

# 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)  
Nov 14, 2016
2. SEC Identification Number  
11603
3. BIR Tax Identification No.  
000-141-079-000
4. Exact name of issuer as specified in its charter  
Republic Glass Holdings Corporation
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
6th Floor, Republic Glass Bldg., 196 Salcedo St., Legaspi Village, Makati City  
Postal Code  
1229
8. Issuer's telephone number, including area code  
632-8175011 to 13
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	682,065,632
11. Indicate the item numbers reported herein  
9.a

*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.*

# Republic Glass Holdings Corporation

## REG

**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

Acquisition of 18,772,500 shares of Science Park of the Philippines, (SPPI)

### Background/Description of the Disclosure

Republic Glass Holdings Corporation wishes to announce today its acquisition of 18,772,500 shares of SPPI from Fremont Investors, Inc.

### Date of Approval by Board of Directors

Aug 15, 2016

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

The transaction was primarily for investment purposes, as part of the Company's continued efforts to make the most of its resources.

### Details of the acquisition or disposition

#### Date

Nov 14, 2016

### Manner

The shares of SPPI were acquired through the Company's existing funds.

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

Science Park of the Philippines, Inc. (SPPI) was registered with the Securities and Exchange Commission in 1989 to operate as an industrial estate developer. SPPI is highly regarded as a pioneer and leader in private industrial estate development in the country and has almost 800 hectares of industrial parks developed and under development. Below are some of the industrial estates developed and/or managed by SPPI:

Industrial Park: Light Industry and Science Park I ( Cabuyao, Laguna); Light Industry and Science Park II (Calamba, Laguna); Light Industry and Science Park III (Sto Tomas, Batangas); Light Industry and Science Park IV (Malvar, Laguna); Hermosa Ecozone Industrial Park (Hermosa, Bataan); Cebu Light Industrial Park (Mactan, Cebu); Pueblo Business Park (Cagaya de Oro). The Company, through a subsidiary, developed a 10-hectare PEZA-registered IT Ecozone, the first of its kind in Mindanao. Select locators in SPPI Industrial estates are Concepcion-Carrier, Continental Temic, Epson, Infiniti Solutions, Ionics EMS, Inc. NEC/Token, Nippon Paints, P&G, Pepsi, PerkinElmer, Sumitomo Wiring System and Unilever.

#### The terms and conditions of the transaction

<b>Number of shares to be acquired or disposed</b>	18,772,500
<b>Percentage to the total outstanding shares of the company subject of the transaction</b>	3.03
<b>Price per share</b>	P4.85

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

P91,046,625.00

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

Valuation method - Seller used adjusted book value per share of SPPI at the time SPPI raised additional equity in 2013.

#### Terms of payment

Cash, upon signing of deed of assignment of shares of stock

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

none

#### Any other salient terms

none

#### 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
Fremont Investors, Inc.	Neither RGHC, its directors/officers nor any of its affiliates have any material relationship with SPPI and any of its directors, officers or any of its affiliates.

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

The transaction is expected to have positive impact on the earnings of the Company.

#### Other Relevant Information

Currently, the Company holds approximately 9.24% of the equity holdings of SPPI. After this additional share purchase described, this percentage is increased to approximately 12.27%.

Seller's price at P4.85 per share is equivalent to only 1.07x of book value of SPPI as of December 31, 2015. It makes sense in acquiring the shares SPPI at P4.85 per share which is close to book value.

RGHC parent Company, Gervel, inc. has 2.21% equity holdings in SPPI.

**Filed on behalf by:**

<b>Name</b>	JEWEL GOMEZ
<b>Designation</b>	ACCOUNTANT II