

November 5, 2019

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. JANET A. ENCARNACION**
Head, 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) 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:



MANUEL ALBERTO R. COLAYCO
Corporate Secretary

COVER SHEET

C E O 2 5 3 6

S.E.C. Registration Number

A B O I T I Z E Q U I T Y V E N T U R E S I N C .

(Company's Full Name)

3 2 N D S T R E E T , B O N I F A C I O G L O B A L

C I T Y , T A G U I G C I T Y , M E T R O M A N I L A

P H I L I P P I N E S

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

MANUEL ALBERTO R. COLAYCO

Contact Person

(02) 8 886-2338

Company Telephone Number

1 2 3 1

Month Day

Fiscal Year

1 7 - C

FORM TYPE

4th Monday of April

0 4 2 2

Month Day

Annual Meeting

N/A

Secondary License Type, if Applicable

SEC

Dept. Requiring this Doc

N/A

Amended Articles Number/Section

Total No. of Stockholders

x

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier


STAMPS

Remarks = Pls. use black ink for scanning purposes

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. **November 5, 2019**
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** 6. 
Province, country or other jurisdiction of incorporation Industry Classification Code
7. **32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines** **1634**
Address of principal office Postal Code
8. **(02) 8 886-2800**
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 |
|---|---|
| Common Stock ₱1 Par Value | 5,632,792,557 |
| Amount of Debt Outstanding (June 30, 2019) | ₱312,037,849,106.00 |

11. Indicate the item numbers reported herein: 4 and 9

Item 4: Resignation, Removal or Election of Registrant's Directors or Officers

Item 9: Other Events

During its regular meeting held on November 5, 2019, the Board of Directors of Aboitiz Equity Ventures Inc. (AEV) approved the following:

1. Issuance of the Second Tranche of Retail Bonds

The Board of Directors of Aboitiz Equity Ventures Inc. (AEV, or the "Company"), approved the issuance of up to Php10 billion (the "Second Tranche Bonds") out of its Php30 billion fixed-rate retail bonds registered in 2019 under the shelf registration program of the Securities and Exchange Commission (SEC) (the "Shelf Registered Bonds"). Depending on market conditions, the Second Tranche Bonds are expected to be offered to the general public during the first half of 2020.

AEV appointed BDO Capital & Investment Corporation (BDO) and First Metro Investment Corporation (FMIC) as the Joint Issue Managers, Joint Bookrunners, and Joint Lead Underwriters for the Second Tranche Bonds. AEV intends to list the Second Tranche Bonds with the Philippine Dealing and Exchange Corp. (PDEX).

2. Appointments of Officer and Board Committee Members

- a. Appointment of Mr. Sammy Dave A. Santos as Assistant Corporate Secretary effective immediately

Mr. Sammy Dave A. Santos, 35 years old, Filipino, is currently an Associate General Counsel for Governance and Compliance Team since July 2017. He also currently serves as Corporate Secretary of various Subsidiaries of the Aboitiz Group, and Assistant Corporate Secretary of the Good Governance Advocates and Practitioners of the Philippines (GGAPP).

Mr. Santos has experience in practice areas of corporate law, corporate structuring, special projects, corporate housekeeping, corporate governance, and compliance for non-listed and publicly-listed companies. Prior to joining the Aboitiz Group, he was Legal Counsel for Alliance Select Foods International, Inc. from 2016 to 2017. He was also Counsel for the Privatization Group and Office of Special Concerns of the Department of Finance in 2016. He was a Junior Associate at the Law Firm of Quiason Makalinta Barot Torres Ibarra Sison & Damaso from 2014 to 2016.

Mr. Santos earned his Juris Doctor degree from the Ateneo Law School in 2013 and was admitted to the Philippine Roll of Attorneys in 2014. He also holds a degree of Master of Science in Industrial Economics from the University of Asia and the Pacific since 2006. He is a member of good standing in the Integrated Bar of the Philippines. He is not connected with any government agency or instrumentality. He is not a director of a publicly-listed company.

- b. Changes in the Members of Board Committees effective January 1, 2020

As previously disclosed, Mr. Sabin M. Aboitiz will assume the role of the Company's President and Chief Executive Officer (CEO), while Ms. Santanina Apolinaria B. Castro will take on the functions of the Company's head of risk management in her role as First Vice President – Risk Management. In this capacity, Ms. Castro will become an *ex-officio* member of the Board Risk and Reputation Management Committee.

As part of his functions as President and CEO, Mr. Sabin M. Aboitiz will also assume the function of Chairman of the Board Executive Committee. The current Chairman of the committee, Mr. Erramon I. Aboitiz, will be appointed Vice Chairman of the committee.

Mr. Sabin M. Aboitiz will also be appointed as member of the Board Corporate Governance Committee, replacing Mr. Mikel A. Aboitiz.

Mr. Erramon I. Aboitiz will replace Mr. Mikel A. Aboitiz as a member of the Board Audit Committee.

To summarize, the following are the changes in the composition of the board level committees effective January 1, 2020:

| BOARD AUDIT COMMITTEE | |
|------------------------------|--|
| Chairman of the Committee | Justice Jose C. Vitug (Ret.), Independent Director |
| Member | <i>Erramon I. Aboitiz</i> |
| Member | Enrique M. Aboitiz |
| Member | Raphael P. M. Lotilla, Lead Independent Director |
| Member | Manuel R. Salak III, Independent Director |

| BOARD RISK AND REPUTATION COMMITTEE | |
|--|---|
| Chairman of the Committee | Enrique M. Aboitiz |
| Member | Mikel A. Aboitiz |
| Member | Erramon I. Aboitiz |
| Member | Sabin M. Aboitiz |
| Member | Raphael P. M. Lotilla, Lead Independent Director |
| Member | Manuel R. Salak III, Independent Director |
| Member | Justice Jose C. Vitug (Ret.), Independent Director |
| Ex-officio Member | Manuel R. Lozano, SVP/Chief Financial Officer and Corporate Information Officer |
| Ex-officio Member | David Jude L. Sta. Ana, SVP and Chief External Affairs Officer |
| Ex-officio Member | <i>Santanina Apolinaria B. Castro, FVP – Risk Management</i> |

| BOARD CORPORATE GOVERNANCE COMMITTEE | |
|---|---|
| Chairman of the Committee | Raphael P. M. Lotilla, Lead Independent Director |
| Member | <i>Sabin M. Aboitiz</i> |
| Member | Enrique M. Aboitiz |
| Member | Justice Jose C. Vitug (Ret.), Independent Director |
| Member | Manuel R. Salak III, Independent Director |
| Ex-officio Member | Manuel Alberto R. Colayco, SVP - Chief Legal Officer/Corporate Secretary/Chief Compliance Officer |
| Ex-officio Member | Susan V. Valdez, Senior Vice President and Chief Human Resources Officer |

| BOARD EXECUTIVE COMMITTEE | |
|----------------------------------|----------------------------------|
| Chairman of the Committee | <i>Sabin M. Aboitiz</i> |
| Vice-Chairman of the Committee | <i>Erramon I. Aboitiz</i> |
| Member | Mikel A. Aboitiz |
| Member | Enrique M. Aboitiz |
| Member | Edwin Bautista |

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:



Manuel Alberto R. Colayco
Corporate Secretary

Date: November 5, 2019

ABOITIZ EQUITY VENTURES INC. DISCLOSURE
Change in Directors and/or Officers
(Resignation/Removal or Appointment/Election)

| | | |
|--|---|--------------------------------------|
| Subject of the Disclosure | : | Changes in Officers |
| Background/Description of the Disclosure | : | Changes in Officers |
| <i>Resignation/Removal or Replacement</i> | | |
| Name of Person | : | N/A |
| Position/Designation | : | N/A |
| Effective Date or Resignation/Cessation of Term (mm/dd/yyyy) | : | N/A |
| Reason(s) for Resignation/Cessation | : | N/A |
| <i>Election or Appointment</i> | | |
| Name of Person | : | SAMMY DAVE A. SANTOS |
| Position/Designation | : | Assistant Corporate Secretary |
| Date of Appointment/Election (mm/dd/yyyy) | : | November 5, 2019 |
| Effective Date of Appointment/Election (mm/dd/yyyy) | : | November 5, 2019 |
| <i>Shareholdings in the Listed Company</i> | | |
| Direct | : | 0 |
| Indirect | : | 0 |
| Nature of Indirect Ownership | : | N/A |
| <i>Promotion or Change in Designation</i> | | |
| Name of Person | : | N/A |
| <i>Position/Designation</i> | | |
| From | : | N/A |
| To | : | N/A |
| Date of Approval (mm/dd/yyyy) | : | N/A |
| Effective Date of Change(mm/dd/yyyy) | : | N/A |
| <i>Shareholdings in the Listed Company</i> | | |
| Direct | : | N/A |
| Indirect | : | N/A |
| Nature of Indirect Ownership | : | N/A |
| Other Relevant Information | : | N/A |