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SECURITIES AND EXCHANGE COMMISSION

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Tel:(632)726-0931 to39 Fax:(632)725-5293 Email:mis@sec.gov.ph

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SEC Registration Number

PUREGOLD PRICE CLUB, INC.

(Company's Full Name)

NO. 900 ROMUALDEZ ST., PACO, MANILA

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

CANDY DACANAY-DATUON

(Contact Person)

(02) 523-3055

(Company Telephone Number)

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Amended Articles Number/Section

Amended Articles Number/Section

Total No. of Stockholders

Total No. of Stockholders

Total Amount of Borrowing

Domestic

Domestic

Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number

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28 September 2012

SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
Mandaluyong City, Metro Manila

Attention: **Director Justina F. Callangan**
Corporate Finance Division

GENTLEMEN:

Please be advised that Puregold Price Club, Inc. (PGOLD) conducted a Lenders' Briefing on the company and its financial results and performance on 27 September 2012, Thursday, at 3:00PM.

Details of the Lenders' Briefing were provided in the attached invitation prepared by First Metro Investment Corporation.

We have also attached the presentation materials used by PGOLD for the said briefing.

Thank you.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'CANDY DACANAY-DATUON', written over the typed name.

ATTY. CANDY DACANAY-DATUON
Compliance Officer



PUREGOLD

is pleased to invite you to attend the
Lenders' Briefing
of its

**Up to PHP 5 Billion
Fixed Rate Corporate Notes**

3:00 p.m., September 27, 2012

*At the Midas Cafe,
2/F Midas Hotel & Casino,
2702 Roxas Boulevard, Pasay City*



FIRST METRO
INVESTMENT CORPORATION
Metrobank Group

Arranger

Attire: Business

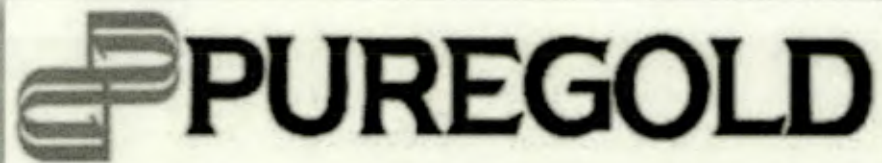
RSVP to :

MK Baisa at: 858 7961

katrina.baisa@firstmetro.com.ph

Tania Gonzales at: 858 7978

tonio.gonzales@firstmeta.com.ph

The logo for PUREGOLD, featuring a stylized 'P' icon on the left and the word 'PUREGOLD' in a bold, sans-serif font to its right.

PUREGOLD PRICE CLUB, INC.


Company Presentation

Lender's Briefing

September 27, 2012

These presentations and/or other documents have been written and presented by Puregold Price Club, Inc. (PGOLD). PGOLD is solely responsible for the accuracy and completeness of the contents of such presentations and/or other documents. First Metro Investment Corporation does not have any responsibility for or control over the contents of such presentations and/or other documents. No endorsement is intended or implied notwithstanding the distribution of the presentations and/or other documents at the Lender's Briefing.

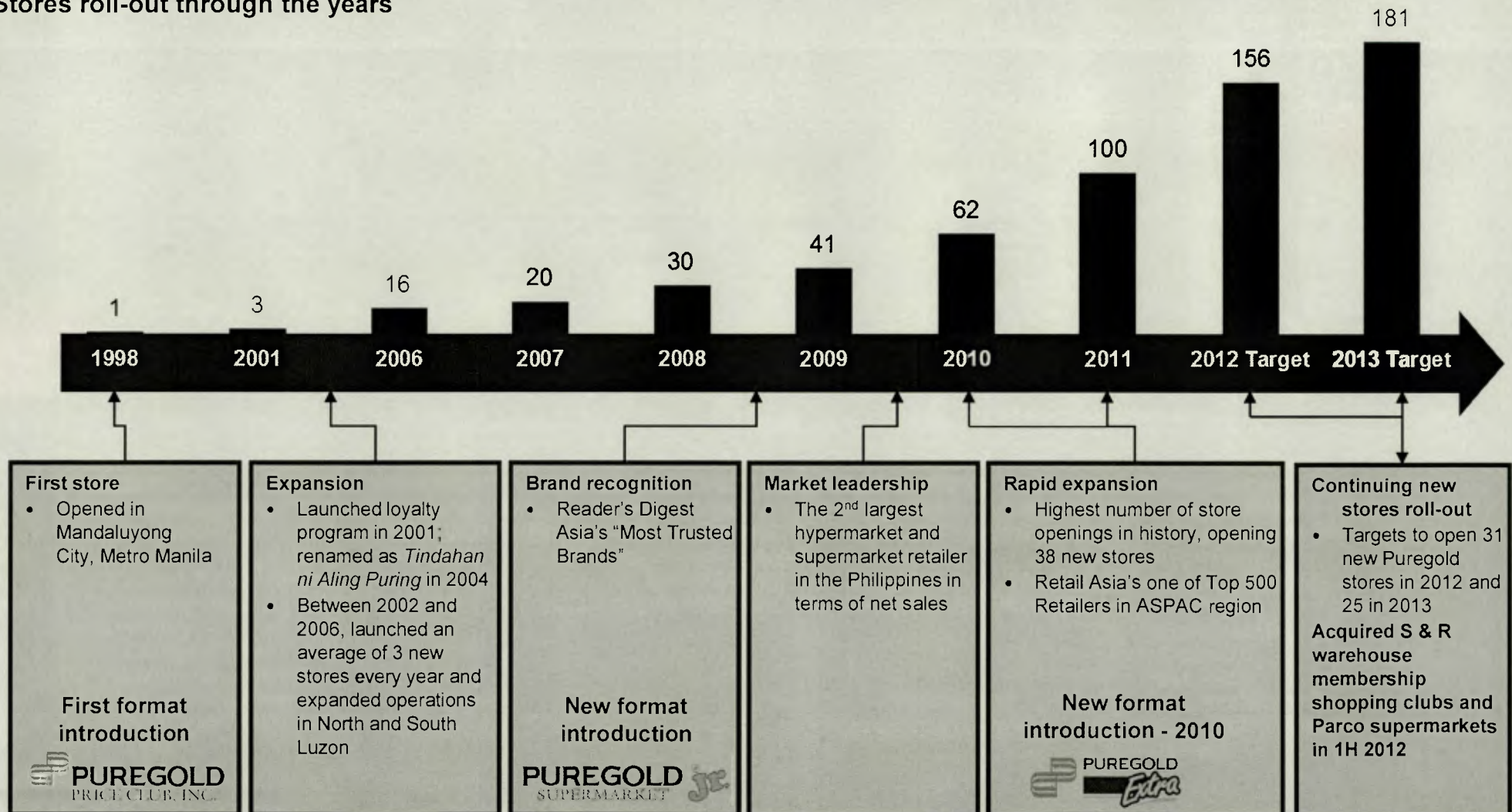


Sa  PUREGOLD, Always Panalo!

1. Update on Puregold

History and development

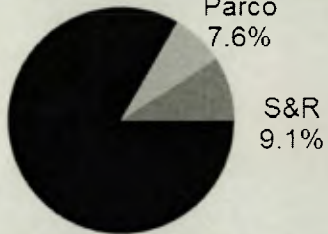



Stores roll-out through the years



Rapid store expansion from 1 to 100 stores in 13 years

Operating Statistics – 1H 2012



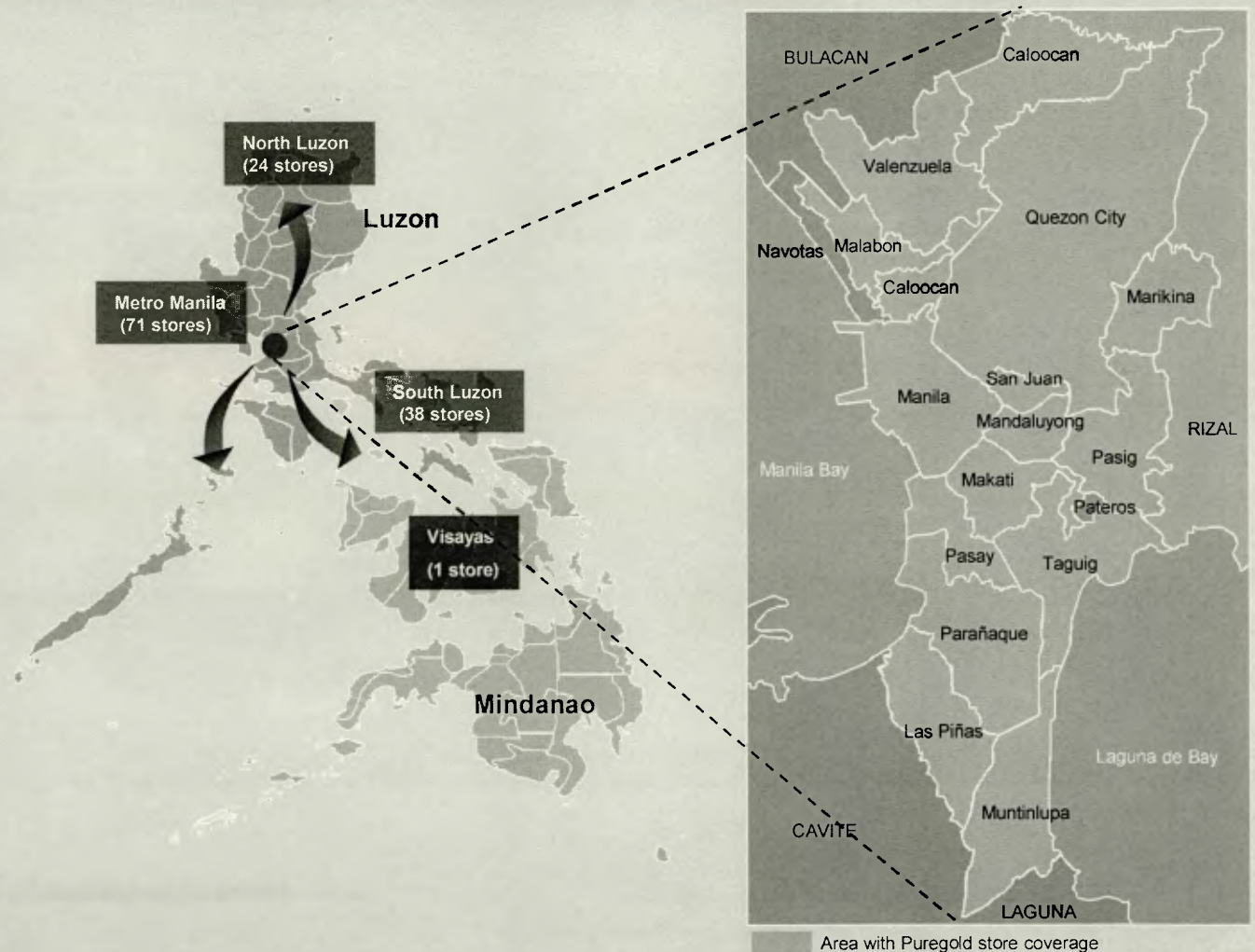
Formats	Hypermarket; supermarket; extra	Membership shopping	Supermarket
No. of stores	109	6	19
Net selling area (sqm)	227,381	24,803	20,723
Net selling area composition	 <p>Puregold 83.3% S&R 9.1% Parco 7.6%</p>		
No. of stock-keeping units (SKUs)	1,500 – 50,000	Up to 5,000	Up to 8,000
Locations	Major intersections and transportation hubs; residential areas	Commercial districts	Residential areas
Customer targets	Retail consumers & re-sellers	Retail consumers	Re-sellers and retail consumers
Wide Product Distribution	 <p>Non-food 26% Food 74%</p>	 <p>Non-food 50% Food 50%</p>	 <p>Non-food 25% Food 75%</p>

Core Portfolio – 1H 2012

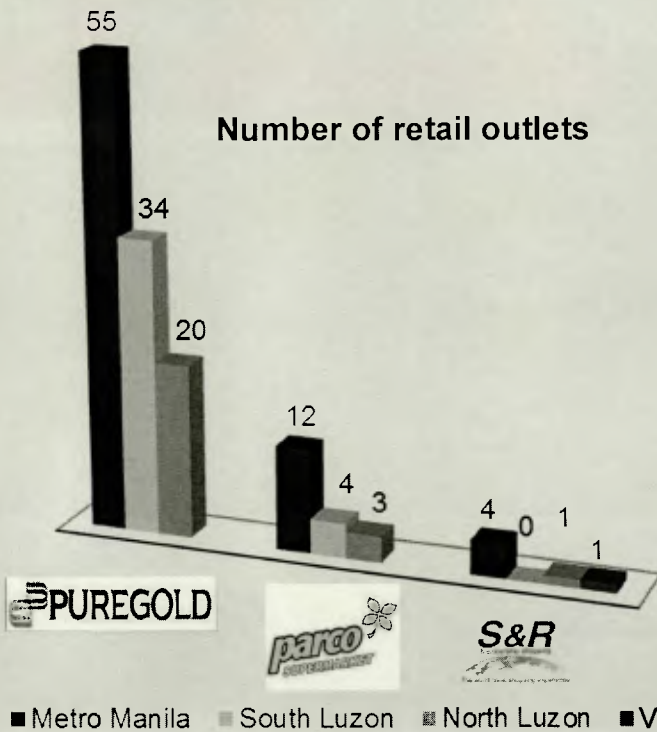
Key statistics

No. of stores	• 134
Presence in	• 35 cities and 28 municipalities
Net selling area	• 272,907 square meters

Geographic coverage



Number of retail outlets



Financial Performance – 1H 2012



Formats	Hypermarket, supermarket, extra	Membership shopping	Supermarket
Revenue contribution	<p>Puregold 96.1% S&R 2.7% Parco 1.2%</p>		
Gross profit per brand (PHP million)	3,476.2 (15.5%)	158.4 (25.3%)	50.3 (18.3%)
Total traffic (million)	41.0	1.3*	5.2*
Average net ticket (PHP)	546	3,382	364
Net sales growth (%)	29.2	N.A.	N.A.
Traffic growth (%)	31.9	27.4*	7.1*
Average net ticket growth (%)	-2.0	7.1*	-5.7*
Like-for-like net sales growth (%)	4	23	-7
Like-for-like traffic growth (%)	-1	12	-5
Like-for-like average net ticket growth (%)	5	10	-2

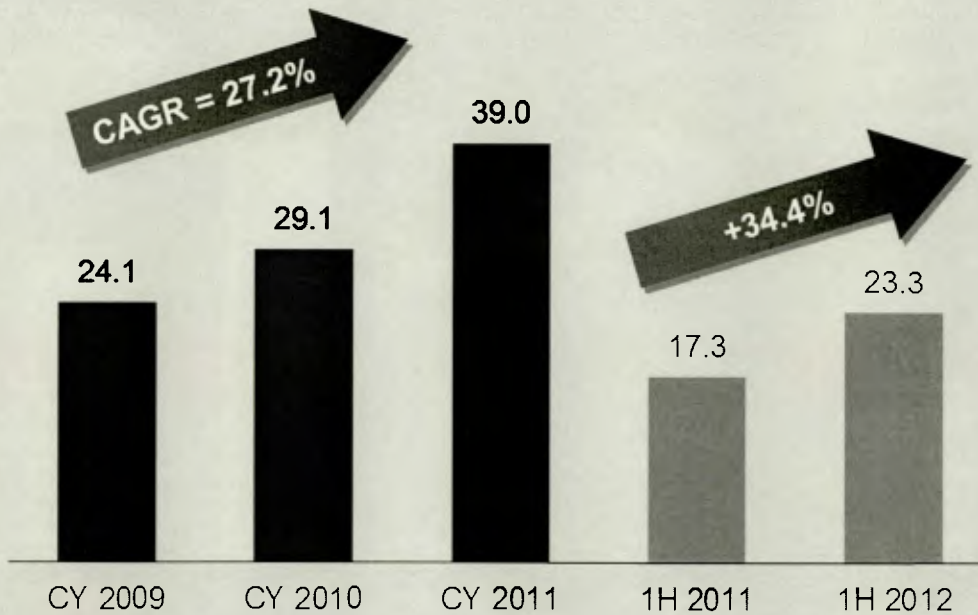
* Considered the full 1H 2012, though acquired in June 2012

Financial Performance



Revenues

PHP billion



Gross profit

PHP billion



■ Gross profit — Gross margin (%)

- Strong revenue growth driven by continuing Puregold store roll out and acquisitions
- Scale of operations resulted to stronger support from suppliers in terms of discount and rebates
- Gross margins have improved from 9.2% to 14.2% in 2011

Notes:

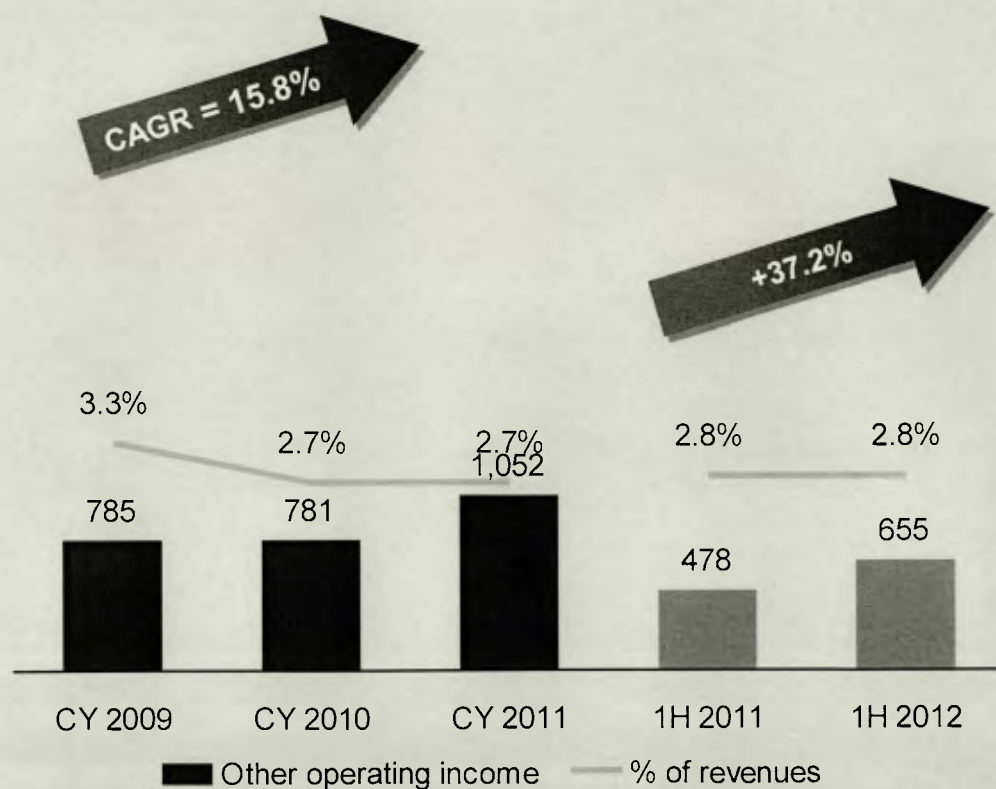
Puregold Junior results were consolidated from 2H 2010 onwards

June 2012 financial results of S&R and Parco consolidated in 1H 2012 results of PGOLD

Financial Performance

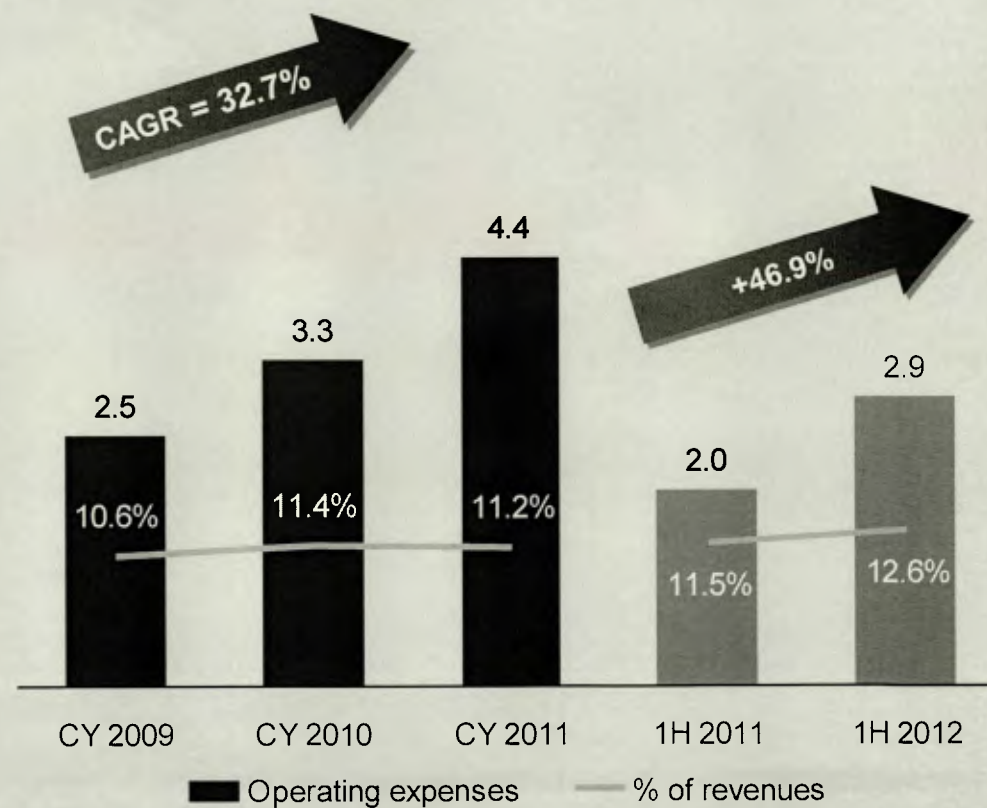
Other operating income

PHP million



Operating expenses

PHP billion



Notes:

Puregold Junior results were consolidated from 2H 2010 onwards

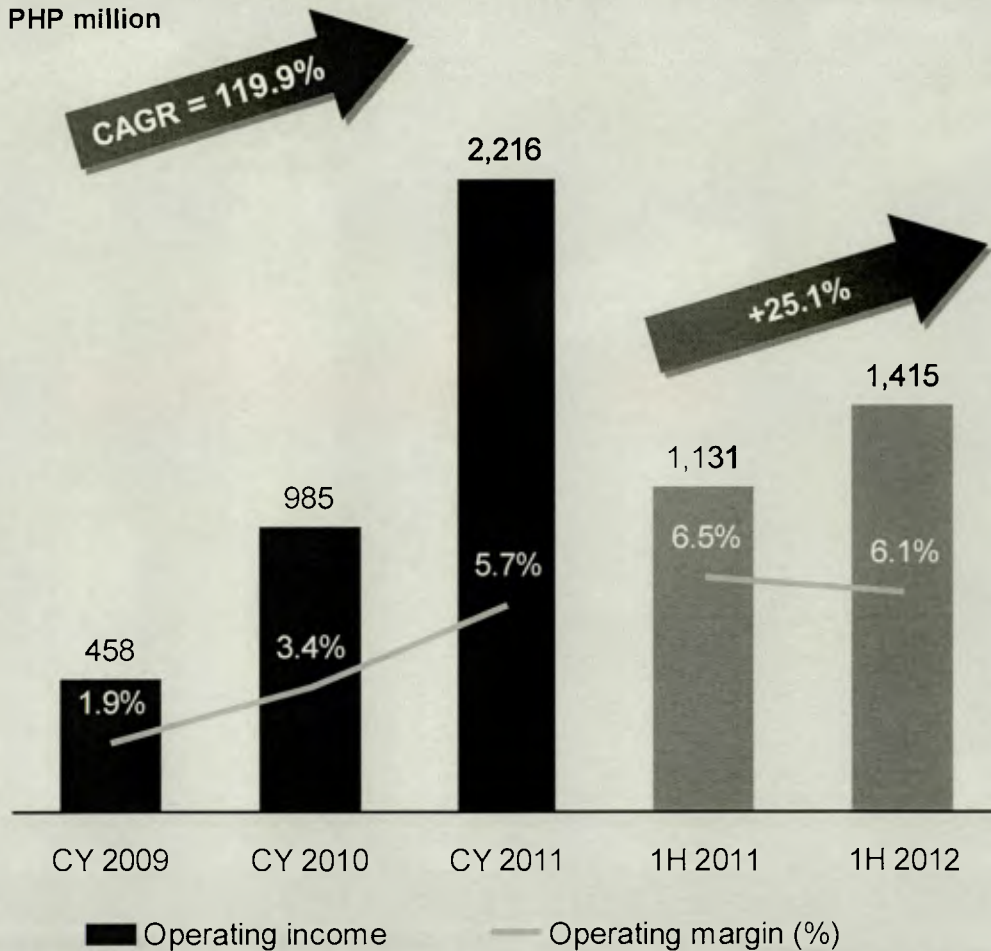
June 2012 financial results of S&R and Parco consolidated in 1H 2012 results of PGOLD

Financial Performance



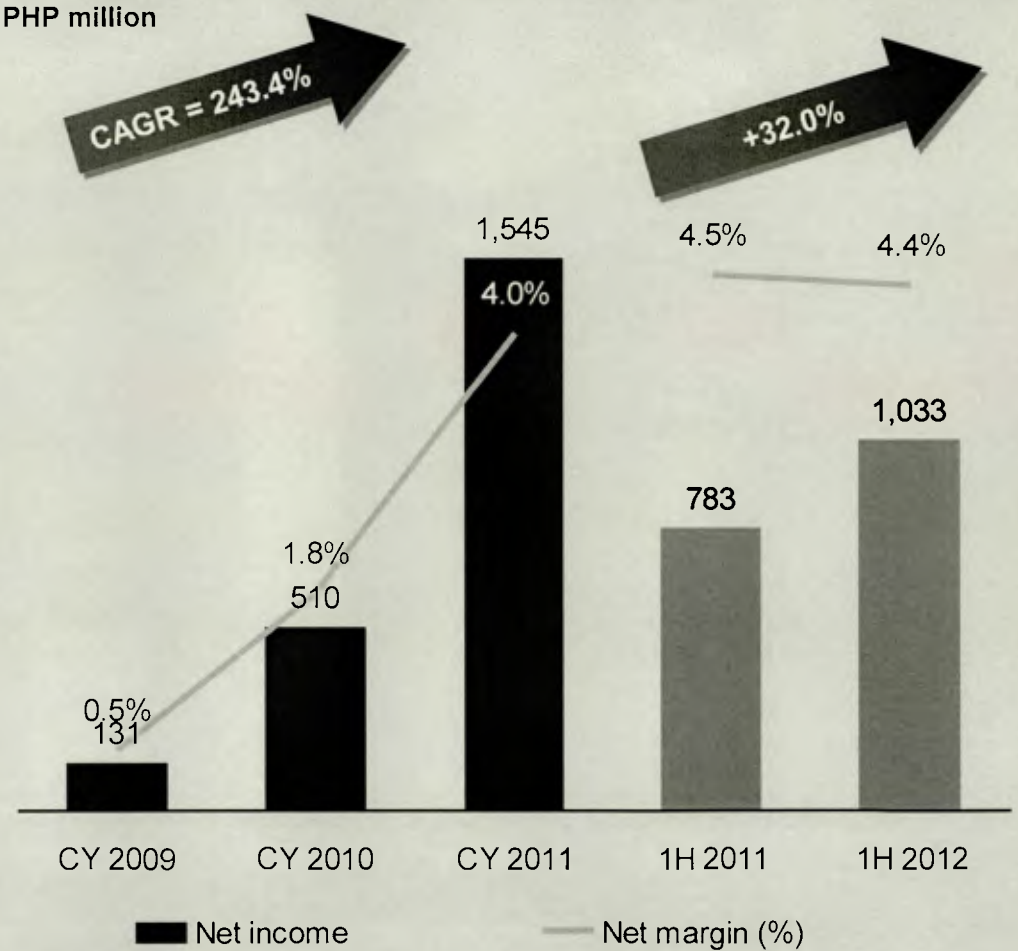
Income from operations

PHP million



Net income

PHP million



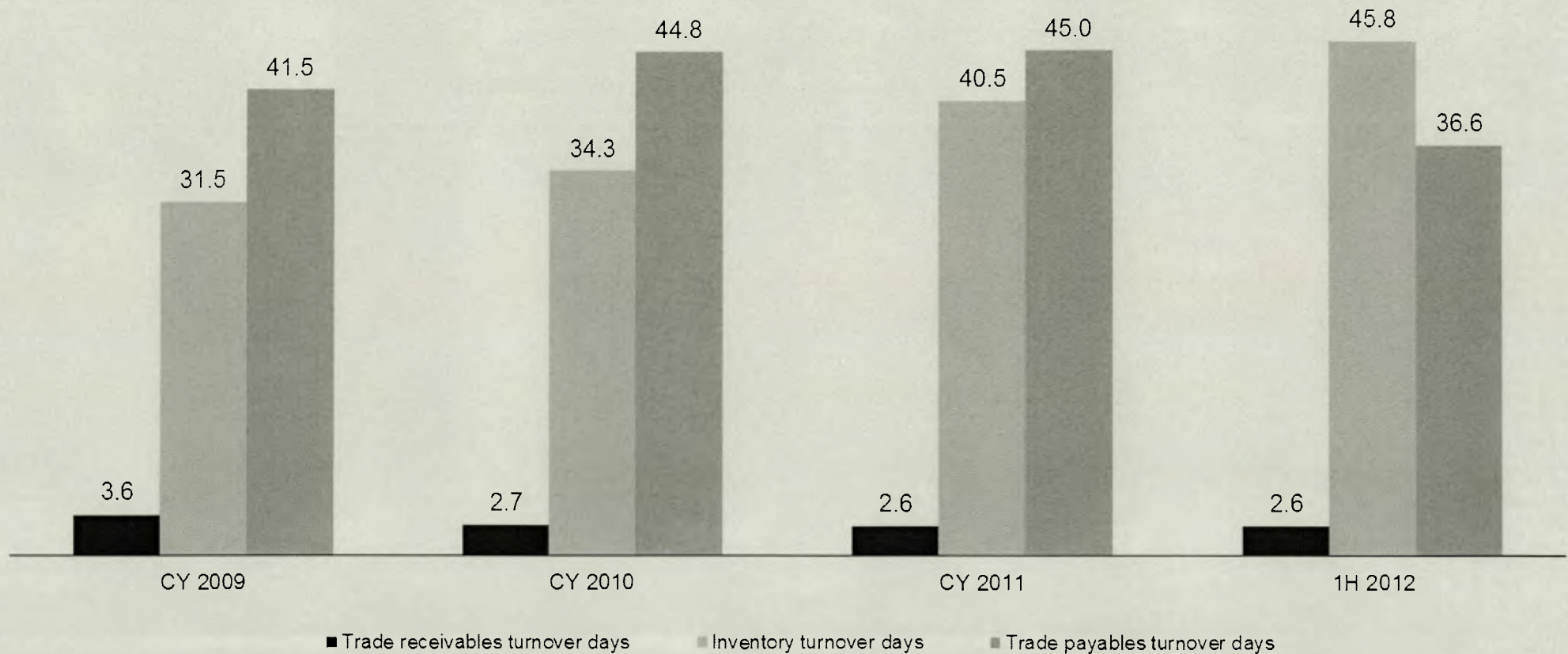
Notes:

Puregold Junior results were consolidated from 2H 2010 onwards

June 2012 financial results of S&R and Parco consolidated in 1H 2012 results of PGOLD

Financial Performance

Stable working capital days



Notes:

Average of inventory at the beginning and end of the period / cost of sales x 363 (for full year) or x 180 (for 1H)

Average of trade receivables at the beginning and end of the period / net sales x 363 (for full year) or x 180 (for 1H)

Average of trade payable at the beginning and end of the period / cost of sales x 363 (for full year) or x 180 (for 1H)

- **Consolidated net sales targeted to grow by 50% from PHP39.0 billion in CY 2011**
 - like-for-like net sales growth anticipated at 4% for Puregold stores; S&R stores at 15%
 - full year operations of 38 new Puregold stores opened in CY 2011
 - consolidation of seven-month results of S&R and Parco
 - over six-month operations of 9 new Puregold stores opened in 1H 2012
- **Gross and net profit margins aimed at about 14.5% and 4.5%, respectively**
 - Continuing suppliers' support arising from scale of operations to dramatically contribute to the sustainability of margins

Revised Guidance for CY 2012

- **PGOLD opening 31 new Puregold stores in CY 2012**
 - In 1H 2012: opened 5 hypermarkets in La Trinidad, Benguet; San Jose del Monte, Bulacan; Muntinlupa City; Batangas City and Cauayan, Isabela; opened 4 supermarkets in Los Baños, Laguna; Gen. Trias, Cavite; Quezon City and Pasay City
 - remaining 22 new store locations contracted and in various stages of construction
 - Capex for CY 2012 estimated at about PHP3 billion; to be funded by the balance of the net IPO proceeds in the amount of about PHP2 billion and internally generated funds

Picture during the opening on January 18, 2012 of the hypermarket in La Trinidad, Benguet



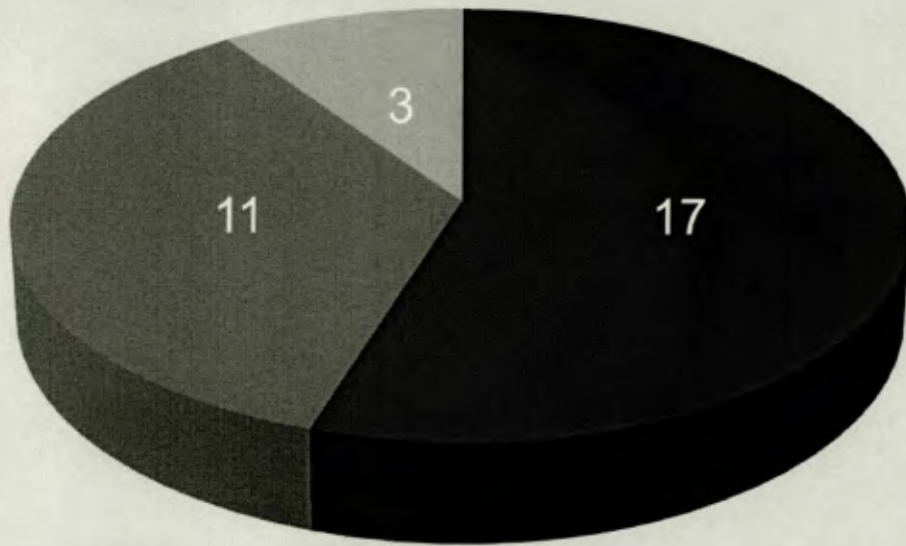
Façade of Starmall – San Jose del Monte, Bulacan; a hypermarket opened inside on April 11, 2012



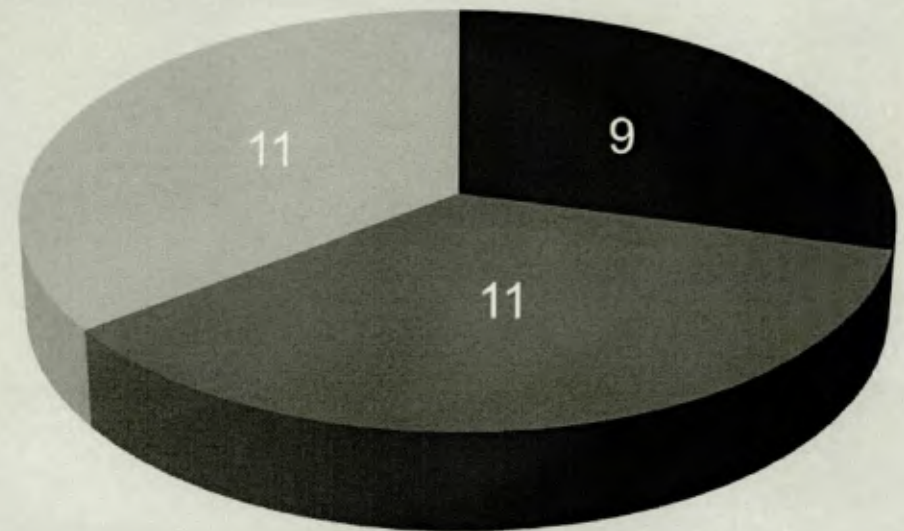
Revised Guidance for CY 2012

Targeted new stores per format in CY 2012

On-stream locations of new stores in CY 2012



■ Hypermarket ■ Supermarket ■ Extra

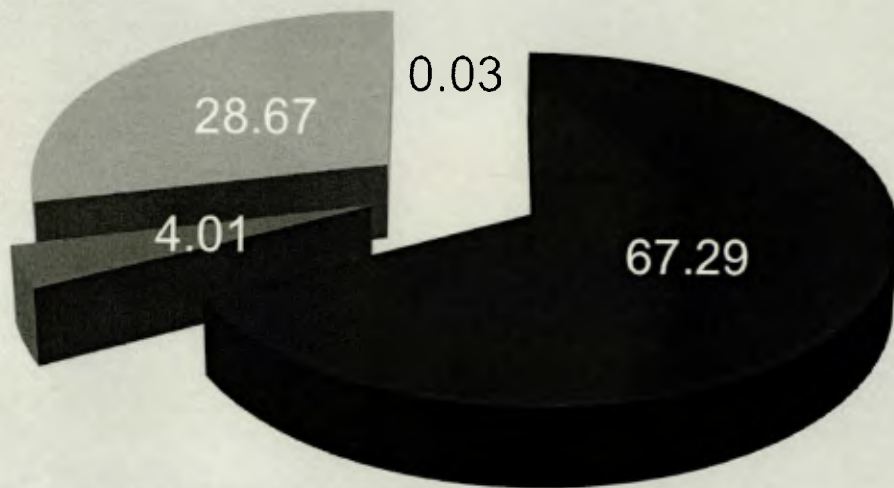


■ Metro Manila ■ North Luzon ■ South Luzon

OLD ownership structure; Co family

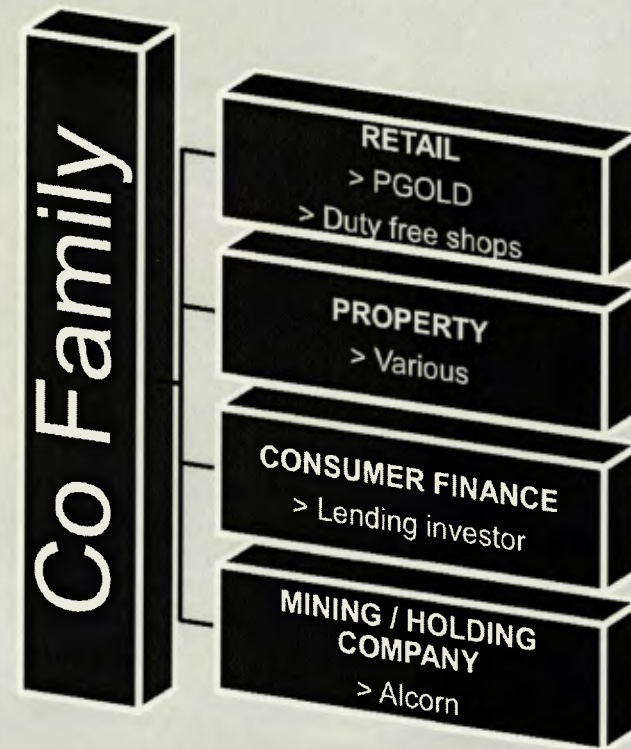
PGOLD ownership structure as of July 13, 2012 (in %)

Authorized capital stock – 3,000,000,000 shares
Issued and outstanding – 2,766,406,250 shares



■ Co Family ■ Public - Filipino ■ Public - Foreign ■ Directors

Investments of the Co family





2. Terms of Offer

Offering Summary



Issue	Fixed Rate Corporate Notes
Issuer	Puregold Price Club, Inc.
Issue Size	Up to Php5,000,000,000
Oversubscription Option	Up to Php3,000,000,000, at the Issuer's option in the event of oversubscription
Use of Proceeds	To finance the Issuer's expansion plan and/or for other general corporate requirements
Tenor/Maturity	At the option of the Issuer: Series A: 5 years and 1 day; and/or Series B: 7 years
Interest Rate	Fixed based on the applicable PDST-F + [70-120] basis points The final spreads shall be determined via a bookbuilding exercise.
Interest Period	Quarterly
Principal Repayment	Annual amortization of 1.0% of principal amount payable at the end of each year before Maturity Date, with the balance to be paid on Maturity or Early Redemption of Notes

Offering Summary



Early Redemption Option

The Issuer may redeem any Series of the Notes in whole, and not a part only, on any Interest Payment Date beginning on the 3rd and 4th anniversaries of the Issue Date of Series A and B Notes, respectively; subject to a prepayment premium based on the par value of the Notes prepaid based on the following schedule:

Series A:

Prepayment Period	Premium
From and including the 3 rd anniversary from Issue Date to the day immediately prior to the 4 th anniversary from Issue Date	1.0%
From and including the 4 th anniversary from Issue Date to the day immediately prior to Maturity Date	0.5%

Series B:

Prepayment Period	Premium
From and including the 4 th anniversary from Issue Date to the day immediately prior to the 5 th anniversary from Issue Date	1.5%
From and including the 5 th anniversary from Issue Date to the day immediately prior to the 6 th anniversary from Issue Date	1.0%
From and including the 6 th anniversary from Issue Date to the day immediately prior to Maturity Date	0.5%

Taxation for the Account of Issuer

GRT on Interest Income (if applicable)

DST on the primary issuance of the Notes and the documentation

Security

Negative Pledge

Offering Timetable

Important Events	Date
Submission of Firm commitment*	Oct. 8 –Oct. 12 (12 noon)
Final Allocation	Oct 12 (pm)
Pricing	Oct. 19 (12 noon)
Signing of Notes Facility Agreement	Oct. 19
Submission of Conditions Precedent	Oct. 22
Settlement	Oct. 23

**The draft Notes Facility Agreement shall be distributed immediately upon submission of Commitment Letter*

Q & A

Many thanks!