

# COVER SHEET

C S 2 0 0 7 1 1 7 9 2  
S.E.C. Registration Number

G T C A P I T A L H O L D I N G S , I N C .  
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(Company's Full Name)

4 3 F G T T O W E R I N T E R N A T I O N A L  
6 8 1 3 A Y A L A A V E . C O R . H . V . D E L A  
C O S T A S T R E E T , M A K A T I C I T Y

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

Atty. Renee Lynn M. Atienza  
Contact Person

6 3 2 - 8 3 6 4 5 0 0  
Company Telephone Number

1 2 3 1  
Month Day  
Fiscal Year

SEC Form 17-C  
Form Type

Second Wednesday of May  
Regular Meeting

Certificate of Permit to Offer Securities for Sale (Order # 092)  
Secondary License type, if applicable

\_\_\_\_\_  
Dept. Requiring this Doc.

\_\_\_\_\_  
Amended Articles Number/Section

\_\_\_\_\_  
Total No. of Stockholders

Total amount of Borrowings  
Domestic Foreign

To be Accomplished by SEC Personnel concerned

\_\_\_\_\_  
File Number

\_\_\_\_\_  
LCU

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Document I.D.

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Cashier

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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. May 10, 2019  
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200711792** 3. BIR Tax Identification No. **006-806-867-000**
4. GT Capital Holdings, Inc.  
Exact name of issuer as specified in its charter
5. Philippines 6.  (SEC Use Only)  
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. 43/F GT Tower International, 6813 Ayala Avenue corner H.V. Dela Costa Street, Makati City  
Postal Code: **1227**  
Address of principal office:
8. (632) 836-4500  
Issuer'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 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 and Amount of Debt Outstanding</u>
<b>Common Shares</b>	<b>199,337,584</b>
<b>Perpetual Preferred Shares (GTPPA)</b>	<b>4,839,240</b>
<b>Perpetual Preferred Shares (GTPPB)</b>	<b>7,160,760</b>

11. Indicate the item numbers reported herein:

**Item 9. Other Events**

**GT Capital to Exchange Pro-Friends Shares Held for 702 Hectares of Selected Assets**

Please see attached press release and other information below:

Date of Disposition	TBA
Manner of Disposition	Deeds of Assignment to be executed upon regulatory and other approvals
Brief Description of the Assets Involved	GT Capital's 64,530,712 Series A Redeemable Preferred Shares in Property Company of Friends, Inc. (Pro-Friends) equivalent to 51% stake
Nature and Amount of Consideration Given or Received Therefor	Redemption price for the shares shall be paid by Pro-Friends through the transfer of Selected Assets to GT Capital with an estimated aggregate value of Php20.0 billion.
Principle followed in determining the amount of such consideration	Redemption price determined using asset and income approach (discounted cash flow), as mutually agreed by the parties to the transaction
Identity of Person(s) from whom the assets were acquired or to whom they were sold	Property Company of Friends, Inc.
Nature of any material relationship between such person(s) and the issuer or any of its affiliates, any director or officer of the issuer, or any associate of any such director or officer	GT Capital has 51% interest in Pro-Friends

**SIGNATURE**

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.

**GT CAPITAL HOLDINGS, INC.**

Issuer

  
**RENEE LYNN MICIANO-ATIENZA**  
 Vice President  
 Head, Legal and Compliance Department

Date: **May 10, 2019**





## Media Release

GT CAPITAL  
HOLDINGS INCORPORATED

For further information, please contact  
Investor Relations (+632) 836 4500

### GT Capital to Exchange PRO-FRIENDS Shares Held for 702 Hectares of Selected Assets

(10 May 2019, Makati City, Philippines.) **GT Capital Holdings, Inc.** (GT Capital / stock symbol: GTCAP) disclosed today that it signed an agreement on the redemption by **Property Company of Friends, Inc.** (PRO-FRIENDS) of GT Capital's preferred shares, equivalent to 51 percent ownership of PRO-FRIENDS. In exchange, GT Capital will receive approximately 702 hectares of selected assets, worth an estimated Php20.0 billion, located mostly within Lancaster New City (LNC) in Cavite. The aforementioned signed agreement is subject to regulatory approvals. LNC is PRO-FRIENDS' flagship and largest property development project. The properties to be transferred to GT Capital in LNC include land bank strategically located along Daang Hari Extension and the future Cavite-Laguna Expressway (CALAX), linked to the Cavite Expressway (CAVITEX).

"This amicable proposed redemption allows both parties to focus on our respective areas of expertise. I look forward to a master-planned community that will integrate the needs of existing residents, as well as those of the development's future population, for many generations to come," GT Capital Vice Chairman Alfred V. Ty said.

"Given the scale of future redevelopment being considered, the existing residents within LNC will stand to gain significantly from the adjacent areas," PRO-FRIENDS President Guillermo C. Choa said.

In 2018, PRO-FRIENDS realized revenues of Php10.4 billion from Php6.9 billion in 2017, representing a noteworthy year-on-year growth of 50%. Its net income rose 63% to Php1.2 billion in 2018 from Php723.1 million in 2017.

– END –





**GT CAPITAL**  
HOLDINGS INCORPORATED

## Media Release

**GT Capital** is a listed major Philippine conglomerate with interests in market-leading businesses across banking, automotive assembly, importation, dealership, and financing, property development, life and general insurance, and infrastructure. Its component companies comprise of Metropolitan Bank & Trust Company (Metrobank), Toyota Motor Philippines Corporation (TMP), Toyota Manila Bay Corporation (TMBC), Toyota Financial Services Philippines Corporation (TFSPH), Sumisho Motor Finance Corporation (Sumisho), GT Capital Auto Dealership Holdings, Inc. (GTCAD), Federal Land, Inc. (FEDERAL LAND), Philippine AXA Life Insurance Corporation (AXA Philippines), and Metro Pacific Investments Corporation (Metro Pacific).