

# 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)  
May 12, 2023
2. SEC Identification Number  
AS95003836
3. BIR Tax Identification No.  
004-780-008-000
4. Exact name of issuer as specified in its charter  
Upson International Corp.
5. Province, country or other jurisdiction of incorporation  
Metro Manila, Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
Unit 2308, 23/F Capital House Tower 1, 9th Avenue corner 34th Street, Bonifacio Global City, Taguig City  
Postal Code  
1635
8. Issuer's telephone number, including area code  
+632 8526 7152
9. Former name or former address, if changed since last report  
-
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	3,125,001,300

11. Indicate the item numbers reported herein  
Please refer to the attached Letter to the SEC and the PSE.

*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.*

# Upson International Corp.

## UPSON

### PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting

*References: SRC Rule 17 (SEC Form 17-C) and Sections 7 and 4.4 of the Revised Disclosure Rules*

#### Subject of the Disclosure

2023 Annual Stockholders' Meeting

#### Background/Description of the Disclosure

Please be informed that during its meeting held today, the Board of Directors approved the holding of the 2023 Annual Stockholders' Meeting of Upson International Corp. on July 12, 2023.

#### Type of Meeting

- ☒ Annual
- ☐ Special

<b>Date of Approval by Board of Directors</b>	May 12, 2023
<b>Date of Stockholders' Meeting</b>	Jul 12, 2023
<b>Time</b>	3:00 P.M.
<b>Venue</b>	To be conducted virtually
<b>Record Date</b>	Jun 23, 2023
<b>Agenda</b>	<ol style="list-style-type: none"><li>1. Call to Order</li><li>2. Certification of Notice and Quorum</li><li>3. Approval of the Minutes of Annual Stockholders' Meeting for 2022</li><li>4. Report of the President and Chief Executive Officer</li><li>5. Approval of the 2022 Audited Financial Statements</li><li>6. Ratification of Acts of the Board of Directors and the Management</li><li>7. Election of Directors for the ensuing year</li><li>8. Appointment of External Auditor</li><li>9. Other business that may properly be brought before the meeting</li><li>10. Adjournment</li></ol>

**Inclusive Dates of Closing of Stock Transfer Books**

<b>Start Date</b>	N/A
<b>End Date</b>	N/A

<b>Other Relevant Information</b>
-

**Filed on behalf by:**

<b>Name</b>	Arlene Louisa Sy
<b>Designation</b>	Chief Executive Officer

# COVER SHEET

A S 9 5 0 0 3 8 3 6

S.E.C. Registration Number

U P S O N I N T E R N A T I O N A L C O R P .  
D O I N G B U S I N E S S U N D E R T H E N A M E  
A N D S T Y L E O F O C T A G O N C O M P U T E R  
S U P E R S T O R E ; M I C R O V A L L E Y  
C O M P U T E R S U P E R S T O R E ; G A D G E T  
W O R L D ; O C T A G O N M O B I L E ; U N I S O ;  
G A D G E T K I N G ; A N D L A M P L I G H T

(Company's Full Name)

U N I T 2 3 0 8 , 2 3 / F C A P I T A L H O U S E  
T O W E R 1 , 9 T H A V E N U E C O R . 3 4 T H  
S T R E E T , B O N I F A C I O G L O B A L C I T Y ,  
T A G U I G C I T Y

(Principal Address: No. Street City / Town / Province)

Dennis F. Uy

Contact Person

8526-7152

Company Telephone Number

1 2

Month

3 1

Day

Fiscal Year

17-C

FORM TYPE

0 5

Month

2 5

Day

Annual Meeting

Not applicable

Secondary License Type, If Applicable

M S R D

Dept. Requiring this Doc.

Not applicable

Amended Articles Number/Section

Total Amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

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. May 12, 2023  
Date of Report (Date of earliest event reported)
2. SEC Identification Number AS95003836    3. BIR Tax Identification No. 004-780-008-000
4. UPSON INTERNATIONAL CORP.  
doing business under the name and style of OCTAGON COMPUTER SUPERSTORE;  
MICROVALLEY COMPUTER SUPERSTORE; GADGET WORLD; OCTAGON MOBILE; UNISO; GADGET  
KING AND LAMP LIGHT  
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines  
Province, country or other jurisdiction of  
incorporation  

(SEC Use Only)  
Industry Classification Code:
7. Unit 2308, 23/F Capital House Tower 1, 9<sup>th</sup> Avenue cor.  
34<sup>th</sup> Street, Bonifacio Global City, Taguig City  
Address of principal office  

1635  
Postal Code
8. (+63 2) 8526 7152  
Issuer's telephone number, including area code
9. Not applicable  
Former name or former address, if changed since last report
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

3,125,001,300

11. Indicate the item numbers reported herein:

Please refer to the attached Letter to the Securities and Exchange Commission the Philippine Stock Exchange, Inc.

## SIGNATURES


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.

Upson International Corp.

Issuer

May 12, 2023

Date

A handwritten signature in black ink, appearing to read 'Arlene Louisa T. Sy', is written over the printed name.

Arlene Louisa T. Sy  
Chief Executive Officer  
and President

May 12, 2023

**Securities and Exchange Commission**

7907 Makati Avenue, Salcedo Village,  
Bel-Air, Makati City, 1209

Attention : **Dir. Vicente Graciano P. Felizmenio, Jr.**  
Markets and Securities Regulation Department

**Philippine Stock Exchange, Inc.**

PSE Tower, 5th Avenue cor. 28th Street,  
Bonifacio Global City, Taguig City 1634

Attention : **Ms. France Alexandra D. Tom Wong**  
Officer-In-Charge, Disclosure Department

Subject : **Resetting of Annual Stockholders' Meeting**

Gentlemen :

Please be informed that during its meeting held today, the Board of Directors approved the resetting of the 2023 Annual Stockholders' Meeting (ASM) of Upson International Corp. (the "Corporation") from May 25, 2023 to July 12, 2023. The resetting of the ASM will give the Corporation sufficient time to prepare necessary requirements for the ASM, in consideration of the Corporation's listing date last April 3, 2023. A copy of the corresponding Secretary's Certificate is attached herewith, for the Securities and Exchange Commission and the Philippine Stock Exchange, Inc.'s reference.

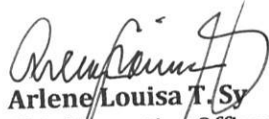
In addition, further details for the 2023 ASM are as follow:

Time	:	3:00 P.M.
Venue	:	To be conducted virtually
Record Date	:	June 23, 2023
Agenda	:	<ol style="list-style-type: none"><li>1. Call to Order</li><li>2. Certification of Notice and Quorum</li><li>3. Approval of the Minutes of Annual Stockholders' Meeting for 2022</li><li>4. Report of the President and Chief Executive Officer</li><li>5. Approval of the 2022 Audited Financial Statements</li><li>6. Ratification of Acts of the Board of Directors and the Management</li><li>7. Election of Directors for the ensuing year</li><li>8. Appointment of External Auditor</li><li>9. Other business that may properly be brought before the meeting</li><li>10. Adjournment</li></ol>

We hope you find everything in order.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Arlene Louisa T. Sy', with a large, stylized flourish at the end.

**Arlene Louisa T. Sy**  
Chief Executive Officer  
and President



### Secretary's Certificate

I, Dennis F. Uy, of legal age, Filipino, with office address at 747 Romualdez Street, Ermita, Manila City, after being duly sworn in accordance with law, depose and state that:

1. I am the duly appointed Corporate Secretary of Upson International Corp. (the "Corporation"), a corporation duly organized and existing under Philippine laws, with principal address at Unit 2308, 23/F Capital House Tower 1, 9<sup>th</sup> Avenue corner 34<sup>th</sup> Street, Bonifacio Global City, Taguig City.
2. At the meeting of the Board of Directors of the Corporation held on May 12, 2023, at which meeting a quorum was present and acting throughout, the following resolution was approved:

*"Resolved, that the Board of Directors of Upson International Corp. (the "Corporation") approve, as it hereby approves, the resetting of the 2023 Annual Stockholders' Meeting of the Corporation from May 25, 2023 to July 12, 2023, with the following details:*


Time : 3:00 P.M.  
Venue : To be conducted virtually  
Record Date : June 23, 2023  
Agenda : 1. Call to Order  
2. Certification of Notice and Quorum  
3. Approval of the Minutes of Annual Stockholders' Meeting for 2022  
4. Report of the President and Chief Executive Officer  
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6. Ratification of Acts of the Board of Directors and the Management  
7. Election of Directors for the ensuing year  
8. Appointment of External Auditor  
9. Other business that may properly be brought before the meeting  
10. Adjournment"

In witness whereof, I have hereunto affixed my signature at MANILA on MAY 12 2023.

  
Dennis F. Uy

Subscribed and sworn before me this MAY 12 2023, affiant is personally known to me and presented to be his \_\_\_\_\_.

Doc. No. 2121  
Page No. 11  
Book No. 11  
Series of 2023.

  
ATTY. JOHN EDWARD TRINIDAD ANG  
Notary Public for City of Manila- Until 12-31-2024  
Notarial Commission No. 2023-091  
ROLL NO. 68731 MCLE COMPLIANCE NO VII-0011675  
IBP NO. 293899-01/10/2023- Pasig City  
P.T.R. NO. 0822023-Jan 3, 2023 Manila  
2nd Floor Midland Plaza Hotel, Adriatico St., Ermita, Manila