

COVER SHEET

A 2 0 0 1 1 7 5 9 5

S.E.C. Registration Number

T O U C H S O L U T I O N S , I N C .

(Company's Full Name)

U N I T 9 0 1 J A F E R P L A C E ,

1 9 E I S E N H O W E R S T R E E T

G R E E N H I L L S , S A N J U A N

(Business Address: No. Street/City/Province)

c/o Atty. Kristina Irene C. Dy

Contact Person

c/o 888-0999

Company Telephone Number

1 2

Month

3 1

Day

Fiscal Year

Definitive Information Statement

FORM TYPE

**Third Monday
of May**

Month

Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. Use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:
[] Preliminary Information Statement
[] Definitive Information Statement
2. Name of Registrant as specified in its charter TOUCH SOLUTIONS, INC.
3. METRO MANILA, PHILIPPINES
Province, country or other jurisdiction of incorporation or organization
4. SEC Identification Number A200117595
5. BIR Tax Identification Code 214-815-715-000
6. 901 Jafer Place, 19 Eisenhower Street, Greenhills, San Juan 1504
Address of principal office Postal Code
7. Registrant's telephone number, including area code (632)-712-0431
8. Date, time and place of the meeting of security holders
Date: 27 August 2013
Time: 7:00 AM
Place: Greenhills West Village Roosevelt Park, Roosevelt Street, Greenhills West, San Juan
9. Approximate date on which the Information Statement is first to be sent or given to security holders 02 August 2013
10. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding
Common Shares	61,750,005

11. Are any or all of registrant's securities listed in a Stock Exchange?

Yes No

If yes, disclose the name of such Stock Exchange and the class of securities listed therein:

Philippine Stock Exchange Common Shares

TOUCH SOLUTIONS, INC.

NOTICE OF THE SPECIAL STOCKHOLDERS' MEETING

TO: ALL STOCKHOLDERS

Notice is hereby given that TOUCH SOLUTIONS, INC. (the "Corporation") will hold a Special Stockholders' Meeting on 27 August 2013 at 7:00 AM at Greenhills West Village Roosevelt Park, Roosevelt Street, Greenhills West, San Juan at which meeting the following matters shall be taken up:

1. Opening of the Meeting
2. Report on Attendance and Quorum
3. Approval of the Amendment of the Articles of Incorporation of the Corporation for the following matters:
 - i. To change the name of the Corporation to TrillionStars Inc.;
 - ii. To amend the secondary purpose of the Corporation;
 - iii. To change the place where the principal office of the Corporation is located to the 10th Floor, Liberty Center, 104 H.V. dela Costa Street, Salcedo Village, Makati City; and
 - iv. To increase the authorized capital stock of the Corporation from One Hundred Million Pesos (Php100,00,000.00), divided into One Hundred Million (100,000,000) shares with par value of One Peso (Php1.00) each to up to Twenty Billion Pesos (Php20,000,000,000.00) divided into Twenty Billion (20,000,000,000) shares with par value of One Peso (Php1.00) per share.
4. Approval of the Amendment of the By-Laws of the Corporation for the following matters:
 - i. Fixing of the record date;
 - ii. Qualification and disqualification of the members of the Board; and
 - iii. Issuance of certificates such that the certificates shall bear the signature or facsimile signature of the President.
5. Approval by the stockholders of the subscription to the increase in authorized capital stock and such other follow-on offering and/or top-up under such terms and conditions that the Board of Directors may determine.
6. Approval by the stockholders of the grant of authority to the Board of Directors to issue such number of shares of stock out of the existing capital stock and increase in authorized capital stock to such persons and at an issue price of not less than par value as the Board of Directors may determine and to accept cash or non-cash properties as payment for such subscription.
7. Approval by the stockholders of the grant of authority to the Board of Directors to conduct an equity offering (such as a placing and subscription transaction) under such terms and conditions that the Board of Directors may determine.
8. Ratification by a majority vote of the stockholders of actions taken by the Board of Directors and Officers of the Corporation since the last special stockholders' meeting.
9. Transactions of such other matters as may properly come before the meeting.

10. Other Matters
11. Adjournment

The record date for the determination of stockholders entitled to notice of, and to vote at, the said meeting is fixed at the close of business hours on 02 August 2013.

All stockholders who will not attend the meeting in person, may prepare, date and sign a proxy, and submit the same to the Office of the Corporate Secretary at 19th Floor, Liberty Center, 104 H. V. dela Costa St., Salcedo Village, Makati City not later than 16 August 2013. The proxies submitted shall be validated on 22 August 2013 at the Office of the Corporate Secretary.

Should you wish to discuss any information mentioned in this letter, you may get in touch with the Corporate Secretary at telephone no. 888-0999 or via e-mail to main@picazolaw.com.

Copies of the Information Statement of the Corporation accompany this Notice.

Makati City, Philippines, 19 July 2013.


GABRIEL A. DEE
Corporate Secretary

PART I.

INFORMATION REQUIRED IN INFORMATION STATEMENT

A. GENERAL INFORMATION

Item 1. Date, time and place of meeting of security holders.

The Special Stockholders' Meeting of Touch Solutions, Inc. (the "Corporation" or the "Company") will be held on 27 August 2013 at 7:00 AM at Greenhills West Village Roosevelt Park, Roosevelt Street, Greenhills West, San Juan.

THE CORPORATION HAS SET 02 AUGUST 2013 AS THE APPROXIMATE DATE ON WHICH THE INFORMATION STATEMENT IS FIRST TO BE SENT OR GIVEN TO SECURITY HOLDERS.

Item 2. Dissenters' Right of Appraisal

Shareholders of the Company shall have appraisal right, or the right to dissent and demand payment of the fair value of their shares in the manner provided for under Section 82 of the Corporation Code of the Philippines, under any of the following circumstances:

- In case of any amendment to the Articles of Incorporation, which has the effect of changing or restricting the rights of shareholders or any class of shares, or the authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of the Company's corporate existence;
- In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the Company's assets as provided under the Corporation Code; and
- In case of merger or consolidation of the Company with another corporation.

The appraisal right may be exercised by any stockholder who shall have voted against the proposed corporate action, by making a written demand on the corporation within thirty (30) days after the date on which the vote was taken for payment of the fair value of his shares: Provided, that failure to make the demand within such period shall be deemed a waiver of the appraisal right. If the proposed corporate action is implemented or affected, the Company shall pay to such stockholder, upon surrender of the certificate or certificates of stock representing his shares, the fair value thereof as of the day prior to the date on which the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action.

If within a period of sixty (60) days from the date the corporate action was approved by the stockholders, the withdrawing stockholder and the Company cannot agree on the fair value of the shares, it shall be determined and appraised by three (3) disinterested persons, one of whom shall be named by the stockholder, another by the Company, and the third by the two (2) thus chosen. The findings of the majority of the appraisers shall be final, and their award shall be paid by the Company within thirty (30) days after such award is made. Provided, that no payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment; and provided, further, that upon payment by the Company of the agreed or awarded price, the stockholder shall forthwith transfer his shares to the Company.

The matters being submitted for approval by the stockholders at the special meeting will not give rise to the dissenter's right of appraisal.

Item 3. **Interest of Certain Persons in or Opposition to Matters to be Acted Upon**

No current director or officer of the Corporation or nominee for election as directors of the Corporation or any associate thereof, has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter to be acted upon.

The Company is not aware of any director or security holder who intends to oppose any action to be taken by the Company during the stockholders meeting.

B. CONTROL AND COMPENSATION INFORMATION

As of 31 May 2013, the Company has a total of 61,750,005 shares outstanding and each share entitled to one vote.

Item 4. **Voting Securities and Principal Holders Thereof**

- (a) Pursuant to the Resolution of the Board of Directors at a special meeting held on 18 July 2013, all stockholders as of 02 August 2013 shall be entitled to notice and to vote at the Special Stockholders' Meeting scheduled on 27 August 2013.
- (b) Pursuant to Article II, Section 7 of the Corporation's By-Laws, a stockholder may vote in person or by proxy.

In accordance with Section 24 of the Corporation Code, each stockholder may vote as follows:

- The stockholder may vote such number of shares for as many persons as there are directors to be elected;
- The stockholder may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by such stockholders' shares; or
- The stockholder may distribute his vote on the same principle among as many candidates as he shall see fit.

Security Ownership of Certain Record and Beneficial Owners and Management

- (a) As of 31 May 2013, the Company has 61,750,005 common shares outstanding and each share is entitled to one (1) vote.
- (b) The record date with respect to the determination of the stockholders entitled to notice of and vote at the Special Stockholders' Meeting is 02 August 2013.
- (c) Security Ownership of Certain Record and Beneficial Owners

a. Security Ownership of Certain Record and Beneficial Owners of more than 5%

As of 13 June 2013, the Company knows of no one who beneficially owns in excess of 5% of the Company's common stock except as set forth below:

TITLE	NAME AND ADDRESS OF RECORD/ BENEFICIAL OWNER	RELATIONSHIP TO ISSUER	CITIZENSHIP	NO. OF SHARES HELD	% TO OUTSTANDING SHARES
Common	Shiok Success International Ltd.	Stockholder	British Virgin Islands	43,225,000	70.0%
Common	John Tiu, Jr.	Stockholder	Filipino	4,224,087	6.8%

For purposes of the special stockholders' meeting, Shiok Success International Ltd. has appointed Mr. Peter YB Tay as its proxy to represent and vote all shares registered in its name on the books of the Company, including any adjournments and postponements thereof.

b. Security Ownership of Management

The following is a summary of the aggregate shareholdings in the Company of the Company's directors and executive officers of the Company as of 13 June 2013:

A. Directors

Title of Class	Name of Beneficial Owner/Address	Citizenship	Amount and Nature of Record/Beneficial Ownership	%age to Total Outstanding Shares
Common	Peter YB Tay	Singaporean	1 (Indirect)	-nil-
Common	Sue Chia	Malaysian	1 (Indirect)	-nil-
Common	Yasuteru Kawahara	Japanese	1 (Indirect)	-nil-
Common	Jerahmeel B. Chen	Filipino	1 (Indirect)	-nil-
Common	Gabriel G. Huang	Singaporean	1 (Indirect)	-nil-
Common	Cherrylyn G. Prado-Caoile	Filipino	1 (Indirect)	-nil-
Common	Gabriel A. Dee	Filipino	1 (Indirect)	-nil-

B. Executive Officers

Title of Class	Name of Beneficial Owner/Address	Citizenship	Amount and Nature of Record/Beneficial Ownership	%age to Total Outstanding Shares
Common	Peter YB Tay	Singaporean	1 (Indirect)	-nil-
Common	Sue Chia	Malaysian	1 (Indirect)	-nil-
Common	Gabriel A. Dee	Filipino	1 (Indirect)	-nil-

C. Voting Trust Holders of 5% or More

There is no voting trust or similar arrangement covering the shares of stocks of the Corporation.

Item 5. Directors and Executive Officers

There is no action to be taken with respect to the election of directors and/or executive officers.

Item 6. Compensation of Directors and Executive Officers

There is no action to be taken with respect to: (a) the election of directors; (b) any bonus, profit sharing or other compensation plan, contract or arrangement in which any director, nominee for election as a director, or executive officer of the Corporation will participate; (c) any pension or retirement plan in which any such person will participate; or (d) the granting or extension to any such person of any option/s. warrant/s or right/s to purchase any securities.

Item 7. Independent Public Accountants

There is no action to be taken which related to the election, approval or ratification of the Corporation's accountant.

Item 8. Compensation Plans

There is no action to be taken with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

C. ISSUANCE AND EXCHANGE OF SECURITIES

Item 9. Authorization or Issuance of Securities Other than for Exchange

In a special meeting held on 19 June 2013, the Board of Directors of the Corporation approved the increase of the authorized capital stock of the Corporation from One Hundred Million Pesos (Php100,000,000.00), divided into One Hundred Million (100,000,000) shares with par value of One Peso (Php1.00) each to up to Twenty Billion Pesos (Php20,000,000,000.00) divided into Twenty Billion (20,000,000,000) shares with par value of One Peso (Php1.00) per share.

The reason for the proposed increase in the authorized capital stock of the Corporation and the resulting amendment of the Corporation's Articles of Incorporation is to enable the Corporation to have additional funding for future acquisitions and/or investments and/or for purposes of broadening the Corporation's investor base.

Item 10. Modification or Exchange of Securities

There is no action to be taken with respect to the modification of any class of securities of the registrant, or the issuance or authorization for issuance of one class of securities of the registrant in exchange for outstanding securities of another class.

Item 11. Financial and Other Information

(a) Information Required

Please find attached a copy of the financial statements of the Corporation as of 31 December 2012, and the management's discussion and analysis and plan of operation.

(b) Incorporation by Reference

Not Applicable.

Item 12. Mergers, Consolidations, Acquisitions and Similar Matters

There is no stockholders action to be taken with regard to the following: (a) the merger or consolidation of the Corporation into or with any other person or of any other person into or with the Corporation; (b) the acquisition by the Corporation or any of its security holders of securities of another person; (c) the acquisition by the Corporation of any other going business or of the assets thereof; (d) the sale or other transfer of all or any substantial part of the assets of the Corporation; and (e) the liquidation or dissolution of the Corporation.

Item 13. Acquisition or Disposition of Property

There is no action to be taken with respect to the acquisition or disposition of any property.

Item 14. Restatement of Accounts

There is no action is to be taken with respect to the restatement of any asset, capital, or surplus account of the Corporation.

D. OTHER MATTERS

Item 15. Action with Respect to Reports

Approval of the Minutes of the 19 June 2013 Special Meeting of the Board of Directors, in summary, to wit:

Approval of the following amendments to the Articles of Incorporation of the Corporation:

- i. To change the name of the Corporation to TrillionStars Inc.;
- ii. To amend the secondary purpose of the Corporation;
- iii. To change the place where the principal office of the Corporation to the 10th Floor, Liberty Center, 104 H.V. dela Costa Street, Salcedo Village, Makati City ; and
- iv. To increase the authorized capital stock of the Corporation from One Hundred Million Pesos (Php100,00,000.00), divided into One Hundred Million (100,000,000) shares with par value of One Peso (Php1.00) each to up to Twenty Billion Pesos (Php20,000,000,000.00) divided into Twenty Billion (20,000,000,000) shares with par value of One Peso (Php1.00) per share.

Approval of the Amendment of the By-Laws of the Corporation for the following matters:

- i. Fixing of the record date;
- ii. Qualification and disqualification of the members of the Board; and
- iii. Issuance of certificates such that the certificates shall bear the signature or facsimile signature of the President.

Item 16. Matters Not Required to be Submitted

There is no action to be taken with respect to any matter which is not required to be submitted to a vote of security holders.

Item 17. Amendment of Charter, Bylaws or Other Documents

Amendment of the Articles of Incorporation of the Corporation as follows:

- i. To change the name of the Corporation to TrillionStars, Inc.;
- ii. To amend the secondary purpose of the Corporation;
- iii. To change the place where the principal office of the Corporation to the 10th Floor, Liberty Center, 104 H.V. dela Costa Street, Salcedo Village, Makati City ; and
- iv. To increase the authorized capital stock of the Corporation from One Hundred Million Pesos (Php100,00,000.00), divided into One Hundred Million (100,000,000) shares with par value of One Peso (Php1.00) each to up to Twenty Billion Pesos (Php20,000,000,000.00) divided into Twenty Billion (20,000,000,000) shares with par value of One Peso (Php1.00) per share.

Amendment of the By-Laws of the Corporation as follows:

- i. Fixing of the record date;
- ii. Qualification and disqualification of the members of the Board; and
- iii. Issuance of certificates such that the certificates shall bear the signature or facsimile signature of the President.

Item 18. Other Proposed Action

There is no action to be taken with respect to any other matter.

Item 19. Voting Procedures

Except in cases where a higher vote is required under the Corporation Code, the approval of any corporate action shall require the majority vote of all the stockholders present in the meeting, if constituting a quorum. The Corporation Code provides that the resolutions of the Board of Directors in Item 17 above are required to be approved by the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation.

Voting shall be *viva voce*, to be validated by the Corporate Secretary of the Corporation. The Corporate Secretary will be responsible for counting votes based on the number of shares entitled to vote owned by the stockholders who are present or represented by proxies.

UNDERTAKING TO PROVIDE COPIES OF REPORTS

UPON WRITTEN REQUEST OF ANY SHAREHOLDER OF RECORD ENTITLED TO NOTICE OF AN VOTE AT THE MEETING, THE COMPANY SHALL FURNISH SUCH SHAREHOLDER WITH A COPY OF THE COMPANY'S ANNUAL REPORT (SEC FORM 17-A) WITHOUT CHARGE AS OF YEAR ENDED 31 DECEMBER 2011. ANY SUCH WRITTEN REQUEST SHALL BE ADDRESSED TO:

THE CORPORATE SECRETARY
TOUCH SOLUTIONS, INC.
19TH FLOOR, LIBERTY CENTER
104 H.V. DELA COSTA STREET
SALCEDO VILLAGE, MAKATI CITY

PART III.

SIGNATURE PAGE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in the City of Makati on 19 July 2013.

By:



GABRIEL A. DEE
Corporate Secretary