

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:
 Preliminary Information Statement
 Definitive Information Statement
2. Name of Registrant as specified in its charter: **Chemical Industries of the Philippines, Inc.**
3. **Philippines**
Province, country or other jurisdiction of incorporation or organization
4. SEC Identification Number: **14812**
5. BIR Tax Identification Code: **000-110-888-000**
6. **Chemphil Bldg., 851 Arnaiz Avenue, Legaspi Village, Makati City** **1229**
Address of principal office Postal Code
7. Registrant's telephone number, including area code: **(632) 818-8711**
8. Date, time and place of the meeting of security holders
Date: **15 September 2022**
Time: **9:00 AM**
Venue: **To be conducted virtually**
9. Approximate date on which the Information Statement is first to be sent or given to security holders: **25 August 2022**
10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Number of Shares of Common Stock
Outstanding and Amount of Debt Outstanding

Title of Each Class	Number of Shares Outstanding
Common Stock, ₱10.00 par value	10,296,688 shares including 87 treasury shares
Total Liabilities	PHP376,514,543

11. Are any or all of registrant's securities listed on a Stock Exchange?

Yes No

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:
Philippine Stock Exchange, Inc. **Common shares**

Statement that proxies are not solicited:

**WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND US
A PROXY.**

PART I.

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, time and place of meeting of security holders.

- (a). Date : 15 September 2022, Thursday
 Time : 9:00 A.M.
 Place : To be conducted virtually

- (b). Approximate date on which the Information Statement is first to be sent or given to security holders: 25 August 2022

- (c). The complete mailing address of the principal office of Chemical Industries of the Philippines, Inc. ("**CIP**" or the "**Company**") is: Chemphil Bldg., 851 Arnaiz Avenue, Legaspi Village, Makati City.

The Agenda of the Stockholders' meeting to be held on 15 September 2022 calls for the discussion, approval and confirmation by the stockholders of the following, to wit:

1. Calling the Roll
2. Presentation of Secretary's Due Notice of the Meeting
3. Reading and Disposal of Any Unapproved Minutes
4. Presentation of the 2021 Annual Reports
5. Election of Directors
6. Appointment of External Auditor
7. Ratification of the Board Resolution Amending the Amended Articles of Incorporation to Change the Primary Purpose
8. Unfinished Business
9. New Business
10. Adjournment

Enclosed as **Annex "A"** is a copy of the agenda and **Annex "A-1"** is a copy of the Notice of Meeting signed and issued by the Corporate Secretary. Also enclosed as **Annex "B"** are copies of the latest Annual Stockholders Meeting and Organizational Meeting of the Board of Directors.

Item 2. Dissenters' Right of Appraisal

Pursuant to the Revised Corporation Code, whereby the right of appraisal, defined as the right of any stockholder to dissent and demand payment of the fair value of his shares may be exercised, in the following instances:

1. Any amendment to the Articles of Incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or of authorizing preferences in any respect superior to those of outstanding shares of any class.
2. Extending or shortening the term of corporate existence;
3. Sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets as provided in the Revised Corporation Code;
4. Merger or consolidation; and
5. In case the corporation decides to invest its funds in another corporation or business outside its primary purpose for which it was organized.

The dissenting stockholder who votes against a proposed corporate action may exercise the right of appraisal by making a written demand on the Company for the payment of the fair value of shares held within thirty (30) days from the date on which the vote was taken. Failure to make the demand within the 30-day period shall be deemed a waiver on the stockholder's appraisal right. If the proposed corporate action is implemented or effected, the Company shall pay to such stockholder, upon surrender of corresponding certificate(s) of stock representing the stockholder's shares, the fair value thereof as of the day before the vote was taken within ten (10) days after demanding payment for the shares held. Upon payment, the stockholder shall transfer the shares held to the Company.

Item 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

The major stockholders of the Company as of 30 June 2022, are as follows:

Name	No. of Shares	% to Total
1. PCD NOMINEE CORP - NON-FILIPINO	4,092,247	39.74%
2. PCD NOMINEE CORP - FILIPINO	3,702,506	35.96%
3. RG HOLDINGS CORPORATION	994,554	9.66%
4. A2K HOLDINGS CORPORATION	504,533	4.90%
5. CHEMHOLDINGS CORPORATION	504,533	4.90%

- (a) No person who has been a director or officer or any nominee for election as director of the Company or associate of such persons, have substantial interest, direct or indirect, in any matter to be acted upon other than the election of directors for the year 2022.
- (b) The Company is not aware of any director or security holder who intends to oppose any action to be taken by the registrant during the stockholders' meeting.

B. CONTROL AND COMPENSATION INFORMATION

Item 4. Voting Securities and Principal Holders Thereof

- (a) The Company has a total of 10,296,601 common shares outstanding (87 shares are held in the treasury) as of record date, 26 August 2022. The stockholders will vote on matters scheduled to be taken up at the Annual Meeting scheduled on 15 September 2022.
- (b) Only holders of the Company's shares of stock of record as of 26 August 2022, whether acting in person or by proxy are entitled to notice and to vote at the 15 September 2022 Stockholders' Meeting, with each share being entitled to cast one (1) vote.

The stock and transfer books shall be closed for transfer from 26 August 2022 to 15 September 2022.

(c) For the election of the members of the Board of Directors, stockholders entitled to vote may vote such number of shares for as many persons as there are directors to be elected, or may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of their shares shall equal or may distribute them on the same principle among as many candidates as they shall see fit.

(d) Security Ownership of Certain Record and Beneficial Owners and Management

a. Security Ownership of Certain Record and Beneficial Owners of more than 5%

As of 30 June 2022, CIP knows of no one who beneficially owns in excess of 5% of CIP's common stock except as set forth in the table below.

Title of Class	Name & Address of Record Owner & Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	Number of shares held	Percent
Common Shares	Quantumlink Realty Corporation - Stockholder	Please see Note No. 1 below	N/A	1,315,513	12.776%
Common Shares	Exquadra Inc. - Stockholder	Please see Note No. 2 below	N/A	1,315,512	12.776%
Common Shares	Citiworld Properties and Development Corporation – Stockholder	Please see Note No. 3 below	N/A	1,315,512	12.776%
Common Shares	Lavish Sources Limited – Stockholder	Please see Note No. 4 below	N/A	4,091,077	39.732%
Common Shares	RG HOLDINGS CORPORATION - Stockholder	Please see Note No. 5 below	N/A	994,554	9.66%

Notes:

1. Unioil Group Inc. (“**UGI**”) owns 57% of Quantum Realty Corporation (“**QRC**”). The controlling natural persons of UGI and their respective shareholdings are:

Name	Shares (Php)	%
1. Janice Co Roxas-Chua	10,343,120.00	14.43%
2. Angeline L. Co	10,343,120.00	14.43%
3. Geminesse L. Co	10,343,120.00	14.43%
4. Sally L. Co	10,343,120.00	14.43%
Total	41,372,480.00	57.72%

Other Substantial Stockholders of UGI are:

Name	Shares (Php)	%
1. Unioil Investment, Inc	13,940,000.00	19.44%
2. Oilbay Holdings Ltd.	13,940,000.00	19.44%
Total	27,880,000.00	38.88%

QRC has already requested from UGI the apostilled certified true copy of the memorandum of association and certificate of incumbency of Unioil Investment, Inc. (“**UII**”) and Oilbay Holdings Ltd. (“**OHL**”). QRC has no privity of contract nor direct relations with UII and OHL.

Quantumlink Resources Limited (“**QRL**”) owns 38.00% of QRC. QRL is a corporation organized and existing under the laws of the British Virgin Islands.

QRC has already requested from QRL the apostilled certified true copy of the memorandum of association and certificate of incumbency of QRL.

2. As of 30 June 2022, the following are the controlling natural persons of Exquadra Inc. (“**EXI**”) and their respective shareholdings:

Name	Shares (Php)	%
1. Janice Co Roxas-Chua	153,000,000.00	16.84%
2. Geminesse L. Co	153,000,000.00	16.83%
3. Eugenius Kevin L. Co	153,000,000.00	16.83%
4. Ray Anthony Roxas-Chua	43,200,000.00	4.75%
5. Sally L. Co	43,200,000.00	4.75%
Total	545,400,000.00	60.00 %

Unilandt Properties Limited (“**UPL**”) owns 40% of EXI. UPL is a corporation organized and existing under the laws of the British Virgin Islands.

EXI has already requested from UPL the apostilled certified true copy of the memorandum of association and certificate of incumbency of UPL.

3. As of 30 June 2022, Addventure Properties Inc. (“**API**”) owns 60.01% of Citiworld Properties and Development Corporation (“**CPDC**”).

The following are the controlling natural persons of API and their respective shareholdings:

Name	Shares (Php)	%
1. Geminesse L. Co	58,333,333.00	31.71%
2. Angeline L. Co	58,333,333.00	31.71%
Total	116,666,666.00	63.42 %

O Frontier Inc. (“**OFI**”) owns 39.99% of CPDC. OFI is a corporation organized and existing under the laws of the British Virgin Islands with address at Room 605, 6/F Island Place Tower 510 Kings Road, North Point, Hong Kong.

CPDC has already requested from OFI the apostilled certified true copy of the memorandum of association and certificate of incumbency of OFI.

4. As of 13 March 2019, Janice Co Roxas-Chua owns 100.00% of Lavish Sources Limited (“**LSL**”).

5. Ramon M. Garcia is the beneficial owner of RG Holdings Corporation (the owner of record).

There are no persons or other groups aside from the above known to be directly or indirectly the record or beneficial owner of more than 5% of any class of registrant’s voting securities.

The proxy validation for the 15 September 2022 Annual Stockholders’ meeting is to be held on 9 September 2022 at the 7th Floor Boardroom, Chemphil Building, 851 A. Arnaiz Avenue, Legaspi Village, Makati City.

The Corporation does not require Proxy. However, if a stockholder cannot attend, it may send a representative or proxy with a proxy letter. If it's a corporation, the proxy should be in Secretary's Certificate form. Moreover, the proxy/ies should be submitted to the Corporate Secretary for validation in relation to the 15 September 2022 Stockholders' Meeting to be held on 9 September 2021.

b. Security Ownership of Management

As of 30 June 2022, the Security Ownership of Members of the Board of Directors are as follows:

Title of Class	Name of Director	Citizenship	Amount and Nature of Beneficial Ownership	% of Class
Common Shares	CHI THING CO	Filipino	Direct: 1 Indirect: 0	0%
Common Shares	JANICE CO ROXAS-CHUA	Filipino	Direct: 1 Indirect: 4,494,466	0%
Common Shares	EUGENIUS KEVIN L. CO	Filipino	Direct: 1 Indirect: 297,571	0%
Common Shares	SALLY L. CO	Filipino	Direct: 1 Indirect: 256,652	0%
Common Shares	MACDARREN GAN SY	Filipino	Direct: 10 Indirect: 0	0%
Common Shares	YAO CHIA YU	Chinese	Direct: 10 Indirect: 0	0%
Common Shares	MANOLITO QUERUBIN MONTES	Filipino	Direct: 1 Indirect: 0	0%

Voting Trust Holders of 5% or More: There are no voting trusts or similar arrangement covering the shares of stock of the Company.

Changes in Control: There were no arrangements which have resulted in a change in control of the Company in the last fiscal year.

Item 5. Directors and Executive Officers

(1) Directors and Executive officers of the Issuer

The names of all executive officers and directors as of 30 June 2022 and their respective current positions held, periods of service and business experience during the past five years are as follows:

Name and Position	Age	Citizenship	Total Period Served as a Director/Officer
Chi Thing Co Chairman of the Board	74	Filipino	Since October 15, 2020
Janice Co Roxas-Chua President/Chief Operating Officer	42	Filipino	Since October 15, 2020
Eugenius Kevin L. Co	30	Filipino	Since October 15, 2020

Treasurer			
Sally L. Co Director	67	Filipino	Since October 15, 2020
Macdarren G. Sy Independent Director	41	Filipino	Since October 15, 2020
Manolito Q. Montes Independent Director	66	Filipino	Since October 15, 2020
Yao Chia Yu Independent Director	63	Chinese	Since September 16, 2021
Zhanika Marie O. Carbonell Corporate Secretary	32	Filipino	Since October 15, 2020
Arnold Jansen V. Santos Assistant Corporate Secretary	32	Filipino	Since September 15, 2021

Chi Thing Co, Filipino, is the Chairman of CIP. He is currently a board of director of Unioil Group Inc., Unioil Foundation Inc., and Oiland Development Corp.

Janice Co Roxas-Chua, Filipino, is the President/Chief Operating Officer of CIP. She is currently a board of director for 16 corporations some of which are Exquadra Inc., Citiworld Properties Inc., Quantumlink Realty Corp., Oiland Development Corporation, and others.

Eugenius Kevin Co, Filipino, is the Treasurer of CIP. He is currently a board of director of 11 corporations some of which are Unioil Foundation Inc., Citiworld Properties Inc., Unioil Group Inc, and others.

Sally Lim Co, Filipino, is currently a board of director of 10 corporations some of which are Exquadra Inc., Unioil Foundation Inc., Citiworld Properties Inc., and others.

Yao Chia Yu, Chinese, is an Independent Director and the Corporate Governance Committee Chairman of CIP. He is currently a director of Progrowth, Inc., Bon Alliance Property, Inc., I-Fashion Marketing Co., and Global Lifestyle Brand Marketing Corp.

Macdarren Sy, Filipino, is an Independent Director of CIP. He is currently the President and Chairman of the Board for ClearSight Corporation. He was formerly the Country Manager for Motorola Philippines.

Manolito Montes, Filipino, is an Independent Director and the Audit Committee Chairman of CIP. He is currently a board of director of 7 corporations some of which are Barrio Fiesta Manufacturing Corporation, Splash Nutritionals Corporation, and Hortaleza Corporation. He was formerly a Senior Partner for SyCip, Gorres, Velayo & Co.

Atty. Zhanika Marie O. Carbonell, Filipino, was elected by the Board of Directors as the Corporate Secretary of CIP. She is a senior associate lawyer of the law firm of Britanico, Sarmiento & Ringler Law Offices.

Atty. Arnold Jansen V. Santos, Filipino, was elected by the Board of Directors as the Assistant Corporate Secretary of CIP. He is a senior associate lawyer of the law firm of Britanico, Sarmiento & Ringler Law Offices.

The Directors of the Company are elected at the annual stockholders' meeting to hold office until the next succeeding annual meeting and until their respective successors shall have been elected and qualified.

Elective officers are elected annually by the Board of Directors at its first meeting following the Annual Meeting of Stockholders, each officer to hold office until a successor shall have been elected and qualified.

The nominees for election as members of the Board of Directors of CIP for 2022 to 2023 as of the date of sending the Preliminary Information Statement are listed below:

Nominees for Directors (A)	Person Recommending Nomination (B)	Relationship of (A) & (B)
Janice Co Roxas-Chua	Macdarren G. Sy	None
Chi Thing Co	Yao Chia Yu	None
Sally Lim Co	Yao Chia Yu	None
Eugenius Kevin Co	Manolito Q. Montes	None
Macdarren G. Sy (Independent Director)	Janice Co Roxas-Chua	None
Manolito Q. Montes (Independent Director)	Janice Co Roxas-Chua	None
Yao Chia Yu (Independent Director)	Chi Thing Co	None

The above nominees have accepted their respective nominations. Only nominees whose names appear on the final list of candidates are eligible for election as directors. No nominations will be entertained or allowed on the floor during the Annual Stockholders' Meeting.

The following will be nominated as Officers of CIP at the Organizational meeting of the Board of Directors to be held immediately after the Annual Stockholders' Meeting:

Name	Position
Chi Thing Co	Chairman of the Board
Janice Co Roxas-Chua	President/Chief Operating Officer
Eugenius Kevin Co	Treasurer
Zhanika Marie O. Carbonell	Corporate Secretary

The brief profile of the nominees for Directors/Independent Directors and Officers for the year 2022-2023 are as specified above under Item 5.

The certifications of the nominated independent Directors are attached as **Annex "A-2"**.

During the Organizational meeting, the Board of Directors is likewise expected to elect other officers (non-by-law officers) by way of compliance to Corporate Governance for publicly-listed companies, such a Compliance Officer, Chief Risk Officer, Chief Audit Executive and Investor Relations Officer.

(2) Significant Employee

There is no "significant employee" as defined in Part IV (A)(2) of SRC Rule 12 (i.e., a person who is not an executive officer of the registrant but who is expected to make a significant contribution to the business). Nonetheless, all employees are expected to make a reasonable contribution to the success of the business of the Company.

(3) Family Relationships

Janice Co Roxas-Chua, Angeline Lim Co, and Eugenius Kevin Co are the children of Chi Thing Co and Sally Lim Co.

(4) Involvement in Certain Legal Proceedings

Legal Proceedings

I. Legal Proceedings involving the Company:

- A. Ferro Chemicals Inc ("FCI") filed a claim for damages against CIP, Messrs. Antonio M. Garcia, Jaime Y. Gonzales and Rolando P. Navarro in the amount of P 390 million for the suffered

damages as a result of defendants' fraudulent act of representing that the shares it purchased from Mr. Garcia were free from all liens and encumbrances other than those stated in the deed of sale.

In a decision dated September 04, 2002, the Regional Trial Court of Makati ("**RTC Makati**") rendered judgment against the defendants. The defendants appealed the decision to the Court of Appeals, which partially granted the appeal and modified the decision in that:

- a. CIP and Rolando P. Navarro were exonerated from any liability in the case;
- b. Antonio M. Garcia and Jaime Gonzales were ordered to jointly and severally pay FCI (i) P256,255,537.41 for the value of the lost shares less the balance of purchase price; (ii) P100,000 as exemplary damages; (iii) P500,000 as attorney's fees; and (iv) costs of the suit.

Antonio M. Garcia, Jaime Gonzales and FCI filed motions for partial reconsideration. In a Resolution dated 17 May 2005, the Court of Appeals denied the motions for partial reconsideration filed by Antonio M. Garcia, Jaime Gonzales and FCI.

Antonio M. Garcia, Jaime Gonzales and FCI filed separate petitions for review on certiorari with the Supreme Court.

In a Decision dated October 5, 2016, the Supreme Court granted the petitions of Antonio M. Garcia and Jaime Gonzalez and absolved them of any liability. FCI's motion for reconsideration was denied in a Resolution dated March 27, 2017.

On October 22, 2019, Antonio M. Garcia and CIP filed a Motion to Order the Release of Attached/Garnished Properties asking the RTC Makati to direct the banks, financial institutions, and all other persons served with the Order of Attachment to release the attached/garnished deposits, credits or other property belonging to Antonio M. Garcia and CIP in view of the finality of the decision of the Supreme Court absolving Antonio M. Garcia and CIP of any liability.

On October 25, 2019, the RTC Makati issued an Order directing FCI to comment on the motion filed by Antonio M. Garcia and CIP, after which the pending incident will be deemed as submitted for resolution.

- B.** The Department of Agrarian Reform ("**DAR**") Arbitration Board in Talavera, Nueva Ecija had affirmed the valuation of the Land Bank of the Philippines ("**LBP**") fixing the just compensation to P186,718.74 for the 7.3437 hectares of land of ESGAR Farm under the Compulsory Acquisition Scheme. Not satisfied with said valuation, CIP filed a petition with the Regional Trial Court ("**RTC**") of Guimba, Nueva Ecija, docketed as SP Agrarian Case No. 1363-G, to determine the just compensation of the subject property.

On 04 January 2007, the RTC denied CIP's petition for just compensation. CIP thereafter manifested its intention to the DAR and LBP to accept the amount of P186,718.74 for the 7.347 hectares.

CIP made a letter-request with LBP which replied and provided a list of documentary requirements that CIP needs to comply and furnish LBP. Upon submission of the required documents LBP responded by referring CIP's claims to its Agrarian Operations Center III in San Fernando, Pampanga since payment had allegedly been made in 2006. This response is currently being challenged and no response still has been issued by LBP.

- C.** Sometime in 2005, SEC issued another notice finding CIP to have violated SRC Rule 17 in 2005 with a fine of P191,000 pursuant to SEC Memorandum Circular No. 6, Series of 2005. CIP filed its Motion for Reconsideration to reconsider the said assessment. In an Order dated November

18, 2009, the SEC issued a decision denying said Motion. CIP elevated the said case to the Court of Appeals (CA) on December 03, 2009, which remains pending up to this time.

Later on, CIP paid the said fine and intends to file the appropriate motion to withdraw with the Court of Appeals.

2. Legal Proceedings with respect to Directors and Executive Officers

- A. CA-G.R. CV No. 69970 (Civil Case No. 96-1964 – RTC Makati Branch 61) Special Eleventh Division, Court of Appeals, entitled “Ferro Chemicals Inc. vs. CIP, Antonio M. Garcia, et al.” **[Please refer to the same case cited in 1 (A) above]**
- B. “RG Holdings Corporation v. Antonio M. Garcia, Ana Maria G. Ordoveza, Jesus N. Alcordo, Paulino C. Alvaro, Manuel M. Gamboa, Augusto P. Nilo, Alexandra G. Garcia, et al.”

On June 18, 2014, RG Holdings Corporation filed a Complaint for Qualified Theft against Antonio M. Garcia et al. The case was assigned to Fiscal Erwin Dimayacyac of Makati City. On July 7, 2014, CIP’s legal counsel filed a Joint Counter-Affidavit for the Respondents except for Mr. Manuel M. Gamboa and Augusto P. Nilo. On August 28, 2014, the legal counsel filed a Joint Counter-Affidavit for Mr. Manuel M. Gamboa and Augusto P. Nilo and a Supplemental Counter-Affidavit for Ms. Garcia.

Mr. Ramon M. Garcia filed his Reply-Affidavit on September 4, 2014. Upon studying the said Reply-Affidavit, CIP’s legal counsel declined from filing a Rejoinder-Affidavit. In a Resolution dated June 2, 2015, the complaint was dismissed for lack of probable cause. RG Holdings moved for reconsideration but the same was also denied in an Order dated September 29, 2015.

RG Holdings filed a Petition for Review dated October 23, 2015 to assail the Resolution and Order before the Department of Justice. On November 23, 2015, CIP’s legal counsel filed a Comment/Opposition to the Petition. The resolution of the said Petition is still pending.

Item 6. Executive Compensation

1. General

(a) Summary of Compensation Table

Name of Officers	Year	Salary	Others	Total
Alexandra G. Garcia Chief Operating Officer				
	2019	485,256	412,788	898,044
	2020	449,942	80,790	530,732
	2021	-	-	-
Total	2019	485,256	412,788	898,044
	2020	449,942	80,790	530,732
	2021	-	-	-

2. Compensation of Directors

- a. Standard Arrangements – Directors are paid an annual per diem of P20,000.00.
- b. Other Arrangements – The Company has no other arrangement with regard to the remuneration of its existing officers aside from the compensation received as herein stated.

3. Employment Contracts and Termination of Employment and Change-in-Control Arrangements

There was no employment contract nor compensatory plan or arrangement with respect to named executive officers that resulted or will result from the resignation, retirement or termination of such executive officer or from a change-in-control in the Company.

4. Warrants and Options Outstanding: Repricing

There were no outstanding stock warrants and options held by directors and officers as of December 31, 2021.

Item 7. Independent Public Accountant

The stockholders appointed Sycip, Gorres, Velayo & Co. as the external auditor of the Company. The said accounting firm will be recommended for re-appointment as CIP's external auditor for 2022 to be submitted to the Stockholders for their confirmation and approval.

1. External Audit Fees and Services

Services	2021	2020
Audit and audit-related fees	P 405,000	P 400,000
Tax fees	-	-
All other fees	-	-

The fees were purely for audit services rendered during fiscal years.

Board Audit Committee's Approval Policies and Procedures for the Selection of External Auditors

I. Policies:

The selected external auditor should possess the following qualities:

1. Should possess acknowledged competence recognized by business and industry.
2. Should have reputation in the business community for objectivity and thoroughness.
3. Charges reasonable audit and audit-related fees.
4. Should have international connections and should have partners and staff who are members of professional organizations and/or active in the academe such that they have easy access to the latest financial and accounting standards, audit techniques and tax updates.
5. Must be an accredited public accountant with the SEC.

II. Procedures:

The Board Audit Committee through the Chief Financial Officer/ Controller will:

1. Send invitations to pre-qualified public accounting firms for quotes of covering services that they render and rates that they charge.
2. Consider the extra services that the public accounting firms render that are given free of charge - like audit and tax bulletins and updates of the latest international accounting standards.
3. Evaluate the submitted offers and prepare its recommendation for the approval of shareholders.

2. Financial Statements

The consolidated financial statements and schedules listed in the accompanying Index to Financial Statements and Supplementary Schedules are filed as part of this SEC Form 20-IS on **Annex "C"**.

3. Changes in disagreements with former Accountant on Accounting and Financial Disclosure

1. Changes in Independent Accountant

None

2. Disagreements with former Accountant on Accounting and Financial Disclosure

There are no disagreements on any matter of accounting principles or practices, financial statement disclosure or accounting scope or procedure with the Company's external auditor.

3. File as an exhibit to the report the letter from the former accountant addressed to the Commission stating whether it agrees with the same statements made by the registrant and, if not, stating the respects in which it does not agree.

Not applicable

Item 8. **Compensation Plans**

The Company's Manual Corporate Governance does not provide for the creation of a Compensation Committee. However, the Company follows its standing practice of reserving this right as belonging to an *ad hoc* committee composed of certain members of the Board of Directors.

Item 9. **Authorization or Issuance of Securities Other than for Exchange**

There is no stockholders' action to be taken with respect to the authorization or issuance of any securities otherwise than for exchange for outstanding securities of the Company.

Item 10. **Modification or Exchange of Securities**

There is no stockholders' action to be taken with respect to the modification of any class of securities of the Company, or the issuance or authorization for issuance of one class of securities of the Company in exchange for outstanding securities of another class.

Item 11. **Financial and Other Information**

The relevant financial documents consisting of audited consolidated financial statements of the Company for the year ended December 31, 2021, as well as the unaudited condensed consolidated financial statements as of 30 March 2021 and 30 June 2022 are likewise enclosed as part of this Information Statement.

Item 12. **Mergers, Consolidations, Acquisitions and Similar Matters**

There is no stockholders' action to be taken with regard to the merger or consolidation of the Company into or with any other person or of any other person into or with the Company; the acquisition by the Company or any of its security holders of securities of another person; the acquisition by the Company of any other going business or of the assets thereof; the sale or other transfer of all or any substantial part of the assets of the Company; and the liquidation or dissolution of the Company.

Item 13. **Acquisition or Disposition of Property**

There is no stockholders' action to be taken with respect to the acquisition or disposition of any property.

Item 14. **Restatement of Accounts**

There is no action to be taken with respect to the restatement of any asset, capital, or surplus account of the Company.

D. OTHER MATTERS

Item 15. **Action with Respect to Reports**

The following are included in the Agenda for the 15 September 2022 Annual Stockholders' Meeting for the approval of the stockholders of the Company:

1. Reading and Disposal of Any Unapproved Minutes
2. Presentation of the 2021 Annual Reports
3. Election of Directors
4. Appointment of External Auditor
5. Ratification of the Board Resolution Amending the Amended Articles of Incorporation to Change the Primary Purpose

The Audited Financial Statements for the period ending 2021 and the SEC Form 17-Q for the first and second quarters of 2022 will be submitted to the shareholders for approval.

We also enclose copies of the following:

- I. Audited Financial Statements for the period ended December 31, 2021 with Statement of Management's Responsibility (**Annex "C"**)
- II. SEC Form 17-Q Report for the quarterly period ended 31 March 2022 (**Annex "C-1"**)
- III. SEC Form 17-Q Report for the quarterly period ended 30 June 2022 (**Annex "D"**)
- IV. Management Report (**Annex "E"**)

Item 16. **Matters Not Required to be Submitted**

There are no other matters or actions to be taken up in the meeting that will not require the vote of the stockholders as of the record date.

Item 17. **Amendment of Charter, Bylaws or Other Documents**

The Board plans on passing a resolution during its special Board Meeting to be held on 19 August 2022 to further amend the Amended Articles of Incorporation to change its primary purpose to authorize it to invest in and/or to engage in real-estate business.

Item 18. **Other Proposed Action**

There is no other action with respect to any matter not specifically referred to above.

Item 19. **Voting Procedures**

As of 9 September 2022, the total number of outstanding shares entitled to vote is 10,296,601 with a par value of ten pesos (P10.00) per share. Each share is entitled to one (1) vote.

Under Section 23 of the Revised Corporation Code, cumulative voting is allowed in the election of Directors. Thus, a stockholder may vote such number of shares for as many persons as there are directors to be elected, or he may cumulate his shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of shares shall equal, or he may distribute them on the same principle among as many candidates as he shall see fit; provided, that the total number of votes cast by him shall not exceed the number of shares owned by him as shown in the books of the corporation multiplied by the whole number of directors to be elected.

The method by which votes will be counted would be by viva voce or by ballot if required by any voting stockholder. The votes will be counted by the Chairman of the Board with the assistance of the Corporate Secretary.

Item 20. **Corporate Governance**

a. Evaluation System Established by the Company to Determine Level of Compliance of the Board of Directors and Top-Level Management with its Manual of Corporate Governance

In general, the Corporate Governance Manual of CIP provides under Section 3.3 that everyone in the organization should exercise oversight role in their respective vantage perspective and position to remind all parties concerned to abide by the Corporate Governance Manual and to report to the Compliance Committee all gross violations, irresponsible and continuing negligence on the part of those who should implement or abide by the Manual.

The Company established the Compliance Management Committee on Good Governance composed of 5 members whose task is to ensure the full implementation of and adherence to the Manual on Good Governance.

The Compliance Management Committee was tasked to receive communications on all aspects of Corporate Governance from any party and to respond to these as the competent body tasked to monitor compliance.

A Board Audit Committee was likewise instituted to secure a transparent financial management system that will safeguard the integrity of the internal control of the corporation. The Board Audit Committee acts as the body that ensures compliance by the Board of Directors and top-level management to the Manual on Good Governance. It is composed of at least 3 Board members with an independent director acting as Chairman.

The Board Audit Committee requires the accomplishment report of the Internal Auditor on tasks relating to internal controls and that of the Compliance Management Committee on Good Governance on matters that have been reported to it.

b. Measures being undertaken by the Company to Fully Comply with the Adopted Leading Practices on Good Corporate Governance

The Company has incorporated all existing policies, systems and procedures that embody best practices applicable to the Company into The Corporate Governance Systems and Procedures.

The Corporate Governance Systems and Procedures is a compilation of documents that address the management and internal control of key areas of operations. They underlie corporate policies that serve to guide organizational behavior that upholds sound and ethical practice. These Policies, Systems and Procedures are updated from time to time to be adaptable to changing conditions. The Internal Audit Group who in turn is monitored by the Compliance Management Committee regularly reviews compliance. The Board Audit Committee, on the other hand, monitors the Compliance Management Committee.

c. Any Deviation from the Company's Manual of Corporate Governance

As reported by the Compliance Management Committee in its certification to SEC, the corporation has implemented its Corporate Governance manual and insured that checks and balances are in place.

d. Any Plan to Improve Corporate Governance of the Company

The Compliance Management Committee has conducted seminars in all business stations, not only of the listed corporation but also of the whole Chemphil Group to disseminate the importance and principles of corporate governance and to reinforce the policies embodied in the manual.

The Chemphil Group has also undertaken steps to ensure that all affiliates of the group have their own manuals of good governance though they are not listed. These affiliates are CAWC, Inc, CMC and Kemwater Phils. Corp.

Item 21. **Management Discussion and Analysis or Plan of Operation**

I. HIGHLIGHTS OF THE PERFORMANCE OF CIP'S SUBSIDIARIES:

1. CMC

There was no production in 2021 as the last operating plant, the detergent sulfur flaking plant, was shut down in the last quarter of 2014.

2. CAWC

In 2021 CAWC had no production as it has ceased its manufacturing operations in 2014.

CAWC was mainly engaged in the trading of phosphoric acid and caustic soda flakes in 2014 and 2015

3. KPC

In 2021 KPC also had no production as it stopped its manufacturing operations in 2012. The Company continued to sell whatever remained in its inventory until 2015.

II. Business Units within the CIP Corporate Organization

CIP's Office Leasing Division

The occupancy rate of the Chemphil Bldg. in 2021 was reduced due to pandemic issues of the tenants and finally end its leasing activities this April 2022. There is one (1) tenant left awaiting final date of demolition.

III. 2022 BUSINESS OUTLOOK

1. CIP

The Company's Office Leasing Division ended last April 2022 as the property is set to be demolished subsequently and will temporarily be transformed into a parking lot.

2. CMC

The Company will leased its lands in Pasig City this year 2022.

3. CAWC

The Company will leased its lands in Pasig City this year 2022.

4. KPC

The Company will leased its lands in Pasig City this year 2022.

IV. Analysis of Consolidated Results of Operations and Financial Condition for the year ended December 31, 2021

Consolidated revenue of CIP in 2021 amounted to PHP8.0 million, 3% higher than the 2020 consolidated revenue of PHP7.8 million and 5% lower versus the 2019 consolidated revenue of PHP8.4 million.

The Company incurred a consolidated net loss of PHP25.5 million in 2021 against the PHP17.1 million consolidated net loss in 2020 and consolidated net income of PHP64.3 million in 2019.

Following are the consolidated accounts for the year ended December 31, 2021 with material changes as compared with the same period of 2020 and 2019:

	2021 (P'000)	% Inc (Dec)	2020 (P'000)	% Inc (Dec)	2019 (P'000)
Rental	7,988	2	7,824	(7)	8,431
Operating expenses	(33,359)	10	(30,238)	(19)	(37,348)
Other income - net	31	(99)	6,816	(93)	93,363
Income (loss) before income tax	(25,340)	62	(15,598)	(118)	64,446
Provision for income tax	165	(89)	1,530	1,176	(120)
Net income (loss)	(25,505)	49	(17,128)	(127)	64,326
Total comprehensive income (loss)	(24,655)	(43)	(42,899)	(161)	70,123

Other income – net are broken down as follows:

	2021 (P'000)	2020 (P'000)	2019 (P'000)
Interest income	3	11	108
Others – net	28	6,805	93,255
Total	31	6,816	93,363

2021 versus 2020

- Rental – the increase was due to rental increment in 2021.
- Operating expenses – Increases resulted from the recognition of provision for doubtful accounts amounting to PHP3.5 million in 2021 compared to PHP0.08 million in 2020. Other factor is the increase in outside services from PHP10.4 million in 2020 to PHP21.3 million in 2021 due to payment made in cleaning Pasig property.
- Other income-net – the movement compared to prior year was a decrease of PHP6.8 million mostly resulting from the reversal of ECL in 2020 amounting to PHP5.3 million and reversal of provision of PHP.7 million compared to PHP.028 million in 2021.

2020 versus 2019

- Rental – the decrease was due to lower occupancy of the Chemphil building.
- Operating expenses – Decreases resulted from the recognition of provision for taxes amounting to PHP7.9 million in 2019 compared to nil in 2020. Other factors are the recognition of impairment loss in 2019 of PHP1.09 million compared to nil in 2020. Increase in outside services of P1.4 million compared to prior year.
- Other income-net – the movement compared to prior year was a decrease of PHP86 million mostly resulting from the reversal of provision for taxes in 2019 amounting to PHP57.5 million, gain on sale of machineries of PHP9.4 million, and reversal of ECL of PHP19.3 million compared to PHP4.6 million in 2020.

The following are the key performance indicators used by the Company to determine its profitability

	2021	2020	2019
Gross profit (loss) margin	-	-	-
Rate of return on revenues	(3.19)	(2.19)	7.63
Net income (loss) to stockholders' equity	(0.03)	(0.02)	0.06

Formulae:

Gross profit margin = Gross profit/Revenues

Rate of return on revenues = Net income after tax/Revenues

Net income (loss) to stockholders' equity = Net income after tax/Stockholders' equity

V. Consolidated Financial Condition

The Company's consolidated assets as of December 31, 2021 and 2020 stood at PHP1.355 billion and PHP1.353 billion, respectively. Consolidated current assets amounted to PHP25.8 million as of December 31, 2021, 9% higher than the P23.6 million as of December 31, 2020. Noncurrent assets amounted to PHP1.330 billion for the years ended December 31, 2021 and 2020, respectively.

Consolidated total liabilities amounted to PHP375.1 million and PHP397.7 million as of December 31, 2021 and 2020, respectively. Noncurrent liabilities amounted to PHP258.7 million and PHP308.3 million as of December 31, 2021 and 2020, respectively.

Stockholders' equity, including non-controlling interests, stood at PHP980.4 million and PHP955.4 million as of December 31, 2021 and December 31, 2020, respectively.

(in PHP millions)	Dec 2021	% Inc (Dec)	Dec 2020
Cash in banks	2.825	(50%)	5.618
Receivables - net	9.130	15%	7.926
Other current assets	13.843	38%	10.012
Property and equipment, at cost	.266	(11%)	.299
Investment properties	1,324.050	0%	1,324.050
Other noncurrent assets	5.316	4%	5.093
Accounts payable and accrued expenses	99.758	19%	83.624
Due to related parties	16.605	196%	5.605

The explanations for the material changes in financial condition since the end of the last calendar year are as follows:

- Cash in banks – the decrease was explained by the net cash flows used in operating activities of (PHP14.6) million, net cash flows provided by investing activities of PHP0.9 million and the cash flows provided by in financing activities of PHP11.0 million.
- Receivables-net – the increase was due to the delayed payments of building tenants and recognition of escrow.
- Other current assets – the increase was mainly due to the higher input VAT booked during the year brought about by the huge transactions related to the excavation, handling, transport treatment and disposal of alum/bauxite residue generated in Pasig Plant and advanced payment made on real property taxes for 2022.
- Property and equipment, at cost – the decrease is due to annual depreciation expense.
- Accounts payable and accrued expenses – the increase is due to the operating expenses paid thru the escrow account.
- Due to related parties – the increase was due to the advances made by related parties to the Group.

The following are the key performance indicators used by the Company to determine its liquidity and solvency:

	Dec 2021	% Inc (Dec)	Dec 2020
Current ratio	0.22:1	(0.15)	0.26:1
Debt-to-equity ratio	0.38:1	(0.10)	0.42:1

Formulae:

Current ratio = Current assets/Current liabilities

Debt to equity ratio = Total liabilities/Stockholders' equity

At present, the Company has not made any public announcements on its strategic plan.

As at the end of the year 2021, the Company was not aware of any other trend or event that is expected to materially affect its financial condition.

There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the Company with unconsolidated entities or other persons during the period.

VI. Subsidiaries' Results of Operations:

1. CMC

In 2021, CMC incurred a net loss of PHP7.4 million as compared with the PHP31.9 million net loss in 2020.

There were no sales revenue in 2021 and 2020.

Below are the comparative performance indicators used by CMC to determine its profitability and liquidity.

	2021	2020
Gross profit (loss) margin	-	-
Rate of return on sales	-	-
Rate of return on equity	(0.02)	(0.10)
Current ratio	0.28:1	0.28:1
Debt to equity ratio	0.61:1	0.63:1

2. KPC

KPC had no sales in 2021 and 2020. KPC incurred a net loss of PHP1.7 million in 2021 as compared with the PHP26.1 million net loss in 2020.

Below are the comparative performance indicators used by KPC to determine its profitability and liquidity.

	2021	2020
Gross profit (loss) margin	-	-
Rate of return on sales	-	-
Rate of return on equity	(0.08)	(1.21)
Current ratio	0.05:1	0.05:1
Debt to equity ratio	1.25:1	1.27:1

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3. CAWC

CAWC had no sales in 2021 and 2020.

CAWC incurred a net loss of P11.0 million in 2021 as compared with the P1.5 million net loss in 2020.

Below are the comparative performance indicators used by CAWC to determine its profitability and liquidity.

Below are the comparative performance indicators used by CAWC to determine its profitability and liquidity.

	2021	2020
Gross profit (loss) margin	-	-
Rate of return on sales	-	-
Rate of return on equity	0.20	0.03
Current ratio	0.02:1	0.02:1
Debt to equity ratio	(7.62):1	(7.05):1

Item 22. Brief Description of the General Nature and Scope of Business

Business of Issuer

(a) Description of Registrant

CIP, a publicly listed company, is the parent company of the following companies:

Name	Ownership
CAWC, Inc. (CAWC)	99.67%
Chemphil Manufacturing Corp. (CMC)	73.93%
Kemwater Phil Corp. (KPC)	73.97%

(i) Principal Products or Services

Under its own corporate structure, CIP has several divisions:

- The Management Support Services Division provides a full range of management services to the Chemphil Group namely, Financial Management Services, Integrated Purchasing Services; Controllership Services, Corporate Affairs Services, Marketing Research Services, Building & Office Administration Services, Personnel & Industrial Relations Services, and Legal Services.
- Office Space Leasing Division is in the business of leasing available spaces in the Chemphil building to the companies of the Chemphil Group, other corporate affiliates, and to third parties;
- The Investment Division oversees the implementation of both the long-term and the short-term strategies of the investee companies of the Chemphil Group. It fulfills its oversight role through the respective Senior Management Committees of the companies.

1. CAWC manufactured polyphosphates (sodium tripolyphosphates and tetrasodium pyrophosphates) technical grade and food grade until 2008. CAWC used to produce phosphoric acid - food grade until

it ceased its manufacturing operations in 2014. It engaged in trading phosphoric acid - food grade in 2015.

2. CMC was engaged in the trading of liquid caustic soda until the expiration of its agency agreement with a supplier in April 2006. Starting 2008, CMC manufactured sulfuric acid, oleum, detergent sulfur and other industrial chemicals. Its major customers are the manufacturers of detergents and car batteries. It shut down its sulfuric acid plant in 2011 and detergent sulfur flaking plant in 2014.

3. KPC manufactured aluminum sulphate - solid and liquid, until December 2012 when it decided to completely shut down its manufacturing facilities. It was in the business of water treatment chemicals. Its major customers for its liquid alum were - Manila Water and Maynilad Water Services, Inc. KPC also catered to the paper and detergent industries for their requirements of solid alum.

Percentage of sales of products or services, which contribute 10% or more to sales or revenues:

Product/Services	2021	2020	2019
Management fees, rental and other income	100%	100%	100%

(ii) Percentage of sales or revenues and net income contributed by foreign sales

Percentage of sales or revenues contributed by foreign sales:

	2021	2020	2019
Domestic	100%	100%	100%
Foreign	nil	nil	nil
Total	100%	100%	100%

Gross contribution by foreign sales broken down into major markets (in P'000):

None

(iii) Distribution methods of the products or services

Except for the portions of KPC's sales and certain volumes of sulfuric acid products, which were sold through traders, the rest of the volumes and/or products of the Chemphil Group were sold directly to customers in various parts of the country.

(iv) Status of publicly announced new products or services

There were no new products or services publicly announced by the Company.

(v) Competition

Prior to the shutdown of subsidiaries' plants, its customers are mainly:

- **The detergent manufacturers**, notably Peerless Products Mfg. Corp. and Well Made Mfg. Corp. They use CMC's detergent sulfur flakes and KPC's detergent aluminum sulfate.
- **The beverage manufacturers**, specifically Coca-Cola Bottlers Phil. uses CAWC's food grade phosphoric acid.
- **The car battery manufacturers** – Standard Battery and Imarflex use CMC's chemically pure (CP) sulfuric acid.
- **The water concessionaires**, Manila Water Company Inc. and Maynilad Water Services Inc. are customers of KPC for liquid aluminum sulfate for water purification
- **The paper industry** requires regular aluminum sulfate produced by KPC.

The major competitors of the Company's subsidiaries in the foregoing markets were:

1. Philippine Associated Smelting and Refining Corp. (PASAR) for sulfuric acid (TG):
PASAR is a local company operating a copper smelting plant where copper concentrate is smelted and copper is separated from other substances in the concentrate.
2. Philippine Batteries Inc. for technical grade (TG) and chemically pure (CP) sulfuric acid:
3. Sulfuric Acid Import Competition from Japan: (Smelter Acid (TG) from Japan's smelting plants.)
4. Aluminum Sulfate Business

There are very few producers of Alum Sulfate in the market: KPC and Universal Aquarius.

(vi) Sources of raw materials and the names of principal suppliers

The principal materials purchased were obtained on a competitive basis from different sources locally and abroad.

The major suppliers of the Company's subsidiaries were:

1. Molten sulfur (CMC): Shell
2. Phosphoric Acid (CAWC): Chori Co Ltd, Yunphos Int'l Trading Co Ltd
3. Aluminum Hydroxide (KPC): Asia Minechem, Ausmin Resources
4. Sulfuric Acid (KPC): Chemphil Manufacturing Corp.

Major existing supply contracts:

CMC had a supply contract agreement with Pilipinas Shell Petroleum Corp which expired in May 2014.

(vii) Dependence upon a single customer or a few customers

The Company's significant subsidiaries are dependent on the following customers when its plants were still in operation:

PRODUCTS	CUSTOMERS
Phosphoric acid – Food Grade	Coca Cola Export
Liquid aluminum sulfate	Manila Water Co., Maynilad Water Services
Ground alum	Peerless, Wellmade
Oleum	Peerless (PEPMACO)
Sulfuric acid	KPC, Inchem

Major customers that used to account for 20% or more sales:

- Of CAWC's total sales, Coca Cola Export accounts for more than 20%
- Of KPC's total sales, Peerless Products account for more than 20%
- Of CMC's total sales, KPC accounts for more than 20%.

Existing Sales Contracts: There were no sales contracts entered into by the Company's subsidiaries in 2017.

(viii) Transactions with and/or dependence on related parties

The Company's Management Support Services Division is reimbursed at costs by its subsidiaries and affiliates on the basis of activity based costing, under which, services rendered are based on man hours spent or number of items processed or output produced, as applicable.

The Investment Division also receives nominal management fees from subsidiaries as well as a reimbursement of their share in the corporate overhead and expenses of the Chemphil Group.

The Office Space Leasing Division charges rental on office space it leases to its subsidiaries and affiliates.

The Company's subsidiaries, in the ordinary course of business, have mutual but arms-length transactions – such as the sale/purchase of finished products/raw materials; short-term lending/borrowing; sale/purchase of power and water; providing, sourcing of plant support services, etc.

(ix) Principal terms and expiration dates of all patents, trademarks, copyrights, franchise, concessions and royalty agreements held.

- ix.i Patents** – none
- ix.ii Trademarks** – none
- ix.iii Copyrights** – none
- ix.iv Franchise** – none
- ix.v Concessions** – none

(x) Need for any government approval of principal products or services

CAWC was granted a License to Operate as a Manufacturer of Food Additives by the Bureau of Food and Drugs (BFAD) on September 26, 2003. The accreditation applies to STPP, TSPP Food Grade and Phosphoric Acid Food Grade.

(xi) Effect of existing or probable government regulations on the business

Comprehensive Agrarian Reform Law (CARL)

The CARL provides, among others, the redistribution of all private and agricultural lands regardless of tenurial arrangements and commodity produced, subject to certain terms and conditions. See related discussions in Item 3.

RA No. 9165

Requires the registration with the Philippine Drug Enforcement Agency (PDEA) the manufacture, exportation, sale, trading, delivery, distribution, brokering, and other lawful acts of Controlled Precursors and Essential Chemicals (PECs). PDEA also issues the license/permit to deal with the Controlled PECs.

Included in the list of Controlled PECs is sulfuric acid, which is listed in the "List of Substances in Table 1" of the 1988 United Nations Convention Against Illicit Traffic in Narcotic Drugs and Psychotropic Substances.

LMG has been registered with and granted license/permit by PDEA since the law was enacted. CMC is also registered with PDEA. In addition, customers and clients of CMC being served of sulfuric acid have also gotten their permits/licenses from PDEA.

(xii) Research and development activities

KPC developed certain technological modifications for a more efficient and effective production of solid alum. The costs related to this were minimal.

(xiii) Cost and effects of compliance with Environmental Laws

CIP's subsidiaries used to operate waste water treatment facilities when its plants were still in operation and have designated officers charged with environmental responsibilities. There are no amounts spent to operate the said facilities during the last three years.

CAWC neutralized its waste products until it found a company that takes these for final treatment and disposition. CAWC's CO₂ plant was for the recovery of carbon dioxide from the atmosphere and is operated also for environmental protection as well as to commercially produce CO₂.

CMC invested heavily in re-tooling and plant improvement for a fail-safe system to ensure the non-recurrence of the unfriendly chemical emission to the atmosphere. Major capital projects were installed to address the requirements of the Multi-Partite Monitoring Team of the Local Government.

KPC installed a wet scrubber to capture emission of alum dusts and acid waste.

(xiv) Number of the registrant and its subsidiaries present employees and the number of employees it anticipates to have within the ensuing twelve (12) months.

The Company and its subsidiaries have one (1) regular employee as of December 31, 2021.

The Company and its subsidiaries have no employees that are members of union organizations as of December 31, 2021.

Nature of dispute if there's any strike in the past three years or are threatening to strike:

None

Supplemental benefits or incentive arrangements the registrant has or will have with its employees.

None

(xv) Major risks

1. CIP

As Parent Company, the major risks of its subsidiaries are obviously CIP's primary risks as well.

2. Subsidiaries

The major risks of CAWC, CMC and KPC are summarized below:

Risks	Exposure	Discussion
Typhoon	Low	The City of Pasig is in the region that experiences five passages of tropical cyclones every three-year period. Structures of the company appear sturdy enough to withstand effects of typhoon.
Flooding	Moderate	The flood control system and the rehabilitated perimeter walls have reduced the probability of the facility to be submerged in floodwater.
Earthquake	Moderate	The City of Pasig is situated between the Eastern and Western sections of the Marikina Valley Fault

		System. Major movement of this fault line may cause damage to the structures.
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Item 23. Market Price and Dividends

(A) MARKET PRICE OF AND DIVIDENDS ON REGISTRANT'S COMMON EQUITY AND RELATED STOCKHOLDER MATTERS

(1) Market Information

(a) Principal market where the Company's common share is being traded and its current status:

Philippine Stock Exchange (PSE) Status – There were public trading in the last three years.

(b) Presentation of the high and low sales prices for each quarter of 2021, 2020 and 2019

	1 st Quarter		2 nd Quarter		3 rd Quarter		4 th Quarter	
	High	Low	High	Low	High	Low	High	Low
2021								
Feb 9	P160.00	P151.00						
Feb 9			P160.00	P151.00				
Sept 14					P194.80	P178.00		
Oct 5							P150.00	P144.30
2020								
Mar 12	P150.00	P140.00						
Jun 30			P129.00	P111.00				
Sept 28					P118.00	P113.00		
Dec 28							P130.00	P126.00
2019								
Mar 29	P119.00							
Jun 27			P114.00	P105.00				
Sept 30					P120.00			
Dec 27							P170.00	P162.00

(2) Holders

The number of shareholdings of record as at 30 June 2022 was 25. Common shares outstanding as at December 31, 2020 were 10,296,601 (net of 87 treasury shares)

The stockholders as at 30 June 2022 are as follows:

Name	30 June 2022	% to Total
1 PCD NOMINEE CORPORATION (NON-FILIPINO)	4,092,247	39.74%
2 PCD NOMINEE CORPORATION	3,702,506	35.96%
3 RG HOLDINGS CORPORATION	994,554	09.66%
4 A2K HOLDINGS CORPORATION	504,533	04.90%
5 CHEMHOLDINGS CORPORATION	504,533	04.90%
6 EXQUADRA INC.	296,688	02.88%
7 PISO BANK	201,174	01.95%
8 MYRA P. VILLANUEVA	230	00.00%
9 LEOPOLDO E. SAN BUENAVENTURA		
ITF MARGHELYC M. SAN BUENAVENTURA	90	00.00%
10 GILI JR., GUILLERMO F.	10	00.00%

11 GREGORIO TIENG YU	10	00.00%
12 VALENCIA, JESUS SAN LUIS	10	00.00%
13 SANTIAGO JR., AMADO M.	4	00.00%
14 SUWITO TJOKRO	1	00.00%
15 ROCES, CRISTINA O.	1	00.00%
16 KATUART, T.	1	00.00%
17 NILO, AUGUSTO P.	1	00.00%
18 ORDOVEZA, ANA MARIA G.	1	00.00%
19 PASCUA, RICARDO S.	1	00.00%
20 GAMBOA, MANUEL M.	1	00.00%
21 GARCIA JR., EUSEBIO M.	1	00.00%
22 GARCIA, JOHANNA	1	00.00%
23 ADIKOESOEMO, SOENARJO	1	00.00%
24 ALCORDO, JESUS N.	1	00.00%
25 ALVARO, PAULINO C.	1	00.00%

As of 30 June 2020, CIP knows of no one who beneficially owns in excess of 5% of CIP's common stock except as set forth in the table below.

Title of Class	Name & Address of Record Owner & Relationship with Issuer	Name of Beneficial Owner & Relationship with Record Owner	Citizenship	Number of shares held	Percent
Common Shares	Quantumlink Realty Corporation - Stockholder	Please see Note No. 1 under Item 4 (d) a.	N/A	1,315,513	12.776%
Common Shares	Exquadra Inc. - Stockholder	Please see Note No. 2 under Item 4 (d) a.	N/A	1,315,011	12.776%
Common Shares	Citiworld Properties and Development Corporation – Stockholder	Please see Note No. 3 under Item 4 (d) a.	N/A	1,315,512	12.776%
Common Shares	Lavish Sources Limited – Stockholder	Please see Note No. 4 under Item 4 (d) a.	N/A	4,091,077	39.732%
Common Shares	RG HOLDINGS CORPORATION - Stockholder	Please see Note No. 5 under Item 4 (d) a.	N/A	994,554	9.66%

(3) Dividends

a. Dividends declared

	2021	2020	2019
Dividends per share			
Cash	none	none	none
Stock	none	none	none

b. Restrictions - none

(4) Recent Sales of Unregistered Securities

None

UNDERTAKING

The registrant, upon the written request of a stockholder undertakes to furnish said stockholder a copy of the SEC Form 17-A report, free of charge. Such written request should be directed to: Chemical Industries of the Philippines to the attention of Mr. Hernan Chua, 7th Floor, Chemphil Bldg., 851 Arnaiz Ave., Legaspi Village, Makati City, Metro Manila.

SIGNATURE PAGE

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Makati on August 8, 2022.

Chemical Industries of the Philippines, Inc.

By:



JANICE CO ROXAS-CHUA
Chief Operating Officer

118/computer internet
PIS revised