

Title

Philippine National Construction Corp. vs. Pabion

Case

G.R. No. 131715

Decision Date

Dec 7, 1999

The Supreme Court affirms the jurisdiction of the Securities and Exchange Commission (SEC) over the Philippine National Construction Corporation (PNCC) and government-owned and controlled corporations (GOCCs), ruling that the SEC can compel PNCC to hold a stockholders' meeting and determine the corporate status of a corporation.

377 Phil. 1019

THIRD DIVISION

[G.R. No. 131715, December 08, 1999]

PHILIPPINE NATIONAL CONSTRUCTION CORPORATION, PETITIONER, VS. ERNESTO PABION AND LOUELLA RAMIRO, RESPONDENTS.

D E C I S I O N

PANGANIBAN, J.:

The Securities and Exchange Commission (SEC) has jurisdiction over corporations organized pursuant to the Corporation Code, even if the majority or controlling shares are owned by the government. Hence, it can competently order the holding of a shareholders' meeting for the purpose of electing the corporate board of directors. While the SEC may not have authority over government corporations with original charters or those created by special law, it does have jurisdiction over "acquired asset corporations" as defined in AO 59. Specifically, the Philippine National Construction Company (PNCC) may be ordered by SEC to hold a shareholders' meeting to elect its board of directors in accordance with its Articles of Incorporation and By-Laws as well as with the Corporation Code. The chairman and the members of the PNCC Board of Directors hold office by virtue of their election by the shareholders, not by their appointment thereto by the President of the Republic.

The Case

Politics Pabion Hb

VM Jensen



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Table of Contents Politics Pabion Hb

1. Understanding the eBook Politics Pabion Hb
 - The Rise of Digital Reading Politics Pabion Hb
 - Advantages of eBooks Over Traditional Books
2. Identifying Politics Pabion Hb
 - Exploring Different Genres
 - Considering Fiction vs. Non-Fiction
 - Determining Your Reading Goals
3. Choosing the Right eBook Platform
 - Popular eBook Platforms
 - Features to Look for in an Politics Pabion Hb
 - User-Friendly Interface
4. Exploring eBook Recommendations from Politics Pabion Hb
 - Personalized Recommendations
 - Politics Pabion Hb User Reviews and Ratings
 - Politics Pabion Hb and Bestseller Lists
5. Accessing Politics Pabion Hb Free and Paid eBooks
 - Politics Pabion Hb Public Domain eBooks
 - Politics Pabion Hb eBook Subscription Services
 - Politics Pabion Hb Budget-Friendly Options

6. Navigating Politics Pabion Hb eBook Formats
 - ePub, PDF, MOBI, and More
 - Politics Pabion Hb Compatibility with Devices
 - Politics Pabion Hb Enhanced eBook Features
7. Enhancing Your Reading Experience
 - Adjustable Fonts and Text Sizes of Politics Pabion Hb
 - Highlighting and Note-Taking Politics Pabion Hb
 - Interactive Elements Politics Pabion Hb
8. Staying Engaged with Politics Pabion Hb
 - Joining Online Reading Communities
 - Participating in Virtual Book Clubs
 - Following Authors and Publishers Politics Pabion Hb
9. Balancing eBooks and Physical Books Politics Pabion Hb
 - Benefits of a Digital Library
 - Creating a Diverse Reading Collection Politics Pabion Hb
10. Overcoming Reading Challenges
 - Dealing with Digital Eye Strain
 - Minimizing Distractions
 - Managing Screen Time
11. Cultivating a Reading Routine Politics Pabion Hb
 - Setting Reading Goals Politics Pabion Hb
 - Carving Out Dedicated Reading Time
12. Sourcing Reliable Information of Politics Pabion Hb
 - Fact-Checking eBook Content of Politics Pabion Hb
 - Distinguishing Credible Sources
13. Promoting Lifelong Learning
 - Utilizing eBooks for Skill Development
 - Exploring Educational eBooks
14. Embracing eBook Trends
 - Integration of Multimedia Elements

- Interactive and Gamified eBooks

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