

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. **15 April 2026**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **PW-305**
3. BIR Tax Identification No. **000-067-618**
4. **KEPPEL PHILIPPINES PROPERTIES, INC.**
Exact name of issuer as specified in its charter
5. Province, country or other jurisdiction of incorporation or organization
Mandaluyong City, Philippines
6. Industry Classification Code (SEC Use Only)
7. Address of issuer's principal office
26th Floor, The Podium West Tower, ADB Avenue, Wack Wack Greenhills East, Mandaluyong City
8. Issuer's telephone number, including area code
(02) 8539-0460 local 4990
9. Former name or former address, if change since last report
Not Applicable
10. Securities registered pursuant to Section 8 and 12 of the Securities Regulation Code (SRC):

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	293,828,900 (exclusive of Treasury Shares)
Debt Outstanding	NIL
11. Indicate the item numbers reported herein: **9**

Subject of the Disclosure
Amendment of the Articles of Incorporation

Background/Description of the Disclosure
At a meeting of the Board of Directors of Keppel Philippines Properties, Inc. ("the Company") held on 15 April 2026, the board approved the following amendments to the Title, and Articles One, Two, Three, and Four of the Articles of Incorporation changing the corporate name, incorporating additional purposes, changing the principal office address, and revising the corporate existence of the Company.

Date of Approval by Board of Directors	15 April 2026
Date of Approval by Stockholders	TBA
Other Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article No.	From	To
Title	AMENDED ARTICLES OF INCORPORATION OF KEPPEL PHILIPPINES PROPERTIES, INC. (Formerly Cebu Shipyard & Engineering Works, Inc.)	AMENDED ARTICLES OF INCORPORATION OF <u>FSG VENTURE HOLDINGS, INC.</u> (Formerly <u>Keppel Philippines Properties, Inc.</u>)
One	FIRST: That the name of the Corporation shall be: KEPPEL PHILIPPINES PROPERTIES, INC. (Formerly Cebu Shipyard & Engineering Works, Inc. as amended on 22 May 1998)	FIRST: That the name of the Corporation shall be: <u>FSG VENTURE HOLDINGS, INC.</u> (Formerly <u>Keppel Philippines Properties, Inc.</u> as amended by the Board of Directors on 15 April 2026)
Two	SECOND: That the purposes for which the Corporation is formed are the following: a) To invest or acquire interest in, purchase, own or hold, directly or indirectly, shares of stock, debentures or securities and all other properties of whatever kind	SECOND: That the purposes for which the Corporation is formed are the following: a) To invest or acquire interest in, purchase, own or hold, directly or indirectly, shares of stock, debentures or securities and all other properties of whatever kind

	<p>or nature, personal as well as real, movable or immovable, to the extent allowed by law, and to manage or dispose of the same as the corporation may deem necessary or advisable in the conduct of the business, without in any manner operating as an investment house or broker for securities;</p> <p>b) To invest in and undertake property development activities or transactions, whether through the Company alone or through joint ventures with other persons, or through ordinary investments, involving real or personal properties, provided that, the Company shall own real properties or real rights over real properties to the extent allowed by law (as amended on 22 May 1998);</p> <p>c) To invest purchase, or otherwise acquire, and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations of other corporations or associations, domestic or foreign, for whatever lawful purpose the same may have been organized and to pay therefore in money or by exchanging therefore real and/or personal property, stocks, bonds or other evidences of indebtedness or securities of this or any other corporation while the other</p>	<p>or nature, personal as well as real, movable or immovable, to the extent allowed by law, and to manage or dispose of the same as the corporation may deem necessary or advisable in the conduct of the business, without in any manner operating as an investment house or broker for securities;</p> <p>b) To invest in and undertake property development activities or transactions, whether through the Company alone or through joint ventures with other persons, or through ordinary investments, involving real or personal properties, provided that, the Company shall own real properties or real rights over real properties to the extent allowed by law (as amended on 22 May 1998);</p> <p>c) To invest purchase, or otherwise acquire, and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations of other corporations or associations, domestic or foreign, for whatever lawful purpose the same may have been organized and to pay therefore in money or by exchanging therefore real and/or personal property, stocks, bonds or other evidences of indebtedness or securities of this or any other corporation while the other owner or holder of such</p>
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	<p>owner or holder of such properties; and to receive, collect, and dispose of the income arising therefore, and to possess and exercise all the rights and powers and privileges of ownership; to make and perform contracts of every kind and description in carrying on its business or for the purpose of obtaining or furthering any of its purposes; and to promote, assist, supervise, manage and/or administer, alone or jointly with others the general business, or to assist or promote the organization of the business of any other corporation or corporations or associations, domestic or foreign;</p> <p>d) To invest funds in the acquisition of personal properties including, but not limited to office buildings, office condominiums and residential condominiums;</p> <p>e) Any other business, whether in the import or export of trade, or both, or any other kind of business approved by the stockholders and by appropriating the sum of money that might be needed in their organization and development (as amended on 29 November 1989).</p>	<p>properties; and to receive, collect, and dispose of the income arising therefore, and to possess and exercise all the rights and powers and privileges of ownership; to make and perform contracts of every kind and description in carrying on its business or for the purpose of obtaining or furthering any of its purposes; and to promote, assist, supervise, manage and/or administer, alone or jointly with others the general business, or to assist or promote the organization of the business of any other corporation or corporations or associations, domestic or foreign;</p> <p>d) To invest funds in the acquisition of personal properties including, but not limited to office buildings, office condominiums and residential condominiums;</p> <p>e) Any other business, whether in the import or export of trade, or both, or any other kind of business approved by the stockholders and by appropriating the sum of money that might be needed in their organization and development (as amended on 29 November 1989).</p> <p>f) <u>To borrow or raise money from not more than 19 lenders including its stockholders necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lien upon the properties of the Corporation</u></p>
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Three	THIRD: That the place where the principal office of the corporation is to be established is at 12 ADB Ave., Ortigas Center, Mandaluyong City. (as amended on 09 May 2014 and 11 June 2014 by Board of Directors and the stockholders holding at least 2.3 of the outstanding capital stock, respectively)	THIRD: That the place where the principal office of the corporation is to be established is at <u>Unit 1910, 19th Floor, PSE Tower, 5th Avenue corner 28th Street, Bonifacio Global City, Taguig City, Metro Manila.</u> (As amended by the Board of Directors on 15 April 2026)
Four	FOURTH: That the term for which said corporation is to exist is fifty (50) years after the expiration of the extended term reckoned from February 7, 1968, or from February 6, 2018. (as amended on 28 April and 11 June 2015)	FOURTH: That the <u>corporation shall have perpetual existence.</u> (As amended by the Board of Directors on 15 April 2026)

Rationale for the amendments(s)	
The amendments are in relation to Forward Synergy Group, Inc.'s ("FSGI") purchase of 255,242,990 or 86.87% of the common shares of the Company.	

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the Articles of Incorporation with the SEC	14 August 2026
Expected date of SEC approval of the Amended Articles of Incorporation	TBA

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any	
The amendments in the corporate name, additional purposes, principal office address, and corporate term are not expected to affect the business, operations, and/or capital structure of the company.	

Other relevant information	
None.	

[signature page follows]

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.

KEPPEL PHILIPPINES PROPERTIES, INC.

15 April 2026

Issuer

Date



Vincent E. Tomaneng

Corporate Secretary

Jona Arrol V. Cabrera

Compliance Officer