

December 19, 2025

via electronic mail

SECURITIES AND EXCHANGE COMMISSION
SEC Headquarters, 7907 Makati Avenue,
Salcedo Village, Bel-Air, Makati City

ATTENTION : **DIR. OLIVER O. LEONARDO**
Head, Markets and Securities Regulation Department

via PSE EDGE

PHILIPPINE STOCK EXCHANGE, INC.
PSE Tower, 28th Street, cor. 5th Avenue
Bonifacio Global City, Taguig City

ATTENTION : **ATTY. JOHANNE DANIEL M. NEGRE**
Head, Disclosure Department

via electronic mail

PHILIPPINE DEALING & EXCHANGE CORP.
Market Regulatory Services Group
29th Floor BDO Equitable Tower
8751 Paseo de Roxas, Makati City 1226

ATTENTION : **ATTY. SUZY CLAIRE R. SELLEZA**
Head, Issuer Compliance and Disclosures Department

Gentlemen:

Attached is Aboitiz Power Corporation's (the "Company") SEC Form 17-C (Current Report) on the acquisition of the Caliraya-Botocan-Kalayaan Hydroelectric Power Plant ("CBK HEPP") Complex by the Thunder Consortium (composed of Aboitiz Renewables, Inc., Sumitomo Corporation, and Electric Power Development Co., Ltd.). The report is filed in compliance with the Securities Regulation Code, its 2015 Implementing Rules and Regulations, the Revised Disclosure Rules of the Philippine Stock Exchange (PSE), and the Issuer Disclosure Operating Guidelines of the Philippine Dealing Exchange Corp. (PDEX).

Kindly acknowledge receipt hereof.

Thank you.

Very truly yours,

ABOITIZ POWER CORPORATION

By:


RANULFO J. JAVELOSA, III
Corporate Secretary

COVER SHEET

C 1 9 9 8 0 0 1 3 4

S.E.C. Registration Number

A B O I T I Z P O W E R C O R P O R A T I O N

(Company's Full Name)

A Y A L A T R I A N G L E G A R D E N S T O W E R

2 , P A S E O D E R O X A S C O R . M A K A T I

A V E N U E , M A K A T I C I T Y 1 2 2 6

M E T R O M A N I L A , P H I L I P P I N E S

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

FRANCES KATRINA C. ARSUA

Contact Person

(02) 8886-2600

Company Telephone Number

1 2 3 1

Month Day
Fiscal Year

1 7 - C

FORM TYPE

4th Monday of April

0 4 2 8

Month Day
Annual Meeting

N/A

Secondary License Type, if Applicable

SEC

Dept. Requiring this Doc

N/A

Amended Articles Number/Section

Total No. of Stockholders

x

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = Pls. use black ink for scanning purposes

SECURITIES & EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE (SRC)
AND SRC RULE 17.2(c) THEREUNDER

1. December 19, 2025
Date of Report (Date of earliest event reported)
2. SEC Identification Number C199800134 3. BIR TIN 200-652-460-000
4. ABOITIZ POWER CORPORATION
Exact name of registrant as specified in its charter
5. Philippines
Province, country or other jurisdiction
of incorporation
6. 
Industry Classification Code
7. Ayala Triangle Gardens Tower 2, Paseo de Roxas cor. Makati 1226
Ave., Makati City, Metro Manila, Philippines
Address of principal office Postal Code
8. (02) 8886-2600
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
- | Title of Each Class | Number of Shares of Common Stock
Outstanding and Amount of Debt Outstanding |
|--|--|
| <u>Common Stock P1 Par Value</u> | <u>7,205,854,307</u> |
| <u>Amount of Debt Outstanding (As of September 30, 2025)</u> | <u>P304,045,697,000.00</u> |
11. Indicate the item numbers reported herein: 9
Please see attached.

SIGNATURE (S)

Pursuant to the requirements of the Securities Regulation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ABOITIZ POWER CORPORATION

By:


RANULFO J. JAVELOSA, III
Corporate Secretary

Dated: December 19, 2025

ABOITIZ POWER CORPORATION DISCLOSURE Acquisition or Disposition of Assets

Subject of the Disclosure	
Thunder Consortium's Acquisition of the Caliraya-Botocan-Kalayaan Hydroelectric Power Plant ("CBK HEPP") Complex	
Background/Description of the Disclosure	
Please be advised that Aboitiz Power Corporation ("AboitizPower") was informed today by its wholly-owned subsidiary, Aboitiz Renewables, Inc. ("ARI"), that closing has occurred under the asset purchase agreement between the Thunder Consortium (composed of ARI, Sumitomo Corporation, and Electric Power Development Co., Ltd.) and Power Sector Assets and Liabilities Management Corporation ("PSALM") for the former's acquisition of the Caliraya-Botocan-Kalayaan Hydroelectric Power Plant ("CBK HEPP") Complex.	
Date of Approval by Board of Directors	Please refer to "Other Relevant Information" below
Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction	
The acquisition aligns with AboitizPower's strategy to expand its renewable energy portfolio and strengthen its long-term, stable power generation base.	
Details of the acquisition or disposition	
Date	December 19, 2025
Description of the Transaction	
The transaction involves the acquisition by the Thunder Consortium of the 797-megawatt CBK HEPP Complex in the province of Laguna from PSALM pursuant to the asset purchase agreement.	
Manner	
Cash	
Description of the assets involved	
The asset involved is the 797-megawatt CBK HEPP Complex in the province of Laguna.	
Nature and amount of consideration given or received	
The total acquisition price is Php 36.27 billion.	
Principle followed in determining the amount of consideration	
The purchase price took into account the technical and operating characteristics of the asset, given the competitive bidding process.	
Terms of payment	
One time payment	

Conditions precedent to closing of the transaction, if any
Customary conditions precedent (and PCC clearance requirement) have been satisfied.
Any other salient terms
None

Identity of the person(s) from whom the assets were acquired or to whom they were sold

Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates
Power Sector Assets and Liabilities Management Corporation	None

Effect(s) on the business, financial condition and operations of the Issuer, if any
The acquisition is expected to have a positive effect on AboitizPower’s business and operations by increasing its renewable energy capacity and diversifying its generation portfolio.

Other Relevant Information
On July 4, 2025, AboitizPower disclosed that the Thunder Consortium was declared as the highest-ranking bidder in the bidding process conducted by the Privatization Bids and Awards Committee of PSALM for the privatization of the CBK HEPP Complex.
On July 18, 2025, AboitizPower disclosed that PSALM issued a Notice of Award to the Thunder Consortium as the Winning Bidder for the sale and privatization of the CBK HEPP Complex.
On August 14, 2025, AboitizPower disclosed that the Thunder Consortium signed the relevant project agreements with PSALM and the National Power Corporation in relation to the Notice of Award.
On November 28, 2025, AboitizPower disclosed that the Philippine Competition Commission approved the acquisition of the CBK HEPP Complex by the Thunder Consortium.
On December 17, 2025, AboitizPower disclosed that the Thunder Consortium secured bridge loan facilities to partially finance its acquisition of the CBK HEPP Complex.

Source(s) of funds
Combination of debt and equity

If any asset so acquired by the issuer or its subsidiaries constituted plant, equipment or other physical property, state the nature of the business in which the assets were used by the persons from whom acquired and whether the issuer intends to continue such use or intends to devote the assets to other purposes, indicating such other purposes
The asset acquired was used for power generation. AboitizPower intends to continue to use the asset for the same purpose.