

# SECURITIES AND EXCHANGE COMMISSION

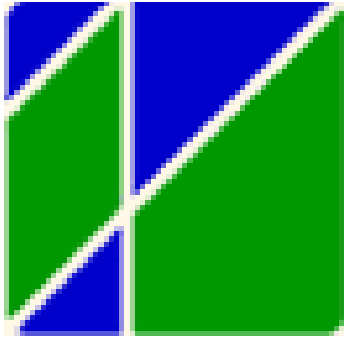
## SEC FORM 17-C

### 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)  
Sep 14, 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**

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**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*

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**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.

3. On January 27, 2023, an update to the disclosure was filed with the PSE to report that The Supplement to the Agreement for the Merger of BPI and RBC was executed by and among BPI, RRHI, JG Capital and RBC on January 26, 2023 and that the Articles of Merger and the Plan of Merger were likewise executed on the same date by BPI and RBC. It was also reported that 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.

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.

Please be informed that on September 14, 2023, JG Capital received a copy of the decision of the Philippine Competition Commission ("PCC") which resolved to clear the proposed merger transaction between the BPI and RBC.

The Bank is securing the approval of the Bangko Sentral ng Pilipinas and the Securities and Exchange Commission. The timetable for implementation of the merger cannot be fixed at this time as the same is subject to regulatory approvals.

#### Other Relevant Information

The disclosure is updated to inform the Exchange of the issuance of the decision of the PCC which resolved to clear the proposed merger between BPI and RBC, with BPI as the surviving entity.

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

#### Filed on behalf by:

<b>Name</b>	Maria Celia Fernandez-Estavillo
<b>Designation</b>	Senior Vice President, General Counsel and Corporate Secretary





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. **September 14, 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>
<b>Common</b>	<b><u>7,520,983,658</u></b>

**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;
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.
3. On January 27, 2023, an update to the disclosure was filed with the PSE to report that The Supplement to the Agreement for the Merger of BPI and RBC was executed by and among BPI, RRHI, JG Capital and RBC on January 26, 2023 and that the Articles of Merger and the Plan of Merger were likewise executed on the same date by BPI and RBC. It was also reported that 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.

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.

Please be informed that on September 14, 2023, JG Capital received a copy of the decision of the Philippine Competition Commission which resolved to clear the proposed merger transaction between the BPI and RBC, with BPI as the surviving entity. The Bank is securing the approval of the Bangko Sentral ng Pilipinas and the Securities and Exchange Commission. The timetable for implementation of the merger cannot be fixed at this time as the same is subject to regulatory approvals.

**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)

**September 14, 2023**  
(Date)