

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 28, 2024

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

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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 4-25 - Results of Organizational Meeting
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure
Results of 2024 Organizational Meeting of the Board of Directors
Background/Description of the Disclosure

At the Organizational Meeting of Board of Directors (the "Board") of Upson International Corp. (the "Corporation") after the Corporation's 2024 Annual Stockholders' Meeting, the Board has approved the following:

1. Appointment of Officers:

Lawrence O. Lee as Chairman
Arlene Louisa T. Sy as Chief Executive Officer and President
Rolando O. Raval, Jr. as Chief Operations Officer
Marcos A. Legaspi as Chief Finance Officer
Anthony Thomas C. Roxas, Jr. as Executive Director
Chun Bing G. Uy as Lead Independent Director
Dennis F. Uy as Corporate Secretary
Anita Lim as Treasurer

2. Composition of Board Committees:

2.1. Audit Committee

Jose Vicente C. Bengzon III as Chairman
Marcos A. Legaspi as Member
Anthony Thomas C. Roxas, Jr. as Member
Raul M. Leopando as Member
Chun Bing G. Uy as Member

2.2. Corporate Governance Committee

Chun Bing G. Uy as Chairman
Jose Vicente C. Bengzon III as Member
Raul M. Leopando as Member

2.3. Risk Management Committee

Chun Bing G. Uy as Chairman
Raul M. Leopando as Member
Rolando O. Raval, Jr. as Member

2.4. Nomination Committee

Lawrence O. Lee as Chairman
Ricardo A. Lee as Member
William Lim as Member
Arlene Louisa T. Sy as Member
Chun Bing G. Uy as Member

2.5. Remuneration Committee

Lawrence O. Lee as Chairman
Ricardo A. Lee as Member
William Lim as Member
Arlene Louisa T. Sy as Member
Marcos A. Legaspi as Member

List of elected officers for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Position/Designation	Shareholdings in the Listed Company		Nature of Indirect Ownership
		Direct	Indirect	
Lawrence O. Lee	Chairman	383,332,935	545,065,000	through a broker and a corporation
Arlene Louisa T. Sy	Chief Executive Officer and President	-	1,100	through a broker
Rolando O. Raval, Jr.	Chief Operations Officer	-	1,100	through a broker
Marcos A. Legaspi	Chief Finance Officer	-	13,100	through a broker
Anthony Thomas C. Roxas, Jr.	Executive Director	-	496,100	through a broker and immediate family sharing the same household
Chun Bing G. Uy	Lead Independent Director	-	100	through a broker
Dennis F. Uy	Corporate Secretary	-	1,000	through a broker
Anita Lim	Treasurer	89,166,665	1,000	through a broker

List of Committees and Membership

Name of Committees	Members	Position/Designation in Committee
Audit Committee	Jose Vicente C. Bengzon III	Chairman
Audit Committee	Marcos A. Legaspi	Member

Audit Committee	Anthony Thomas C. Roxas, Jr.	Member
Audit Committee	Raul M. Leopando	Member
Audit Committee	Chun Bing G. Uy	Member
Corporate Governance Committee	Chun Bing G. Uy	Chairman
Corporate Governance Committee	Jose Vicente C. Bengzon III	Member
Corporate Governance Committee	Raul M. Leopando	Member
Risk Management Committee	Chun Bing G. Uy	Chairman
Risk Management Committee	Raul M. Leopando	Member
Risk Management Committee	Rolando O. Raval, Jr.	Member
Nomination Committee	Lawrence O. Lee	Chairman
Nomination Committee	Ricardo A. Lee	Member
Nomination Committee	William Lim	Member
Nomination Committee	Arlene Louisa T. Sy	Member
Nomination Committee	Chun Bing G. Uy	Member
Remuneration Committee	Lawrence O. Lee	Chairman
Remuneration Committee	Ricardo A. Lee	Member
Remuneration Committee	William Lim	Member
Remuneration Committee	Arlene Louisa T. Sy	Member
Remuneration Committee	Marcos A. Legaspi	Member

List of other material resolutions, transactions and corporate actions approved by the Board of Directors

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Other Relevant Information

The amendment of this disclosure is due to the correction of the disclosure letter, specifically item no. 6 that refers to the amendment of the Articles of Incorporation.

Filed on behalf by:

Name	Darwin Mendoza
Designation	Compliance 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 C O R 3 4 T H S 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

1 7 - C

FORM TYPE

0 5

Month

2 5

Day

Annual Meeting

Not Applicable

Secondary License Type, If Applicable

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 27, 2024
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 (SEC Use Only)
Province, country or other jurisdiction of
incorporation Industry Classification Code:
7. Unit 2308, 23/F Capital House Tower 1, 9th Avenue cor.
34th Street, Bonifacio Global City, Taguig City 1635
Address of principal office 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
<u>Common Shares</u>	<u>3,125,001,300</u>

11. Indicate the item numbers reported herein:

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

SIGNATURES

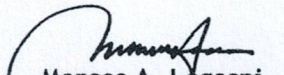
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Upson International Corp.

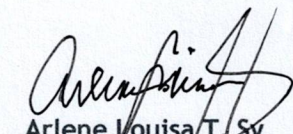
Issuer

May 27, 2024

Date



Marcos A. Legaspi
Chief Finance Officer



Arlene Louisa T. Sy
Chief Executive Officer
and President

May 27, 2024

Securities and Exchange Commission

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

Attention : **Dir. Oliver O. Leonardo**
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**
Disclosure Department

Subject : **Results of 2024 Annual Stockholders' Meeting and
Organizational Meeting of the Board of Directors**

Gentlemen :

Please be informed that during the 2024 Annual Stockholders' Meeting (ASM) of Upson International Corp. (the "Corporation"), the stockholders of the Corporation approved the following:

1. Minutes of the Previous Stockholders' Meeting held on July 12, 2023
2. Annual Report and Audited Financial Statements for the period ended December 31, 2023
3. Ratification of Acts of the Board of Directors and the Management
4. Election of the following Directors for the ensuing year:
 - Lawrence O. Lee
 - Ricardo A. Lee
 - William Lim
 - Arlene Louisa T. Sy
 - Rolando O. Raval, Jr.
 - Marcos A. Legaspi
 - Anthony Thomas C. Roxas, Jr.
 - Jose Vicente C. Bengzon III (Independent)
 - Raul M. Leopando
 - Chun Bing G. Uy (Independent)
5. Appointment of Reyes Tancandong & Co. as External Auditor for the period ending December 31, 2024
6. Amendment of the First, Third, and Eight Articles in the Articles of Incorporation
7. Amendment of the Corporate Name, Articles II and III in the By-laws
8. Delegation of Authority to the Board of Directors to amend or repeal the By-laws or adopt new By-laws

In addition, at the Organizational Meeting of the Corporation's Board of Directors (the "Board") after the ASM, the Board approved the following:

1. Appointment of the following:
 - Lawrence O. Lee as Chairman
 - Arlene Louisa T. Sy as Chief Executive Officer and President
 - Rolando O. Raval, Jr. as Chief Operations Officer

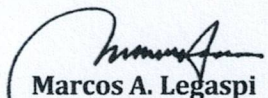
- Marcos A. Legaspi as Chief Finance Officer
- Anthony Thomas C. Roxas, Jr. as Executive Director
- Chun Bing G. Uy as Lead Independent Director
- Dennis F. Uy as Corporate Secretary
- Anita Lim as Treasurer

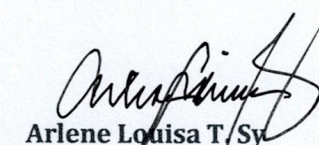
2. Composition of Board Committees:

- Audit Committee
 - Jose Vicente C. Bengzon III as Chairman
 - Marcos A. Legaspi as Member
 - Anthony Thomas C. Roxas, Jr. as Member
 - Raul M. Leopando as Member
 - Chun Bing G. Uy as Member
- Corporate Governance Committee
 - Chun Bing G. Uy as Chairman
 - Jose Vicente C. Bengzon III as Member
 - Raul M. Leopando as Member
- Risk Management Committee
 - Chun Bing G. Uy as Chairman
 - Raul M. Leopando as Member
 - Rolando O. Raval, Jr. as Member
- Nomination Committee
 - Lawrence O. Lee as Chairman
 - Ricardo A. Lee as Member
 - William Lim as Member
 - Arlene Louisa T. Sy as Member
 - Chun Bing G. Uy as Member
- Remuneration Committee
 - Lawrence O. Lee as Chairman
 - Ricardo A. Lee as Member
 - William Lim as Member
 - Arlene Louisa T. Sy as Member
 - Marcos A. Legaspi as Member

We hope you find everything in order.

Thank you.


Marcos A. Legaspi
 Chief Finance Officer


Arlene Louisa T. Sy
 Chief Executive Officer
 and President