



November 17, 2022

**The Philippine Stock Exchange, Inc.**  
Disclosure Department  
6<sup>th</sup> Floor, Philippine Stock Exchange Tower  
28<sup>th</sup> Street, corner 5<sup>th</sup> Avenue  
Bonifacio Global City, Taguig City

Attention: Ms. Alexandra D. Tom Wong  
Manager, Disclosure Department

Gentlemen:

Further to our disclosure to the Exchange, dated November 14, 2022, a copy of which is attached hereto for reference purposes, we confirm and advise that the 8<sup>th</sup> Division of the Court of Appeals (CA) rendered a decision in the case entitled: "SMC Global Power Holdings Corp. (formerly Global 500 Investments, Inc.) v. Land Bank of the Philippines, et al," CA-G.R. CV No. 118341, affirming the ruling of the Regional Trial Court of Mandaluyong City, Branch 212, in favor of SMC Global Power (CA Decision). The CA Decision was promulgated on November 3, 2022, and the Company received a copy of the CA Decision from the counsel of record of SMC Global Power, Atty. Estelito P. Mendoza, yesterday afternoon, November 16, 2022.

By way of summary, the CA ruled that:

- i) the RTC of Mandaluyong City, Branch 212, has jurisdiction over the subject matter of the case;
- ii) the Share Purchase Agreement, dated December 2, 2008, executed between Land Bank of the Philippines (LBP) and SMC Global Power is a contract of sale and not a contract to sell (SPA); owing to the unjustified refusal or neglect of LBP to implement the SPA, LBP was in breach of its obligation to sell the Manila Electric Company (Meralco) shares held by LBP to SMC Global Power, as provided in the SPA; the sale of the Meralco shares should be completed and performed in accordance with the SPA; and
- iii) owing to such breach, LBP was liable for damages amounting to P5 Million plus legal interest at 6%, as previously determined by the RTC of Mandaluyong City, Branch 212.

Very truly yours,

  
**FERDINAND K. CONSTATINO**  
Corporate Information Officer



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Attention: Ms. Alexandra D. Tom Wong  
Manager, Disclosure Department

Gentlemen:

We reply with respect to the news article entitled "CA sides with SMC unit vs state bank in Meralco share dispute" posted in BusinessWorld (Online Edition) on November 14, 2022, which reported in part that:

"THE Court of Appeals (CA) has affirmed a ruling that found Land Bank of the Philippines liable for damages to SMC Global Power Holdings Corp. over an agreement involving the purchase of shares in Manila Electric Co. (Meralco) in 2008.

In a 24-page decision made public on Nov. 5, the CA Eight Division said the Mandaluyong Regional Trial Court (RTC) Branch 212 has jurisdiction over the dispute.

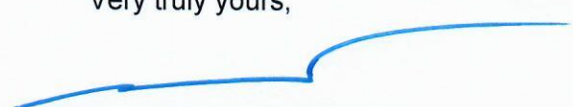
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The Mandaluyong RTC ordered the bank to pay P5 million in damages plus 6% interest because it delayed the implementation of the agreement to sell Meralco shares to the power arm of San Miguel Corp. (SMC).

...."

By way of response to the Exchange, we advise that, as of date hereof, SMC Global Power Holdings, Corp. (SMC Global Power), a wholly-owned subsidiary of San Miguel Corporation, has not been served by the 8<sup>th</sup> Division of the Court of Appeals (CA) with a copy of the decision rendered by the CA briefly discussed and contained in the aforementioned news article. Neither has the counsel of record of SMC Global Power, Atty. Estelito P. Mendoza, received a copy of such decision from the CA. A further disclosure shall be made to the Exchange in the event SMC Global Power and/or its counsel of record receives or has been served with a copy of the CA decision.

Very truly yours,

  
**FERDINAND K. CONSTANTINO**  
Corporate Information Officer