COVER SHEET

489 KATIPUNAN ROAD BALARA 1105
QUEZON CITY METRO MANILA

Atty. Jhoel P. Raquedan
Contact Person

981-8129
Company Telephone Number

SEC Form 23-B
STOCK
FORM TYPE

1231
Month Day Fiscal Year

04
Month Day Annual Meeting

A1996-11593
Amended Articles Number/Section

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes
### Table 1 - Equity Ownership by Directors

<table>
<thead>
<tr>
<th>Name of Director</th>
<th>Percentage of Shares Owned</th>
</tr>
</thead>
<tbody>
<tr>
<td>Director A</td>
<td>0.00%</td>
</tr>
<tr>
<td>Director B</td>
<td>0.00%</td>
</tr>
<tr>
<td>Director C</td>
<td>0.00%</td>
</tr>
</tbody>
</table>

**Note:** The percentage of shares owned by each director is 0.00%.

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**Statement of Changes in Beneficial Ownership of Securities**

**MANILA WATER COMPANY, INC.**

**Beg. Bal. Shares at P1.00 per value**

**Date:** Jan 13, 2010

**Number of Shares:** 666,866.70

**Price per Share:** P1.00

**End Bal. Shares**

**Date:** Jan 13, 2010

**Number of Shares:** 666,866.70

**Price per Share:** P1.00

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**Form 22-B**

Securities and Exchange Commission

**Purpose:** Filing of Statement of Changes in Beneficial Ownership of Securities.
<table>
<thead>
<tr>
<th>Date: 02/04/10</th>
</tr>
</thead>
</table>

**Form 24-B (continued)**

Table II - Details of Securities Acquired, Disposed of, or Encumbered

<table>
<thead>
<tr>
<th>Security</th>
<th>Ownership</th>
<th>Number of Shares</th>
<th>Date Acquired</th>
<th>Date Sold</th>
<th>Proceeds</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Item 3. Purpose of Transaction

Pursuant to and in furtherance of Section 14 of the Securities and Exchange Commission’s Rule 14e-8, the undersigned hereby files the following (collectively, the "Filing(s)") with the Securities and Exchange Commission, as follows:

a. Name(s) of Shareholders:

b. Address(es) of Shareholders:

c. Address(es) of Principal Business Office(s) of Shareholders:

d. Address(es) of Principal Executive Office(s) of Shareholders:

Item 2. Security and Issuer

The title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities is

MWSS Romblon Subic, Inc.

This release is common and participating preferred shares issued by Manila Water Company, Inc. ("MWSS Watco").
proceeds of the sale described in paragraph (c).

until January 1, 2014. Under United Utilities, no other person had the right to receive or direct the receipt of dividends from, or the sale of the shares of stock described above.

If any other person is known to have any other right to receive or direct the receipt of the proceeds from the sale of the securities, a statement to that effect should be included in the response to this item and, if such interest relates to more than five (5%) percent of the class, such person should be identified.

16.67% of all the preferred participating shares of Manchester Water, for the price of $240,866.66 for share, or a total purchase price of $1,213,333.33.

For the preferred participating Company, the preferred participating shares will be a separate class of shares of stock of the Company, having priority over all other shares of stock, including the common shares.

The amount of securities involved: (a) the number of shares of common stock; (b) the date of the transaction; (c) the purpose of the transaction; (d) the identity of the person who effected the transaction; (e) the number of shares of common stock; (f) the date of the transaction; (g) the purpose of the transaction; (h) the identity of the person who effected the transaction; (i) the identity of the person who received the securities.

As stated in Item 2(a) above, United Utilities issued into a deep of approximately 20% of all the shares of stock, and 40% of all the common shares of the Company.

(c) Description of any transaction in the class of securities referred to that were effected during the past 90 days. By the persons named in response to paragraph 2.

(d) For each person named in response to paragraph 2(b) indicate the number of shares by which the person held shares.

Two or more of the common shares are held by different individuals in trust for United Utilities, for which separate Form 3-X will be filed.

The Preferred Shares here before sold to Preferred Participating Company, Inc. through a deed of assignment of shares of the Preferred Shares under the deed of assignment of shares of the Preferred Shares (the "Preferred Shares") of Manchester Water Company, Inc.

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Form 3-X. A copy of the following form is attached to this Schedule A, the current report on Form 8-K to which it relates.

Form 3-X. A copy of the following form is attached to this Schedule A, the current report on Form 8-K to which it relates.

Form 3-X. A copy of the following form is attached to this Schedule A, the current report on Form 8-K to which it relates.

Form 3-X. A copy of the following form is attached to this Schedule A, the current report on Form 8-K to which it relates.

Form 3-X. A copy of the following form is attached to this Schedule A, the current report on Form 8-K to which it relates.
Frank Beaumont, Director

This report is signed in Cuzon City on February 4, 2010.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in Cuzon City on February 4, 2010.

Item 5. Material to be Filed as Exhibits

Item 6. Not applicable

Provisions contained in this Agreement shall not be included in the aggregate of any party to the Agreement to the extent that such provisions are excluded from the definition of such aggregate in any written agreement subject to a number of conditions. The undersigned, acting in their capacity as representatives of the signatories hereto, do hereby certify that the provisions of this Agreement have been entered into by the undersigned parties hereto in accordance with the laws of the jurisdiction in which such parties are resident.

Item 7. Contracts, Agreements, Understanding or Relationships with Respect to Securities of the Issuer

If the entity is an amendment to an earlier report, the fact that the reporting person was ceased to be the beneficial owner of more than five percent of the class of securities, the date on which such beneficial ownership was reduced, and the date on which such beneficial ownership was ceased to be more than five percent of the class of securities, shall be noted in this report.