

## Philippine Stock Exchange index (PSEi)

6,395.60

▼ 73.48 PTS.

▼ 1.13%

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BusinessWorld

## PSEi MEMBER STOCKS

<b>AC</b> Ayala Corp. P594.00 -P0.10 -1.66%	<b>ACEN</b> ACEN Corp. P3.60 -P0.10 -2.7%	<b>AEV</b> Aboltiz Equity Ventures, Inc. P32.70 -P0.45 -1.36%	<b>AGI</b> Alliance Global Group, Inc. P8.74 -P0.05 -0.57%	<b>ALI</b> Ayala Land, Inc. P24.90 -P1.05 -4.05%	<b>BDO</b> BDO Unibank, Inc. P148.00 +P5.00 +3.5%	<b>BLOOM</b> Bloomerry Resorts Corp. P4.56 -P0.16 -3.39%	<b>BPI</b> Bank of the Philippine Islands P122.00 -P4.00 -3.17%	<b>CNPF</b> Century Pacific Food, Inc. P41.20 -P0.15 -0.36%	<b>CNVRG</b> Converge ICT Solutions, Inc. P15.92 -P0.10 -0.62%
<b>DMC</b> DMCI Holdings, Inc. P10.48 +P0.02 +0.19%	<b>EMI</b> Emperador, Inc. P18.00 -P0.04 -0.22%	<b>GLO</b> Globe Telecom, Inc. P2,048.00 +P18.00 +0.89%	<b>GTCAP</b> GT Capital Holdings, Inc. P613.00 -P10.00 -1.61%	<b>ICT</b> International Container Terminal Services, Inc. P385.00 -P4.00 -1.03%	<b>JFC</b> Jollibee Foods Corp. P256.00 -P4.00 -1.54%	<b>JGS</b> JG Summit Holdings, Inc. P19.72 —	<b>LTG</b> LT Group, Inc. P10.30 -P0.20 -1.9%	<b>MBT</b> Metropolitan Bank & Trust Co. P73.30 -P1.70 -2.27%	<b>MER</b> Manila Electric Co. P464.60 -P14.40 -3.01%
<b>MONDE</b> Monde Nissin Corp. P7.08 -P0.12 -1.67%	<b>NIKL</b> Nickel Asia Corp. P3.00 -P0.10 -3.23%	<b>PGOLD</b> Puregold Price Club, Inc. P30.20 -P0.40 -1.31%	<b>SCC</b> Semirara Mining and Power Corp. P32.85 -P0.15 -0.45%	<b>SM</b> SM Investments Corp. P877.00 -P14.00 -1.57%	<b>SMC</b> San Miguel Corp. P87.40 -P0.10 -0.11%	<b>SMPH</b> SM Prime Holdings, Inc. P24.90 -P0.20 -0.8%	<b>TEL</b> PLDT Inc. P1,270.00 -P3.00 -0.24%	<b>URC</b> Universal Robina Corp. P75.90 -P0.60 -0.78%	<b>WLCON</b> Wilcon Depot, Inc. P12.98 -P0.02 -0.15%

# Ferronoux board OKs Eagle 1 deal, paving way for backdoor listing

By Revin Mikhael D. Ochave  
Reporter

THE BOARD of listed investment holding company Ferronoux Holdings, Inc. has approved major transactions, including a P4.31-billion property-for-share swap with Eagle 1 Landholdings, Inc. and the issuance of 240-million shares to Themis Group Corp., resulting in changes in control and facilitating a backdoor listing.

The property-for-share swap involves the issuance of up to 918 million common shares at P4.70 apiece in exchange for approximately 94 hectares of land owned by Eagle 1 Landholdings in Parañaque, Ferronoux said in a stock exchange disclosure on Thursday.

The deal was approved by Ferronoux's board during a meeting on Dec. 18.

"The real properties are adjacent to the Okada integrated casino resort. Currently, a portion of the property is being used to house the support facilities of the Okada casino complex, which will eventually be vacated once construction of the master-planned development commences," Ferronoux said.

"The company and Eagle 1 intend to jointly develop the properties to realize the full potential value of the properties through the company's resources, including, but not limited to, the ability to raise funds from the public," it added.

Ferronoux said the shares involved in the swap will be issued following an increase in its capital stock.

Following the transaction, the Philippine Stock Exchange (PSE) implemented a trading suspension on Ferronoux shares, saying that the property-for-share deal is covered by the market operator's revised rules on backdoor listing.

Backdoor listing occurs when an unlisted company acquires, merges with, or combines with a listed company, leading to significant changes in the business operations, board of directors, or voting structure of the listed company.

Aside from the swap deal, Ferronoux said its board also approved a private placement by Themis Group Corp. worth P240 million.

Under the private placement, Themis will subscribe to 240 million Ferronoux common shares at a par value of P1 apiece, to be paid in cash or in property.

The PSE said this is covered by the rule on additional listing of securities under Article V of the Consolidated Listing and Disclosure Rules of the exchange.

"Under the additional listing rule, the stockholders of the company must approve the transaction. Further, for related party transactions, the exchange, as a general rule, shall not permit the listing of shares subscribed by related parties unless a rights or public offering is first undertaken," the PSE said.

Last week, Ferronoux forged a separate private placement deal with Themis involving 80 million shares, equivalent to a 23.4% stake.

Ferronoux said its board also approved a private placement with unnamed investors involving the subscription to 300 million common shares, with the final terms and conditions, and the price yet to be determined.

The company said the private placement will help it comply with the PSE's minimum public ownership requirement following the property-for-share swap and Themis deals.

Meanwhile, Ferronoux said its board approved the increase in its authorized capital stock to P2.5 billion, divided into 2.5 billion

common shares at a par value of P1, from the previous P550 million, divided into 550 million common shares at a par value of P1.

The company also announced that Alfred S. Jacinto has resigned as independent director to be replaced by Omar C. Taccad, while Irving C. Cosiquien stepped down as director to be succeeded by Rex Peter G. Raz.

Manuel Z. Gonzalez also vacated his role as corporate secretary to be replaced by Phil Ivan A. Chan, while Gwyneth S. Ong resigned as assistant corporate secretary.

Sought for comment, Chinabank Capital Corp. Managing Director Juan Paolo E. Colet said in a Viber message that the move is advantageous for Ferronoux.

"This is a transformative and advantageous deal for Ferronoux as it will gain ownership of parcels of land worth far more than the swap price," Mr. Colet said.

"The stock price is expected to move higher as the market gets a better handle on the fair value and development potential of the land. There is also a possibility that Eagle 1 will eventually infuse its much larger properties that are currently leased to Okada Manila," he added.



ACENRENEWABLES.COM.AU

## ACEN to build major wind farm in New South Wales, Australia

AYALA-LED ACEN Corp. has secured a contract to construct a 936-megawatt (MW) wind power project in New South Wales, Australia.

"The Australian government actually bid out capacity contracts to enable renewables... we were the [largest] [at] 936 MW. This is in Central-West Orana, a renewable energy zone (REZ)," ACEN President and Chief Executive Officer Eric T. Francia told reporters on Monday.

ACEN's Valley of the Winds is among the 19 projects selected as part of a national tender process for Australia's Capacity Investment Scheme (CIS).

It was "the biggest project" awarded a CIS agreement to date, the company said.

Slated for completion by 2030, the project is expected to provide power supply to 500,000 homes per year and create 500 jobs during the construction phase.

While the Philippine government runs a program called Green Energy Auction, Australia has a similar initiative through the CIS, which conducts competitive tenders to select projects that provide the best financial value.

In a statement, Australia's Minister for Climate Change and Energy said that the 19 renewable energy projects will add 6.4 GW

of clean energy to the National Electricity Market.

The Central-West Orana REZ, where the Valley of the Winds would be located, spans approximately 20,000 square kilometers, according to the NSW Australian government.

It is expected to initially unlock at least 4.5 GW of new network capacity by the late 2020s.

In February, ACEN's subsidiary ACEN Australia announced that it had secured a total of A\$150 million (approximately P5.5 billion) in green term loans from Australia and New Zealand Banking Group Ltd. and Westpac Banking Corp., with each bank providing A\$75 million.

The green term loan represents the company's commitment to the Australian market, where more than one GW is already in operation and under construction, with an additional development pipeline of more than eight GW in renewables, it said.

ACEN, the listed energy platform of Ayala Corp., boasts a portfolio of about 6.8 GW of attributable renewable capacity in operation, under construction, and committed projects.

The company operates across a diverse range of markets, including the Philippines, Australia, Vietnam, India, Indonesia, Laos, and the United States. — **Sheldeen Joy Talavera**

## Jollibee to redeem \$600-M perpetual securities

JOLLIBEE FOODS Corp. (JFC) is set to redeem its \$600-million guaranteed senior perpetual capital securities on Jan. 23, the company announced on Thursday.

The issuance will be redeemed through JFC's subsidiary Jollibee Worldwide Pte. Ltd. (JWPL), the listed food service company said in a stock exchange disclosure.

The securities were issued on Jan. 23, 2020, under the \$600-million guaranteed senior perpetual capital offering circular.

"Upon redemption of the securities, the securities will be canceled and subsequently delisted from the Singapore Exchange Securities Trading Ltd.," JFC said.

"The redemption price will be the principal amount of the securities, plus any accrued but unpaid distributions and any arrears of distribution, including any amount of distributions accrued thereon," it added.

JFC said in a previous disclosure that the proceeds from the issuance were used to refinance the short-term debt from the acquisition of The Coffee Bean & Tea Leaf (CBTL) brand completed on Sept. 24, 2019, as well as to fund initiatives aligned with JWPL's general corporate purposes.

The fast food giant bought CBTL for \$350 million to expand its brand portfolio.

"The objective of management for this issuance is to further strengthen the balance



BW FILE PHOTO

sheet of JFC to build a stronger foundation for accelerating its growth in order to achieve its vision to become one of the top five restaurant companies in the world," JFC said.

"This transaction represents the first-ever bond or perpetual securities issuance from JFC and the first time that JFC has tapped the capital markets since its initial public offering in 1993. This issuance is one of the first by an Asian restaurant company," it added.

JFC grew its nine-month attributable net income by 24.1% to P8.47 billion as revenue climbed

by 10.6% to P196.25 billion, led by the acquisition of South Korea's Compose Coffee brand.

As of the end of September, JFC increased its store network by 42.8% to 9,598, with 3,340 domestic stores and 6,258 international branches.

Of the international stores, JFC has 568 in China, 381 in North America, 362 in Europe, the Middle East, Africa, and Asia (EMEA), 815 with Highlands Coffee, 1,219 with CBTL, 333 with Milksha, and 2,580 with Compose Coffee.

JFC shares fell by 1.54%, or P4, to P256 per share on Thursday. — **Revin Mikhael D. Ochave**

## Figaro stockholders approve corporate name change

FIGARO COFFEE Group, Inc. (FCG) has secured stockholders' approval for its planned corporate name change as part of expanding the company's brand identity.

The stockholders greenlit the company's plan to change its name to Figaro Culinary Group, Inc. during the annual stockholders' meeting on Dec. 18, FCG said in a regulatory filing on Thursday.

There will be no change in the company's stock symbol. The corporate name change was approved by the FCG board on Oct. 10.

"The proposed new name will outline the company's commitment to quality and innovation as it expands its offerings to include a wide range of culinary products and experiences," FCG said.

"The board has determined that it is in the best interest of the

company to change its corporate name to better reflect its strategic vision and broaden its brand identity," it added.

FCG saw a 17% increase in its net income for the first quarter of the fiscal year ending June to P103.49 million last year, led by higher volume from its new stores.

Net revenue rose by 6% to P1.39 billion, while system-wide sales rose by 4.2% to P1.49

billion, led by the opening of 11 new stores.

As of the end of September, FCG has 214 stores within its network. Its brands include Angel's Pizza, Figaro Coffee, Tien Ma's, Café Portofino, and Koobideh Kebabs.

FCG shares rose by 1.18%, or one centavo, to 86 centavos apiece on Thursday. — **Revin Mikhael D. Ochave**