

## 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)  
Mar 20, 2018
2. SEC Identification Number  
CS201619734
3. BIR Tax Identification No.  
009-393-167-000
4. Exact name of issuer as specified in its charter  
Chelsea Logistics Holdings Corp.
5. Province, country or other jurisdiction of incorporation  
Davao
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
Stella Hizon Reyes Road, Bo. Pampang, Davao City  
Postal Code  
8000
8. Issuer's telephone number, including area code  
(082) 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  
Item 9

*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 4-15 - Creation and Issuance of New Equity Security *References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

Creation of Preferred Shares

#### Background/Description of the Disclosure

The Corporation intends to convert Common Shares into Preferred Shares with the intent to raise funds. The proceeds shall be used to support the Corporation's capital expenditure program for 2018 which includes vessel acquisitions of the group, strategic mergers and acquisitions, and funding the corporation's shipping, transportation and logistics expansion projects.

#### Date of approval by Board of Directors of the creation and/or issuance of a new security

Mar 19, 2018

#### Rationale for the creation and/or issuance

Aligned with its shipping business, there are a number of business opportunities being presented to the Company for the operation of airports and ports, and also facilities which can be utilized in connection with its logistics business. The creation of Preferred Shares will generate additional funds for the Corporation to utilize for these business opportunities.

### Features of the new security

#### If convertible

Conversion or entitlement ratio	N/A
Corresponding number of underlying shares with percentage to total outstanding shares	N/A
Conversion price or exercise price	N/A
Provisions for adjustment(s) in conversion ratio and/or conversion period	N/A

#### If redeemable

Redemption price	Subscription price
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<b>Redemption period</b>	Any time at the option of the Issuer
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**Method and/or procedures in redemption**

Redeemable at any time at the option of the Issuer at subscription price based on the calendar month-end immediately preceding the receipt by the holders of the Redemption Notice from the Issuer.

**Terms and conditions of the issuance**

<b>Number of shares to be issued</b>	-
<b>Corresponding percentage to total outstanding shares</b>	-
<b>Issue price per share</b>	TBA
<b>Aggregate value of consideration</b>	TBA

**Source of shares available for issuance**

Authorized capital stock of the Corporation of Two Billion Pesos (P 2,000,000,000.00)

**Basis upon which the issue value was determined**

TBA

**Terms of payment**

TBA

**Timetable and manner of issuance**

TBA

**Effect(s) on the ownership structure, including the list of principal shareholders with their corresponding shareholdings and percentage ownership to total outstanding shares before and after the transaction**

Principal Shareholders	Before		After	
	Number of shares	%	Number of shares	%
Udena Corporation	1,275,384,606	70	-	-

**Effect(s) on the capital structure****Issued Shares**

Type of Security/Stock Symbol	Before	After
CLC	1,821,977,615	1,821,977,615
CLC Preferred Shares	-	-

**Outstanding Shares**

Type of Security/Stock Symbol	Before	After
CLC	1,821,977,615	1,821,977,615
CLC Preferred Shares	-	-

**Treasury Shares**

Type of Security/Stock Symbol	Before	After
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**Listed Shares**

Type of Security/Stock Symbol	Before	After
CLC	1,821,977,615	1,821,977,615
CLC Preferred Shares	-	-

<b>Effect(s) on the public float, if any</b>	TBA
<b>Effect(s) on foreign ownership level, if any</b>	TBA

**Other Relevant Information**

The number of preferred shares to be issued and subscribed has not yet been determined at this time. Additional disclosure will be made once these information are available.

Similarly, the post-offer ownership of the Principal Shareholder(s) has not yet been determined as of this time. Formal disclosure will be filed once determined.

**Filed on behalf by:**

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