

**Attachment 9 to the Application to Tender Shares:
Deed of Absolute Sale**

DEED OF ABSOLUTE SALE OF SHARES OF STOCK

MADE: This _____ 2023 in _____ City, Metro Manila, Philippines.

PARTIES:

SELLER: **[Name of Shareholder]**, [a corporation duly organized and existing under and by virtue of the laws of [country of registration], with official address at [•]]/[civil status of individual Shareholder], [nationality of individual shareholder] and of legal age]/[a partnership with address at [•]].

BUYER: **HOLDERFIN B.V.**, a corporation duly organized under the laws of the Netherlands, with registered office address and principal place of business at Roemer Visscherstraat 41, 1054 EW, Amsterdam, the Netherlands.

RECITALS:

- A. SELLER appears in the records of **Holcim Philippines, Inc.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, as the owner of _____ common shares of the capital stock of the Corporation with par value of ₱1.00 each or a total par value of _____, which are held by SELLER in its personal capacity.

Copies of the Stock Certificates are attached as **Annexes "___" to "___"**.

- B. SELLER has offered to assign, transfer and convey of _____ common shares of the Corporation with par value of ₱1.00) each or a total par value of _____ (**the "Shares"**) to BUYER, and BUYER has agreed to purchase the same in accordance with the terms and conditions of this Deed of Absolute Sale of Shares of Stock (**the "Deed"**).

AGREED TERMS AND CONDITIONS:

1. For and in consideration of ₱5.33 per common share or the total amount of _____ (**the "Purchase Price"**) receipt of which is acknowledged by the SELLER, the SELLER hereby absolutely and unconditionally assigns, transfers, and conveys the Shares to BUYER free from all liens and encumbrances.
2. Until a new stock certificate is issued in the name of BUYER, SELLER shall hold the Shares in trust for BUYER.
3. Parties shall cause the payment of all applicable taxes immediately after the execution of this Deed.
5. This Deed may be executed in any number of counterparts, each of which when so executed shall be deemed to be an original and all of which when taken together shall constitute one and the same document and shall be binding on the parties as if they had executed this Deed in a single document.

Signed this ___ day of _____ 2023 in _____ City, Metro Manila, Philippines.

[NAME OF SELLER]

TIN: [•]
Seller

By: **[Name]**
[Position]

HOLDERFIN B.V

TIN: [•]
Buyer

By: **[Name]**
[Position]

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
) S.S.

BEFORE ME, a Notary Public, for and in _____ on
_____, personally appeared the following:

Name

Competent Evidence of Identity

known to me and to me known to be the same persons who executed the foregoing Deed of Absolute Sale of Shares of Stock, consisting of ____ (____) pages including the page on which this Acknowledgment is written, and they acknowledged to me that the same is their free and voluntary act and deed, as well as that of the corporation herein represented.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place above written.

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of 2023.