



14 February 2024

**Philippine Dealing & Exchange Corp.**  
29th Floor, BDO Equitable Tower,  
8751 Paseo de Roxas,  
Makati City 1226

Attention: **Atty. Marie Rose M. Magallen-Lirio**  
Head - Issuer Compliance & Disclosure Department

**Dear Atty. Magallen-Lirio:**

In compliance with PDEX Rule 7.9.3, we enclose a copy of Cebu Landmasters, Inc.'s ("CLI" or the "Company") disclosure filing to The Philippine Stock Exchange, Inc. which pertains to the results of Cebu Landmasters, Inc. ("CLI") Special Stockholders Meeting held today, 14 February 2024.

We trust that this submission meets your requirements. If you have questions and/or clarifications, please feel free to contact the undersigned. Thank you.

Very truly yours,

**CEBU LANDMASTERS, INC.**

By:

  
**ATTY. JOHN EDMAR G. GARDE**  
Legal Counsel and Compliance Senior Manager

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. **February 14, 2024**  
Date of Report (Date of earliest event reported)
2. SEC Identification Number: **CS200321240**
3. BIR Tax Identification No.: **227-599-320**
4. **CEBU LANDMASTERS, INC.**  
Exact name of issuer as specified in its charter
5. **CEBU CITY, CEBU PHILIPPINES**  
Province, country or other jurisdiction of incorporation
6.  (SEC Use Only)  
Industry Classification Code:
7. **10<sup>TH</sup> FLOOR, PARK CENTRALE TOWER, JOSE MA. DEL MAR ST., CEBU I.T. PARK, BRGY. APAS, CEBU CITY, PHILIPPINES**  
Address of principal office  
**6000**  
Postal Code
8. **(032) 231-4870**  
Issuer's telephone number, including area code
9. **N/A**  
Former name or former address, if changed since the 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
<b>COMMON SHARES</b>	<b>3,465,201,467</b>

11. Indicate the item numbers reported herein: Item 9 (Other Matters)

Notice is hereby given to The Philippine Stock Exchange, Inc. ("PSE" or the "Exchange"), the Philippine Dealing & Exchange Corp. ("PDEX"), and the public that the leading VisMin developer Cebu Landmasters, Inc. ("CLI" or the "Company") held its Special Stockholders Meeting today, February 14, 2024, and the following resolutions were duly adopted and approved, to wit:

1. Approval of CLI's Public Offering of the Offer Shares

"BE IT RESOLVED, as it is hereby RESOLVED, that the shareholders of Cebu Landmasters, Inc. ("CLI" or the "Corporation") approve and authorize, as it hereby approves and authorizes, CLI's public offering (the "Offer") of up to 3,000,000 Series "A" Preferred Shares with an oversubscription option of up to 2,000,000 Series "A" Preferred Shares, to be issued from its unissued Series "A" Preferred Shares (collectively, the "Offer Shares") and to be issued at an offer price of Php1,000 per share. The Offer Shares which are redeemable starting on the 4th anniversary of the issue date, or on any Dividend Payment Date thereafter, will be denominated as Series A-1 Preferred Shares, while those which are redeemable starting on the 7th anniversary of the issue date, or on any Dividend Payment Date thereafter, will be denominated as Series A-2 Preferred Shares (for purposes of this Offer and unless the context otherwise provides, the Offer Shares may also be referred to as the "Series "A" Preferred Shares");

2. Approval and confirmation of the delegated authority to the Board of Directors

"RESOLVED, FURTHER, that the shareholders approve and confirm, as it hereby approves and confirms, the delegation to the Board of Directors of the power and authority to determine the manner of issuance, sale, and distribution of the Series "A" Preferred Shares and the Terms and Conditions of the Offer";

3. Adoption and approval of the other resolutions of the Board of Directors during its meeting held on 08 January 2024.

"RESOLVED, FURTHERMORE, that the shareholders adopt and approve, as it hereby adopts and approves, the other resolutions of the Board of Directors during its meeting held on January 08, 2024"

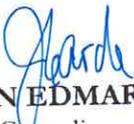
The aforementioned resolutions were duly approved by CLI stockholders present at the meeting constituting 76.30% of the outstanding capital stock.

**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.

**CEBU LANDMASTERS, INC.**  
Issuer

**February 14, 2024**  
Date

  
**ATTY. JOHN EDMAR G. GARDE**  
Legal Counsel & Compliance Senior Manager  
Signature and Title