# COVER SHEET

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**S.E.C. Registration Number**

| X | U | R | P | A | S | | I | N | C | . | | | | | | | | | | | | | | | | |
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**(Company's Full Name)**

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| C | E | N | T | E | R | | 1 | 2 | 1 | | V | A | L | E | R | O | | S | T | . | | | | | | | | | | |
| S | A | L | C | E | D | O | | V | I | L | L | A | G | E | , | | M | A | K | A | T | I | | C | I | T | Y | | |

**(Business address: No. Street City / Town / Province)**

| MARK S. GORRICETA | (02) 8696 - 0988 |
|---|---|
| **Contact Person** | **Company Telephone Number** |

| 1 | 2 | 3 | 1 | Preliminary SEC Form 17-C | 2nd Wednesday of August |
|---|---|---|---|---|---|
| **Month Fiscal Year** | **Day** | | | **FORM TYPE** | **Month Day Annual Meeting** |

| N/A |
|---|
| **Secondary License Type, If Applicable** |

| MSRD | N/A |
|---|---|
| **Dept. Requiring this Doc.** | **Amended Articles Number/Section** |

| | Total Amount of Borrowings | |
|---|---|---|
| **Total No. of Stockholders** | | |

**To be accomplished by SEC Personnel concerned**

| | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|
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**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. Date of Report (Date of earliest event reported) **November 10, 2026**

2. SEC Identification Number **A200117708**

3. BIR Tax Identification No. **219-934-330-000**

4. Exact name of issuer as specified in its charter **Xurpas Inc.**

| 5. Province, country or other jurisdiction of incorporation | 6. [ ] Industry Classification Code: (SEC USE ONLY) |
|---|---|
| **Philippines** | |

7. Address of principal office **Unit 804 Antel 2000 Corporate Center, 121 Valero St., Salcedo Village, Makati City** Postal Code **1227**

8. Issuer's telephone number, including area code **(632) 8889-6467**

9. Former name or former address, if changed since last report **Not Applicable**

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** | **2,713,603,812** |

11. Indicate the item numbers reported herein: **Item 9**

**Item 9. Other Events**

Xurpas Inc. conducted its 2026 Annual Stockholders' Meeting on November 10, 2026 via Zoom Teleconference Facility. The following matters were approved with the corresponding voting results based on initial tabulation of votes:

1. Approval of the Minutes of the Previous Meeting held on August 13, 2025

   *"**RESOLVED,** that the stockholders of Xurpas Inc. approve the minutes of the Annual Stockholders' Meeting held on August 13, 2025."*

| | No. of Common Shares (FOR) | % of Present / Represented in the Meeting |
|---|---|---|
| **For** | 1,888,803,457 | 100% |
| **Against** | 0 | 0% |
| **Abstain** | 0 | 0% |

2. Approval of the Audited Financial Statements for the Year Ended December 31, 2025

*"**RESOLVED**, that the stockholders of Xurpas Inc. approve the 2025 Consolidated Audited Financial Statements of the Company and its subsidiaries."*

| | No. of Common Shares (FOR) | % of Present / Represented in the Meeting |
|---|---|---|
| **For** | 1,888,803,457 | 100% |
| **Against** | 0 | 0% |
| **Abstain** | 0 | 0% |

3. Election of Directors and Independent Directors

*"**RESOLVED**, that the stockholders of Xurpas Inc. (the "**Corporation**") elect the following as directors of the Corporation to serve as such beginning today until their successors are elected and qualified:*

1. *Fernando Jude F. Garcia*
2. *Alexander D. Corpuz*
3. *Jose Vicente T. Colayco*
4. *Wilfredo O. Racaza*
5. *Jonathan Gerard A. Gurango*
6. *Jonathan Jack R. Madrid, Independent Director*
7. *Dante M. Briones, Independent Director*
8. *Deanna Faye B. Dalisay, Independent Director"*

| | No. of Common Shares (FOR) | % of Present / Represented in the Meeting |
|---|---|---|
| **Fernando Jude F. Garcia** | 1,888,803,457 | 100% |
| **Alexander D. Corpuz** | 1,888,803,457 | 100% |
| **Jose Vicente T. Colayco** | 1,888,803,457 | 100% |

| | | |
|---|---|---|
| **Wilfredo O. Racaza** | 1,888,803,457 | 100% |
| **Jonathan Gerard A. Gurango** | 1,888,803,457 | 100% |
| **Jonathan Jack R. Madrid (Independent Director)** | 1,888,803,457 | 100% |
| **Dante M. Briones (Independent Director)** | 1,888,803,457 | 100% |
| **Deanna Faye B. Dalisay (Independent Director)** | 1,888,803,457 | 100% |

4. Appointment of External Auditor - SyCip Gorres Velayo & Co. (SGV & Co.)

*"**RESOLVED,** that the stockholders of Xurpas Inc. approve the appointment of SyCip Gorres Velayo & Co. (SGV & Co.) as external auditor for the calendar year 2026."*

| | No. of Common Shares (FOR) | % of Present / Represented in the Meeting |
|---|---|---|
| **For** | 1,888,803,457 | 100% |
| **Against** | 0 | 0% |
| **Abstain** | 0 | 0% |

5. Ratification of Previous Acts of the Directors and Management

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

| | No. of Common Shares (FOR) | % of Present / Represented in the Meeting |
|---|---|---|
| **For** | 1,888,803,457 | 100% |
| **Against** | 0 | 0% |
| **Abstain** | 0 | 0% |

6. Approval of the Issuance of 200,000,000 common shares to Mr. Fernando Jude F. Garcia by way of subscription; the listing of the Subscription Shares on the Philippine Stock Exchange (PSE); and the waiver of public offer requirement pursuant to the PSE Rules.

*"**RESOLVED**, that the stockholders of Xurpas Inc. (the "**Corporation**") approve the issuance of Two Hundred Million (200,000,000) common shares from the unissued authorized capital stock of the Corporation in favor of Mr. Fernando Jude F. Garcia, by way of subscription, at a subscription price of ₱0.10 per share, or an aggregate subscription price of Twenty Million Pesos (₱20,000,000.00) (the "**Subscription Shares**");*

***RESOLVED FURTHER**, that the stockholders of the Corporation approve the listing of the Subscription Shares with the Philippine Stock Exchange (the "**PSE**");*

***RESOLVED FURTHER**, that the stockholders of the Corporation, through the majority of the outstanding shares held by the minority stockholders present or represented at this meeting, waive the requirement to conduct a rights or public offering of the Subscription Shares pursuant to the PSE Rules on Additional Listing; and*

***RESOLVED FINALLY**, that the Board of Directors and officers of the Corporation be authorized to undertake all necessary actions to secure the required approvals for, and to implement, the foregoing resolutions."*

| | No. of Common Shares (FOR) | % of Present / Represented in the Meeting |
|---|---|---|
| **For** | 1,888,803,457 | 100% |
| **Against** | 0 | 0% |
| **Abstain** | 0 | 0% |

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

**XURPAS INC.**

[redacted]

Corporate Secretary, Chief Legal Officer, and Chief Compliance Officer

**C08027-2026**

# 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)
   Nov 10, 2026
2. SEC Identification Number
   A200117708
3. BIR Tax Identification No.
   219-934-330-000
4. Exact name of issuer as specified in its charter
   Xurpas Inc.
5. Province, country or other jurisdiction of incorporation
   Philippines
6. Industry Classification Code(SEC Use Only)

7. Address of principal office
   Unit 804 Antel 2000 Corporate Center, 121 Valero St., Salcedo Village, Makati City
   Postal Code
   1227

8. Issuer's telephone number, including area code
   (632) 8889-6467
9. Former name or former address, if changed since last report
   Not applicable
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 | 2,713,603,812 |

11. Indicate the item numbers reported herein
    9

*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.*

# Xurpas Inc.
# X

## PSE Disclosure Form 4-24 - Results of Annual or Special Stockholders' Meeting
***References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules***

| **Subject of the Disclosure** |
|---|
| Results of the 2026 Annual Stockholders' Meeting |
| **Background/Description of the Disclosure** |
| On November 10, 2026, Xurpas Inc. held its 2026 Annual Stockholders Meeting via Zoom Teleconference Facility. |

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

| Name of Person | Shareholdings in the Listed Company | | Nature of Indirect Ownership |
|---|---|---|---|
| | Direct | Indirect | |
| FERNANDO JUDE F. GARCIA | 764,803,840 | - | N/A |
| ALEXANDER D. CORPUZ | 1,000 | - | N/A |
| JOSE VICENTE T. COLAYCO | 10,000 | - | N/A |
| WILFREDO O. RACAZA | 1,060 | - | N/A |
| JONATHAN GERARD A. GURANGO | 1,192,499 | - | N/A |
| JONATHAN JACK R. MADRID | 10,000 | - | N/A |
| DANTE M. BRIONES | 10,000 | - | N/A |
| DEANNA FAYE B. DALISAY | 10,000 | - | N/A |

| **External auditor** | SyCip Gorres Velayo & Co. (SGV & Co.) |
|---|---|

| **List of other material resolutions, transactions and corporate actions approved by the stockholders** |
|---|
| 1. Approval of the Minutes of the Previous Meeting held on August 13, 2025<br>2. Approval of the Audited Financial Statements for the Year Ended December 31, 2025<br>3. Election of Directors and Independent Directors<br>4. Appointment of External Auditor, SyCip Gorres Velayo & Co. (SGV & Co.)<br>5. Ratification of Previous Acts of the Directors and Management<br>6. Approval of the Issuance of 200,000,000 common shares to Mr. Fernando Jude F. Garcia by way of subscription; the listing of the Subscription shares on the Philippine Stock Exchange (PSE); and the waiver of public offer requirement pursuant to the PSE Rules. |
| **Other Relevant Information** |
| The recording of the Annual Stockholders Meeting will be posted in the Company Website within the week. The Minutes of the Annual Stockholders' Meeting will also be posted in the Company Website. |

**Filed on behalf by:**

| | |
|---|---|
| **Name** | Mark Gorriceta |
| **Designation** | Corporate Secretary and Chief Legal Officer |