

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. April 17, 2017
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200711792** 3. BIR Tax Identification No. **006-806-867**
4. GT Capital Holdings, Inc.
Exact name of issuer as specified in its charter
5. Philippines 6. (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. 43/F GT Tower International, 6813 Ayala Avenue corner H.V. Dela Costa Street, Makati City
Postal Code: **1227**
Address of principal office:
8. (632) 836-4500
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 Stock Outstanding	Amount of Debt Outstanding
Common	174,300,000	None
Corporate Retail Bonds	-	Php21.8 billion
Perpetual Preferred Shares (GTPPA)	4,839,240	None
Perpetual Preferred Shares (GTPPB)	7,160,760	None

11. Indicate the item numbers reported herein:

Item 9. Other Events

Please see attached Press Release.

SIGNATURE

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.

GT Capital Holdings, Inc.

Issuer



ATTY. RENEE LYNN MICIANO-ATIENZA

Assistant Vice President

Head, Legal and Compliance Department

Date: **April 17, 2017**



GT CAPITAL
HOLDINGS INCORPORATED



Media Release

For further information, please contact
Investor Relations +632.836.4500

GT Capital to Increase Metrobank Ownership

(17 April 2017. Makati City, Philippines.) **GT Capital Holdings, Inc.** (GT Capital / stock symbol: GTCAP) disclosed that it signed today a memorandum of agreement to acquire, subject to regulatory approvals, 306,000,000 secondary shares of **Metropolitan Bank & Trust Company (Metrobank)** held by various Ty family-owned companies for approximately PhP24.72 billion. The acquisition will increase GT Capital's stake in Metrobank by 9.622% from 26.47% to 36.092%.

A separate memorandum of agreement was also signed today for the subscription by Grand Titan Capital Holdings, Inc. (Grand Titan) to 9.5% or 18,296,685 primary shares of GT Capital for approximately PhP21.69 billion. Consequently, Grand Titan, which is the majority shareholder of GT Capital, will own 55.93% of the conglomerate. GT Capital's total issued and outstanding shares will increase from 174,300,000 to 192,596,685. The purchase price for the Metrobank shares and the subscription price for the GT Capital shares are both based on their respective 30-day volume weighted average prices (VWAP) as of the date of execution of the two memoranda of agreement.

"There are several advantages to GT Capital's increased ownership in Metrobank. First of all, it enables GT Capital to benefit from a more balanced income contribution from its investments. This will also be accretive to our earnings per share. Furthermore, the additional Metrobank shares put us at par with our peer conglomerates with respect to the percentage ownership of our banking subsidiaries and affiliates," GT Capital President Carmelo Maria Luza Bautista said.





GT CAPITAL
HOLDINGS INCORPORATED



Media Release

For further information, please contact
Investor Relations +632.836.4500

Subject to regulatory approvals, the acquisition by GT Capital of Metrobank secondary shares will be done through the Philippine Stock Exchange (PSE) and executed by First Metro Securities Brokerage Corporation (FirstMetroSec).

-- END --

GT Capital is a listed major Philippine conglomerate with interests in market-leading businesses across banking, automotive assembly, importation, dealership, and financing, property development, life and non-life insurance, and infrastructure. Its component companies comprise Metropolitan Bank & Trust Company (Metrobank), Toyota Motor Philippines Corporation (TMP), Toyota Manila Bay Corporation (TMBC), Toyota Financial Services Philippines Corporation (TFS), Federal Land, Inc. (Federal Land), Property Company of Friends, Inc. (Pro-Friends), Philippine AXA Life Insurance Corporation (AXA Philippines), and Metro Pacific Investments Corporation (MPIC).

