



September 2, 2022

via electronic mail

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. ALEXANDRA D. TOM WONG**
Officer-in-Charge, Disclosure Department

via electronic mail

PHILIPPINE DEALING & EXCHANGE CORP.

Market Regulatory Services
Group 29th Floor BDO Equitable
Tower 8751 Paseo de Roxas,
Makati City

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

Gentlemen:

Please see attached the SEC Form 17-C (Current Report) on the matters approved by the Board of Directors of Aboitiz Equity Ventures Inc. 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 EQUITY VENTURES INC.

By:


SAMMY DAVE A. SANTOS
Assistant Corporate Secretary

COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

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

MANUEL ALBERTO R. COLAYCO																			
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Contact Person

(02) 8886-2338									
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Company Telephone Number

1	2		3	1
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Month Day

Fiscal Year

1	7	-	C	
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FORM TYPE

4th Monday of April

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Month Day

Annual Meeting

N/A

Secondary License Type, if Applicable

SEC

Dept. Requiring this Doc

N/A

Amended Articles Number/Section

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Total No. of Stockholders

x

Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.

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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. **September 2, 2022**
Date of Report (Date of earliest event reported)

2. SEC Identification Number **CEO2536**
3. BIR TIN **003-828-269-V**

4. **ABOITIZ EQUITY VENTURES INC.**
Exact name of registrant as specified in its charter

5. **Philippines**
Province, country or other jurisdiction of incorporation
6. 
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>5,630,225,457</u>
<u>Amount of Debt Outstanding (June 30, 2022)</u>	<u>₱343,018,259,000.00</u>

11. Indicate the item numbers reported herein: 9

Item 9: Other Matters

On September 2, 2022, Aboitiz InfraCapital, Inc. (AIC), the infrastructure arm of Aboitiz Equity Ventures Inc. (AEV), entered into a Share Subscription and Transfer Agreement (the "Agreement") with Megawide Construction Corporation (Megawide) and GAIBV Airports International, B.V. (GAIBV) for AIC to acquire shares in GMCAC, the developer and operator of the Mactan Cebu International Airport (MCIA). Subject to the fulfillment of the conditions precedent under the Agreement, the following would occur on Closing Date (which is approximately 105 days from the Execution Date):

1. For a total amount of Php 9,473,600,000.00, AIC shall own 33 and 1/3% minus 1 share of the outstanding capital stock of GMCAC; Megawide will retain 33 and 1/3% plus 1 share, while GAIBV will retain 33 and 1/3%.

2. Megawide and GAIBV shall issue Exchangeable Notes in favor of AIC in the total amount of Php 15,526,400,000.00 (the "Notes"). The Notes will mature on 30 October 2024, and will be exchanged by AIC for the remaining 66 and 2/3% plus 1 share of GMCAC's outstanding capital stock.

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 EQUITY VENTURES INC.

By:


Sammy Dave A. Santos
Assistant Corporate Secretary

Date: September 2, 2022

PRESS RELEASE
2 September 2022

Aboitiz InfraCapital signs deal with GMR-Megawide for GMCAC, the developer and operator of Mactan Cebu International Airport

Aboitiz InfraCapital, Inc. (AIC) has entered into a landmark deal with Megawide Construction Corporation (Megawide) and GMR Airports International, B.V. (GAIBV) for AIC to acquire shares in GMR Megawide Cebu Airport Corporation (GMCAC), the developer and operator of the award-winning Mactan Cebu International Airport (MCIA).

After several months of deliberations, Megawide and GAIBV are bringing Aboitiz into GMCAC as a strong and reputable investor with deep roots in Cebu to propel MCIA to the next level and establish its status as the Philippines' premier international airport. AIC operates Mactan Economic Zone 2 (MEZ 2) Estate in Lapu-Lapu City and West Cebu Estate (WCE) in Balamban, Cebu.

AIC is acquiring a 33 and 1/3% minus 1 share stake in GMCAC through a combination of a primary infusion and secondary purchase of shares from Megawide and GAIBV for a total consideration of PHP 9.5 billion. In addition, GMCAC shall utilize a portion of the primary infusion to acquire certain identified entities providing services at MCIA.

Simultaneously with the execution of the above transaction, Megawide and GAIBV have agreed to issue exchangeable notes to AIC for the aggregate amount of PHP 15.5 billion. The exchangeable notes will mature on 30 October 2024, and will be exchanged by AIC for the remaining 66 and 2/3 % plus 1 share of GMCAC's outstanding capital stock. GMR Infrastructure Limited will continue to provide support as the Technical Services Provider to GMCAC.

The investment is a vote of confidence for the travel sector, which has been steadily improving in the past few months. Latest MCIA statistics show that it welcomed more than 2 million passengers during the first half of 2022, a 350% increase versus the 470,000 passengers in the same period of the previous year.

"We at Aboitiz InfraCapital are happy to partner with GMR-Megawide for the continued growth and development of the Mactan-Cebu International Airport. The GMR-Megawide Consortium has done a tremendous job by significantly expanding the airport over the pre-pandemic years – almost tripling passenger traffic in five years. This is quite an accomplishment in setting up a solid foundation for the future," said AIC President and CEO Cosette Canilao.

“Part of the larger Aboitiz Group’s push to transform into a Techglomerate is to infuse and leverage the group’s relationships and assets as well as explore utilizing Data Science and Artificial Intelligence thru Aboitiz Data Innovation (ADI) to tech-up the airport’s operations. We are excited to take MCIA to new heights which will bring in more progress to the province, region, and country,” she explained.

The transaction is subject to the satisfaction of customary closing conditions including requisite third party and regulatory approvals.

AlphaPrimus Advisors acted as financial advisor to, and Gulapa Law as legal counsel for, AIC in this transaction.

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About Aboitiz InfraCapital

Aboitiz InfraCapital, Inc., the infrastructure arm of the Aboitiz Group, aims to build purpose-driven infrastructure that spurs economic growth and improves lives. It develops Economic Estates as well as Water, Digital Infrastructure, and Transport & Mobility projects that enable businesses and uplift communities.

Its current business units include the LIMA Estate and LIMA Water Corporation in Batangas, Mactan Economic Zone 2 Estate and West Cebu Estate in Cebu, Apo Agua Infraestructura, Inc. in Davao, and Unity Digital Infrastructure. The company also has a minority stake in Balibago Waterworks System, Inc., a privately-owned waterworks utility system.

About Aboitiz Equity Ventures

Aboitiz Equity Ventures, Inc. (AEV) is the public holding company of the Aboitiz Group with major investments in power, banking and financial services, food, infrastructure, and land. Today, AEV is recognized as one of the best-managed companies in the Philippines and the region, consistently cited for its commitment to good corporate governance and corporate social responsibility. With five generations of Aboitiz Group business success behind it, AEV continues to drive change for a better world by advancing business and communities.

To date, the Aboitiz Group has contributed over P2.2 billion for its COVID-19 response efforts. This excludes various payments waived, reduced, extended, or restructured to help customers cope with the impact of COVID-19.

For further queries on this Press Release, please contact:

ALYSSA VIRREY

Brand and Communications

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