

July 11, 2017

**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.**

3rd Floor, Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue, Makati City

ATTENTION : **MR. JOSE VALERIANO B. ZUÑO III**  
OIC – Head, Disclosure Department

*via electronic mail*

**PHILIPPINE DEALING & EXCHANGE CORP.**

Market Regulatory Services Group  
37/F, Tower 1, The Enterprise Center  
6766 Ayala Avenue corner Paseo de Roxas, Makati City

ATTENTION : **MS. VINA VANESSA S. SALONGA**  
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 )

**M. JASMINE S. OPORTO**

Contact Person

**02- 886-2729**

Company Telephone Number

Contact Person

1 2 3 1

Month Day  
Fiscal Year

1 7 - C

FORM TYPE

3rd Monday of

0 5 1 5

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

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To be accomplished by SEC Personnel concerned

File Number

\_\_\_\_\_

LCU

Document I.D.

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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. July 11, 2017  
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. 32<sup>nd</sup> Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines 1634  
Address of principal office Postal Code
8. (02) 886-2800  
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 March 31, 2017)</u> | <u>₱213,084,290,000.00</u>                                                  |
11. Indicate the item numbers reported herein: 9
- Item 9: Other Events**
- 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: July 11, 2017

**ABOITIZ POWER CORPORATION DISCLOSURE**  
**Acquisition/Disposition of Shares of Another Corporation**

Subject of the Disclosure	:	Aboitiz Power Corporation (“AboitizPower”), through its wholly owned subsidiary, AboitizPower International Pte. Ltd. (“AP International”), signed a compromise agreement with SunE Solar B.V. (“SunE Solar”).
Background/Description of the Disclosure	:	<p>Aboitiz Renewables, Inc. (“ARI”) sent Notices of Default dated July 13, 2016 to its joint venture partner in the San Carlos Sun Power Inc. (“Sacasun”) project, Sunedison Philippines Helios BV (“Sunedison Philippines”).</p> <p>The compromise agreement between AP International and SunE Solar settles the joint venture issues and provides an exit for Sunedison Philippines in the Sacasun project. It will also enable AP International to acquire all the interests of SunE Solar in Sacasun and Maaraw Holdings San Carlos, Inc. (“Maaraw”).</p> <p>ARI is a wholly owned subsidiary of AboitizPower and an affiliate of AP International. Sunedison Philippines is a wholly owned subsidiary of SunE Solar.</p>
Date of approval by the Board of Directors	:	March 2, 2017 (AP International)
Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction	:	<p>AP International will acquire the entire issued and outstanding shares of SunE Solar in Sunedison Philippines.</p> <p>AboitizPower, which already owns 60% of Maaraw and Sacasun, through ARI, will increase its ownership to 100%.</p>
<b><i>Details of the Acquisition or Disposition</i></b>		
Date	:	July 10, 2017
Manner	:	N/A
Description of the company to be acquired or sold	:	Sunedison Philippines is a company duly organized and existing under and by virtue of the laws of The Netherlands. It owns 40% equity interest in Maaraw and Sacasun.
<b><i>Terms and Conditions of the Transaction</i></b>		
Number of shares to be acquired or disposed	:	100 shares
Percentage to the total outstanding shares of the company subject of the transaction	:	100%
Price per share	:	TBA

Nature and amount of consideration given or received	:	TBA
Principle followed in determining the amount of consideration	:	The value of the transaction is based on the agreed enterprise value of Sacasun and Maaraw, net of the amount incurred by ARI for the acquisition of Sacasun’s loan from BDO Unibank, Inc. (BDO). The enterprise value is derived through the Discounted Cash Flows method.
Terms of Payment	:	TBA
Conditions precedents	:	(i) execution of a share purchase agreement; (ii) approval by the Philippine Competition Commission (“PCC”) of the sale of Sunedison Philippines shares or confirmation by the PCC that PCC notification is not necessary for the sale; and (iii) approvals from the creditors of SunEdison, Inc. (“SE”), affiliate of SunE Solar and Sunedison Philippines, under the Secured Senior Superpriority Debtor-in-Possession Credit Agreement dated as of April 26, 2016 between SE, Deutsche Bank AG New York Branch and the creditors of SE.
Any other salient terms	:	N/A
<b><i>Identity of the person(s) from whom the assets were acquired or to whom they were sold</i></b>		
Name	:	SunE Solar B.V.
Nature of any material relationship with the Issuer, their directors/officers or any of their affiliates	:	N/A
Effect (s) on the business, financial condition and operations of the Issuer, if any	:	AboitizPower will effectively own 100% of Maaraw and Sacasun.
Other relevant Information	:	N/A