

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)
Feb 7, 2019
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. Pampanga, 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, 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

Withdrawal of Preferred Shares Issuance

Background/Description of the Disclosure

The Corporation has converted ten million of its Common Shares into Preferred Shares with the intent to raise funds. This conversion was approved by the Philippine Securities and Exchange Commission on June 18, 2018. However, on January 16, 2019, the Company has disclosed its decision of not proceeding with the offering of the Preferred Shares.

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
Redemption period	Any time at the option of the Issuer

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

Number of shares to be issued	-
Corresponding percentage to total outstanding shares	-
Issue price per share	N/A
Aggregate value of consideration	N/A

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
N/A
Terms of payment
N/A
Timetable and manner of issuance
N/A

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

	Before	After	
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Principal Shareholders	Number of shares	%	Number of shares	%
	Udenna 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
-	-	-

Listed Shares

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

Effect(s) on the public float, if any	N/A
Effect(s) on foreign ownership level, if any	N/A

Other Relevant Information

Based on the disclosure on January 16, 2019, the Company has decided not to proceed with the offering of the Preferred Shares. The amendment of this disclosure reflects this change.

As of today, the Company has not issued any Preferred Shares.

Filed on behalf by:

Name	IGNACIA IV BRAGA
Designation	VICE PRESIDENT - FINANCE