

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

10 December 2013

**THE PHILIPPINE STOCK EXCHANGE, INC.**

3/F Philippine Stock Exchange Plaza-  
Ayala Triangle, Ayala Avenue  
Makati City

Attention: **MS. JANET A. ENCARNACION**  
Head, Disclosure Department

**MS. SHEENA PAULA H. PEDRIETA**  
Senior Specialist, Disclosure Department

Re: Report by Owner of More than Five Percent

Gentlemen:

Please see attached Report by Owner of More Than Five Percent (SEC Form 18-A), which we have received from Temasek Holdings (Private) Limited ("Temasek").

According to Temasek, Temasek has no direct interest in Melco Crown (Philippines) Resorts Corporation. Temasek is making this filing due to the deemed interests of independently managed portfolio companies, Fullerton Fund Management Company Ltd., and Seatown Holdings International Pte Ltd.

Very truly yours,

**MELCO CROWN (PHILIPPINES)  
RESORTS CORPORATION**

By:

  
**MARIA TARA A. MERCADO**  
Alternate Corporate Information Officer

# COVER SHEET

58648

S.E.C Registration Number

Melco Crown (Philippines) Resorts Corporation

(Filing of an Amended SEC Form 18-A by a stockholder)

(Company's Full Name)

10th Flr., Liberty Center, 104 H.V. dela Costa St.,

Salcedo Village, Makati City

Elizabeth B. Opeña /  
Miguel B. Pastelero

Contact Person

8194700

Company Telephone Number

SEC Form 18-A

FORM TYPE

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

LCU

Document J.D.

Document J.D.

Cashier

STAMPS

Remarks = pls. Use black ink for scanning purposes

OR NO : 3 3



**FOREIGN SERVICE OF THE  
REPUBLIC OF THE PHILIPPINES**

EMBASSY OF THE PHILIPPINES )  
Consular Section ) S.S.  
Singapore )

**CERTIFICATE OF AUTHENTICATION**

I, **OLIVER C. DELFIN, Vice Consul** of the Republic of  
the Philippines, Singapore, duly commissioned and qualified, do hereby certify that  
**CHIA CHOON YANG**

before whom the annexed instrument has been executed to wit:

**REPORT BY OWNER OF MORE THAN FIVE PERCENT (SEC FORM 18-A)  
ISSUED BY TEMASEK HOLDINGS (PRIVATE) LIMITED**

was the one he/she signed the same Notary Public in Singapore and that  
his signature affixed thereto is genuine.

The Embassy assumes no responsibility for the contents of the annexed document.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Embassy of  
the Philippines at Singapore, this 3rd day of December 2013

Service No: 7646

Fee Paid: \$4.00

OR No: 313



**OLIVER C. DELFIN  
Vice Consul**

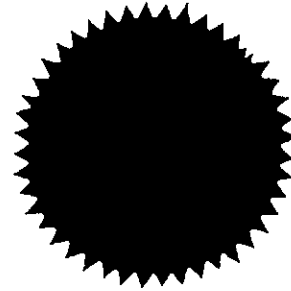
**TO ALL TO WHOM THESE PRESENTS SHALL COME**

**I CHIA CHOON YANG NOTARY PUBLIC** duly appointed in the Republic of Singapore **DO HEREBY CERTIFY THAT**

TEMASEK HOLDINGS (PRIVATE) LIMITED a Singapore registered company has issued the attached **REPORT BY OWNER OF MORE THAN FIVE PERCENT (SEC FORM 18-A)** signed by its duly authorised officer Lena Chia Yue Joo Managing Director, Legal & Regulations.

**IN TESTIMONY WHEREOF** I the said Notary have hereunto subscribed my name and affixed my seal of office this 2nd day of December 2013.

**WHICH I ATTEST**  
  
**NOTARY PUBLIC**  
**REPUBLIC OF SINGAPORE**



SECURITIES AND EXCHANGE COMMISSION  
SEC FORM 18-A  
REPORT BY OWNER OF MORE THAN FIVE PERCENT

Check the appropriate box:

Initial Filing

Amendment

Item/s amended by the Filing Item 4 - This SEC Form 18-A is being filed to report a decrease in beneficial ownership to less than 5%

1. Exact Name of Registrant as Specified in its Charter **Melco Crown (Philippines) Resorts Corporation**

a. **10th Floor, Liberty Center, 104 H.V. dela Costa St., Salcedo Village, Makati City, Philippines**

b. SEC Identification Number: **Company Registration No. 58648** (SEC Use Only)  
Industry Classification Code

d. BIR Tax Identification Number **000-410-840-000**

2. **Temasek Holdings (Private) Limited**  
Name of Reporting Person

a. **60B Orchard Road #06-18 The Atrium@Orchard Singapore** **238891**  
Address of Reporting Person Postal Code

b. **65 6828 6828**  
Telephone Number of Reporting Person

c. **Singapore**  
Citizenship or Place of Organization of Reporting Person

Person authorized to receive notices and communications if reporting person is a partnership, corporation or other legal entity:

Name: **Ms Lena Chia Yue Joo**  
Address: **60B Orchard Road #06-18 The Atrium@Orchard Singapore 238891**  
Telephone Number: **65 6828 6968**



**Item 1. Security and Issuer**

State the title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities.

Security - Common shares  
Issuer - Meico Crown (Philippines) Resorts Corporation  
Principal Office Address - 10th Floor, Liberty Center, 104 H.V. dela Costa St.,  
Salcedo Village, Makati City, Philippines

**Item 2. Identity and Background**

(a) Name: Temasek Holdings (Private) Limited  
(b) Residence or business address: 60B Orchard Road #06-18 The Atrium@Orchard  
Singapore 238891  
(c) Principal business: Investment holding company

(d) Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case. **No.**

(e) Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking. **No.**

(f) Citizenship / Place of incorporation **Singapore**

**Item 3. Purpose of Transaction**

Sale of shares.

There are no plans or proposals which relate to or would result in:

- (a) The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer;
- (b) An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries;
- (c) A sale or transfer of a material amount of assets of the issuer or of any of its subsidiaries;
- (d) Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- (e) Any material change in the present capitalization or dividend policy of the issuer.



- (f) Any other material change in the issuer's business or corporate structure;
- (g) Changes in the issuer's charter, bylaws or Instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any person;
- (h) Causing a class of securities of the issuer to be delisted from a securities exchange;
- (i) Any action similar to any of those enumerated above.

**Item 4. Interest in Securities of the Issuer**

Temasek Holdings (Private) Limited ("Temasek") does not have any direct interest in the shares of Melco Crown (Philippines) Resorts Corporation ("Issuer").

However, on 3 June 2013, Temasek filed SEC Form 18-A to report a deemed interest of 222,245,900 shares in the Issuer, constituting 5.02% of the then outstanding capital stock of the Issuer. The filing of Temasek's deemed interest arose from the aggregation of shares held by its indirectly wholly-owned companies, Temasek Fullerton Alpha Pte. Ltd. ("TFAPL") and Swordfish Investments Pte. Ltd. ("Swordfish"), and deemed beneficially owned by its indirectly wholly-owned company, Fullerton Fund Management Company Ltd. (a fund manager), in the latter's capacity as a fund manager ("Fullerton Fund Management").

From 4 June 2013 and prior to 29 November 2013, the deemed interest of Temasek decreased from 5.02% to 5.0069%. Temasek is filing this SEC Form 18-A to report a further decrease in its deemed interest in shares of the Issuer from 5.0069% to 4.9572%, which decrease is due to a sale of 2,200,000 shares of the Issuer by Swordfish on 29 November 2013 ("Transaction").

The filing of Temasek's current 4.9572% deemed interest in shares of the Issuer arises from shares directly held by its indirectly wholly-owned companies, Swordfish and TFAPL, and deemed beneficially owned by Fullerton Fund Management, in the latter's capacity as a fund manager, broken down as follows:

(A) Temasek's deemed interest via Swordfish - 65,744,100 shares (1.49%)

- (i) Swordfish is an indirect wholly owned company of Temasek.
- (ii) The investments of Swordfish are managed by Seatown Holdings International Pte Ltd ("Seatown") as investment manager.
- (iii) Temasek owns 100% of Seatown, an independently managed Temasek portfolio company.

(B) Temasek's deemed interest via TFAPL - 100,531,700 shares (2.27%)

- (i) The shares of the Issuer are held in a unit trust, Fullerton Alpha - Aggregate Fund, and beneficially owned by TFAPL, as the sole unitholder and sponsor of the unit



- trust.
- (ii) The investments of Fullerton Alpha – Aggregate Fund are managed by Fullerton Fund Management as investment manager.
  - (iii) Temasek owns 100% of Fullerton Fund Management, an independently managed Temasek portfolio company.

(C) Temasek deemed interest via Fullerton Management Company - 53,145,200 shares (1.20%)

- (i) Fullerton Fund Management, in its capacity as fund manager, has deemed interest in shares of the Issuer held by its clients.
- (ii) Temasek owns 100% of Fullerton Management Company, an independently managed Temasek portfolio company.

Total deemed interest of Temasek after the Transaction 219,421,000 shares (4.96%)

Fullerton Management Company and Seatown are independently managed Temasek portfolio companies. Temasek is not involved in their business or operating decisions, including those regarding their positions in the voting units of the Issuer.

**Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer**

Other than as set out above, there is no contract, arrangement, understanding or relationship with any person with any person with respect to any securities of the issuer.

**Item 6. Material to be Filed as Exhibits**

None.

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in the Republic of Singapore on [date], 2013.





*Notarized / Witnessed by*



By: \_\_\_\_\_  
(Signature)

\_\_\_\_\_  
(Name/Title)  
Lena Chia Yue Joo  
Managing Director, Legal & Regulations  
of Temasek International Pte. Ltd. for  
Temasek Holding (Private) Limited

The original report shall be signed by each person on whose behalf the report is filed or his authorized representative. If the report is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of the filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the report. The name and title of each person who signs the report shall be typed or printed beneath his signature.

[NOTARIZATION AND CONSULARIZATION IN SINGAPORE]