



REPUBLIC OF THE PHILIPPINES  
SECURITIES AND EXCHANGE COMMISSION  
SEC Building, EDSA, Greenhills  
City of Mandaluyong, Metro Manila

COMPANY REG. NO. ASO93-08809

**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

**PACIFIC ONLINE SYSTEMS CORPORATION**  
(Amending Article III thereof.)

copy annexed, adopted on May 20, 2014 by majority vote of the Board of Directors and on May 23, 2014 by the vote of the stockholders owning or representing more than 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 (GSEL), 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 Mandaluyong City, Metro Manila, Philippines, this 25<sup>th</sup> day of July, Twenty Fourteen.

  
FERDINAND B. SALES  
Director

Company Registration and Monitoring Department



# COVER SHEET

for Applications at  
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

**KAE**

SEC Registration Number

**AS09308809**

Former Company Name

**PACIFIC ONLINE SYSTEMS  
CORPORATION**

AMENDED TO:

New Company Name

Principal Office (No./Street/Barangay/City/Town)Province)

**1901B WEST TOWER PSE CENTER  
EXCHANGE ROAD ORTIGAS PASIG**

Company's Telephone Number/s

Contact Person

**BETTINA R. MELCHOR**

Contact Person's Telephone Number

**6320905**

Contact Person's Address

To be accomplished by CRMD Personnel

Assigned Processor

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Date

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Signature

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

\_\_\_\_\_

Forwarded to:

Corporate and Partnership Registration Division  
Green Lane Unit  
Financial Analysis and Audit Division  
Licensing Unit  
Compliance Monitoring Division

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\_\_\_\_\_  
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**AMENDED\***  
**ARTICLES OF INCORPORATION**  
**OF**  
**PACIFIC ONLINE SYSTEMS CORPORATION**

**KNOW ALL MEN BY THESE PRESENTS:**

That we, all of legal age, citizens and 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:

**PACIFIC ONLINE SYSTEMS CORPORATION**

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

**PRIMARY PURPOSE<sup>1</sup>**

To develop, design, build, own, possess, use, operate, manage, market and maintain equipment, appliances, peripherals and facilities of every description, including but not limited to integrated and on-line computer systems, terminals and software, together with such telecommunication equipment, appliances, peripherals and facilities for the exchange of messages and data; to do any and all acts and things in relation to, arising out of and incidental to the development, design, building, ownership, possession, usage, operation, management, marketing and maintenance of such equipment, appliances, peripherals and facilities, including but not limited to the sale and the leasing of such equipment, appliances, peripherals and facilities, except financial leasing, and the supply and provision of management, operational, technical and marketing expertise and other advisory and consultation services in relation thereto, including but not limited to services to lottery and other gaming operators, including but not limited to the Philippine Charity Sweepstakes Office.

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\* As last amended by the Board of Directors on 20 May 2014 and by the Stockholders on 23 May 2014.

<sup>1</sup> As amended on December 15, 1993 per SEC Certificate dated January 6, 1994.

## SECONDARY PURPOSES

1. To purchase, acquire, own, lease, sell and convey real properties such as lands, buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness, or other securities, as may be deemed expedient, for any business or property acquired by the corporation.

2. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lieu upon the properties of the corporation or to issue pursuant to law shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business;

3. 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 interests and to sell, dispose of 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;

4. To aid in any manner any corporation, association, or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise.

5. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farmout agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of its corporation;

6. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the corporation;

7. To establish and operate one or more branch offices of agencies and to carry on any of all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within the Philippines; and

8. To conduct and transact any and all lawful business, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

9. To supply and provide management operational, technical and marketing expertise and other advisory and consultation services.<sup>2</sup>

THIRD: That the place where the principal office of the corporation is to be established or located at 28<sup>th</sup> Floor East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, Metro Manila,<sup>3</sup> Philippines.

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

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

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
TARCISIO M. MEDALLA	Filipino	No. 2 Rosario Street Magallanes Village, Makati, Metro Manila
ROLANDO V. MEDALLA, JR.	Filipino	No. 2, R. Magsaysay Street South Admiral Village Paranaque, Metro Manila
JOCELYN I. SANCHEZ-SALAZAR	Filipino	No. 30 Villaroman Street BF Homes, Paranaque, Metro Manila
HECTOR M. DE LEON, JR.	Filipino	No. 316 Villaroman Street BF Homes, Paranaque, Metro Manila
EUNEY MARIE J. MATA	Filipino	No. 1492 Oliman Street Makati, Metro Manila

SIXTH:<sup>4</sup> That the number of directors of said corporation shall be NINE (9) and that the names, nationalities and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
TARCISIO M. MEDALLA	Filipino	No. 2 Rosario Street Magallanes Village, Makati, Metro Manila
ROLANDO V. MEDALLA, JR.	Filipino	No. 2, R. Magsaysay Street South Admiral Village Paranaque, Metro Manila
JOCELYN I. SANCHEZ-SALAZAR	Filipino	No. 30 Villaroman Street BF Homes, Paranaque, Metro Manila
HECTOR M. DE LEON, JR.	Filipino	No. 316 Villaroman Street BF Homes, Paranaque, Metro Manila
EUNEY MARIE J. MATA	Filipino	No. 1492 Oliman Street Makati, Metro Manila

<sup>2</sup> As amended on December 15, 1993 per SEC Certificate dated January 6, 1994.

<sup>3</sup> As amended by the Board of Directors on 20 May 2014 and by the Stockholders on 23 May 2014.

<sup>4</sup> As amended on November 21, 2006 per SEC Certificate dated April 13, 2007.

SEVENTH:<sup>5</sup> That the authorized capital stock of said corporation is FIVE HUNDRED MILLION PESOS (₱500,000,000.00), Philippine Currency, and said capital stock is divided into FIVE HUNDRED MILLION (500,000,000) Common Shares with a par value of ONE PESO (₱1.00) each.

No stockholder shall have a right to purchase or subscribe to any additional share of the capital stock of the corporation whether such shares of capital stock are now or hereafter authorized, whether or not such stock is convertible into or exchangeable for any stock of the Corporation or of any other class, and whether out of the number of shares authorized by the Articles of Incorporation of the Corporation as originally filed, or by any amendment thereof, or out of shares of the capital stock of any class of the Corporation acquired by it after the issue thereof; nor shall any holder of any such stock of any class, as such holder, have any right to purchase or subscribe for any obligation which the Corporation may issue or sell that shall be convertible into, or exchangeable for, any shares of the capital stock of any class of the Corporation or to which shall be attached or appertain any warrant or warrants or any instrument or instruments that shall confer upon the owner of such obligation, warrant or instrument the right to subscribe for, or to purchase from the Corporation, any shares of its capital stock of any class.

The Board of Directors may, from time to time, grant stock options, issue warrants or enter into stock purchase or similar agreements for purposes necessary or desirable for the Corporation and allocate, sell or otherwise transfer, convey or dispose of shares of stocks of the Corporation of a class or classes and to such persons or entities to be determined by the Board, including, but not limited, to employees, officers and directors of the Corporation.

The foregoing shall be printed on the stock certificate of the corporation.

EIGHT: That the amount of said capital stock which has been actually subscribed is TWO HUNDRED FIFTY THOUSAND PESOS (₱250,000.00), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

<u>Name</u>	<u>Citizenship</u>	<u>No. of Shares</u>	<u>Amount</u>
TARCISIO M. MEDALLA	Filipino	2,496	₱ 249,600.00
ROLANDO V. MEDALLA, JR.	Filipino	1	100.00
JOCELYN I. SANCHEZ-SALAZAR	Filipino	1	100.00
HECTOR M. DE LEON, JR.	Filipino	1	100.00
EUNEY MARIE J. MATA	Filipino	1	100.00
		<u>2,500</u>	<u>₱ 250,000.00</u>

<sup>5</sup> As amended on November 21, 2006 per SEC Certificate dated April 13, 2007.

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

<u>Names</u>	<u>Amount Paid</u>
TARCISIO M. MEDALLA	₱ 62,100.00
ROLANDO V. MEDALLA, JR.	100.00
JOCELYN I. SANCHEZ-SALAZAR	100.00
HECTOR M. DE LEON, JR.	100.00
EUNEY MARIE J. MATA	100.00
	<u>₱ 62,500.00</u>

TENTH:<sup>6</sup> That no issuance or transfer of shares of stock of the corporation which would reduce the stock ownership of Filipino citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino citizens, shall be allowed or permitted to be recorded in the books of the corporation.

ELEVENTH: That TARCISIO M. MEDALLA has been elected by the subscribers as Treasurer of the corporation to act as such until his/her successor is duly elected and shall have qualified in accordance with the by-laws; and that, as such Treasurer, he/she has been authorized to receive for the corporation, and to issue in its name receipts for, all subscriptions paid in by the subscribers.

IN WITNESS WHEREOF, we have hereunto set out hands, this 9th day of December, 1993 at Makati, Metro Manila, Philippines.

(SGD.) TARCISIO M. MEDALLA

(SGD.) ROLANDO V. MEDALLA, JR.

(SGD.) JOCELYN I. SANCHEZ-SALAZAR (SGD.) HECTOR M. DE LEON, JR.

(SGD.) EUNEY MARIE J. MATA

Signed in the presence of:

(SGD.) MELITA T. LANTICAN

(SGD.) EDITA M. MARTINEZ

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<sup>4</sup> As amended on November 21, 2006 per SEC Certificate dated April 13, 2007.

## ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES )  
MAKATI, METRO MANILA ) SS.

**BEFORE ME**, a Notary Public in and for Makati, Philippines, this 9th day of December, 1993 personally appeared:

<u>Name</u>	<u>Com. Tax Cert No.</u>	<u>Date &amp; Placed Issued</u>
TARCISIO MEDALLA	17676968	3/29/93/Makati, M.M.
ROLANDO V. MEDALLA	7194818	2/28/94/Makati, M.M.
JOCELYN I. SANCHEZ-SALAZAR	12749516	2/03/93/Makati, M.M.
HECTOR M. DE LEON, JR.	7085084	2/27/93/Alabang, M.M.
EUNEY MARIE J. MATA	7194804	02/28/94/Makati, M.M.

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their free and voluntary act and deed.

**IN TESTIMONY WHEREOF**, I have hereunto set my hand and affixed my notarial seal on the date at the place first abovewritten.

Doc. No. 453;  
Page No. 91;  
Book No. I;  
Series of 1993.

(SGD.) JOSE V. ROSALES, JR.  
Notary Public  
Until December 31, 1993  
PTR#9926177/1/07/93/Makati, M.M.



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

### SECRETARY'S CERTIFICATE

**JASON C. NALUPTA**, of legal age, with office address at 2704 East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, being the Assistant Corporate Secretary of **PACIFIC ONLINE SYSTEMS CORPORATION** (the 'Corporation'), a corporation duly organized and existing under the laws of the Philippines, under oath, does hereby certify that 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 of the Corporation, individual directors and/or major corporate officers of the Corporation in their capacity as duly elected directors or officers of the Corporation.

IN ATTESTATION OF THE ABOVE, this Certificate has been signed this JUL 04 day of June 2014 at Pasig City, Metro Manila.




**JASON C. NALUPTA**  
Assistant Corporate Secretary

JUL 04 2014

SUBSCRIBED AND SWORN to before me this \_\_\_ day of June 2014 at Pasig City, Metro Manila, affiant exhibiting to me his Community Tax Certificate No. 34260647 issued on 03 February 2014 at Manila, as well as his SSS ID No. 33-5258550-0 as his other competent evidence of identity.

Doc. No. 132 ;  
Page No. 27 ;  
Book No. II ;  
Series of 2014.



**ADNAN FRANCIS S. BUSTOS**  
Notary Public for  
Pasig City, San Juan, Taguig & Pateros  
Appointment No. 294 (2013-2014)  
Commission Expires on December 31, 2014  
2704 East Tower, PSE Centre Exchange Road  
Ortigas Center 1005 Pasig City  
PTR No. 8443770 / 01.02.2014 / Pasig City  
IBP No 945762 / 12.27.2013 Pampanga  
Roll No 62610

## DIRECTORS' CERTIFICATE





KNOW ALL MEN BY THESE PRESENTS:

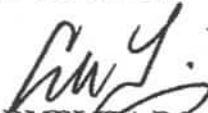
The undersigned, being the Chairman, Corporate Secretary and at least a majority of the members of the Board of Directors of **PACIFIC ONLINE SYSTEMS CORPORATION** (the "Corporation"), a corporation organized and existing under the laws of the Philippines, under oath, do hereby certify that the attached instrument is a true and correct copy of the Amended Articles of Incorporation of the Corporation reflecting the amendment to the Third Article of the Articles of Incorporation ("AOP") of the Corporation by changing its principal office from "Metro Manila" to "28<sup>th</sup> Floor East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, Metro Manila".

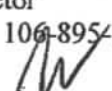
The foregoing amendment to the AOI was approved and adopted by at least a majority of the members of the Board of Directors in a meeting held on 20 May 2014 at the Mayfair Function Room, 2<sup>nd</sup> Floor, Midas Hotel, Roxas Boulevard, Manila, and by the stockholders owning more than two-thirds (2/3) of the issued and outstanding capital stock of the Corporation in a separate meeting on 23 May 2014 also at the Oxford Room, 2<sup>nd</sup> Floor, Midas Hotel, Roxas Boulevard, Manila.

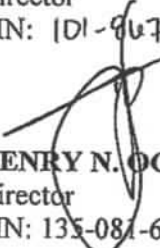
IN ATTESTATION OF THE ABOVE, this Certificate has been signed this 27 day of July 2014 at Pasig City, Metro Manila.


  
**WILLY N. OCIER**  
Chairman and President  
TIN: 101-934-954


  
**MANUEL A. DE LEON**  
Vice Chairman  
TIN: 119-040-542

  
**CARMELOTA D.L. CHAN**  
Director  
TIN: 101-967-107

  
**TARCISION M. MEDALLA**  
Director  
TIN: 106-895-140

  
**HENRY N. OCIER**  
Director  
TIN: 135-081-689

  
**JERRY C. TIW**  
Independent Director  
TIN: 101-218-979

  
**LAURITO E. SERRANO**  
Independent Director  
TIN: 102-097-361

2

ATTESTED BY:



**A. BAYANI K. TAN**  
Corporate Secretary  
TIN: 102-054-041

SUBSCRIBED AND SWORN to before me this JUL 01 8 2014 day of \_\_\_\_\_ 2014 at Pasig City, Metro Manila, affiants exhibiting to me their Community Tax Certificates and other evidence of identity, to wit:

<u>Name</u>	<u>CTC No./ Date &amp; Place of Issue</u>	<u>TIN</u>
Willy N. Ocier	00001052 / 01.31.2014 / Manila	101-934-954
Manuel A. de Leon		119-040-542
Carmelita D.L. Chan		101-827-157
Tarcisio M. Medalla		106-895-140
Henry N. Ocier		135-081-689
Jerry C. Tiu		101-218-979
Laurito E. Serrano		102 097-361

Doc. No. 477  
Page No. 100  
Book No. 202  
Series of 2014.



**ATTY. RAMON L. CARIPIO**  
NOTARY PUBLIC  
Until Dec. 31, 2014  
ROLL NO. 22172 TR 106-918-897  
MCLE NO. IV-0066200121- NO. 954 260  
PTR NO 9829822, JAN 31 2014 PASIG CITY



Republic of the Philippines  
Department of Finance  
**Securities and Exchange Commission**  
SEC Bldg. EDSA, Greenhills, Mandaluyong City



**ROUTING SLIP**

NAME OF CORP.	<b>PACIFIC ONLINE SYSTEMS CORPORATION</b>	SEC No.	AS09308809
PURPOSE:	CG Clearance		
DEPARTMENT:	<b>Corporate Governance and Finance Department</b>		
Date Received: July 9, 2014	Date Released: July 9, 2014	Processed/Verified by:  M. SALUD	
REMARKS :  The above-mentioned company is compliant with Corporate Governance Requirements as of July 9, 2014.			
 <b>JUSTINA F. CALLANGAN</b> Director			



Republic of the Philippines  
Department of Finance  
**Securities and Exchange Commission**  
SEC Bldg. EDSA, Greenhills, Mandaluyong City

**MARKETS AND SECURITIES REGULATION DEPARTMENT**

July 18, 2014

**PACIFIC ONLINE SYSTEMS CORPORATION**  
1901 B West Tower, Philippine Stock Exchange Centre  
Exchange Road, Ortigas Center, Pasig city

ATTENTION: **ATTY. A. BAYANI K. TAN**  
Corporate Secretary

Subject : REQUEST FOR COMMENT/RECOMMENDATION

Gentlemen:

This is in connection with your request for comments/or recommendation relative to your company's application for approval of your Amendment to its Articles of Incorporation embodying **Article III** on principal office address.

We do not interpose any objection to your application provided that once the application has been approved, Pacific Online Systems Corporation, shall file a duly accomplished **Current Report (SEC Form 17-C)** disclosing therein the Commission's approval of said amendment with the Commission's Central Receiving and Records Division, within five (5) days from the approval of the Amended By-laws.

The company is also reminded to file an amended General Information Sheet (GIS) within seven (7) days after such change occurred or became effective.

Our Department, nonetheless defers to the discretion of the Commission's Company Registration and Monitoring Department (CRMD) considering that it has primary jurisdiction over registration of corporations and partnership in general, as well as amendments to Articles of Incorporation and By-laws. Furthermore, our comments or recommendations are limited merely to this Department's regulatory requirements and does not cover the substance of the application with respect to compliance with the Corporation Code of the Philippines.

This comment is without prejudice to the prerogative of this Department to act later against the subject entity, if warranted, to ensure full compliance with the provision of the Securities Regulation Code, its implementing rules and regulations, and other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstances.

Very truly yours,

  
**VICENTE GRACIANO P. FELIZMENIO, JR.**  
Director

RECEIVED BY:

\_\_\_\_\_  
Signature Over Printed Name of Authorized Representative

\_\_\_\_\_  
Company Name/Date Received

**Tan**  
**Venturanza**  
**Valdez**

26 June 2014

2704 East Tower  
Philippine Stock Exchange Centre  
Exchange Road, Ortigas Center  
1605 Pasig City, Metro Manila  
Philippines

P.O. Box 12767  
Ortigas Center Post Office  
1605 Pasig City, Metro Manila  
Philippines

(632) 632-0905  
(632) 635-4703  
info@tvvlaw.com  
www.tvvlaw.com

A. BAYANI K. TAN  
RIO S. E. VENTURANZA  
ENRICO G. VALDEZ  
HOSANNA T. AYSON  
RENO R. GONZALES, JR.  
JASON C. NALUPTA

CONRAD S. TOLENTINO  
ADRIAN FRANCIS S. BUSTOS  
ROBIN BRYAN F. CONCEPCION  
RIA CARMELA R. CRUZ  
MARIO VINCENT N. DIAZ  
EVAN E. DOMASIAN  
BETTINA R. MELCHOR  
PAULA EDITHA I. PULIDO  
ANNA FRANCESCA C. RESPICIO  
JANNICA G. ROBLES  
JOHAN CHRISTIAN T. UY  
MEL JOHN I. VERZOSA

**SECURITIES AND EXCHANGE COMMISSION**  
SEC Building, EDSA  
Mandaluyong City  
Metro Manila

Attention: Company Registration and Monitoring Department

Re: PACIFIC ONLINE SYSTEMS CORPORATION  
Amendment of Articles of Incorporation

Gentlemen:

We write on behalf of our client, **Pacific Online Systems Corporation** (the "Corporation") with SEC Registration No. ASO9308809.


The Corporation's Board of Directors, during a meeting held on 20 May 2014, recommended the amendment to the Third Article of the Corporation's Articles of Incorporation ("AOI") to reflect the complete principal office address which is "28<sup>th</sup> Floor East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, Metro Manila," as required by SEC Memorandum Circular No 6, Series of 2014. The recommendation was approved by the stockholders owning more than two-thirds (2/3) of the issued and outstanding capital stock of the Corporation during the Corporation's Annual Stockholders' Meeting held on 23 May 2014.

In respect of the above corporate actions, we respectfully request that the amendment to the Corporation's AOI changing the principal office of the Corporation from "Metro Manila" to "28<sup>th</sup> Floor East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, Metro Manila" be approved. In support thereof, we submit herewith the following documents:

1. Directors' Certificate of Amendment of Articles of Incorporation;
2. Amended Articles of Incorporation; and
3. Secretary's Certificate on the absence of any action or proceeding.

We trust that you find the foregoing documents in order.

Very truly yours,

  
**BETTINA R. MELCHOR**  
For the Firm

Philippine Member:



\\data\clients\321\corplaw\2014\01 principal address\ft to sec.doc  
AHKTZCNBHM 321-2-26