

SECTION 1 - REGISTRANT'S BUSINESS AND OPERATIONS

Item 1.01. Entry into a Material Definitive Agreement

On October 25, 2014, Telupay International Inc. (the "**Company**"), through its subsidiary Telupay (M.E) FZE, entered into a reseller agreement (the "**Reseller Agreement**") with Alap Communications Ltd. ("**Alap**"), a Bangladesh corporation, whereby the Company granted Alap non-exclusive rights to introduce and promote the implementation and integration of certain of the Company's technology and services (the "**Telupay Technology**") to certain prospective clients (the "**Prospective Clients**") to provide mobile micro-finance solutions.

Under the Reseller Agreement, the Company will be responsible for the implementation and installation of the Telupay Technology to those Prospective Clients that enter into a revenue-generating service contract with the Company (a "**Telupay Client**") for the implementation and commercial operation of the Telupay Technology. In addition to its responsibilities to promote the Telupay Technology to the Prospective Clients, Alap will use its best efforts, influence and business network to facilitate the Company's successful closing of service contracts with the Prospective Clients.

Where a signed service contract is executed with a non-transnational client (that is, a client that derives revenues from business operations in only one country), except in cases where the Company appoints itself as the "Support Provider" (the entity that directly provides support services to a Telupay Client) for the service contract, Alap shall have a right of first refusal to serve as a Support Provider and collect 15% of the gross services fees actually paid to the Company under the signed service contract (the "**Service Revenue**"). Except where the Company is the Deal-Maker of a signed service contract or has appointed an exclusive reseller to the area covered by the signed service contract, Alap automatically shall be deemed the Deal-Maker of a signed service contract and collect 20% of the Service Revenue. A Deal-Maker means the entity who first registers with the Company a signed service contract with a Telupay Client. Where a Telupay Client is a transnational client (that is, a client that derives revenues from business operations in two or more countries), if Alap is the Deal-Maker of a signed service contract, then Alap may collect 20% of the Service Revenue but unlike for a non-transnational client, Alap will not automatically be deemed the Deal-Maker.

The term of the Reseller Agreement is five years from the effective date of October 25, 2014, with no automatic renewal. Either party may terminate the Reseller Agreement without cause with 90 days written notice to the other party. The Company may, with five days written notice to Alap, terminate the Reseller Agreement in the event that Alap fails to deliver to the Company within one year from execution of the Reseller Agreement a signed service contract with one or more "Tier One" clients (that is, any one of the top ten companies in terms of gross revenues within any of the following industries: (i) banking, (ii) mobile communications, (iii) remittances and/or money transfer, (iv) credit card, (v) postal services and/or (vi) any other finance-related or mobile network industry analogous to the foregoing).

SECTION 8 - OTHER EVENTS

Item 8.01 Other Events

On November 3, 2014, the Company issued a news release announcing that the Company, through its subsidiary, Telupay (M.E) FZE, signed a Reseller Agreement with Alap Communication Ltd. to deliver secure mobile collection technologies for Bangladeshi micro-finance companies. A copy of the news release is attached as Exhibit 99.1 hereto.

On November 5, 2014, the Company issued a news release announcing that the Company, with its partners Datindo and Bistrat Maharlika, has deployed the Company's web-based remittance platform with Artajasa, Indonesia's largest ATM network that services over 70 national banks. A copy of the news release is attached as Exhibit 99.2 hereto.

SECTION 9 - FINANCIAL STATEMENTS AND EXHIBITS

Item 9.01 Financial Statements and Exhibits

(a) Financial Statements of Business Acquired

Not applicable.

(b) Pro forma Financial Information

Not applicable.

(c) Shell Company Transaction

Not applicable.

(d) Exhibits

<u>Exhibit</u>	<u>Description</u>
99.1	News release dated November 3, 2014.
99.2	News release dated November 5, 2014.

SIGNATURES

Pursuant to the requirements of the Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TELUPAY INTERNATIONAL INC.

Date: November 5, 2014

By: "Adrian Crawford Ansell"
Adrian Crawford Ansell
President, Chief Executive Officer and a
director

EXHIBIT 99.1

TelUPay Signs RE-SELLER Agreement With Alap Communication Ltd., To Provide Mobile Micro-Finance Solutions In Bangladesh

TelUPay International Inc. (OTCQB: TLPY) - Providing secure mobile banking and payment solutions for the developing world

NEW YORK, Nov. 3, 2014 /PRNewswire/ -- TelUPay International Inc. (OTCQB: TLPY) through its Dubai subsidiary, TelUPay (M.E) FZE, signed a RE-SELLER agreement with Alap Communication Ltd., to deliver secure mobile collection technologies for Bangladeshi micro-finance companies. The Grameen Foundation along with the Grameen Bank, pioneered micro-finance back in the 1990's providing millions of Bangladeshis the ability to fund private businesses resulting in millions of families overcoming poverty. The founder, Professor Muhammad Yunus of the Grameen Bank, received the Nobel Peace Prize in 2006 for micro-finance.

TelUPay will provide a similar system it designed for CARD Bank in the Philippines for micro-loan collection and will also provide its full range of mobile banking, payment and remittance platforms, offering the Bangladeshi people a wide range of financial services including: micro-loan collection, balance inquiries, fund transfers, domestic and international remittances, mobile airtime purchases and numerous other mobile banking and payment services.

"We are very pleased to have found such an excellent partner in Bangladesh to promote and sell our mobile financial services," states Mr. Adrian Ansell, CEO of TelUPay. "The micro-loan collection service will dramatically reduce costs and simplify (automate) the collection of loans allowing micro-finance companies in Bangladesh to rapidly expand their service."

"The customized micro-loan collection system developed by TelUPay is a breakthrough in mobile financial services technology," states Mr. Zain Omar, Managing Director of Alap Communication Ltd. "We have been aware of TelUPay for several years and we are delighted to finally have the opportunity to offer their premium quality technologies to the Bangladeshi people."

About Alap Communication Ltd.

Alap Communication Ltd. provides cutting edge, scalable, telecommunication services including secure data, voice and video services. Alap employs fiber optics, LOS wireless and NLOS Wi-Max technologies to extend its services. Alap and its related companies, Tackyon Ltd., and Access Telecom (BD) Ltd., have an ISP (Internet Service Provider) license, IP Telephony License and 3.5 GHz spectrum license.

Source: http://www.alapcom.com/about_alap.php

About TelUPay International Inc.

TelUPay has developed the next generation of secure mobile banking/payments technology (MBPS) designed for banks, mobile operators, credit card companies, micro-finance and other financial institutions. TelUPay offers customized services and continuously develops new applications that drive new revenue streams for its clients. TelUPay's bank-grade MBPS uses the most secure encryption technology available for both the bank and the end-user. Services include fund transfers, P2P remittances both domestically and internationally, bill payments, merchant payments, mobile airtime purchases, balance inquiries and a host of other services designed to provide the ultimate convenience to the consumer at the lowest possible cost.

Telupay International Inc. is incorporated in Nevada USA, with operations in the Philippines, Indonesia, Peru, Bangladesh, the UK, Guam and Micronesia.

For more information visit www.telupay.com.

TELUPAY LAUNCHES INTERNATIONAL REMITTANCE PLATFORM WITH INDONESIAN PARTNERS.

TelUPay International Inc. (OTCQB: TLPY) - Providing secure mobile banking and payment solutions for the developing world.

For immediate release - Dated: November 5, 2014, NY - TelUPay International Inc. (OTCQB: TLPY) with its partners Datindo and Bistrat Maharlika, has deployed TelUPay's web based remittance platform with Artajasa, Indonesia's largest ATM network that services over 70 national banks. The service will enable remittance companies in overseas locations like Hong Kong, Singapore and Malaysia to easily send remittances from overseas workers, home to their families and friends that are directly credited to the recipients' bank accounts in real-time.

TelUPay and its partners have started its marketing efforts in Hong Kong, Singapore and Malaysia to build out partnerships with overseas remittance companies to use the service. The marketing campaign will continue until TelUPay has numerous remittance companies using the service in each location. "TelUPay is very excited to work with its Indonesian partners in promoting its web based international remittance service to millions of Indonesians that work overseas," states Mr. Adrian Ansell, CEO of TelUPay.

TelUPay generates revenues between US \$0.40 and US \$0.60 per transaction for each international remittance.

About Datindo

Datindo Corporation is the leading Indonesian organization specializing in banking and back office automation systems. Datindo provides complete integrated banking solutions, both hardware and software, for banks and other financial institutions. Datindo is the sole distributor of banking systems and equipment for the Indonesia market.

Source: <http://www.datindo.co.id/about/>

About Artajasa

Artajasa a leading player in electronic transaction services in Indonesia. Artajasa has more than 22,000 ATMs, 30 million bankcard holders and services over 70 member banks throughout Indonesia. In 2005, Artajasa established a connection with a major ATM network in Southeast Asia, enabling students, overseas workers, tourists and businessmen in Malaysia to facilitate financial transactions to Indonesia. Subsequently, Artajasa has expanded to other countries in Southeast Asia such as Singapore, Thailand, Hong Kong and other countries.

Source: <http://www.artajasa.co.id/en/about-artajasa/at-glance.html>

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For more information visit www.telupay.com.

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