

# 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 21, 2018
2. SEC Identification Number  
134800
3. BIR Tax Identification No.  
000-590-608-000
4. Exact name of issuer as specified in its charter  
JOLLIVILLE HOLDINGS CORPORATION
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
4th Floor 20 Lansbergh Place, 170 Tomas Morato Avenue cor. Scout Castor St., Quezon City  
Postal Code  
1103
8. Issuer's telephone number, including area code  
(632) 373-3038
9. Former name or former address, if changed since last report  
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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 Stock, Php1.00 par value	281,500,000

11. Indicate the item numbers reported herein  
Item 9 - Other Events

*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.*



## **Jolliville Holdings Corporation**

### **JOH**

#### **PSE Disclosure Form 4-30 - Material Information/Transactions**

***References: SRC Rule 17 (SEC Form 17-C) and  
Sections 4.1 and 4.4 of the Revised Disclosure Rules***

#### **Subject of the Disclosure**

Spin-off of Water Business by Philippine H2O Ventures Corp., a subsidiary of Jolliville Holdings Corporation, to Tabuk Water Corp., another subsidiary of Jolliville Holdings Corporation

#### **Background/Description of the Disclosure**

Please be advised that Philippine H2O Ventures Corp. ("H2O") will be selling its Water Business (defined below) to Tabuk Water Corp. ("Tabuk") for a total purchase price of PhP442 Million, subject to the terms of a Share Purchase Agreement entered into by the parties today.

Jolliville Holdings Corporation ("JOH") is the parent company of both H2O and Tabuk.

The Water Business refers to all of H2O's shares and interests in Calapan Waterworks Corporation ("CWWC") consisting of 137,045,398 common shares representing 99.75% of the issued and outstanding capital stock of CWWC. The shares and interests of H2O in CWWC represent all of H2O's existing business, non-cash assets and liabilities. CWWC is the owner and operator of the local waterworks system of Calapan City, Oriental Mindoro and is engaged in the business of developing and utilizing water resources to harness, produce and supply water for domestic, municipal, agricultural, industrial, commercial and/or recreational purposes.

The sale of Water Business will be made pursuant to the condition in the Memorandum of Agreement dated 21 December 2017 entered into by and between JOH, together with certain subsidiaries and related parties (collectively, the "Sellers") and Udenna Development Corp. ("UDEVCO") whereby the Sellers shall be selling to UDEVCO all their shareholding in H2O, representing 62.006% of the issued and outstanding capital of H2O (the "H2O Sale"). One of the conditions to the H2O Sale is the spin-off by H2O of all its existing business and assets.

The Closing of the sale of the Water Business shall be conditioned upon, among others, the approval by at least 2/3 of the shareholders of H2O, and the confirmation by UDEVCO and JOH that the closing of the H2O Sale will proceed.

Please be advised further that, JOH board approved an additional subscription in Tabuk Water Corp. of 440,000,000

common shares at 1 peso per share, on the condition that the SPA between JOH and UDEVCO shall be consummated. The additional subscription will be paid in full pending approval of the SEC of the increase in capital application of Tabuk.

Other Relevant Information

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Filed on behalf by:

Name	Ortrud Yao
Designation	Chief Finance Officer/ Treasurer/ Asst. Corporate Secretary