



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

Company Reg. No. 15940

**CERTIFICATE OF FILING
 OF
 AMENDED BY-LAWS**

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended By-Laws of

**PGA SOMPO INSURANCE CORPORATION
 (Formerly: PGA SOMPO JAPAN INSURANCE, INC.)**

copy annexed, adopted on August 14, 2014 by majority vote of the Board of Directors and 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 majority of the said Board was approved by the Commission on this date pursuant to the provisions of Section 48 of the Corporation Code of the Philippines Batas Pambansa Blg. 68, approved on May 1, 1980, and copies thereof are filed with the Commission.

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 12th day of January, Twenty Fifteen.

FERDINAND B. SALES
 Director

Company Registration and Monitoring Department


Date: 9-2-2015 Time: 8:52:12 AM

BA/wbcag


www.sec.gov.ph

User Name: MANGBOY

CERTIFIED TRUE COPY
 Page 1 of 3 pages
 Verified by: [Signature] Date Issued: 09 FEB 2015



Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES & EXCHANGE COMMISSION
 SEC Building, EDSA, Greenhills
 City of Mandaluyong, 1554



PAYMENT ASSESSMENT FORM No. 12292014-116768

DATE 12/29/2014	RESPONSIBILITY CENTER (DEPARTMENT) CRMD
--------------------	--

PAYOR: PGA SOMPO INSURANCE CORPORATION
 MAKATI CITY

NATURE OF COLLECTION	ACCOUNT CODE	AMOUNT
LRF (A0823)	131	20.00
AMENDED ARTICLES	606	500.00
AMENDED BY LAWS	606	500.00

TOTAL AMOUNT TO BE PAID Php 1,020.00

Assessed by: BLESS
 DRH 1220468 Dec 29, 2014 10:48AM SEC No: null
 08:48am PHE 1,020.00*****

Machine Validation:
 ABL 20141229-188

Date: 9-2-2015 Time: 8:52:14 AM

www.sec.gov.ph

User Name: MANGBOY

http://150.150.150.130:8686/secireport/epayment/downloadforms.sx

12/29/2014

CERTIFIED TRUE COPY
 Page 2 of 17 pages 09 FEB 2015

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

Amendment of A/S B/L

0000015940

Former Company Name

PSA SOMPO JAPAN INSURANCE
INC

AMENDED TO:
New Company Name

PGA SOMPO INSURANCE
CORPORATION

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

5TH FLOOR CORINTHIAN PLAZA
PASERO DE ROXAS MAKATI CITY

Company's Email Address

COMPANY INFORMATION
Company's Telephone Number/s

8104916-35

Company's Facsimile Number/s

Name of Contact Person

Kenneth E. Salazar

CONTACT PERSON INFORMATION
Email Address

kenneth.salazar@prudential
guarantee.com

Telephone Number/s

8104916-35

Facsimile Number/s

813-7189

Contact Person's Address

119 C. Palanca St. Legaspi Village, Makati City

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor

Date: 9-2-2015 Time: 8:52:15 AM

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

www.sec.gov.ph

Forwarded to:

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

User Name: MANGBOY

CERTIFIED TRUE COPY

Page 3 of 13 pages

Verified by: [Signature] Date Issued: 09 FEB 2015

AMENDED BY-LAWS
OF
PGA SOMPO INSURANCE CORPORATION
(formerly "PGA SOMPO JAPAN INSURANCE, INC.")[†]
AS AMENDED ON August 14, 2014

ARTICLE I

STOCKHOLDERS' MEETING

Section 1. **ANNUAL MEETINGS.** – The annual meeting of the stockholders shall be held at the principal office of the corporation in the City of Makati at four o'clock in the afternoon of the twenty-fifth day of April of each year, unless such day is a legal holiday, in which case, it shall be held on the next business day following. (AS AMENDED ON August 14, 2014)

Section 2. **SPECIAL MEETINGS.** – Special meetings of the stockholders may be called by the Chairman of the Board of Directors or the President of the corporation, or by order of the Board of Directors whenever he or they shall deem it necessary, and it shall be the duty of the Chairman or President or of the Board of Directors to order and call such special meetings whenever the holders of record of not less than twenty (20%) per centum of the outstanding capital stock of the corporation with voting privileges shall in writing so request.

Section 3. **NOTICES.** – Notice of time and place of annual or special meetings of the stockholders shall be given either personally or by mail, addressed to each stockholder of record entitled to vote at the address left by such stockholder with the secretary of the corporation, or at his last known post-office address, at least one week before the date set for such meeting. The notice of every special meeting shall state briefly the purpose of the meeting, and no other business shall be acted upon at such meeting except by the consent of all the stockholders of the corporation entitled to vote present at such meeting. Notices of meetings need not be published in the newspapers except when necessary to comply with the special requirement of the Corporation Law.

Section 4. **QUORUM.** – A quorum for any meeting of the stockholders shall consist of a majority of the subscribed capital stock of the corporation, and a majority of such quorum shall decide any question at the meeting, save and except in those matters where the Corporation Law requires the affirmative vote of a greater proportion.

Section 5. **ORDER OF BUSINESS.** – The order of business at the annual meeting of the stockholders shall be as follows:

- (1) Proof of the required notice of the meeting;
- (2) Proof of the presence of a quorum;
- (3) Reading of the minutes of previous meeting and action taken thereon;
- (4) Report of the board of directors;
- (5) Unfinished business; 9-2-2015 Time: 8:32:16 AM
- (6) New business;
- (7) (illegible);
- (8) Election of directors for the ensuing year.

Amended on August 1, 1961 and January 7, 1991. As further amended by the unanimous vote of the Board of Directors of the Corporation during the organizational meeting held on May 25, 2001 and by the vote of the shareholders of the Corporation owning and representing at least two-thirds (2/3) of the Corporation's outstanding capital stock during the annual meeting held on May 25, 2001.

CERTIFIED TRUE COPY
Page 4 of 13 pages
09 FEB 2015

The order of business to be followed at any meeting may be changed by a vote of a majority in the interest of the stockholders entitled to vote at such meeting.

Section 6. VOTING. - At every stockholders' meeting, every stockholder entitled to vote shall be entitled to one vote for each share of stock registered in his name in the books of the corporation; provided, however, that in the case of the election of directors, every stockholder entitled to vote shall be entitled to cast his vote, at his option, in accordance with the provisions of the Corporation Law. Every stockholder entitled to vote may vote personally or by proxy. The instrument authorizing a proxy to act shall be exhibited to the secretary of the corporation and inspectors of election and shall be lodged with the said secretary if so requested.

Section 7. ELECTION INSPECTORS. - A majority of the stockholders entitled to vote may, at each annual meeting appoint two persons (who need not be stockholders) to act as inspectors of election at all meetings of the stockholders until the close of the next annual meeting. If any meeting of the stockholders, or his office shall become vacant, the said stockholders may appoint an inspector in his place.

ARTICLE II

DIRECTORS

Section 1. BOARD OF DIRECTORS. - The corporate powers of the corporation shall be exercised, its business conducted, and its property controlled by a board of directors, who shall be chosen by the stockholders at the stockholders' annual meeting, or at such subsequent meeting as may then be determined, and shall hold office for one year and until their successors are duly elected and qualified. The notice for election of directors shall be given in the same manner as provided for in the case of meetings of stockholders.

Section 2. BOARD MEETINGS. - The board of directors shall hold regular monthly meetings at such time and place as the board may prescribe. Special meetings may be called by the Chairman of the Board, or by the President or upon written request of two directors. Notices of all special meetings of the board of directors shall be mailed to each director at his last known post-office address, or delivered to him personally, or left at his office, or transmitted by telegraph or telephone at least one day previous to the date fixed for the meeting.

ARTICLE III

EXECUTIVE COMMITTEE

Section 1. EXECUTIVE COMMITTEE. - The Chairman of the Board of Directors shall designate monthly two (2) members of the Board of Directors who together with him shall form the Executive Committee, which shall advise and aid the management of the corporation in all business matters. The Executive Committee shall meet regularly at such interval and at such place as it may determine. All acts and resolutions of the Executive Committee shall be recorded in a minute book and shall be reported to the Board of Directors at the next succeeding regular meeting of the Board.

*ARTICLE IV

OFFICERS

www.sec.gov.ph

User Name: MANGBOY

* As amended on August 14, 2014

CERTIFIED TRUE COPY
Page 5 of 13 pages
09 FEB 2015

*Section 1. GENERAL. – The officers of the corporation shall consist of the Chairman, the Vice Chairman, a President, an Executive Vice President, one or more Vice Presidents, Managers, a Treasurer, an Assistant Treasurer, a Secretary and an Assistant Secretary, whose powers and duties shall be as hereinafter provided and as the Board of Directors may fix in conformity with the provisions of these By-Laws. All officers shall be elected to their offices by a majority vote of the Board of Directors. Two or more offices may be vested in the same person whenever deemed convenient or expedient; and which offices are not otherwise inconsistent with each other, and which is permissible by law and/or by the policy of the Office of the Securities and Exchange Commission.

*Section 2. CHAIRMAN OF THE BOARD. – The Chairman of the Board shall preside at all meetings of the Board of Directors and at all stockholders' meetings, and shall have such powers and duties as may be provided for in these By-Laws, and which he may be called upon by the Board to exercise and perform. The Board of Directors may designate the Chairman of the Board or the President as the chief executive officer of the Corporation. The Chief executive officer, shall have the general direction of the affairs of the Corporation.

*Section 3. VICE CHAIRMAN OF THE BOARD. – The Vice Chairman of the Board shall preside at meetings of the Board of Directors and at the stockholders' meetings in the absence of the Chairman of the Board, and shall exercise such other powers and shall perform such other duties as the Board of Directors may designate from time to time.

*Section 4. PRESIDENT. – The President shall be elected by the Board of Directors from their own number. He shall have the following powers and duties:

- a. In the absence or disability of the Chairman, he shall preside at all meetings of the stockholders and of the directors;
- b. Act as chief operating officer of the Corporation if so designated by the Board of Directors in accordance with Article IV, Section 2;
- c. Borrow money for the company by any legal means whatsoever, including the arrangement of letters of credit, and overdrafts with any and all banking institutions;
- d. Execute on behalf of the company all contracts and agreements which the said company may enter into;
- e. Sign, indorse, and deliver all checks, drafts, bills of exchange, promissory notes and orders of payment of sums of money in the name and on behalf of the corporation;
- f. Submit an annual report of the corporations of the company to the Board of Directors and at such other times as the latter may request, and an annual report thereof to the stockholders at the annual meeting;
- g. Exercise such others powers and perform such other duties as the Board of Directors may from time to time fix or delegate.

www.seo.gov.ph
 * As amended by the unanimous vote of the Board of Directors of the Corporation at a special meeting held on January 7, 1991 and by the vote of the shareholders of the Corporation owning and representing at least two-thirds (2/3) of the Corporation's outstanding capital stock at a special meeting held on January 7, 1991.

User Name: MANGROY

CERTIFIED TRUE COPY

6 of 17 PAGES

9 FEB 2015

*Section 5. CHIEF FINANCIAL OFFICER (CFO). – Is a corporate officer primarily responsible for managing the financial risks of the corporation. He is also responsible for financial planning and record-keeping, as well as financial reporting to higher management. The CFO is also responsible for the analysis of accounting data. The CFO typically reports to the Chief Executive Officer and to the Board of Directors, and sits on the Board. The CFO supervises the finance unit and is the Chief Financial spokesperson for the corporation. The CFO reports directly to the Chairman and Chief Executive Officer (CEO) and directly assists the President & Chief Operating Officer (COO) on all strategic and tactical matters as they relate to budget management, cost benefit analysis, forecasting needs and the securing of new funding. The CFO also signs the annual Audited Financial Statement filed with the BIR and the SEC. (AS AMENDED ON August 14, 2014)

*Section 6. EXECUTIVE VICE PRESIDENT. – The Executive Vice President, who shall also act as the chief operating officer of the corporation, shall, subject to the control of the chief executive officer and the Board of Directors, be in charge of the Corporation's day-to-day operations, and shall exercise and perform such powers and shall perform such duties as the Board of Directors may designate from time to time.

*Section 7. VICE PRESIDENTS. – Each Vice President shall have such powers and perform such duties as the Board of Directors may from time to time prescribe. In case of the absence or inability of the President, the Chairman shall exercise the powers and discharge the duties of the President or he may appoint any of the Vice Presidents to act as such;

*Section 8. MANAGERS. – Each Manager shall perform exercise such powers and shall exercise such functions as the Board of Directors may designate from time to time.

*Section 9. TREASURER. – The Treasurer shall have charge of the funds, securities, receipts, and disbursements of the corporation. He shall deposit or cause to be deposited all moneys and other valuable effects of the corporation in such banks or trust companies as the Board of Directors may designate. He shall render to the Chairman or the President or to the Board of Directors whenever required an account of the financial condition of the corporation, and of all transactions made by him as Treasurer. He shall keep correct books of accounts of all the business transactions of the corporation. All checks paid out by the corporation shall be countersigned by the Treasurer.

*Section 10. ASSISTANT TREASURERS. – The Assistant Treasurers shall exercise the powers and shall perform the duties of the Treasurer in the absence of the Treasurer. The Assistant Treasurers shall also exercise such other powers and shall also perform such other duties as the Board of Directors may designate from time to time.

*Section 11. SECRETARY. – The Secretary shall be elected by the Board of Directors, and he may or may not be a stockholder of the company. He shall hold office at the pleasure of the Board, and shall perform the following duties:

- a. Keep full minutes of all meetings of the board of directors and of the stockholders;
- b. Keep the stock and transfer book and the corporate seal, which he shall stamp on all documents requiring such seal of the corporation;

As amended by the unanimous vote of the Board of Directors of the Corporation at a special meeting held on January 7, 1991 and by the vote of the shareholders of the Corporation owning and representing at least two-thirds (2/3) of the Corporation's outstanding capital stock at a special meeting held on January 7, 1991.

CERTIFIED TRUE COPY
 Page 7 of 13 pages
 Date Issued: FEB 2015

- c. Fill and countersign all the certificates of stock issued, making the corresponding annotation on the margin or stub of such certificates upon issuance;
- d. Give or cause to be given, all notices required by law or the by-laws of the corporation as well as notices (illegible);
- e. Perform such other duties as may be prescribed by the Board of Directors or the Chairman or the President.

*Section 12. COMPENSATION. – All officers shall receive such salaries or compensation as may be fixed by the Board of Directors.

*Section 13. ELECTION; VACANCY – Officers shall be elected by each new board of directors at the first meeting after its election. Every officer shall be subject to removal at any time for cause by the Board of Directors, but all officers, unless removed, shall hold offices until their successors are duly elected and qualified.

ARTICLE V

FISCAL YEAR, DIVIDENDS AND ACCOUNTS

Section 1. FISCAL YEAR. – The fiscal year of the company shall begin on the tenth day of January and the last day of December of each year.

Section 2. DIVIDENDS. – Dividends may be declared from the net profits of the company at such time or times and in such percentage as the Board of Directors may deem proper. No dividend shall be declared that will impair the capital of the company stock dividends shall be declared in accordance with law.

Section 3. INSPECTION OF ACCOUNTS. – The books, accounts, and records of the company shall be open to inspection by any member of the Board of Directors at all times. Stockholders may inspect said books, accounts and records of the company at reasonable times on business days.

ARTICLE VI

SHARES AND THEIR TRANSFER

*Section 1. ISSUE AND TRANSFER. – The Board of Directors shall, in accordance with law, provide for the issue and transfer of shares of stock of the corporation and shall prescribe the form of the certificates of stock. It shall be signed by the President and countersigned by the Secretary and sealed with the seal of the corporation. The certificate of stock shall be issued in consecutive order, and certificates shall be numbered in the order in which they are issued. Upon the stub of each certificate

As amended by the unanimous vote of the Board of Directors of the Corporation at a special meeting held on January 7, 1991 and by the vote of the shareholders of the Corporation owning and representing at least two-thirds (2/3) of the Corporation's outstanding capital stock at a special meeting held on January 7, 1991.

CERTIFIED TRUE COPY
8 of 13 pages
09 FEB 2015
[Signature]

issued shall be entered the name of the person, firm, or corporation owning the stock represented by such certificate, the number of shares in respect of which the certificate is issued, and in the case of cancellation, the date thereof. Every certificate surrendered for exchange or transfer of stock shall be cancelled and affixed to the original stub in the stock book, and no new certificate shall be issued in exchange for the cancelled certificate until the old certificate has been so cancelled or returned to its place in the stock book, except in the case provided for in Sec. 3 of this article.

No shareholder of the Corporation may sell or transfer any of its shares in the Corporation without first making an offer in writing to sell the same to the other shareholders (the "Offerees") in proportion to the respective shares held by them in the Corporation and in accordance with the following rules:

- (i) Every offer shall state the number of shares being offered for sale (the "Offered Shares"), the selling price and the other terms and conditions of the sale, if any.
- (ii) The Offerees shall have thirty (30) days from receipt of the written offer within which to accept the Offered Shares. In case any of the Offerees shall not elect to purchase the offered shares, then the other Offerees who have accepted the offer shall have the right, within fifteen (15) days after the end of the original thirty-day offer period, to purchase the Offered Shares not previously taken up in proportion to their respective shareholdings in the Corporation, provided that if only one of the Offerees shall have accepted the original offer, then such Offeree shall have the right to purchase all of the Offered Shares not taken up by the other Offerees.
- (iii) The sale and purchase of the Offered Shares accepted within the periods specified in (ii) above shall take place at the principal office of the Corporation within seven (7) business days from notification of such acceptance by the Offerees.
- (iv) If any offer shall not be accepted by the Offerees or shall lapse by the effluxion of time, the offering shareholder shall be free to sell or transfer the Offered Shares (or, as applicable, the remaining Offered Shares) to a third party upon the same price and subject to the same terms and conditions specified in the offer.
- (v) If shall be a condition precedent of the sale and transfer of the Offered Shares that the transferee (if such transferee shall not then be party to an agreement among the shareholders of the Corporation, if any) agree to be bound by the terms and conditions thereof as though the said transferee were an original party thereto.

The foregoing restrictions on transfer shall not apply to (i) transfers of qualifying shares to nominee directors of the shareholders, (ii) in case there is a group of shareholders who are natural persons, sales or transfers by members of such group inter se; and (iii) sales or transfers to an affiliate or, in the case of a shareholder who is an individual, sales or transfers to corporations owned or controlled by such individual. The term "affiliate" shall mean a corporation more than fifty (50%) of the voting shares of which is owned by the selling or transferring shareholder or a corporation which owns more than fifty percent (50%) of the voting shares of the selling or transferring shareholder. It shall be understood that in case of sales or transfers provided in the foregoing item (iii), the other

CERTIFIED TRUE COPY

9 of 13 pages 09 FEB 2015

shareholders shall be given prior notice or shall be properly informed thereof and that the buyer or transferee shall be acceptable to such other shareholders.

Section 2. STOCK AND TRANSFER BOOK. – There shall be kept by the Secretary of the corporation on a book to be known as the “STOCK AND TRANSFER BOOK”, containing the names, alphabetically arranged, of the stockholders of the corporation, showing their places of residence, the numbers of shares of stock held by them, and the time when they respectively became the owners thereof and the amounts paid by them thereon. Transfer of stock shall be made only on the transfer books of the corporation by the holder in person or by his duly authorized attorney on surrender of the certificates representing the stock to be transferred. Every power of attorney or authority to transfer stock shall be in writing duly executed and filed with the corporation.

Section 3. LOSS OR DESTRUCTION OF CERTIFICATE. – The Board of Directors may direct a new certificate of stock to be issued in the place of any certificate theretofore issued and alleged to have been lost or destroyed. The Board of Directors authorizing such issue of a new certificate may, in its discretion, require the owner of the stock or his legal representative, to furnish proof by affidavit otherwise to the satisfaction of the Board of Directors as to the ownership of the stock alleged to have been lost or destroyed, and the facts which support its loss or destruction. The Board of Directors may also require him to give notice of such loss or destruction by publication or otherwise, as it may direct, and cause the delivery to the corporation of a bond with or without sureties in such sum as it may direct indemnifying the corporation from any claim that may be made against it by reason of the issue of such new certificate. The Board of Directors, however, may refuse, in its discretion, to issue any such new certificate except pursuant to legal proceedings made and provided for in such case.

Section 4. COMPULSORY EXCHANGE OF CERTIFICATE. – When the articles of incorporation are amended in any way affecting the statements contained in the certificates for outstanding shares, or it becomes desirable for any reason to cancel any outstanding certificates for shares and issue new certificates therefore conforming to the rights of the holder, the Board of Directors may order any holder of outstanding certificates within a reasonable time to be fixed by the Board of Directors. No holder of any certificate so ordered to be surrendered shall be entitled to vote, receive dividends, or exercise any of the rights of stockholders of (illegible).

ARTICLE VII

CORPORATE SEAL

*Section 1. SEAL. – The corporate seal of the corporation, unless otherwise ordered by the Board of Directors, shall be circular in form and shall bear the words: “PGA SOMPO INSURANCE CORPORATION.” (AS AMENDED on August 14, 2014)

Date: 9-2-2015 Time: 8:52:22 AM

As amended by the unanimous vote of the Board of Directors of the Corporation at a special meeting held on January 7, 1991 and by the vote of the shareholders of the Corporation owning and representing at least two-thirds (2/3) of the Corporation’s outstanding capital stock at a special meeting held on January 7, 1991.

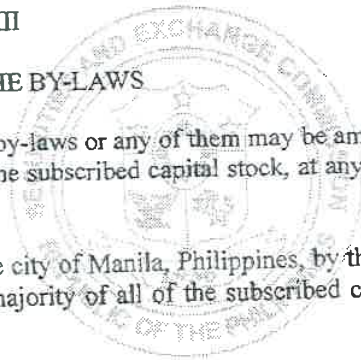
CERTIFIED TRUE COPY
Page 10 of 13 pages
9 FEB 2015

ARTICLE VIII

AMENDMENTS OF THE BY-LAWS

Section 1. AMENDMENTS. – The by-laws or any of them may be amended or repealed by the stockholders representing the majority of the subscribed capital stock, at any regular or special meeting duly called for that purpose.

Adopted this 5th day of April, 1960, in the city of Manila, Philippines, by the affirmative vote of the undersigned stockholders representing a majority of all of the subscribed capital stock of the corporation.



(Sgd.) Illegible

(Sgd.) Illegible

(Sgd.) Illegible

(Sgd.) Illegible

(Sgd.) Illegible

(Sgd.) Illegible

(Sgd.) Illegible

CERTIFICATION

Attest:

(Sgd.) Illegible
President

(Sgd.) Illegible
Secretary

Date: 9-2-2015 Time: 8:52:22 AM

www.sec.gov.ph

User Name: MANGBOY

CERTIFIED TRUE COPY
11 of 13 pages
09 FEB 2015

DIRECTOR'S CERTIFICATE

SECURITIES AND EXCHANGE COMMISSION
CRM-D-CFRD

DEC 29 2014

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the directors and the Corporate Secretary of **PGA SOMPO JAPAN INSURANCE, INC.** certify that the Articles of Incorporation and By-Laws of said corporation was amended by a majority vote of the directors and the vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held on August 14, 2014 at the Board Room of Prudential Guarantee and Assurance, Inc. located at the 5th Floor, Coyiuto House 119 C. Palanca St., Legaspi Village, Makati City.

The amended provision of the attached Amended Articles of Incorporation and By-Laws refers to **change of name from PGA SOMPO JAPAN INSURANCE, INC. to PGA SOMPO INSURANCE CORPORATION**, change of address, Article I Sec. 1 and renumbering of Article IV and new Section 5 thereof of the By-Laws.

IN WITNESS WHEREOF, we have hereunto signed this certificate this 29 th day of October 2014, at Makati City, Philippines.

corrected by:
Imelda Ch. Unson
IMELDA CH. UNSON

[Signature]
ROBERT COYIUTO, JR.
TIN: 104-728-784

[Signature]
YUICHIRO FUNABASHI
TIN: 292-737-070

[Signature]
PHILIP KRICO
TIN: 104-730-070

KATSUYUKI TAJIRI
TIN: 450-964-936

[Signature]
JAMES G. COYIUTO
TIN: 104-728-780

[Signature]
IMELDA CH. UNSON
TIN: 123-324-027

[Signature]
SAMUEL G. COYIUTO
TIN: 104-728-741

YASUHIRO SASANUMA
TIN: 450-964-780

KUNIAKI TAKAHASHI
TIN: 436-062-292

[Signature]
CELESTINO L. ANG
TIN: 104-728-251

[Signature]
DAISUKE SHINKAWA
TIN: 413-884-835

[Signature]
EDGARDO V. BETITO
TIN: 106-921-403

[Signature]
PRUDENCIO T. COYIUTO
TIN: 224-327-653

ETHELWOLDO E. FERNANDEZ
TIN: 106-169-268

www.sec.gov.ph

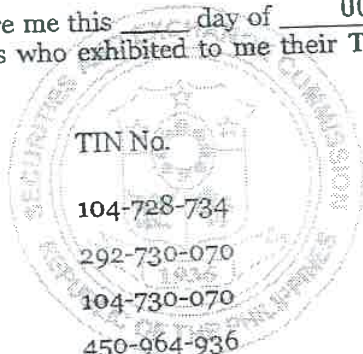
[Signature]
GUIA LAGUIC-FLAMINIANO
TIN: 144-102-114
Corporate Secretary

User Name: MANGBOY

CERTIFIED TRUE COPY
Page 12 of 13 pages
Date Issued: 09 FEB 2015

SUBSCRIBED AND SWORN to before me this OCT 07 2014 day of OCT 07 2014 in Makati City by the above-named persons who exhibited to me their Tax Identification Number as follows:

NAME	TIN No.
1. Robert Coyiuto, Jr.	104-728-734
2. Yuichiro Funabashi	292-730-070
3. Phillip K. Rico	104-730-070
4. Katsuyuki Tajiri	450-964-936
5. James G. Coyiuto	104-728-700
6. Imelda Ch. Unson	123-324-027
7. Samuel G. Coyiuto	104-728-741
8. Yasuhiro Sasanuma	450-964-780
9. Kuniaki Takahashi	436-062-292
10. Celestino L. Ang	107-728-251
11. Daisuke Shinkawa	413-884-835
12. Edgardo V. Betito	106-921-403
13. Prudencio T. Coyiuto	224-327-653
14. Ethelwoldo E. Fernandez	106-169-268
15. Guia Laguio-Flaminiano	144-102-114



Doc. No. 44
 Page No. 85
 Book No. CXV
 Series of 2014

ATTY. NOTARY PUBLIC. ATIENZA
 Notary Public for Makati City
 Until December 31, 2014
 Appointment No. M-175 (2013-2014)
 G/F Coyiuto House, #119 C. Palanca St.,
 Legaspi Village, Makati City, Metro Manila
 PTR No. 4228789-Jan. 2, 2014-Makati City
 IBP No. 949619-Jan. 2, 2014-Pasig City
 Roll of Attorney No. 22649
 MCLE Compliance No IV-8807948-Sept. 18, 2012

Date: 9-2-2015 Time: 8:52:24 AM

www.sec.gov.ph

User Name: MANGBOY

CERTIFIED TRUE COPY
 13 of 13 pages
 Date Issued: 09 FEB 2015