

DA VINCI CAPITAL HOLDINGS, INC.  
No. 900 Romualdez St., Paco, Manila

November 20, 2020

**Securities and Exchange Commission**  
G/F Secretariat Bldg., PICC Complex  
Roxas Blvd., Pasay City

Attention: **Vicente Graciano P. Felizmenlo, Jr.**  
Director – Market and Securities Regulation Division

**Philippine Stock Exchange**  
6/F PSE Tower  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street  
Bonifacio Global City, Taguig City

Attention: **Ms. Janet A. Encarnacion**  
Head – Disclosure Department

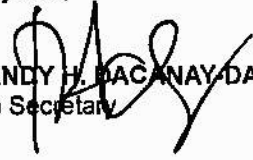
Subject: **Result of Annual Stockholders Meeting of Da Vinci Capital Holdings, Inc. dated November 20, 2020**

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GENTLEMEN:

For submission is the attached SEC-17C Result of Annual Stockholders Meeting of Da Vinci Capital Holdings, Inc. dated November 20, 2020.

Very truly yours,

  
**ATTY. CANDY H. MACANAY-DATUON**  
Corporate Secretary

# COVER SHEET

0 0 0 0 0 2 4 0 1 5

SEC Registration Number

DA VINCI CAPITAL HOLDINGS, INC.

(Company's Full Name)

NO. 900 ROMUALDEZ ST., PACO,

MANILA

(Business Address: No. Street City/Town/Province)

CANDY H. DACANAY-DATUON

(Contact Person)

(02) 8523-3055

(Company Telephone Number)

1 2

Month

3 1

Day

SEC FORM 17-C

(Form Type)

1 1 2 0

(Annual Meeting)

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowing

Domestic

Foreign

SEC Personnel concerned

File Number

LCU

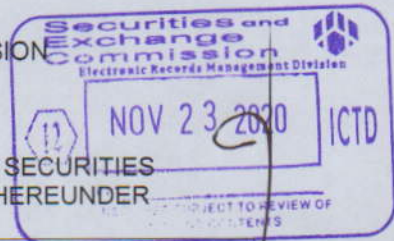
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STAMPS

## SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES  
REGULATIONS CODE AND SRC RULE 17.2 (C) THEREUNDER

Date of Report	November 20, 2020
SEC Identification Number	24015
BIR Tax Identification Number	000-282-553
Name of Issuer as specified in its charter	Da Vinci Capital Holdings, Inc.
Address of principal office and postal code	No. 900 Romualdez St., Paco, Manila, 1007
Industry Classification Code	
Issuer's Telephone Number	(632) 8522-8801
Former Name	None
Securities registered pursuant to Section 8 and 12 of the SRC or Sections 4 and 8 of the RSA	Number of Common Shares – 1,124,999,969
Indicate the item numbers reported therein	Other Matters/Event

Please be informed that the stockholders of Da Vinci Capital Holdings, Inc. representing 956,213,343 shares or 85% of the issued and outstanding shares of the Company approved the following items during the November 20, 2020, 10 AM , Annual Stockholders' Meeting:

1. Approval of Amendment of Articles of Incorporation and By-Laws
  - a) amendment of name to "The Keepers Holdings, Inc."
  - b) amendment of purposes, please see attached.
  - c) amendment of corporate term to perpetual existence.
  - d) conversion of preferred shares to common shares.
  - e) change in par value of common shares and increase of authorized capital stock to Two billion pesos divided into Twenty billion shares at par value of P0.10 per share.
  - f) delegation to the Board of Directors of the authority to determine the manner of subscription and the subscriber/s of the increase in authorized capital stock.
2. Election of Directors including Independent directors  
  
Lucio L. Co.  
Camille Clarisse P. Co  
Robin Derrick C. Chua  
Jose Paulino L. Santamarina  
Janelle O. Uy  
  
Enrico S. Cruz – Independent Director  
Bienvenido Laguesma – Independent Director  
  
Please see below their business profiles.
3. Appointment of External Auditor and fixing its remuneration
4. Approval of 2019 Audited Financial Statements

Please see below tally of votes:

Agenda Items	For	Against	Abstain	Total Votes	
1.a. Approval of change in name of the Company to "The Keepers Holdings, Inc."	956,213,343	0	0	956,213,343	85%
1.b. Approval of amendment of primary and secondary purposes of the Company.	956,213,343	0	0	956,213,343	85%
1.c. Approval of amendment of corporate term from 50 years to perpetual existence.	956,213,343	0	0	956,213,343	85%
1.d. Approval of increase of authorized capital stock, which includes change in par value of common shares and conversion of authorized preferred shares to common shares.	956,213,343	0	0	956,213,343	85%
1.e. Approval of the delegation to the Board of Directors of the authority to determine the manner of subscription and the subscriber/s of the increase in authorized capital stock.	956,213,343	0	0	956,213,343	85%
2. 1. Election of Mr. Lucio L. Co	956,213,343	0	0	956,213,343	85%
2.2. Election of Ms. Camille Clarisse P. Co	956,213,343	0	0	956,213,343	85%
2.3. Election of Mr. Jose Paulino Santamarina	956,213,343	0	0	956,213,343	85%
2.4. Election of Mr. Robin Derrick C. Chua	956,213,343	0	0	956,213,343	85%
2.5. Election of Ms. Jannelle O. Uy	956,213,343	0	0	956,213,343	85%
2.6. Election of Mr. Enrico S. Cruz – ID	956,213,343	0	0	956,213,343	85%
2.7. Election of Atty. Bienvenido E. Laguesma - ID	956,213,343	0	0	956,213,343	85%
3. Appointment of R.G. Manabat & Co., as the company's External Auditor for the calendar year 2020	956,213,343	0	0	956,213,343	85%
3.b. Approval of the Audited Financial Statements for the year 2019	956,213,343	0	0	956,213,343	85%

#### Business Profile of Directors:

##### (1) Mr. Lucio L. Co, Filipino, 65 years old

Mr. Co is also the Chairman and President of the following companies: Bellagio Holdings, Inc., Canaria Holdings Corporation, Ellimac Prime Holdings, Inc., Invescap Incorporated, Puregold Duty Free, Inc., and Puregold Properties, Inc.

He is the Chairman of the Alcorn Petroleum and Minerals Corporation, Entenso Equities, Inc., NE Shopping Centers Corporation, P.G. Holdings, Inc., Pajusco Holdings Corporation, Puregold Duty Free (Subic), Inc., Puregold Finance, Inc., Puregold Realty Leasing & Management, Inc., San Jose City I Power Corp., Union Energy Corporation, and Union Equities, Inc.

He is one of the Directors of these companies: Catuiran Hydropower Corporation, Cleangreen Energy Corporation, Forbes Corporation, Grass Gold Renewable Energy (G2REC) Corporation, Karayan Hydropower Corporation, Kareila Management Corporation, LCKK & Sons Realty Corporation, Luis Co Chi

Kiat Foundation, Inc., Meritus Prime Distributions, Inc., Montosco, Inc., League One Finance and Leasing Corporation, Pamana Water Corporation, Tower 6789 Corporation and VS Gripal Power Corporation.

Mr. Co is holding the following positions in other Philippine listed companies: Director of Philippine Bank of Communications, Chairman of Puregold Price Club, Inc. and Chairman & President of Da Vinci Capital Holdings, Inc.

He is a member of the Board of Trustees of Adamson University and Luis Co Chi Kiat Foundation, Inc.

Mr. Co has been an entrepreneur for the past 40 years.

**(2) Camille Clarisse P. Co, Filipino, 32 years old.**

Ms. Co is currently the Chairman and President of Meritus Prime Distributions, Inc. She is also a Director of Alerce Holdings, Corp., Blue Ocean Holdings, Corp., CHMI Hotels and Residences, Inc., Fertuna Holdings, Corp., Invesco Company, Inc., KMC Realty Corporation, League One, Inc., Montosco, Inc., Nation Realty Inc., P.G. Holdings, Inc., Patagonia Holdings, Corp., Pure Petroleum Corp., Premier Wine and Spirits, Inc. Puregold Properties, Inc., S&R Pizza, Inc., SPC Resources, Inc., Union Equities, Inc., VFC Land Resources, Inc.

Ms. Co is a graduate of Dela Salle University with a degree of Bachelor of Arts in Psychology in 2009.

**(3) Janelle O. Uy, Filipino, 33 years old.**

Ms. Uy is the Chairman and President of Montosco, Inc. Her previous experience includes working as a Key Account Manager in Unilever Philippines from 2009 to 2013.

She graduated from the Dela Salle University with a degree in Applied Corporate Management in 2009.

**(4) Robin Derrick C. Chua, Filipino, 30 years old.**

Mr. Chua is the Managing Director of Premier Wine and Spirits, Inc. from 2018 up to the present. He also worked in various consumer marketing and sales roles in Unilever Philippines and overseas from 2012 to 2018.

He is a graduate of Ateneo de Manila University with a degree of Bachelor in Management and a Minor in Entrepreneurship in 2012.

**(5) Jose Paulino L. Santamarina, Filipino, 56 years old.**

Jose Paulino Santamarina or JP, Filipino, is currently the President of Premier Wines and Spirits, Inc. - one of the leading companies in the imported wine and spirits industry - and a company he helped co-found in 1996.

Prior to Premier, JP was the Chief Financial Officer (1988 - 96) of CMG Marketing, Inc., a subsidiary of United Distillers Ltd., the precursor of what is now known as Diageo. CMG was a pioneer in the Imported wine and spirits industry, established during the early stages of market liberalization in 1986.

Before CMG, he was an auditor of the professional firm SGV from 1984 to 1988, right after college.

He holds directorship and/or officer positions in the following companies: Booze On-line, Inc., Cleangreen Energy Corporation; Karayan Hydropower Corporation, Liquorph Distributors Corp., Pamana Consortium, Inc., Pamana Water Corporation, Premier Wine and Spirits, Inc. (Chairman and President), San Jose City



I Power Corp., Southern Utility Management and Services Incorporation, Technowater Corporation, and VS Grial Power Corporation.

JP graduated at Ateneo de Davao University, Bachelor Of Science in Accountancy. He is a Certified Public Accountant.

**(6) Bienvenido E. Laguesma Filipino, 69 years old.**

Mr. Laguesma is a Senior Partner at Laguesma Magsalin Consulta Law Offices, Independent Director of Philippine Bank of Communications and Cosco Capital, Inc., both are listed companies. He is also a Director of Rural Bank of Angeles, Cavite United Rural Bank, Asia United Leasing & Finance Corp., and Asia United Fleet Management Services, Inc.

He served as Secretary of the Department of Labor and Employment from 1998 to 2001, Commissioner of Social Security System from 2011 to 2016. He also became Presidential Assistant of the Office of the President of the Republic of the Philippines from 1996 to 1998, Undersecretary of the Department of Labor and Employment from 1990 to 1996, Administrator in the National Conciliation and Mediation Board from 1987 to 1990, Regional Director of the Department of Labor and Employment from 1982 to 1986, Assistant Regional Director from 1981-1982, and Executive Labor Arbiter, National Labor Relations Commission from 1979 to 1981. Mr. Laguesma started his public service as Labor Arbiter of the National Labor Relations Commission in 1979 and Provincial Director of Bataan Provincial Labor Office 1978 to 1979, and Mediator-Arbiter of the Bureau of Labor Relations from 1976 to 1978.

Atty. Laguesma completed his Career Executive Development Course from the Development Academy of the Philippines from 1984 to 1985 and Public Administration Course from the Royal Institute of Public Administration in London, United Kingdom in 1985. Lyceum of the Philippines awarded Atty. Laguesma, with an Outstanding Alumnus award in 1971, Doctor of Humanities, Honoris Causa, by the Adamson University in 1999, and Doctor of Humanities, Honoris Causa, by the Central Colleges of the Philippines in 2016.

He is a member of the Integrated Bar of the Philippines since 1976, the Philippine Bar Association since 2004, and the Rotary Club of Manila since 2002.

Atty. Laguesma graduated from the Lyceum of the Philippines with a degree of Bachelor of Arts major in Political Science in 1971 and Ateneo de Manila University College of Laws with a degree of Bachelor of Laws in 1975.

**(7) Enrico Cruz, Filipino, Filipino, 63 years old.**

Mr. Cruz is currently an Independent Director of Security Bank Corporation, where he is also the Chairman of Risk Oversight Committee and Vice Chairman of the Audit Committee, Member Nominations and Remuneration Committee and Finance Committee. He is the incumbent Vice Chairman and a member of Engagement and Underwriting Committee of SB Capital Investment Corporation.

He is also an Independent Director of AREIT, Inc (Ayala Land REIT Company), where he chairs the Audit Committee, and is a member of the Related Party Transactions, Corporate Governance and Nominations, Compensation and Benefit and Risk Oversight Committees. Mr. Cruz is also an Independent Director of Maxicare Corporation and a member Audit and Related Party Transactions Committees.

He is part of the Board of Directors of CIBI Information Inc,

Mr. Cruz previous experience includes being the Chief Country Officer (CCO) of Deutsche Bank AG Manila Branch from 2003 until his retirement in 2019. Before he joined Deutsche Bank, he was a Senior Vice President at Citytrust Banking Corporation (CTBC), an affiliate of Citibank N.A.

He was a Director of the Bankers Association of the Philippines (BAP) from 2003 to 2007, and from 2011 to 2015. He was again elected to the Board of the BAP and was appointed 2nd Vice President and Secretary from 2017 to 2020. As a BAP Director, he was likewise the Chairman of the Capital Markets Committee (2017-2019) and Open Market Committee (2019-2020).

Mr. Cruz was also a Director of Deutsche Knowledge Services RHQ, Deutsche Regis Partners, Philippine Dealing and Exchange Corporation, and Philippines Securities Settlement Corporation. He is also a past President of the Money Market Association.

He obtained his B.S. in Business Economics and MBA from the University of the Philippines. He was named by the UP College of Business as a Distinguished Alumnus in 2008 and also a Distinguished Alumnus Awardee by the UP School of Economics Alumni Association



**SIGNATURE**

Pursuant to the requirements of the Securities Regulation Code, the Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**DA VINCI CAPITAL HOLDINGS, INC.**

**November 20, 2020**

**ATTY. CANDY H. DACANAY-DATUON**  
Corporate Secretary

