



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. August 7, 2024  
Date of Report (Date of earliest event reported)
2. SEC Identification Number A200117708
3. BIR Tax Identification No. 219-934-330-000
4. Xurpas Inc.  
Exact name of issuer as specified in its charter
5. Philippines  
Province, country or other jurisdiction of incorporation
6.  (SEC Use Only)  
Industry Classification Code:
7. Unit 804 Antel 2000 Corporate Center, 121 Valero St., Salcedo Village, Makati City  
Address of principal office
- Postal Code 1227
8. (632) 8889-6467  
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
<u>Common Shares</u>	<u>2,509,683,812</u>

11. Indicate the item numbers reported herein: Item 9

**Item 9. Other Events**

Xurpas Inc. conducted its 2024 Annual Stockholders' Meeting on August 7, 2024 via Zoom Teleconference Facility.

The following matters were approved with the corresponding voting results based on initial tabulation of votes:

**1. Approval of Minutes of the Previous Meeting held on February 21, 2024**

The minutes of previous meeting was presented to the stockholders.

**Resolution:**

***“RESOLVED, that the stockholders of Xurpas Inc. approve the minutes of the Special Stockholders’ Meeting held on February 21, 2024.”***

	No. of Common Shares	% based on present and/or represented in this meeting
<b>For</b>	1,733,253,340	100.00%
<b>Against</b>	0	0.00%
<b>Abstain</b>	0	0.00%

## 2. Approval of the 2023 Audited Financial Statements

The President presented the 2023 Annual Report and 1st Quarter Financial Report for 2024. The President and the Corporate Secretary also presented matters that are required to be discussed pursuant to the Revised Corporation Code.

**Resolution:**

***“RESOLVED, that the stockholders of Xurpas Inc. approve the 2023 Audited Financial Statements of the Company and its subsidiaries.”***

	No. of Common Shares	% based on present and/or represented in this meeting
<b>For</b>	1,733,253,340	100.00%
<b>Against</b>	0	0.00%
<b>Abstain</b>	0	0.00%

## 3. Approval of the Amendment of the Primary Purpose

**Resolution:**

***“RESOLVED, that the stockholders of Xurpas Inc. approve the amendment of the Corporation’s Articles of Incorporation to:***

***SECOND: A: That the primary purpose of this corporation is:***

***To develop, produce, sell, buy or otherwise deal in products, goods or services in connection with the transmission, receiving, or exchange of voice, data, video or any form of digital communication whatsoever; To design, develop, test, build, market, distribute, maintain, support, customize and sell software technology products and services, except internet provider services; To purchase or otherwise acquire, own, hold, develop and manage in pursuit of and related to its principal business, personal property of every kind and description and to possess and***

*exercise in respect thereof, all rights, powers and privileges of ownership.*

*B: That the corporation shall have all the express powers of a corporation as provided for under Section 35 of the Revised Corporation Code of the Philippines.*

**RESOLVED FURTHER**, that the stockholders of Xurpas Inc. authorize the Board of Directors to undertake all necessary actions to secure the required approvals for the aforementioned amendment to the Articles of Incorporation.”

	No. of Common Shares	% based on present and/or represented in this meeting
<b>For</b>	1,733,253,340	100.00%
<b>Against</b>	0	0.00%
<b>Abstain</b>	0	0.00%

#### 4. Approval of the Amendment of the Principal Place of Business

**Resolution:**

*“RESOLVED, that the stockholders of Xurpas Inc. approve the amendment of the Corporation’s Articles of Incorporation to:*

**THIRD:** *That the place where the principal office of the corporation is to be established is at Unit 804, Antel 2000 Corporate Center, 121 Valero St., Salcedo Village, Makati City, Metro Manila 1227, Philippines.*

**RESOLVED FURTHER**, that the stockholders of Xurpas Inc. authorize the Board of Directors to undertake all necessary actions to secure the required approvals for the aforementioned amendment to the Articles of Incorporation.”

	No. of Common Shares	% based on present and/or represented in this meeting
<b>For</b>	1,733,253,340	100.00%
<b>Against</b>	0	0.00%
<b>Abstain</b>	0	0.00%

#### 5. Approval of the Waiver to Conduct a Rights or Public Offering in Relation to the Additional Listing of Common Shares from the Conversion of Advances to Equity Transaction

**Resolution:**

**“RESOLVED**, that the stockholders of Xurpas Inc. approve the waiver to conduct a rights or public offering in relation to the additional listing of 455,068,753 common shares issued to Mr. Nico Jose S. Nollo and Mr. Fernando Jude F. Garcia.

**RESOLVED FURTHER**, that the stockholders of Xurpas Inc. authorize the Board of Directors to undertake all necessary actions to secure the required approvals for the aforementioned waiver and additional listing of shares.”

	No. of Common Shares	% based on present and/or represented in this meeting
<b>For</b>	1,733,253,340	100.00%
<b>Against</b>	0	0.00%
<b>Abstain</b>	0	0.00%

**6. Election of Directors and Independent Directors**

The following were elected as directors for the ensuing year:

1. Jonathan Gerard A. Gurango
2. Alexander D. Corpuz
3. Fernando Jude F. Garcia
4. Wilfredo O. Racaza
5. Imelda C. Tiongson (Independent Director)
6. Bartolome S. Silayan, Jr. (Independent Director)
7. Christopher P. Monterola (Independent Director)
8. Jonathan Juan DC Moreno (Independent Director)

	No. of Common Shares	% based on present and/or represented in this meeting
<b>For</b>	1,733,253,340	100.00%
<b>Against</b>	0	0.00%
<b>Abstain</b>	0	0.00%

**7. Appointment of External Auditor**

Sycip Gorres Velayo & Co. (SGV) was appointed as External Auditor for 2024.

**Resolution:**

*“RESOLVED, that the stockholders of Xurpas Inc. approve the appointment of Sycip Gorres Velayo & Co. (SGV & Co.) as external auditor for the calendar year 2024.”*

	No. of Common Shares	% based on present and/or represented in this meeting
<b>For</b>	1,733,253,340	100.00%
<b>Against</b>	0	0.00%
<b>Abstain</b>	0	0.00%

#### **8. Ratification of Previous Acts of the Directors and Management**

**Resolution:**

*“RESOLVED, that the stockholders of Xurpas Inc. ratify the previous acts of the Directors and Management.”*

	No. of Common Shares	% based on present and/or represented in this meeting
<b>For</b>	1,733,253,340	100.00%
<b>Against</b>	0	0.00%
<b>Abstain</b>	0	0.00%

The Issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**XURPAS INC.**  
Issuer

  
**ATTY. MARK S. CORRICETA**  
Corporate Secretary and Chief Legal Officer