

February 19, 2021

Securities and Exchange Commission

G/F Secretariat Bldg., PICC Complex
Roxas Blvd., Pasay City

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

Philippine Stock Exchange

6/F PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

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

Subject: **Result of special meeting of the Board of Directors of Da Vinci
Capital Holdings, Inc. dated February 19, 2021**

GENTLEMEN:

For submission is the attached report on material transactions or items approved by the Board of Directors of Da Vinci Capital Holdings, Inc. during its special meeting dated February 29, 2021.

Very truly yours,


ATTY. CANDY H. BACANAY-DATUON
Corporate Secretary

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	February 19, 2021
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

Other Event:

The Board of Directors of Da Vinci Capital Holdings, Inc. has approved the following items today:

- Ratification of Invescap Incorporated's subscription of 25% of the proposed increase in the authorized capital stock of Da Vinci Capital Holdings, Inc. (the "Corporation") from PhP327.6 million to PhP2 billion at par value.
- Approval of the Share Swap Transaction wherein the Corporation is authorized to enter into a Deed of Exchange of Shares with, and issue common shares of stock to, Cosco Capital, Inc., and in exchange and as consideration thereof, Cosco Capital shall assign 100% of its shares in the following unlisted companies in favor of the Corporation:
 - (1) Montosco, Inc.
 - (2) Meritus Prime Distributions, Inc.
 - (3) Premier Wine and Spirits, Inc.
- Approval of the delegation to Management of the power to determine the final terms and conditions of the Share Swap, including the price/ratio, etc.
- Authorization to apply with the Bureau of Internal Revenue for a Tax-Free Exchange Ruling.
- Plan to conduct a follow-on-offering to comply with the minimum public ownership requirement and approval of the delegation to Management of the power to determine the conduct and the terms and conditions of the follow-on-offering.
- Schedule of Annual/Special Stockholder's Meeting and Setting of Record Date.

Record Date: March 8, 2021
 Special Stockholders' Meeting: April 8, 2021

And that the notices be issued in accordance with the alternative mode of notifying the stockholders about the meeting (via publication) and that the meeting be held via remote communication.

- Election of Mr. Jose Paulino Santamarina as President.
- Appointment of Ms. Imelda Lacap as Comptroller.
- Appointment of Ms. Baby Gerlie I. Sacro as Corporate Secretary.

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.

February 19, 2021

ATTY. CANDY H. DACANAY-DATUON
Corporate Secretary

