

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 3, 2020
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 and Infrastructure 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 / +63 2 8403 4015
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	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 and Infrastructure Holdings Corp.

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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

Sale by Chelsea Logistics and Infrastructure Holdings Corp. of its Common Shares and Preferred Shares in Dito Telecommunity Corporation to Dito Holdings Corporation.

Background/Description of the Disclosure

The Board of Directors of Chelsea Logistics and Infrastructure Holdings Corp. approved on October 30, 2020 the sale by the Corporation of its 40,833,332 Common Shares and 22,916,666 Preferred Shares of Dito Telecommunity Corporation to Dito Holdings Corporation.

Date of Approval by Board of Directors

Oct 30, 2020

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

The transfer of the shares is only for the purpose of restructuring Chelsea Logistics and Infrastructure Holdings Corporation's shareholdings in Dito Telecommunity, and to streamline the shareholdings of the Corporation and of Udena Corporation in Dito Telecommunity through a holding company, Dito Holdings Corp. Insofar as Chelsea Logistics and Infrastructure Holdings Corp. is concerned, despite the sale, it will continue to hold 25% of Dito Telecommunity albeit indirectly through Dito Holdings.

Details of the acquisition or disposition

Date

TBA

Manner

Deed of Assignment.

Description of the company to be acquired or sold

Dito Telecommunity Corporation is a corporation engaged in telecommunications. It was registered with the Securities and Exchange Commission on 25 September 1997 and with SEC Registration No.. A1997-18540.

The terms and conditions of the transaction

Number of shares to be acquired or disposed	63,749,998
Percentage to the total outstanding shares of the company subject of the transaction	25
Price per share	TBD

Nature and amount of consideration given or received

The nature and amount of consideration will be disclosed once the Deed of Assignment is finalized / executed.

Principle followed in determining the amount of consideration

The principle followed in determining the amount of consideration will be disclosed once the Deed of Assignment is finalized / executed.

Terms of payment

the terms of payment will be disclosed once the Deed of Assignment is finalized /executed.

Conditions precedent to closing of the transaction, if any

Terms and conditions of the transaction will be disclosed when the Deed of Assignment is finalized / executed.

Any other salient terms

Other salient terms of the transaction will be disclosed when the Deed of Assignment is finalized / executed.

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

Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates
Dito Holdings Corporation	Major stockholders are Chelsea Logistics and Infrastructure Holdings Corp. and Udenna Communications, Media and Entertainment Holdings Corp.

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

Chelsea Logistics and Infrastructure Holdings Corp. will continue to own 25% of Dito Telecommunity Corporation albeit indirectly through Dito Holdings Corp.

Other Relevant Information

Dito Holdings Corporation is an entity separate and distinct from Dito CME Holdings Corp.

Dito Holdings Corporation with SEC Registration No. CS201916797 was registered with the Securities and Exchange Commission on October 4, 2019.

Dito CME Holdings Corp. (formerly 'ISM Communications Corporation') with SEC Registration No.808 was registered with the Securities and Exchange Commission on January 3, 1925. It is a publicly-listed Company and its shares trade at the Philippine Stock Exchange under the ticker "DITO".

Filed on behalf by:

Name	Ma. Henedina San Juan
Designation	Corporate Secretary