



FAR EASTERN UNIVERSITY

SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SEC RULE 17 (b) (3) THEREUNDER

1. Date of Report **14 July 2022**
2. SEC Identification Number **538**
3. PSE Code
4. BIR Tax Identification No. **000-225-442**
5. Exact Name of Registrant as specified in its charter **Far Eastern University, Inc.**
6. Province, Country or other jurisdiction of Incorporation or organization **Philippines**
7. (SEC use only)
Industry Classification Code:
8. Address of Principal Office **Nicanor Reyes Sr. Street,
Sampaloc, Manila
1008**
Postal Code
9. Registrant's Telephone Number **(632) 8735-8686**
including Area Code
10. **NOT APPLICABLE**
Former name, former address, and former fiscal year, if changed since last report.
11. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding</u>
Common Stock, ₱100.00 par value	24,055,763
Bond with Non-Detachable Warrant, ₱1.00 per unit	Not Applicable

Nicanor Reyes Street
Sampaloc, Manila
P.O. Box 609 Philippines 1015
(+632) 87777-FEU (338)
(+632) 8849-4000

12. Item 9 (Other Events): Please see attached letter.

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


ANTHONY RAYMOND A. GOQUINGCO
Corporate Secretary
14 July 2022



FAR EASTERN UNIVERSITY

14 July 2022

Securities and Exchange Commission
Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City

Attention: Dir. Vicente Graciano P. Felizmenio, Jr.
Markets and Securities Regulation Department

Philippine Stock Exchange
28th Street cor. 5th Avenue
Bonifacio Global City
Taguig City

Nicanor Reyes Street
Sampaloc, Manila
P.O. Box 609 Philippines 1015
(+632) 87777-FEU (338)
(+632) 8849-4000

Attention: Ms. Alexandra D. Tom Wong
Officer-in-Charge, Disclosure Department

Dear Sir/Ma'am:

In furtherance of our disclosure last 24 January 2022, be advised that, today, the Far Eastern University ("FEU"), Jerudong Park Medical Centre ("JPMC") Sendirian Berhad, and JPMC College of Health Sciences SDN BHD (collectively, the "Parties") signed a joint venture agreement for the establishment, management and operation of a private nursing school in Brunei Darussalam. JPMC College of Health Sciences SDN BHD ("JCHS") is the joint venture company of FEU and JPMC which will establish, manage, and operate a private nursing school in Brunei Darussalam. FEU will provide academic and technical management and other services to JCHS under a technical management services agreement to be executed between JCHS and FEU.

Subject of the Disclosure:

Joint venture agreement between Far Eastern University Inc., Jerudong Park Medical Centre Sendirian Berhad, and JPMC College of Health Sciences SDN BHD.

Background/Description of the Disclosure:

A Joint Venture Agreement was entered into by the Parties for the establishment, management, and operation of a private nursing school in Brunei Darussalam.

Description and nature of the transaction including the timetable for implementation, and related regulatory requirements:

The Joint Venture Agreement governs the relationship between the FEU and JPMC with respect to JCHS, and the management of, and other matters relating to, JCHS. JPMC will own 60% of JCHS, while FEU will own 40% of JCHS.

The closing date will be twenty-one (21) calendar days after the satisfaction of all conditions to closing; namely: the execution of the technical management services agreement, and the issuance of all necessary third-party consents, approvals, waivers, and government permits.

Rationale for the transaction including the benefits which are expected to be accrued to the issuer as a result of the transaction:

FEU and JPMC will invest a total of BND 5,500,000 in JCHS. JCHS is the joint venture company which will establish and operate private nursing school in Brunei Darussalam and provide quality education and training to produce fully qualified nurses. FEU will benefit as a shareholder and as the technical manager of JCHS.

Amount of investment and/or interest by the parties involved:

On Closing, FEU will invest BND2,200,000 in JCHS, which represents a 40% equity ownership, while JPMC will invest BND 3,300,000 in JCHS, which represents a 60% equity ownership.

Provisions on profit-sharing, arrangements on management and operations:

The joint venture agreement envisions a technical management service agreement between JCHS and FEU.

Conditions precedent to closing of transaction, if any:

Closing is conditioned on the execution of the technical management services agreement, and the issuance of all necessary third party consents, approvals, waivers, and government permits.

Other salient features of the joint venture agreement:

JCHS shall be managed by a board of directors, which will be composed of three (3) JPMC-nominated directors, two (2) FEU-nominated directors, and one independent director. Board and shareholder decisions will be determined by a majority vote, save for (a) certain reserved matters, which require the affirmative vote of all directors or both shareholders, as the case may be, and (b) matters relating to the technical management services agreement, which will only be voted upon by the JPMC-nominated directors and the independent director.

Each shareholder commits not to engage in any business in Brunei Darussalam which would compete with the business of JCHS.

The joint venture has a term of fifteen (15) years from Closing, unless earlier terminated or extended. The joint venture agreement further stipulates that no shareholder may dispose of its shares in JCHS during the 10-year period following the Closing. In case a party breaches the joint venture agreement, or a bankruptcy event occurs to a party, or the 15-year term expires, or the technical management services agreement is terminated, JCHS shall be dissolved. The Parties, however, may agree not to dissolve JCHS under such terms as may be agreed upon the happening of any of the conditions previously mentioned.

Thank you.

Very truly yours,

Far Eastern University, Incorporated

By:


Atty. Anthony Raymond A. Goquingco
Corporate Secretary