

C03626-2014

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

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 GREEN

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

Acquisition of Shares in Agrinurture, Inc.

Background/Description of the Disclosure

The Company wishes to inform the investing public 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.

Date of Approval by Board of Directors

Apr 25, 2014

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

For the diversification of the portfolio of the Company to other "green" projects.

Details of the acquisition or disposition

Date

Jul 2, 2014

Manner

Payment in cash of the aggregate consideration of P255,000,000.00 inclusive of taxes, fees and commission.

Description of the company to be acquired or sold

AgriNurture, Inc. (ANI), is a publicly-listed company incorporated on February 4, 1997.

ANI has since diversified into various agro-commercial businesses, specifically focusing on the export trading of fresh Philippine Carabao Mango, Cavendish Banana and Pineapple under the FCA brand, as well as coconut water under the "La Natural" brand, which constitute ANI's main export revenue stream. ANI operates in the Greater China Region, Australia and Europe through its subsidiaries and/or JV partners.

In the domestic front, ANI operates through its direct and indirect subsidiaries spread across its business groups under the farm to plate model, including, but not limited to, First Class Agriculture Corporation which distributes fresh produce to various channels under the FCA brand. Further, through its subsidiaries, ANI owns canning and tetra facilities in the export processing zone and fruit processing and banana farms in Mindanao, as well as engages in rice milling integrated with micro financing of farmers in partnership with China's biggest agricultural firm, Beidahuang.

ANI is also a majority owner of retail arm The Big Chill, Inc., a company engaged in the business of selling beverages and food products under the brands "Big Chill", "Fresh Bar", "C'Verde", "Super Fresh", "Fresh Choice" and "Tully's Coffee".

The terms and conditions of the transaction

Number of shares to be acquired or disposed	60,902,450
Percentage to the total outstanding shares of the company subject of the transaction	11.37
Price per share	4.19

Nature and amount of consideration given or received

Payment in cash of the aggregate consideration of P255,000,000.00 inclusive of taxes, fees and commission.

Principle followed in determining the amount of consideration

Price of the share in open market plus taxes, fees and commission.

Terms of payment

Payment in cash.

Conditions precedent to closing of the transaction, if any

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Any other salient terms

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Identity of the person(s) from whom the assets 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
AgriNurture, Inc. (ANI)	Mr. Antonio L. Tiu, the Chairman, President and CEO of the Company is the Chairman of ANI. Mr. Martin C. Subido, a director and the Corporate Secretary and the Corporate Information and Compliance Officer of the Company is a director and the Corporate Secretary of ANI.

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

Diversification of the portfolio of the Company.

Other Relevant Information

The Company acquired 60,902,450 secondary common shares of Agrinurture, Inc. through the open market.

Filed on behalf by:

Name	Paula Katrina Nora
Designation	Assistant Corporate Secretary