

## 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 5, 2018
2. SEC Identification Number  
PW-305
3. BIR Tax Identification No.  
000-067-618
4. Exact name of issuer as specified in its charter  
Keppel Philippines Properties, Inc.
5. Province, country or other jurisdiction of incorporation  
Metro Manila
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
12 ADB Avenue, Ortigas Center, Mandaluyong City  
Postal Code  
1550
8. Issuer's telephone number, including area code  
(632) 584-61-70
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	293,828,900

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.*



# Keppel Philippines Properties, Inc.

## KEP

### 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 Articles Sixth and Seventh of the Articles of Incorporation of Keppel Philippines Properties, Inc. (KPPI)

#### Background/Description of the Disclosure

The amendment of Articles Sixth and Seventh of KPPI's Articles of Incorporation, on the increase of the number of directors from seven (7) to eight (8) and the extension of the redemption period of the redeemable preferred shares for another five (5) years or from 31 May 2018 to 31 May 2023, respectively, the same to be submitted to the stockholders for approval in the forthcoming Annual Stockholders' Meeting.

<b>Date of Approval by Board of Directors</b>	Apr 5, 2018
<b>Date of Approval by Stockholders</b>	TBA
<b>Other Relevant Regulatory Agency, if applicable</b>	N/A
<b>Date of Approval by Relevant Regulatory Agency, if applicable</b>	N/A
<b>Date of Approval by Securities and Exchange Commission</b>	TBA
<b>Date of Receipt of SEC approval</b>	TBA

#### Amendment(s)

Article No.	From	To
Sixth	"SIXTH: That the number of directors of said corporation shall be seven (7) and that the names and residences of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the by-laws are as follows: xxx"	"SIXTH: That the number of directors of said corporation shall be eight (8) and that the names and residences of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the by-laws are as follows: xxx"

Seventh	<p>“SEVENTH: That the authorized capital stock of said corporation is Five Hundred Ten Million Seven Hundred Thousand Pesos (Php510,700,000.00) Philippine Currency, and said capital stock is divided into Three Hundred Seventy-Five Million (375,000,000) common shares with a par value of One Peso(P1.00) each with voting rights and privileges, and One Hundred Thirty Five Million Seven Hundred Thousand (135,700,000) preferred shares with a par value of One Peso (P1.00) each. The preferred shares shall have the following features and conditions: xxx•Redeemable. The preferred shares may be redeemed in full or in part, at the option of the issuer, within a call period of seven (7) years from the date of approval of the amended articles of incorporation</p>	<p>“SEVENTH: That the authorized capital stock of said corporation is Five Hundred Ten Million Seven Hundred Thousand Pesos(Php510,700,000.00) Philippine Currency, and said capital stock is divided into Three Hundred Seventy-Five Million(375,000,000) common shares with a par value of One Peso (P1.00) each with voting rights and privileges, and One Hundred Thirty Five Million Seven Hundred Thousand(135,700,000) preferred shares with a par value of One Peso(P1.00) each. The preferred shares shall have the following features and conditions: xxx • Redeemable. The preferred shares may be redeemed in full or in part, at the option of the issuer, within a call period of five (5) years from 31 May 2018 to 31 May 2023</p>
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**Rationale for the amendment(s)**

Amendment of Article Sixth:

The increase in the number of directors is aimed at improving the corporate governance structure of the Company.

Amendment of Article Seventh:

The extension of the redemption period is aimed at avoiding the possible financial impact on the Company's current financial position.

**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**

Amendment of Article Sixth:

The amendment will not have any effect on the business operations and capital structure of the company.

Amendment of Article Seventh:

The extension of the redemption period will enable the Company to utilize the funds previously allocated for the redemption of the redeemable preferred shares for its operations instead, without affecting its present capital structure.

**Other Relevant Information**

None.

**Filed on behalf by:**

<b>Name</b>	Ma. Melva Valdez
<b>Designation</b>	Compliance Officer/Corporate Secretary