

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)
May 28, 2018
2. SEC Identification Number
A200201756
3. BIR Tax Identification No.
216-303-212-000
4. Exact name of issuer as specified in its charter
ROBINSONS RETAIL HOLDINGS, INC.
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
43rd Floor, Robinsons Equitable Tower, ADB Avenue corner Poveda Street, Ortigas Center, Pasig City
Postal Code
1600
8. Issuer's telephone number, including area code
(632) 635-0751
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 shares	1,385,000,000
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.



Robinsons Retail Holdings, Inc.

RRHI

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

Approval of the Stockholders of Robinsons Retail Holdings, Inc. (RRHI) of the Issuance of 191,489,360 Primary Common Shares for the purchase of 100% of the capital stock of Rustan Supercenters, Inc. (RSCI)

Background/Description of the Disclosure

On 23 March 2018, the Corporation and Mulgrave Corporation B.V. (MCBV) entered into a Sale and Purchase Agreement under the terms of which the Corporation has agreed to purchase a total of 34,968,437 common shares of RSCI, representing 100% of the issued and outstanding capital stock of RSCI. MCBV is a wholly owned member of Dairy Farm International Holdings Limited group of companies. In consideration for the sale of the shares of RSCI, RRHI has agreed to issue 191,489,360 common shares of its authorized but unissued capital stock to MCBV as payment for the transaction.

The value of Dairy Farm's 100% ownership of RSCI is approximately Php18 billion. Certain members of the Gokongwei family intend to sell some of their shares to GCH Investments Pte Ltd, which is also a wholly-owned member of Dairy Farm, which will result in the Gokongwei family effectively owning 51% of the expanded capital of RRHI. After the completion of the secondary sale tranche, Dairy Farm will own 18.25% of RRHI.

On 28 May 2018, the stockholders of RRHI approved the issuance of 191,489,360 new common shares of the Corporation in exchange for the purchase of 100% of the capital stock of RSCI from MCBV.

This transaction is intended to be completed once the necessary approvals are obtained from the Philippine Competition Commission and the Securities and Exchange Commission.

Other Relevant Information

N/A

Filed on behalf by:

Name	Rosalinda Rivera
Designation	Corporate Secretary