

COVER SHEET

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S.E.C Registration No.

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W	I	L	C	O	N	H	O	M	E	E	S	S	E	N	T	I	A	L	S		

(Company's Full name)

NO. 90 E. RODRIGUEZ JR. AVE., UGONG NORTE, QUEZON CITY

Atty. Sheila Pasicolan
Contact Person

634-8387
Tel. No.

QUARTERLY PROGRESS REPORT

-
FORM TYPE

Secondary License, (if applicable type)

Dept. requiring this doc

N/A
Amended Articles number

Total stockholders

Domestic	Foreign

To be accomplished by SEC personnel concerned

File Number	LCU

Document I.D.	Cashier

STAMPS

The logo for WILCON, featuring the word "WILCON" in white, bold, uppercase letters on a green rectangular background.

90 E. Rodriguez Jr. Ave., Ugong Norte Libis, Quezon City

Tels: 634-8387 (connecting all departments)

Fax: 636-2950, 636-1837

Website: www.wilcon.com.ph

January 15, 2018

SECURITIES and EXCHANGE COMMISSION
Pasay City, Philippines

Attention: **DIRECTOR VICENTE GRACIANO P. FELIZMENIO**
Market and Securities Regulation Department

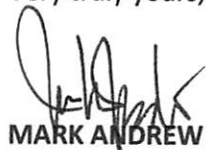
Mr. Mike Ferdinand Santos
SEC Examiner

Gentlemen:

For submission are the attached progress report on the application of proceeds from IPO for the fourth quarter of 2017 and certification of Reyes Tacandong & Co. on the accuracy of information provided by the Company in relation to the progress report.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read "Mark Andrew Y. Belo".

MARK ANDREW Y. BELO
Chief Financial Officer



WILCON

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January 15, 2018

**THE DISCLOSURE DEPARTMENT
THE PHILIPPINE STOCK EXCHANGE, INC.**
3rd Floor, Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City

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

Subject: **Quarterly Summary of the Application of Proceeds from the Initial Public Offering (IPO)**

Dear Ms. Encarnacion:

In compliance with the disclosure requirements of the Philippine Stock Exchange, please find enclosed the following:

1. Quarterly Summary of Application of Proceeds from the Initial Public Offering of the common shares of stocks of Wilcon Depot, Inc. (the “Corporation”) as of December 31, 2017.
2. Certification of Reyes Tacandong & Co. on the accuracy of information provided in relation to the progress report.

WILCON DEPOT, INC.



MARK ANDREW Y. BELO
Chief Financial Officer

WILCON DEPOT, INC.
Quarterly Summary of Application of Proceeds
As of December 31, 2017


Gross Offering Proceeds:		PHP 7,039,226,310
Less: IPO related expenses		
Underwriting and selling fees	PHP 178,029,707	
Philippine Securities and Exchange Commission registration, filing and research fees, taxes paid by the Company and Philippine Stock Exchange listing and processing fees	102,111,680	
Professional and legal fees	8,200,000	
Others	790,614	289,132,001
Net Offerring Proceeds		6,750,094,309
Less: Disbursements		
Costs Incurred from April 01, 2017 to September 30, 2017		
Store network expansion	795,017,142	
Offer expenses	765,802	795,782,944
Costs Incurred from October 01, 2017 to December 31, 2017		
Store network expansion		342,774,443
Total Disbursements up to December 31, 2017		1,138,557,387
Balance of the Net Offering Proceeds as of December 31, 2017		PHP 5,611,536,922

IN WITNESS WHEREOF, I have hereunto set my hand this day of 15 JAN 2018 at Quezon City, Metro Manila Philippines.


MARK ANDREW Y. BELO
 Chief Financial Officer

SUBSCRIBED AND SWORN to before me this day of 15 JAN 2018, affiant exhibited to me his Tax Identification No. 220-546-117-000.

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 Series of 2018.

15 JAN 2018

ATTY. RUBEN M. AZANES, JR.
 NOTARY PUBLIC
 UNTIL DECEMBER 31, 2018
 PTR. NO. 05841000, 01-00-2018
 Roll of Attorney's No. 46427
 IBP No. AR001205 -Q.C. Chapter
 Admin Matter No. 233
 MCLE No. V-0024616
 TIN No. 140-394-836
 (PRBS) Camp Crame, Quezon City



January 15, 2018

The Stockholders and the Board of Directors
WILCON DEPOT, INC.

Doing Business under the Name and Style of
WILCON DEPOT and WILCON HOME ESSENTIALS
No. 90 E. Rodriguez Jr. Avenue
Brgy. Ugong Norte Libis, Quezon City

Report of Factual Findings

We have performed the procedures agreed to by management of WILCON DEPOT, INC. Doing Business under the Name and Style of WILCON DEPOT and WILCON HOME ESSENTIALS (the Company) with respect to the Progress Report of the Company for the quarter ended December 31, 2017 on the use of the proceeds from the Initial Public Offering (the Offering) of the Company's common shares in connection with its compliance with the reportorial requirements of the Philippine Stock Exchange, Inc. (PSE). Our engagement was undertaken in accordance with the Philippine Standard on Related Services 4400, *Engagements to Perform Agreed-upon Procedures regarding Financial Information*, applicable to agreed-upon procedures engagements.

Background

On September 13, 2016, the stockholders and the Board of Directors of the Company authorized the Company to undertake the Offering of its shares with the PSE. Subsequently, on February 23 and March 8, 2017, the Securities and Exchange Commission (SEC) and the PSE approved the Company's application for the Offering, respectively.

The shares of stock of the Company are officially listed at the PSE on March 31, 2017. The Company listed 1,393,906,200 common shares at an offer price of ₱5.05 per share.

The proceeds from the Offering are being used by the Company for (i) store network expansion (ii) payment for the outstanding financial obligation and (iii) general corporate purposes.

Procedures Performed and Results

The agreed-upon procedures and the results thereof are summarized as follows:

1. We obtained the Progress Report on the Use of the Proceeds from the Offering for the quarter ended December 31, 2017.

Balances and movements of unapplied proceeds as at and for the quarter ended December 31, 2017 are as follows:

Unapplied proceeds carried over from the previous quarter	₱5,954,311,365
Store network expansion	(342,774,443)
<u>Unapplied proceeds as at December 31, 2017</u>	<u>₱5,611,536,922</u>

2. During the quarter ended December 31, 2017, the Company made actual disbursements amounting to ₱342.8 million for the on-going construction of new stores.

We traced the disbursements to the bank statements and examined the underlying documents supporting the construction cost amounting to ₱288.6 million. The underlying documents examined include, among others, the contracts, duly approved quotations, delivery receipts, sales invoices and official receipts issued by the suppliers. No exceptions were noted.

The Company also made disbursements for acquisition of fixed assets, supplies and initial inventory amounting to ₱54.2 million. We traced the disbursements to the bank statements and examined the sales invoices and official receipts issued by the suppliers. No exceptions were noted.

Of the total disbursements of ₱342.8 million, ₱161.2 million were disbursed from various regular disbursing bank accounts of the Company. These will be reverted back by the Company to the various regular disbursing bank accounts from the Offering proceeds in January 2018.

3. We traced to the underlying documents of the unapplied proceeds as follows: the bank statements for cash in banks, promissory notes and confirmation for money market placements and marketable security, respectively. No exceptions were noted, except for the matter discussed in Item no. 2.

Details are as follows:

Cash in banks	₱285,113,056
Cash equivalents	2,487,580,715
Marketable security	3,000,000,000
	<u>5,772,693,771</u>
Amount disbursed from various accounts	161,156,849
<u>Unapplied proceeds as at December 31, 2017</u>	<u>₱5,611,536,922</u>

The unapplied proceeds from the Offering are maintained in various current and savings accounts with MBTC, BDO Unibank, Inc. and Rizal Commercial Banking Corporation (RCBC), money market placements, time deposits and marketable securities with First Metro Investment Corporation, Metrobank Card Corporation, RCBC and and China Banking Corporation.

4. As at December 31, 2017, the status of planned and actual use of proceeds is summarized below:

	Estimated	Actual	Over (Under)
Gross Proceeds	₱7,039,226,310	₱7,039,226,310	₱-
Use of the Proceeds			
Debt repayment	(428,100,000)	(428,100,000)	-
General corporate purposes	(200,000,000)	(200,000,000)	-
Store network expansion	(6,121,994,309)	(509,691,585)	(5,612,302,724)
	(6,750,094,309)	(1,137,791,585)	(5,612,302,724)
Offer expenses	(289,132,001)	(289,897,803)	765,802
Unapplied Proceeds	₱-	₱5,611,536,922	(₱5,611,536,922)

The sufficiency of the foregoing procedures is solely the responsibility of the Company. Consequently, we make no representation regarding the sufficiency of the procedures either for the purpose for which this report has been requested or for any other purpose.

Because the foregoing procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing or Philippine Standards on Review Engagements, we do not express any assurance on any of the financial statement accounts of the Company.

Had we performed additional procedures or performed an audit or a review of the financial statements in accordance with Philippines Standards on Auditing or Philippine Standards on Review Engagements, other matters might have come to our attention that would have been reported to you. Our report is solely for the purpose set forth in the first paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties. This report relates only to items specified in the foregoing and does not extend to any financial statements of the Company taken as a whole.

REYES TACANDONG & CO.



HAYDEE M. REYES

Partner

CPA Certificate No. 83522

Tax Identification No. 102-095-265-000

BOA Accreditation No. 4782; Valid until December 31, 2018

SEC Accreditation No. 0663-AR-3 Group A

Valid until August 30, 2020

BIR Accreditation No. 08-005144-006-2017

Valid until January 13, 2020

PTR No. 5908527

Issued January 3, 2017, Makati City

January 15, 2018

Makati City, Metro Manila