

# COVER SHEET

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S.E.C. Registration Number

M E T R O P A C I F I C I N V E S T M E N T S  
 C O R P O R A T I O N

( Company's Full Name )

1 0 F M G O B L D G . , L E G A Z P I C O R .  
 D E L A R O S A S T S . M A K A T I C I T Y

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

RICARDO M. PILARES III

Contact Person

888-0888

Company Telephone Number

1 2      3 1

Month      Day  
Fiscal Year

SEC FORM 17-C

FORM TYPE

0 5      1 3

Month      Year  
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

**To be accomplished by SEC Personnel concerned**

File Number

LCU

Document I.D.

Cashier

STAMPS



**METRO PACIFIC INVESTMENTS CORPORATION**

April 2, 2018

**PHILIPPINE STOCK EXCHANGE**

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

**SECURITIES & EXCHANGE COMMISSION**

G/F Secretariat Building  
PICC Complex, Roxas Boulevard  
Manila, 1307

Attention: **MR. JOSE VALERIANO ZUNO III**  
Head  
Disclosure Department

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

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

Metro Pacific Investments Corporation ("MPIC") submits the attached SEC Form 17-C to disclose MetroPac Water Investments Corporation's acquisition of 49% of the outstanding capital stock of Tuan Loc Water Resources Investment Joint Stock Company.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to be "RMP", written over a horizontal line.

**ATTY. RICARDO M. PILARES III**

Vice President – Legal  
And 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. **2 April 2018**  
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. **10<sup>th</sup> Floor, MGO BUILDING, LEGAZPI COR. DELA ROSA STREETS, LEGAZPI VILLAGE, MAKATI CITY, METRO MANILA, PHILIPPINES**  
.....  
Address of principal office Postal Code **0721**
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
<b>COMMON SHARES OF STOCK</b>	<b>31,510,578,752*</b>

*\*as reported by the stock transfer agent as of 2 April 2018.*

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

Item 9 (Other items)

On March 30, 2018, MetroPac Water Investments Corporation, a wholly owned subsidiary of Metro Pacific Investments Corporation, entered into a Share Purchase Agreement for the acquisition of 49% of the outstanding capital stock of Tuan Loc Water Resources Investment Joint Stock Company.


The filed PSE Disclosure Form 4-2 (Acquisition or Disposition of Shares) disclosing the above transaction is attached herewith as Annex "A".

**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

**2 April 2018**  
Date

  
.....  
**RICARDO M. PILARES III**  
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. Date of Report (Date of earliest event reported)  
Apr 2, 2018
2. SEC Identification Number  
CS200604494
3. BIR Tax Identification No.  
244-520-457-000
4. Exact name of issuer as specified in its charter  
METRO PACIFIC INVESTMENTS CORPORATION
5. Province, country or other jurisdiction of incorporation  
METRO MANILA, PHILIPPINES
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
10th Floor, MGO Building, Legazpi cor. Dela Rosa Streets, Legazpi Village, Makati City  
Postal Code  
0721
8. Issuer's telephone number, including area code  
(632) 8880888
9. Former name or former address, if changed since last report  
N/A
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	31,512,578,752

11. Indicate the item numbers reported herein  
9

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*



# Metro Pacific Investments Corporation

## MPI

### PSE Disclosure Form 4-2 - Acquisition/Disposition of Shares of Another Corporation

**References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules**

#### Subject of the Disclosure

Execution of Share Purchase Agreement for the acquisition by MetroPac Water Investments Corporation of a 49% of Tuan Loc Water Resources Investment Joint Stock Company

#### Background/Description of the Disclosure

MetroPac Water Investments Corporation ("MPW"), a wholly owned subsidiary of Metro Pacific Investments Corporation ("MPI"), has entered into a Share Purchase Agreement for the acquisition of 49% of the outstanding capital stock of Tuan Loc Water Resources Investment Joint Stock Company ("TLW").

#### Date of Approval by Board of Directors

Jan 9, 2018

#### Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

The Transaction allows MPI (through MPW) to expand into Vietnamese Industrial Water Concessions. Majority of TLW's 310 MLD of operating capacity will be supplied to Industrial Parks.

#### Details of the acquisition or disposition

##### Date

Mar 30, 2018

#### Manner

Purchase of 37,926,000 shares from an existing shareholder of TLW for VND865.6 billion [equivalent to 1,988.0 million Philippine Pesos (PHP)].

#### Description of the company to be acquired or sold

TLW is one of the largest water companies in Vietnam, with 310 MLD of installed capacity and a billed volume of approximately 87 MLD as of YE 2017.

TLW's main project assets are as follows:

1. Song Lam Raw Water Treatment Plant (Song Lam RWP), a 50-year BOO (2015-2064) with an installed capacity of 200 MLD expandable to 300 MLD. Song Lam RWP supplies raw water to Nghe An Water Supply JSC and surrounding Industrial Parks. Nghe An Province is the largest province in Vietnam by area and has a population of about 3.1 million people.
2. Ho Cau Moi Water Treatment Plant (HCM WTP), a 50-year BOO (2017-2066) with an installed capacity of 90 MLD expandable to 120 MLD. HCM WTP supplies treated water to Dong Nai Water Company and surrounding Industrial Parks. Dong Nai Province is the manufacturing satellite of Ho Chi Minh City and will be the location of the Long Thanh International Airport – the new 100 million passenger airport of HCMC. Dong Nai Province has a population of about 2.9 million.
3. Nhon Trach 6A Sewage Treatment Plant (NT6A STP), a 50-year BOO (2017-2066) with an installed capacity of 20 MLD expandable to 40 MLD. NT6A is the wastewater treatment facility for the 400-hectare Nhon Trach 6 Industrial Park in Dong Nai Province.

#### The terms and conditions of the transaction

##### Number of shares to be acquired or disposed

37,926,000

**Percentage to the total outstanding shares of the company subject of the transaction** 49

**Price per share** Approx. VND 22.8 thousand (equivalent to Php 52.4)

**Nature and amount of consideration given or received**

Total consideration of VND 865.6 billion (equivalent to PHP 1,988.0 million)

**Principle followed in determining the amount of consideration**

The valuation was agreed taking into account the value of the assets and the business of PNW.

**Terms of payment**

MPW will pay VND 865.6 billion on the completion of the transaction.

**Conditions precedent to closing of the transaction, if any**

The completion of the transaction is subject to the satisfaction of customary conditions precedent. Under the SPA, the parties have until June 30, 2018 to complete the transaction.

**Any other salient terms**

N/A

**Identity of the person(s) from whom the shares 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
Tran Tuan Loc	None

**Effect(s) on the business, financial condition and operations of the Issuer, if any**

Entry and expansion into the Vietnam water market.

**Other Relevant Information**

N/A

**Filed on behalf by:**

<b>Name</b>	Melody del Rosario
<b>Designation</b>	Vice President