

COVER SHEET

CS201518815

S.E.C. Registration Number

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

JANNETTE VIRATA SEVILLA

Contact Person

8849-3600

Company Telephone Number

1	2	3	1
Month		Day	

Fiscal Year

SEC Form 17-C

FORM TYPE

0	6	0	6
Month		Day	

First Wednesday of June

Annual Meeting

Issuer of Securities under SEC MSRD Order No. 9 series of 2016

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

26 (end Nov 2019)

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes

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

Attached is the press release of CEMEX HOLDINGS PHILIPPINES, INC. (“CHP”) dated 16 December 2019 regarding CHP’s stock rights offering process.

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

16 December 2019
Date


Jannette Virata Sevilla
Corporate Secretary

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CHP SECURES PSE APPROVAL FOR RIGHTS OFFER

MANILA, PHILIPPINES. DECEMBER 16, 2019 - CEMEX Holdings Philippines, Inc. (“CHP” or the “Company”) (PSE: CHP) has obtained the approval of the Board of Directors of The Philippine Stock Exchange, Inc. (“PSE”) to raise the equivalent in Philippine Peso of up to US\$250 million through a stock rights offer (“SRO” or the “Offer”). The said approval was secured on 11 December 2019. The Philippine Securities and Exchange Commission’s confirmation of exempt transaction covering the Offer was also obtained on 11 December 2019.

The Offer is open to existing common shareholders who are: (i) holders located inside the Philippines; or (ii) holders located in jurisdictions outside the Philippines and outside the United States where it is legal to participate in the Offer under the laws of the applicable jurisdiction, in each case as of the Record Date, as defined below, (the “Eligible Shareholders”). All Eligible Shareholders as of the Record Date will be notified of the Offer and their respective rights entitlements (the “Notice to Stockholders”).

CHP has appointed The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch (the “Global Coordinator”) and BDO Capital & Investment Corporation (the “Domestic Underwriter”).

The Offer is expected to be made to all Eligible Shareholders of the Company as of 14 January 2020 (the “Record Date”), at a discount to the volume-weighted average price of CHP common shares listed on the PSE for a period to be determined prior to January 6, 2020. The final terms of the Offer, including pricing and entitlement ratio, will be determined by CHP in consultation with the Domestic Underwriter and the Global Coordinator and will be announced thereafter. The expected offer period will be from January 20, 2020 to January 24, 2020.

The net proceeds from the Offer will be used primarily: (a) to fund the expansion of our Solid Cement plant, including to pay outstanding amounts owed under a revolving credit facility agreement between Solid Cement, as borrower, and CEMEX Asia B.V., as lender, and (b) for other general corporate purposes, including paying a loan agreement between APO Cement, as borrower, and CEMEX Asia B.V., as lender.

Cemex Asian South East Corporation (“CASE”), CHP’s controlling shareholder, has expressed its full support for the Company’s proposed Offer. CASE has agreed to subscribe not just its entitlement of the rights shares in the initial round of the Offer, but also to subscribe any unsubscribed rights shares in the mandatory second round of the Offer under the same terms and conditions as any other Eligible Shareholder. CASE’s subscriptions in the Offer shall have no preference over the subscriptions of any other Eligible Shareholders. In addition,

CASE will also subscribe for any remaining rights shares unsubscribed after the mandatory second round of the Offer, to ensure that the rights shares under the Offer are fully subscribed. To the extent that any rights shares remain unsubscribed and are not taken up by CASE after the mandatory second round pursuant to its undertaking to subscribe, such rights shares, subject to certain conditions, will be taken up by the Domestic Underwriter who shall procure purchasers in the Philippines who are qualified institutional buyers as defined under the Philippine Securities Regulation Code, or failing which, shall purchase the unsubscribed rights shares.

To access the preliminary prospectus of the Offer, please visit <https://www.cemexholdingsphilippines.com/investors/stock-rights-offering>

THE OFFER OF THE OFFER SHARES IS EXEMPT PURSUANT TO SECTIONS 10.1(e), 10.1 (i), AND 10.1(l) OF THE SECURITIES REGULATION CODE OF THE PHILIPPINES (THE "CODE") AND, ACCORDINGLY, THESE SHARES HAVE NOT BEEN REGISTERED WITH THE PHILIPPINE SECURITIES AND EXCHANGE COMMISSION. ANY FURTHER OFFER OR SALE THEREOF IS SUBJECT TO REGISTRATION REQUIREMENTS UNDER THE CODE UNLESS SUCH OFFER OR SALE QUALIFIES AS AN EXEMPT TRANSACTION PURSUANT TO SECTION 10 OF THE CODE.

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CHP, a listed company at the Philippine Stock Exchange, 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," all having 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 announcement 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 announcement.