

Securities and Exchange Commission
Current Report Under Section 17 of the Securities Regulation Code ("SRC")
and SRC Rule 17.2 (c) Thereunder

SEC FORM 17-C

1. **March 17, 2026**
Date of Report

2. SEC Identification Number: **147212**

3. BIR Tax Identification No.: **000-323-228**

4. **International Container Terminal Services, Inc.**
Name of issuer as specified in the charter

5. **Philippines**
Country of Incorporation

6. (SEC Use Only)
Industry Classification Code:

7. **ICTSI Administration Building, Manila**
International Container Terminal, South
Access Road, Manila 1012
Address of Principal Office

8. **+(632) 8245 4101**
Registrant's Telephone Number

9. **Not Applicable**
Former name or former address

10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Titles of Each Class

Number of Shares Outstanding

Common shares

2,020,587,335

11. Item number reported herein: **Item 9 – Other Events**

Please see attached disclosure of INTERNATIONAL CONTAINER TERMINAL SERVICES, INC. (ICTSI) to the Philippine Stock Exchange (PSE) and Securities and Exchange Commission (SEC).

**INTERNATIONAL CONTAINER
TERMINAL SERVICES, INC.**

By:



ARTHUR R. TABUENA

Vice President, Global Investor Relations

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)
Mar 17, 2026
2. SEC Identification Number
147212
3. BIR Tax Identification No.
000-323-228
4. Exact name of issuer as specified in its charter
INTERNATIONAL CONTAINER TERMINAL SERVICES, INC.
5. Province, country or other jurisdiction of incorporation
Manila, Philippines
6. Industry Classification Code(SEC Use Only)

7. Address of principal office
ICTSI Administration Building, Manila International Container Terminal, South Access
Road, Manila
Postal Code
1012

8. Issuer's telephone number, including area code
+632 82454101
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 stock outstanding (current)	2,018,703,262

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.



International Container Terminal Services, Inc.

ICT

PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting References: SRC Rule 17 (SEC Form 17-C) and Sections 7 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

2026 Annual Stockholders' Meeting of International Container Terminal Services, Inc. (ICTSI) to be held at 10:00 a.m. on Thursday, April 16, 2026

Background/Description of the Disclosure

In a meeting of the Board of Directors of ICTSI held today, Feb. 26, 2026, the Board approved the following:

1. Setting the Annual Stockholders' Meeting of ICTSI, through a virtual platform or online format ("Virtual ASM"), on Thursday, April 16, 2026, at 10:00 a.m.; and
2. Setting the Record Date on Mar. 12, 2026 for Stockholders entitled to Notice of and vote during the Virtual ASM.

The Board also set the Agenda for the 2026 Virtual ASM.

Type of Meeting

- Annual
 Special

Date of Approval by Board of Directors	Feb 26, 2026
Date of Stockholders' Meeting	Apr 16, 2026
Time	10:00 A.M.
Venue	To be conducted virtually through https://www.ictsi.com/2026asm
Record Date	Mar 12, 2026
Agenda	Please see attached detailed notice and revised agenda.

Inclusive Dates of Closing of Stock Transfer Books

Start Date	N/A
End Date	N/A

Other Relevant Information

Amended this Notice of ASM to include the additional matters to the Agenda as follows:

- Amendment of Articles of Incorporation
- Amendment of By-Laws
- Creation of Preferred C Shares and Conversion of Unissued Preferred A Shares to Preferred C Shares
- Cancellation of Remaining Unissued Preferred A Shares after Conversion
- Decrease of Authorized Capital Stock
- Approval of the Chief Executive Officer Stock Option Plan (CSOP)



AMENDED NOTICE OF ANNUAL STOCKHOLDERS' MEETING

Notice is hereby given that the **2026 Annual Stockholders' Meeting** ("ASM") of **INTERNATIONAL CONTAINER TERMINAL SERVICES, INC.** ("ICTSI" or the "Company") will be held and conducted in a virtual platform or online format on **April 16, 2026, Thursday, 10:00 a.m.**, via <https://www.ictsi.com/2026asm>.

The Agenda shall be as follows:

1. **Call to Order**

The Chairman will formally open the meeting on April 16, 2026 at 10:00 a.m.

2. **Certification of Notice and Quorum**

The Corporate Secretary will certify that notice was given to the stockholders and there is a quorum for the transaction of business.

3. **Approval of the Minutes of the 2025 Annual Stockholders' Meeting**

A copy of the Minutes of the Annual Stockholders' Meeting held on April 24, 2025 was made available at the Company Website within five days from the said date. This Minutes of the previous ASM will be submitted for approval by the Stockholders. The said Minutes can be accessed through here: [ICTSI_Minutes_ASM_24Apr2025.pdf](#)

4. **President's Report**

The Chairman and President of the Company will report on the business for the preceding fiscal year of the Company and its subsidiaries.

5. **Approval of the 2025 Audited Financial Statements**

The Audited Financial Statements of the Company as of December 31, 2025, previously approved by the Board and is made part of the SEC Form 20-IS or Definitive Information Statement ("Information Statement"), will be submitted for the approval by the Stockholders. The Company's financial results forms part of the President's Report.

6. **Election of Directors**

The Stockholders will elect the members of the Board of Directors. The profiles and qualifications of the nominees for the said election are listed under Item 5 of the Information Statement.

7. **Appointment of External Auditors**

The current external auditor identified under Item 7 of the Information Statement is endorsed by the Audit Committee for reappointment by the Stockholders.

8. **Approval of the Chief Executive Officer Stock Option Plan (CSOP)**

The details of the proposed CSOP are defined under Item 8 of the Information Statement.

9. **Creation of Preferred C Shares and Conversion of Unissued Preferred A Shares to Preferred C Shares**

The details of the proposed modification of shares can be found in Item 10 of the Information Statement.

10. **Cancellation of Remaining Unissued Preferred A Shares after Conversion**

The details of the proposed cancellation of unissued shares can be found in Item 10 of the Information Statement.

11. **Decrease of Authorized Capital Stock**

The details of the proposed decrease of Authorized Capital Stock can be found in Item 10 of the Information Statement.

12. **Amendment of Articles of Incorporation**

The comparative table of the proposed amendments to the Articles of Incorporation is attached as schedule 4 of the Information Statement

13. **Amendment of By-Laws**

The comparative table of the proposed amendments to the By-Laws is attached as schedule 4 of the Information Statement

14. **Ratification of Acts, Contracts, Investments, and Resolutions of the Board of Directors and the Management**

The ratification by the Stockholders of the acts, contracts, investments, and resolutions of the Board of Directors and the Management since the previous ASM, which are all duly documented in board resolutions and disclosures and filings with the Securities and Exchange Commission (“SEC”) and the Philippine Stock Exchange (“PSE”) will be sought.

15. **Adjournment.**

This will officially end the ASM.

On **February 26, 2026**, the Board of Directors approved to set the **Record Date** on **March 12, 2026** for the purpose of determining the Stockholders entitled to notice of and vote at the ASM.

The Board of Directors also approved that the ASM will be virtual, i.e. held by remote communication, and voting will also be virtual or *in absentia* in accordance with SEC rules. The specific procedures for participation in the ASM through remote communication and for voting *in absentia* are set forth in the **Guidelines for Virtual ASM** which is attached as **Appendix “A”** hereof.

Registration for the ASM shall be done through the **ICTSI Virtual ASM Platform** (<https://ictsi.com/2026asm>) from **9:00 a.m. of March 16, 2026 until 5:00 p.m. of April 13, 2026**. All corporate stockholders and individual stockholders who are unable to join the ASM are required to appoint a Proxy in favor of a representative who will participate in the ASM on their behalf, or in favor of the Chairman of the Board with specific proxy voting instructions. The duly accomplished Proxy Forms must be submitted on or before **5:00 p.m. of April 6, 2026**. A Stockholder who fails to comply with the registration requirements will not be able to participate in the ASM.

The Office of the Corporate Secretary, Investors Relations Office, and SGV & Co. will conduct the **Proxy Validation** at the ICTSI Administration Building, Manila International Container Terminal, South Access Road, City of Manila on **April 10, 2026 at 10:00am**.

By registering for the ASM, a Stockholder, or the relevant Proxy, agrees that ICTSI and the service providers for the ASM may process sensitive personal information necessary to verify their identity and authority. Please review the Data Privacy Policy available at the ICTSI Virtual ASM Platform.

The Information Statement together with its attachments, including the Management Report and the Audited Financial Statements as of December 31, 2025, will be available at least 15 business days prior to the ASM by (i) using the QR Code below, (ii) access through the Company Website at www.ictsi.com, and (iii) access through the PSE Edge of the Philippine Stock Exchange. A copy will be sent to a Stockholder with registered mailing address.

Manila, March 16, 2026.

FOR THE BOARD OF DIRECTORS:


AMABELLE C. ASUNCION
Corporate Secretary



How to Use QR Code:

Step 1: Open the QR Scanning App or Camera App from your device’s Home Screen, Control Center, or Lock Screen;

Step 2: Scan the QR code using the App and you will see a notification with a link; and

Step 3: Click on the notification to open the link associated with the QR Code.

**ICTSI ANNUAL STOCKHOLDERS' MEETING
REQUIREMENTS AND PROCEDURE FOR PARTICIPATION
BY REMOTE COMMUNICATION OR VOTING *IN ABSENTIA*
("Guidelines for Virtual ASM")**

1. Participation in the **2026 Annual Stockholders' Meeting** ("ASM") to be held on **April 16, 2026, 10:00 a.m.** through remote communication and voting virtually or *in absentia* is via <https://www.ictsi.com/2026asm> (the "ICTSI Virtual ASM Platform" or the "Platform").
2. Only Stockholders as at Record Date, **March 12, 2026**, may use the Platform to participate in the ASM or vote *in absentia* on the Agenda Items, *provided that* the Stockholder (1) has complied with the Registration Requirement, and (2) such registration has passed the validation process.
3. All corporate stockholders and any individual Stockholder not able to attend the ASM shall appoint a Proxy. They must submit the following copies through the Platform **on or before April 6, 2026, 5:00 p.m.**:
 - a) Duly signed Proxy;
 - b) Photo of valid government-issued ID showing Proxy's photo and personal details, preferably with residential address; and
 - c) For Corporation, Partnership and Association Stockholders: a copy of the *Secretary's Certificate* on the resolution authorizing the Proxy or Authorized Representative who will sign the Proxy.

Original copies of the Proxy and Secretary's Certificate must be submitted to the Office of the Corporate Secretary of ICTSI by **April 6, 2026, 5:00 p.m.** The Office of the Corporate Secretary, Investors Relations Office, and SGV & Co. will conduct the Proxy Validation at the ICTSI Administration Building, Manila International Container Terminal, South Access Road, City of Manila on **April 10, 2026 at 10:00am.**

4. Platform Registration for Stockholders who will attend the ASM is from **March 16, 2026 until 5:00 p.m. of April 13, 2026,**

Registration Procedure

- a) Proceed to <https://www.ictsi.com/2026asm>.
- b) Click "Register Now".
- c) Carefully read the ICTSI Terms of Use and Data Privacy Statement and the service provider's End User Terms of Service and [Privacy Policy](#).
- d) Indicate consent.
- e) Choose stockholder type: (1) Individual Stockholder with Certificated Shares; (2) Individual Stockholder under Broker Account; or (3) Corporate Stockholder (e.g. corporation, association, or partnership).
- f) Indicate *exact* full name as indicated in the government-issued ID to be presented and uploaded in the Platform, or the complete corporate name of the Corporation represented.
- g) Upload the Registration Requirements enumerated under Item 5 below.
- h) Click "Submit Registration".
- i) Confirm your email upon receiving a verification email.
- j) Create your own password to sign in the Platform.

Registration Documents

For Individual Stockholder with Certificated Shares

- a) Valid and active email address
- b) Valid and active mobile phone number
- c) Copy of valid government-issued ID showing Stockholder's photo and personal details, preferably with residential address

For an Individual Stockholder under Broker Account

- a) Valid and active email address
- b) Valid and active cellular phone number
- c) Copy of valid government-issued ID showing Stockholder's photo and personal details, preferably with residential address

- d) Copy of Broker's Certification on the Stockholder's number of shareholdings

IMPORTANT: To facilitate the verification of your account, please make sure that you copy ICTSI through: 2026ASM@ictsi.com; and the stock and transfer agent, STSI, through: rregala@stocktransfer.com.ph in all email correspondence with your Broker regarding request for Broker's Certification.

For Authorized Representative of Corporate Stockholders (e.g. corporation, association, or partnership)

- a) Valid and active email address
- b) Valid and active mobile phone number
- c) Copy of valid government-issued ID showing Authorized Representative's photo and personal details, preferably with residential address*
- d) Copy of the *Certificate* on the resolution authorizing the Authorized Representative who will act on behalf of the corporate stockholder.

ICTSI will request for consent to process sensitive personal information pursuant to the Data Privacy Act. ICTSI reserves the right to request additional information and original signed copies of the Registration Requirements at a later time. The registration requirements shall be validated; hence, Stockholders are advised to register as early as possible.

- 5. *Validation of Registration.* ICTSI, Stock Transfer Services, Inc. (the Company's stock transfer agent), and SGV & Co. (the Company's external auditor) will evaluate and validate the information and documents furnished and uploaded against the stockholders' records of ICTSI. After passing the validation process, the Stockholders will receive an email informing them of their registration acceptance.
 - a) Only Stockholders who registered, verified their email, **and** passed the validation process may use the Platform to participate in the Meeting.
 - b) After passing the validation process, the Stockholder will receive an email confirming registration acceptance.
 - c) Stockholders with validated registration may cast their votes until the voting on the Agenda Item is closed during the ASM.
- 6. *Voting in Absentia.* Stockholders who will not participate in the ASM may vote *in absentia* by sending an absentee ballot obtained from the Corporate Secretary, duly filled up and signed and returned to the Corporate Secretary before the date of the ASM. An absentee ballot shall be sent to a stockholder who requests the same after complying with the requirement prescribed by the Corporate Secretary to verify the identity and number of shares in the name of the stockholder as of Record Date of the ASM. Valid absentee ballots received by the Corporate Secretary prior to the date of the ASM shall be counted as part of the quorum and in the voting on the Agenda Items.
- 7. *Virtual Participation at the ASM*
 - a) The Stockholder will be required to enter the registered username and password to enter the Platform and access the ASM.
 - b) The Platform will allow Stockholders to send questions, motions, secondments, and other comments during the ASM. To ensure a productive and orderly ASM, Stockholders are encouraged to send their questions relating to the Agenda Items **on or before April 13, 2026** to 2026ASM@ictsi.com. Relevant questions will be answered by the Company during the Meeting.
 - c) For any technical difficulties, the Stockholder should call the **Platform Support Hotline** at **(+63)9696022100**.
 - d) Copies of the ASM recording will be available upon request.

For any questions or inquiries, including request for assistance in the registration process, please contact our Office of the Corporate Secretary through corpsec@ictsi.com.