

COVER SHEET

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S. E. C. Registration Number

			P	H	O	E	N	I	X										
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			P	E	T	R	O	L	E	U	M								
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			P	H	I	L	I	P	P	I	N	E	S	,	I	N	C	.	
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(Company's Full Name)

S	T	E	L	L	A		H	I	Z	O	N		R	E	Y	E	S		
R	O	A	D		B	O	.	P	A	M	P	A	N	G	A				
D	A	V	A	O		C	I	T	Y		P	H	I	L	S	.			

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

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Contact Person

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Company Telephone Number

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Month

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Day

SEC FORM 18-A

FORM TYPE

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Month

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Day

Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

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Domestic

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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 18-A

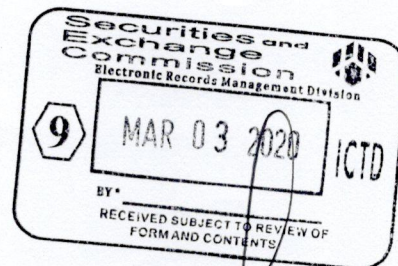
REPORT BY OWNER OF MORE THAN FIVE PERCENT

Check the appropriate box:

☐ Initial Filing

☒ Amendment


Item/s amended by the FilingDisposition of Shares.....



1. Exact Name of Registrant as Specified in its Charter **P-H-O-E-N-I-X Petroleum Philippines, Inc.**

a. **Stella Hizon Reyes Road, Bo. Pampanga, Davao City, Philippines** **8000**
Address of Principal Offices Postal Code

b. SEC Identification Number **A200207283**

c.  (SEC Use Only)
Industry Classification Code

d. BIR Tax Identification Number **TIN 006-036-274 V**

2. **Miguel Jose C. Valencia**
Name of Reporting Person

a. **E3204-B, 32/F Philippine Stock Exchange Center**
Exchange Road, Ortigas Center, Pasig City **1605**
Address of Reporting Person Postal Code

b. **(632) 310-5737**
Telephone Number of Reporting Person

c. **Filipino**
Citizenship or Place of Organization of Reporting Person

Miguel Jose C. Valencia
3201-C, 32/F Philippine Stock Exchange Center Exchange Road, Ortigas Center, Pasig City 1605,
(632) 634-8901 to 02

Name, Address and Telephone Number of person authorized to receive notices and communications if reporting person is a partnership, corporation or other legal entity

Item 1. Security and Issuer

The class of equity securities subject of this report is the common shares of P-H-O-E-N-I-X Petroleum Philippines, Inc. (the "Issuer") with principal executive offices located at Stella Hizon Reyes Road, Bo. Pampang, Davao City, Philippines, which shares are listed with the Philippine Stock Exchange ("PSE").

Item 2. Identity and Background

This report is filed by Miguel Jose C. Valencia ("Mr. Valencia"), the beneficial owner and sole shareholder and director of Top Direct Investments Limited ("TDI"), to amend the SEC Form 18-A filed on January 4, 2018 to disclose the sale of 142,000,000 common shares in the Issuer. TDI, a corporation duly organized and existing under the laws of the British Virgin Islands, with principal business address at Vistra Corporate Services Centre Wickhams Cay II, Road Town, Tortola VG1110 Virgin Islands, British, has also separately complied with its disclosure obligations under the Securities Regulation Code.

Mr. Valencia has not, during the last five (5) years: (i) been convicted in a criminal proceeding, or (ii) been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking.

Item 3. Purpose of Transaction

The divestment of equity interest in the Issuer covered by this report is a business decision of TDI.

Item 4. Interest in Securities of the Issuer

TDI, which is 100% owned by Mr. Valencia, sold 142,000,000 common shares in the Issuer, through a special block sale crossed at the PSE at the price of Php 15.00 per share.

Other than as mentioned above, there were no other transactions that were effected during the past sixty (60) days involving Mr. Valencia, TDI and the Issuer.

Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

There are no contracts, arrangements, understanding or relationship involving TDI relating to a transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies. The shares of stock in the Issuer owned by TDI are not pledged or otherwise subject to a contingency the occurrence of which would give another person voting power or investment power over the same.


Item 6. Material to be Filed as Exhibits

There are no written agreements, contracts, arrangements, understandings, plans or proposals relating to the acquisition of control, liquidation, sale of assets, merger, or change in business or corporate structure of the Issuer, nor involving any transfer or voting of the securities, finder's fees, joint ventures, options, puts, calls, guarantees of loans, guarantees against losses or the giving or withholding of any proxy.

SIGNATURE

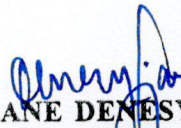
After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in the City of on, 2020.

By:


Miguel Jose C. Valencia
Beneficial Owner

SUBSCRIBED AND SWORN to before me on MAR 03 2020 at PASIG CITY,
affiant exhibiting to me his Philippine Passport with No. EC6815053 issued on 20 February 2016 at DFA
NCR East.

Doc. No.: 319;
Page No.: 65;
Book No.: IV;
Series of 2020.


DEANE DENESY F. JAO
Notary Public for the Cities of Pasig, San Juan
And Municipality of Pateros
Commission until 31 December 2020
APPT. No. 159 (2019-2020) - Roll No. 71196
PTR No. 6535460; 01-19-2020; Pasig City
IBP No. 104574; 01-09-2020; RSM
MCLE Compliance No. VI-0024620; 04-10-2019
2404 Discovery Center 25 ADB Ave., Ortigas Center Pasig City