

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. Date of Report (Date of earliest event reported)

Oct 11, 2016

2. SEC Identification Number

A199701848

3. BIR Tax Identification No.

200-302-092-000

4. Exact name of issuer as specified in its charter

AGRINURTURE, INC.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

#54 National Road, Dampol II-A, Pulilan, Bulacan

Postal Code

3005

8. Issuer's telephone number, including area code

044-8156340

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

NA

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
Common Shares	621,683,570

11. Indicate the item numbers reported herein

Item 2

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange.

and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



AgriNurture, Inc.
ANI

PSE Disclosure Form 5-1 - Substantial Acquisitions
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 and/or Section 5 of the Revised Disclosure Rules

Subject of the Disclosure

Acquisition of Shares of Stock in Zongshan Fucang Trade Co. Ltd.

Background/Description of the Disclosure

On 7 October 2016, Agrinurture, Inc. (the "Company") entered into an agreement with Mr. Liang Shunming for the acquisition of all of Mr. Shunming's rights, title and interest in and to 49.00% of the total registered capital of Zongshan Fucang Trade Co. Ltd.

Date of Approval by Board of Directors	Oct 7, 2016
Date of Approval by Stockholders	N/A
Other Relevant Regulatory Agency, if applicable	NA
Date of Approval by Relevant Regulatory Agency	N/A

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

The acquisition of 49.00% interest in Zongshan Fucang Trade Co. Ltd. is expected to aid in the expansion of the trading business of the Company as well as to develop a new distribution network in China.

Description of the transaction including the timetable for implementation and related regulatory requirements, if any

The transaction pertains to the purchase by the Company of the 49.00% interest of Mr. Shunming in Zongshan Fucang Trade Co. Ltd. upon execution of the Deed of Assignment.

Identities of the parties to the transaction

Name	Nature of Business	Nature of any material relationship with the Issuer, their directors/officers or any of their affiliates
Liang Shunming	Stockholder	NONE

Terms and conditions of the transaction**The nature and amount of consideration (e.g. price per share, the aggregate amount)**

The total consideration for the transaction was Forty-Two Million Six Hundred Thirty Thousand Six Hundred Forty-Seven RMB (RMB 42,630,647.00) (the "Purchase Price").

The Purchase Price was paid out of the receivables due from Mr. Antonio L. Tiu, which was recorded in the Audited Financial Statements of the Company as 31 December 2015 as advances to stockholders of the Company.

Basis upon which the amount of consideration or value of the transaction was determined

Fair valuation of asset with fifteen (15%) percent discount.

The number of shares to be acquired	-
Ratio/percentage to total outstanding capital stock	49

Terms of payment

Full payment on closing

Conditions precedent to closing of the transaction, if any

Execution of Deed of Assignment

Description of the company subject of the transaction**Nature and business**

Zongshan Fucang Trade Co. Ltd. is engaged in agri-commodity trading with various investments in rural real estate development and agri-trading platform.

Discussion of major projects and investments

Zongshan Fucang Trade Co. Ltd. is engaged in agri commodities trading, it has investments in a cold chain system in Southern China and in rural real estate development projects in Tier 2 cities of China.

Zongshan Fucang Trade Co. Ltd. owns, directly and indirectly, 51% of the total registered capital of Xuzhou Shengmei Century Property Co., Ltd., which in turn has a rural real estate development in Xuzhou, China with an appraised value of Two Hundred Million Six Hundred and Ninety Five Thousand and Eighty Eight RMB (200,695,088.00 RMB).

List of subsidiaries and affiliates, with percentage holdings

Name	% Ownership

Guangzhou Yu Bai Investment Consultant Co. Ltd. (holds 45.00% direct interest in Xuzhou Shengmei Cen	100
Xuzhou Shengmei Century Property Co., Ltd.	6
Guangzhou FuCang Investment and Management Co., Ltd.	45

Capital structure

Authorized capital stock

Type of Security	Amount	Number of Shares
N/A	500,000 RMB	-

Subscribed Shares

Type of Security	Amount	Number of Shares
N/A	500,000 RMB	-

Paid-Up Capital

Amount	500,000 RMB
Number of Shares	-

Issued Shares

Type of Security	Amount	Number of Shares
N/A	N/A	-

Outstanding Shares

Type of Security	Amount	Number of Shares
N/A	N/A	-

Par Value

Type of Security	Amount
N/A	-

Ownership Structure (including percentage holdings)

Name	Number of Shares	% Ownership
Liang Shun-ming	-	90
Li, Ji-ming	-	10

Board of Directors

Name	(Regular or Independent)
Liang Shun-ming	Regular
Li, Ji-ming	Regular

Principal Officers

Name	Position/Designation
Liang Shun-ming	Chairman/CEO
Li, Ji-ming	President/COO

Effect(s)/impact on the business, financial condition and operations of the Issuer

The acquisition is expected to expand the trading business of the company and to develop new distribution networks in China.

Other Relevant Information

Please see attached unaudited financial statements of Zongshan Fucang Trade Co. Ltd (Fucang). The Audited Financial Statements are currently not available since it is not yet the end of the accounting cycle. Fucang's formal operations commenced only this year, hence no previous financial statements.

Filed on behalf by:

Name	Lisette Arboleda
Designation	Corporate Secretary