

**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. **26 January 2023**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **A200117595** 3. BIR Tax Identification No. **214-815-715-000**
4. **EMPERADOR INC.**
Exact name of issuer as specified in its charter
5. **Philippines**
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. **7th Floor, 1880 Eastwood Avenue, Eastwood City CyberPark
188 E. Rodriguez Jr. Avenue, Bagumbayan, Quezon City**
Address of principal office
- 1110
Postal Code
8. **(632)-8709-2038 to 41**
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 |
|------------------------|--|
| Common Shares | 15,736,471,238 |
| Treasury Shares | 505,919,938 |

11. Indicate the item numbers reported herein: **ITEM 9 (b)**

Pending the issuance of the Tranche 2 ELS Shares, Emperador Inc. (the "Company") and Arran Investment Pte Ltd. ("Arran), executed an agreement wherein the remaining balance of Three Billion Four Hundred Forty-Three Million Seven Hundred Fifty Thousand Pesos (PhP3,443,750,000.00) of the Equity Linked Securities ("Consideration") that is subject to conversion and issuance of Four Hundred Seventy-Five Million (475,000,000) Shares of the Company ("Tranche 2 ELS Shares") to Arran, shall be regarded as an interest-bearing loan advanced by the latter to the Company. The agreement shall be effective until 12 August 2023 or the issuance of the Tranche 2 ELS Shares, whichever comes earlier. For clarity, the Company will not pay such "advance" in cash.

Interest shall be variable in an amount equal to the dividends that would be payable on the Tranche 2 ELS Shares if they were issued prior to the record date in respect of any dividend declared in relation to the shares of the Company on or after the date of the agreement. The variable interest payable as a result of any such dividends shall be paid to Arran in cash on the same date that the Company pays such dividends to its shareholders.

The ELS instrument was issued on 04 December 2014 to Arran as part of its investment in the Company, and on 03 December 2021, the Company was given a period until 28 February 2022 ("Conversion Period") to issue Four Hundred Seventy-Five Million (475,000,000) ELS Shares to Arran per the Equity-Linked Securities ("ELS") Instrument. The Conversion Period went through a number of modifications, the latest of which is its extension from 11 November 2022 to 12 August 2023.

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.

By: **EMPERADOR INC.** 

26 January 2023

DINA D.R. INTING
Chief Financial Officer, Compliance Officer and
Corporate Information Officer