

September 25, 2020

PHILIPPINE STOCK EXCHANGE, INC.

Philippine Stock Exchange Tower 5th Ave. corner 28th St., Taguig Philippines

Attention:

Ms. Janet A. Encarnacion

Head, Disclosure Department

SECURITIES AND EXCHANGE COMMISSION

Markets and Securities Regulation Department Secretariat Building, PICC Complex Roxas Boulevard, Pasay City

Attention:

Dir. Vicente Garciano P. Felizmenio, Jr.

Director, Markets and Securities Regulation Department

Re:

Statement of Changes in Beneficial Ownership of

Securities

Ladies and Gentlemen:

We submit herewith the Statement of Changes in Beneficial Ownership of Securities of Mr. Fernando Jude F. Garcia ("Mr. Garcia"). There was a change in the percentage shareholding of Mr. Garcia pursuant to the Subscription Agreement executed by the Corporation and certain subscribers on September 20, 2020.

In light of the stringent social distancing measures and travel restrictions currently in place due to the outbreak of the Coronavirus Disease (COVID-19), Mr. Garcia hereby submits a digitally signed copy the foregoing document, as allowed under the relevant laws and rules. Nevertheless, Mr. Garcia undertakes to submit an original signed copy with his manual signature the soonest time possible.

We trust that you will find everything in order.

Very truly yours,

ATTY. MARK S. GORRICETA
Corporate Secretary, Chief Legal Officer

and Chief Compliance Officer

COVER SHEET

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SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

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REVISED

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 23 of the Securies Regulation Code

XURPAS INC. (X)		-		(cineta in distriction)		
3. Tax Identification	5. Statement for	*	Director		X 10% Owner	
Number	MONINYBOR	*	Officer		Other	
202-766-194-000	0)	Sep-20	Treasurer and Onel 1 echology Officer	Office	(epecify below)	
	5	ļ .				
FILIPINO	N/A				100	
	e <u>t</u>	ble 1 - Equity Secu	Table 1 - Equity Securities Beneficially Owned			
2. Transaction 4. Securities Acquired (A) or Deposed of (D)	A) or Disposed of (D)	3 Amount	of Securities Owned at End of Month	4 Ownership Form: Orect (0) or Indirect (1)	6. Nature of Indirect Beneficiali Ownership	
(Month/Day/Year)		*	Number of Shares			
Amount	(A) or (D) Pro	88	100		22	
09/20/2020 N/A	N/A N/A	10.4		<u>o</u>	N/A	
				2) - 200 Elisto de consesso de la companya del companya de la companya de la companya del companya de la compan	AND CHARGE COURSE THE	
		100000				
2					60 Magazin	
					School Committee	
					500 500.000	
200	(A) or Deposed of (D) (A) or (D) or		Pice	Pice	3 Amout of Securities Proce	3 Amout of Securities Owned at End of Month 4 Ownership Form: *** Number of Shares 10.48

(Print or Type Responses)

If the change in baneficial ownership is 80% of the previous starreholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

Reminder: Percot on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares: (A) Voting power which includes the power to vote, or to dred the voling of, such security, and/or
 - (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
- (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:

- (4) had by members of a person's immediate family sharing the same household;
 (B) had by a partnership in which such person is a general partner;
 (C) had by a corporation of which such person is a controling shareholder; of
 (C) had by a corporation of which such person is a controling shareholder; of
 (D) subject to any control, emergement or understanding which gives such person voting power or investment power with respect to such security

FORM 23-B (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Dwned (e.g., warrants, options, convertible securities)

1. Derivative Security	2 Conversion or Exercise Price of Denvalive Security	Transaction Date (Month/Day/Yr)	4. Number of Derivative Securities Acquired (A) or Disposed of (D)		5. Date Exercisable and Expiration Date (Month/Day/Year)		6. Title and Amount of Underlying Securities		7. Price of Derivative Security	8. No. of Derivative Securities Beneficially Owned at	9. Owner- ship Form of Derivative Security; Direct (D)	10. Nature of Indirect Beneficial Ownership
			Amount	(A) or (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	V 100	End of Month	or Indirect (I) *	
N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A	N/A
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Explenation of Responses:

Note: File three (3) capies of this form, one of which must be manually signed.
Attach additional sheets if space provided is risufficient.

Date

(50% INCREASE/DECREASE OR EQUIVALENT TO 5% OF THE OUTSTANDING CAPITAL STOCK OF ISSUER) IN CASE OF MATERIAL CHANGES IN BENEFICIAL OWNERSHIP

Item 1. Security and Issuer

State the title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities. Class of equity security: COMMON SHARES

Issuer: XURPAS INC.

Principal address of Issuer: 7F CAMRBIDGE CENTRE BUILDING, 108 TORDESILLAS STREET, SALCEDO VILLAGE, MAKATI CITY

Item 2. Identity and Background

If the person filing this Form is a corporation, partnership, syndicate or other group of persons, state its name, the province, country or other place of its organization, its principal business, the address of its principal office and the information required by (d) and (e) of this Item. If the person filing this statement is a natural person, provide the information specified in (a) through (f) of this Item with respect to such person(s).

- 1. Name; FERNANDO JUDE F. GARCIA
- b. Residence or business address; JEM 2 SUBDIVISION, TANDANG SORA, QUEZON CITY
- Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted; XURPAS INC. - CTO and TREASURER
- d. Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case; NO.
- and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or temporarily e. Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or foreign, enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking; NO.
- Citizenship: FILIPINO

Item 3. Purpose of Transaction

Buckly Jordan, Wavemaker Partners V LP, and Wavemaker US Fund Holdings, LLC (the "Subscribers"). The subscription of the Subscribers will enable Xurpas and On September 20, 2020, Xurpasapproved the issuance of 1,707,001,019 new shares to Mr. Frederick Manlunas, Mr. Benjamin Paul Bustamante Santos, Mr. James Wavemaker Group Inc. to forge a long-term partnership that will help Xurpas' finaicial stability and provide business opportunities in the long term.

Item 4. Interest in Securities of the Issuer

a. State the aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned (identifying those shares which there is a right to 9 acquire within thirty (30) days from the date of this report) by each person named in Item 2. The abovementioned information should also be furnished with respect persons who, together with any of the persons named in Item 2, comprise a group.

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Aggregate number of the class of securities identified pursuant to Item 1 beneficially owned: 375,073,960 Percentage of the class of securities identified pursuant to Item 1 beneficially owned: 10.48%

- Number of shares for which there is sole power to vote or to direct the vote, shared power or to direct the vote, sole or shared power to dispose or to direct the dispose or to dispose or dispose o
- description shall include, but not necessarily be limited to: (1) the identity of the person who effected the transaction; (2) the date of the transaction; (3) the amount of Describe any transaction in the class of securities reported on that were effected during the past sixty (60) days by the persons named in response to paragraph (a). The securities involved; (4) the price per share or unit; and (5) where or how the transaction was effected.

On September 20, 2020, Xurpas issued 1,707,001,019 new shares to Mr. Frederick Manlunas, Mr. Benjamin Paul Bustamante Santos, Mr. James Buckly Jordan, Wavemaker Partners V LP, and Wavemaker US Fund Holdings, LLC (the "Subscribers").

- If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities, a statement to that effect should be included in response to this Item and, if such interest relates to more than five (5%) percent of the class, such person should be identified. NOT
- If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class of securities, state the date on which such beneficial ownership was reduced. NOT APPLICABLE.

Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Wavemaker US Fund Holdings, LLC (the "Subscribers") with the Philippine Stock Exchange within one (1) year of the closing of the transaction. The deadline for closing is on Kurpas has a commitment to list the shares of Mr. Frederick Manlunas, Mr. Benjamin Paul Bustamante Sentos, Mr. James Buckly Jordan, Wavemaker Partners V LP, and or before December 31, 2020. Nico Jose S. Nolledo and Fernando Jude F. Garcia will transfer certain number of shares in their name in exchange of the unlisted Xurpas Shares issued to the Subscribers if there is a failure to list the new shares with the Exchange within the 1-year period. Moreover, the Subscribers have waived any and all rights, profits and dividends arising from Xurpas' existing businesses and investments prior to the Subscribers' entry which shall continue for a period of one (1) year from closing of the transaction.

Item 6. Material to be Filed as Exhibits

o. Material to be riled at NOT APPLICABLE.

After reasonable inquiry and to the best of my knowledge and belief, I certify that 24 september 2020 port by BR Beport is true, complete and accurate. on This report is signed in the City of

. By:

DocuSigned by:

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FERNANDO JUBE F. GARCIA (Signature of Reporting Person)