

11 July 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. **July 11, 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

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 Matters)

RESULTS OF 2025 ANNUAL STOCKHOLDERS MEETING

Notice is hereby given to The Philippine Stock Exchange, Inc. ("PSE" or the "Exchange"), the Philippine Dealing & Exchange Corporation ("PDEx"), the Securities and Exchange Commission ("SEC"), and the public that the leading VisMin developer Cebu Landmasters, Inc. ("CLI" or the "Company") held its Annual Stockholders Meeting today, 11 July 2025, and the following resolutions were duly adopted, ratified, and approved, to wit:

1. **Approval of the Minutes of the Regular Stockholders Meeting held on 04 June 2024**

“BE IT RESOLVED, as it is hereby RESOLVED, that the shareholders of Cebu Landmasters, Inc. (“CLI” or the “Corporation”) approve the Minutes of the Regular Stockholders Meeting held on 04 June 2024;

2. Approval of the Audited Financial Statements as of December 31, 2024

RESOLVED FURTHER, that the shareholders approve the Audited Financial Statements as of December 31, 2024;

3. Approval and ratification of all acts of the Board of Directors during its 2024-2025 term

RESOLVED FURTHER, that the shareholders ratify the acts of the Board of Directors during its 2024-2025 term;

- Significant Board Actions for the term 2024- 2025:
 - a. Authorizing the public offer, sale, and issuance of CLI’s Philippine Peso-denominated Sustainability-Linked Bonds;
 - b. Approving the declaration of cash dividends on CLI’s Series A-1 (CLIA1) and Series A-2 (CLIA2) Preferred Shares;
 - c. Creating the Company’s Finance and Investment Committee Charter and approving its charter;
 - d. Approving the Company’s lot acquisitions in 2024;
 - e. Incorporating a wholly-owned subsidiary to be known as CLI Luzon Ventures, Inc., to acquire and develop properties there;
 - f. Declaring regular and special cash dividends amounting to ₱0.15 and ₱0.03 per share, respectively, out of the Corporation’s unrestricted retained earnings as of December 31, 2024, with April 11, 2025 as record date and payout on April 16, 2025.

4. Election of Directors for the 2025-2026 term

RESOLVED FURTHER, that the following directors are elected for the 2025-2026 term, to wit:

NAME	POSITION
Jose R. Soberano III	Chairman/President
Ma. Rosario B. Soberano	Director
Jose Franco B. Soberano	Director
Joanna Marie B. Soberano-Bergundthal	Director
Beauregard Grant L. Cheng	Director
Stephen A. Tan	Director
Rufino Luis T. Manotok	Independent Director
M. Jasmine S. Oporto	Independent Director
Ma. Aurora D. Geotina-Garcia	Independent Director
Dr. Winston Conrad B. Padojinog	Independent Director
Eugene S. Avacedo	Independent Director

5. Appointment of External Auditor for Fiscal Year 2025

RESOLVED FURTHERMORE, that the shareholders approve the reappointment of Punongbayan & Araullo as external auditor for FY 2025 for substantially the same fees as of the previous year;

6. Approval of the Amendment of the Company's By-Laws

RESOLVED FINALLY, that the shareholders approve the amendment of the Company's By-Laws to move the date of the Annual Stockholders' Meeting from the 1st Friday of July each year to on or before the 2nd week of June."

The aforementioned resolutions were duly approved by CLI stockholders present at the meeting constituting 77.08% 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

July 11, 2025

Date


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