

28 February 2025

Philippine Dealing & Exchange Corp.

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas
Makati City 1226

Attention: **Atty. Suzy Claire R. Selleza**
Head - Issuer Compliance and Disclosure Department

Securities and Exchange Commission

The SEC Headquarters, 7907 Makati Avenue
Salcedo Village, Bel-Air, Makati City 1209

Attention: **Atty. Oliver O. Leonardo**
Director - Markets and Securities Regulation Department

Dear Mesdames and Gentlemen:

In compliance with PDEX Rule 7.9.3 and the Implementing Rules and Regulations of the Securities and Regulation Code, we enclose a copy of Cebu Landmasters, Inc.'s ("CLI" or the "Company") disclosure filing to The Philippine Stock Exchange, Inc.

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. Date of Report (Date of earliest event reported)

Feb 28, 2025

2. SEC Identification Number

CS200321240

3. BIR Tax Identification No.

227-599-320-000

4. Exact name of issuer as specified in its charter

CEBU LANDMASTERS, INC.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

10TH FLOOR, PARK CENTRALE TOWER, JOSE MA. DEL MAR ST., CEBU I.T. PARK,
BRGY. APAS, CEBU CITY, PHILIPPINES

Postal Code

6000

8. Issuer's telephone number, including area code

0322314870

9. Former name or former address, if changed since last report

N/A

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	3,465,201,467
PREFERRED SHARES	4,280,340

11. Indicate the item numbers reported herein

Item 9 (Other Items)

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



Cebu Landmasters, Inc.

CLI

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Ongoing Resolution of SEC-OGA assessment

Background/Description of the Disclosure

Notice is hereby given to The Philippine Stock Exchange, Inc. ("PSE"), the Philippine Dealing & Exchange Corp. ("PDEX"), and the public that further to Cebu Landmasters, Inc. ("CLI" or the "Company") previous disclosure dated February 21, 2025, and after good faith discussions with the Office of the General Accountant ("OGA") of the Securities and Exchange Commission ("SEC"), the Company received on February 28, 2025 the official reply of SEC-OGA. It states that the findings on the Company's 31 December 2023 Consolidated Audited Financial Statements ("CAFS") and 30 September 2024 Consolidated Reviewed Interim Financial Statements ("CRIFS") have already been addressed through the submission of CLI's clarifications, additional information, and supplemental document, except for SEC-OGA's finding on the reclassification of certain investment properties to real estate inventories.

For this purpose, SEC-OGA imposed a revised assessment penalty amounting to Twenty-Eight Thousand Five Hundred Pesos (Php 28,500.00), which was subsequently paid by CLI on February 28, 2025.

The revised assessment is without prejudice to the processing of CLI's application for registration of securities with SEC. Moreover, SEC-OGA has issued its favorable recommendation to MSRDR using the submitted CAFS as of 31 December 2023 and CRIFS as of September 30, 2024. Additional disclosures have been filed in the MD&A section of the Offer Supplement, on the pending matter of reclassification of assets from investment properties to inventory.

Other Relevant Information

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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. **February 28, 2025**
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. **10TH 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

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PREFERRED SHARES	4,280,340

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

Ongoing Resolution of SEC-OGA assessment

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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 28, 2025

Date



ATTY. JOHN EDMAR G. GARDE

Legal Counsel & Compliance Senior Manager

Signature and Title