



GOLDEN MV HOLDINGS

September 11, 2025

PHILIPPINE STOCK EXCHANGE

Philippine Stock Exchange Tower
5th Avenue corner 28th Street, Bonifacio Global City
Taguig City

Attention: Atty. Johanne Daniel M. Negre
Officer in Charge, Disclosure Department

Subject: Villar Land Holdings, Corp.: SEC Order dated 18 August 2025

Gentlemen:

Please see attached copy of the Company's SEC Form 17-C filed with the Securities and Exchange Commission on September 11, 2025, in compliance with the Securities Regulation Code and the Exchange's disclosure requirements.

Thank you.

Very truly yours,

KATE D. CATOR
Officer in Charge

COVER SHEET

1	0	8	2	7	0				
S.E.C. Registration Number									

V	I	L	L	A	R		L	A	N	D		H	O	L	D	I	N	G	S	,	C	O	R	P	.	

(Company's Full Name)

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L	A	S		P	I	Ñ	A	S		C	I	T	Y													

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

Estrellita S. Tan
Contact Person

(02) 8873-2922
Company Telephone Number

1	2	3	1
<i>Month</i>		<i>Day</i>	
Calendar Year			

17-C
FORM TYPE

0	7	1	5
<i>Month</i>		<i>Day</i>	
Annual Meeting			

N/A
Secondary License Type, If Applicable

Dept. Requiring this Doc.		

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings	
Domestic	Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number									

_____ LCU

Document I.D.									

_____ Cashier

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. **September 11, 2025**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **108270** 3. BIR Tax Identification No. **000-768-991-000**
4. **VILLAR LAND HOLDINGS, CORP (FORMERLY GOLDEN MV HOLDINGS, INC.)**
Exact name of issuer as specified in its charter
5. **Philippines** 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. **San Ezekiel, C5 Extension, Las Piñas City** **1746**
Address of principal office Postal Code
8. **8873-2922 / 8873-2543**
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
Common stock	644,177,649 common shares

11. Indicate the item numbers reported herein:

Item 9. Other Events

On 18 August 2025, Villar Land Holdings Corporation (“Villar Land”) and its directors and officers received an Order from the Securities and Exchange Commission (“SEC”) which ordered Villar Land and its directors and officers to pay an administrative fine of Php12 million in lieu of the suspension of its Registration Statement and Permit to Offer and Sell Securities and an administrative fine of Php2,000 for each day of delay from July 1, 2025 until the submission of Villar Land’s Annual Report and Q1 2025 Quarterly Report. The Order also directed Villar Land and its directors and officers to show cause in connection with certain alleged violations of the Securities Regulation Code, Financial Products and Services Consumer Protection Act, and the Revised Corporation Code.

On 28 August 2025, Villar Land and its directors and officers filed a Response to the Order clarifying that the disclosures made the SEC Form 17-C dated 28 March 2025 (the “Subject Disclosure”) were made in utmost good faith, balancing the requirement of Villar Land, as a publicly-listed company, to timely disclose material facts or events, vis-à-vis, its obligation to ensure that such disclosures are full,

fair, and accurate. We stress that the same disclosures were made in reliance to the unqualified representations made by its external auditor on the amount of fair value gains on investment properties of Villar Land. Villar Land assures that there was no intent to mislead or deceive the regulators and the general public.

On 1 September 2025, Villar Land and its directors and officers also filed a Motion for Reconsideration requesting for a reconsideration of the Order, in respect of the order to pay penalties in lieu of the suspension of its Registration Statement and Permit to Offer and Sell Securities. In the Motion for Reconsideration, Villar Land took the opportunity to explain that contrary to the allegations in the Order, the delay in the submission of Villar Land's Annual Report and Q1 2025 Quarterly Report did not spring from neglect or omission on the part of Villar Land or its directors and officers, but from circumstances beyond their control, in particular, the protracted review process of its external auditor.

The resolution of each of the Response and Motion for Reconsideration is currently pending before the SEC.

SIGNATURE

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on behalf by the undersigned hereunto duly authorized.

VILLAR LAND HOLDINGS, CORP.

Issuer

By: 

KATE D. CATOR
Compliance Officer

Date: September 11, 2025