

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)

Dec 20, 2022

2. SEC Identification Number

CS200803939

3. BIR Tax Identification No.

006990128

4. Exact name of issuer as specified in its charter

TOP FRONTIER INVESTMENT HOLDINGS, INC.

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

5th Floor, ENZO Building, No. 399 Sen. Gil Puyat Ave., Makati City

Postal Code

1200

8. Issuer's telephone number, including area code

(02) 8632-3481

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	332,886,167
Conso. Total Liab. (as of 9.30.22 in Millions Php)	1,725,846

11. Indicate the item numbers reported herein

9

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.



TOP FRONTIER
INVESTMENT HOLDINGS, INC.

Top Frontier Investment Holdings, Inc.

TFHI

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

Transactions implemented on December 22, 2022

Background/Description of the Disclosure

The Corporation hereby reports that the following transactions have been implemented today, December 20, 2022, namely:

- a. the execution of the agreement between the Corporation and Far East Holdings, Inc. ("FEHI"), the latter being the current security holder of the perpetual securities issued by the Corporation on June 30, 2016 (the "2016 Perpetual Securities"), containing the amendments to certain features of the 2016 Perpetual Securities; and
- b. the issuance by the Corporation of Series "A" Redeemable Non-Voting Perpetual Securities, in the aggregate face value amount of Php15,302,000,000.00, in favor of FEHI.

Other Relevant Information

Please see attached SEC Form 17-C, as filed with the SEC through electronic mail on even date.

Filed on behalf by:

Name	Irene Cipriano
Designation	Assistant Corporate Secretary

COVER SHEET

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S. E. C. Registration Number

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(Company's Full Name)

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A	v	e	.	,		M	a	k	a	t	i		C	i	t	y			

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

Virgilio S. Jacinto

Contact Person

(02) 8632-3481

Company Telephone Number

1 2	3 1
Month	Day
Fiscal Year	

SEC Form 17- C

FORM TYPE

0 7	0 9
Month	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

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Total No. of Stockholders

Total Amount of Borrowings	
Domestic	Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document I. D.

Cashier

STAMPS

Remarks = Pls. Use black ink for scanning purposes

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. December 20, 2022
Date of Report (Date of earliest event reported)
2. SEC Identification Number CS200803939 3. BIR Tax Identification No. 006-990-128
4. TOP FRONTIER INVESTMENT HOLDINGS, INC.
Exact name of issuer as specified in its charter
5. Philippines 6. (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. 5th Floor, ENZO Building, No. 399 Sen. Gil Puyat Ave., Makati City 1200
Address of principal office Postal Code
8. (02) 8632-3481
Issuer's telephone number, including area code
9. N.A.
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC
490,196,200 Common Shares

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding (As of September 30, 2022)
Common Shares	332,886,167*

**Net of the 157,310,033 common shares held in Treasury*

Consolidated Total Liabilities P1,725,846 million

11. Indicate the item numbers reported herein: **Item 9**

Further to the earlier disclosure of Top Frontier Investment Holdings, Inc. (the “Corporation”) to the Securities and Exchange Commission, the Corporation hereby reports that the following transactions have been implemented today, December 20, 2022, namely:

- a. the execution of the agreement between the Corporation and Far East Holdings, Inc. (“FEHI”), the latter being the current security holder of the perpetual securities issued by the Corporation on June 30, 2016 (the “2016 Perpetual Securities”), containing the amendments to certain features of the 2016 Perpetual Securities; and
- b. the issuance by the Corporation of Series “A” Redeemable Non-Voting Perpetual Securities, in the aggregate face value amount of Php15,302,000,000.00, in favor of FEHI.

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 on **December 20, 2022**.

TOP FRONTIER INVESTMENT HOLDINGS, INC.

By:

A handwritten signature in black ink, appearing to read 'V. Jacinto', is written over a light gray rectangular background.

VIRGILIO S. JACINTO
Corporate Secretary
and Compliance Officer