

**COVER SHEET**

1	1	3	4	1					
---	---	---	---	---	--	--	--	--	--

SEC Registration Number

B	E	N	G	U	E	T	C	O	R	P	O	R	A	T	I	O	N					
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	--	--	--	--	--


(Group's Full Name)

7	t	h	F	l	o	o	r	,	U	n	i	v	e	r	s	a	l	R	e	-	B	u	i	l	d	i	n	g	,
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---

1	0	6	P	a	s	e	o	d	e	R	o	x	a	s	,	M	a	k	a	t	i	C	i	t	y
---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---	---


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

**Mr. Reynaldo P. Mendoza**  
(Contact Person)

**(632) 8812-1380**  
(Group Telephone Number)

1	2	3	1
---	---	---	---

*Month Day*  
(Calendar Year)

1	7	-	C
---	---	---	---

(Form Type)

--	--	--	--

*Month Day*  
(Annual Meeting)

**Not Applicable**

(Secondary License Type, If Applicable)

\_\_\_\_\_

Dept. Requiring this Doc.

**Not Applicable**

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 ID

\_\_\_\_\_

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. ... October 29, 2024 ..... Date of Report (Date of earliest event reported)

2. SEC Identification Number ... 11341 ..... 3. BIR Tax Identification No. ... 000-051-037 .....

4. .... BENGUET CORPORATION ..... Exact name of issuer as specified in its charter

5. .. Metro Manila, Philippines ..... 6.  (SEC Use Only) Province, country or other jurisdiction of incorporation Industry Classification Code:

7. 7<sup>th</sup> Floor, Universal Re Building, 106 Paseo de Roxas, Makati City... ..... 1226 ..... Address of principal office Postal Code

8. .... 8812-1380 ..... Issuer's telephone number, including area code

9. .... N/A ..... Former name or former address, if changed since last report

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Convertible Preferred Class A	217,061
Common Class A	375,120,008*
Common Class B	248,064,121*

(\*) Net of Treasury Shares

Total consolidated outstanding principal loans as of June 30, 2024 – P85.06 Million

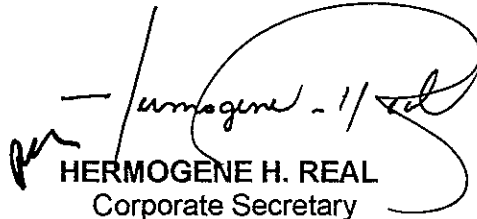
\_\_\_\_\_

11. Indicate the item numbers report herein: **Item 9**

During the special Board meeting held today, October 29, 2024, Benguet Corporation's (the "Company") Board of Directors approved the proposal for a Private Placement by Red Earth Mineral Resources Corporation ("Red Earth") in the Company. On the first part, the Private Placement calls for the subscription of 90,000,000 shares from the unissued shares of the Company broken down as follows: 53,000,000 Class "A" common shares at ₱4.00 per share and 37,000,000 Class "B" common shares at ₱4.00 per share. On the second part of the Private Placement, Red Earth will subscribe for 20,000,000 shares from the increase of capital stocks as follows: 13,000,000 Class "A" common shares at ₱4.00 per share and 7,000,000 Class "B" common shares at ₱4.00 per share. The subscription price of ₱4.00 per share for both classes is based on the thirty (30) trading days volume-weighted average price (VWAP) plus premium prior to October 29, 2024. Par value is at ₱1.00 per share for both classes. At the conclusion of the Private Placement, public ownership percentage is 39.0% of the outstanding capital. The additional capital infusion will be used for the development of the Pantingan Gold Project, Bolco Gold Project, Solar Project, Agribusiness Project and other priority projects of the Company.

SIGNATURES

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.

  
HERMOGENE H. REAL  
Corporate Secretary

Date: October 29, 2024