

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

**CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
SRC RULE 17 THEREUNDER**

1. March 19, 2024
Date of Report (Date of earliest event reported)
2. SEC Identification Number 66381
3. BIR Tax Identification No. 000- 169-125
4. ENERGY DEVELOPMENT CORPORATION
Exact name of registrant as specified in its charter
5. PHILIPPINES
Province, country or other jurisdiction
of incorporation
6. (SEC Use Only)
Industry Classification Code
7. Rockwell Business Center Tower 3
Ortigas Avenue, Pasig City, Philippines
Address of principal office
- 1604
Postal Code
8. (632) 7755-2331
Registrant'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 4 and 8 of the RSA
 - a) Authorized Capital Stock

Common shares,	₱1,000,000.00 par value 27,000 shares
Voting Preferred shares,	₱10,000.00 par value 15,000 shares
Non-voting Preferred,	₱10.00 par value 300,000,000 shares
 - b) Issued and Outstanding Shares

Common shares,	₱1,000,000.00 par value 17,041.572772 shares (exempt securities) as of December 31, 2023
Preferred shares,	₱10,000.00 par value 9,375 shares (exempt securities) as of December 31, 2023
 - c) Amount of Debt Outstanding
₱55,734,420,269.00
(as of December 31, 2023)

11. Indicate the item numbers reported herein:

ITEM 9. OTHER EVENTS

Further to the Company's disclosure dated November 23, 2023, the Company filed the Registration Statement and the Simplified Application for Confirmation of Qualification as an ASEAN Green Bond, pursuant to SEC Memorandum Circular No. 12, Series of 2018, for the public offer and sale of Fixed Rate ASEAN Green Bonds in the aggregate principal amount of up to Ten Billion Pesos (P10,000,000,000.00), comprised of a base principal amount of up to Six Billion Pesos (₱6,000,000,000.00) and an oversubscription option of up to Four Billion Pesos (₱4,000,000,000.00), consisting of three (3)-year bonds due in 2027 ("Series C Bonds"), five (5)-year bonds due in 2029 ("Series D Bonds"), and seven (7)-year bonds due in 2031 ("Series E Bonds") (the Series C Bonds, Series D Bonds, and Series E Bonds collectively, the "Second Tranche Bonds"). The Second Tranche Bonds shall be issued and offered by the Company under its shelf registration of Fixed Rate ASEAN Green Bonds in the aggregate amount of Fifteen Billion Pesos (₱15,000,000,000.00) under the EDC ASEAN Green Bond Program approved by the Securities and Exchange Commission ("SEC") under SEC MSRD Order No. 28, Series of 2021, issued on June 14, 2021.

The Registration Statement relating to the Second Tranche Bonds has been filed with the SEC for its approval. Until then and until the issuance of a Certificate of Permit to Offer Securities for Sale ("Permit to Sell") for the Second Tranche Bonds, no offer to buy the Second Tranche Bonds can be accepted and no part of the purchase price can be accepted or received. Further, the Preliminary Offer Supplement shall not constitute an offer to sell or a solicitation or an offer to buy. The Preliminary Offer Supplement can be viewed at the Company's website at <https://www.energy.com.ph/green-bond-issuances/>.

Philippine Ratings Services Corporation ("PhilRatings") assigned an issue credit rating of "PRS Aaa", with Stable Outlook for the Second Tranche Bonds. According to PhilRatings, obligations rated "PRS Aaa" are of the highest quality with minimal credit risk. This is an indication that the Company's capacity to meet its financial commitment on the obligation is extremely strong. The rating was also assigned a Stable Outlook, which means that the assigned issue credit rating is likely to remain unchanged in the next twelve (12) months. Attached is the PhilRatings report as Annex "A".

Also attached is a copy of the Certification on Electronic Submission as Annex "B".

ENERGY DEVELOPMENT CORPORATION

Registrant


BERNADETTE ANN V. POLICARPIO

Corporate Secretary

Date: March 21, 2024
EDC SEC Form 17-C-EDC

 <p>PhilRatings PHILIPPINE RATING SERVICES CORPORATION <i>The Pioneer Domestic Credit Rating Agency</i></p>	<p>RATING NEWS March 19, 2024</p>
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Energy Development Corporation's Proposed Bonds of up to ₱10.0 billion Rated PRS Aaa

Philippine Rating Services Corporation (PhilRatings) has assigned an Issue Credit Rating of **PRS Aaa**, with a **Stable Outlook**, to Energy Development Corporation's (EDC) proposed ASEAN Green Bond issuance of ₱6.0 billion, with an oversubscription option of up to ₱4.0 billion.

PhilRatings has likewise maintained the Issue Credit Rating of **PRS Aaa**, with a **Stable Outlook**, for EDC's outstanding ₱5.0 billion Fixed-Rate ASEAN Green Bonds issued in June 2021.

Obligations rated **PRS Aaa** are of the highest quality with minimal credit risk. The obligor's capacity to meet its financial commitment on the obligation is extremely strong. **PRS Aaa** is the highest rating assigned by PhilRatings. A **Stable Outlook**, on the other hand, indicates that the rating is likely to remain unchanged in the next 12 months.

The assigned ratings and the corresponding Outlook take into account the following key considerations: (1) EDC's leading position as a pure renewable energy (RE) company; (2) its strong parent company support and highly experienced management; (3) strong operating cash flow and sufficient liquidity; (4) conservative capital structure; and (5) the government's supportive policies in the renewable energy sector.

PhilRatings based its assessment on available information and projections at the time that the rating process was ongoing. PhilRatings shall continuously monitor developments relating to EDC and may change the rating and Outlook at any time, should circumstances warrant a change.

EDC is the Philippines' largest pure RE company, with a total installed capacity of 1,463 MW from geothermal, wind, hydroelectric, and solar power sources. EDC's installed capacity constitutes roughly one-fifth of the country's installed capacity from renewable sources.

Geothermal power plants comprise 80% of EDC's portfolio. The Company has a total installed capacity of 1,169 MW from geothermal, accounting for 60% of the country's installed geothermal capacity. EDC has several geothermal projects lined up in the next five years, which include a combination of expansion of existing geothermal plants and greenfield project developments. EDC also intends to diversify its power generation sources to include offshore wind and energy storage systems in the coming years.

First Gen Corporation (FGen) remains as EDC's controlling shareholder. FGen is one of the largest clean and renewable Independent Power Producers (IPP) in the country, with a total installed capacity of 3,481.9 MW. In the first nine-months of 2023 (9M2023), FGen's bottom-line grew to \$361.5 million, from \$259.7 million in 9M2022, recording a 39.2% increase. As a subsidiary of FGen, EDC is also supported by strong and well-experienced executives who also hold key positions within the FGen group. Mr. Federico R. Lopez, the Chairman of the Board of EDC, also serves as the Chairman of publicly-listed companies, Lopez Holdings Corporation, First Philippine Holdings Corporation (FPH), and FGen. Mr. Francis Giles B.

Puno, EDC's Vice-Chairman and Chief Executive Officer (CEO), concurrently serves as President and Chief Operating Officer (COO) of FGen, FPH, and other FGen subsidiaries.

EDC consistently generated strong positive cash flows from operating activities. In 2023, cash flows from operations were up by 14.8% at ₱25.0 billion, backed by a 23.6% growth to ₱16.0 billion in pre-tax income. Cash and cash equivalents were relatively stable at ₱17.4 billion as of end-2023, compared to ₱17.6 billion a year ago. EDC maintained adequate liquidity, with a current ratio of 1.3x and cash and cash equivalents to current debt ratio of 1.9x, as of end-2023.

The Company also managed to keep a conservative debt-to-equity (DE) level, with a DE ratio of 0.7x as of end-2023. The Company's EBITDA interest coverage ratio was more than sufficient at 8.3x, and the debt service coverage ratio (DSCR) was likewise more than adequate at 2.2x. The debt-to-equity ratio is seen to remain below 1.0x in the coming years due to the plowback of earnings.

With its 100% renewable portfolio, EDC is well-positioned as the country moves towards a low-carbon economy. The Department of Energy (DOE) has been working on the implementation of several RE programs to achieve the target of reaching a renewable energy share of 35% in 2030 and 50% in 2040. Some of the policies implemented are the increase of the minimum RE output, the lower Retail Competition Open Access (RCOA) threshold, the Green Energy Auction Program (GEAP), and the Green Energy Option Program (GEOP).

CERTIFICATION

I, **BERNADETTE ANN V. POLICARPIO**, being the duly elected Corporate Secretary of **ENERGY DEVELOPMENT CORPORATION** (the "Company"), with SEC registration no. 66381, a corporation organized and existing under Philippine laws with principal office at Rockwell Business Center Tower 3, Ortigas Avenue, Pasig City, under oath state that:

1. On behalf of the Company, I prepared the SEC Form 17-C or Current Report dated March 21, 2024;
2. I have read and understood its contents, which are true and correct of my own personal knowledge and/or based on true records;
3. The Company will comply with the requirements set forth in SEC Notice dated June 24, 2020 for a complete and official submission of reports and/or documents through electronic mail; and
4. I am fully aware that documents filed online that require pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of the filing fee.

MAR 21 2024

IN WITNESS WHEREOF, I have hereunto set my hand this _____ at Mandaluyong City.


BERNADETTE ANN V. POLICARPIO
Corporate Secretary

MAR 21 2024

SUBSCRIBED AND SWORN to before me this _____ at Mandaluyong City by Bernadette Ann V. Policarpio whose identity I have confirmed through her [REDACTED] that she is the same person who personally signed before me the foregoing Certification and acknowledged that she executed the same.


ATTY. JAMES B. ABUGAN
Notary Public
APPT. NO. 0442-23 Until 12-31, 2024
IBP No. 400022 Jan. 04, 2024 Rizal Chapter
Roll No. 26390 Lifetime
MCLE No. VII-0020184 until 4/14/2025
TIN No. 116-239-956
PTR No. 5420882 01/03/2024
Rm. 314 I&B Bldg., 251 BDSA,
Mandaluyong City Tel. No. (02)554-523-21

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