

# 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)

Apr 10, 2025

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

+63285267152

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 SEC Form 17-C.

*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 4-32 - Reply to Exchange's Query

#### Subject of the Disclosure

Certification on Capital Structure as of March 31, 2025.

#### Description of the Disclosure

This disclosure is to support UPSON's List of Top 100 Stockholders as of March 31, 2025.

#### Information Requested

Please refer to the Secretary's Certificate in the attached SEC Form 17-C.

#### Filed on behalf by:

Name	Darwin Mendoza
Designation	Compliance Officer

# COVER SHEET

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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)

(Company's Full Name)

[illegible]

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

Dennis F. Uy

Contact Person

8526-7152

Company Telephone Number

1	2
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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	
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Dept. Requiring this Doc.

**Not applicable**

Amended Articles Number/Section

### Total Amount of Borrowings

© 1999 Blackwell Science Ltd

Total No. of Stockholders

	Total/lineal

Domestic

Borrowings

Foreign

**To be accomplished by SEC Personnel concerned**

[illegible]

File Number

LCU

[illegible]

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. April 10, 2025  
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    Industry Classification Code:  
incorporation
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    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

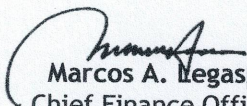
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

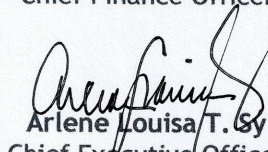
Upson International Corp.

Issuer

April 10, 2025

Date

  
Marcos A. Legaspi  
Chief Finance Officer

  
Arlene Louisa T. Sy  
Chief Executive Officer  
and President



April 10, 2025

**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. Stefanie Ann B. Go**  
Officer-in-Charge, Disclosure Department

Subject : **Certification on Capital Structure as of March 31, 2025**

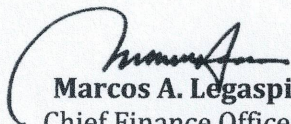
Gentlemen :

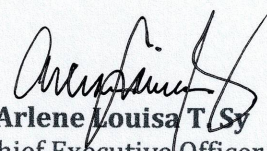
We are submitting herewith the attached Secretary's Certificate on the Capital Structure of Upson International Corp. as of March 31, 2025.

We hope you find everything in order.

Thank you.

Very truly yours,

  
**Marcos A. Legaspi**  
Chief Finance Officer

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



REPUBLIC OF THE PHILIPPINES )  
CITY OF MANILA ) S.S.

SECRETARY'S CERTIFICATE

I, **Dennis F. Uy, Filipino**, of legal age, with office address at No. 747, Zobel Street corner Romualdez Street, Ermita, Manila City, Philippines, after having been sworn according to law, hereby depose and state:

1. I am the duly appointed and qualified Corporate Secretary of **Upson International Corp.** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines 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 and listed on The Philippine Stock Exchange, Inc. since April 3, 2023;
2. As Corporate Secretary, I have custody and access to the corporate records of the Corporation, including, but not limited to, the books and records of the transfer agent;
3. Based on the records of the Corporation as of March 31, 2025 (the "Covered Period"), the Corporation's capital structure is as follows:

Authorized Capital Stock	6,250,000,000
Number, Classes of Shares, Par Value per Share	6,250,000,000 Common Shares with Par Value of PhP0.20 per Share.
Issued and Outstanding Shares	3,125,001,300
Fully-paid Shares	3,125,001,300
Treasury Shares	0
Outstanding Shares	3,125,001,300
Listed Shares	3,125,001,300
Certificated Shares	2,437,509,600

4. Based on the records of PDTC as of March 31, 2025, there are 687,491,700 lodged shares, broken down, as follows:

PCD Nominee - Filipino	227,911,700
PCD Nominee - Non-Filipino	459,580,000

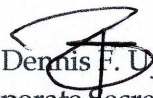
5. All issued shares are duly and validly issued in accordance with existing laws, rules and regulations and are likewise listed in The Philippine Stock Exchange, Inc. ("PSE").



6. All lodged shares are validly issued and listed on the PSE.
7. There are no issued shares which have not been paid/fully paid.
8. There are no issued and outstanding shares which are not yet listed.

10 APR 2025

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_ day of \_\_\_\_\_ 2025, in MANILA, Philippines.

  
Dennis F. Uy  
Corporate Secretary

10 APR 2025

SUBSCRIBED AND SWORN to before me this \_\_\_ day of \_\_\_\_\_ 2025 at MANILA, Philippines by the affiant who exhibited to me his Philippine Identification Card with reference number \_\_\_\_\_ as competent proof of identity and which bears his photograph and other personal information.

Doc. No. 11709  
Page No. 17  
Book No. 117  
Series of 2025

  
**ATTY. NELSON H. MANALILI**

Notary Public Until 12-31-2025

Commission No.

IBP No. / 12-26-2024 (For 2025) / Manila

PTR No. / 01-02-2025 / Manila

Roll of Attorneys No.

MCLE Compliance No. , 12-01-22 / Pasig  
64 T.M. Kalaw Avenue, Ermita, Manila