

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. **February 16, 2021**
Date of Report
2. SEC Identification Number **19073** 3. BIR Tax Identification No. **000-288-698-000**
4. **FIRST PHILIPPINE HOLDINGS CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. **6th Floor Rockwell Business Center Tower 3, Ortigas Avenue, Pasig City** **1604**
Address of principal office Postal Code
8. **2-8631-8024**
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 or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Total Outstanding Shares	504,545,994 shares (As of Feb. 15, 2021)
Total Outstanding Preferred Redeemable Shares	3,600,000 shares (As of Feb. 15, 2021)

11. Indicate the item numbers reported herein: **Item No. 9**

Item No. 9

Further to the disclosure today, First Philippine Holdings Corporation ("FPH" or the "Corporation") has filed with the Securities and Exchange Commission a second Amended Tender Offer Report (SEC Form 19-1) in relation to the tender offer to acquire common shares of the Corporation's parent company, Lopez Holdings Corporation ("LPZ").

The second Amended Tender Offer Report reflects and includes, among others:

1. The Tender Offer would be for:
 - a. still a minimum of 908,459,782 shares, which is equivalent to 20% of the total issued and outstanding common shares of LPZ (without prejudice to FPH waiving this condition), and
 - b. a maximum of 1,430,824,156 shares, which is equivalent to 31.5% of the total issued and outstanding common shares of LPZ;

The reduction is intended to address concerns and the risk that LPZ may still fall below the public ownership requirement despite the initial reduced maximum number of shares to be acquired.

2. The Tender Offer price remains at P3.85 per share;
3. In order to give the investing public time to digest the changes and make a decision based on the revised parameters, the Tender Offer period will be extended, subject to the Commission's clearance, by an additional period of ten (10) trading days, i.e., from February 19, 2021, to March 8, 2021; and
4. A summary discussion of the Fairness Opinion rendered by KPMG (R. Manabat & Co.) dated December 14, 2020, and a copy of the said Fairness Opinion attached as an annex to the Second Amended Tender Offer Report.
5. Other conforming and formatting changes were made.

FPH believes that the extension would give the investing public time to digest the changes, and to make a decision on whether or not to avail of the tender based on the revised parameters and information, as contained in the second Amended Tender Offer Report.

Attached is a copy of the second Amended Tender Offer Report.

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.

FIRST PHILIPPINE HOLDINGS CORPORATION

Issuer



ESMERALDO C. AMISTAD
Vice President &
Assistant Corporate Secretary

February 16, 2021