

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)
Jan 13, 2026
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 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 December 31, 2025

Description of the Disclosure

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

Information Requested

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

Filed on behalf by:

Name	Arlene Louisa Sy
Designation	Chief Executive Officer

COVER SHEET

A	S	9	5	0	0	3	8	3	6
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S.E.C. Registration Number

U	P	S	O	N	I	N	T	E	R	N	T	I	O	N	A	L	C	O	R	P	.				
D	O	I	N	G	B	U	S	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	C	I	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	3	1
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Month Day

Fiscal Year

17-C

FORM TYPE

0	5	2	6
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Month 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 No. of Stockholders

Total Amount of Borrowings

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. January 13, 2026

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, 9th Avenue cor.

34th 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 and the
Philippine Stock Exchange, Inc.

SIGNATURES

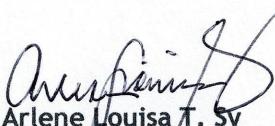
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Upson International Corp.

Issuer

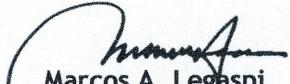
January 13, 2026

Date



Arlene Louisa T. Sy

Chief Executive Officer
and President



Marcos A. Legaspi

Chief Finance Officer

January 13, 2026

Securities and Exchange Commission

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

Attention : **Atty. Oliver O. Leonardo**
Director, Markets and Securities Regulation Department

Philippine Stock Exchange, Inc.

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

Attention : **Atty. Johanne Daniel M. Negre**
Head, Disclosure Department

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

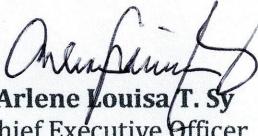
Gentlemen :

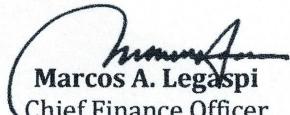
We are submitting herewith the attached Secretary's Certificate on the Capital Structure of Upson International Corp. as of December 31, 2025.

We hope you find everything in order.

Thank you.

Very truly yours,


Arlene Louisa T. Sy
Chief Executive Officer
and President


Marcos A. Legaspi
Chief Finance Officer

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, 9th Avenue corner 34th 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 December 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	2,054,176,665

4. Based on the records of PDTC as of December 31, 2025, there are 1,070,824,635 lodged shares, broken down, as follows:

PCD Nominee - Filipino	540,452,678
PCD Nominee - Non-Filipino	530,371,957

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.

IN WITNESS WHEREOF, I have hereunto set my hand this JAN 10 day of January 2026, in
MANILA, Philippines.


Dennis F. Uy
Corporate Secretary

SUBSCRIBED AND SWORN to before me this JAN 13 2026 day of January 2026 at MANILA, Philippines by the affiant who exhibited to me his Philippine Identification Card with reference number 123456789012345678 as competent proof of identity and which bears his photograph and other personal information.

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Series of 20 111

ATTY. MAXUEL ABUYO RODRIGUEZ II
Notary Public for the City of Manila Unit 12-31-2026
Notarial Commission No.
2nd Floor Midland Plaza Hotel, Adriatico St., Ermita Mla.
.B.P. No. December 23, 2025 for the year 2026
P.T.R. No. Jan, 5, 2026
MCLE Compliance No. Valid until 4-14-28
Roll of Attorney No.