

## Remarks

C07628-2017

- After a careful review of the disclosure submitted by Philippine H2O Ventures Corp. ("H2O"), please be advised that the subject transaction may be covered by the Exchange's Rule on Backdoor Listing. The Exchange will apprise the investing public of further developments on the matter.

## 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)  
Dec 19, 2017
2. SEC Identification Number  
CS200901269
3. BIR Tax Identification No.  
007-236-853-000
4. Exact name of issuer as specified in its charter  
PHILIPPINE H2O VENTURES CORP.
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, 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  
-
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	243,241,504

11. Indicate the item numbers reported herein  
Item 9 - Please see attached.

*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.*

## Philippine H2O Ventures Corp. H2O

**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

Sale by Jollville Holdings Corporation and its affiliates and related parties of their 62.006% shareholding in Philippine H2O Ventures Corp. to Udenna Development Corp.

### Background/Description of the Disclosure

Please be advised that Philippine H2O Ventures Corp. ("H2O") was notified by its parent company, Jollville Holdings Corporation ("JOH"), today 19 December 2017, that the latter along with its subsidiaries and related parties (collectively, the "Sellers"), will be selling all their shareholding in H2O, representing 62.006% of the issued and outstanding capital of H2O, to Udenna Development Corp. ("UDEVCO"), or to any of the latter's subsidiaries or affiliates (the "H2O Sale"). One of the conditions to the H2O Sale is the implementation and completion by H2O of a spin-off by selling all of its existing business and assets, including shares and interests in Calapan Waterworks Corporation ("CWWC") and all other interests in other corporations. H2O shall also collect all receivables, settle all its obligations, assign its contractual interests, transfer or reassign all of its employees and settle and dissolve its retirement fund (the "Clean-up Exercise").

JOH, a listed company, owns 36.728% of H2O total outstanding shares. The selling affiliates and related parties of JOH are KGT Ventures Inc., Melan Properties Corp., NGTO Resources Corp., OTY Development Corp., Nanette T. Ongarranceja, Ortrud T. Yao, Kenrick G. Ting, Jolly L. Ting, and Lourdes G. Ting.

Moreover, H2O was notified that UDEVCO shall launch a mandatory tender offer for the H2O shares pursuant to the Securities Regulation Code.

### Other Relevant Information

-

### Filed on behalf by:

Name

Ortrud Yao

<b>Designation</b>	CFO/Treasurer/Corporate Secretary
--------------------	-----------------------------------