



JG Summit Holdings, Inc. JGS

PSE Disclosure Form 4-16 - Issuance of Debt Securities *References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure	
PhP 30 Billion Fixed Rate Corporate Bonds	
Background/Description of the Disclosure	
JG Summit Holdings, Inc. issued today P30 Billion Fixed Rate Corporate Bonds in three tranches : PhP24.51 billion five-year and six-month bonds with coupon rate of 5.2317% per annum, PhP5.31 billion seven-year bonds, 5.2442% per annum, and PhP176.34million 10-year bonds with 5.3000% per annum.	
Date of Approval by Board of Directors	Nov 27, 2013
Reason or purpose of the issuance, use of proceeds	
The net proceeds of the Issue are intended to (i) to be used by the Company for general corporate purposes and (ii) in relation to its completed acquisition of Meralco shares from the San Miguel Group.	
Terms and conditions	
Principal amount or face value of the issue	PhP30,000,000,000
Coupon/interest rate	5.23
Conversion ratio	n/a
Conversion period	n/a
Conversion price	n/a

Number of underlying shares to be issued upon conversion	0
Percentage to total outstanding shares	0
Any provision in the adjustment(s) of the conversion price or number of underlying shares	
n/a	
Terms of payment	
Payable semi-annually in arrears on February 27 and August 27 of each year while the Bonds are outstanding	
Any provision(s) on events and/or consequences of default	
<p>The Issuer shall be considered in default of the Trust Indenture Agreement in case any of the following events (each an "Event of Default") shall occur and is continuing (whether or not caused by any reason whatsoever outside the control of the Issuer): (a) Payment Default The Issuer fails to pay when due and payable any principal or interest (including, penalty interest, if any) in respect of the Bonds which the Issuer is obliged to pay to the Bondholders under the Trust Indenture Agreement and the Bonds in the manner, at the place, and in the currency in which it is expressed to be payable. For the avoidance of doubt, payment default shall likewise ensue if the Issuer fails to pay principal or interest pursuant to the exercise of its Early Redemption option, as well as the following principal or interest redemption payments under the Bonds: (i) Redemption for Taxation Reasons; and, (ii) Redemption due to Change in Law, Circumstance. (Please refer to final offering circular.)</p>	
Any other relevant details	
<p>Coupon/interest rate Five-Year Bonds: fixed interest rate of 5.2317% p.a. Seven-Year Bonds: fixed interest rate of 5.2442% p.a. Ten-Year Bonds: fixed interest rate of 5.3000% p.a.</p>	
Corporate background of note/bond holders	

JG Summit, which is controlled by the Gokongwei Family, was incorporated in November 1990 and is the holding company for a group of companies with substantial business interests in: foods, agro-industrial and commodities through Universal Robina Corporation (URC); real estate and hotel through Robinsons Land Corporation (RLC); air transportation through Cebu Air, Inc. (CEB); banking through Robinsons Bank Corporation (RBC); and petrochemicals through JG Summit Petrochemical Corporation (JGSPC) and JG Summit Olefins Corporation (JGSOC). The Company also has core investments in real estate through United Industrial Corporation Limited (UIC) and telecommunications through a strategic shareholding in Philippine Long Distance Telephone Company (PLDT).

The Issuer and its Subsidiaries (the "Group"), conduct business throughout the Philippines, but primarily in and around Metro Manila and in the regions of Visayas and Mindanao. The Group also has a branded consumer foods business in Thailand, Vietnam, Indonesia, Malaysia, Singapore, Hong Kong and the People's Republic of China (PRC), as well as a core investment in the property development business of Singapore Land Limited ("SingLand") through its 37.0% interest in UIC as at 30 September 2013.

The Group was founded in the mid-1950s when Universal Corn Products, Inc. was established to operate a cornstarch plant in Metro Manila. Since then, the business of the Group has diversified and expanded substantially, primarily through the reinvestment of internally generated funds. Based on its revenues and net sales for the year ended 31 December 2012 and the nine months ended 30 September 2013, the Issuer is one of the largest and most diversified conglomerates within the Philippines. The Issuer has been listed on the PSE since 9 August 1993 and trades under the symbol "JGS". As at 30 September 2013, the Issuer had a total market capitalisation of PhP262 billion based on the market price of its shares on such date.

As of 30 September 2013, the Issuer had three subsidiaries namely URC, RLC and CEB, whose shares are also listed on the PSE, in which the issuer had effective interests of 60.6%, 61.0% and 67.2% respectively.

The Gokongwei Family beneficially owns approximately 25.5% of the outstanding share capital of the Issuer. In addition, certain members of the Gokongwei Family are trustees of the Gokongwei Brothers Foundation, Inc. (GBFI) which holds interest in approximately 28.5% of the existing outstanding share capital of the Issuer.

For the year ended 31 December 2012, the Issuer's audited consolidated revenues were PhP135.25 billion, a 9.5% increase from the previous year's consolidated revenues of PhP123.50 billion. (Please refer to final offering circular.)

Effect(s) on the ownership structure, including the list of principal shareholders with their corresponding shareholdings and percentage ownership to total outstanding shares before and after the transaction

Principal Shareholders	Before		After	
	Number of shares	%	Number of shares	%
n/a	0	0	0	0

Effect(s) on the capital structure

Issued Shares			
Type of Security/Stock Symbol	Before	After	
0	0	0	

Outstanding Shares				
Type of Security/Stock Symbol		Before	After	
0		0	0	
Treasury Shares				
Type of Security/Stock Symbol		Before	After	
0		0	0	
Listed Shares				
Type of Security/Stock Symbol		Before	After	
0		0	0	
Effect(s) on the public float, if any	n/a			
Effect(s) on foreign ownership level, if any	n/a			
Other Relevant Information				
n/a				
Filed on behalf by:				
Name	Rosalinda Rivera			
Designation	Corporate Secretary			