



110272015000010



SECURITIES AND EXCHANGE COMMISSION

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Company Information

SEC Registration No. 0000077487
Company Name JOLLIBEE FOODS CORP.
Industry Classification Miscellaneous Business Activities
Company Type Stock Corporation

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COVER SHEET

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S.E.C. Registration Number

J O L L I B E E F O O D S C O R P O R A T I O N

(Company's Full Name)

10/F J O L L I B E E P L A Z A B U I L D I N G
 10 F. O R T I G A S J R . A V E N U E
 O R T I G A S C E N T E R , P A S I G C I T Y

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

Contact Person

Company Telephone Number

31-Dec

Month Day Year
Fiscal Year

Any Day in June

Month Day Year
Annual Meeting:

JFC Completes Strategic Investment in US-Based "Smashburger"

17C

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total no. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = please use **black ink** for scanning purposes



COVER SHEET

JOLLIBEE FOODS CORPORATION

(Company's Full Name)

10/F Jollibee Plaza Building

10 F. Ortigas Jr. Avenue,
Ortigas Center, Pasig City

(Company's Address)

(632) 634-1111

Telephone Number

December 31

(Fiscal Year Ending)

Any day in the month of June

(Annual Meeting)

SEC Form 17C

JFC Completes Strategic Investment in US-Based "Smashburger"

(Form Type)

Amendment Designation (If applicable)

(Secondary License Type and File Number)

Cashier

LCU

DTU

77487
S.E.C REG. No.

Central Receiving Unit

File Number

Document I.D.



**SECURITIES AND EXCHANGE COMMISSION
SEC FORM 17-C
CURRENT REPORT PURSUANT TO SECTION 17 OF THE
SECURITIES REGULATIONS CODE (SRC) AND SRC RULE 17 THEREUNDER**

1. Date of Report **October 27, 2015**
2. Commission identification number **77487**
3. BIR Tax Identification No. **000-388-771**
4. **JOLLIBEE FOODS CORPORATION**
Exact name of registrant as specified in its charter
5. **PHILIPPINES**
Province, country or other jurisdiction of incorporation or organization
6. Industry classification code XXXXXXXXXX (SEC Use Only)
7. **10/F JOLLIBEE PLAZA BUILDING, 10 F. ORTIGAS JR. AVENUE, ORTIGAS CENTER,
PASIG CITY**
Address of registrant's principal office

1605
Postal Code
8. **(632) 634-1111**
Registrant's telephone number, including area code
9. **N/A**
Former name, former address and former fiscal year, 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
Common	<u>1,069,636.821</u>
Treasury Shares: Common	<u>16,447,340</u>

Note: Total common outstanding share of 1,069,636,821 is inclusive of 2,155,344 shares entrusted with Deutsche Regis Partners, Inc. with the following details:

MSOP Shares:	
Beginning balance (per SEC Form 17-C dated October 23, 2015)	1,263,331
Shares applied for listing	-
Ending balance, as of October 27, 2015	<u>1,263,331</u>
ELTIP Shares:	
Beginning Balance (per SEC Form 17-C dated October 23, 2015)	892,013
Shares applied for listing	-
Ending balance, as of October 27, 2015	<u>892,013</u>
TOTAL	<u><u>2,155,344</u></u>

11. Other Events

THE JOLLIBEE GROUP OF COMPANIES

JFC Completes Strategic Investment in US-Based "Smashburger"

Los Angeles, California, USA, October 26, 2015/Metro Manila, Philippines, October 27, 2015 – Jollibee Foods Corporation (PSE: JFC)

Further to its October 13, 2015 disclosure, Jollibee Foods Corporation ("JFC") disclosed today that JFC's wholly owned subsidiary, Bee Good! Inc. ("BGI") has completed its acquisition from Smashburger Master LLC ("Master") of 40% of the outstanding units of SJBFLC, the parent company of the entities comprising the Smashburger® business. The amount paid by BGI for its 40% stake is \$99,473,918, subject to post-closing adjustment based on a pre-agreed mechanism with Master.

Jollibee Foods Corporation has funded the acquisition of its 40% stake in Smashburger with its cash reserves and with a 10-year loan from Metropolitan Bank and Trust Company (MetroBank).

BGI has a mechanism in the agreement with Master to purchase up to an additional 35% of SJBFLC between 2018 and 2021 and the balance of 25% between 2019 at the earliest and 2026 at the latest. The purchase price for the remaining 60% will be based on the achievement of certain financial performance targets agreed between BGI and Master.

Smashburger is a leading Fast Casual "better burger" restaurant known for its fresh, never frozen, 100% Certified Angus Beef® burgers that are smashed on the grill to sear in the juices, creating an upscale quality burger packed with flavor and served at a great value. The chain is recognized in various surveys and publications as one of the best tasting burgers in the US.

Smashburger, with headquarters in Denver, Colorado, currently has 339 restaurants (184 company-owned and 155 franchised) worldwide in 35 states in the US and in 7 foreign markets. Smashburger estimates system wide sales of approximately USD339 million in 2015, an amount equivalent to 12% of JFC's estimated worldwide system wide sales for the same year. Smashburger's system wide sales have been growing at an annual rate of approximately 30% between 2011 and 2015 while its store network has been increasing annually by approximately 20%.

JFC was advised by J.P. Morgan as financial advisor, Pillsbury Winthrop Shaw Pittman LLP as legal advisor, and Isla Lipana & Co./PwC as accounting and tax advisor in this transaction. Master was advised by North Point Advisors as financial advisor and Paul, Weiss, Rifkind, Wharton & Garrison as legal advisor.

JFC presently owns and operates 87 restaurants in the United States primarily serving Filipino customers, consisting of Jollibee units with 32 outlets, Red Ribbon 33, Chowking 19, and Jinja 3. System wide sales in the US presently account for 5% of JFC's worldwide system wide sales.


Jollibee Foods Corporation operates the largest food service network in the Philippines with a total of 2,393 outlets, as of September 30, 2015, with the following number of outlets: Jollibee 890, Chowking 423, Greenwich 222, Red Ribbon 355, Mang Inasal 457 and Burger King 46. It also has 630 outlets abroad with 415 in China, 87 in the US, and 128 in Southeast Asia and the Middle East for a total of 3,023 restaurant outlets worldwide.

JFC also has a 50% interest in joint ventures for the following stores: Highlands Coffee (Vietnam, Philippines) 87, Pho 24 (Vietnam, Indonesia, Cambodia, and Korea) 38, and 12 Sabu (China) 21.


SIGNATURE

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.

JOLLIBEE FOODS CORPORATION
Registrant



YSMAEL V. BAYSA
Chief Financial Officer &
Corporate Information Officer



VALERIE F. AMANTE
Vice-President and Head, Corporate Legal
& Corporate Information Officer