

C03625-2014

## 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)  
Jul 2, 2014
2. SEC Identification Number  
AS092-000589
3. BIR Tax Identification No.  
001-817-292
4. Exact name of issuer as specified in its charter  
Greenergy Holdings Incorporated
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
54 National Road, Dampol II-A, Pulilan, Bulacan  
Postal Code  
3005
8. Issuer's telephone number, including area code  
(02) 579-4490, (02)661-6945
9. Former name or former address, if changed since last report  
Not applicable
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	186,327,856,500

11. Indicate the item numbers reported herein  
Item 2 and 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.



## Greenergy Holdings Incorporated

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**PSE Disclosure Form 4-30 - Material Information/Transactions**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Sections 4.1 and 4.4 of the Revised Disclosure Rules**

#### **Subject of the Disclosure**

Acquisition of Primary Common Shares of Sunchamp Real Estate Development Corp. and Secondary Common Shares of Agrinurture, Inc., Execution of Subscription Agreement with Earthright Holdings, Inc., and Incorporation of Agrinurture Development Holdings Inc.

#### **Background/Description of the Disclosure**

The Company wishes to inform the investing public that it executed today a Subscription Agreement with Sunchamp Real Estate Development Corp. ("Sunchamp") wherein the Company subscribed to 310,000,000 primary common shares of Sunchamp from the unissued portion of the latter's outstanding capital stock with a subscription price of P1.00 per share or an aggregate subscription price of P310,000,000.00 which shall be paid in cash upon execution of the Subscription Agreement. Upon issuance of the shares, the Company shall hold a total of 62.39% of the total issued and outstanding shares of Sunchamp.

In addition to the foregoing, the Company hereby discloses that it acquired 60,902,450 secondary common shares of Agrinurture, Inc. ("ANI") through the open market for an aggregate consideration of P255,000,000.00 inclusive of taxes, fees and commission or P4.19 per share. Upon issuance of the shares, the Company shall hold a total of 14.03% of the total issued and outstanding shares of ANI.

The Company hereby discloses that, subject to the approval by the Securities and Exchange Commission ("SEC") of the Company's creation of preferred shares, change in par value of shares, and increase in its authorized capital stock to P3 billion (the "Increase"), the Company executed today a Subscription Agreement with Earthright Holdings, Inc. ("Earthright") wherein Earthright subscribed to 375,000,000 preferred shares with a subscription price of P0.10 per share and 250,000,000 common shares from the Increase with a subscription price of P1.00 per share for the aggregate subscription price of P287,500,000.00 of which, P214,500,000.00 shall be paid in cash upon execution of the Subscription Agreement with the balance due upon approval by the SEC of the Increase.

Finally, the Company wishes to inform the investing public that it received today the approval by the SEC of the incorporation of Agrinurture Development Holdings Inc. ("ADHI"), a wholly-owned subsidiary of the Company. Attached herewith for your reference are the Certificate of Registration, Articles of Incorporation and By-Laws of ADHI.

#### **Other Relevant Information**

Attached is the SEC Form 17-C and the Certificate of Registration, Articles of Incorporation and By-Laws of ADHI.

**Filed on behalf by:**

<b>Name</b>	Paula Katrina Nora
<b>Designation</b>	Assistant Corporate Secretary