

**MELCO CROWN (PHILIPPINES)  
RESORTS CORPORATION  
Makati City**

23 April 2013

**Philippine Stock Exchange**  
3<sup>rd</sup> Floor, PSE Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

Attention: **Ms. Janet A. Encarnacion**  
*Head, Disclosure Department*

Re: **Melco Crown (Philippines) Resorts  
Corporation  
SEC Form 17-C**

Gentlemen:


We submit herewith SEC Form 17-C.

Thank you.

Very truly yours,

**MELCO CROWN (PHILIPPINES)  
RESORTS CORPORATION**

By:

  
**MARIA TARA A. MERCADO**  
*Assistant Corporate Secretary*

*Copy Furnished:*

**Securities and Exchange Commission**  
SEC Building, EDSA  
Mandaluyong City

COVER SHEET

0 0 0 0 0 5 8 6 4 8

S.E.C. Registration Number

MELCO CROWN (PHILIPPINES) RESORTS CORPORATION

(Company's Full Name)

10th Floor, Liberty Center, 104

H.V. dela Costa St., Salcedo

Village Makati City

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

c/o Atty. Frances T. Yuyucheng
Contact Person

c/o 555-9555
Company Telephone Number

1 2 3 1
Month Day

Fiscal Year

SEC Form 17-C

FORM TYPE

3rd Friday of June

Mont Day h
Annual Meeting

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



## DISCLOSURE

This is in compliance with the letter-approval issued by the Securities and Exchange Commission ("**SEC**") dated 10 April 2013 in connection with the price stabilization activities to be undertaken by UBS AG, Hong Kong Branch ("**UBS AG**" or "**Stabilization Agent**"), as stabilizing agent, relating to the proposed offer and sale (the "**Offer**") by MCE (Philippines) Investments Limited ("**Selling Shareholder**") of up to 1,000,000,000 common shares (the "**Offer Shares**") of Melco Crown (Philippines) Resorts Corporation (the "**Corporation**"), with a par value of Php 1.00 per share. In connection with the Offer, the Selling Shareholder has granted the Stabilization Agent an option exercisable to purchase up to 150,000,000 common shares of the Corporation to cover over-allotments, if any (the "**Over-allotment Option**"). Pursuant to the said letter-approval by the SEC, we hereby disclose the following matters:

- a) The Offer is expected to be on or about 24 April 2013;
- b) UBS AG has authorized UBS Securities Philippines, a duly-licensed stock brokerage firm in the Philippines, to conduct stabilization activities in connection with the Offer and perform such other activities in the Philippines in relation to the Over-allotment Option; and
- c) The price stabilization guidelines as approved by the SEC are as follows:
  - 1) Purchases or offers to purchase shares by the Stabilization Agent shall be for the sole purpose of preventing/minimizing reduction in market prices of the shares;
  - 2) The stabilization period shall be for thirty (30) calendar days computed from and including the first trading day after the Offer is made on the PSE;
  - 3) The over-allotment amount shall not exceed fifteen percent (15%) of the Offer Shares to be sold by the Selling Shareholder;
  - 4) The Stabilization Agent shall be the only manager for the stabilizing action. The identity of the Stabilization Agent must be disclosed to the SEC and the PSE;
  - 5) Initial stabilizing action shall be at a price of no greater than the initial offer price;
  - 6) The price of subsequent stabilization activities shall be as follows:
    - a. After the initial stabilizing action, and if there has not been an independent trade in the market at a higher price than the initial stabilizing price, whichever is lower; and
    - b. After the initial stabilizing action, and if there has been an independent trade in the market at a higher price than the initial stabilization trade, the subsequent trade shall be at or below the lower of the initial offer price or the independent trade price.  
For this purpose, "independent trade" shall mean any trade made by any person other than the Stabilization Agent;
  - 7) The over-allotment and the over-allotment option shall be fully described in the Prospectus and other public announcements, as required;
  - 8) Records of all stabilizing activities during the thirty (30)-calendar day stabilizing period shall be maintained, including details of each stabilizing transaction;

- 9) There shall be a public announcement a day after the exercise of the over-allotment option, including the total number of shares and average price of any stabilization trades. There shall also be a public announcement a day after the close of the thirty (30)-day over-allotment period if there was no price stabilization activity undertaken;
- 10) Within the thirty (30)-day stabilization period, there shall be a weekly disclosure to the SEC, to be submitted on the first day of the succeeding weeks regarding (a) any price stabilization activity conducted during the previous week, or (b) if there was no price stabilization activity undertaken;
- 11) Within the thirty (30)-calendar day stabilization period, there shall only be buying of shares by the Stabilization Agent when the share price has fallen below the offer price in order to prevent undue price volatility and to allow the share price to trade down in an orderly fashion to a market-accepted level;
- 12) The pertinent rules on price stabilization in other jurisdictions, such as Hong Kong, the United Kingdom and the United States, cannot be applied or invoked in this particular case;
- 13) The Corporation shall disclose the first trading day after the Offer is made on the PSE at least one (1) day in advance to the PSE and the SEC, through its Market Regulation Department and the Corporation Finance Department; and
- 14) The price stabilization guidelines as approved by the SEC shall be disclosed to the PSE before the start of the thirty (30)-day stabilizing period.

**SIGNATURE**

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

**MELCO CROWN (PHILIPPINES) RESORTS  
CORPORATION**

By:

  
**MARIA TARA A. MERCADO**  
Assistant Corporate Secretary

**23 April 2013**  
Date