

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 9, 2023**
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** (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. **Unit 804 Antel 2000 Corporate Center, 121 Valero St., Salcedo Village,** **1227**
Makati City
Address of principal office Postal Code
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>2,054,615,059</u>
11. Indicate the item numbers reported herein: **Item 9**

Item 9. Other Events

Xurpas Inc. conducted its 2022 Annual Stockholders' Meeting on August 9, 2022 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 August 9, 2022

The minutes of previous meeting was presented to the stockholders.

Resolution:

"RESOLVED, that the stockholders of Xurpas Inc. approve the minutes of the Annual Stockholders' Meeting held on August 9, 2022."

	No. of Common Shares	% based on present and/or represented in this meeting
For	1,189,239,866	100%

2. Annual Report and Approval of the 2022 Audited Financial Statements

The President presented the 2022 Annual Report and 1st Quarter Financial Report for 2023. 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. (the “Corporation”) note the Corporation’s Annual Report and approve the Consolidated Audited Financial Statements of the Corporation as of December 31, 2022, as audited by Sycip Gorres Velayo & Co.”

	No. of Common Shares	% based on present and/or represented in this meeting
For	1,189,239,866	100%

3. Approval of the Amendment of By-Laws

The following are the proposed amendments to the By-Laws that were approved during the meeting:

Deletion of Article V, Section 2(a) to **remove from the functions of the President the power to preside at the meetings of the stockholders and renumbering of the enumeration of the functions of the President.**

Resolution:

“RESOLVED, that the stockholders of Xurpas Inc. (the “Corporation”) approve the following amendments to the By-Laws: Article V, Section 2.”

	No. of Common Shares	% based on present and/or represented in this meeting
For	1,189,239,866	100%

4. Election of Directors and Independent Directors

The following were elected as directors for the ensuing year:

Name	Number of Votes	% Based on present and/or represented in this meeting
Jonathan Gerard A. Gurango	1,189,239,866	100%
Alexander D. Corpuz	1,189,239,866	100%
Fernando Jude F. Garcia	1,189,239,866	100%
Wilfredo O. Racaza	1,189,239,866	100%
Imelda C. Tiongson	1,189,239,866	100%
Bartolome S. Silayan, Jr.	1,189,239,866	100%
Christopher P. Monterola	1,189,239,866	100%
Jonathan Juan DC Moreno	1,189,239,866	100%

5. Appointment of External Auditor

Sycip Gorres Velayo & Co. (SGV) was appointed as External Auditor for 2023.

Resolution:

“RESOLVED, that the stockholders of Xurpas Inc. approves the appointment of Sycip Gorres Velayo & Co. as the Corporation’s External Auditor for the year 2023.”

	No. of Common Shares	% based on present and/or represented in this meeting
For	1,189,239,866	100%

6. Ratification of Previous Acts of the Directors and Management

Xurpas Management presented the matters approved from August 5, 2022 to May 15, 2023.

Resolution:

“RESOLVED, that the stockholders of Xurpas Inc. ratify all actions of the Directors and Management from August 5, 2022 to May 15, 2023.”

	No. of Common Shares	% based on present and/or represented in this meeting
For	1,189,239,866	100%

7. Approval of the Listing of Additional Common Shares

Xurpas Management presented the details of the listing of additional common shares based on the Conversion Price per Share of **Php0.30**.

Name of Assignor	Amount of Advances to be Converted into Equity	Number of Shares Issued After Conversion
Fernando Jude F. Garcia	PHP56,918,964.22	189,729,880
Nico Jose S. Nolloedo	79,601,662.12	265,338,873
Total	PHP136,520,626.35	455,068,753

Resolution:

“RESOLVED, that the stockholders of Xurpas Inc. approve the listing of 189,729,880 common shares and 265,338,873 common shares previously issued to Mr. Fernando Jude F. Garcia and Mr. Nico Jose S. Nolloedo, respectively.”

	No. of Common Shares	% based on present and/or represented in this meeting
For	1,189,239,866	100%

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. GORRICETA
Corporate Secretary and Chief Legal Officer