

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)
Apr 16, 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) | 2,019,652,695 |
11. Indicate the item numbers reported herein
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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.**

International Container Terminal Services, Inc.

ICT

PSE Disclosure Form 4-15 - Creation and Issuance of New Equity Security References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Proposed creation of Preferred C Shares

Background/Description of the Disclosure

The Board approved the creation of a new class of preferred shares consisting of 25,000,000 shares to be categorized as "Preferred C Shares" with par value of PhP1.00 per share. The Preferred C Shares shall have the following features: (i) non-voting; (ii) non-cumulative; (iii) non-participating; (iv) convertible to common shares; (v) no pre-emptive rights; (vi) redeemable at such rate and under such terms and conditions as may be determined by the Board.

UPDATE: During the Annual Meeting of the Stockholders of ICTSI held on April 16, 2026, the Stockholders approved the creation of Preferred C Shares

Date of approval by Board of Directors of the creation and/or issuance of a new security

Mar 16, 2026

Rationale for the creation and/or issuance

The Preferred C Shares will be exclusively available for allocation to the proposed Chief Executive Officer Stock Option Plan (CSOP).

Features of the new security

If convertible

Conversion or entitlement ratio	Convertible to common shares
Corresponding number of underlying shares with percentage to total outstanding shares	N/A (these are all unissued shares)
Conversion price or exercise price	To be determined by the Board
Provisions for adjustment(s) in conversion ratio and/or conversion period	None

If redeemable

Redemption price	To be determined by the Board
Redemption period	Redeemable at such rate and under such terms and conditions as may be determined by the Board

Method and/or procedures in redemption

Redeemable at such rate and under such terms and conditions as may be determined by the Board

Terms and conditions of the issuance

Number of shares to be issued

-

Corresponding percentage to total outstanding shares	-
Issue price per share	To be determined by the Board
Aggregate value of consideration	N/A

Source of shares available for issuance
Preferred C
Basis upon which the issue value was determined
To be determined by the Board (these are all unissued shares)
Terms of payment
One-time payment upon issuance
Timetable and manner of issuance
Within 1 year

Effect(s) on the ownership structure, including the list of principal shareholders with their corresponding shareholdings and percentage ownership to total outstanding shares before and after the transaction

Principal Shareholders	Before		After	
	Number of shares	%	Number of shares	%
None	-	-	-	-

Effect(s) on the capital structure

Issued Shares

Type of Security/Stock Symbol	Before	After
NO EFFECT (these are all unissued shares)	-	-

Outstanding Shares

Type of Security/Stock Symbol	Before	After
NO EFFECT (these are all unissued shares)	-	-

Treasury Shares

Type of Security/Stock Symbol	Before	After
NO EFFECT (these are all unissued shares)	-	-

Listed Shares

Type of Security/Stock Symbol	Before	After
NO EFFECT (these are all unissued shares)	-	-

Effect(s) on the public float, if any	None
Effect(s) on foreign ownership level, if any	None

Other Relevant Information
Related disclosures on the approval of the Board for the establishment of a Chief Executive Officer Stock Option Plan (CSOP) and on conversion of Preferred A Shares to the newly-created Preferred C Shares. Dividend rate shall be equivalent to the ICTSI borrowing rate.

Filed on behalf by:

Name	Arthur Tabuena
Designation	Vice President, Global Investor Relations