



102052018002762



## SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines  
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### Company Information

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SEC Registration No. \*\*  
Company Name DEL MONTE PACIFIC LIMITED  
Filer Name ANTONIO E.S. UNGSON  
Contact No +632-856-2556

### Document Information

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Document ID 102052018002762  
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### Deficiencies Found

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- NO COMPANY PROFILE

COVER SHEET

Registration Number grid

S.E.C. Registration Number

Company Name grid: DEL MONTE PACIFIC LIMITED

(Company's Full Name)

Address grid: c/o JY Campos Centre

Address grid: 9th Avenue corner 30th Street

Address grid: Bonifacio Global City

Address grid: Taguig City

(Business Address : No. Street Company / Town / Province)

Contact Person: Antonio E.S. Ungson

Contact Person

Company Telephone Number: +632 856 2556

Company Telephone Number

Month and Day boxes

Month Day

SEC FORM: 17 - C

FORM TYPE

Month and Day boxes

Month Day Annual Meeting

Secondary License Type box

Secondary License Type, If Applicable

Dept. Requiring this Doc. box

Dept. Requiring this Doc.

Amended Articles Number/Section box

Amended Articles Number/Section

Total No. of Stockholders box

Total No. of Stockholders

Total Amount of Borrowings grid

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number grid

File Number

LCU

Document I.D. grid

Document I.D.

Cashier

STAMPS dashed box

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**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. **31 January 2018**  
Date of Report (Date of earliest event reported)
2. SEC Identification Number   N/A
3. BIR Tax Identification Number   N/A
4. **Del Monte Pacific Limited**  
Exact name of issuer as specified in its charter
5. **British Virgin Islands**  
Province, country or other jurisdiction of incorporation
6.  (SEC Use Only)  
Industry Classification Code:
7. **Craigmuir Chambers, PO Box 71 Road Town, Tortola, British Virgin Islands**  
Address of principal office Postal Code
8. **+65 6324 6822**  
Issuer's telephone number, including area code
9. **N/A**  
Former name or former address, if changed since last report
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
<b>Ordinary Shares</b>	<b>1,943,960,024</b>
<b>Series A-1 Preference Shares</b>	<b>20,000,000</b>
<b>Series A-2 Preference Shares</b>	<b>10,000,000</b>

11. Indicate the item numbers reported herein:

**Item 9 (Other Events)**

**Item 9. Other Events**

We submit Del Monte Pacific Limited's (the "**Company**") annual summary report on the use of proceeds from the: (i) first and second tranche offering of its U.S. dollar-denominated Series A Preference Shares that were conducted in March 2017 and November-December 2017, respectively; and (ii) stock rights offering conducted in March 2015.

For details, please see attached disclosures that the Company submitted to The Philippine Stock Exchange, Inc., together with the certification from the auditors.

**SIGNATURES**

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Del Monte Pacific Limited**

**5 February 2018**

.....  
Issuer

.....  
Date

  
.....  
**Antonio Eugenio S. Ungson**  
Chief Compliance Officer

  
.....  
**Parag Sachdeva**  
Chief Financial Officer



# Del Monte Pacific Limited

31 January 2018

**THE PHILIPPINE STOCK EXCHANGE, INC.**  
3/F Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

Attention: **Ms. Janet A. Encarnacion**  
*Head, Disclosure Department*

**SECURITIES AND EXCHANGE COMMISSION**  
SEC Building, EDSA  
Mandaluyong City

Attention: **Mr. Vicente Graciano P. Felizmenio, Jr.**  
*Director, Markets & Securities Regulation Department*

Re: **Annual Summary of the Application of Proceeds from the  
U.S. Dollar-Denominated Series A Preference Shares Offering  
of Del Monte Pacific Limited**

Ladies and Gentlemen:

We write in connection with the follow-on offerings of Del Monte Pacific Limited (the "**Company**") consisting of: (i) 20,000,000 Series A-1 Preference Shares ("**1st Tranche**"); and (ii) 10,000,000 Series A-2 Preference Shares ("**2nd Tranche**") that were conducted in the Philippines in March 2017 and November 2017, respectively.

As of the year ended December 31, 2017, the Company has utilized the proceeds generated from the offerings as follows:

<b>D MPL 1st Tranche PREFERENCE SHARES OFFERING</b>		
<b>(In US Dollars)</b>		
<b>GROSS PROCEEDS</b>		<b>200,000,000.00</b>
<b>Less:</b>		
BDO Bridge Loan Payment		
Principal	(196,000,000.00)	
Interest	(2,564,967.62)	
Underwriting Fees	(1,435,032.38)	<b>(200,000,000.00)</b>
<b>Balance of Proceeds as of December 31, 2017</b>		<b>-</b>
<b>D MPL 2nd Tranche PREFERENCE SHARES OFFERING</b>		
<b>(In US Dollars)</b>		
<b>GROSS PROCEEDS</b>		<b>99,999,999.40</b>
<b>Less:</b>		
BDO Bridge Loan Partial Principal Payment		<b>(99,999,999.40)</b>
<b>Balance of Proceeds as of December 31, 2017</b>		<b>-</b>

Enclosed herewith is the certification of the external auditor on the application of proceeds from the offerings.

Thank you.

Very truly yours,

**DEL MONTE PACIFIC LIMITED**

By:



**PARAG SACHDEVA**  
Chief Financial Officer 

## REPORT OF FACTUAL FINDINGS

**Del Monte Pacific Limited**  
JY Campos Centre  
Bonifacio Global City  
Taguig City 1643, Philippines

We have performed the procedures agreed with you and enumerated below with respect to the attached Annual Summary Report as at December 31, 2017 on the use of proceeds from the U.S. Dollar-Denominated Series A Preference Shares Offering of Del Monte Pacific Limited (the "Company") in March 2017 and November 2017. The procedures were performed solely to enable the Company to comply with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company relating to the use of proceeds. Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. These agreed-upon procedures and results thereof are summarized as follows:

1. We obtained from the Company its Annual Summary of the Application of Proceeds from the U.S. Dollar-Denominated Series A Preference Shares Offering for the period ended December 31, 2017 (the "Schedule") showing the following information:
  - a. Amount of gross proceeds in U.S. dollars
  - b. Description of disbursements
  - c. Amount of disbursements in U.S. dollars
  - d. Balance of the proceeds as of December 31, 2017

2. We checked the mathematical accuracy of the Schedule.

We found the Schedule to be mathematically correct.

3. We compared the proceeds received in the Schedule to the bank statement and journal voucher noting the date received and amount recorded.

We traced the proceeds as indicated in the Schedule to the bank statement and compared to the journal voucher. No exceptions were noted.

4. We compared the disbursements in the Schedule to the Company's monitoring of disbursements for the period ended December 31, 2017.

No exceptions were noted.

5. We traced disbursements to the bank statement provided to us and agreed the amount to the accounting records.

We traced the disbursements in the Schedule to the bank statements and amount indicated in the journal vouchers. No exceptions were noted.

6. We inquired into and identified the nature of the disbursements. We checked if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from Preference Shares Offering.

We inquired the nature of the disbursements and agreed with the supporting documents. The nature of the disbursements reflected in the Schedule agreed with the supporting documents. The Company intended to use the proceeds from the U.S. Dollar Series A Preference Shares Offering to prepay its bridge loan facility.

Because the above procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively, we do not express any assurance on the accounts of the Company or its financial statements, taken as a whole.

Had we performed additional procedures or performed an audit or review of the financial statements in accordance with PSA or PSRE, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties who have not agreed to the procedures and taken responsibility for the sufficiency of the procedures for their purposes. This report relates only to the report on the Company's use of proceeds from the offering and items specified above and do not extend to any financial statements of the Company taken as a whole.

  
Catherine E. Lopez

Partner

CPA Certificate No. 86647

SEC Accreditation No. 0468-AR-3 (Group A),

May 1, 2016, valid until May 1, 2019

Tax Identification No. 102-085-895

BIR Accreditation No. 08-001998-65-2015

February 27, 2015, valid until February 26, 2018

PTR No. 5908710, January 3, 2017, Makati City

January 31, 2018





# Del Monte Pacific Limited

11 January 2018

**THE PHILIPPINE STOCK EXCHANGE, INC.**

3/F Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

Attention: **Ms. Janet A. Encarnacion**  
*Head, Disclosure Department*

**SECURITIES AND EXCHANGE COMMISSION**

SEC Building, EDSA  
Mandaluyong City

Attention: **Mr. Vicente Graciano P. Felizmenio, Jr.**  
*Director, Markets & Securities Regulation Department*

Subject: **Annual Summary of the Application of Proceeds of the Stock Rights Offering**

Ladies and Gentlemen:

We write in connection with the rights offering of 641,935,355 ordinary shares of Del Monte Pacific Limited that was conducted in the Philippines and in Singapore (the "Rights Offering"), and completed in March 2015.

For the year ended December 31, 2017, the application of proceeds is broken down as follows:

Use of Proceeds	Amounts in USD	
<b>Total Proceeds from the Offer</b>		<b>USD 152,952,810.56</b>
Less: Repayment of BPI Bridge Loan Facility	USD 149,710,704.24	
Offer-Related Costs	USD 2,705,237.86	
<b>Balance of Proceeds as at December 31, 2015</b>		<b>USD 536,868.46</b>
Less: Processing Fees	USD 26,212.74	
Audit Fees	27,643.77	
Expenses incurred from April 1 to December 31, 2016	-	
<b>Balance of Proceeds as at December 31, 2016</b>		<b>USD 483,011.95</b>
Less: Expenses incurred from January 1 to December 31, 2017	USD 0.00	
<b>Balance of Proceeds as at December 31, 2017</b>		<b>USD 483,011.95</b>

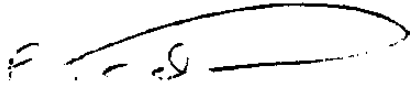
Please be advised that there was no external auditor's certification issued because there were no disbursements made for the year ended December 31, 2017.

Thank you.

Very truly yours,

**DEL MONTE PACIFIC LIMITED**

By:

A handwritten signature in black ink, appearing to read 'P. Sachdeva', written over a horizontal line.

**PARAG SACHDEVA**  
Chief Financial Officer