

Remarks**C06370-2018**

- After a careful review of the disclosure submitted by Metro Global Holdings Corporation (“MGH”), the Exchange deems that the issuance of 750,000,000 MGH common shares to Fil-Estate Management, Inc. is covered by the Exchange’s Rule on Additional Listing of Securities. The Exchange will apprise the investing public of further developments on the matter.

**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**

- Date of Report (Date of earliest event reported)
Sep 24, 2018
- SEC Identification Number
9142
- BIR Tax Identification No.
000-194-408-000
- Exact name of issuer as specified in its charter
Metro Global Holdings Corporation
- Province, country or other jurisdiction of incorporation
NCR, Philippines
- Industry Classification Code(SEC Use Only)
- Address of principal office
Mezzanine Floor, Renaissance Tower, Meralco Avenue, Pasig City
Postal Code
1605
- Issuer's telephone number, including area code
6336205
- Former name or former address, if changed since last report
N/a
- 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	2,000,000,000

Amount of Debt Outstanding	1,590,674,553
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11. Indicate the item numbers reported herein

Item 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.



Metro Global Holdings Corporation MGH

PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation *References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Amendment of the Articles of Incorporation to increase the Authorized Capital Stock and Expand the Primary Purpose

Background/Description of the Disclosure

At the regular meeting of the Board of Directors of Metro Global Holdings Corporation (the "Company") held on 24 September 2018, the Board approved the following:

1. Increase of the Company's authorized capital stock from Two Billion Pesos (Php2,000,000,000.00) divided into Two Billion (2,000,000,000) shares with a par value of One Peso (Php1.00) per share to Five Billion Pesos (Php5,000,000,000.00) divided into Five Billion (5,000,000,000) shares with a par value of One Peso (Php1.00) per share. This resolution supersedes the previously disclosed resolution of the Board of Directors on 4 May 2018 approving the increase in capital stock from Two Billion Pesos (2,000,000,000.00) to Three Billion Pesos (P3,000,000,000.00)
2. Expand the Primary Purpose to include investment in businesses engaged in solar, wind and other renewable energy generation facilities.

Date of Approval by Board of Directors	Sep 24, 2018
Date of Approval by Stockholders	TBA
Other Relevant Regulatory Agency, if applicable	N/A

Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article No.	From	To
Second	"To, acquire by purchase, exchange, assignment, gift or otherwise, and to hold, own and use for investment or otherwise, and to sell, assign, transfer, exchange, lease, let, develop, mortgage, pledge, traffic, deal in, and with, and otherwise operate, manage, enjoy and dispose of any and all properties of every kind and description and wherever situated, as and to the extent permitted by law, including but not limited to, buildings, tenements, warehouses, factories, edifices, and structures and other improvements; XXX"	"To, acquire by purchase, exchange, assignment, gift or otherwise, and to hold, own and use for investment or otherwise, and to sell, assign, transfer, exchange, lease, let, develop, mortgage, pledge, traffic, deal in, and with, and otherwise operate, manage, enjoy and dispose of any and all properties of every kind and description and wherever situated, as and to the extent permitted by law, including but not limited to, buildings, SOLAR, WIND AND OTHER RENEWABLE POWER GENERATION FACILITIES, tenements, warehouses, factories, edifices, and structures and other improvements; XXX"
Seventh	"That the capital stock of the said Corporation is TWO BILLION PESOS (P2,000,000,000.00) Philippine Currency divided into TWO BILLION (2,000,000,000) shares with a par value of One Peso (P1.00) Philippine Currency per share."	"That the capital stock of the said Corporation is FIVE BILLION PESOS (P5,000,000,000.00) Philippine Currency divided into FIVE BILLION (5,000,000,000) shares with a par value of One Peso (P1.00) Philippine Currency per share."

Rationale for the amendment(s)

To raise funds for strategic projects of the corporation and accommodate stock issuance in payment of debt to major shareholder.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the Articles of Incorporation with the SEC	TBA
Expected date of SEC approval of the Amended Articles of Incorporation	TBA

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

The authorized capital stock will increase from TWO BILLION Pesos (2,000,000,000.00) to FIVE BILLION Pesos (5,000,000,000.00) and expand investment in businesses engaged in solar, wind and other renewable energy generation facilities.

Other Relevant Information

Out of the Three Billion Pesos (P3,000,000,000.00) increase in capital stock, Seven Hundred Fifty Million Pesos (P750,000,000.00) will be subscribed by Fil-Estate Management, Inc. (FEMI) corresponding to Seven Hundred Fifty Million (750,000,000) common shares at par value of One Peso (P1.00) per share out of which subscription, Five Hundred Million Pesos (P500,000,000.00) corresponding to Five Hundred Million (500,000,000) common shares at par value of One Peso (P1.00) per share will be fully paid via offset of debt of the Company to FEMI in the amount of Five Hundred Million Pesos (P500,000,000.00).

Filed on behalf by:

Name	Alice Bondoc
Designation	Compliance Officer