

08 July 2022

THE PHILIPPINE STOCK EXCHANGE, INC.

6/F Philippine Stock Exchange Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City
Metro Manila, Philippines 1634

Attention: **ALEXANDRA D. TOM WONG**
OIC, Disclosure Department

Re: **8990 Holdings, Inc. - Emergency Upload of Material Information/Transactions**
=====

Dear Ms. Tom Wong:

On behalf of 8990 Holdings, Inc. (the "Company"), we send herewith a copy of the SEC Form 17-C on the Company's withdrawal of its registration statement with the Securities and Exchange Commission. We request for the uploading of this Company disclosure under Material Information/Transactions.

We trust that you will find the enclosed document in order. Thank you very much for your usual assistance.

Very truly yours,



MAUREEN O. LIZARONDO-MEDINA
Company Approver

HOUSING THE FILIPINO PEOPLE

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. **08 July 2022**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CS200511816** 3. BIR Tax Identification No. **239-508-223-000**
4. **8990 HOLDINGS, INC.**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. **11th Floor, Liberty Center, HV Dela Costa, Salcedo Village, Makati City** **1227**
Address of principal office Postal Code
8. **(+632) 8478-9659**
Issuer's telephone number, including area code
9. **NA**
Former name or former address, if changed since 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 |
|--|--|
| <u>Common Shares</u> | <u>5,391,399,020</u> |
| <u>Series A Preferred Shares</u> | <u>50,000,000</u> |
| <u>Series B Preferred Shares</u> | <u>37,000,000</u> |
| <u>Corporate Bonds Series A, B, C</u> | <u>9,000,000,000</u> |

11. Indicate the item numbers reported herein:

Item 9. Other Items

In connection with the Registration Statement of 8990 Holdings, Inc. (the "Company"), for the offer of up to 1,250,000,000 common shares with a par value of ₱1.00 per share, with an Overallotment Option of up to 150,000,000 common shares (the "Offer"), please see attached Notice of Withdrawal submitted by the Company to the Securities and Exchange Commission.

SIGNATURE

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.

8990 Holdings, Inc
Issuer

08 July 2022

By:



MAUREEN O. LIZARONDO-MEDINA
Assistant Corporate Secretary

08 July 2022

SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex
Roxas Boulevard
Pasay City

Attention: **Director Vicente Graciano P. Felizmenio, Jr.**
Markets and Securities Regulation Department

Re: **8990 Holdings, Inc. – Notice of Withdrawal**
=====

Gentlemen:

Reference is made to the Registration Statement covering up to 1,250,000,000 common shares with a par value of ₱1.00 per share, with an Overallotment Option of up to 150,000,000 common shares (the “Offer”) of 8990 Holdings, Inc. (the “Company”). Capitalized terms have the same meaning given to them in the Prospectus filed in relation to the Offer.

We have been advised of the decision taken by the Company collectively with Pasir Salak Investments Limited and TPG Rafter Holdings, Ltd. (the “Selling Shareholders”) to withdraw the Offer.

Since the Registration Statement was filed, the management teams of the Company and the Selling Shareholders have exerted diligent and good faith efforts to prepare for the Offer and implement the various steps needed to comply with the requirements for registration in order to have been in a position to proceed with the proposed Offer. However, this has proven to be very challenging given current market volatility and the economic uncertainties due to the continuing pandemic, including increasing inflationary pressures exacerbated by the Ukraine-Russia conflict. When the Registration Statement was signed on January 24, 2022 the PSE Index was at 7,252.64. It has declined to 6,352.32 as of July 7, 2022. The Company and Selling Shareholders are continuing to seek guidance from their financial advisors in relation to when circumstances are more favorable to re-file the Registration Statement.

With optimism for proceeding with the Offer when conditions permit, we respectfully request the Commission to grant the Company a full credit of the filing fees paid in relation to the Registration Statement in the total amount of ₱7,281,090.00, when the Company re-submits a registration statement or any other application with the Commission in the future.

Thank you for considering our submissions and the Commission’s support of the process.

Very truly yours,

8990 HOLDINGS, INC.

By:



ROAN B. TORREGOSA
Chief Finance Officer

HOUSING THE FILIPINO PEOPLE