

# 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)

Apr 25, 2023

2. SEC Identification Number

15393

3. BIR Tax Identification No.

000-463-069-000

4. Exact name of issuer as specified in its charter

House of Investments, Inc.

5. Province, country or other jurisdiction of incorporation

Makati City, Metro Manila, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

9F Grepalife Building 221 Sen. Gil Puyat Ave., Makati City, Metro Manila

Postal Code

1200

8. Issuer's telephone number, including area code

(632) 8815 9636

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 Shares	776,465,281

11. Indicate the item numbers reported herein

N/A

*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.*



# House of Investments, Inc.

## HI

### PSE Disclosure Form 4-30 - Material Information/Transactions *References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

Matters Approved by the Board of Directors (BOD) in the Special BOD Meeting of House of Investments, Inc. held on April 25, 2023.

#### Background/Description of the Disclosure

1. Authority to enter into a Share Swap Agreement with Pan Malayan Management & Investment Corporation (PMMIC) whereby HI will issue 397,703,801 Common Shares to PMMIC in exchange for the acquisition of 100% of PMMIC's outstanding shareholdings in MICO Equities, Inc. The subscription price for the shares to be issued to PMMIC is Php22.71111 per share or a total subscription price of Php9,032,294,771.93.

2. Authority to enter into a Share Swap Agreement with GPL Holdings, Inc. (GPLH) whereby HI will issue 295,133,148 Common Shares to GPLH in exchange for the acquisition of 100% of GPLH's outstanding shareholdings in SunLife Grepa Financial, Inc. and Grepa Realty Holdings Corporation. The subscription price for the shares to be issued to GPLH is Php22.71111 per share or Php5,035,429,864.31 for SunLife Grepa Financial, Inc. and Php1,667,371,524.56 for Grepa Realty Holdings Corporation, or a total subscription price of Php6,702,801,388.87.

3. Approval of the Increase in the Company's Authorized Capital Stock (ACS), from Php2,875,000,000.00, which consists of 1,250,000,000 Common Shares with a par value of Php1.50 per share and 2,500,000,000 Preferred Shares with a par value of Php0.40 per share to Php3,205,000,000.00 divided into 1,470,000,000 Common Shares with a par value of Php1.50 per share and 2,500,000,000 Preferred Shares with a par value of Php0.40 per share.

The increase in the Company's ACS is being made pursuant to the approval of PMMIC and GPLH's subscription to HI Common Shares, which shall be issued from the Company's unissued shares and the increase in ACS. The increase in ACS will be presented for the approval of the Company's stockholders during its Annual Stockholders' Meeting and shall be subject to the approval of the SEC.

4. Approval to sell 207,256,297 common shares, representing 20% of the outstanding common shares of EEI Corporation to RYN Business Management Corporation for a total consideration of Php1.25 Billion.

5. Approval of the Company's 2022 Sustainability Report

6. Approval of the date of the Annual Stockholders' Meeting

7. All items in the agenda that need Board Approval were confirmed and ratified.

#### Other Relevant Information

Please see attached file

**Filed on behalf by:**

<b>Name</b>	Ma. Esperanza Joven
<b>Designation</b>	Vice President

# COVER SHEET

1 5 3 9 3

S.E.C. Registration Number

H O U S E   O F   I N V E S T M E N T S   I N C .

(Company's Full Name)

9 / F L O O R   G R E P A L I F E   B U I L D I N G   2 2 1

S E N .   G I L   P U Y A T   A V E N U E   M A K A T I

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

Atty. Lalaine P. Monserate

Contact Person

8815-96-36

Company Telephone Number

0 6   3 0

Month   Day

Quarter Ending

SEC

1 7 - C

FORM TYPE

1 2   2 3

Month   Year

Fiscal Year Ending

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

Document I.D.

\_\_\_\_\_

Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION  
AMENDMENT 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: April 25, 2023
2. SEC Identification Number 15393
3. BIR Tax Identification No. 000-463-069-000
4. Exact name of registrant as specified in its charter: **HOUSE OF INVESTMENTS, INC.**
5. Makati, Philippines  
Province, country or other jurisdiction of incorporation or organization
6. Industry Classification Code:   
(SEC Use Only)
7. 9<sup>th</sup> Floor, GPL Building, 219 Sen. Gil Puyat Avenue, Makati City 1200  
Address of principal office Postal Code
8. (632) 8815-9636  
Registrant's telephone number, including area code
9. Not Applicable  
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC.

Title of Each Class	Number of Shares of Common and Preferred Stock Outstanding and Amount of Debt Outstanding	Par value
Common Shares	776,465,281	1.50
Debt Outstanding	No debt	

Indicate the item numbers reported herein:

*(Please see attached letter.)*

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.

HOUSE OF INVESTMENTS, INC.

Registrant

  
**MA. ESPERANZA F. JOVEN**  
First Vice President - Finance



Ref: RFJ/HI-2023/0038  
April 25, 2023

**SECURITIES AND EXCHANGE COMMISSION**

Secretariat Bldg.,  
Philippine International Convention Center (PICC) Complex,  
Roxas Blvd., Pasay City 1307

**Attention:** ATTY. RACHEL ESTHER J. GUMTANG-REMALANTE  
Director, Corporate Governance and Finance Dept.

**Gentlemen:**

In compliance with the disclosure requirements of the Securities and Exchange Commission (SEC), the Company hereby informs the SEC that the following were discussed and approved by the Board of Directors (BOD) of the House of Investments, Inc. (HI) during a meeting of the BOD held on the date as indicated above via video conference meeting:

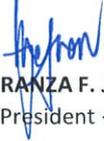
1. Authority to enter into a Share Swap Agreement with Pan Malayan Management & Investment Corporation (PMMIC) whereby HI will issue 397,703,801 Common Shares to PMMIC in exchange for the acquisition of 100% of PMMIC's outstanding shareholdings in MICO Equities, Inc. The subscription price for the shares to be issued to PMMIC is Php22.71111 per share or a total subscription price of Php9,032,294,771.93.
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3. Approval of the Increase in the Company's Authorized Capital Stock (ACS), from Php2,875,000,000.00, which consists of 1,250,000,000 Common Shares with a par value of Php1.50 per share and 2,500,000,000 Preferred Shares with a par value of Php0.40 per share to Php3,205,000,000.00 divided into 1,470,000,000 Common Shares with a par value of Php1.50 per share and 2,500,000,000 Preferred Shares with a par value of Php0.40 per share.

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4. Approval to sell 207,256,297 common shares, representing 20% of the outstanding common shares of EEI Corporation to RYM Business Management Corporation for a total consideration of Php1.25 Billion.
5. Approval of the Company's 2022 Sustainability Report
6. Approval of the date of the Annual Stockholders' Meeting
7. All items in the agenda that need Board Approval were confirmed and ratified.

Thank you.

Very truly yours,



**MA. ESPERANZA F. JOVEN**  
First Vice President - Finance

## Certification

I, Ma. Esperanza F. Joven, the First Vice President for Finance of HOUSE OF INVESTMENTS, INC. ("HI"), a corporation duly registered under and by virtue of the laws of the Republic of the Philippines, with SEC registration number 15393 and with principal office at 9F Grepalife Building 221 Sen. Gil J. Puyat Avenue Makati City, on oath state:

- 1) That I have caused this SEC Form 17-C to be prepared on behalf of HI;
- 2) That I have read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
- 3) That the company, HI, will comply with the requirements set forth in SEC Notice dated May 12, 2021 to effect a complete and official submission of reports and/or documents through electronic mail;
- 4) That I am fully aware that submitted documents which require pre-evaluation and/or payment of processing fee shall be considered complete and officially received only upon payment of a filing fee; and
- 5) That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2020 shall be used by the company in its online submissions to CGFD.

IN WITNESS WHEREOF, I have hereunto set my hand this 25th day of April, 2023.

**MA. ESPERANZA F. JOVEN**  
FVP – Finance

25 APR 2023

MAKATI CITY

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of \_\_\_\_\_, 2023, in \_\_\_\_\_ City, Philippines.

Doc. No. 233  
Page No. 47  
Book No. 44  
Date of 2023

ATTY. JOSELINO N. SUCION  
NOTARY PUBLIC FOR MAKATI CITY  
UNTIL DECEMBER 31, 2023  
NOTARY PUBLIC  
2746 ZENAIDA ST. POBLACION MAKATI  
IBP NO. 257682/01/02/23  
PTR NO. 950233/01/03/23  
MCLE COMPLAINT NO. VII-0013028/04/14/2025  
ROLL NO. 60799  
APPOINTMENT NO. M-078



## PRESS RELEASE

### PRESS RELEASE

**MAKATI, Philippines – April 25, 2023.** The Yuchengco Group will put its insurance and property business under House of Investments, Inc. (“HI”) to add to its current construction, education and renewable energy businesses. At the same time, it will sell some shares from its construction business (EEI) to a strategic partner. The funds will be used to reduce its debt, strengthen its balance sheet, and make it a stronger player.

Overall, the restructuring will make HI a more diversified conglomerate with the resources to take advantage of opportunities moving forward.

To effect the restructuring, House of Investments will issue new shares in exchange for 77.32% of MICO Equities, Inc., 51% of Sun Life Grepa Financial, Inc., and 49% of Grepa Realty Holdings, Inc. (“GRHI”) for a total consideration of ₱15.74 Billion.

MICO Equities, Inc. is the holding company of YGC that holds the investments in non-life insurance through Malayan Insurance Co., Inc. (“MICO”). MICO is one of the leading non-life insurance companies in the Philippines that is authorized by the Insurance Commission to underwrite the following: Aviation, Engineering, Fire/Property, Marine, Miscellaneous Casualty, Motorcar, Personal Accident, Residential Fire and Travel Insurance, and Surety/Bonds. It has an extensive network of 35 branches and service offices nationwide.

Sun Life Grepa Financial, Inc. (“SLGFI”) is a joint venture between YGC and Sun Life Financial (Philippines), a top player in the Philippine Insurance Market for over 120 years. SLGFI provides financial planning and guidance; life and health products for every stage of life; investment, wealth accumulation, and savings products for individuals, families, and corporations; and insurance benefit offerings for companies and their employees.

House of Investments will acquire 49% of Grepa Realty Holdings, Inc. (“GRHI”) expanding its property portfolio. The main asset of GRHI is Grepalife Building which stands on a 5,000 sq.m. land along Sen. Gil J. Puyat Avenue in Makati and will add to the property portfolio of HI which includes A.T. Yuchengco Centre, RCBC Plaza, and the upcoming The Yuchengco Centre. GRHI also owns properties in Cebu, Antipolo, Tacloban, Manila and a lot in Carmelray in Calamba which is an industrial park classified as Special Economic Zone by PEZA.

At the same time, House of Investments is reducing its interest in the construction sector. HI will be selling 20% of EEI Corporation for ₱1.25 Billion to RYM Business Management Corporation reducing its stake from 55.346% to 35.346%. RYM holds significant investments in mining, real estate, and media through its subsidiaries and affiliates, namely: Bright Kindle Resources and Investments Inc. (PSE:BKR); Marcventures Holdings, Inc. (PSE:MARC); Benguet Corporation (PSE:BC); Prime Media Holdings Inc. (PSE:PRIM). The opportunities in the construction sector can be best explored with a strategic partner. The proceeds from the sale will be used to reduce debt and increase investments in ESG initiatives.

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### About House of Investments

House of Investments, Inc. (HI) was incorporated in 1959 as an investment bank, the first of such bank to be organized in the Philippines. Through the years, the Corporation evolved into an investment holding and management company with a diversified portfolio and became one of the four major flagship corporations of the Yuchengco Group of Companies (YGC). The Corporation’s current core business focus is organized into four segments, namely: automotive, construction, education and property & property services. Its portfolio investments are in: energy, pharmaceutical, and death care.

**Contact Information**

**House of Investments, Inc.**

Investor Relations Office

Ring F. Joven

Email: [rfjoven@hoi.com.ph](mailto:rfjoven@hoi.com.ph)