

# 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)  
May 9, 2023
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. Pampang, 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  
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.

## C

**PSE Disclosure Form 4-4 - Amendments to By-Laws**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Section 4.4 of the Revised Disclosure Rules**

### Subject of the Disclosure

Amendment of Section 1 of Article II and of Section 7 of Article IV of the By-Laws of Chelsea Logistics and Infrastructure Holdings Corp.

### Background/Description of the Disclosure

Section 1 of Article II of the By-Laws will be amended to change the date of the Annual Stockholders' Meeting from the last Monday of March to the last Monday of April. Section 7 of Article IV of the By-Laws will be amended to create the office of the Chief Financial Officer, and to transfer some of the duties of the Treasurer to the Chief Financial Officer.

<b>Date of Approval by Board of Directors</b>	Nov 8, 2022
<b>Date of Approval by Stockholders</b>	May 9, 2023
<b>Other Relevant Regulatory Agency, if applicable</b>	n/a
<b>Date of Approval by Relevant Regulatory Agency, if applicable</b>	N/A
<b>Date of Approval by Securities and Exchange Commission</b>	TBA
<b>Date of Receipt of SEC approval</b>	TBA

### Amendment(s)

Article and Section Nos.	From	To
Article II, Section 1	The annual/ regular meeting of the stockholders shall be held at the principal place office on the last Monday of March of each year, if legal holiday, then on the day following.r	"The annual/ regular meeting of the stockholders shall be held at the principal place office on the last Monday of April of each year, if legal holiday, then on the day following.

<p>Article IV, Section 7</p>	<p>The Treasurer of the corporation shall have the following duties: a. to keep full and accurate accounts of receipts and disbursements in the books of the corporation; b. to have custody of, and be responsible for, all the funds, securities, and bonds of the corporation; c. To deposit in the name and to the credit of the corporaiton, in such bank as may be designated from time to time by the Board of Directors, all the moneys, fuds, securities, binds and similar valuable effects belonging to the corporation which may come under his control; d. to render an annual statement showing the financial condition of the corporation and such other financial reports as the Board of Director, or the President may, from time to time require;</p>	<p>The Treasurer of the corporation shall have the following duties: a. to keep full and accurate accounts of receipts and disbursements in the books of the corporation; b. to have custody of, and be responsible for, all the funds, securities, and bonds of the corporation; c. To deposit in the name and to the credit of the corporaiton, in such bank as may be designated from time to time by the Board of Directors, all the moneys, fuds, securities, binds and similar valuable effects belonging to the corporation which may come under his control; d. To exercise such powers and perform such duties and functions as may be assigned by to him by the President."</p>
<p>(continuation)</p>	<p>e. To prepare such financial reports, statements, certifications and other documents which may, from time to time, be required by government rules and regulations and to submit the same to the proper government agencies; f. to exercise such powers and perform such duties and functions as may be assigned to him by the President.</p>	<p>Section 8. The Chief Financial Officer - The Chief Financial Officer of the corporation shall have the following duties: a. to render an annual statement showing the financial condition of the corporation and such other financial reports as the Board of Director, or the President may, from time to time require; b. To prepare such financial reports, statements, certifications and other documents which may, from time to time, be required by government rules and to submit the same to the proper government agencies; c. To exercise such powers and perform such duties and functions as may be assigned to him by the President."</p>

**Rationale for the amendment(s)**

The amendment in the date of the Annual Stockholders' Meeting to the last Monday of April will align with the usual completion of the Audited Financial Statements of the Corporation by its external auditor. The amendment in the functions of the Treasurer and creation of the office of the Chief Financial Officer will clearly delineate the functions of the Treasurer and of the Chief Financial Officer

**The timetable for the effectivity of the amendment(s)**

<p>Expected date of filing the amendments to the By-Laws with the SEC</p>	<p>TBA</p>
<p>Expected date of SEC approval of the Amended By-Laws</p>	<p>TBA</p>

**Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any**

The amendments of the By-Laws of the Corporation will not affect the business or capital structure of the Corporation.

**Other Relevant Information**

The subject amendments to the By-Laws of the Corporation were approved by the stockholders of the Corporation at the Annual Stockholders' Meeting held on May 9, 2023 via remote communication.

**Filed on behalf by:**

<p>Name</p>	<p>Ma. Henedina San Juan</p>
<p>Designation</p>	<p>Corporate Secretary</p>