

08 January 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:

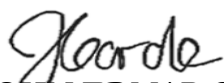
In compliance with PDEx Rule 7.9.3, we enclose copies of Cebu Landmasters, Inc.'s ("CLI" or the "Company") disclosure filings to The Philippine Stock Exchange, Inc. on "Material Information/Transactions" and "Notice of Annual or Special Stockholders' Meeting" which both pertain to the resolutions approved during the CLI Special BOD Meeting held on 08 January 2024, which include, among others, the schedule of CLI's Special Stockholders' Meeting, i.e., 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. **January 08, 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. **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
11. Indicate the item numbers reported herein: Item 9 (Other Matters)

Resolutions approved during the CLI Special BOD Meeting

Notice is hereby given to The Philippine Stock Exchange, Inc. ("PSE" or the "Exchange"), the Securities and Exchange Commission ("SEC"), the Philippine Dealing & Exchange Corp. ("PDEX"), and the public of the following resolutions approved during the special board meeting of Cebu Landmasters, Inc. ("CLI" or the "Company") held on 08 January 2024:

- 1) Approval and authorization of 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 ("Offer Shares") at an offer price of Php 1,000 per share;
- 2) Approval of the terms and conditions of the Offer Shares;
- 3) Appointment of the underwriters, issue managers, coordinators, arrangers, bookrunners, receiving agent, stock transfer agent, paying agent, other agents, counsels, advisors, and/or other relevant persons or entities for the Offer;
- 4) Approval and authorization to apply for and obtain the registration of the Offer Shares with the SEC, and apply for and obtain approval from the PSE for the listing of the Offer Shares;
- 5) Approval of the disclosures contained in the Registration Statement, the Prospectus, Information Statements, the Listing Application and other documents to be filed by the Corporation with the SEC, PSE, and other pertinent corporate regulators and stakeholders;
- 6) Designation of CLI's Authorized Representatives and Signatories; and
- 7) Approval of the schedule of the Special Stockholders' Meeting to be held on 14 February 2024 at 9:30 A.M. through teleconferencing and/or videoconferencing with the following agenda:
 - Call to Order
 - Proof of Notice of Meeting
 - Certification of Notice and Quorum
 - Approval of the Public Offering of the Offer Shares
 - Approval and confirmation of 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
 - Adoption and approval of the other resolutions of the Board of Directors during its meeting held on 08 January 2024
 - Other Matters
 - Adjournment

SIGNATURES

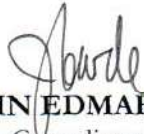
Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CEBU LANDMASTERS, INC.

Issuer

January 08, 2024

Date



ATTY. JOHN EDMAR G. GARDE

Legal Counsel & Compliance Senior Manager

Signature and Title