

COVER SHEET

CS201518815
S.E.C. Registration Number

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A	v	e	n	u	e	,		M	a	k	a	t	i		C	i	t	y												

(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

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

M S R
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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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. **17 February 2023**
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

6.

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 (SEC Use Only)
Industry Classification Code:

7. **34th Floor Petron Mega Plaza Building, 358 Sen. Gil J. Puyat Avenue, Makati City, 1200 Philippines**
Address of principal office Postal Code

8. **+632 8849-3600**
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	13,489,226,623¹

¹ Includes 8,293,831,169 common shares which were the subject of the stock rights offering conducted in January 2020 pursuant to a Notice of Confirmation of Exempt Transaction of the SEC which was issued on December 11, 2019, confirming that the stock rights offering is exempt from the registration requirements of the Securities Regulation Code (SRC) under SRC Section 10.1 (e) and (i).

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

This SEC Form 17-C relates to the voluntary tender offer (the “Tender Offer”) being conducted by CEMEX ASIAN SOUTH EAST CORPORATION (“CASEC”) regarding its intention to acquire up to one billion six hundred fourteen million (1,614,000,000) outstanding common shares from shareholders of CEMEX HOLDINGS PHILIPPINES, INC. (“CHP”), a corporation duly organized and existing under the laws of the Republic of the Philippines. The Tender Offer is being made in the Philippines and directed to all shareholders of CHP (“CHP Shareholders”), including CHP Shareholders residing in the United States of America (the “U.S.”) or citizens of the U.S. (each such shareholder, a “U.S. Holder”). In accordance with applicable U.S. securities laws relating to tender offers which are directed to, or include U.S. Holders, CHP must comply with certain U.S. laws relating to tender offers. The Board of Directors of CHP (the “CHP Board”) is required by the Securities Exchange Act of 1934, as amended, and the rules and regulations under it, to inform CHP Shareholders of the CHP Board’s position, if any, with respect to the Tender Offer.

The CHP Board expresses no opinion and is neutral toward the Tender Offer.

The CHP Board has determined that each CHP Shareholder’s decision as to whether or not to tender its shares in the Tender Offer, and, if so, how many shares to tender, is a personal investment decision based upon such individual CHP Shareholder’s particular circumstances. Each CHP Shareholder should carefully read the terms of the Tender Offer attached and made an integral part of the tender offer report of CASEC contained in SEC Form 19-1, filed with the Philippine Securities and Exchange Commission on January 25, 2023, as updated in the Amended Tender Offer Report dated February 10, 2023, and make such decision based on all of the available information.

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

17 February 2023
Date


Jannette Virata Sevilla
Compliance Officer