

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)
Sep 28, 2018
2. SEC Identification Number
9170
3. BIR Tax Identification No.
040-000-400-016
4. Exact name of issuer as specified in its charter
UNIVERSAL ROBINA CORPORATION
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
8th Floor, Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5 Road), Ugong Norte,
Quezon City, Metro Manila
Postal Code
1110
8. Issuer's telephone number, including area code
(632) 633-7631 to 40
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	2,204,161,868
11. Indicate the item numbers reported herein
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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.



Universal Robina Corporation

URC

PSE Disclosure Form 4-2 - Acquisition/Disposition of Shares of Another Corporation
*References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Purchase of Hunt-Universal Robina Corporation (HURC) shares by Universal Robina Corporation (URC) from ConAgra Grocery Products Company, LLC. (ConAgra)

Background/Description of the Disclosure

URC will purchase fifty percent (50%) of the outstanding shares of HURC from its joint venture partner ConAgra through a Share Purchase Agreement executed on September 28, 2018.

Date of Approval by Board of Directors

Sep 14, 2018

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

The acquisition of the HURC shares of ConAgra will result in URC having full control of HURC and will allow URC to integrate and simplify its business operations as part of its Philippine business portfolio. URC will continue to manufacture and sell Swiss Miss Products under a trademark license agreement with ConAgra.

Details of the acquisition or disposition

Date

Sep 28, 2018

Manner

Under the Share Purchase Agreement, URC agreed to purchase the entire shareholding of ConAgra in HURC which is equivalent to fifty percent (50%) of the total outstanding shares of HURC. The purchase price is based on HURC's agreed book value as of March 31, 2018.

Description of the company to be acquired or sold

HURC was incorporated in the Philippines last September 27, 1983 as an equally shared joint venture between URC, a company established under Philippines laws, and ConAgra, an American-based company. The primary purpose of the Company is to engage in, operate, conduct and maintain the business of manufacturing, processing, packing and selling at wholesale, dealing in and dealing with wholesale, importing and exporting food and food products at every class and description such as, but not limited to, vegetables, fish, dairy products, fruits and other agricultural products, whether fresh, canned, preserved or otherwise and all food and other preparations, and to deal with any other corporation, partnership, or company whether domestic or foreign, engaged in the business of manufacturing and selling, importing and exporting food products.

The terms and conditions of the transaction

Number of shares to be acquired or disposed	1,400,000 shares
Percentage to the total outstanding shares of the company subject of the transaction	50
Price per share	Php2.27/share

Nature and amount of consideration given or received

URC shall pay the total consideration of Php3,184,214.83 for the shares of ConAgra in HURC, representing fifty percent (50%) of ConAgra's share in the joint venture.

Principle followed in determining the amount of consideration

Net Book value as of March 31, 2018, as mutually agreed by both parties

Terms of payment

The total consideration shall be fully paid by URC.

Conditions precedent to closing of the transaction, if any

None

Any other salient terms

Not applicable

Identity of the person(s) from whom the shares were acquired or to whom they were sold

Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates
ConAgra Grocery Products Company, LLC.	Joint venture partner

Effect(s) on the business, financial condition and operations of the Issuer, if any

This purchase of the shares of ConAgra will result in HURC becoming a wholly owned subsidiary of URC.

Other Relevant Information

N/A

Filed on behalf by:

Name	Rosalinda Rivera
Designation	Corporate Secretary