

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. **16 October 2025**
Date of Report (Date of earliest event reported)

2. SEC Identification Number **21134**

3. BIR Tax Identification No. **000-234-398**

4. **VITARICH CORPORATION**
Exact name of issuer as specified in its charter

5 **Bulacan, Philippines**
Province, country or other jurisdiction
of incorporation

6. (SEC Use Only)
Industry Classification Code:

7. **Marilao San Jose Road, Sta. Rosa I, Marilao, Bulacan** **3019**
Address of principal office Postal Code

8. **(+632) 8843-3033**
Issuer's telephone number, including area code

9. **Not applicable**
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 of Common Stock Outstanding and Amount of Debt Outstanding
<u>Common Stock</u> <u>Total Shares Issued and</u> <u>Outstanding</u>	<u>3,054,334.014</u>

11. Indicate the item numbers reported herein: **Item 9. Other Events**

Item 9. Other Events

During its regular meeting held earlier today, 16 October 2025, the Board of Directors established the **IT Governance Committee** and elected the following directors as its members:

Chairman:	Mr. Pierre Carlo C. Curay
Members:	Mr. Ricardo Manuel M. Sarmiento
	Ms. Stephanie Nicole S. Garcia
	Mr. Jose Vicente C. Bengzon, III
	Mr. Vicente Julian A. Sarza

The Board of Directors also approved the following:

1. IT Governance Committee Charter as approved and endorsed by the IT Governance Committee; and
2. Organization and Business Development Committee Charter as approved and endorsed by the Organization and Business Development Committee.

Copies of the IT Governance Committee and Organization and Business Development Committee Charters are attached for reference.

SIGNATURE

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Registrant - **VITARICH CORPORATION**

By:



ATTY. MARY CHRISTINE DABU-PEPITO
Assistant Corporate Secretary, Corporate
Information Officer and Compliance Officer

Date: 16 October 2025

 VITARICH CORPORATION	VITA-IT	1 of 2
	Revision Code:1	Page
	Issued: September 25, 2025	
IT GOVERNANCE COMMITTEE CHARTER		

I. Committee Purpose

The IT Governance Committee drives the overall framework for technology that is aligned with all the business goals and strategies of Vitarich. The purpose of this document is to define the roles and responsibilities of the committee.

II. Committee Objectives

The primary objectives of the Vitarich IT Governance Committee are

- Set directions for Information Technology investments of the company to help achieve its business goals
- Discover, review and mitigate IT related risks
- Identify technology trends and provide recommendations

III. Committee Members

The IT Governance committee is represented by the company's board members and key leaders.

1. Peirre Carlo C. Curay (Chair)
 2. Jose Vicente C. Bengzon III
 3. Ricardo Manuel M. Sarmiento
 4. Vicente J.A. Sarza
 5. Stephanie Nicole S. Garcia
- Dilbert D. Tan (Resource)

IV. Effectivity Date

This charter is effective from September 25, 2025

V. Roles and Responsibilities

Strategic Direction: Establishing the IT strategy and direction, including IT investment planning, value delivery, and capital expenditure.

Policy Development: Reviewing and recommending IT policies and procedures.

Project Prioritization: Prioritizing projects based on their strategic alignment, budgeting or investment needs, and resource availability.

Risk Management: Identifying and mitigating potential IT risks.

Change Management: Guiding change management processes and approvals for project scope changes.

Oversight: Monitoring the implementation of IT strategies and ensuring they are aligned with business objectives.

CAPEX / Resource Allocation: Assisting with resource allocation and hiring decisions related to IT projects.

 VITARICH CORPORATION	VITA-IT	2 of 2
	Revision Code:1	Page
	Issued: September 25, 2025	
IT GOVERNANCE COMMITTEE CHARTER		

Policy Governance: Establishing and enforcing policies and procedures for IT projects and processes.

Advice and Guidance: Providing advice and guidance to the IT department to help them achieve their objectives.

Conflict Resolution: Resolving conflicts that may arise during project implementation.

VI. Meetings and Voting

The committee will meet every quarter to monitor projects and initiatives or as often as the need arises to act on urgent IT related issues.

The committee will vote on major IT initiatives and will require at least two-thirds of the members to vote for a decision to be finalized.

CHARTER OF ORGANIZATION & BUSINESS DEVELOPMENT

1. Introduction

This Charter establishes the purpose, scope, composition, responsibilities, authority, and operating procedures of the Organization and Business Development Committee (OBDC). The Committee is established by the Board of Directors to assist in overseeing strategic initiatives related to organizational development and business growth.

2. Purpose

The purpose of the OBDC is to support the Board in ensuring the organization's structure, capabilities, and strategic initiatives effectively promote sustainable growth, operational efficiency, and stakeholder engagement.

3. Scope and Responsibilities

The OBDC shall have the following primary responsibilities:

3.1 Organizational Development

Review and recommend organizational structure changes aligned with strategic goals.
Oversee talent acquisition, retention, succession planning, and development.
Ensure organizational policies support operational effectiveness and culture.

3.2 Business Development

Evaluate new markets, partnership opportunities, and expansion strategies.
Develop recommendations for growth initiatives.
Monitor industry trends, competitors, and market opportunities.

3.3 Strategic Planning

Support formulation and review of strategic plans related to growth and organizational capacity.
Establish measurable objectives and monitor progress toward achieving strategic goals.

3.4 Stakeholder and Partner Engagement

Oversee outreach and engagement strategies to enhance organizational reach.



**FORGING
LIVELIHOOD,
NOURISHING
LIVES™**

Marilao-San Jose Road
Sta. Rosa 1, Marilao
Bulacan, Philippines 3019
Tel: (+632) 88433033
Fax: (+632) 88433033
Website: www.vitarich.com

3.5 Monitoring and Reporting

Regularly review progress against strategic and operational objectives.
Prepare reports and recommendations for the Board based on ongoing review.

4. Composition

Members shall be appointed by the Board of Directors and shall possess relevant expertise.
The Committee may invite management or external advisors to participate as deemed necessary.

5. Meetings

The Committee shall meet as frequently as needed.
A quorum shall be three (3) members.
Meeting notices, agendas, and minutes shall be prepared and distributed in accordance with organizational policies.
Minutes shall be kept of all meetings and circulated to the Board.

6. Authority

The Committee is authorized to:

Request relevant information from management.
Engage external consultants or advisors within approved budgets.
Make recommendations to the Board for approval of strategic initiatives and decisions.

7. Review and Amendments

This Charter shall be reviewed annually by the Committee and amended as necessary, subject to approval by the Board of Directors.

8. Approval

This Charter was approved by the Board of Directors on 16 October 2025.