

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)

Mar 18, 2024

2. SEC Identification Number

26986

3. BIR Tax Identification No.

000-846-618-000

4. Exact name of issuer as specified in its charter

D.M. WENCESLAO & ASSOCIATES, INCORPORATED

5. Province, country or other jurisdiction of incorporation

Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

15th Floor, Aseana 3, D. Macapagal Blvd corner Asean Ave., Aseana City, Paranaque
City
Postal Code
1701

8. Issuer's telephone number, including area code

(632) 8854-5711

9. Former name or former address, if changed since last report

Not applicable

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 Shares | 3,395,864,100 |

11. Indicate the item numbers reported herein

Not applicable

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.



D.M. Wenceslao & Associates, Incorporated

DMW

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

Subject of the Disclosure

D.M. Wenceslao & Associates, Inc.'s (DMW) subscription to 1,875,000 new common shares of Aseana Water Services Management Inc. (AWSM)

Background/Description of the Disclosure

On March 18, 2024, the Board of Directors of DMW approved its subscription to 1,875,000 new common shares in AWSM at par value or a total of Php1.875 million.

AWSM issued 1,875,000 new common shares to DMW, bringing DMW's ownership in AWSM to 75%. This gives DMW a majority stake in AWSM.

Date of Approval by Board of Directors

Mar 18, 2024

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

1. Consolidate Water Services in Aseana City into DMW
2. Additional business line and revenue source for DMW

Details of the acquisition or disposition

Date

Mar 18, 2024

Manner

Subscription to newly issued AWSM shares through the execution of a subscription agreement

Description of the company to be acquired or sold

Aseana Water Services Management Inc. (AWSM) was established to construct, build, maintain, and operate, own or hold, by purchase or otherwise, lease, rent or in any other manner lawfully acquired pipelines, mains, water treatment and sewerage treatment and facilities for the treatment, transportation, delivery, and sale of water; to buy and sell water and water rights from and to individuals, firms, corporation, municipalities, cities to own and operate, maintain and control such meters and other appliances as may be necessary in conducting its business.

The terms and conditions of the transaction

| | |
|---|-----------|
| Number of shares to be acquired or disposed | 1,875,000 |
| Percentage to the total outstanding shares of the company subject of the transaction | 75 |
| Price per share | 1.00 |

Nature and amount of consideration given or received

Php1.875 Million

Principle followed in determining the amount of consideration

At par value

Terms of payment

Cash

Conditions precedent to closing of the transaction, if any

N/A

Any other salient terms

N/A

Identity of the person(s) from whom the shares were acquired or to whom they were sold

| Name | Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates |
|---|--|
| N/A. Subscription to original issuance of shares. | N/A |

Effect(s) on the business, financial condition and operations of the Issuer, if any

AWSM will be a subsidiary of DMW and will be an additional business line and revenue source for DMW.

Other Relevant Information

None.

Filed on behalf by:

| | |
|--------------------|---------------------------|
| Name | Mark Gorriceta |
| Designation | Chief Information Officer |