

# COVER SHEET

24015
 
 
 
 

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Contact Person

Company Telephone Number

Month      Day  
Fiscal Year

FORM TYPE

Month      Day  
Annual Meeting

Secondary License Type, if Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

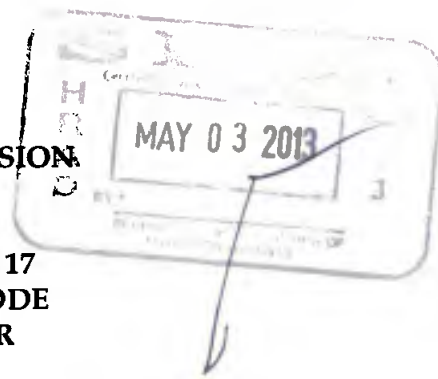
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Cashier

STAMPS

Remarks = pls. use black Ink for scanning purposes

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. May 3, 2013  
Date of Report (Date of earliest event reported)

2. SEC Identification Number 24015 3. BIR Tax Identification No. 004-512-387

4. Da Vinci Capital Holdings, Inc. (Formerly, Mariwasa Siam Holdings, Inc.)  
Exact name of issuer as specified in its charter

5. PHILIPPINES 6.  (SEC Use Only)  
Province, country or other jurisdiction of incorporation Industry Classification Code:

7. Orient Square Building, F. Ortigas, Jr. Road, Ortigas Center, Pasig City 4234  
Address of principal office Postal Code

8. (632) 3933672  
Issuer's telephone number, including area code

9. Barrio San Antonio, Sto. Tomas, Batangas  
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	1,124,999,969

11. Indicate the item numbers reported herein:  
Item 1. Changes in the Control of Issuer;  
Item 4. Resignation, Removal or Election of Registrant's Directors or Officers;  
and  
Item 9. Other events.

**Item 1: Changes in the Control of Issuer**

On May 3, 2013, the acquisition by Invescap Incorporated ("Invescap") of an aggregate of Nine Hundred Fifty Six Million Two Hundred Three Thousand Three Hundred Sixty Six (956,203,336) common shares of stock (the "Subject Shares") of Da Vinci Capital Holdings, Inc. (formerly, Mariwasa Siam Holdings, Inc.) (the "Company") for a total purchase price of Two Hundred Ninety Two Million Five Hundred Thousand Pesos (₱292,500,000.00) was concluded. The Subject Shares, which are beneficially owned by the Company's former directors namely, Klarence T. Dy, Glenn Paul R. Garcia, Gilpatrick R. Garcia and Alfonso S. Anggala, represent 85% of the issued and outstanding capital stock of the Company.

Pursuant to Section 19 of the Securities and Regulation Code, the required mandatory tender offer on the remaining One Hundred Sixty Eight Million Seven Hundred Ninety Six Thousand Six Hundred Thirty Three (168,796,633) common shares of stock of the Company, representing 15% of the issued and outstanding capital stock at a price of ₱0.3059 per share have also been completed with no minority shareholders making any tender of shares to Invescap.

**Item 4. Resignation, Removal or Election of Registrant's Directors or Officers**

During the special meeting of the Board of Directors of the Company on May 3, 2013 the following directors and/or officers resigned from the Company effective immediately:

Alfonso S. Anggala	-	Chairman of the Board and Director
Glenn Paul R. Garcia	-	President and Director
Gil Patrick R. Garcia	-	Treasurer and Director
Hans III Sy Wee	-	Compliance Officer and Director
Geraldine G. Anggala	-	Director
Johnny S. Anggala	-	Director
Victor V. Benavidez	-	Director
Klarence T. Dy	-	Director
Ma. Joanna L. Wee	-	Director
Geoffrey Brian G. Lim	-	Director
Joane Q. Lim	-	Director
Kerwin John T. Lo	-	Independent Director
Victor Johann N. Espiritu	-	Independent Director
Atty. Manuel Z. Gonzalez	-	Corporate Secretary
Atty. Gwyneth S. Ong	-	Corporate Information Officer

Accordingly, the following were elected as directors and/or officers of the Company to replace the aforementioned individuals who resigned effective immediately:

Lucio L. Co	-	Chairman of the Board and President
Editha D. Alcantara	-	Executive Vice President, Treasurer and Director


Jocelyn Rodulfa	-	Director
Maridel Behagan	-	Director
Elaine Mariz Mendoza	-	Director
Maricel Bueno	-	Director
Shermagne Joy Danca	-	Director
Atty. Candy D. Datuon	-	Corporate Secretary, Corporate Information Officer and Compliance Officer

**Item 9. Postponement of the Annual Stockholders' Meeting**

During the special meeting of the Board of Directors of the Company on May 3, 2013, the Board unanimously approved the postponement of the annual stockholders' meeting from the of May to a later date to be determined by the Board, in order for the newly elected Directors and officers to organize themselves and to allow sufficient preparation time for the new Management.

**SIGNATURES**

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.

  
**Atty. Candy D. Datuon**  
*Corporate Information Officer*

Date: May 3, 2013  
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