



METRO PACIFIC INVESTMENTS CORPORATION

19 May 2016

SECURITIES & EXCHANGE COMMISSION

Corporation & Finance Department
S.E.C. Building, EDSA
Mandaluyong City

PHILIPPINE STOCK EXCHANGE

Disclosure Department
3/F PSE Plaza, Ayala Triangle
Ayala Avenue
Makati City

Attention: **DIR. JUSTINA F. CALLANGAN**
Corporation & Finance Department

MS. JANET A. ENCARNACION
Head
Disclosure Department

RE: SEC FORM 17-C
METRO PACIFIC INVESTMENTS CORPORATION ("MPIC") (PSE:MPI)

In compliance with the Revised Disclosure rules of the Exchange, Metro Pacific Investments Corporation submits the attached SEC-Form 17-C.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read "Jose Jesus G. Laurel".

JOSE JESUS G. LAUREL
General Counsel/Vice President – Legal
Compliance Officer

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. **May 19, 2016**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200604494**
3. BIR Tax Identification No. **244-520-457-000**
4. **METRO PACIFIC INVESTMENTS CORPORATION**
Exact name of issuer as specified in its charter
5. **METRO MANILA, PHILIPPINES**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **10th Floor, MGO BUILDING, LEGAZPI COR. DELA ROSA STREETS, LEGAZPI VILLAGE, MAKATI CITY, METRO MANILA, PHILIPPINES**
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Address of principal office Postal Code
8. **(632) 888-0888**
Issuer's telephone number, including area code
9. **NA**
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
COMMON SHARES OF STOCK	27,898,323,752*

**as reported by the stock transfer agent as of 30 April 2016.*

11. Indicate the item numbers reported herein: **9**

Item 9.

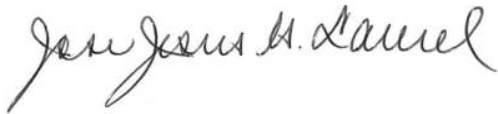
Please see attached PSE Form 4-1.

SIGNATURES

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.

METRO PACIFIC INVESTMENTS CORPORATION
MPIC or Issuer

19 May 2016
Date



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JOSE JESUS G. LAUREL
General Counsel/Vice President - Legal
Compliance Officer

METRO PACIFIC INVESTMENTS CORPORATION

**PSE Disclosure Form 4-1 - Acquisition or Disposition of Assets *References:*
SRC Rule 17 (SEC Form 17-C) and
*Section 4.4 of the Revised Disclosure Rules***

Subject of the Disclosure:
Completion of the acquisition by MetroPac Movers, Inc. (“MMI”), a subsidiary of Metro Pacific Investments Corporation of the assets and key contracts of Basic Logistics Corporation, A1Move Logistics, Inc., Philflash Logistics, Inc. and BasicLog Trading and Marketing Enterprises (“Sellers”), all of which are involved in the logistics business.
Background/Description of the Disclosure:
On May 19, 2016, MMI completed the purchase of the businesses and assets (including certain key contracts of the Sellers with customers) of the Sellers in the logistics business.
Date of Approval by Board of Directors:
The transaction was approved in principle on May 4, 2016, subject to the completion of certain conditions precedent.
Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction:
Following extensive study, MPIC has concluded that there is merit in expanding into non-regulated infrastructure business. The strong demand for logistics services and the sector offers the prospect of attractive returns.
Details of the acquisition or disposition
Date:
May 19, 2016
Description of the Transaction:
The transaction involves the acquisition by MMI of the logistics businesses and assets (including certain contracts) of the Sellers for a total purchase price consideration of Php 2,168,320,000.00. After the completion of the transaction, a separate company that will be designated by the Sellers will acquire twenty four percent (24%) of the outstanding capital stock of MMI. MMI will expand its logistics business utilizing the assets and businesses initially acquired from the Sellers.
Manner:
The transaction was carried out through an asset purchase agreement involving, among others: (a) the sale by the Sellers of identified logistics assets, (b) the novation of certain key contracts of the Sellers with their respective clients, (c) the execution of new contracts required to ensure the continued operations of the business under MMI, and (d) the transfer of certain key officers and employees of the Sellers to MMI.

Description of the assets involved	
The transaction was carried out through an asset purchase agreement involving, among others: (a) the sale by the Sellers of identified logistics assets, (b) the novation of certain key contracts of the Sellers with their respective clients, (c) the execution of new contracts required to ensure the continued operations of the business under MMI, and (d) the transfer of certain key officers and employees of the Sellers to MMI. The purchase price of Php 2,168,320,000.00 was paid by MMI to the Sellers on completion. After completion, a separate company to be designated by the Sellers will acquire twenty four percent (24%) of the outstanding capital stock of MMI.	
Terms and Conditions of the Transaction	
Nature and amount of consideration given or received	
Cash consideration of Php 2,168,320,000.00 was paid to the Sellers on completion.	
Principle followed in determining the amount of consideration	
Combination of the appraised value of the assets and the potential earnings of the business to be acquired	
Terms of payment	
The full purchase price was paid on completion.	
Conditions precedent to closing of the transaction, if any.	
The conditions precedent were completed on completion.	
Any other salient terms	
None	
Identity of the person(s) from whom the assets were acquired or to whom they were sold	
Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates

<p>Basic Logistics Corporation A1Move Logistics, Inc. Philflash Logistics, Inc. BasicLog Trading and Marketing Enterprises</p>	<p>After the closing of the transaction, the Sellers will designate a separate holding company that will acquire a twenty four percent (24%) interest in MMI.</p>
<p>Effect(s) on the business, financial condition and operations of the Issuer, if any</p>	
<p>None</p>	
<p>Other relevant information</p>	
<p>None</p>	
<p>If the transaction being reported is an acquisition, kindly submit the following additional information:</p>	
<p>Source(s) of funds</p>	
<p>Equity infused by Metro Pacific Investments Corporation to MMI through MetroPac Logistics, Inc., a holding company wholly-owned by MPIC.</p>	
<p>If any asset so acquired by the issuer or its subsidiaries constituted plant, equipment or other physical property, state the nature of the business in which the assets were used by the persons from whom acquired and whether the issuer intends to continue such use or intends to devote the assets to other purposes, indicating such other purposes:</p>	
<p>The assets purchased are used by the Sellers in the logistics business. MMI intends to use the assets purchased to engage in the logistics business.</p>	