



111282019001530



## SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines  
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Company Representative

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Doc Source

Company Information

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SEC Registration No. 0000062596  
Company Name KEPPEL PHILS. HOLDINGS INC.  
Industry Classification  
Company Type Stock Corporation

Document Information

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Document ID 111282019001530  
Document Type 17-C (FORM 11-C:CURRENT DISCL/RPT)  
Document Code 17-C  
Period Covered November 28, 2019  
No. of Days Late 0  
Department CFD  
Remarks MATERIAL RELATED PARTY TRANSACTIONS

# COVER SHEET

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*S.E.C Registration Number*

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(Company's Full Name)

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B	A	R	A	N	G	A	Y		B	E	L	-	A	I	R	,		M	A	K	A	T	I		C	I	T	Y					

(Business Address: No. Street City/Town/Province)

<b>Alan I. Claveria/ Felicidad V. Razon</b>
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Contact Person

<b>8892 1816</b>
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Company Telephone Number

1	2
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*Month*

3	1
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*Day*

## SEC Form 17 C-

### Advisement Report on Material Related Party Transactions

FORM TYPE

0	6
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*Month*

2	1
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*Day*

Annual Meeting

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Secondary License Type, if Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

<b>421 as of October 2019</b>
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Total No. of Stockholders

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.  <b>STAMPS</b>	Cashier
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**ADVISEMENT REPORT ON  
MATERIAL RELATED PARTY TRANSACTIONS**

**Reporting PLC: KEPPEL PHILIPPINES HOLDINGS, INC.**

**SEC Identification Number: 62596**

**Name of Related Party: KEPPEL PHILIPPINES MARINE, INC.**

**Execution Date of Transaction: 28 November 2019**

**Relationship between the Parties including financial/non-financial interest: Both are part of Keppel Group of Companies**

Type/Nature of Transaction and Description of Assets Involved	Terms and Conditions	Rationale for Entering into the Transaction	Total Assets <sup>1</sup> of Reporting PLC as of 31 Dec 2018 Audited Financial Statement	Amount/ Contract Price	Percentage of the Contract Price to the Total Assets of the Reporting PLC	Carrying Amount of Collateral, if any	Approving Authority <sup>2</sup>
Cash Loan	Extension /Renewal of loan (Matured 13 Nov 2019) Tenor - 90 days, 85 days, Interest rate of 4.817% per annum & Option for repayment in part or in full.	Working capital requirement	₱1,012,329,992	₱52,000,000 <u>50,000,000</u>	5.14% <u>4.94%</u>	None	<u>71% approved</u> Celso P. Vivas * Mayo B. Ongsingco* Ramon J. Abejuela* Alan I. Claveria Felicidad V. Razon <u>29% abstained</u> Paul Tan Poh Lee Stefan Tong Wai Mun
			<b>₱1,012,329,992</b>	<b>₱102,000,000</b>	<b>10.08%</b>		

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

<sup>2</sup> The information shall include the names of directors present, names of directors who approved the Material Related Party Transaction and the corresponding voting percentage obtained.

\*Independent directors

**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.

**KEPPEL PHILIPPINES HOLDINGS, INC.**



**FELICIDAD V. RAZON**  
Vice President/Treasurer  
Corporate Information/Compliance Officer

**KEPPEL PHILIPPINES MARINE, INC.**



**CRAY OH KOK KWAI**  
Vice President - Admin & Finance

REPUBLIC OF THE PHILIPPINES)  
PASIG CITY )S.S.

## SECRETARY'S CERTIFICATE

I, **MA. MELVA E. VALDEZ**, of legal age, Filipino and with office address at 17<sup>th</sup> Floor, Robinsons Equitable Tower, 4ADB Avenue corner P. Poveda Drive, Ortigas Center, Pasig City, after having been first sworn in accordance with law, do hereby certify that:

1. I am the duly elected and incumbent **Corporate Secretary** of **KEPPEL PHILIPPINES HOLDINGS, INC.** ("Corporation"), a corporation duly organized and existing under Philippine laws with principal office at Unit 3-B Country Space 1 Building, 133 Sen. Gil J. Puyat Avenue, Salcedo Village, Barangay Bel-Air, Makati City.

2. At the special meeting of the Board of Directors of the Corporation held at Unit 3-B Country Space 1 Building, 133 Sen. Gil J. Puyat Avenue, Salcedo Village, Barangay Bel-Air, Makati City, on **28 November 2019**, the following resolution was approved:

**"RESOLVED**, That the **Board of Directors of Keppel Philippines Holdings, Inc.** (the "Corporation") hereby authorizes Mr. Alan I. Claveria, President, or Ms. Felicidad V. Razon, Vice-President/Treasurer/Compliance Officer/Corporate Information Officer of the Corporation, to sign any and all requisite disclosures and government reports such as but not limited to Advisement Reports in connection with material related party transactions of the Corporation."

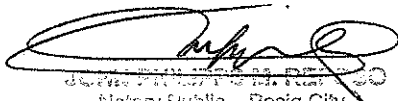
3. The foregoing resolution has not been altered, modified or revoked and that the same are still in full force and effect.

4. This Certification is being issued to attest to the truth of the foregoing statements and for whatever legal purpose it may serve.

  
**MA. MELVA E. VALDEZ**  
*Corporate Secretary*

**SUBSCRIBED AND SWORN** before me this **28<sup>th</sup>** day of **November 2019** affiant exhibited to me her competent proof of identity Social Security System (SSS) ID No. 03-8437676-4.

Doc. No. 381;  
Page No. 78;  
Book No. V;  
Series of 2019.

  
Notary Public - Pasig City  
Appointment No. 221 (2018-2019)  
17th Floor, Robinsons Equitable Tower, 4ADB Ave.,  
cor. P. Poveda Drive, Ortigas Center, Pasig City  
IBP No. 059320 / 07 January 2019 / RSM  
PTR No. 5972039 / 30 January 2019 / Pasig City  
MCLE Compliance No. VI-0000981  
Attorney's Roll No. 06410