

## 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)  
Nov 8, 2017
2. SEC Identification Number  
CS201619734
3. BIR Tax Identification No.  
009-393-167
4. Exact name of issuer as specified in its charter  
CHELSEA LOGISTICS HOLDINGS CORP.
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
Stella Hizon Reyes Road, Bo.Pampanga, Davao City  
Postal Code  
8000
8. Issuer's telephone number, including area code  
+63 82 224 5373
9. Former name or former address, if changed since last report  
n/a
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	1,821,977,615

11. Indicate the item numbers reported herein  
others

*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.*



## Chelsea Logistics Holdings Corp. CLC

### PSE Disclosure Form 4-2 - Acquisition/Disposition of Shares of Another Corporation *References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

Acquisition by Chelsea Logistics Holdings Corp. (CLC) of 100% equity in Worklink Services, Inc. (WSI)

#### Background/Description of the Disclosure

Acquisition of 100% of the issued and outstanding shares of WSI, a company engaged in total logistics management providing ground courier, sea freight and airfreight services across the country. WSI also offers trucking, warehousing and special projects management such as events management, manpower, trade merchandising and drop box management.

#### Date of Approval by Board of Directors

Oct 23, 2017

#### Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

The acquisition by CLC of WSI is in line with CLC's strategy to expand its business and market reach, and provides an opportunity for CLC to increase its shareholder value. In the past years, WSI has successfully established itself as a domestic logistics solution provider for various industries, with expertise in the management and distribution of a wide range of merchandise such as documents, food, garments and industrial equipment. The acquisition will present opportunities for synergies by WSI with the rest of the companies in the CLC group.

#### Details of the acquisition or disposition

##### Date

Nov 8, 2017

##### Manner

CLC acquired 100% of the issued and outstanding shares in WSI from its previous shareholders.

##### Description of the company to be acquired or sold

WSI is a total logistics management company that provides ground courier, sea freight and air freight services across the country. WSI also offers trucking, warehousing and special projects management such as events management, manpower, trade merchandising, and drop box management.

#### The terms and conditions of the transaction

##### Number of shares to be acquired or disposed

475,000

<b>Percentage to the total outstanding shares of the company subject of the transaction</b>	100
<b>Price per share</b>	Amount less than 10% of CLC Shareholders' Equity

**Nature and amount of consideration given or received**

The total amount is not material as it is less than 10% of CLC's total Shareholders' Equity.

**Principle followed in determining the amount of consideration**

The purchase price was determined based on the agreed valuation based on forecasts of WSI plus cash and cash equivalents and trade accounts receivables less trade accounts payables (all as of 15 October 2017, the cut-off date).

**Terms of payment**

Full payment upon compliance with Conditions Precedent, which have all been complied with.

**Conditions precedent to closing of the transaction, if any**

Submission and turnover by the selling shareholders of certain documents to CLC which have already been complied with.

**Any other salient terms**

None

**Identity of the person(s) from whom the shares were acquired or to whom they were sold**

<b>Name</b>	<b>Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates</b>
Various sellers	None of the sellers have any material relationship with CLC, its Directors/ officers or any of its affiliates.

**Effect(s) on the business, financial condition and operations of the Issuer, if any**

The acquisition allows CLC to expand its business in the rapidly growing opportunities in the logistics industry.

**Other Relevant Information**

None

**Filed on behalf by:**

<b>Name</b>	Leandro Abarquez
<b>Designation</b>	Compliance Officer