



107272018003662



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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Company Information

SEC Registration No. CS201518815
Company Name CEMEX HOLDINGS PHILIPPINES, INC.
Industry Classification Financial Holding Company Activities
Company Type Stock Corporation

Document Information

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COVER SHEET

CS201518815
S.E.C. Registration Number

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

JANNETTE VIRATA SEVILLA
Contact Person

849-3600
Company Telephone Number

1	2	3	1	SEC Form 17-C	0	6	0	6		
<i>Month</i>	<i>Day</i>	FORM TYPE			<i>Month</i>	<i>Day</i>	First Wednesday of June Annual Meeting			
Fiscal Year				Issuer of Securities under SEC MSRD Order No. 9 series of 2016					Secondary License Type, If Applicable	

Dept. Requiring this Doc.	Amended Articles Number/Section

	Total Amount of Borrowings	
Total No. of Stockholders		
	Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number	LCU
Document I.D.	Cashier

S T A M P S

Remarks = pls. use black ink for scanning purposes

11. Indicate the item numbers reported herein: **Item 9** -

CEMEX Holding Philippines, Inc. ("CHP") received today a copy of the *Certificate of Filing of the Amended Articles of Incorporation* issued by the Securities and Exchange Commission, approving the amendment of Article VI of the Articles of Incorporation of CHP which increased the total number of members of the Board of Directors from seven (7) to eight (8). The date of the SEC approval is 19 July 2018.

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.

CEMEX HOLDINGS PHILIPPINES, INC.
Issuer

25 July 2018
Date


Jannette Virata Sevilla
Compliance Officer



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. CS201518815

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the amended articles of incorporation of the

CEMEX HOLDINGS PHILIPPINES, INC.
(Amending Article VI thereof)

copy annexed, adopted March 22, 2018 by majority vote of the Board of Directors and on June 06, 2018 by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 19th day of July, Twenty Eighteen.


FERDINAND B. SALES
Director

Company Registration and Monitoring Department

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application
 AMEND AOI

SEC Registration Number
 C S 2 0 1 5 1 8 8 15

Former Company Name
 C E M E X H O L D I N G S P H I L I P P I N E S I N C.

AMENDED TO:
 New Company Name

Principal Office (No./Street/Barangay/City/Town)Province)
 3 4 T H F L R . P E T R O N M E G A P L A Z A B L D G .
 3 5 8 S E N . G I L P U Y A T A V E . M A K A T I C I T Y

Company's Telephone Number/s
 849-3600

Contact Person
 JANNETTE VIRATA SEVILLA

Contact Person's Telephone Number
 849-3600

Contact Person's Address
 34TH FLOOR, PETRON MEGA PLAZA BLDG. 358 SEN. GIL PUYAT AVE. MAKATI CITY

To be accomplished by CRMD Personnel

Assigned Processor	Date	Signature
_____	_____	_____
_____	_____	_____
_____	_____	_____

Document I.D. _____

Received by Corporate Filing and Records Division (CFRD) _____

Forwarded to:

<input type="checkbox"/>	Corporate and Partnership Registration Division	_____	_____
<input type="checkbox"/>	Green Lane Unit	_____	_____
<input type="checkbox"/>	Financial Analysis and Audit Division	_____	_____
<input type="checkbox"/>	Licensing Unit	_____	_____
<input type="checkbox"/>	Compliance Monitoring Division	_____	_____

AMENDED ARTICLES OF INCORPORATION
OF
CEMEX HOLDINGS PHILIPPINES, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age, majority of whom are residents of the Republic of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY:

FIRST: That the name of the said corporation shall be:

CEMEX HOLDINGS PHILIPPINES, INC.

SECOND: That the purposes for which said corporation is formed are:

PRIMARY PURPOSE

To invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, real or personal property of every kind and description (except land), including shares of stock, bonds, debentures, notes, evidence of indebtedness, and other securities or obligations of any corporation or corporations, association or associations, domestic or foreign, and to pay therefor in money or by exchanging therefor stocks, bonds or other evidences of indebtedness or securities of this or any other corporation, and while the owner or holder of any such real or personal property, stocks, bonds, debentures, contracts, or obligations, to receive, collect, and dispose of the interest, dividends, and income arising from such property; and to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including all voting powers of any stock so owned, and to assume or undertake or guarantee or secure loans; and to guarantee or provide a mortgage, pledge, or other security over all or part of its assets or provide financial support or accommodation to secure the whole or any part of the indebtedness and obligations of any of itself, its subsidiaries and/or affiliates, provided that it shall not engage either in the stock brokerage business or in the dealership of securities, of a financing company or lending investor, and in the business of an open-end investment company as a defined in RA 2629.

SECONDARY PURPOSES

1. To the extent permitted by law, to acquire by purchase, lease, contract, concession, or otherwise, any and all real and personal properties of every kind and description whatsoever (except land), which the Corporation may deem necessary or appropriate in connection with the conduct of the corporate business, and to own, hold, operate, improve, develop, manage, grant, lease, sell, exchange, or otherwise dispose of the whole or any part thereof;

2. To borrow or raise money for not more than nineteen (19) lenders, including shareholders, necessary for any of the purposes of the Corporation, and from time to time, draw, make, accept, endorse, transfer, assign, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and transferable instruments and evidence of indebtedness, to give guarantees and indemnities, to secure indebtedness of third persons or other secured persons, and for the purpose of securing any of its obligations or contracts, to convey, transfer, assign, deliver, mortgage, and/or pledge all or any part of the property or assets at any time held or owned by the Corporation, on such terms and conditions as the Board of Directors of the Corporation

or its duly authorized officers or agents shall determine and as may be permitted by law;

3. To manufacture, produce, purchase, sell, distribute, transport, conduct marketing without engaging in advertising, export and import of cement, aggregates, concrete, mortar, and any other building materials and any other products related to the cement industry, whether directly or indirectly;

4. To purchase or acquire, hold, assign, mortgage, pledge, and sell or otherwise dispose of shares of stock, receivables, bonds, securities, or other evidence of indebtedness issued or created by any other corporation, partnership, or company, whether domestic or foreign, and while the holder of any such share of stock, to exercise all the rights and privileges of ownership, including the right to vote without, however, engaging as a stock broker or dealer in securities;

5. To invest and deal with the money and properties of the Corporation in such manner as may, from time to time, be considered wise or expedient for the advancement of its interest and to sell, dispose, or transfer the business, properties, and goodwill of the Corporation or any part thereof for such consideration and under such terms as it shall see fit to accept;

6. To aid in any manner, any corporation, association or trust estate, domestic or foreign, or any form or individual, in which any shares of stock or bonds, debentures, notes, securities, evidence of indebtedness, contracts, or obligations of which are held by or for the Corporation, directly or indirectly or through other corporations or otherwise;

7. To enter into any lawful arrangement for sharing profits, union of interest, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person, or governmental, municipal, or public authority, domestic or foreign, in the carrying out of any of the purposes of the Corporation;

8. To acquire or obtain from any government or authority, or any corporation, company, or partnership or person, such charter, contracts, franchise, privilege, exemption, license, or concession as may be conducive to any of the objects of the Corporation;

9. To own, license, operate, manage, develop, administer, hold, and protect intellectual and industrial properties;

10. To conduct research and development activities in the field of building materials;

11. To structure, issue, offer, and to conduct placement of shares and fixed or variable rate securities in capital markets both local and foreign;

12. In general, to perform all acts and things necessary, or proper for the accomplishment of any of the purposes, or the attainment of any one or more of the objects herein enumerated or which shall at any time appear conducive to the protection or benefit of the Corporation, including the exercise of the powers and authorities conferred upon corporations organized under the laws of the Philippines in general and upon domestic corporations of like nature.

THIRD: That the place where the principal office of the Corporation is to be established is at 8/F Petron Mega Plaza Building, 358 Sen Gil J. Puyat Avenue, Barangay Bel-Air, Makati City.

FOURTH: That the term for which the Corporation is to exist is fifty (50) years from and after the date of the issuance of the certificate of incorporation.

FIFTH: That the names, nationalities, and residences of the incorporators are as follows:

Name	Nationality	Address
Pedro Jose Palomino TIN: 204-674-687	Spanish	10F One Roxas Triangle, Paseo de Roxas, Makati City
Paul Vincent Arcenas TIN: 102-080-637	Filipino	105 Matahimik Street, Diliman, Quezon City
Maria Virginia O. Eala TIN No. 161-879-521	Filipino	Unit 11-V Eurovilla 3, 154 Leviste Street, Salcedo Village, Makati City
Roberto Martin Javier TIN: 907-378-420	Filipino	39 Valentine Street, Merville Park, Parañaque City
Jannette Virata Sevilla TIN: 107-043-155	Filipino	5326 Amorsolo Street, Dasmariñas Village, Makati City

SIXTH: That the number of directors of the Corporation shall be eight (8) and that the names, nationality, and residences of the Directors of the Corporation who are to serve until their successors are elected and qualified, as provided by the By-Laws are as follows, to wit: *(As approved by the Board of Directors on 22 March 2018 and the Stockholders on 6 June 2018)*

Name	Nationality	Address
Pedro Jose Palomino TIN: 204-674-687	Spanish	10F One Roxas Triangle, Paseo de Roxas, Makati City
Paul Vincent Arcenas TIN: 102-080-637	Filipino	105 Matahimik Street, Diliman, Quezon City
Maria Virginia O. Eala TIN No. 161-879-521	Filipino	Unit 11-V Eurovilla 3, 154 Leviste Street, Salcedo Village, Makati City
Roberto Martin Javier TIN: 907-378-420	Filipino	39 Valentine Street, Merville Park, Parañaque City
Vincent Paul Piedad TIN: 112-218-784	Filipino	Unit 1802A Three Salcedo Place Condominium, Tordesillas Street, Salcedo Village, Makati City
Elvira Oquendo TIN: 151-336-044	Filipino	19 Cornus Street, St. Dominic 6, Tandang Sora, Quezon City
Jannette Virata Sevilla TIN: 107-043-155	Filipino	5326 Amorsolo Street, Dasmariñas Village, Makati City

SEVENTH: That the authorized capital stock of the Corporation is Five Billion One Hundred Ninety Five Million Three Hundred Ninety Five Thousand Four Hundred Fifty Four Pesos (PhP5,195,395,454.00) in lawful money of the Philippines, divided into 5,195,395,454 common shares with par value of One Peso (PhP1.00) per share.

The holder of common shares shall not be entitled to pre-emptive rights to subscribe to any new issues of such common stock, nor dispositions of existing stocks, whether issued from its unissued capital or its treasury shares. *(As approved by the Board of Directors and the Stockholders on 7 March 2016)*

EIGHTH: That the amount of capital stock which has been actually subscribed is 376,000 common shares with par value of One Hundred Pesos (PhP 100.00) per share at the total issue value of Thirty Seven Million Six Hundred Thousand Pesos (PhP37,600,000.00). The following persons have subscribed for the number of shares and the amount of capital stock set out after their respective names:

Name	Nationality	No. of Shares Subscribed	Amount Subscribed (Php)
CEMEX ASIAN SOUTH EAST CORPORATION TIN:	Netherlands (incorporated in the Philippines)	375,993	37,599,300.00
Pedro Jose Palomino TIN: 204-674-687	Spanish	1	100.00
Paul Vincent Arcenas TIN: 102-080-637	Filipino	1	100.00
Maria Virginia O. Eala TIN No. 161-879-521	Filipino	1	100.00
Roberto Martin Javier TIN: 907-378-420	Filipino	1	100.00
Vincent Paul Piedad TIN: 112-218-784	Filipino	1	100.00
Elvira Oquendo TIN: 151-336-044	Filipino	1	100.00
Jannette Virata Sevilla TIN: 107-043-155	Filipino	1	100.00
Total		376,000	37,600,000.00

NINTH: The following persons have paid on the shares of capital stock for which they have subscribed the amounts set out after their respective names:

Name	Nationality	Amount Paid-Up (Php)
CEMEX ASIAN SOUTH EAST CORPORATION TIN:	Netherlands (incorporated in the Philippines)	9,399,300.00
Pedro Jose Palomino TIN: 204-674-687	Spanish	100.00
Paul Vincent Arcenas TIN: 102-080-637	Filipino	100.00
Maria Virginia O. Eala TIN No. 161-879-521	Filipino	100.00
Roberto Martin Javier TIN: 907-378-420	Filipino	100.00
Vincent Paul Piedad TIN: 112-218-784	Filipino	100.00
Elvira Oquendo TIN: 151-336-044	Filipino	100.00
Jannette Virata Sevilla TIN: 107-043-155	Filipino	100.00
Total		9,400,000.00

TENTH: That Vincent Paul Piedad has been elected by the subscribers as treasurer of the Corporation to act as such until his/her successor is duly elected and qualified in accordance with the By-Laws; and that as such Treasurer, he/she has been authorized to receive for and in the name and for the benefit of the Corporation, all subscriptions paid in by the subscribers.

ELEVENTH: That no transfer of stock or interest which would reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the books of the corporation and this restriction shall be indicated in all the stock certificates issued by the corporation.

In connection with the initial public offering and initial listing of shares by the Corporation with the Philippine Stock Exchange, the corporation shall strictly comply with the following lock-up requirements prescribed by the rules and regulations of the Philippine Stock Exchange as may be amended from time to time in accordance with amendments to the Rules of the Exchange:

- (i) The corporation shall cause its existing stockholders who own an equivalent of at least ten per cent (10%) of the issued and outstanding shares of stock of the Corporation at the time of listing of such shares to refrain from selling, assigning or in any manner disposing of their shares for a period of Three Hundred Sixty Five (365) days after the listing of said shares;
- (ii) If there is any issuance or transfer of shares (i.e., private placements, asset for shares swap or a similar transaction) or instruments which lead to issuance of shares (i.e., convertible bonds, warrants or a similar instrument) done and fully paid for within One hundred eighty (180) days prior to the start of the offering period, and the transaction price is lower than that of the offer price in the Initial Public Offering, all shares availed of shall be subject to a lock-up period of at least Three Hundred Sixty Five (365) days from full payment of the aforesaid shares. *(As approved by the Board of Directors and the Stockholders on 7 March 2016)*

TWELFTH: That the incorporators undertake to change the name of the corporation immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use of that name or that name has been declared misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good customs or public policy.

IN WITNESS WHEREOF, we have set our hands this SEP 02 2015 at the City of Makati.

(Sgd.)

PEDRO JOSE PALOMINO
TIN: 204-674-687

(Sgd.)

PAUL VINCENT ARCENAS
TIN: 102-080-637

(Sgd.)

MARIA VIRGINIA O. EALA
TIN: 161-879-521

(Sgd.)

ROBERTO MARTIN JAVIER
TIN: 907-378-420

(Sgd.)

JANNETTE VIRATA SEVILLA
TIN: 107-043-155

SIGNED IN THE PRESENCE OF:

(Sgd.)

(Sgd.)

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI) S.S.

BEFORE ME, a Notary Public in and for the City of Makati, on SEP 02 2015, personally appeared the following, who are satisfactorily proven to me their identity:

<u>Name</u>	<u>Identification Card</u>	<u>Official Issuing Agency</u>
Pedro Jose Palomino	XDC050064	19/02/2025 C.G. MANILA
Paul Vincent Arcenas	EB9711053	28/11/2018 DFA MANILA
Maria Virginia O. Eala	EB6420976	25/09/2017 DFA NCR EAST
Roberto Martin Javier	EB4961086	15/03/2017 DFA MANILA
Jannette Virata Sevilla	EC5001771	12/08/2020 DFA MANILA

that they are the same persons who executed and voluntarily signed the foregoing Articles of Incorporation which they acknowledged before me as their free and voluntary act and deed.

WITNESS MY HAND AND SEAL, this SEP 02 2015 in City of Makati.

Sgd.
ATTY. JOSE C. SALVOSA
Commission No. M-289
Notary Public for Makati City
Until December 31, 2015
21st Flr. Philamlife Tower
8767 Paseo de Roxas, Makati City
Roll No. 52751
PTR No.4756096/06-Jan-2015,Makati City
IBP No. 977642/05-Jan-2015/Quezon City

Doc. No. 128;
Page No. 027;
Book No. IX;
Series of 2015.

JUL 13 2018

**DIRECTORS' CERTIFICATE OF AMENDMENT OF THE
AMENDED ARTICLES OF INCORPORATION
OF CEMEX HOLDINGS PHILIPPINES, INC.**

We, the undersigned, being a majority of the members of the Board of Directors of **CEMEX HOLDINGS PHILIPPINES, INC.** (the "Corporation") and the Corporate Secretary thereof, do hereby certify under oath that:

At a Meeting of the Board of Directors held on 22 March 2018 and Stockholders of the Corporation held on 6 June 2018 at I'M Hotel, Makati Avenue, Makati City, a majority of the Board of Directors and Stockholders of the Corporation owning or representing more than two-thirds (2/3) of the issued and outstanding capital stock of the Corporation, resolved to amend the following provision of the Articles of Incorporation of the Corporation, as follows:

"RESOLVED, that the Sixth Article of the Amended Articles of Incorporation of the Corporation be as it is hereby amended to read as follows:

SIXTH: That the number of directors of the Corporation shall be eight (8) and that the names, nationality, and residences of the Directors of the Corporation who are to serve until their successors are elected and qualified, as provided by the By-Laws are as follows, to wit: xxx

"RESOLVED FURTHER, that the Corporation be, and it is hereby authorized to file an application with the Securities and Exchange Commission for the approval of the foregoing amendment to the Amended Articles of Incorporation of the Corporation."

We further certify that the attached is a true, complete and correct copy of the Amended Articles of Incorporation.

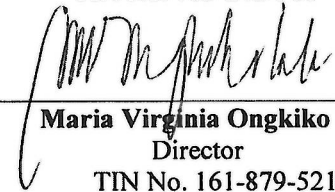
IN WITNESS WHEREOF, we have hereunto set our hands this 08 JUN 2018 in Makati City, Metro Manila.



Ignacio Alejandro Mijares Elizondo
President/Director
TIN No. 703-242-961



Antonio Ivan Sanchez Ugarte
Director
TIN No. 717-766-320




Maria Virginia Ongkiko Eala
Director
TIN No. 161-879-521



Alejandro Garcia Cogollos
Director
TIN No. 720-617-938

Attested by:



Jannette Virata Sevilla
Corporate Secretary
TIN No. 107-043-155

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

JUN 08 2018

BEFORE ME, a Notary Public in and for MAKATI CITY, this _____ personally appeared the following, who have satisfactorily proven to me their identity through the following identifications:

NAME	GOVERNMENT ISSUED ID NO.
Ignacio Alejandro Mijares Elizondo	Mexican Passport# G23177265 TIN No. 703-242-961
Antonio Ivan Sanchez Ugarte	Spanish Passport# AAI799179 TIN No. 717-766-320
Alejandro Garcia Cogollos	Spanish Passport# PAB173554 TIN No. 720-617-938
Jannette Virata Sevilla	Philippine Passport# EC5001771 TIN No. 107-043-155

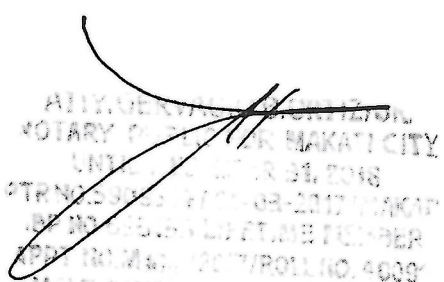
And that they are the same persons who executed and voluntarily signed the foregoing instruments which they acknowledged before me as their free and voluntary act and deed.

MAKATI CITY

JUN 08 2018

IN WITNESS WHEREOF, I hereunto my and seal this _____ in MAKATI City, Philippines.

Doc. No. 205
Page No. 47
Book No. 111 ;
Series of 2018.


ATTY. GENERAL _____
NOTARY PUBLIC FOR MAKATI CITY
UNIT 102 PERINULA COURT BLDG
3745 MAS. TAVEL, MAKATI CITY
PTRNOS BRN 101-08-2017 MAKAT
BY NOT. PUBLIC AND TIME MEMBER
APPROX. M.S. 2017/ROLL NO. 4009
MULE COMPLIANCE NO. 14030084
UNIT 102 PERINULA COURT BLDG
3745 MAS. TAVEL, MAKATI CITY

Republic of the Philippines)
City of Makati) S.S.

SECRETARY'S CERTIFICATE

I, **JANNETTE VIRATA SEVILLA**, of legal age, Filipino, with office address at 34/F Petron Mega Plaza Building, 358 Sen Gil J. Puyat Avenue, Barangay Bel-Air, Makati City, being duly sworn, depose and state that:

1. I am the Corporate Secretary of **CEMEX HOLDINGS PHILIPPINES, INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office address 34/F Petron Mega Plaza Building, 358 Sen Gil J. Puyat Avenue, Barangay Bel-Air, Makati City after having been duly sworn in accordance with the law, hereby certify that:
2. To the best of my knowledge, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

IN WITNESS WHEREOF, I have hereunto set my hand this 8th day of June 2018 in Makati City, Metro Manila.

Jannette Virata Sevilla
JANNETTE VIRATA SEVILLA
Corporate Secretary

MAKATI CITY

JUN 08 2018

SUBSCRIBED AND SWORN TO before me this JUN 08 2018 in Makati City, Metro Manila, Philippines, affiant who is personally known to me exhibiting to me her Philippine Passport No. EC5001771 valid until 12 August 2010 and Philippine Driver's License No. N03-83-003294 valid until 9 March 2022.

Doc. No. 226
Page No. 248
Book No. 111 ;
Series of 2018.

~~ATTY. GERVACIO A. ORTIZ JR.
NOTARY PUBLIC FOR MAKATI CITY
UNTIL DECEMBER 31, 2018
PTR NO. 5808516-03-2017/MAKATI
IBP NO. 678155 LIFETIME MEMBER
APPI ROLL NO. 12017/ROLL NO. 40091
FILE COMPLIANCE NO. V-0008934
UNIT 109 PENINSULA COURT BLDG,
1755 MAKATI AVE., MAKATI CITY~~