

**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)
Jun 16, 2023
- 2. SEC Identification Number
22401
- 3. BIR Tax Identification No.
000-491-007
- 4. Exact name of issuer as specified in its charter
PRIME MEDIA HOLDINGS, INC.
- 5. Province, country or other jurisdiction of incorporation
Metro Manila, Philippines
- 6. Industry Classification Code(SEC Use Only)
- 7. Address of principal office
16TH FLOOR BDO TOWERS VALERO (FORMERLY CITIBANK TOWER), 8741 PASEO DE ROXAS MAKATI CITY
Postal Code
1227
- 8. Issuer's telephone number, including area code
8831-4479
- 9. Former name or former address, if changed since last report
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- 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	700,298,616
PREFERRED	14,366,260

- 11. Indicate the item numbers reported herein
Item 9 Other Events

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.

Prime Media Holdings, Inc.

PRIM

PSE Disclosure Form 4-26 - Legal Proceedings
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure
Settlement in Civil Cases
Background/Description of the Disclosure
PLEASE SEE ATTACHED.

Name of the court or agency in which the proceedings are pending	Regional Trial Court (RTC), Court of Appeals-Manila (CA) and Supreme Court (SC).
Date Instituted	Apr 17, 2018
Docket Number	PLEASE SEE ATTACHED

Principal Parties
<ul style="list-style-type: none"> a. Prime Media Holdings, Inc. b. Cahirup Tembrevilla Armogenia c. South Sea Resort Hotel, Inc.

Nature and description of the legal proceedings
<p>RTC Branch 139, Makati City Prime Media Holdings Inc. filed a Complaint for Deficiency Judgment with Ex-Parte Application for Issuance of a Writ of Preliminary Attachment against defendants Cahirup Tembrevilla Armogenia and South Sea Resorts for the deficiency in the payment of loan secured by real estate mortgages.</p> <p>Petition for Certiorari under Rule 65 before the Court of Appeals Petitioners Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc. filed the petition which seeks to annul and set aside the Summary Judgment dated 26 July 2022 issued by RTC Branch 139 of Makati City, in the case entitled "Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc. vs. Prime Media Holdings, Inc.", docketed as Civil Case No. R-MKT-18-01307-CV.</p> <p>Petition for Review on Certiorari before the Supreme Court Petitioner Cahirup Tembrevilla Armogenia and South Sea Resorts filed a Petition for Review on Certiorari before the Supreme Court assailing the 28 July 2022 Decision and 30 January 2023 Resolution of the CA.</p>

The effect(s) on the Issuer's business or operations, if any
None

Other Relevant Information
None

Filed on behalf by:	
Name	Diane Madelyn Ching
Designation	Corporate Secretary

PSE Disclosure Form 4-26 - Legal Proceedings

References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Settlement in Civil Cases

Background/Description of the Disclosure

In 1994, Prime Media Holdings, Inc. (Formerly PDCP Development Bank, Inc.; Formerly First e-Bank Corporation) ("PMHI" or "Plaintiff") entered into a loan with mortgage agreements with Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc. ("Defendants").

Defendants defaulted in their obligations in April 1997. Negotiations for the settlement of the loan ensued, whereby PMHI agreed to delay the foreclosure of the mortgages so that Mrs. Armogenia could source the necessary funds for payment. The settlement agreement included an undertaking that if the funding does not materialize, Mrs. Armogenia, aside from the mortgaged properties, would convey additional real estate properties to PMHI by way of dacion en pago to settle the debt. In connection with this, Mrs. Armogenia delivered five (5) certificates of title. However, Defendants demanded the return of the said five (5) certificates of titles on the ground that the properties were not among the mortgaged properties. PMHI refused to return the same.

Hence, Defendants filed an action for the recovery of the five (5) titles of real property before the RTC Branch 40, Dumaguete City. On 21 March 2011, the trial court decided the case in favor of the Defendants. Thereafter, PMHI appealed the decision with the Court of Appeals (CA). On 01 March 2016, the CA affirmed the decision of the lower court. Hence, PMHI filed before the Supreme Court a Petition for Review on Certiorari under Rule 45 seeking to reverse and set aside the Decision of the CA dated 01 March 2016, docketed as G.R. No. 226418 (CA G.R. CEB-CV No. 04143) (Prime Media Holdings, Inc., Represented by its President, Manolito A. Manalo vs. Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc.). On 07 November 2016, the Supreme Court issued a resolution denying the petition. PMHI filed a Motion for Reconsideration but was also denied by the Supreme Court on 29 March 2017.

In the meantime, Defendants failed to pay the outstanding debt, resulting in the extrajudicial foreclosure of the mortgage covering the Mortgaged Properties on 11 February 2001. After one year, a Certificate of Sale was issued on 11 February 2002, consolidating PMHI's title over the 21 properties.

In 2018, considering that the proceeds from the extrajudicial foreclosure were not sufficient to cover the outstanding debt of the Defendants, PMHI filed a complaint for *Deficiency Judgment with Ex-Parte Application for Issuance of a Writ of Preliminary Attachment* against the Defendants, docketed as **Civil Case No. 18-01307-CV** (*Prime Media Holdings, Inc. v. Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc.*). This was originally raffled to Makati Regional Trial Court (RTC) Branch 145 but was subsequently re-raffled to Branch 139 ("**RTC CASE**").

On July 20, 2018, the trial court (Makati RTC Branch 145) granted the writ of preliminary attachment and on June 17, 2019, Defendants filed a Motion to Lift Attachment but this was denied on July 4, 2019. The Defendants filed a Motion for Reconsideration (MR). Pending resolution of the MR, the case was re-raffled to Makati RTC Br. 139. RTC Br. 139 then denied the MR. This became subject of a Petition for *Certiorari* before the Court of Appeals ("CA"). On 28 July 2022, the CA issued a Decision dismissing the Petition. Petitioners then filed a Motion for Reconsideration which the CA denied in a 30 January 2023 Resolution. Subsequently, on March 24, 2023, Cahirup Tembrevilla Armogenia and South Sea Resorts filed a Petition for Review on *Certiorari* before the Supreme Court ("SC") assailing the 28 July 2022 Decision and 30 January 2023 Resolution of the CA. No docket number has yet been issued for this Supreme Court case ("**SC CASE**").

Meanwhile, on 3 March 2020, PMHI filed a Motion for Summary Judgement and on 26 July 2022, the RTC Branch 139, Makati City issued a Summary Judgment in favor of PMHI. Aggrieved, Defendants filed a Motion for Reconsideration but this was denied in an Order dated 17 February 2023.

On May 29, 2023, in order to assail the Summary Judgment dated 26 July 2022 and the Order dated 17 February 2023 denying Defendants' Motion for Reconsideration, the Defendants filed before the Court of Appeals a Petition for Certiorari, docketed as **CA-G.R. SP No. No. 178963** (*Cahirup Tembrevilla Armogenia and South Sea Resorts vs. Regional Trial Court 139, Makati City, and Prime Media Holdings, Inc.*) ("**CA CASE**").

On 16 June 2023, PMHI and Defendants entered into a Compromise Agreement to settle the case and other related cases between them pending before the Court of Appeals and the Supreme Court. For its part, PMHI executed a Quitclaim and released defendants from any liability in relation to the case. As a consequence, on 19 June 2023, the parties filed a Joint Motion to Dismiss and to Discharge Writ of Preliminary Attachment dated 16 June 2023, and the Defendants will file motions to withdraw its petitions before the Court of Appeals and the Supreme Court.

Name of the court or agency in which the proceedings are pending

Regional Trial Court (RTC), Court of Appeals-Manila (CA) and Supreme Court (SC).

Date Instituted

- a. **RTC -- April 17, 2018**
- b. **CA – May 29, 2023**
- c. **SC – 24 March 2023**

Docket Number

RTC Case - "Prime Media Holdings, Inc. vs. Cahirup Tembrevilla Armogenia and South Sea Resorts Hotel, Inc. ", docketed as Civil Case No. 18-01307-CV, pending before the RTC Makati, Branch 139, Makati City;

CA Case - "Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc. v. Prime Media Holdings, Inc.", docketed as **C.A. G.R. S.P. No. 178936**, pending before the Court of Appeals-Manila; and

SC Case - "Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc. v. Prime Media Holdings, Inc." (still no docket number), pending before the Supreme Court.

Principal Parties

- a. Prime Media Holdings, Inc.
- b. Cahirup Tembrevilla Armogenia
- c. South Sea Resort Hotel, Inc.

Nature and description of the legal proceedings

RTC Branch 139, Makati City

Prime Media Holdings Inc. filed a Complaint for Deficiency Judgment with Ex-Parte Application for Issuance of a Writ of Preliminary Attachment against defendants Cahirup Tembrevilla Armogenia and South Sea Resorts for the deficiency in the payment of loan secured by real estate mortgages.

Petition for Certiorari under Rule 65 before the Court of Appeals

Petitioners Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc. filed the petition which seeks to annul and set aside the Summary Judgment dated 26 July 2022 issued by RTC Branch 139 of Makati City, in the case entitled "Cahirup Tembrevilla Armogenia and South Sea Resort Hotel, Inc. vs. Prime Media Holdings, Inc.", docketed as Civil Case No. R-MKT-18-01307-CV.

Petition for Review on Certiorari before the Supreme Court

Petitioner Cahirup Tembrevilla Armogenia and South Sea Resorts filed a Petition for Review on Certiorari before the Supreme Court assailing the 28 July 2022 Decision and 30 January 2023 Resolution of the CA.