

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)
Jul 19, 2021
2. SEC Identification Number
24015
3. BIR Tax Identification No.
000-282-553
4. Exact name of issuer as specified in its charter
The Keepers Holdings, 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) 8522-8801 to 04
9. Former name or former address, if changed since last report
Da Vinci Capital Holdings, Inc.
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	11,508,750,305

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.

Da Vinci Capital Holdings, Inc. DAVIN

PSE Disclosure Form 4-13 - Clarification of News Reports *References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Clarification on the news article entitled "Lucio Co liquor firm allotting P4B for acquisitions" posted in Manila Standard (Online Edition) on July 18, 2021.

Source	Manila Standard Online Edition
Subject of News Report	"Lucio Co liquor firm allotting P4B for acquisitions" posted in Manila Standard (Online Edition) on July 18, 2021
Date of Publication	Jul 18, 2021

Clarification of News Report

Please see attached response to your request for clarification on the news article entitled "Lucio Co liquor firm allotting P4B for acquisitions" posted in Manila Standard (Online Edition) on July 18, 2021.

Other Relevant Information

None

Filed on behalf by:

Name	Candy Dacanay-Datuon
Designation	Corporate Secretary

July 19, 2021

PHILIPPINE STOCK EXCHANGE
6/F PSE Tower, 5th Avenue corner 28th Street
Bonifacio Global City, Taguig City
Philippines 1634

Attention : Disclosure Department

Gentlemen:

We write in response to your request for clarification on the news article entitled “Lucio Co liquor firm allotting P4B for acquisitions” posted in Manila Standard (Online Edition) on July 18, 2021, which reported in part that:

“The Keepers Holdings Inc., the newly formed liquor distribution company of businessman Lucio Co, plans to spend P4 billion within the next two years to fund potential acquisition opportunities.

Keepers Holdings, based on the registration statement for its planned share sale filed with the Securities and Exchange Commission, said it plans to acquire other liquor businesses that have a strategic fit to the current operations.

‘The group believes that the Philippines offers attractive mergers and acquisitions opportunities fit for the group’s horizontal and vertical integration to capture more value along the alcoholic beverage industry’s value chain,’ Keepers Holdings said.. . .

Aside from acquisitions, Keepers Holdings plans to spend P1.5 billion to further develop product portfolio and distribution channels. ‘As part of the group’s initiative to maintain its leadership position in the imported spirits, wines and specialty beverages segment, the group intends to fill in the gaps in its existing product portfolio by developing, incubating and launching new products,’ the company said.. . .”

With respect to the information in the news article, we wish to confirm that on 14 July 2021, the Keepers Holdings Inc., (the “**Company**”) filed a registration statement with the Securities and Exchange Commission (the “**SEC**”) for the proposed follow-on public offering (“**FOO**”) of the Company of up to 3,000,000,000 primary common shares (the “**Offer Shares**”, or the “**Offer**”). As disclosed in the preliminary prospectus dated 13 July 2021 (the “**Preliminary Prospectus**”), out of the expected net proceeds of ₱7,286 million from the sale of Offer Shares of the Company, based on an Offer Price of ₱2.50 per Offer Share, approximately 55% or ₱4 billion will be used to fund potential acquisition opportunities within the next two (2) years. The

Company has not yet identified any specific acquisition opportunities / targets for the immediate future.

Approximately 21% or ₱1.5 billion will be used to fund the further development of the Group's product portfolio and distribution channels. Out of this ₱1.5 billion, ₱1 billion will be allotted for the development, incubation and launch of new products and ₱500 million will be allotted for the expansion of the Group's distribution channels. The Company intends to implement this through its subsidiaries by way of on-lending or equity infusion or a combination of both.

With respect to the remainder of the net proceeds, approximately 14% or ₱1 billion will be used to fund the capital expenditures necessary for the Group's investments in its distribution and logistics network, approximately 7% or ₱500 million will be used to augment the Group's working capital requirements in order to support the expanded business activities driven by strategic acquisition and product portfolio expansion initiatives, and the remainder of approximately 4% or ₱286 million for general corporate purposes. At the back of an expanding product portfolio, the Group intends to further expand its distribution channels via the following initiatives:

1. Business-to-consumer (new model): establishing a strategic presence in the e-commerce space; and
2. Business-to-business (existing model): expanding and strengthening the existing distribution channels.

For more information, please refer to the Preliminary Prospectus available at the company website.

Very truly yours,

THE KEEPERS HOLDINGS, INC.

By:



CANDY H. DACANAY - DATUON
Assistant Corporate Secretary