

COVER SHEET

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S.E.C. Registration Number

P	H	I	N	M	A	C	O	R	P	O	R	A	T	I	O	N
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(Company's Full Name)

L	E	V	E	L	1	2	-	P	H	I	N	M	A	P	L	A	Z	A	3	9	P	L	A	Z	A
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(Business Address: No. Street City/Town/Province)

R	O	L	A	N	D	O	S	O	L	I	V	E	N
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Contact Person

8	7	0	0	1	0	0
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Company Telephone Number

1	2	3	1
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Month Day
Calendar Year

S	E	C	1	7	-	C
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FORM TYPE

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Month Day
Annual Meeting

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Secondary License Type, If Applicable

C	F	D
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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total Amount of Borrowings

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Total No. of Stockholders 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. **August 13, 2025**

.....
Date of Report (Date of earliest event reported)

2. **12397**

3. **000-107-026-000**

.....
SEC Identification Number

.....
BIR Tax Identification No.

4. **PHINMA Corporation**

.....
Exact name of issuer as specified in its charter

5. **Metro Manila, Philippines**

6. (SEC Use Only)

.....
Province, country or other jurisdiction of
incorporation

.....
Industry Classification Code:

7. **Level 12 PHINMA Plaza, 39 Plaza Drive, Rockwell Center, Makati City 1210**

.....
Address of principal office

.....
Postal Code

8. **(632) 88700 100**

.....
Issuer's telephone number, including area code

9. **Not applicable.**

.....
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 Shares	336,325,265

11. Indicate the item numbers reported herein:

Please see enclosed letter.

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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.

PHINMA Corporation
Registrant

August 13, 2025
Date



Rolando D. Soliven
Vice President – Group Corporate Governance
and Chief Compliance Officer

.....
Signature and Title



August 13, 2025

SECURITIES AND EXCHANGE COMMISSION

7907 Makati Avenue, Salcedo Village Bel-Air, Makati City

Attention: **MS. RACHEL ESTHER J. GUMTANG-REMALANTE**
OIC, Corporate Governance & Finance Department

THE PHILIPPINE STOCK EXCHANGE, INC.

PSE Tower, 5th Avenue Bonifacio Global City, Taguig City

Attention: **ATTY. JOHANNE DANIEL M. NEGRE**
OIC, Disclosure Department

Gentlemen:

Please be informed that PHINMA Education Holdings, Inc. (PEHI), subsidiary of PHINMA Corporation (PHN), confirmed today, August 13, 2025, the receipt of the remittance of the investment by Rise Edu Pte. Ltd., an investment vehicle of funds managed by Kaizenvest (Kaizenvest III) amounting to Php 825 million. Kaizenvest is an education-focused private equity fund focused on emerging markets in South and South-East Asia.

On May 22, 2024, PEHI disclosed the signing of an Investment Agreement with (i) Phoenix Investments II Pte. Ltd, an investment vehicle of funds managed by KKR, and (ii) Kaizenvest III. The Investment Agreement relates to the issuance amounting to Php 4.5 billion of newly issued shares by the Company (Primary Transaction). Concurrently, funds managed by KKR entered into an agreement to acquire all of the shares in the Company owned, directly or indirectly, by Asian Development Bank (ADB), Nederlandse Financierings- Maatschappij voor Ontwikkelingslanden N.V. (FMO), and Kaizen Private Equity II Pte. Ltd. (Kaizenvest II), who all invested in the Company in 2019 (Secondary Transaction).

On October 4, 2024, PEHI disclosed the closing of the investment transaction with, after receipt of the initial investment amount of Php 2.52 billion. This initial remittance represents 70.22% of KKR's total investment amount of Php 3.59 billion. In addition, funds managed by KKR also acquired all of the shares in PEHI owned, directly or indirectly, by Asian Development Bank (ADB), Nederlandse Financierings-Maatschappij voor Ontwikkelingslanden N.V. (FMO), and Kaizen Private Equity II Pte. Ltd. (Kaizenvest II), who all invested in the Company in 2019.

PEHI is currently a 63.93%-owned subsidiary of PHINMA Corporation, which holds its investments in the education sector.

Thank you.


ROLANDO D. SOLIVEN

VP – Group Corporate Governance & Chief Compliance Officer

PHINMA Corporation

PHINMA Plaza, 39 Plaza Drive, Rockwell Center, Makati City 1200

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