



January 5, 2018

Securities and Exchange Commission

SEC Building, Mandaluyong City

Attention: **Director Vicente Graciano P. Felizmenio, Jr.**
Director, Markets & Securities Regulation Department

The Philippine Stock Exchange, Inc.

3/F Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue, Makati City

Attention: **Mr. Jose Valeriano B. Zuño III**
Head, Disclosure Department

Philippine Dealing and Exchange Corporation

37/F Tower 1, The Enterprise Center
6766 Ayala Ave. cor. Paseo de Roxas, Makati City

Attention: **Ms. Vina Vanessa S. Salonga**
Head, Issuer Compliance and Disclosure Department

Mesdames/Gentlemen:

Please be informed that Ayala Corporation has executed a Non-Binding term sheet for the proposed merger of its wholly-owned subsidiary, AC Education, Inc. ("AEI"), with iPeople, inc. ("iPeople"), the listed holding company for the education sector controlled by House of Investments, Inc., a member of the Yuchengco Group of Companies. With the execution of such Non-Binding term sheet, the parties have agreed to an exclusivity period to complete due diligence, and to finalize the terms and conditions of the proposed merger within the first quarter of 2018. All terms and conditions of the proposed merger, including the involvement of House of Investments and Ayala Corporation in the management of the surviving entity, iPeople, shall be presented for approval by the parties' respective boards of directors and the merging parties' stockholders, and the transaction will be subject to the requisite regulatory approvals as well.

The potential merger would bring together the educational arms of House of Investments and Ayala Corporation (iPeople and AEI respectively). The potential merger would include iPeople and its significant subsidiary, Malayan Education System, Inc. (Operating under the name of Mapua University), a world ranked QS-3 star university and the school with the most CHED Centers of Excellence in Engineering, and its subsidiaries, Malayan Colleges Laguna, the best board exam performing private school in Calabarzon, and Malayan Colleges Mindanao, and AEI and its subsidiaries, the University of Nueva Caceres, one of the oldest and largest

universities in Bicol, and APEC Schools, the largest stand-alone chain of private high schools in the country. Together, the combined population would be over 40,000 students.

Very truly yours,

A handwritten signature in dark ink, appearing to read 'Solomon M. Hermosura'. The signature is written in a cursive style. To the right of the signature is a small, light blue rectangular stamp with the word 'Rectangular' inside.

SOLOMON M. HERMOSURA

General Counsel, Compliance Officer, & Corporate Secretary



**JOINT PRESS STATEMENT BY THE HOUSE OF INVESTMENTS AND AYALA CORPORATION
REGARDING THE PROPOSED MERGER OF THEIR EDUCATION GROUPS**

iPeople, inc. ("iPeople"), the listed holding company for the education sector of House of Investments Inc., a member of the Yuchengco Group of Companies, and AC Education, Inc. ("AEI"), the wholly-owned education arm of Ayala Corporation, have executed a Non-Binding term sheet for their potential merger. Under the Non-Binding term sheet, the parties agreed to an exclusivity period to complete due diligence, and to finalize the terms and conditions of the proposed merger within the first quarter of 2018. All terms and conditions of the proposed merger, including the involvement of House of Investments and Ayala Corporation in the management of the surviving entity, iPeople, shall be presented for approval by the parties' respective boards of directors and merging parties' stockholders, and the transaction will be subject to the requisite regulatory approvals as well.

The potential merger would bring together the educational institutions of House of Investments and Ayala Corporation (iPeople and AEI respectively). The potential merger would include iPeople and its significant subsidiary, Malayan Education System, Inc. (Operating under the name of Mapua University), a leading private engineering and technical university in the country, a world ranked QS-3 star university and the school with the most CHED Centers of Excellence in Engineering, and its subsidiaries, Malayan Colleges Laguna, the best board exam performing private school in Calabarzon, and Malayan Colleges Mindanao, and AEI and its subsidiaries, the University of Nueva Caceres, one of the oldest and largest universities in Bicol, and APEC Schools, the largest stand-alone chain of private high schools in the country. Together, the combined population would be over 40,000 students.

"We are looking forward to this potential merger. Mapua's reputation as a leading private engineering and technical university in the country, together with AEI's ability to provide quality education leading to enhanced employability, at an affordable price, would enable the Yuchengco Group of Companies and Ayala Corporation to jointly contribute to the improvement of the quality of education in the Philippines, for the benefit of all sectors of society," said Mrs. Helen Y. Dee, Chairperson of House of Investments, Inc.

"We are very pleased about this opportunity to partner with the Yuchengco Group of Companies to help build our nation through education. Our belief is that the potential combination of iPeople and AEI would create significant synergies that would enable us to better equip students for compelling futures." said Jaime Augusto Zobel de Ayala, Chairman and CEO of Ayala Corporation.

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Contact Information

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iPeople, inc.

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