

April 3, 2020

SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex,
Roxas Boulevard, Pasay City, 1307

ATTENTION : **DIR. VICENTE GRACIANO P. FELIZMENIO JR.**
Markets and Securities Regulation Department

via PSE EDGE

PHILIPPINE STOCK EXCHANGE, INC.
PSE Tower, 28th Street cor. 5th Avenue,
Bonifacio Global City, Taguig City

ATTENTION : **MS. JANET A. ENCARNACION**
Head, Disclosure Department

via electronic mail

PHILIPPINE DEALING & EXCHANGE CORP.
Market Regulatory Services Group
29th Floor BDO Equitable Tower
8751 Paseo de Roxas, Makati City 1226

ATTENTION : **ATTY. MARIE ROSE M. MAGALLEN-LIRIO**
Head – Issuer Compliance and Disclosures Department

Gentlemen:

Attached is the SEC Form 17-C (Current Report) of Aboitiz Power Corporation filed in compliance with the Securities Regulation Code, its 2015 Implementing Rules and Regulations, the Revised Disclosure Rules of the Philippine Stock Exchange (PSE), and the Issuer Disclosure Operating Guidelines of the Philippine Dealing Exchange Corp. (PDEX).

Kindly acknowledge receipt hereof.

Thank you.

Very truly yours,

ABOITIZ POWER CORPORATION

By:


MAILENE M. DE LA TORRE
Assistant Corporate Secretary

COVER SHEET

C 1 9 9 8 0 0 1 3 4

S.E.C. Registration Number

A B O I T I Z P O W E R C O R P O R A T I O N

(Company's Full Name)

3 2 N D S T R E E T , B O N I F A C I O G L O B A L

C I T Y , T A G U I G C I T Y , M E T R O M A N I L A

P H I L I P P I N E S

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

MANUEL ALBERTO R. COLAYCO

Contact Person

(02) 8886-2338

Company Telephone Number

1 2 3 1

Month Day Fiscal Year

1 7 - C

FORM TYPE

4th Monday of April

0 4 2 7

Month Day Annual Meeting

N/A

Secondary License Type, if Applicable

SEC

Dept. Requiring this Doc

N/A

Amended Articles Number/Section

Total No. of Stockholders

x

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier


STAMPS

Remarks = Pls. use black ink for scanning purposes

SECURITIES & EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE (SRC)
AND SRC RULE 17.2(c) THEREUNDER

1. April 3, 2020
Date of Report (Date of earliest event reported)
2. SEC Identification Number C199800134 3. BIR TIN 200-652-460-000
4. ABOITIZ POWER CORPORATION
Exact name of registrant as specified in its charter
5. Philippines 6. 
Province, country or other jurisdiction of incorporation Industry Classification Code
7. 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines 1634
Address of principal office Postal Code
8. (02) 8886-2800
Registrant's telephone number, including area code
9. N.A.
Former name or former address, if changed since last report
10. Securities registered pursuant to 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 ₱1 Par Value</u> | <u>7,358,604,307</u> |
| <u>Amount of Debt Outstanding (As of December 31, 2019)</u> | <u>₱233,096,686,000.00</u> |
11. Indicate the item numbers reported herein: 9
- Item 9: Other Matters**
- Please see attached.

SIGNATURE (S)

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

ABOITIZ POWER CORPORATION

By:



Mailene M. de la Torre
Assistant Corporate Secretary

Dated: April 3, 2020

ABOITIZ POWER CORPORATION'S DISCLOSURE
Acquisition/Disposition of Shares of Another Corporation
AMENDED-1

Subject of the Disclosure	:	<u>Acquisition by</u> AboitizPower International Pte. Ltd. (AboitizPower International) <u>of</u> Dam Nai Wind Project in Ninh Thuan Province, Southern Vietnam <u>not completed by the longstop date; parties in discussion</u>
Background/Description of the Disclosure	:	Acquisition of 100% of Mekong Wind Pte. Ltd. (Mekong Wind) from Armstrong Southeast Asia Clean Energy Fund Pte. Ltd. <u>(AAM)</u> AboitizPower International is a wholly-owned subsidiary of Aboitiz Power Corporation (AboitizPower) <u>AboitizPower International has informed AboitizPower that the potential acquisition of Mekong Wind was not completed by the longstop date, and that it is now in discussions with AAM.</u>
Date of approval by the Board of Directors	:	June 21, 2019
Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction	:	<u>N/A</u>
<i>Details of the Acquisition or Disposition</i>		
Date	:	August 23, 2019
Manner	:	Share acquisition
Description of the company to be acquired or sold	:	Mekong Wind, a Singapore-incorporated entity, is the owner of Dam Nai Wind Power JSC, which owns and operates the 39.4MW onshore Dam Nai Wind facility in Ninh Thuan Province, Southern Vietnam
<i>Terms and Conditions of the Transaction</i>		
Number of shares to be acquired or disposed	:	10,000
Percentage to the total outstanding shares of the company subject of the transaction	:	100%
Price per share	:	Approximately USD46 million total consideration
Nature and amount of consideration given or received	:	Base consideration, subject to adjustments at closing
Principle followed in determining the amount of consideration	:	Asset valuation
Terms of Payment	:	One-time lump sum payment at closing
Conditions precedent to closing of the transaction, if any	:	Customary closing conditions and third-party consents
Any other salient terms	:	<u>A condition precedent was not delivered, and the completion of the acquisition was not completed by the longstop date under the share purchase agreement. This has no impact on Aboitiz Power's existing operations and financial performance.</u>

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

<i>Identity of the person(s) from whom the assets were acquired or to whom they were sold</i>	
Name	: Armstrong Southeast Asia Clean Energy Fund Pte. Ltd.
Nature of any material relationship with the Issuer, their directors/officers or any of their affiliates	: None
Effect (s) on the business, financial condition and operations of the Issuer, if any	: AboitizPower is committed to have a balanced portfolio mix addressing the energy trilemma of adequate supply, cost of power, and protection of the environment. : Increase in the attributable and net sellable capacity of AboitizPower.
Other relevant Information	: <u>Amended to update the disclosure on the termination of the transaction, as disclosed to the Exchange on April 1, 2020. A copy of the relevant disclosure is attached for reference.</u>