

SECURITIES AND EXCHANGE COMMISSION

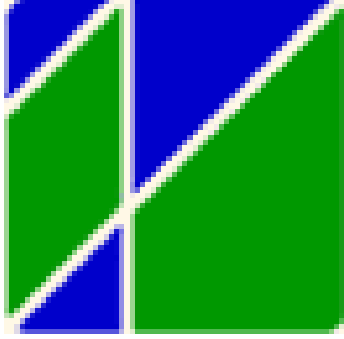
SEC FORM 17-C

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)
Jan 27, 2023
2. SEC Identification Number
184044
3. BIR Tax Identification No.
350-000-775-860
4. Exact name of issuer as specified in its charter
JG SUMMIT HOLDINGS, INC.
5. Province, country or other jurisdiction of incorporation
METRO MANILA, PHILIPPINES
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
43rd Floor, Robinsons Equitable Tower, ADB Avenue corner Poveda Street, Ortigas Center, Pasig City, Metro Manila
Postal Code
1605
8. Issuer's telephone number, including area code
(632) 8633-7631 to 40
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 | 7,520,983,658 |
11. Indicate the item numbers reported herein
9

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.



JG Summit Holdings, Inc. JGS

**PSE Disclosure Form 16-1- Update on Corporate Actions/
Material Transactions/Agreements**
*References: SRC Rule 17 (SEC Form 17-C) and
Section 16 of the Revised Disclosure Rules*

Subject of the Disclosure

Update on the Merger of BPI and Robinsons Bank which was approved by the Board of Directors of JG Summit Capital Services Corp. ("JG Capital"), a wholly-owned subsidiary of JG Summit Holdings, Inc. ("JG Summit") on September 30, 2022.

Background/Description of the Disclosure

This refers to the following disclosures filed by JG Summit Holdings, Inc. (JGS) on the following dates:

1. On September 30, 2022, regarding the approval by the Board of Directors of JG Summit Capital Services Corp. ("JG Capital"), a wholly-owned subsidiary of JGS, of the execution of an agreement between the Bank of the Philippine Islands ("BPI") and JG Capital and Robinsons Retail Holdings, Inc. ("RRHI" and, together with JG Capital, the "RBC Shareholders") for the merger of BPI and Robinsons Bank Corporation ("RBC"), with BPI emerging as the surviving entity the ("Merger"), subject to shareholders and regulatory approvals which was stated that, upon the effectivity of the Merger and receipt of all necessary corporate and regulatory approvals, RBC Shareholders will collectively hold approximately 6% of the resulting outstanding capital stock of BPI;

2. On December 16, 2022, an update to the disclosure filed by BPI with the PSE on December 14, 2022 which indicated that the Board of Directors of BPI approved the issuance of common shares to RBC Shareholders pursuant to the Merger, which shall, in no case, be more than 318,912,309 common shares. At the Special Stockholders' Meeting held on 17 January 2023, stockholders representing at least two-thirds of the outstanding shares of BPI approved the merger between BPI and RBC, with BPI as the surviving bank.

Please note that that the exact number of BPI common shares to be issued to JG Capital has not yet been firmed up and will be subject to final determination on or before Closing Date.

The Supplement to the Agreement for the Merger of Bank of the Philippine Islands and Robinsons Bank Corporation was executed by and among BPI, RRHI, JG Capital and RBC on January 26, 2023. The Articles of Merger and the Plan of Merger were likewise executed on the same date by BPI and RBC. The parties shall proceed with obtaining approval from the Philippine Competition Commission and filing the documents for the Merger with the Bangko Sentral ng Pilipinas and the Securities and Exchange Commission.

Other Relevant Information

This disclosure was updated in order to indicate the execution of a Supplement to the Agreement for the Merger of Bank of the Philippine Islands and Robinsons Bank Corporation, Articles of Merger and Plan of Merger.

Please see the attached [Amended-1] JGS SEC Form 17-C Current Report on the matters stated herein.

This disclosure was updated to change the report date from January 27, 2022 to January 27, 2023.

Filed on behalf by:

| | |
|--------------------|--|
| Name | Maria Celia Fernandez-Estavillo |
| Designation | Senior Vice President, General Counsel and Corporate Secretary |

COVER SHEET

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(Company's Full Name)

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

Atty. Maria Celia H. Fernandez-Estavillo
Corporate Secretary

(Contact Person)

8633-7631 to 40

(Company Telephone Number)

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Month Day
(Fiscal Year)

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(Form Type)

last Thursday of May

Month Day
(Annual Meeting)

[Amended-1] Update on Corporate Actions/Material Transactions/Agreements

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| Issuer of Securities under SEC-BED Order No. 512, Series of 1993; SEC-BED Order No. 623, Series of 1993; SEC-BED Order No. 693, Series of 1994; SEC-BED Order No. 966, Series of 1994; and SEC-CFD Order No. 080, Series of 1998 |
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(Secondary License Type, If Applicable)

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Amended Articles Number/Section

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Total No. of Stockholders

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Total Amount of Borrowings

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Domestic

Foreign

To be accomplished by SEC Personnel concerned

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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. **January 27, 2023**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **184044**
3. BIR TIN: **350-000-775-860**
4. **JG SUMMIT HOLDINGS, INC.**
(Exact name of registrant as specified in its charter)
5. **Metro Manila, Philippines**
(Province, country or other jurisdiction of incorporation)
6. Industry Classification Code: _____
(SEC Use Only)
7. **43rd Floor, Robinsons Equitable Tower,
ADB Avenue corner Poveda Street, Ortigas
Center, Pasig City, Metro Manila**
(Address of principal office)
- 1605**
(Postal Code)
8. **(632) 8633-7631 to 40**
Issuer's telephone number, including area code
9. **NA**
(Former name or former address, if changed since last report)
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

| <u>Title of Each Class</u> | <u>Number of Shares of Common Stock Outstanding</u> |
|----------------------------|---|
| Common | <u>7,520,983,658</u> |

SEC FORM 17-C**JG SUMMIT HOLDINGS, INC.****11. Item 9 – Other Events**

This refers to the following disclosures filed by JG Summit Holdings, Inc. (JGS) on the following dates:

1. On September 30, 2022, regarding the approval by the Board of Directors of JG Summit Capital Services Corp. (“JG Capital”), a wholly-owned subsidiary of JGS, of the execution of an agreement between the Bank of the Philippine Islands (“BPI”) and JG Capital and Robinsons Retail Holdings, Inc. (“RRHI” and, together with JG Capital, the “RBC Shareholders”) for the merger of BPI and Robinsons Bank Corporation (“RBC”), with BPI emerging as the surviving entity the (“Merger”), subject to shareholders and regulatory approvals which was stated that, upon the effectivity of the Merger and receipt of all necessary corporate and regulatory approvals, RBC Shareholders will collectively hold approximately 6% of the resulting outstanding capital stock of BPI;
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This SEC Form 17-C was updated in order to indicate the execution of a Supplement to the Agreement for the Merger of Bank of the Philippine Islands and Robinsons Bank Corporation, Articles of Merger and Plan of Merger.

SIGNATURES

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

JG Summit Holdings, Inc.

(Issuer)


MARIA CELIA H. FERNANDEZ-ESTAVILLO
Corporate Secretary
 (Signature and Title)

January 27, 2023
 (Date)