

## 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)  
Jan 22, 2019
2. SEC Identification Number  
147669
3. BIR Tax Identification No.  
000-432-378
4. Exact name of issuer as specified in its charter  
Cosco Capital, Inc.
5. Province, country or other jurisdiction of incorporation  
Manila, Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
No. 900 Romualdez St., Paco, Manila  
Postal Code  
1007
8. Issuer's telephone number, including area code  
(632) 522-8801 to 04
9. Former name or former address, if changed since last report  
None
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	7,267,863,364
11. Indicate the item numbers reported herein  
Other Matters

*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.*



**Cosco Capital, Inc.**  
**COSCO**

**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**

<b>Subject of the Disclosure</b>	
Amendment of disclosure to include the Decision of Philippine Competition Commission dated January 17, 2019 re: Acquisition of Liguigaz Philippines Corporation	
<b>Background/Description of the Disclosure</b>	
Cosco Capital, Inc. through its subsidiary, Canaria Holdings Corporation, sells all its stake in Liguigaz Philippines Corporation.	
<b>Date of Approval by Board of Directors</b>	Oct 19, 2018
<b>Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction</b>	
Maximizing shareholders' value and achieving financial flexibility moving forward.	
<b>Details of the acquisition or disposition</b>	
<b>Date</b>	Oct 19, 2018
<b>Manner</b>	
Canaria Holdings Corporation and Fernwood Holdings, Inc. signed a Share Purchase Agreement on October 19, 2018 whereby Canaria sells all its shares in Liguigaz Philippines Corporation and Calor Phils. Holdings, Inc. to Fernwood Holdings, Inc.	
<b>Description of the company to be acquired or sold</b>	
Liguigaz Philippines Corporation is one of the major distributors of Liquefied Petroleum Gas in the Philippines.	
<b>The terms and conditions of the transaction</b>	
<b>Number of shares to be acquired or disposed</b>	826,530
<b>Percentage to the total outstanding shares of the company subject of the transaction</b>	100
<b>Price per share</b>	Not applicable
<b>Nature and amount of consideration given or received</b>	
Consideration is to be paid in cash; less than 12% of the total asset of Cosco Capital, Inc. as of December 2017.	
<b>Principle followed in determining the amount of consideration</b>	
Based on historical financial profitability and value of the asset of the company sold.	
<b>Terms of payment</b>	
Cash Payment.	
<b>Conditions precedent to closing of the transaction, if any</b>	
The Philippine Competition Commission resolved to take no further action on the acquisition of Liguigaz Philippines Corporation by Fernwood Holdings, Inc. in its decision dated January 17, 2019.	
<b>Any other salient terms</b>	
None.	
<b>Identity of the person(s) from whom the shares were acquired or to whom they were sold</b>	
<b>Name</b>	<b>Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates</b>
Fernwood Holdings, Inc.	No relation to issuer
<b>Effect(s) on the business, financial condition and operations of the Issuer, if any</b>	
The transaction is expected to maximize shareholders' value and for the company to achieve financial flexibility moving forward.	
<b>Other Relevant Information</b>	

Part of the sale of shares transaction sold to Fernwood Holdings, Inc. is the 36,075 shares of Calor Phil., Holdings, Inc., a holding Company jointly owned by Canaria Holdings Corporation (60%) and Liquigaz Philippine Corporation (40%).

The Philippine Competition Commission has resolved to take no further action with respect to the proposed acquisition of Liquigaz Philippines Corporation by Fernwood Holdings, Inc.

In its decision dated January 17, 2019, the Commission stated, "the proposed acquisition by Fernwood Holdings, Inc. of shares in Liquigaz Philippines Corporation will not likely result in substantial lessening of competition within the market for bulk and cylinder supply of liquified petroleum gas (LPG) in the Luzon geographic market because (1) there is neither increased ability nor incentive to engage in input foreclosure and customer foreclosure, post acquisition and (2) there exist sufficient competitive constraints on the parties from other market participants in the LPG industry, post acquisition."

**Filed on behalf by:**

<b>Name</b>	Candy Dacanay-Datuon
<b>Designation</b>	Assistant Corporate Secretary / Compliance Officer