

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			

MRPT Advisement Report
FORM TYPE

First Wednesday of June

0	6	0	7
Month		Day	
Annual Meeting			

Issuer of Securities under SEC MSRD Order No. 9 series of 2016
Secondary License Type, If Applicable

C G F
Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic	Foreign
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To be accomplished by SEC Personnel concerned

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S T A M P S

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8 March 2023

SECURITIES AND EXCHANGE COMMISSION

SEC Headquarters
7907 Makati Avenue, Barangay Bel-Air
Makati City, Metro Manila
Philippines 1209

Attention: Rachel Esther J. Gumtang-Remalante
Director, Corporate Governance and Finance Department

Dear Atty. Gumtang-Remalante:

In connection with SEC Memorandum Circular No. 10, Series of 2019, we submit an MRPT Advisement Report regarding the *Amendment* to the Revolving Master Loan Facility Agreement dated 3 March 2020 between CEMEX HOLDINGS PHILIPPINES, INC. ("CHP") and Solid Cement Corporation ("2020 RMLFA"). Please recall that the 2020 RMLFA was the subject of an MRPT Advisement Report submitted with the SEC on 4 March 2020.

The *Amendment* to the 2020 RMLFA was executed on 6 March 2023.

Very truly yours,


Jannette Virata Sevilla
Compliance Officer



**ADVISEMENT REPORT ON
MATERIAL RELATED PARTY TRANSACTIONS**

Reporting PLC: CEMEX HOLDINGS PHILIPPINES, INC. (“CHP”)

SEC Identification Number: CS201518815

Name of Related Party: SOLID CEMENT CORPORATION (“SOLID”)

Execution Date of Transaction: 6 March 2023

Relationship between the Parties including financial/non-financial interest: SOLID is a wholly-owned subsidiary of CEMEX HOLDINGS PHILIPPINES, INC.

Type/Nature of Transaction and Description of Assets Involved	Terms and Conditions	Rationale for Entering into the Transaction	Total Assets ¹ of Reporting PLC	Amount/ Contract Price	Percentage of the Contract Price to the Total Assets of the Reporting PLC ²	Carrying Amount of Collateral, if any	Approving Authority ³
<p>Amendment of the Revolving Master Loan Facility Agreement dated 3 March 2020 between CHP, as lender, and SOLID, as borrower, covering a revolving loan facility for an amount of up to up to Twelve Billion Seven Hundred Twenty Five Million Philippine Pesos (₱12,725,000,000.00) (the “2020 RMLFA”).</p> <p>The 2020 RMLFA was the subject of the</p>	<p>CHP and SOLID agreed to amend the 2020 RMLFA by increasing the limit of the principal amount under the revolving loan facility from Twelve Billion Seven Hundred Twenty Five Million Philippine Pesos (₱12,725,000,000.00) to Thirteen Billion Seven Hundred Fifty Six Million Five Hundred Thousand Philippine Pesos (₱13,756,500,000.00)</p>	<p>Consistent with the terms of the 2020 RMLFA, the parties agreed to the capitalization of accrued interest amounting to ₱2,297,794,839.71</p>	<p>₱64,387,766,000 (based on audited consolidated financial statements of CHP for ending 2021)</p> <p>Based on the <u>unaudited</u> consolidated financial statements of CHP ending 2022, the total assets of CHP is</p>	<p>Increased principal loan amount up to ₱13,756,500,000</p>	<p>21.37%</p>	<p>None</p>	<p>The <i>Amendment</i> of the 2020 RMLFA between CHP and SOLID was approved by CHP’s Board of Directors during the board meeting held on 10 February 2023.</p> <p>Board Members who voted favorably for the transaction comprised all of the members who were present during the meeting and constituted more</p>

¹ Total assets shall pertain to consolidated assets if the reporting PLC is a parent company.

² Based on latest audited financial statements of PLC

³ The information shall include the names of directors present, names of directors who approved the subject Material Related Party Transaction and the corresponding voting percentage obtained.

<p>Advisement Report on Material Related Party Transactions filed by CHP with the Securities and Exchange Commission (CGFD) on 4 March 2020.</p>	<p>No other term or condition of the 2020 RMLFA was amended. -Advances or borrowings under the loan facility continue to bear a fixed interest rate of 10.02% per annum</p>		<p>calculated at ₱67,952,115,000</p>			<p>than 2/3 of the board membership including a majority of the independent directors and majority of the members of the Audit Committee: SERGIO MAURICIO MENENDEZ MEDINA (Chairman), PEDRO ROXAS (Lead Independent Director), ELEANOR M. HILADO (Independent director), LUIS GUILLERMO FRANCO CARRILLO, ANTONIO IVAN SANCHEZ UGARTE, JAVIER GARCIA RUIZ DE MORALES, AND JESUS ORTIZ DELA FUENTE</p>
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SIGNATURES

Pursuant to the requirements of the Commission, the company has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CEMEX HOLDINGS PHILIPPINES, INC.

SOLID CEMENT CORPORATION


Name: JANNETTE VIRATA SEVILLA
Corporate Secretary


Name: STEVE KUANSHENG WU
Treasurer & Chief Financial Officer