REPORTS - SEC Form 17-C (1 January 2017 to 31 December 2017)

CEMEX HOLDINGS PHILIPPINES, INC. SEC FORM 17-A

SEC FORM 17-C

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

1.	1 February 2017 Date of Report (Date of earliest event reported)			
2.	SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000			
4.	CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter			
5.	Metro Manila, Philippines 6. (SEC Use Only)			
	Province, country or other jurisdiction of Industry Classification Code: incorporation			
7.	34 <sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code			
8.	+632 849-3600 Issuer's telephone number, including area code			
9.	N/A Former name or former address, if changed since last report			
10	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 5,195,395,454			

SEC Form 17-C December 2003

CEMEX Holding Philippines, Inc. ("CHP") signed a Facility Agreement with BDO Unibank, Inc. for a 7-year Senior Unsecured Peso Term Loan in the amount of up to the Philippine peso equivalent of United States Dollars: Two Hundred and Eighty Million (US\$ 280,000,000.00). The proceeds of this loan will be used to pay a majority portion of CHP's US Dollar-denominated Long-Term Loan with New Sunward Holding B.V. ("Long-Term Loan with NSH").

The principal amount outstanding under the *Long-Term Loan with NSH* is approximately US\$291M.

The attached press release dated 1 February 2017 has been prepared on this matter.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

1 February 2017 Date

Jannette Virata Sevilla Compliance Officer Signature and Title\*

<sup>\*</sup> Print name and title of the signing officer under the signature.

Media Relations Chito Maniago +632 849 3600 chito.maniago@cemex.com Investor Relations
Pierre Co
+632 849 3600
pierre.co@cemex.com



### CEMEX HOLDINGS PHILIPPINES REFINANCES USD LONG TERM LOAN

MANILA, PHILIPPINES. February 01, 2017 – CEMEX Holdings Philippines, Inc. ("CHP") (PSE: CHP), announced today that it signed a Senior Unsecured Peso Term Loan Facility Agreement with BDO Unibank, Inc. ("BDO") for an amount of up to the Philippine Peso equivalent of USD 280 million, to refinance a majority of CHP's outstanding Long-Term Loan with New Sunward Holding B.V., a related company.

The term loan provided by BDO will have a tenor of seven (7) years from the date of the initial drawdown on the facility and will consist of a fixed rate and a floating rate tranche.

"We are pleased to secure this long-term Peso loan with BDO Unibank, Inc.," said Pedro Palomino, CHP President. "We are confident that this endeavor underscores the strength of our operations, as we seek ways to further solidify our business position and improve our capital structure," Palomino added.

BDO Capital & Investment Corporation ("BDO Capital") acted as the Sole Structuring Agent and Sole Mandated Underwriter for the refinancing loan. BDO Capital also served as CHP's Sole Domestic Underwriter for its P25.1 billion initial public offering (IPO) in 2016. BDO Capital's President, Eduardo Francisco, adds "This deal is a testament to our continued solid support of CHP's business and positive long-term outlook for CHP's prospects. We believe that the financing structure that we've put in place further strengthens the financial position of CHP."

CHP is one of the leading cement producers in the Philippines, based on installed annual capacity. CHP produces and markets cement and cement products, such as ready-mix concrete and clinker, in the Philippines through direct sales using its extensive marine and land distribution network. Moreover, CHP's cement manufacturing subsidiaries have been operating in the Philippines for over 17 years with well-established brands, such as "APO," "Island," and "Rizal," each of which has a multi-decade history in the country.

CHP is an indirect subsidiary of CEMEX, S.A.B. de C.V., one of the largest cement companies in the world based on annual installed cement production capacity. The shares of CEMEX, S.A.B. de C.V. are listed on the Mexican Stock Exchange and the New York Stock Exchange.

For more information on CHP, please visit website: www.cemexholdingsphilippines.com.

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This press release contains forward-looking statements and information that are necessarily subject to risks, uncertainties and assumptions. CHP assumes no obligation to update or correct the information contained in this press release.



### SEC FORM 17-C

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

1.	2 February 2017 Date of Report (Date of earliest event reporte	ed)	
2.	SEC Identification Number <b>CS201518815</b> 3.	BIR Tax Identification No. 009-133-917-000	
1.	CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charte	er	
5.	Metro Manila, Philippines	6. (SEC Use Only)	
	Province, country or other jurisdiction of incorporation	Industry Classification Code:	
7.	34 <sup>th</sup> Floor, Petron Mega Plaza Building, 358 s Address of principal office	Sen. Gil J. Puyat Avenue, Makati City 1200 Postal Code	
3.	+632 849-3600 Issuer's telephone number, including area cod	e	
₹.	N/A Former name or former address, if changed si	ince last report	
10	0. 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	5,195,395,454	
		1	

SEC Form 17-C December 2003

CEMEX Holding Philippines, Inc. ("CHP") issued its announcement that it will present its 4<sup>th</sup> Quarter 2016 results on Friday, February 10, 2016 at 10:00AM GMT+08, by way of hosting a conference call and webcast presentation to discuss these results. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call by connecting to a dial-in number.

The attached Press Release dated 2 February 2017 has further details.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

2 February 2017 Date

Jannette Virata Sevilla Compliance Officer Signature and Title\*

<sup>\*</sup> Print name and title of the signing officer under the signature.

Media Relations Chito Maniago +63 (2) 849-3757 chito.maniago@cemex.com Investor Relations Pierre Co +63 (2) 849-3757 pierre.co@cemex.com



### CEMEX HOLDINGS PHILIPPINES TO PRESENT FOURTH QUARTER 2016 RESULTS ON FEBRUARY 10, 2017

MANILA, PHILIPPINES, FEBRUARY 2, 2017 — CEMEX Holdings Philippines, Inc. ("CHP") (PSE: CHP), announced today that it will present its fourth quarter 2016 results on Friday, February 10, 2017.

CHP will host a conference call and webcast presentation on this same date at 10:00 AM GMT+08 to discuss these results. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call through the following details:

Dial-in Numbers:

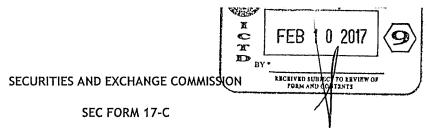
Philippines International 180016510607 +65 67135090

Passcode:

60082538

The briefing materials for the presentation will be posted prior to the scheduled conference call on www.cemexholdingsphilippines.com, after the same have been posted on edge.pse.com.ph. CHP reserves the right to revise the time or postpone the conference call in the event that circumstances necessitate the change.

###



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

- 10 February 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. 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. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

Common

5,195,395,454

1

SEC Form 17-C December 2003 1

CEMEX HOLDINGS PHILIPPINES, INC. ("CHP") released its briefing materials (attached) for the conference call and webcast presentation held on 10 February 2017 to discuss 4<sup>th</sup> Quarter 2016 results of CHP. These materials were posted by the company prior to the conference call/webcast on edge.pse.com.ph and CHP's website, www.cemexholdingsphilippines.com.

CHP also issued its Press Release dated 10 February 2017 announcing its financial and operating highlights for the 4<sup>th</sup> Quarter 2016 (attached).

### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

10 February 2017 Date

Jam File Ata Landannette Virata Sevilla
Compliance Officer
Signature and Title\*

<sup>\*</sup> Print name and title of the signing officer under the signature.



### SEC FORM 17-C

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

1. 6 March 2017 Date of Report (Date of earliest event reported) 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000 4. CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter (SEC Use Only) 5. Metro Manila, Philippines Province, country or other jurisdiction of Industry Classification Code: incorporation 7. 34th Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code 8. +632 849-3600 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

Common

5,195,395,454



On March 1, 2017, the President & CEO of CEMEX Holding Philippines, Inc. ("CHP"), Mr. Pedro Jose Palomino, acquired additional 25,000 common shares of CHP at the market price of Php 8.92 per share.

### **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.

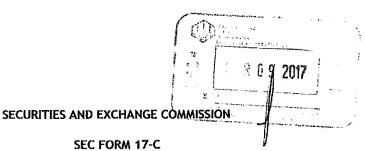
CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

6 March 2017 Date

Jannette Virata Sevilla
Compliance Officer
Signature and Title\*

<sup>\*</sup> Print name and title of the signing officer under the signature.



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

1.	8 March 2017 Date of Report (Date of earliest event repo	rted)			
2.	SEC Identification Number CS201518815	3. BIR Tax Identification No.	009-133-917-000		
4.	CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its char	rter			
5.	Metro Manila, Philippines	6.	(SEC Use Only)		
	Province, country or other jurisdiction of incorporation	Industry Classification Co	de:		
7.	34 <sup>th</sup> Floor, Petron Mega Plaza Building, 35 Address of principal office	8 Sen. Gil J. Puyat Avenue,	Makati City 1200 Postal Code		
8.	+632 849-3600 Issuer's telephone number, including area of	ode			
9.	N/A Former name or former address, if changed	I since last report			
10	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 Outstanding and Amount of			
	Common	5,195,395,454			

During the meeting of the Board of Directors of CEMEX Holding Philippines, Inc. ("CHP") held on March 8, 2017, the Board of Directors approved or confirmed, as the case may be, the following:

- 1. The Annual Meeting of Stockholders shall be postponed from May 15, 2017 to June 7, 2017, in view of the need to allow sufficient time for the review and screening of candidates for directors as part of the nomination process and considering the working days which will be lost on account of the Holy Week break:
- 2. The record date for determination of the stockholders entitled to notice of and to vote at the said Annual Meeting of Stockholders shall be April 24, 2017.
- 3. The Corporate Secretary is authorized to confirm and notify the stockholders of the new date, time and venue of said Annual Meeting of Stockholders.
- 4. The deadline for the submission by stockholders of proxies or instruments authorizing their respective attorneys-in-fact to attend and vote during the said Annual Meeting of Stockholders shall be on Friday, May 26, 2017, at 5:00pm. Said proxies or instruments must be submitted to the Corporate Secretary at the principal office of CHP.
- 5. Written nominations for directors to CHP's Board of Directors for election during the said Annual Meeting of Stockholders must be submitted no earlier than Friday, April 7, 2017 and no later than Wednesday, May 3, 2017, at 5:00pm. Written nominations must be submitted to the Corporate Secretary at the principal office of CHP.

The Board of Directors also passed and approved the following resolutions pertaining to matters which shall be included among the items on agenda for the Annual Meeting of Stockholders:

- (a) authorizing the amendment of Section 1 of Article II of the By-laws of CHP to provide that the date
  of the annual/regular meetings of stockholders shall be on "the 1st Wednesday of June of each
  year";
- (b) approving the audited Consolidated Financial Statements of CHP and its subsidiaries as at and for the year ended December 31, 2016 (which shall be filed together with SEC Form 17-A (the Annual Report) with the Philippines Securities and Exchange Commission, the Bureau of Internal Revenue, and the Philippine Stock Exchange); and
- (c) approving the nomination of R.G. Manabat & Co. as the external auditor of CHP and its subsidiaries for the year 2017.

### **SIGNATURES**

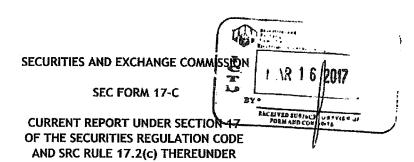
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

8 March 2017 Date

Jannette Virata Sevilla Corporate Secretary



- 1. 15 March 2017

  Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC.

  Exact name of issuer as specified in its charter

incorporation

- 5. Metro Manila, Philippines 6. (SEC Use Only)

  Province, country or other jurisdiction of Industry Classification Code:
- 7. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 Issuer's telephone number, including area code
- 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

Common

5,195,395,454



On March 7, 2017, the Tax Director of CEMEX Holding Philippines, Inc. ("CHP"), Mr. Adrian V. Bancoro, acquired additional 23,000 common shares of CHP at the market price of Php8.24 per share.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

15 March 2017 Date

Jam etc sta Sevilla Sompliance Officer Signature and Title\*

<sup>\*</sup> Print name and title of the signing officer under the signature.



SEC FORM 17-C

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

	Date of Report (Date of earliest event reported)		
2.	SEC Identification Number CS201518815	3.	BIR Tax Identification No. 009-133-917-000

4.	CEMEX HOLDINGS PHILIPPINES, INC.		
	Exact name of issuer as specified in its charter		

1. 20 March 2017

- 5. Metro Manila, Philippines 6. (SEC Use Only)

  Province, country or other jurisdiction of incorporation
- 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

Common

5,195,395,454



On March 16, 2017, the President & CEO of CEMEX Holding Philippines, Inc. ("CHP"), Mr. Pedro Jose Palomino, acquired additional 25,000 common shares of CHP, broken down as follows: (a) 10,000 at the price of Php 7.98 per share, (b) 10,000 at the price of Php 7.98 per share, and (c) 5,000 at the price of Php 7.88 per share.

### **SIGNATURES**

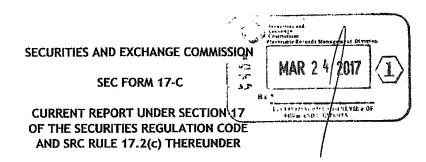
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

20 March 2017 Date

Jannette Virata Sevilla Compliance Officer

<sup>\*</sup> Print name and title of the signing officer under the signature.



- 23 March 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC.

  Exact name of issuer as specified in its charter

incorporation

- 5. Metro Manila, Philippines 6. (SEC Use Only)

  Province, country or other jurisdiction of Industry Classification Code:
- 7. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200
  Address of principal office Postal Code
- 8. +632 849-3600 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

Common

5,195,395,454

On March 23, 2017, APO Cement Corporation (APO), a subsidiary of CEMEX Holdings Philippines, Inc., signed an agreement with Sinoma Energy Conservation Limited of China to build and operate a waste-heat-to-energy facility located in APO's cement plant compound in the City of Naga, Cebu.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC.

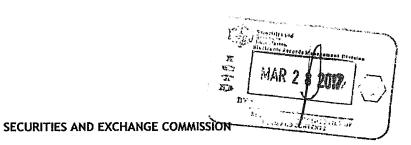
23 March 2017

Date

Issuer

Jannette Virata Sevilla Compliance Officer

<sup>\*</sup> Print name and title of the signing officer under the signature.



### SEC FORM 17-C

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

1.	24 March 2017 Date of Report (Date of earliest event report	ed)	
2.	SEC Identification Number CS201518815 3.	, BIR Tax Identification No	. 009-133-917-000
4.	CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its chart	er	
5.	Metro Manila, Philippines	6.	(SEC Use Only)
	Province, country or other jurisdiction of incorporation	Industry Classification Co	ode:
7.	34 <sup>th</sup> Floor, Petron Mega Plaza Building, 358 Address of principal office	Sen. Gil J. Puyat Avenue,	Makati City 1200 Postal Code
8.	+632 849-3600 Issuer's telephone number, including area con	de	
9.	N/A Former name or former address, if changed s	since last report	
10.	. Securities registered pursuant to Sections 8 a	and 12 of the SRC or Section	ns 4 and 8 of the RSA
	Title of Each Class	Number of Shares of Outstanding and Amount	
	Common	5,195,395,454	
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SEC Form 17-C December 2003

On March 15, 2017, the Tax Director of CEMEX Holding Philippines, Inc. ("CHP"), Mr. Adrian V. Bancoro, acquired additional 20,500 CHP common shares, broken down as follows: (i) 12,500 shares at £ 7.93 per share; and (ii) 8,000 shares at £ 7.94 per share.

### **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.

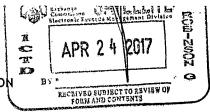
CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

24 March 2017 Date

Jannette Virata Sevilla Compliance Officer

<sup>\*</sup> Print name and title of the signing officer under the signature.



### SEC FORM 17-C

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

- 21April 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC.

  Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines

6. (SE

(SEC Use Only)

Province, country or other jurisdiction of incorporation

Industry Classification Code:

- 7. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

Common

5,195,395,454

CEMEX Holding Philippines, Inc. ("CHP") issued its announcement that it will present its 1<sup>st</sup> Quarter 2017 results on Friday, April 28, 2017 at 10:00AM GMT+08, by way of hosting a conference call and webcast presentation to discuss these results. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call by connecting to a dial-in number.

The attached Press Release dated 21 April 2017 has further details.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

21 April 2017 Date

Vincent Paul Piedad

<sup>\*</sup> Print name and title of the signing officer under the signature.

Media Relations Chito Maniago +63 (2) 849-3757 chito.maniago@cemex.com Investor Relations Pierre Co +63 (2) 849-3757 pierre.co@cemex.com



## CEMEX HOLDINGS PHILIPPINES TO PRESENT FIRST QUARTER 2017 RESULTS ON APRIL 28, 2017

MANILA, PHILIPPINES, APRIL 21, 2017 – CEMEX Holdings Philippines, Inc. ("CHP") (PSE: CHP), announced today that it will present its first quarter 2017 results on Friday, April 28, 2017.

CHP will host a conference call and webcast presentation on this same date at 10:00 AM GMT+08 to discuss these results. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call through the following details:

Dial-in Numbers:

Philippines International 180016510607 +65 67135090

Passcode:

9810346

The briefing materials for the presentation will be posted prior to the scheduled conference call on www.cemexholdingsphilippines.com, after the same have been posted on edge.pse.com.ph. CHP reserves the right to revise the time or postpone the conference call in the event that circumstances necessitate the change.

###

### SEC FORM 17-C

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



- 1. 25 April 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines



Province, country or other jurisdiction of incorporation

Industry Classification Code:

- 7. 34th Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Ave., Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 Issuer's telephone number, including area code
- 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** 

Common

5,195,395,454



SEC Form 17-C December 2003

1

11. Indicate the item numbers reported herein: Item 4 & Item 9-

Appointment of New Officers & No Beneficial Ownership Declaration

During the meeting of the Board of Directors of CEMEX Holding Philippines ("CHP") held on 25 April 2017, the Board of Directors appointed the following individuals as officers of CHP, effective upon securing their corresponding working permits and working visas from the Department of Labor and Employment and the Bureau of Immigration, respectively:

- (1) Hugo Enrique Losada Barriola Vice President for Strategic Planning and Administrative Services
- (2) Eduardo Pons Martinez Energy Director
- (3) Jens Enemark Lund Technical Director

As of the date of this report, these individuals do not have beneficial ownership over any shares of CHP.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

25 April 2017 Date

Jannette Virata Sevilla
Compliance Officer

### SEC FORM 17-C

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



- 1. 25 April 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines



Province, country or other jurisdiction of incorporation

**Industry Classification Code:** 

- 7. 34th Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office **Postal Code**
- 8. +632 849-3600 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

Common

5,195,395,454



CEMEX Holding Philippines, Inc. ("CHP") announced today that It has decided to reschedule the conference call and webcast presentation to discuss CHP's 1<sup>st</sup> Quarter 2017 results to next Tuesday, May 2, 2017.

The attached Press Release dated 25 April 2017 has further details.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

25 April 2017 Date

Jannette Viratá Sevilla Compliance Officer

<sup>\*</sup> Print name and title of the signing officer under the signature.

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### CEMEX HOLDINGS PHILIPPINES TO HOLD CONFERENCE CALL AND WEBCAST PRESENTATION FOR FIRST QUARTER 2017 RESULTS ON MAY 2, 2017

MANILA, PHILIPPINES, APRIL 25, 2017 – CEMEX Holdings Philippines, Inc. ("CHP") (PSE: CHP), announced today that in light of the government's recent declaration that Friday, April 28, 2017 would be a non-working day for all government and private offices in Metro Manila and the Philippine Stock Exchange will be closed on said date, CHP has decided to reschedule the conference call and webcast presentation to discuss CHP's first quarter 2017 results to next Tuesday, May 2, 2017.

The conference call and webcast presentation will be held at 10:00 AM GMT+08. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call through the following details:

Dial-in Numbers:

Philippines International 180016510607 +65 67135090

Passcode:

9810346

The briefing materials for the presentation will be posted prior to the scheduled conference call on www.cemexholdingsphilippines.com. CHP reserves the right to revise the time or postpone the conference call in the event that circumstances necessitate the change.

# # #

The information to be disclosed in the event referenced in this press release contains forward-looking statements and information that are necessarily subject to risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of CHP to be materially different from those expressed or implied in this release. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described herein. CHP assumes no obligation to update or correct the information contained in this press release.

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	AND SRC RULE 17.2(c) THE	10	
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	Date of Report (Date of earliest event reported)		/
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2.	2. SEC Identification Number CS201518815 3. BIR Tax	Identification No	. 009-133-917-000
4.	4. CEMEX HOLDINGS PHILIPPINES, INC.		
	Exact name of issuer as specified in its charter		
5.	5. Metro Manila, Philippines	5. L	(SEC Use Only)
	Province, country or other jurisdiction of Industry	Classification Co	ode:
	incorporation		
7.	7. 34 <sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J	. Puyat Avenue,	, Makati City 1200
	Address of principal office		Postal Code
8.	8. +632 849-3600		
	Issuer's telephone number, including area code		
9.	9. N/A		
	Former name or former address, if changed since last r	eport	
10.	<ol><li>Securities registered pursuant to Sections 8 and 12 of t</li></ol>	he SRC or Sectio	ns 4 and 8 of the RSA
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During its scheduled conference call and webcast presentation today to discuss the 1<sup>st</sup> Quarter 2017 results, CEMEX Holding Philippines, Inc. ("CHP") clarified and re-confirmed that the long-term loan facility which was established with BDO Unibank, Inc. last February 2017 was a Senior <u>Unsecured</u> Peso Term Loan Facility.

Furthermore, the slide on *Debt Information* included in the appendix of the 1Q17 Presentation was replaced to reflect the estimated outstanding debt balances due for payment (in Millions of Philippine Pesos) during the relevant years.

Updated briefing materials will be posted on CHP's website, www.cemexholdingsphilippines.com.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

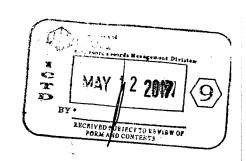
2 May 2017 Date

Jannette Virata Sevilla
Compliance Officer

<sup>\*</sup> Print name and title of the signing officer under the signature.

### SEC FORM 17-C

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



- 11 May 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines



(SEC Use Only)

Province, country or other jurisdiction of incorporation

**Industry Classification Code:** 

- 7. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 Issuer's telephone number, including area code
- 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

Common

5,195,395,454

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Letter dated 11 May 2017 to the Securities and Exchange Commission regarding the submission of the new Manual of Corporate Governance as required by SEC Memorandum Circular No. 19, series of 2016.

### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

11 May 2017 Date

Jannette Virata Sevilla Compliance Officer

<sup>\*</sup> Print name and title of the signing officer under the signature.



11 May 2017

### SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex Roxas Boulevard, Pasay City

Attention:

Justina F. Callangan,

Director, Corporate Governance and Finance Department

Vicente Graciano P. Felizmenio, Jr.

Director, Markets and Securities Regulation Department

Re:

SEC Memorandum Circular No. 19, series of 2016

Revised Manual of Corporate Governance

Dear Director Callangan and Director Felizmenio:

Further to SEC Memorandum Circular No. 19, series of 2016, we submit along with this letter a revised Manual of Corporate Governance of CEMEX HOLDINGS PHILIPPINES, INC.

Thank you.

Very truly yours,

Jannette Virata Sevilla Compliance Officer

### REVISED MANUAL OF CORPORATE GOVERNANCE

#### OF

### CEMEX HOLDINGS PHILIPPINES, INC.

### Article 1: Definition of Terms

- a) Corporate Governance the system of stewardship and control to guide organizations in fulfilling their long-term economic, moral, legal and social obligations towards their stakeholders. It is a system of direction, feedback and control using regulations, performance standards and ethical guidelines to hold the Board and senior management accountable for ensuring ethical behavior reconciling long-term customer satisfaction with shareholder value to the benefit of all stakeholders and society
- b) Corporation CEMEX HOLDINGS PHILIPPINES, INC.
- c) BSP the Bangko Sentral ng Pilipinas
- d) Board of Directors or Board the governing body elected by the stockholders that exercises the corporate powers of a corporation, conducts all business and controls its properties
- e) CEMEX subsidiaries or affiliates of CEMEX, S.A.B. de C.V, but excluding direct or indirect subsidiaries of the Corporation or entities in respect of which the Corporation exercises management control
- f) Exchange an organized market place or facility that brings together buyers and sellers, and executes trades of securities and/or commodities
- g) Management the body given the authority by the Board of Directors to implement the policies it has laid down in the conduct of the business of the Corporation composed of its principal executives
- h) Independent Director a person who, apart from his fees and shareholdings, is independent of Management and the controlling shareholder, and is free from any business or other relationship which could, or could reasonably be perceived to, materially interfere with his exercise of independent judgment in carrying out his responsibilities as a director
- i) Executive director a director who has the executive responsibility of day-to-day operations of a part or the whole of the organization
- j) Non-executive director a director who has no executive responsibility and does not perform any work related to the operation of the Corporation
- k) Non-audit work the other services offered by an external auditor to a corporation that are not directly related and relevant to its statutory audit functions, such as, accounting, payroll, bookkeeping, reconciliation, computer project management, data processing, or information technology outsourcing services, internal audit, and other services that may compromise the independence and objectivity of an external auditor
- Internal control a process designed and effected by the Board of Directors, senior management and all levels of personnel to provide reasonable assurance on the achievement of objective through efficient and effective operations; reliable, complete and timely financial and management information, and compliance with applicable laws, regulations and the organization's policies and procedures
- m) Internal control system the framework under which internal controls are developed and implemented (alone or in concert with other policies or procedures) to manage and control a particular risk or business activity, or combination of risks or business activities, to which the corporation is exposed
- n) Internal audit an independent and objective assurance activity designed to add value to and improve the corporation's operations, and help it accomplish its objectives by providing a systematic and disciplined approach in the evaluation and improvement of the effectiveness of risk management, control and governance processes
- o) Internal audit department a department or unit of the corporation and its consultants, if any, that provide independent and objective assurance services in order to add value to and improve the corporation's operations

- p) Internal auditor the highest position in the corporation responsible for internal audit activities. If internal audit activities are performed by outside service providers, he is the person responsible for overseeing the service contract, the overall quality of these activities, and follow-up of engagement results
- q) Related Party the Corporation's subsidiaries, as well as affiliates and any party (including their subsidiaries, affiliates and special purpose entities) that the Corporation exerts direct or indirect control over or that exerts direct or indirect control over the Corporation; the Corporation's directors and officers, stockholders and related interests (DOSRI), and their close family members, as well as corresponding persons in affiliated companies; includes such other person or juridical entity whose interest may pose a potential conflict with the interest of the Corporation
- r) Related Party Transactions a transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged; includes not only transactions that are entered into with related parties, but also outstanding transactions that are entered into with an unrelated party that subsequently becomes a related party
- s) Stakeholders any individual, organization or society at large who can either affect and/or be affected by the Corporation's strategies, policies, business decisions and operations, in general; includes, among others, customers, creditors, employees, suppliers, investors, as well as the government and community in which the Corporation operates
- t) SEC- the Securities and Exchange Commission of the Philippines

### Article 2: Rules of Interpretation

- A) All references to the masculine gender in the salient provisions of this Revised Manual shall likewise cover the feminine gender.
- B) All doubts or questions that may arise in the interpretation or application of this Revised Manual shall be resolved in favor of promoting transparency, accountability and fairness to the stockholders and investors of the corporation.

### Article 3: Board Governance

The Board of Directors (the "Board") is primarily responsible for the governance of the corporation. Corollary to setting the policies for the accomplishment of the corporate objectives, it shall provide an independent check on Management.

### A) Composition of the Board

The Board of Directors shall have seven (7) members, at least two (2) or twenty percent (20%), whichever is lesser, of whom shall be independent directors, who shall be elected individually by the Corporation's stockholders entitled to vote at the annual meeting, and shall hold office for one year and until their successors are elected and qualified in accordance with the By-laws of the corporation.

The membership of the Board may be a combination of executive and non-executive directors (which include independent directors) in order that no director or small group of directors can dominate the decision-making process.

The non-executive directors should possess such qualifications and stature that would enable them to effectively participate in the deliberations of the Board.

The Board should be composed of directors with a collective working knowledge, experience or expertise that is relevant to the Corporation's industry. The Board should always ensure that it has an appropriate mix of competence and expertise and that its members remain qualified for their positions individually and

collectively, to enable it to fulfill its roles and responsibilities and respond to the needs of the organization based on the evolving business environment and strategic direction.

#### B) Multiple Board Seats

The Board may consider the adoption of guidelines on the number of directorships that its members can hold in stock and non-stock corporations. The optimum number should take into consideration the capacity of a director to diligently and efficient perform his duties and responsibilities. The President/Chief Executive Officer (CEO) and other executive directors may be covered by a lower indicative limit for membership in other boards. In any case, any limitation on membership in other boards should not apply to board seats in the subsidiaries, affiliates or other related companies of the Corporation.

#### C) The Chair and Chief Executive Officer

As much as practicable, the positions of Chairman and President/CEO must not be held by the same individual. The President of the Corporation shall be the CEO.

The duties and responsibilities of the Chairman in relation to the Board include, among others, the following:

- (i) Makes certain that the meeting agenda focuses on strategic matters, including the overall risk appetite of the corporation, considering the developments in the business and regulatory environments, key governance concerns, and contentious issues that will significantly affect operations;
- (ii) Guarantees that the Board receives accurate, timely, relevant, insightful, concise, and clear information to enable it to make sound decisions;
- (iii) Facilitates discussions on key issues by fostering an environment conducive for constructive debate and leveraging on the skills and expertise of individual directors;
- (iv) Ensures that the Board sufficiently challenges and inquires on reports submitted and representations made by Management;
- (v) Assures the availability of proper orientation for first-time directors and continuing training opportunities for all directors; and
- (vi) Makes sure that performance of the Board is evaluated at least once a year and discussed/followed up on.

#### D) Qualifications of Directors

In addition to the qualifications for membership in the Board provided for in the Corporation Code, Securities Regulation Code and other relevant laws, a director of the corporation shall have the following qualifications:

- (i) College education or equivalent academic degree;
- (ii) Practical understanding of the business of the corporation;
- (iii) Membership in good standing in relevant industry, business or professional organizations; and
- (iv) Previous business experience.

#### E) Disqualification of Directors

(i) Permanent Disqualification

The following shall be grounds for the permanent disqualification of a director:

a) Any person convicted by final judgment or order by a competent judicial or administrative body of any crime that (a) involves the purchase or sale of securities, as defined in the Securities Regulation Code; (b) arises out of the person's conduct as an underwriter, broker, dealer, investment adviser, principal, distributor, mutual fund dealer, futures commission merchant, commodity trading advisor, or floor broker, or (c)

- arises out of his fiduciary relationship with a bank, quasi-bank, trust company, investment house or as an affiliated person of any of them;
- b) Any person who, by reason of misconduct, after hearing, is permanently enjoined by a final judgment or order of the SEC, BSP or any court or administrative body of competent jurisdiction from: (a) acting as underwriter, broker, dealer, investment adviser, principal distributor, mutual fund dealer, futures commission merchant, commodity trading advisor, or floor broker; (b) acting as director or officer of a bank, quasi-bank, trust company, investment house, or investment company; (c) engaging in or continuing any conduct or practice in any of the capacities mentioned in subparagraphs (a) and (b) above, or willfully violating the laws that govern securities and banking activities.

The disqualification shall also apply if (a) such person is currently the subject of an order of the SEC, BSP or any court or administrative body denying, revoking or suspending any registration, license or permit issued to him under the Corporation Code, Securities Regulation Code or any other law administered by the SEC or BSP, or under any rule or regulation issued by the Commission or BSP, (b) such person has otherwise been restrained to engage in any activity involving securities and banking; or (c) such person is currently the subject of an effective order of a self-regulatory organization suspending or expelling him from membership, participation or association with a member or participant of the organization;

- c) Any person convicted by final judgment or order by a court or competent administrative body of an offense involving moral turpitude, fraud, embezzlement, theft, estafa, counterfeiting, misappropriation, forgery, bribery, false affirmation, perjury or other fraudulent acts;
- d) Any person who has been adjudged by final judgment or order of the SEC, BSP, court, or competent administrative body to have willfully violated, or willfully aided, abetted, counseled, induced or procured the violation of any provision of the Corporation Code, Securities Regulation Code or any other law administered by the SEC or BSP, or any of its rules, regulations or orders;
- e) Any person earlier elected as independent director who becomes an officer, employee or consultant of the same corporation;
- f) Any person judicially declared as insolvent;
- g) Any person found guilty by final judgment or order of a foreign court or equivalent financial regulatory authority of acts, violations or misconduct similar to any of the acts, violations or misconduct enumerated in sub-paragraphs (a) to (e) above;
- h) Conviction by final judgment of an offense punishable by imprisonment for more than six (6) years, or a violation of the Corporation Code committed within five (5) years prior to the date of his election or appointment; and
- i) Other grounds as the SEC may provide in accordance with its legal mandate.

#### (ii) Temporary Disqualification

The Board may provide for the temporary disqualification of a director for any of the following reasons:

- a) Absence in more than fifty percent (50%) of all regular and special meetings of the Board during his incumbency, or any twelve (12) month period during the said incumbency, unless the absence is due to illness, death in the immediate family or serious accident. The disqualification shall apply for purposes of the succeeding election.
- b) Dismissal or termination for cause as director of a publicly-listed company, public company, registered issuer of securities and holder of a secondary license from the SEC.

The disqualification shall be in effect until he has cleared himself from any involvement in the cause that gave rise to his dismissal or termination.

- c) If the beneficial equity ownership of an independent director in the Corporation or its subsidiaries and affiliates exceeds two percent (2%) of the subscribed capital stock. The disqualification shall be lifted if the limit is later complied with.
- d) If any of the judgments or orders cited in the grounds for permanent disqualification has not yet become final.

A temporarily disqualified director shall, within sixty (60) business days from such disqualification, take the appropriate action to remedy or correct the disqualification. If he fails or refuses to do so for unjustified reasons, the disqualification shall become permanent.

(iii) All nominations for Directors to be elected by the stockholders of the Corporation shall be submitted in writing to the Corporate Secretary of the Corporation at the principal office of the corporation not earlier than fifty (50) business days nor later than thirty-two (32) business days prior to the date of the regular or special meeting of stockholders for the election of Directors. Nominations which are not submitted within such period shall not be valid. Only a stockholder of record entitled to notice of and to vote at the regular or special meeting of the stockholders for the election of Directors shall be qualified to be nominated and elected a Director of the Corporation.

The Nomination Committee shall prepare a list of all nominees for directors which shall be subject to the review and confirmation by the Board of Directors. The list of nominees for Directors as determined by the Nomination Committee, upon confirmation by a majority vote of the Board of Directors, shall be final and binding upon the stockholders and no other nominations shall be entertained or allowed during the annual meeting of the stockholders, provided that no nominee to the Board of Directors shall be disqualified without due process.

The Board of Directors, by majority vote, shall review the qualifications of all nominees to the Board. It may also, in the exercise of its discretion, and by a 3/4 vote of its members, disqualify a nominated shareholder who, in the Board of Directors' judgment represents an interest adverse to or in conflict with those of the Corporation. Without limiting the generality of the foregoing, a person shall be deemed to be so engaged:

- a) If he is an officer, manager or controlling person of, or the owner (either of record or beneficially) of at least 10% of any outstanding class of shares of any corporation (other than the one in which the corporation owns at least 30% of the capital stock) engaged in a business which the Board, by at least 3/4 vote, determines to be antagonistic to that of the Corporation;
- b) If the Board of Directors, in the exercise of its judgment in good faith, determines by at least 3/4 vote that he is the nominee of any person set forth in (i) above.

In determining whether or not a person is a controlling person, beneficial owner, or the nominee of another, the Board of Directors may take into account such factors as business and family relationships. For the proper implementation of this provision all nominations for election of directors by the stockholders shall be submitted in writing to the Corporate Secretary not earlier than fifty (50) business days nor later than thirty-two (32) business days before the date of the regular/annual or special meeting of stockholders of the Corporation for the election of Directors.

#### F) Independent Directors

- (i) An Independent Director means a person who, apart from his fees and shareholdings, is independent of Management and free from any business or other relationship which could, or could reasonably be perceived to, materially interfere with his exercise of independent judgment in carrying out his responsibilities as a director in the Corporation and includes, among others, any person who:
  - a) Is not, or has not been in the five years immediately preceding the election as Independent Director, a senior officer or employee of the Corporation, unless there has been a change in the controlling ownership of the Corporation;
  - b) Is not, and has not been in the three years immediately preceding the election, a non-independent director of the Corporation; a director, officer, employee of the Corporation's subsidiaries, associates, affiliates or related companies; or a director, officer, employee of the Corporation's substantial shareholders and its related companies;
  - c) Has not been appointed in the Corporation, its subsidiaries, associates, affiliates or related companies as Chairman "Emeritus," "Ex-Officio" Director/Officer or Member of any Advisory Board, or otherwise appointed in a capacity to assist the Board in the performance of its duties and responsibilities within three years immediately preceding his election as Independent Director;
  - d) Does not own more than two percent (2%) of the shares of the Corporation, its subsidiaries, associates, affiliates or related companies;
  - e) Is not related to any director, officer or substantial shareholder of the Corporation, any of its related companies or any of its substantial shareholders. For this purpose, relatives include spouse, parent, child, brother, sister, and the spouse of such child, brother, or sister.
  - f) Is not acting as a nominee or representative of any director of the Corporation or any of its related companies;
  - g) Is not a securities broker-dealer of listed companies and registered issuers of securities. "Securities broker-dealer" refers to any person holding any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal stockholder, nominee of the firm to the Exchange, an associated person or salesman, and an authorized clerk of the broker or dealer;
  - h) Has not been employed as an executive officer of another company where any of the Corporation's executives serve as directors;
  - i) Is not retained, either personally or through his firm or any similar entity, as professional adviser, consultant, agent or counsel of the Corporation, any of its related companies and/or any of its substantial shareholders, or is otherwise independent of Management and free from any business or other relationship within the three years immediately preceding the date of his election as Independent Director;
  - j) Has not engaged and does not engage in any transaction with the Corporation and/or with any of its related companies and/or with any of its substantial shareholders, whether by himself and/or with other persons and/or through a firm of which he is a partner and/or a company of which he is a director or substantial shareholder, other than transactions which are conducted at arms-length and are immaterial.
  - k) Is not affiliated with any non-profit organization that receives significant funding from the Corporation or any of its related companies or substantial shareholders; and
  - l) Has not been convicted by final judgment of an offense punishable by imprisonment for a period exceeding six (6) years of a violation of the Securities Regulation Code committed within five (5) years prior to the date of the Independent Director's election.

- (ii) Any controversy or issue arising from the selection, nomination or election of independent directors shall be resolved by the SEC by appointing Independent Directors from the list of nominees submitted by the stockholders.
- (iii) The term "related companies" are those companies which are the Corporation's holding company, its subsidiaries, or a subsidiary of its holding company.
- (iv) The term "substantial shareholder" is any person who is directly or indirectly the beneficial owner of more than ten percent (10%) of any class of the Corporation's equity security.
- (v) An Independent Director shall have the following qualifications:
  - a) He shall have at least one (1) share of stock of the corporation;
  - b) He shall be at least a college graduate or he shall have been engaged or exposed to the business of the corporation for at least five (5) years;
  - c) He shall possess integrity/probity; and
  - d) He shall be assiduous.
- (vi) No person shall qualify as an Independent Director under the following circumstances or causes:
  - a) His beneficial security ownership exceeds two percent (2%) of the outstanding capital stock of the Corporation; or
  - b) Fails, without any justifiable cause, to attend at least 50% of the total number of Board meetings.
- (vii) Nomination and Election of Independent Directors
  - a) Nomination of Independent Directors shall be conducted by the Nomination Committee prior to a stockholders' meeting. All recommendations shall be signed by the nominating stockholders together with the acceptance and conformity by the would-be nominees.
  - b) The Nomination Committee shall pre-screen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for Independent Director/s.
  - c) After the nomination, the Nomination Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for Independent Directors, which list shall be made available to the SEC and to all stockholders through the information statement. The name of the person or group of persons who recommended the nomination of the independent director shall be identified in such report including any relationship with the nominee.
  - d) Only nominees whose names appear on the Final List of Candidates shall be eligible for election as Independent Directors. No other nominations shall be entertained after the Final List of Candidates shall have been prepared. No further nominations shall be entertained or allowed on the floor during the actual meeting.
- (viii) In case of resignation, disqualification, or cessation of independent directorship and only after notice has been made to the SEC within five (5) days from such resignation, disqualification or cessation, the vacancy shall be filled by the vote of at least a majority of the remaining directors, if still constituting a quorum, upon the nomination of the Nomination Committee. Otherwise, the vacancies shall be filled by the stockholders in a regular or special meeting called for that purpose. An Independent Director so elected to fill a vacancy shall serve only for the unexpired term of his predecessor in office.

#### G) Responsibilities, Duties and Functions of the Board

#### (i) General Responsibility

It is the Board's responsibility to foster the long-term success of the corporation, and to sustain its competitiveness and profitability in a manner consistent with its corporate objectives and the best interests of its stockholders and other stakeholders.

The Board shall formulate the corporation's vision, mission, strategic objectives, policies and procedures that shall guide its activities, including the means to effectively monitor Management's performance.

#### (ii) Duties and Functions

To ensure a high standard of best practice for the corporation, its stockholders and other stakeholders, the Board shall conduct itself with honesty and integrity in the performance of, among others, the following duties and functions:

- a) Implement a process for the selection of directors who can add value and contribute independent judgment to the formulation of sound corporate strategies and policies, appoint competent, professional, honest and highly-motivated management officers, and adopt an effective succession planning program for Management
- b) Provide sound strategic policies and guidelines to the corporation on major capital expenditures. Establish programs that can sustain its long-term viability and strength. Periodically evaluate and monitor the implementation of such policies and strategies, including the business plans, operating budgets and Management's overall performance.
- c) Ensure the corporation's faithful compliance with all applicable laws, regulations and best business practices.
- d) Establish and maintain an investor relations program that will keep the stockholders informed of important developments in the corporation. If feasible, the Corporation's President/CEO or chief financial officer shall exercise oversight responsibility over this program.
- e) Identify the corporation's stakeholders in the community in which the corporation operates or are directly affected by its operations, and formulate a clear policy of accurate, timely, and effective communication with them.
- f) Adopt a system of checks and balances within the Board. A regular review of the effectiveness of such system should be conducted to ensure the integrity of the decision-making and reporting processes at all times. There should be a continuing review of the corporation's internal control system in order to maintain its adequacy and effectiveness.
- g) Identify key risk areas and performance indicators and monitor these factors with due diligence to enable the corporation to anticipate and prepare for possible threats to its operational and financial viability.
- h) Formulate and implement policies and procedures that would ensure the integrity and transparency of related party transactions between and among the Corporation and its parent company, joint ventures, subsidiaries, associates, affiliates, major stockholders, officers and directors, including their spouses, children and dependent siblings and parents, and of interlocking director relationships by members of the Board.
- Constitute an Audit Committee, Nomination Committee and such other committees it deems necessary to assist the Board in the performance of its duties and responsibilities.
- j) Establish and maintain an alternative dispute resolution system in the corporation that can amicably settle conflicts or differences between the corporation and its stockholders, and the corporation and third parties, including the regulatory authorities.

- k) Meet at such times or frequency as needed, and at least as often as required in the Bylaws. The minutes of such meetings should be duly recorded. Independent views during Board meetings shall be encouraged and given due consideration.
- l) Keep the activities and decisions of the Board within its authority under the articles of incorporation and By-laws, and in accordance with existing laws, rules and regulations.
- m) Appoint a Compliance Officer who shall have the rank of at least a senior Vice President or an equivalent position or designation with adequate stature and authority in the Corporation. In the absence of such appointment, the Corporate Secretary, who shall be a lawyer, shall act as Compliance Officer.
- n) Cause the Corporation to participate in the Corporate Governance Survey using the ASEAN Corporate Governance Scorecard as an instrument.
- o) The Board is primarily responsible to the stockholders and other stakeholders for financial reporting and control, and should provide to all stockholders and stakeholders relevant and timely information about the Corporation, including but not limited to an annual report of the Corporation's performance, position and prospects through publicly available reports submitted to the Commission.

#### H) Specific Duties and Responsibilities of a Director

A director's office is one of trust and confidence. A director should act in the best interest of the corporation in a manner characterized by transparency, accountability and fairness. He should also exercise leadership, prudence and integrity in directing the corporation towards sustained progress.

A director should observe the following norms of conduct:

(i) Conduct fair business transactions with the corporation, and ensure that his personal interest does not conflict with the interests of the corporation.

The basic principle to be observed is that a director should not use his position to profit or gain some benefit or advantage for himself and/or his related interests. He should avoid situations that may compromise his impartiality. If an actual or potential conflict of interest may arise on the part of a director, he should fully and immediately disclose it and should not participate in the decision-making process. A director who has a continuing material conflict of interest should seriously consider resigning from his position.

A conflict of interest shall be considered material if the director's personal or business interest is antagonistic to that of the corporation, or stands to acquire or gain financial advantage at the expense of the corporation.

(ii) Devote the time and attention necessary to properly and effectively perform his duties and responsibilities

A director should devote sufficient time to familiarize himself with the corporation's business. He should be constantly aware of, and knowledgeable with, the corporation's operations to enable him to meaningfully contribute to the Board's work. He should attend and actively participate in Board and committee meetings, review meeting materials and, if called for, ask questions or seek explanation.

#### (iii) Act judiciously

Before deciding on any matter brought before the Board, a director should carefully evaluate the issues and, if necessary, make inquiries and request clarification.

#### (iv) Exercise independent judgment

A director should view each problem or situation objectively. If a disagreement with other directors arises, he should carefully evaluate and explain his position. He should not be afraid to take an unpopular position. Corollarily, he should support plans and ideas that he thinks are beneficial to the corporation.

(v) Have a working knowledge of the statutory and regulatory requirements that affect the corporation, including its articles of incorporation and by-laws, the rules and regulations of the Commission and, where applicable, the requirements of relevant regulatory agencies.

A director shall keep abreast with industry developments and business trends in order to promote the corporation's competitiveness.

#### (vi) Observe confidentiality

A director should keep secure and confidential all non-public information he may acquire or learn by reason of his position as director. He should not reveal confidential information to unauthorized persons without the authority of the Board.

#### I) Internal Control Responsibilities of the Board

The control environment of the corporation consists of (a) the Board which ensures that the corporation is properly and effectively managed and supervised; (b) a Management that actively manages and operates the corporation in a sound and prudent manner; (c) the organizational and procedural controls supported by effective management information and risk management reporting systems; and (d) an independent audit mechanism to monitor the adequacy and effectiveness of the corporation's governance, operations, and information systems, including the reliability and integrity of financial and operational information, the effectiveness and efficiency of operations, the safeguarding of assets, and compliance with laws, rules, regulations and contracts.

- (i) The minimum internal control mechanisms for the performance of the Board's oversight responsibility include:
  - a) The definition of the duties and responsibilities of the President/CEO who is ultimately accountable for the corporation's organizational and operational controls;
  - b) Selection of the person who possesses the ability, integrity and expertise essential for the position of President/CEO;
  - c) Evaluation of proposed senior management appointments;
  - d) Selection and appointment of qualified and competent management officers; and
  - e) Review of the corporation's human resource program for employees, and management succession plan.
- (ii) An internal audit system shall be created by the Board that can reasonably assure the Board, Management and stockholders that its key organizational and operational controls are faithfully complied with. The Board shall appoint an Internal Auditor to perform the audit function, and shall require him to make periodic reports. The Internal Auditor shall be guided by the International Standards on Professional Practice of Internal Auditing.

#### J) Board Meetings and Quorum Requirements

- Members of the Board should attend regular and special meetings of the Board in person or via teleconference or videoconference or by any other technological means allowed by the SEC;
- (ii) The Board may, to promote transparency, require the presence of at least one (1) Independent Director in all of its meetings. However, the absence of an independent director shall not affect the quorum requirement if he is duly notified of the meeting but notwithstanding such notice fails to attend.
- (iii) The Board shall meet at least 4 times each calendar year. It shall hold a meeting before the start of the financial year, immediately after the annual meeting of the stockholders, at least once every quarter, and on such other days that it may designate. Meetings may be convened by the Chairman or at least upon the request of three (3) directors.
- (iv) Quorum for the transaction of corporate business shall be dependent on the current articles of incorporation of the corporation, but in no case shall be less than a majority of the directors.
- (v) A sworn certification on the directors' record of attendance in Board meetings shall be submitted to the Commission on or before 30 January of the following year.

#### K) Remuneration of Directors and Officers

- (i) The Board of Directors shall have the sole authority, in accordance with the By-laws, to determine the amount, form and structure of the fees and other compensation of the directors.
- (ii) In no case shall the total yearly compensation of directors received for the discharge of duties as members of the Board of Directors or adhoc members of Committees of the corporation exceed the maximum threshold if any applicable under relevant law or regulation.
- (iii) From the effective date of this Revised Manual, no director shall be involved in deciding his own remuneration during his incumbent term.
- (iv) To ensure effectiveness of holding directors accountable and to attract competent persons as directors, the corporation may purchase at its own expense liability insurance coverage for its directors.
- (v) The corporation's annual reports and information and proxy statements shall include a clear, concise and understandable disclosure of all fixed and variable compensation that may be paid, directly or indirectly to its directors and top four (4) Management officers during the preceding fiscal year.
- (vi) The corporation understands that the Commission may, in exceptional cases such as receivership or rehabilitation, regulate the payment of the compensation, allowances, fees and fringe benefits to its directors and officers.

#### L) Board Committees

The Board may create such committees as it may deem necessary to support it in the performance of its functions and in accordance with the By-laws of the Corporation and to aid in good governance.

#### (i) Nomination Committee

a) The nomination committee shall be composed of at least three (3) directors, at least one of whom shall be an Independent Director. The Board may from time to time increase the membership of the committee, and appoint additional members therein, who may or may not be directors of the corporation.

The Board shall designate one (1) member of the committee, who must be an Independent Director, as its chairman.

- b) The committee shall have the following functions:
  - 1. Review and monitor the structure, size and composition of the Board and make recommendations to ensure compliance with applicable laws, rules and regulations as well as the corporation's By-laws and this Revised Manual.
  - Install and maintain a process to ensure that all directors to be nominated for election at the next annual stockholders meeting have the qualifications and none of the disqualifications.
  - 3. Encourage the selection of a mix of competent directors, each of whom can add value and contribute independent judgment to the formulation of sound corporate strategies and policies.
  - 4. Review and evaluate the qualifications of persons nominated to positions which require appointment by the Board, and provide guidance and advice as necessary for such appointments.
  - 5. Review succession plans for members of the Board and other officers, as required.
  - 6. Assess the effectiveness of the Board's processes and procedures in the election or replacement of Board members and in appointing officers or advisers, and develop, update and recommend to the Board policies for considering nominees for directors and officers, and
  - 7. Perform such other duties and responsibilities that may be delegated by the Board from time to time.
- c) The committee shall hold meetings at least [twice] a year at a time and place determined by its chairman.

#### (ii) Audit Committee

- a) There shall be an Audit Committee composed of at least three (3) members, at least two (2) of whom shall be Independent Directors and at least one (1) of whom shall have accounting and finance background. The Independent Director shall chair the committee and shall be responsible for ensuring the effective interaction among the committee members, with management, and the internal and external auditors. Each member shall have an adequate understanding of accounting and auditing principles in general and of the corporation's business, including the financial management systems and environment in particular.
- b) The committee shall have the following functions:
  - Assist the Board in the performance of its oversight responsibility for the financial reporting process, system of internal control, audit process, and monitoring of compliance with applicable laws, rules and regulations;
  - 2. Provide oversight over Management's activities in managing credit, market, liquidity, operational, legal and other risks of the corporation. This function shall include regular receipt from Management of information on risk exposures and risk management activities.
  - 3. Perform oversight functions over the corporation's internal and external auditors. It should ensure that the internal and external auditors act independently from each other, and that both auditors are given unrestricted access to all records, properties and personnel to enable them to perform their respective audit functions.

- 4. Review the annual internal audit plan to ensure its conformity with the objectives of the corporation. The plan shall include the audit scope, resources and budget necessary to implement it.
- 5. Prior to the commencement of the audit, discuss with the external auditor the nature, scope and expenses of the audit, and ensure proper coordination if more than one audit firm is involved in the activity to secure proper coverage and minimize duplication of efforts.
- Organize an internal audit department and consider the appointment of an independent internal auditor and the terms and conditions of its engagement and removal.
- Monitor and evaluate the adequacy and effectiveness of the corporation's internal control system, including financial reporting control and information technology security.
- 8. Review the reports submitted by the internal and external auditors.
- 9. Review and approve the quarterly, half-year and annual financial statements before their submission to the Boards, with particular focus on the following matters:
  - Any change/s in accounting policies and practices
  - Areas where a significant amount of judgment has been exercised by Management
  - Significant adjustments resulting from the audit
  - Going concern assumptions
  - Compliance with accounting standards
  - Compliance with tax, legal and regulatory requirements
- 10. Coordinate, monitor and facilitate compliance with laws, rules and regulations.
- 11. Evaluate and determine the non-audit work, if any, of the external auditor, and review periodically the non-audit fees paid to the external auditor in relation to their significance to the total annual income of the external auditor and to the corporation's overall consultancy expenses. The committee shall disallow any non-audit work that will conflict with his duties as an external auditor or may pose a threat to his independence. The non—audit work, if allowed, should be disclosed in the corporation's annual report.
- 12. Establish and identify the reporting line of the internal Auditor to enable him to properly fulfil his duties and responsibilities. He shall functionally report directly to the Audit Committee.

The Audit Committee shall ensure that, in the performance of the work of the internal Auditor, he shall be free from interference by outside parties.

The internal Auditor must be independent of the Philippine operations and should report to the regional or corporate headquarters.

#### M) Corporate Secretary

The Corporate Secretary must be a Filipino citizen and a resident of the Philippines. As an officer of the Corporation, he must:

- Assist the Board and its committees of the Board in the conduct of their respective meetings, including preparing an annual schedule of Board and committee meetings and the annual board calendar, and assisting the respective chairpersons of the Board and its committees to set agendas for those meetings;
- (ii) Be responsible for the safekeeping and preservation of the integrity of the minutes of the meetings of the Board and its committees, as well as the other official records of the corporation;

- (iii) Work fairly and objectively with the Board, Management, stockholders and other stakeholders;
- (iv) Advise on the establishment of board committees and their terms of reference;
- (v) If he is not at the same time the Corporation's legal counsel, he must be aware of the laws, rules and regulations necessary in the performance of his duties and responsibilities;
- (vi) Inform the members of the Board, in accordance with the By-laws, of the agenda of their meetings and ensure that the members have before them accurate information that will enable them to arrive at intelligent decisions on matters that require their approval;
- (vii) Attend all Board meetings, except when justifiable causes, such as illness, death in the immediate family and serious accidents, prevent him from doing so;
- (viii) Perform required administrative functions;
- (ix) Oversee the drafting of the by-laws and ensures that they conform with regulatory requirements;
- (x) If he is also the Compliance Officer, perform all the duties and responsibilities as such officer;
- (xi) Perform such other duties and responsibilities as may be required by the SEC in accordance with its legal mandate.

#### N) The Compliance Officer

The Board shall appoint a Compliance Officer, who should have a rank of senior Vice President or an equivalent position or designation with adequate stature and authority in the corporation, and who shall report directly to the Chairman of the Board. He shall perform the following duties:

- (i) Ensures proper on-boarding of new directors, specifically orientation on the Corporation's business, articles of incorporation and by-laws, among others);
- (ii) Monitors, reviews, evaluates and ensures the compliance by the corporation, its members of the Board and its officers with this Revised Manual, the relevant laws, , rules and regulations and all governance issuances of regulatory agencies;
- (iii) Reports to the Board in case violations of the matters referred to in sub-clause (ii) above are found and recommends to the Board the imposition of appropriate disciplinary action on the responsible parties;
- (iv) Ensures the integrity and accuracy of all documentary submissions to regulators;
- (v) Appears before the SEC when summoned in relation to compliance with this Revised Manual;
- (vi) Collaborates with other departments of the Corporation to properly address compliance issues, which may be subject to investigation;
- (vii) Identifies possible areas of compliance issues and works towards the resolution of the same;
- (viii) Ensures the attendance by members of the Board and principal officers to relevant trainings; and
- (ix) Performs such other duties and responsibilities as may be required by the SEC in accordance with its legal mandate.

#### Article 4: Reserved Matters

Any amendment, revision, extension or supplement to the following material terms and conditions of the Corporation's license agreements involving the trademark and other intellectual properties of, and service agreements with, CEMEX shall require the affirmative vote of both independent directors:

- a) royalty/license fee or service fee, as applicable, payable to CEMEX; and
- b) term of the agreement.

#### Article 5: Adequate and Timely Information

The Corporation should maintain a comprehensive and cost-efficient communication channel for disseminating relevant information, including media and analysts' briefings.

To enable the members of the Board to properly fulfil their duties and responsibilities, Management should provide them with complete, adequate and timely information about the matters to be taken in their meetings.

Reliance on information volunteered by Management is insufficient in all circumstances and further inquiries must be made by a member of the Board to enable him to properly perform his duties and responsibilities. Members of the Board are given independent access to Management and the Corporate Secretary.

The information provided should, as applicable, include a background or explanation on matters brought before the Board, disclosures, budgets, forecasts and internal financial documents.

The members, either individually or as a Board, and in furtherance of their duties and responsibilities, should have access to independent professional advice at the corporation's expense.

#### Article 6: Accountability and Audit

A) The Board is primarily accountable to the stockholders. It should provide them with a balanced and comprehensible assessment of the corporation's performance, position and prospects on a quarterly basis, including interim and other reports that could adversely affect its business, as well as reports to regulators that are required by law.

Thus, it is essential that Management provide all members of the Board with accurate and timely information that would enable the Board to comply with its responsibilities to the stockholders.

Management should formulate, under the supervision of the Audit Committee, the rules and procedures on financial reporting and internal control in accordance with the following guidelines:

- The extent of its responsibility in the preparation of the financial statements of the corporation, with the corresponding delineation of the responsibilities that pertain to the external auditor, should be clearly explained;
- (ii) An effective system of internal control that will ensure the integrity of financial reports and protection of the assets of the corporation for the benefit of all stockholders and other stakeholders.
- (iii) On the basis of the approved audit plans, internal audit examinations should cover, at the minimum, the evaluation of the adequacy and effectiveness of controls that cover the corporation's governance, operations and information systems, including the reliability and integrity of financial and operational information, effectiveness and efficiency of operations, protection of assets, and compliance with contracts, laws, rules and regulations;
- (iv) The Corporation shall consistently comply with the financial reporting requirements of the SEC;
- (v) The external auditor shall be rotated or changed every five (5) years or earlier, or the signing partner of the external auditing firm assigned to the corporation, should be changed with the same frequency. The Internal Auditor shall submit to the Audit Committee and Management an annual report on the internal audit department's activities, responsibilities and performance relative to the audit plans and strategies as approved by the Audit Committee. The annual report shall include significant risk exposures, control issues and such other matters as may be needed or requested by the Board and Management. The Internal Auditor should certify that he conducts his activities in accordance with the International Standards on the Professional Practice of Internal Auditing. If he does not, he shall disclose to the Board and Management the reasons why he has not fully complied with said standards.

B) The Board, after consultations with the Audit Committee, shall recommend to the stockholders an external auditor duly accredited by the Commission who shall undertake an independent audit of the corporation, and shall provide an objective assurance on the manner by which the financial statements shall be prepared and presented to the stockholders. The external auditor shall not, at the same time, provide internal audit services to the corporation. Non-audit work may be given to the external auditor, provided it does not conflict with his duties as an independent auditor, or does not pose a threat to his independence.

If the external auditor resigns, is dismissed or ceases to perform his services, the reason/s for and the date of effectivity of such action shall be reported in the corporation's annual and current reports. The report shall include a discussion of any disagreement between him and the corporation on accounting principles or practices, financial disclosures or audit procedures which the former auditor and the corporation failed to resolve satisfactorily. A preliminary copy of the report shall be given by the corporation to the external auditor before its submission.

If the external auditor believes that any statement made in an annual report, information statement or any report filed with the Commission or any regulatory body during the period of his engagement is incorrect or incomplete, he shall give his comments or views on the matter in the said reports.

#### Article 7: Stockholders' Rights and Protection of Minority Stockholders' Interests

- A) The Board shall respect the rights of the stockholders as the same are provided for in the Corporation Code, namely:
  - (i) Right to vote on all matters that require their consent or approval;
  - (ii) Right to inspect corporate books and records;
  - (iii) Right to information;
  - (iv) Right to dividends; and
  - (v) Appraisal right.
- B) The Board shall be transparent and fair in the conduct of the annual and special stockholders' meetings of the corporation. The stockholders shall be encouraged to personally attend such meetings. If they cannot attend, they should be apprised ahead of time of their right to appoint a proxy. Subject to the requirements of the By-laws, the exercise of that right shall not be unduly restricted and any doubt about the validity of a proxy shall be resolved in the stockholder's favor.

It is the duty of the Board to promote the rights of the stockholders, remove impediments to the exercise of those rights and provide an adequate avenue for them to seek timely redress for breach of their rights.

The Board shall take the appropriate steps to remove excessive or unnecessary costs and other administrative impediments to the stockholders' meaningful participation in meetings, whether in person or by proxy. Accurate and timely information should be made available to the stockholders to enable them to make a sound judgment on all matters brought to their attention for consideration or approval.

Although all stockholders should be treated equally or without discrimination, the Board shall give minority stockholders the right to propose the holding of meetings and the items for discussion in the agenda that relate directly to the business of the Corporation.

C) The Investor Relations Office (IRO) of the Corporation shall ensure constant engagement with stockholders including liaising with stockholders at every stockholders' meetings.

#### Article 8: Governance Self-Rating System

The Board may by resolution create an internal self-rating system that can measure the performance of the Board and Management in accordance with the criteria provided for in this Revised Manual.

The creation and implementation of such self-rating system, if applicable, including its salient features, shall be disclosed in the Corporation's SEC Form 17-A (Annual Report).

#### Article 9: Disclosure and Transparency

The essence of corporate governance is transparency. Thus, all material information about the corporation which could adversely affect its viability or the interests of its stockholders and other stakeholders should be publicly and timely disclosed. Such information should include, among others, earnings results, acquisition or disposition of assets, off balance sheet transactions, related party transactions, and direct and indirect remuneration of members of the Board and Management.

The Board shall therefore commit at all times to full disclosure of material information dealings. It shall cause the filing of all required information through the appropriate Exchange mechanisms for listed companies and submissions to the SEC for the interest of its stockholders and other stakeholders.

#### Article 10: Commitment to Good Corporate Governance

The Corporation shall establish and implement its corporate governance rules in accordance with this Revised Manual, the Corporation Code, the Securities Regulation Code and its Implementing Rules and Regulations, and the various issuances of the SEC. This Revised Manual shall be made available for inspection by any stockholder at reasonable hours on business days.

#### Article 11: Regular Review of the Manual and Scorecard

An annual scorecard on the scope, nature and extent of the actions taken by the Corporation to meet the principles and recommendations of the SEC Code of Corporate Governance for Publicly-Listed Companies which took effect on January 1, 2017, and this Revised Manual, shall be accomplished and submitted to the SEC.

This Revised Manual shall be subject to review as the need arises in order to take into account the Corporation's changing needs, business, technological and environmental conditions, and regulatory requirements. Any recommended changes to the Manual shall be subject to approval by the Board.

#### Article 12: Effectivity

This Revised Manual is approved by the Board of Directors on May 10, 2017 and takes effect immediately.

Joaquin Miguel Estrada Suarez Chairman of the Board Jannette Virata Sevilla
Compliance Officer





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



- 1. 25 May 2017
  Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC.

  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. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 Issuer's telephone number, including area code
- 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

Common

5,195,395,454



11. Indicate the item numbers reported herein: Item 9 - Other Events

On 23 May 2017 (New York Time), CEMEX, S.A.B. de C.V. ("CEMEX"), the ultimate parent company of CEMEX HOLDINGS PHILIPPINES, INC. ("CHP"), announced that it decided to implement internal organizational changes to strengthen its business in order to create more value for the organization. The changes are in line with the organization's objectives of exposing its executives to a variety of geographical and interdisciplinary experiences and increasing the diversity of their knowledge and capabilities.

Among the changes announced are (a) the appointment of Pedro Jose Palomino, the current President and Chief Executive Officer of CHP, as President for CEMEX in Spain, and (b) the appointment of Ignacio Alejandro Mijares Elizondo, current Strategic Vice President for CEMEX in Mexico, as country head for CEMEX in the Philippines. Both appointments will become effective on 1 July 2017.

As of the date of this report, there is no change in CHP's board of directors or senior management. Changes that arise at CHP as a result of the internal reorganization announced by CEMEX will be subject to the fulfillment of the relevant internal corporate approvals at CHP and will be made in compliance with applicable requirements to CHP. Any changes at the board of directors or senior management of CHP will be timely disclosed.

#### **SIGNATURES**

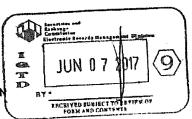
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

25 May 2017 Date

Jannette Virata Sevilla Compliance Officer



#### 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.	7 June 2017 Date of Report (Date of earliest event report	ed)	
2.	SEC Identification Number CS201518815 3.	BIR Tax Identification No	. 009-133-917-000
4.	CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charte	er	
5.	Metro Manila, Philippines	6.	(SEC Use Only)
	Province, country or other jurisdiction of incorporation	Industry Classification Co	ode:
7.	34 <sup>th</sup> Floor, Petron Mega Plaza Building, 358 Address of principal office	Sen. Gil J. Puyat Avenue,	Makati City 1200 Postal Code
8.	+632 849-3600 Issuer's telephone number, including area coo	de	
9.	N/A Former name or former address, if changed s	since last report	
10.	. Securities registered pursuant to Sections 8 a	and 12 of the SRC or Section	ns 4 and 8 of the RSA
	Title of Each Class	Number of Shares of Outstanding and Amount	
	Common Shares	5,195,395	,454

11. Indicate the item numbers reported herein:

Item 4 - Resignation, Removal or Election of Registrant's Directors or Officers Item 9 - Other events

Please refer to the attachment listing the results of the Annual Stockholders' Meeting of CEMEX HOLDINGS PHILIPPINES, INC. held on 7 June 2017.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

7 June 2017 Date

Jannette Virata Sevilla Corporate Secretary



#### **RESULTS OF THE ANNUAL STOCKHOLDERS' MEETING**

Background/Description of the Disclosure:

Results of the Annual Stockholders' Meeting of CHP held on 7 June 2017

List of elected directors for the ensuring year with their corresponding shareholdings in CHP:

Name of Person	Shareholdings in the Listed Company		Nature of Indirect Ownership/Other Remarks
73.30%	Direct	Indirect	
Paul Vincent Arcenas	1	0	in PCD account; held in trust/qualifying share
Joaquin Miguel Estrada Suarez	1	0	in PCD account; held in trust/qualifying share
Hugo Enrique Losada Barriola	100	0	in PCD account
Pedro Jose Palomino	300,001	0	In PCD account; 1 share held in trust/qualifying share
Alfredo Panlilio	1001	0	1000 in PCD account
Vincent Paul Piedad	1	0	in PCD account; held in trust/qualifying share
Pedro Roxas	1001	0	1000 in PCD account

Messrs Alfredo Panlilio and Pedro Roxas are independent directors.

External Auditor appointed: R.G. Manabat & Co.

List of other material resolutions, transactions and corporate actions approved by the stockholders:

- 1. Approval of the Minutes of the June 3, 2016 Stockholders' Meeting
- 2. Approval of the Audited Financial Statements as of December 31, 2016
- 3. Ratification and Approval of the Acts of the Board of Directors and Management since the June 3, 2016 Stockholders' Meeting
- 4. Amendment of Section 1, Article II of the By-laws of the Corporation revising the date for holding the annual stockholders' meeting to the first Wednesday of June of each year



#### 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.	7 June 2017	ne 2017	
	Date of Report (Date of earliest event reported	of Report (D	ted)

- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- CEMEX HOLDINGS PHILIPPINES, INC.
   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:

- 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
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- 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

Common Shares

5,195,395,454



11. Indicate the item numbers reported herein:

Item 4 - Resignation, Removal or Election of Registrant's Directors or Officers Item 9 - Other events

Please refer to the attachment listing the results of the Organizational Meeting of the Board of Directors of CEMEX HOLDINGS PHILIPPINES, INC. held on 7 June 2017.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

7 June 2017 Date

Jannette Virata Sevilla Corporate Secretary



#### RESULTS OF THE ORGANIZATIONAL MEETING OF THE BOARD OF DIRECTORS

<u>Background/Description of the Disclosure</u>:
Results of the Organizational Meeting of the Board of Directors held on 7 June 2017

List of Elected Executive Officers of CHP for the Ensuing Year with their corresponding shareholdings in CHP:

Name of Person	Position/Designation	Shareholdings in the Listed Company		Nature of Indirect Ownership/Other Remarks	
		Direct	Indirect		
Joaquin Miguel Estrada Suarez	Chairman of the Board of Directors	1	0	in PCD account; held in trust/qualifying share	
Pedro Jose Palomino	President & Chief Executive Officer	300,001	0	in PCD account; 1 share held in trust/qualifying share	
Vincent Paul Piedad	Treasurer & Chief Financial Officer	1	0	in PCD account; held in trust/qualifying share	
Paul Vincent Arcenas	Vice President	1	0	in PCD account; held in trust/qualifying share	
Hugo Enrique Losada Barriola*	Vice President	100	0	in PCD account	
Roberto Martin Javier	Vice President	0	0	W1.0.1.0.0	
Michael Martin Teotico	Vice President	0	0		
Ma. Virginia Ongkiko Eala	Vice President	0	0		
Jannette Virata Sevilla	Corporate Secretary	1	0	in PCD account; held in trust/qualifying share	
Elvira Oquendo	Assistant Corporate Secretary	0	0	The second secon	

<sup>\*</sup> The appointment of Mr. Hugo Enrique Losada Barriola as Vice President of CHP is effective upon securing his corresponding working permit and working visa from the Department of Labor and Employment and the Bureau of Immigration.

### <u>List of Committees and Membership</u>: A. **Audit Committee**

Chairman - Pedro Roxas (independent director)

Member - Alfredo Panlilio (independent director)

Member - Vincent Paul Piedad

В. **Nomination Committee** 

Chairman - Alfredo Panlilio (independent director) Member - Pedro Roxas (independent director)

Member - Paul Vincent Arcenas

List of other material resolutions, transactions and corporate actions approved by the Board of Directors:

The Board of Directors re-confirmed the following previous appointments:

Compliance Officer - Jannette Virata Sevilla Internal Auditor - Rolando Valentino Regional Business Services Organization & Procurement Director - Vincent Paul Piedad

Legal Director - Elvira Oquendo Tax Director - Adrian Bancoro

Energy Director - Eduardo Bernardo Pons Martinez \*\*
Technical Director - Jens Christian Enemark Lund \*\*

\*\* The appointments of Messrs Pons and Lund are effective upon securing their respective working permits and visas.



#### 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

- 4 July 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- CEMEX HOLDINGS PHILIPPINES, INC.
   Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines



(SEC Use Only)

Province, country or other jurisdiction of incorporation

**Industry Classification Code:** 

- 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 Issuer's telephone number, including area code
- 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

Common Shares

5,195,395,454



11. Indicate the item numbers reported herein: Item 4 - Resignation, Removal or Election of Registrant's Directors or Officers

During the meeting of the Board of Directors of CEMEX Holding Philippines ("CHP") held on 4 July 2017, the Board of Directors:

- (a) accepted the resignation of Mr. Pedro Jose Palomino as member of the Board of Directors and President & Chief Executive Officer thereby rendering effective said resignation,
- (b) elected Mr. Ignacio Alejandro <u>Mijares</u> Elizondo as new member of the Board of Directors to serve for the unexpired term of Mr. Palomino's directorship, and
- (c) elected Mr. Ignacio Alejandro Mijares Elizondo as President & Chief Executive Officer.

The election of Mr. Mijares as President & Chief Executive Officer shall become effective upon securing the corresponding working permit and working visa for said position from the Department of Labor and Employment and the Bureau of Immigration, respectively.

As of the date of this report, Mr. Mijares holds one (1) share of CHP.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC.
Issuer

4 July 2017 Date

Jannette Virata Sevilla Corporate Secretary



SEC FORM 17-C



OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

- 21July 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- CEMEX HOLDINGS PHILIPPINES, INC. 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:

- 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

Common

5,195,395,454



11. Indicate the item numbers reported herein: Item 9 - Other Events

CEMEX Holding Philippines, Inc. ("CHP") Issued its announcement that it will present its 2<sup>nd</sup> Quarter 2017 results on Thursday, July 27, 2017 at 10:00AM GMT+08, by way of hosting a conference call and webcast presentation to discuss these results. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call by connecting to a dial-in number.

The attached Press Release dated 21 July 2017 has further details.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

21 July 2017 Date

Jannette Virata Sevilla
Compliance Officer

<sup>\*</sup> Print name and title of the signing officer under the signature.

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### CEMEX HOLDINGS PHILIPPINES TO PRESENT SECOND QUARTER 2017 RESULTS ON JULY 27, 2017

MANILA, PHILIPPINES, JULY 21, 2017 — CEMEX Holdings Philippines, Inc. ("CHP") (PSE: CHP), announced today that it will present its second quarter 2017 results on Thursday, July 27, 2017

CHP will host a conference call and webcast presentation on this same date at 10:00 AM GMT+08 to discuss these results. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call through the following details:

Dial-in Numbers:

Philippines

180016510607

International

+65 67135090

Passcode:

55863978

The briefing materials for the presentation will be posted prior to the scheduled conference call on www.cemexholdingsphilippines.com, after the same have been posted on edge.pse.com.ph. CHP reserves the right to revise the time or postpone the conference call in the event that circumstances necessitate the change.

###

The information to be disclosed in the event referenced in this press release contains forward-looking statements and information that are necessarily subject to risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of CHP to be materially different from those expressed or implied in this release. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described herein. CHP assumes no obligation to update or correct the information contained in this press release.



#### 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

- 26 July 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- CEMEX HOLDINGS PHILIPPINES, INC.
   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:

- 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

Common Shares

5,195,395,454



#### 11. Indicate the item numbers reported herein: Item 9 - Other Events

During the meeting of the Board of Directors of CEMEX Holding Philippines, Inc. ("CHP") held on 26 July 2017, Mr. Vincent Paul Piedad offered to resign as member of the Audit Committee in order to further enhance the oversight functions of the Audit Committee. The Board of Directors accepted the resignation of Mr. Piedad and appointed Mr. Hugo Enrique Losada Barriola as new member of the committee, with immediate effect.

The resulting composition of the Audit Committee of CHP is: Mr. Pedro Roxas (Chairman; independent director), Mr. Alfredo S. Panlilio (member; Independent director) and Mr. Losada (member).

Mr. Piedad remains a member of the Board of Directors and the Treasurer & Chief Financial Officer of CHP.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

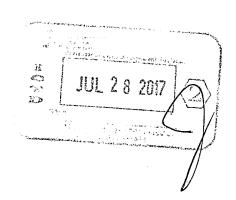
26 July 2017 Date

Jannette Virata Sevilla Corporate Secretary

#### 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. 27 July 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines



Province, country or other jurisdiction of incorporation

Industry Classification Code:

- 7. 34th Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Postal Code Address of principal office
- 8. +632 849-3600 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

Common

5,195,395,454

SEC Form 17-C December 2003

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11. Indicate the item numbers reported herein: Item 9 - Other Events

CEMEX HOLDINGS PHILIPPINES, INC. ("CHP") released its briefing materials (attached) for the conference call and webcast presentation held on 27 July 2017 to discuss 2<sup>nd</sup> Quarter 2017 results of CHP. These materials were posted prior to the conference call/webcast on edge.pse.com.ph and CHP's website, www.cemexholdingsphilippines.com.

CHP also issued its Press Release dated 27 July 2017 announcing its financial and operating highlights for the  $2^{nd}$  Quarter 2017 (attached).

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

27July 2017 Date

Jannette Virata Sevilla Compliance Officer Signature and Title\*

\* Print name and title of the signing officer under the signature.



#### 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

- 11 August 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines



(SEC Use Only)

Province, country or other jurisdiction of incorporation

Industry Classification Code:

- 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 Issuer's telephone number, including area code
- 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

Common

5,195,395,454



11. Indicate the item numbers reported herein: Item 9 - Other Events

On 7 August 2017, the Securities and Exchange Commission approved the Amended By-Laws of CEMEX HOLDINGS PHILIPPINES, INC. ("CHP"). The Certificate of Filing of Amended By-Laws and the Amended By-Laws of CHP (both attached) were released on 9 August 2017.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

11 August 2017 Date

Jannette Virata Sevilla
Compliance Officer
Signature and Title\*

<sup>\*</sup> Print name and title of the signing officer under the signature.



### REPUBLIC OF THE PHILIPPINES

#### SECURITIES AND EXCHANGE COMMISSION

Ground Floor. Secretariat Building, PICC City Of Pasay, Metro Manila

**COMPANY REG. NO. CS201518815** 

# OF AMENDED BY-LAWS

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended By-Laws of

#### CEMEX HOLDINGS PHILIPPINES, INC.

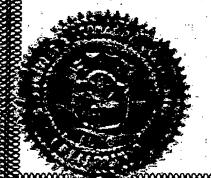
copy annexed, adopted on March 08, 2017 by majority vote of the Board of Directors and on June 07, 2017 by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and majority of the said Board was approved by the Commission on this date pursuant to the provisions of Section 48 of the Corporation Code of the Philippines Batas Pambansa Blg. 68, approved on May 1, 1980, and copies thereof are filed with the Commission.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this \_\_\_\_\_\_\_ day of August, Twenty Seventeen.

FERDINAND B. SALES

Director

Company Registration and Monitoring Department



#### AMENDED BY-LAWS

OF

#### CEMEX HOLDINGS PHILIPPINES, INC.

### ARTICLE I SUBSCRIPTION, ISSUANCE AND TRANSFER OF SHARES

Section 1. Subscriptions - Subscribers to the capital stock of the corporation shall pay the value of the stock in accordance with the terms and conditions prescribed by the Board of Directors. Unpaid subscriptions shall not earn interest unless determined by the Board of Directors.

Section 2. Certificate - The stockholder shall be entitled to one or more certificates for fully paid stock subscriptions in his name in the books of the corporation. The certificates shall contain the matters required by law and the Articles of Incorporation. They shall be in such form and design as may be determined by the Board of Directors and numbered consecutively. The certificate shall be signed by the President, countersigned by the Secretary or Assistant Secretary, and sealed with the corporate seal.

Section 3. Transfer of Shares - Subject to the restrictions, terms and conditions contained in the Articles of Incorporation, shares may be transferred, sold, assigned or pledged by delivery of the certificates duly indorsed by the stockholder, his attorney-in-fact, or other legally authorized person. The transfer shall be valid and binding on the Corporation only upon record thereof in the books of the Corporation. The Secretary shall cancel the stock certificates and issue new certificates to the transferee.

No shares of stock against which the Corporation holds any unpaid claim shall be transferable in the books of the Corporation.

All certificates surrendered for transfer shall be stamped "Cancelled" on the face thereof, together with the date of cancellation, and attached to the corresponding stub with the certificate book.

Section 4. Lost Certificates - In case any stock certificate is lost, stolen, or destroyed, a new certificate may be issued in lieu thereof in accordance with the procedure prescribed under Section 73 of the Corporation Code.

Section 5. Addresses - Every stockholder and transferee shall furnish the Secretary or transfer agent with his address to which notices may be served upon or mailed to him. If any stockholder shall fail to designate any change in such address, corporate notices shall be deemed properly served upon him by delivery or mail directed to him at his last known postal address. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

### ARTICLE II MEETINGS OF STOCKHOLDERS

Section 1. Annual / Regular Meetings - The annual / regular meetings of stockholders shall be held at the principal office of the Corporation on the 1<sup>st</sup> Wednesday of June of each year. If such date falls on a legal holiday, then the meeting shall be held on the following business day. (As approved by the Board of Directors on 8 March 2017 and the Stockholders on 7 June 2017)

Section 2. Special Meeting - The special meetings of stockholders, for any purpose or purposes, may at any time be called by any of the following: (a) the Board of Directors at its own instance, or (b) at the written request of stockholders representing a majority of the outstanding capital stock, or (c) the President.

Section 3. Place of Meeting - Stockholders meetings, whether regular or special, shall be held at the principal office of the corporation or at any place designated by the Board of Directors within the city or municipality where the principal office of the corporation is located.

Section 4. Notice of Meeting - Notices for regular or special meetings of stockholders may be sent by the Secretary by personal delivery or by mail at least thirty (30) business days prior to the date of the meeting to each stockholder of record at his last known address. The notice shall state the place, date and hour of the meeting, and the purpose or purposes for which the meeting is called.

When the meeting of stockholders is adjourned to another time or place, it shall not be necessary to give any notice of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken. At the reconvened meeting, any business may be transacted that might have been transacted on the original date of the meeting. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 5. Quorum - Unless otherwise provided by law, in all regular or special meetings of stockholders, shareholders representing a majority of the outstanding capital stock must be present or represented in order to constitute a quorum. If no quorum is constituted, the meeting shall be adjourned until the requisite amount of stock shall be present.

Section 6. Conduct of Meeting - Meetings of the stockholders shall be presided over by the President, or in his/her absence, by a chairman to be chosen by the stockholders. The Secretary shall act as Secretary of every meeting, but if the Secretary is not present, the chairman of the meeting shall appoint a secretary of the meeting.

Section 7. Manner of Voting - At all meetings of stockholders, a stockholder may vote in person or by proxy. Unless otherwise provided in the proxy, such proxy shall be valid only for the meeting at which it has been presented to the Secretary. All proxies must be in the hands of the Secretary before the time set for the meeting. Proxies filed with the Secretary may be revoked by the stockholders either in an instrument in writing duly presented and recorded with the Secretary prior to a scheduled meeting, or by their personal presence at the meeting.

Section 8. Closing of Transfer Books or Fixing of Record Date - For the purpose of determining the stockholders entitled to notice of, or to vote at, any meeting of stockholders or any adjournment thereof or to receive payment of any dividend, the Board of Directors may provide that the stock and transfer books be closed for at least twenty (20) days immediately preceding such meeting. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

## ARTICLE III BOARD OF DIRECTORS

Section 1. Powers of the Board - Unless otherwise provided by law, the corporate powers of the Corporation shall be exercised, all business conducted and all property of the Corporation controlled and held by the Board of Directors to be elected by and from among the stockholders. Without prejudice to such powers as may be granted by law, the Board of Directors shall also have the following powers:

- a.) From time to time, to make and change rules and regulations not inconsistent with these By-laws for the management of the Corporation's business and affairs;
- b.) To purchase, receive, take or otherwise acquire for and in the name of the Corporation, any and all properties, rights, or privileges, including securities and bonds of other corporations, for such consideration and upon such terms and conditions as the Board may deem proper or convenient;
- c.) To invest the funds of the Corporation in other corporations or for purposes other than those for which the Corporation was organized, subject to such stockholders' approval as may be required by law;
- d.) To incur such indebtedness as the Board may deem necessary, to issue evidence of indebtedness including without limitation, notes, deeds of trust, bonds, debentures, or securities, subject to such stockholders approval as may be required by law, and/or pledge, mortgage, or otherwise encumber all or part of the properties of the Corporation;
- e.) To establish pension, retirement, bonuses, or other types of incentives or compensation plans for the employees, including officers and directors of the Corporation;
- f.) To prosecute, maintain, defend, compromise or abandon any lawsuit in which the Corporation or its officers are either plaintiffs or defendants in connection with the business of the Corporation;
- g.) To delegate from time to time, any of the powers of the Board which may lawfully be delegated in the course of the current business of the Corporation to any standing or special committee, or to any officer or agent, and to appoint any person to be agent of the Corporation with such powers and upon such terms as may be deemed fit;
- h.) To implement these By-laws and to act on any matter not covered by these By-laws, provided such matter does not require the approval or consent of the stockholders under the Corporation Code.

Section 2. Election and Term - The members of the Board of Directors shall be elected during each regular meeting of stockholders and shall hold office for one (1) year and until their successors are elected and qualified.

The Directors of the Corporation shall be elected by plurality vote at the annual meeting of the stockholders for that year at which a quorum is present. At each election for Directors every stockholder shall have the right to vote, in person or by proxy, the number of shares owned by him for as many persons as there are directors to be elected, or to cumulate his votes by giving one candidate as many votes as the number of such Directors multiplied by the number of shares shall equal, or by distributing such votes as the same principle among any number of candidates. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 3. Vacancies - Any vacancy occurring in the Board of Directors other than by removal by the stockholders or by expiration of term, may be filled by the vote of at least a majority of the remaining Directors, if still constituting a quorum; otherwise, the vacancy must be filled by the stockholders at a regular or at any special meeting of stockholders called for the purpose. A Director so elected to fill a vacancy shall be elected only for the unexpired term of his/her predecessor in office.

The vacancy resulting from the removal of a Director by the stockholders in the manner

provided by law may be filled by election at the same meeting of stockholders without further notice, or at any regular or at any special meeting of stockholders called for the purpose, after giving notice as prescribed in these By-laws.

Section 4. Meetings - Regular meetings of the Board of Directors shall be held at least once a year on such dates and at places as may be called by the Chairman of the Board, or upon the request of a majority of the Directors.

Section 5. Notice - Notice of the regular or special meetings of the Board, specifying the date, time and place of the meeting, shall be communicated by the Secretary to each director personally, or by telephone, telegram, email, or by written message. A Director may waive this requirement, either expressly or impliedly.

Section 6. Quorum - A majority of the number of Directors as fixed in the Articles of Incorporation shall constitute a quorum for the transaction of corporate business and every decision of at least a majority of the Directors present at a meeting at which there is a quorum shall be valid as a corporate act, except for the election of officers and other matters required under applicable law which must be approved by the vote of a majority of all the members of the Board. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 7. Conduct of the Meetings - Meetings of the Board of Directors shall be presided over by the Chairman of the Board, or in his/her absence, by any other Director chosen by the Board. The Secretary, shall act as secretary of every meeting, if not present, the Chairman of the meeting, shall appoint a secretary of the meeting.

Any Director may attend the meetings of the Board of Directors through teleconferencing or videoconferencing (i.e. conferences or meetings through electronic medium or telecommunications where participants who are not physically present are located at different local or international places). For such purpose, the following guidelines shall be observed in conducting meetings via teleconferencing or videoconferencing:

- (a) The secretary of the meeting shall assume the following responsibilities:
  - (i) to safeguard the integrity of the meeting via teleconferencing or videoconferencing;
  - (ii) to find good teleconferencing or videoconferencing equipment and facilities;
  - (iii) to record the proceedings and prepare the minutes of the meeting;
  - (iv) to store for safekeeping and mark the tape recording(s) and/or other electronic recording mechanism as part of the records of the Corporation.
- (b) The Secretary shall send out the notices of the meeting to all Directors in accordance with the manner of giving notice as stated in these By-laws. The notice shall include the following:
  - (i) Inquiry on whether the Director will attend physically or through teleconferencing or videoconferencing;
  - (ii) Contact number(s) of the Secretary and office staff whom the Director may call to notify and state whether he shall be physically present or attend through teleconferencing or videoconferencing;
  - (iii) Agenda of the meeting;
  - (iv) All documents to be discussed in the meeting, including attachments, shall be

numbered and duly marked by the Secretary in such a way that all the Directors, physically or electronically present, can easily follow, refer to the documents and participate in the meeting.

- (c) If the Director chooses to attend the meeting via teleconferencing or videoconferencing, he shall give notice of at least two (2) days prior to the scheduled meeting to the Secretary. This notice requirement may be waived, either expressly or impliedly. The Secretary shall be informed of the concerned Director's contact number(s). In the same way, the Secretary shall inform the Director concerned of the contact number(s) he will call to join the meeting. The Secretary shall keep the records of the details, and on the date of the scheduled meeting, confirm and note such details as part of the minutes of the meeting. In the absence of arrangements made pursuant to these By-Laws, it is presumed that the director will physically attend the scheduled meeting of the Board of Directors.
- (d) At the start of the scheduled meeting, a roll call shall be made by the secretary of the meeting. Every Director and participant shall state, for the record, the following:
  - (i) Full Name;
  - (ii) Location;
  - (iii) For those attending through teleconferencing or videoconferencing, he/she shall:
    - (1) confirm that he/she can completely and clearly hear the others who can clearly hear him/her at the end of the line;
    - (2) state whether he/she has received the agenda and all the materials for the meeting;
    - (3) specify the type of electronic or telecommunications device being used at his/her end.

Thereafter, the secretary of the meeting shall confirm and note the contact numbers being used by the Directors and participants not physically present. After the roll call, the secretary of the meeting may certify the existence of a quorum.

(e) During the course of the meeting where attendance is made through teleconferencing or videoconferencing, all participants shall identify themselves for the record, before speaking and must clearly hear and/or see each other in the course of the meeting. If a person fails to identify himself/herself, the secretary of the meeting shall quickly state the identity of the last speaker. If the person speaking is not physically present and the secretary of the meeting is not certain of the identity of the speaker, the secretary of the meeting must inquire to elicit a confirmation or correction.

If a motion is objected to and there is a need to vote and divide the Board, the secretary of the meeting shall call the roll and note the vote of each Director who should identify himself/herself.

If a statement of a Director or participant who is attending the meeting via teleconferencing or videoconferencing is interrupted or garbled, the secretary of the meeting shall request for a repeat or reiteration, and if need be, the secretary of the meeting shall repeat what he/she heard the Director or participant was saying for confirmation or correction.

(f) The Secretary shall require all the Directors who attended the meeting, whether personally or through teleconferencing or videoconferencing, to sign the minutes of the meeting to dispel all doubts on matters taken up during the meeting.

Section 8. Compensation - The members of the Board of Directors shall be entitled to receive compensation as such for the discharge of the duties of supervision and collegiate decision-making proper to said management body. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 9. Independent Directors - As a publicly listed company, the Corporation shall conform to the requirement to have such number of independent directors who are possessed of such qualifications as may be required by law and the Corporate Governance Manual of the Corporation. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 10. Board Committees - The Board of Directors shall constitute an Audit Committee and a Nomination Committee. In addition, the Board of Directors may create other purely internal committees or commissions with the powers determined by the Board of Directors. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 11. Audit Committee - The Board of Directors shall create a permanent Audit Committee as an internal informational and consultative body without executive duties, but vested with reporting, advisory and proposal-making powers in its area of activity.

The Audit Committee shall consist of a minimum of three (3) appointed by the Board of Directors one of whom shall be an independent director and another with knowledge and experienced in matters of accountancy or audit, or both. The Chairman of the Audit Committee will be an independent director.

The Board of Directors may appoint a Secretary of the Audit Committee who does not need to be a director.

The Audit Committee shall have the powers established by Law as well as any additional powers assigned to it by the Board of Directors. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 12. Nomination Committee - The Board of Directors shall create a Nomination Committee to review and evaluate the qualifications of all persons nominated to the Board and other appointments that require Board approval, and to assess the effectiveness of the Board's processes and procedures in the election or replacement of directors.

The Nomination Committee shall be formed by a minimum of three (3) directors appointed by the Board of Directors, one of whom must be an independent director. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

## ARTICLE IV OFFICERS

Section 1. Election / Appointment - Immediately after their election, the Board of Directors shall formally organize by electing the Chairman of the Board, President, one or more Vice-Presidents, the Treasurer, and the Secretary at said meeting. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

The Board may, from time to time, appoint such other officers as it may determine to be necessary or proper. Any two (2) or more positions may be held concurrently by the same person, except that no one person shall act as President and Treasurer or Secretary at the same time.

Section 2. Chairman - The Chairman of the Board of Directors shall preside at the meetings of the directors. He/She shall also exercise such powers and perform such duties as the Board of Directors may assign to him/her. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 3. President - The President shall be the Chief Executive Officer of the Corporation and shall exercise the following functions:

- a.) To preside at the meetings of the stockholders;
- b.) To initiate and develop corporate objectives and policies and formulate long range projects, plans and programs for the approval of the Board of Directors, including those for executive training, development and compensation;
- c.) To supervise and manage the business affairs of the Corporation <u>pursuant to</u> the direction of the Board of Directors;
- d.) To implement the administrative and operational policies of the Corporation under his supervision and control;
- e.) Subject to guidelines prescribed by law, to appoint, remove, suspend or discipline employees of the Corporation, prescribe their duties, and determine their salaries;
- f.) To oversee the preparation of the budgets and the statements of accounts of the corporation;
- g.) To represent the Corporation at all functions and proceedings;
- h.) To execute on behalf of the Corporation all contracts, agreements and other instruments affecting the interests of the Corporation which require the approval of the Board of Directors;
- i.) To make reports to the Board of Directors and stockholders;
- j.) To sign certificates of stock; and
- k.) To perform such other duties as are incident to his/her office or are entrusted to him/her by the Board of Directors.

The President may assign the exercise or performance of any of the foregoing powers, duties and functions to any officer(s), subject always to his direct supervision and control. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 4. The Vice-President - The Vice-President shall have such powers and shall perform such duties as may from time to time be assigned to him by the Board of Directors or by the President. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 5. The Secretary - The Secretary must be a resident and a citizen of the Philippines. He/She shall have the following specific powers and duties: (As approved by the Board of Directors and the Stockholders on 7 March 2016)

a.) To record the minutes and transactions of all meetings of the Directors and the

stockholders and to maintain minute books of such meetings in the form and manner required by law;

- b.) To keep record books showing the details required by law with respect to the stock certificates of the Corporation, including ledgers and transfer books showing all shares of the Corporation subscribed, issued and transferred;
- c.) To keep the corporate seal and affix it to all papers and documents requiring a seal, and to attest by his/her signature all corporate documents requiring the same;
- d.) To attend to the giving and serving of all notices of the Corporation required by law or these By-laws to be given;
- e.) To certify to such corporate acts, countersign corporate documents or certificates, and make reports or statements as may be required of him/her by law or by government rules and regulations;
- f.) To act as inspector at the election of Directors and, as such, to determine the number of shares of stock outstanding and entitled to vote, the shares of stock represented at the meeting, the existence of a quorum, the validity and effect of proxies, and to receive votes, ballots or consents, hear and determine questions in connection with the right to vote, count and tabulate all votes, determine the result, and do such acts as are proper to conduct the election;
- g.) To perform such other duties as are incident to his/her office or as may be assigned to him/her by the Board of Directors or the President.

Section 6. The Treasurer - The Treasurer of the Corporation shall have the following duties: (As approved by the Board of Directors and the Stockholders on 7 March 2016)

- a.) To keep full and accurate accounts of receipts and disbursements in the books of the Corporation;
- b.) To have custody of, and be responsible for, all the funds, securities and bonds of the Corporation;
- c.) To deposit in the name and to the credit of the Corporation, in such bank as may be designated from time to time by the Board of Directors, all the moneys, funds, securities, bonds, and similar valuable effects belonging to the corporation which may come under his/her control;
- d.) To render an annual statements showing the financial condition of the corporation and such other financial reports as the Board of Directors, or the President may, from time to time require;
- e.) To prepare such financial reports, statements, certifications and other documents which may, from time to time, be required by government rules and regulations and to submit the same to the proper government agencies;
- f.) To exercise such powers and perform such duties and functions as may be assigned to him/her by the President.

Section 7. Term of Office - The term of office of all officers shall be one (1) year and until their successors are duly elected and qualified. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

Section 8. Vacancies - If any position of the officers becomes vacant by reason of death, resignation, disqualification or for any other cause, the Board of Directors, by majority vote may elect a successor who shall hold office for the unexpired term. (As approved by the Board of Directors and the Stockholders on 7 March 2016)

#### ARTICLE V OFFICES

Section 1. The principal office of the Corporation shall be located at the place stated in Article III of the Articles of Incorporation. The Corporation may have such other branch offices, either within or outside the Philippines as the Board of Directors may designate.

## ARTICLE VI AUDIT OF BOOKS, FISCAL YEAR AND DIVIDENDS

Section 1. External Auditor - At the regular stockholders' meeting, the external auditor of the Corporation for the ensuing year shall be appointed. The external auditor shall examine, verify and report on the earnings and expenses of the Corporation.

Section 2. Fiscal Year - The fiscal year of the Corporation shall begin on the 1<sup>st</sup> day of January and end on the 31<sup>st</sup> day of December of each year.

Section 3. Dividends - Dividends shall be declared and paid out of the unrestricted retained earnings which shall be payable in cash, property, or stock to all stockholders on the basis of outstanding stock held by them, as often and at such times as the Board of Directors may determine and in accordance with law.

## ARTICLE VII SEAL

Section 1. Form and Inscriptions - The corporate seal shall be determined by the Board of Directors.

## ARTICLE VIII AMENDMENTS

Section 1. These By-laws may be amended or repealed by the affirmative vote of at least a majority of the Board of Directors and the stockholders representing a majority of the outstanding capital stock at any stockholders' meeting called for that purpose. However, the power to amend, modify, repeal or adopt new By-laws may be delegated to the Board of Directors by the affirmative vote of stockholders representing not less than two-thirds of the outstanding capital stock; provided, however, that any such delegation of powers to the Board of Directors to amend, repeal or adopt new By-laws may be revoked only by the vote of stockholders representing a majority of the outstanding capital stock at a regular or special meeting.

IN WITNESS WHEREOF, we, the undersigned stockholders, have adopted the foregoing By-laws and hereunto affixed our signatures on SEP 02 2015 at the City of Makati.

[signed]

PEDRO JOSE PALOMINO TIN: 204-674-687

[signed]

PAUL VINCENT ARCENAS

TIN: 102-080-637

[signed]

MARIA VIRGINIA O. EALA

TIN: 161-879-521

[signed]

ROBERTO MARTIN JAVIER

TIN: 907-378-420

[signed]

JANNETTE VIRATA SEVILLA

TIN: 107-043-155

# DIRECTORS' CERTIFICATE OF AMENDMENT OF THE SECURITIES AND EXCHANGE COMMISSION BY-LAWS

OF CEMEX HOLDINGS PHILIPPINES, INC.

JUL 7 8 2017

We, the undersigned, being a majority of the members of the Board of Directors of CEMEX HOLDINGS PHILIPPINES, INC. (the "Corporation") and the Corporate Secretary thereof, do hereby certify under oath that:

At a Meeting of the Board of Directors of the Corporation held on 8 March 2017 at 34<sup>th</sup> Floor Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City and the Annual Meeting of Stockholders of the Corporation held on 7 June 2017 at the Narra Ballroom of the I'M Hotel, Makati Avenue corner Kalayaan Avenue, Makati City, all of the members of Board of Directors and Stockholders of the Corporation owning or representing more than two-thirds (2/3) of the issued and outstanding capital stock of the Corporation, respectively, resolved to amend Section 1 of Article II of the Amended By-laws of the Corporation, as follows:

"RESOLVED, that Section 1 of Article II of the Amended By-laws of the Corporation be, as it is hereby, amended to read as follows:

Section 1. Annual/Regular Meetings - The annual/regular meetings of stockholders shall be held at the principal office of the Corporation on the 1st Wednesday of June of each year. If such date falls on a legal holiday, then the meeting shall be held on the following business day.

RESOLVED FURTHER, that the Corporation be, and it is hereby authorized to file an application with the Securities and Exchange Commission for the approval of the foregoing amendment to the By-laws of the Corporation,"

We further certify that the attached is a true, complete and correct copy of the Amended Bylaws of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 9th day of June 2017at Makati City, Metro Manila.

Pedro Jose Palomino

Chairman/Director TIN: 204-674-687

Paul Vancent Arcenas

Director

TIN: 102-080-637

Sincent Paul Piedad

Director

TIN: 112-218-784

Hugo Enrique Losada Barriola

Director

TIN: 330-388-884

Jannette Virata Sevilla Corporate Secretary TIN: 107-043-155



08252017002316



## SECURITIES AND EXCHANGE COMMISSION

SECBuilding, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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Company Representative

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Company Information

SEC Registration No. CS201518815

Company Name CEMEX HOLDINGS PHILIPPINES, INC.

Industry Classification Financial Holding Company Activities

Company Type Stock Corporation

## **Document Information**

Document ID 108252017002316

Document Type 17-C (FORM 11-C:CURRENT DISCL/RPT)

Document Code 17-C

Period Covered August 25, 2017

No. of Days Late 0
Department CFD

Remarks

## **COVER SHEET**

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## SEC FORM 17-C

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

- 1. 25 August 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines



Province, country or other jurisdiction of incorporation

Industry Classification Code:

- 7. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

Common

5,195,395,454



11. Indicate the item numbers reported herein: Item 9 - Other Events

CEMEX Holding Philippines, Inc. ("CHP") is submitting an amendment to its 2<sup>nd</sup> Quarter 2017 Report ("2Q2017 Report"), which is one of the two Investors' Briefing Materials released by the company last 27 July 2017.

The updated 2Q2017 Report contains only one revision found in the table on page 2 that pertains to Earnings per Share for last year's 2nd quarter (i.e., the 3-months period ending 30 June 2016), revising the figure from "(0.06)" to "(0.13)". The original figure was computed based on the total outstanding shares of stock of CHP during the said quarter, while the new figure is computed based on the "weighted average number of shares outstanding" for the same period.

This revision also affects the *interim* unaudited condensed consolidated financial statements of CHP for 2nd Quarter for 2016 which was filed in August 2016.

The updated briefing material will be posted on CHP's website, www.cemexholdingsphilippines.com.

## **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

25 August 2017 Date

Jannette Virata Sevilla Compliance Officer





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Company Information

SEC Registration No. CS201518815

Company Name

CEMEX HOLDINGS PHILIPPINES, INC.

Industry Classification

Financial Holding Company Activities

Company Type

Stock Corporation

#### **Document Information**

Document ID

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**Document Type** 

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17-C

Period Covered

September 07, 2017

No. of Days Late

Department

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Remarks

## **COVER SHEET**

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## SEC FORM 17-C

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

- 1. 7 September 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. 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. 34th Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office **Postal Code**
- 8. +632 849-3600 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

Common

5,195,395,454



## 11. Indicate the item numbers reported herein: Item 5 - Legal Proceedings

CEMEX Holding Philippines, Inc. ("CHP") reports on a recent development regarding the oil spill which took place two years ago in September 2015 during strong wind and heavy rains at the cement manufacturing facility of one of CHP's subsidiary, SOLID Cement Corporation ("SOLID Cement"). This incident involved the spillage of heavy fuel oil that overflowed from one of SOLID Cement's storage tanks and was among the matters disclosed in CHP's prospectus for its IPO last year.

CHP received on 6 September 2017 a copy of the resolution of the Environmental Management Bureau of the Department of Environment and Natural Resources ("EMB") relative to this oil-spill incident. While the EMB's resolution recognized SOLID Cement's swift response to the situation (including citing that the clean-up was 100% complete in seven (7) days, as well as the good results of the water sampling test conducted after the spill), the EMB imposed a fine of Php 50,000.00 for violation of the conditions of SOLID Cement's Environmental Compliance Certificate (ECC), particularly the failure to prevent the oil-spill incident from happening.

The fine will not have a material adverse impact on CHP's operations, liquidity and financial condition.

## **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

7 September 2017 Date

Jannette Virata Sevilla Compliance Officer





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Company Representative

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Company Information

SEC Registration No. CS201518815

Company Name

CEMEX HOLDINGS PHILIPPINES, INC. Industry Classification Financial Holding Company Activities

Company Type Stock Corporation

## **Document Information**

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Document Type 17-C (FORM 11-C:CURRENT DISCL/RPT)

**Document Code** 17-C

Period Covered September 27, 2017

No. of Days Late CFD

Department Remarks

## **COVER SHEET**

CS201518815

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## SEC FORM 17-C

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

- 1. 27 September 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. 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. 34th Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Ave., Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

Common

5,195,395,454



11. Indicate the item numbers reported herein: Item 4 & Item 9-

Appointment of New Officer & No Beneficial Ownership Declaration

During the meeting of the Board of Directors of CEMEX Holding Philippines ("CHP") held on 27 September 2017, the Board of Directors appointed Mr. Arturo Manrique Ramos as Vice President for Cement Operations and Technical, which appointment shall become effective upon securing his corresponding working permit and working visa from the Department of Labor and Employment and the Bureau of Immigration, respectively.

As of the date of this report, Mr. Arturo Manrique Ramos does not have beneficial ownership over any shares of CHP.

## **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

27 September 2017 Date

Jam ette Ata A Jannette Virata Sevilla Compliance Officer



110202017002520



## SECURITIES AND EXCHANGE COMMISSION

SECBuilding, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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Company Representative

Doc Source

Company Information

SEC Registration No. CS201518815

Company Name

CEMEX HOLDINGS PHILIPPINES, INC. Industry Classification Financial Holding Company Activities

Company Type Stock Corporation

## **Document Information**

Document ID 110202017002520

**Document Type** 17-C (FORM 11-C:CURRENT DISCL/RPT)

**Document Code** 17-C

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Department **CFD** 

Remarks

## **COVER SHEET**

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## SEC FORM 17-C

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

- 20 October 2017
   Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC.

  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. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

Common

5,195,395,454



11. Indicate the item numbers reported herein: Item 9 - Other Events

CEMEX Holding Philippines, Inc. ("CHP") issued its announcement that it will present its 3<sup>rd</sup> Quarter 2017 results on Friday, October 27, 2017 at 10:00AM GMT+08, by way of hosting a conference call and webcast presentation to discuss these results. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call by connecting to a dial-in number.

The attached Press Release dated 20 October 2017 has further details.

## **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

20 October 2017 Date

Jannette Virata Sevilla Compliance Officer

## Media Relations Chito Maniago +63 (2) 849-3757 chito.maniago@cemex.com

Investor Relations Pierre Co +63 (2) 849-3757 pierre.co@cemex.com



# CEMEX HOLDINGS PHILIPPINES TO PRESENT THIRD QUARTER 2017 RESULTS ON OCTOBER 27, 2017

MANILA, PHILIPPINES, OCTOBER 20, 2017 – CEMEX Holdings Philippines, Inc. ("CHP") (PSE: CHP) announced today that it will present its third quarter 2017 results on Friday, October 27, 2017.

CHP will host a conference call and webcast presentation on this same date at 10:00 AM GMT+08 to discuss these results. The live presentation can be accessed at www.cemexholdingsphilippines.com, or interested parties may access the audio-only conference call through the following details:

Dial-in Numbers:

Philippines

180016510607

International

+65 67135090

Passcode:

96911061

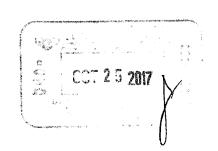
The briefing materials for the presentation will be posted prior to the scheduled conference call on www.cemexholdingsphilippines.com, after the same have been posted on edge.pse.com.ph. CHP reserves the right to revise the time or postpone the conference call in the event that circumstances necessitate the change.

###

The information to be disclosed in the event referenced in this press release contains forward-looking statements and information that are necessarily subject to risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of CHP to be materially different from those expressed or implied in this release. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described herein. CHP assumes no obligation to update or correct the information contained in this press release.

#### SEC FORM 17-C

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



1. 24 October 2017

Date of Report (Date of earliest event reported)

- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC.
- 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. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Ave., Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600

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

Common Shares

5,195,395,454



11. Indicate the item numbers reported herein: Item 4 -

Appointment of New Officers/Organizational Changes

During the meeting of the Board of Directors of CEMEX Holding Philippines ("CHP") held on 24 October 2017, the Board of Directors approved the following appointments corresponding to organizational changes at the CHP level:

- 1. Roberto Martin Javier was appointed "Vice President for Commercial Institutional Segment"; he was formerly the Vice President for Commercial (Cement)
- 2. Michael Martin Teotico was appointed "Vice President for Commercial Distribution Segment"; he was formerly the Vice President of Logistics
- 3. Edwin P. Hufemia was appointed "Vice President for Supply Chain"
- 4. Ma. Virginia del Rosario was appointed "Customer Experience Director"

These appointments are effective immediately.

As of the date of this report, Mr. Javier and Mr. Teotico do not have beneficial ownership over any shares of CHP. On the other hand, Mr. Hufemia and Ms. del Rosario will submit their respective SEC Form 23-A (Initial Statement of Beneficial Ownership of Securities).

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

24 October 2017 Date

Jann ette nta fer Jannette Virata Sevilla Compliance Officer

## SEC FORM 17-C

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



1.	27 October 2017
	Date of Report (Date of earliest event reported)

- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC.
  Exact name of issuer as specified in its charter
- 5. Metro Manila, Philippines 6. (SEC Use Only)

  Province, country or other jurisdiction of incorporation
- 34<sup>th</sup> Floor Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 Issuer's telephone number, including area code
- 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

**Common Shares** 

5,195,395,454



11. Indicate the item numbers reported herein: Item 9 - Other Events

CEMEX HOLDINGS PHILIPPINES, INC. ("CHP") released its briefing materials (attached) for the conference call and webcast presentation held on 27 October 2017 to discuss 3<sup>rd</sup> Quarter 2017 results of CHP. These materials were posted prior to the conference call/webcast on edge.pse.com.ph and CHP's website, www.cemexholdingsphilippines.com.

CHP also issued its Press Release dated 27 October 2017 announcing its financial and operating highlights for the 3<sup>rd</sup> Quarter 2017 (attached).

## **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

27 October 2017 Date

Jannette Virata Sevilla Compliance Officer Media Relations Chito Maniago +632 849 3600 chito.maniago@cemex.com Investor Relations
Pierre Co
+632 849 3600
pierre.co@cemex.com



# CEMEX HOLDINGS PHILIPPINES REPORTS THIRD QUARTER 2017 RESULTS

- Domestic cement volume in third quarter of 2017 increased 2% compared to the same period last year. Sequentially, domestic cement volumes increased 4%.
- Third quarter operating EBITDA grew 7% versus the second quarter, from PHP 753 million to PHP 803 million.

MANILA, PHILIPPINES. OCTOBER 27, 2017 - CEMEX HOLDINGS PHILIPPINES, INC. ("CHP") (PSE: CHP), announced today that domestic cement volume for the third quarter increased 2% year-on-year and 4% sequentially. Year-to-date, domestic cement volume decreased by 3% compared to the previous year.

Financial expenses for the first nine months of 2017 declined by 39% versus the same period last year as a result of the refinancing of CHP's U.S. dollar denominated loan with local debt. With the conversion and denomination to local currency, other financial expenses for the first half of the year (mostly foreign exchange losses) also declined 79% for the nine months of the year versus same period last year.

The company's net income in the first nine months of 2017 declined by 63% versus the same period last year, from PHP 1,879 million to PHP 688 million. The decrease in net income for the first nine months was mainly the result of lower prices and volumes. Prices declined in response to heightened competitive conditions.

On a sequential basis, net income increased by 48% for the guarter.

Ignacio Mijares, President & CEO of CHP, said, "CEMEX remains committed to delivering the best building materials in the market today. The company is working hard to strengthen its position and continue being the trusted partner in building the nation. We are optimistic that our customer-centric approach will drive growth for our business. CEMEX is deeply committed to its customers, stakeholders, and investors."

CHP is one of the leading cement producers in the Philippines, based on annual installed capacity. CHP produces and markets cement and cement products, such as ready-mix concrete and clinker, in the Philippines through direct sales using its extensive marine and land distribution network. Moreover, CHP's cement manufacturing subsidiaries have been operating in the Philippines with well-established brands, such as "APO," "Island," and "Rizal," each of which has a multi-decade history in the country.

CHP is an indirect subsidiary of CEMEX, S.A.B. de C.V., one of the largest cement companies in the world based on annual installed cement production capacity. The shares of CEMEX, S.A.B. de C.V. are listed on the Mexican Stock Exchange and the New York Stock Exchange.

For more information on CHP, please visit website: www.cemexholdingsphilippines.com.

#### ###

This press release contains forward-looking statements and information that are necessarily subject to risks, uncertainties and assumptions. Many factors could cause the actual results, performance or achievements of CHP to be materially different from those expressed or implied in this release, including, among others, changes in general economic, political, governmental and business conditions globally and in the countries in which CHP does business, changes in interest rates, changes in inflation rates, changes in exchange rates, the level of construction generally, changes in cement demand and prices, changes in raw material and energy prices, changes in business strategy, changes derived from events affecting CEMEX, S.A.B de C.V. and subsidiaries ("CEMEX") and various other factors. Should one or more of these risks or uncertainties materialize, or should underlying assumptions prove incorrect, actual results may vary materially from those described herein. CHP assumes no obligation to update or correct the information contained in this press release.



111162017004419



## SECURITIES AND EXCHANGE COMMISSION

SECBuilding, EDSA, Greenhills, Mandaluyong City, MetroManila, Philippines Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

## **Barcode Page**

The following document has been received:

Receiving Officer/Encoder : Jojit Licudine
Receiving Branch : SEC Head Office

Receipt Date and Time: November 16, 2017 04:33:25 PM

Received From : Head Office

Company Representative

Doc Source

Company Information

SEC Registration No. CS201518815

Company Name

CEMEX HOLDINGS PHILIPPINES, INC.

Industry Classification

Financial Holding Company Activities

Company Type

Stock Corporation

## **Document Information**

Document ID

111162017004419

**Document Type** 

17-C (FORM 11-C:CURRENT DISCL/RPT)

**Document Code** 

17-C

Period Covered

November 13, 2017

No. of Days Late

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Department

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Remarks

## **COVER SHEET**

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## SEC FORM 17-C

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

- 1. 13 November 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. 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. 34th Floor Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600 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

**Common Shares** 

5,195,395,454



#### 11. Indicate the item numbers reported herein: Item 9 - Other Events

In compliance with SEC Memorandum Circular No. 20, Series of 2013, we submit (under cover letter to the SEC dated 13 November 2017) copies of the Certificates of Attendance of the following members of the Board of Directors and key officers of CEMEX HOLDINGS PHILIPPINES, INC. (the "Company") in connection with an 8-hour Advanced Corporate Governance Training Program conducted by the Institute of Corporate Directors last 10 November 2017:

- 1. Joaquin Miguel Estrada Suarez Chairman of the Board of Directors
- 2. Ignacio Alejandro Mijares Elilzondo Member of the Board of Directors; President & CEO
- 3. Vincent Paul Piedad Member of the Board of Directors; Treasurer & CFO
- 4. Paul Vincent Arcenas Member of the Board of Directors; Vice President
- 5. Hugo Enrique Losada Barriola Member of the Board of Directors; Vice President
- 6. Ma. Virginia Ongkiko Eala Vice President
- 7. Edwin Hufemia Vice President
- 8. Roberto Martin Javier Vice President
- 9. Arturo Manrique Ramos Vice President
- 10. Michael Martin Teotico Vice President
- 11. Adrian Bancoro Director
- 12. Ma Virginia Del Rosario Director
- 13. Jens Christian Enemark Lund Director
- 14. Eduardo Bernardo Pons Martinez Director
- 15. Rolando Valentino Internal Auditor
- 16. Jannette Virata Sevilla Corporate Secretary & Compliance Officer

#### 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.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

Jannette Virata Sevilla Compliance Officer 13 November 2017 Date

SEC Form 17-C December 2003



13 November 2017

#### SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex Roxas Boulevard, Pasay City

Attention:

Rachel Esther J. Gumtang-Remalante

Officer-In-Charge, Corporate Governance and Finance Department

Vicente Graciano P. Felizmenio, Jr.

Director, Markets and Securities Regulation Department

Re:

Certificate of Attendance - Corporate Governance Training Program

#### Gentlemen:

We wish to inform your good office that the following members of the Board of Directors and key officers of CEMEX HOLDINGS PHILIPPINES, INC. (the "Company") completed on 10 November 2017 an 8-hour Advanced Corporate Governance Training Program conducted by the Institute of Corporate Directors:

- 1. Joaquin Miguel Estrada Suarez Chairman of the Board of Directors
- 2. Ignacio Alejandro Mijares Elilzondo Member of the Board of Directors; President and CEO
- 3. Vincent Paul Piedad Member of the Board of Directors; Treasurer and CFO
- 4. Paul Vincent Arcenas Member of the Board of Directors; Vice President
- 5. Hugo Enrique Losada Barriola Member of the Board of Directors; Vice President
- 6. Ma. Virginia Ongkiko Eala Vice President
- 7. Edwin Hufemia Vice President
- 8. Roberto Martin Javier Vice President
- 9. Arturo Manrique Ramos Vice President
- 10. Michael Martin Teotico Vice President
- 11. Adrian Bancoro Director
- 12. Ma Virginia Del Rosario Director
- 13. Jens Christian Enemark Lund Director
- 14. Eduardo Bernardo Pons Martinez Director
- 15. Rolando Valentino Internal Auditor
- 16. Jannette Virata Sevilla Corporate Secretary & Compliance Officer

Attached are copies of the Certificates of Attendance issued by the Institute of Corporate Directors confirming attendance.

We trust that you will find the foregoing to be in order.

Very truly yours,

Jannette Virata Sevilla Compliance Officer



### Certificate of Attendance

to

# Joaquin Miguel Estrada Suarez

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017,



### Certificate of Attendance

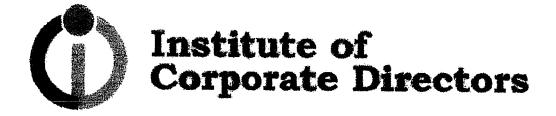
to

# Ignacio Alejandro Mijares Elilzondo

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



### Certificate of Attendance

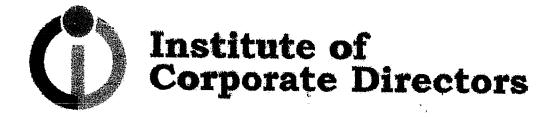
to

### Vincent Paul Piedad

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



### Certificate of Attendance

to

### **Paul Vincent Arcenas**

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



### Certificate of Attendance

to

# Hugo Enrique Losada Barriola

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City

Given this 10th day of November 2017.



### Certificate of Attendance

to

## Ma. Virginia O. Eala

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



## Certificate of Attendance

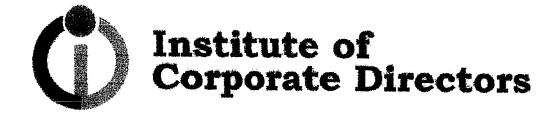
to

### **Edwin Hufemia**

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



### Certificate of Attendance

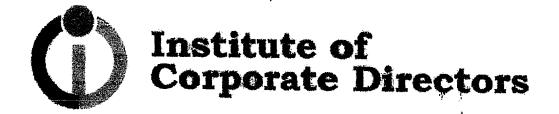
to

### **Roberto Martin Javier**

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



## Certificate of Attendance

to

## **Arturo Manrique Ramos**

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



### Certificate of Attendance

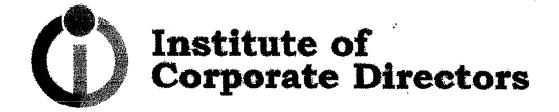
to

# **Michael Martin Teotico**

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



### Certificate of Attendance

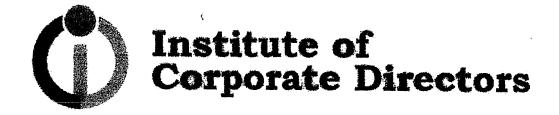
to

### Adrian Bancoro

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



### Certificate of Attendance

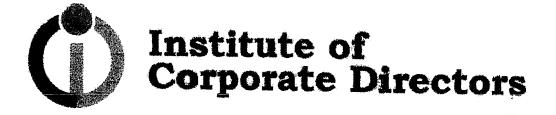
to

## Ma. Virginia Del Rosario

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



## Certificate of Attendance

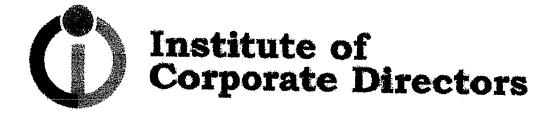
to

# Jens Christian Enemark Lund

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



## Certificate of Attendance

to

# **Eduardo Bernardo Pons Martinez**

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



### Certificate of Attendance

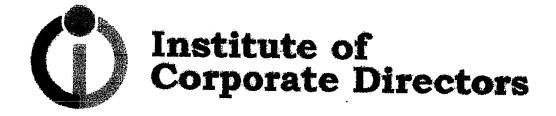
to

### Rolando Valentino

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



## Certificate of Attendance

to

## Jannette Virata Sevilla

Cemex Holdings Philippines, Inc.

for having attended the Advanced Corporate Governance Training Program held on November 10, 2017 at 34th Floor Petron Mega Plaza, 358 Sen. Gil J. Puyat Avenue, Makati City.

Given this 10th day of November 2017.



112072017002015



### SECURITIES AND EXCHANGE COMMISSION

SECBuilding, EDSA, Greenhills, MandaluyongCity, MetroManila, Philippines Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

#### **Barcode Page**

The following document has been received:

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Company Representative

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Company Information

SEC Registration No.

CS201518815

Company Name

CEMEX HOLDINGS PHILIPPINES, INC.

Industry Classification

Financial Holding Company Activities

Company Type

Stock Corporation

#### **Document Information**

Document ID

112072017002015

Document Type

17-C (FORM 11-C:CURRENT DISCL/RPT)

Document Code

17-C

Period Covered

December 06, 2017

No. of Days Late

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Department

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### **COVER SHEET**

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#### 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. 6 December 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. 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. 34th Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Ave., Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600

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

**Common Shares** 

5,195,395,454



11. Indicate the item numbers reported herein: Item 4 -

During the meeting of the Board of Directors of CEMEX Holding Philippines ("CHP") held on 6 December 2017, the Board of Directors acknowledged the retirement of Messrs. Paul Vincent Arcenas and Vincent Paul Piedad from the organization, effective on 31 December 2017. The Board expressed its gratitude for the invaluable support and contribution of Messrs. Arcenas and Piedad throughout their longstanding association with CEMEX.

The Board also approved the following organizational changes at CHP:

- (a) acceptance of the resignation of Mr. Arcenas as a member of the Board of Directors, member of the Nomination Committee and Vice President for Communications, Marketing and Investor Relations, effective on 31 December 2017;
- (b) acceptance of the resignation of Mr. Piedad as a member of the Board of Directors and Procurement Director, effective on 31 December 2017;
- (c) election of Ms. Maria Virginia Ongkiko Eala as new member of the Board of Directors (and member of the Nomination Committee), *effective on 1 January 2018* and for the unexpired term of Mr. Arcenas' directorship;
- election of Mr. Antonio Ivan <u>Sanchez</u> Ugarte as new member of the Board of Directors, *effective on 1 January 2018* and for the unexpired term of Mr. Piedad's directorship;
- (e) appointment of Mr. Antonio <u>Desmay</u> Jimenez as Procurement Director, *effective on* 1 January 2018; and
- (f) acceptance of the resignation of Mr. Piedad as Treasurer/CFO and Business Services Organization (BSO) Director, thereby rendering effective said resignation, and appointment of Mr. Steve Kuansheng Wu as the new Treasurer/CFO and Business Services Organization (BSO) Director.

As of the date of this report, Mr. Sanchez, Ms. Eala, Mr. Wu and Mr. Desmay do not have beneficial ownership over any shares of CHP.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

6 December 2017 Date

Jamn eur ma jeu -Jannette Virata Sevilla Compliance Officer





### SECURITIES AND EXCHANGE COMMISSION

SECBuilding, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

#### **Barcode Page**

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Received From : Head Office

Company Representative

Doc Source

Company Information

SEC Registration No. CS201518815

**Company Name** 

CEMEX HOLDINGS PHILIPPINES, INC. Industry Classification Financial Holding Company Activities

Company Type Stock Corporation

**Document Information** 

Document ID 112112017003756

**Document Type** 17-C (FORM 11-C:CURRENT DISCL/RPT)

**Document Code** 17-C

Period Covered December 08, 2017

No. of Days Late 0

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### **COVER SHEET**

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#### 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. 8 December 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number CS201518815 3. BIR Tax Identification No. 009-133-917-000
- 4. CEMEX HOLDINGS PHILIPPINES, INC. 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. 34<sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Ave., Makati City 1200 Address of principal office Postal Code
- 8. +632 849-3600

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

**Common Shares** 

5,195,395,454

#### 11. Indicate the item numbers reported herein: Item 9 - Other Events

CEMEX Holding Philippines, Inc. ("CHP") and BDO Unibank, Inc. signed a Supplemental Agreement to the Facility Agreement for the 7-year Senior Unsecured Peso Term Loan ("the Loan") which was entered into by the parties last 1 February 2017. Under this Supplemental Agreement the parties mainly agreed to fix the commencement date for compliance by CHP with financial covenants under the Loan in June 2020 and include debt service reserve accounts and additional debt incurrence restrictions. This Supplemental Agreement does not increase the debt level or interest cost under the Facility Agreement.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC.

Issuer

8 December 2017 Date

Jannette Virata Sevilla
Compliance Officer



112182017004620



### SECURITIES AND EXCHANGE COMMISSION

SECBuilding, EDSA, Greenhills, Mandaluyong City, MetroManila, Philippines Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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Company Representative

Doc Source

Company Information

SEC Registration No.

CS201518815

Company Name

CEMEX HOLDINGS PHILIPPINES, INC. . .

Industry Classification

Financial Holding Company Activities

Company Type

Stock Corporation

#### **Document Information**

Document ID

112182017004620

Document Type

17-C (FORM 11-C:CURRENT DISCL/RPT)

Document Code

17-C

Period Covered

December 14, 2017

No. of Days Late

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Department.

**CFD** 

Remarks.

### **COVER SHEET**

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#### 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

14 December 2017  Date of Report (Date of earliest event rep	orted)	
SEC Identification Number CS201518815	3. BIR Tax Identification No.	. 009-133-917-000
CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its ch	arter	
Metro Manila, Philippines	6.	(SEC Use Only)
Province, country or other jurisdiction of incorporation	Industry Classification Co	ode:
34 <sup>th</sup> Floor, Petron Mega Plaza Building, 3 Address of principal office	58 Sen. Gil J. Puyat Ave., Ma	ıkati City 1200 Postal Code
+632 849-3600 Issuer's telephone number, including area	code	
N/A Former name or former address, if change	ed since last report	
. Securities registered pursuant to Sections	8 and 12 of the SRC or Section	ns 4 and 8 of the RSA
Title of Each Class	Number of Shares of Outstanding and Amount	
Common Shares	5,195,395	.454 Jr
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	Date of Report (Date of earliest event reposed for the SEC Identification Number CS201518815  CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its character name of issuer as specified in its character name of issuer as specified in its character name of incorporation  34 <sup>th</sup> Floor, Petron Mega Plaza Building, 3 Address of principal office  +632 849-3600 Issuer's telephone number, including area  N/A Former name or former address, if changes  Securities registered pursuant to Sections  Title of Each Class	Date of Report (Date of earliest event reported)  SEC Identification Number C5201518815 3. BIR Tax Identification No.  CEMEX HOLDINGS PHILIPPINES, INC. Exact name of issuer as specified in its charter  Metro Manila, Philippines 6.  Province, country or other jurisdiction of incorporation  34 <sup>th</sup> Floor, Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Ave., Manddress of principal office  +632 849-3600 Issuer's telephone number, including area code  N/A Former name or former address, if changed since last report  Securities registered pursuant to Sections 8 and 12 of the SRC or Section  Title of Each Class  Number of Shares of Outstanding and Amount

1

SEC Form 17-C

December 2003

#### 11. Indicate the item numbers reported herein: Item 9 - Other Events

The Department of Environment and Natural Resources has granted the Environmental Compliance Certificate (ECC) that covers, among others, the proposed expanded/new production line at the cement plant of SOLID Cement Corporation ("SOLID"), corresponding to an additional capacity of approximately one million five hundred thousand metric tons per year (1.5 MMTPY). SOLID is a subsidiary of CEMEX Holding Philippines, Inc. This ECC amends previously issued environmental compliance certificates for the existing cement plant of SOLID located in Antipolo City, Rizal.

#### **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.

CEMEX HOLDINGS PHILIPPINES, INC. Issuer

14 December 2017 Date

Jannette Virata Sevilla Compliance Officer