Election of the members of the Board of Directors, including the independent directors, for the ensuing year.
- b. Appointment of the officers for the ensuing year.

Item 19. Voting Procedures

- a. Every shareholder shall be entitled to one (1) vote for each share of stock standing in his name on the books of registrant, unless the law provides otherwise. Cumulative voting may be used in the election of the members of the Board of Directors.
- b. The votes required for (1) ratification of reports, acts, and resolutions of the Board of Directors and Management, and (2) appointment of external auditor shall be the majority vote of the shareholders.
- c. Voting shall be in absentia pursuant to the instructions provided in Annex A hereof. The tallying and counting of votes shall be conducted by the Corporate Secretary (or his duly authorized representative) to be assisted by the Corporation's independent accountant or by the representative of Isla Lipana & Co. There shall be no onsite voting during the 7 August 2020 Annual Stockholders' Meeting

Item 20. Participation of Stockholders by Remote Communication

Given the present COVID-19 pandemic the Corporation will dispense with the physical attendance of stockholders at the meeting and will allow attendance only by remote communication through videoconferencing. This is to ensure the safety of its stockholders, directors, officers, and employees.

In order for the Corporation to properly conduct validation procedures, stockholders who have not sent their proxies or registered on the voting in absentia website wish to participate via remote communication must notify the Corporation by email to mcdelafuente@zglaw.com on or before 6 August 2020.

Please refer to "Annex A" for the detailed guidelines for participation via remote communication and the procedures for registration.

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:



JUAN MIGUEL VICTOR C. DE LA FUENTE
Corporate Secretary

JACKSTONES, INC.
c/o 27th Floor, 88 Corporate Center Building, 139 Sedeno St,
Salcedo Village, Makati, 1227 Metro Manila

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 Makati on 3 July 2020.

JACKSTONES, INC.

By:

JUAN MIGUEL VICTOR C. DE LA FUENTE
Corporate Secretary and CIO

