



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**

SEC Building, EDSA, Greenhills  
City of Mandaluyong, Metro Manila

COMPANY REG. NO. 28788

**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

**MAKATI FINANCE CORPORATION**

[Amending Article IV by extending the  
term of its existence.]

copy annexed, adopted on April 29, 2015 by majority vote of the Board of Directors and on July 30, 2015 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 Mandaluyong City, Metro Manila, Philippines, this 21<sup>st</sup> day of October, Twenty Fifteen.



  
**FERDINAND B. SALES**  
Director

Company Registration and Monitoring Department



## COVER SHEET

### COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application	S.E.C. Registration Number
AMENDMENT OF THE ARTICLES OF INCORPORATION	2 8 7 8 8

Company Name

	M	A	K	A	T	I		F	I	N	A	N	C	E	

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

	2	/	F		M	A	K	A	T	I		F	I	N	A	N	C	E		

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number's (632) 896-0221	Company's Facsimile Number's
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CONTACT PERSON INFORMATION

Name of Contact Person D. Enrique O. Co	Email Address legal_services@cfa-law.com	Telephone Numbers 584-1026 to 27	Facsimile Numbers 584-1026 to 27
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Contact Person's Address

1105 Atlanta Centre, 31 Annapolis St., Greenhills, San Juan Metro Manila
--

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		

Daniel B. Co  
D. Enrique O. Co  
Anna Liza M. Ang-Co  
Maria Angeli Lerma-Ferrer  
Jihan G. Merrera-Gonzales  
Christa Maria V. Taguiam  
Alyssa Agustina A. Fucoy

---

**CFA**  
L A W

---

1 July 2015

SECURITIES AND EXCHANGE COMMISSION  
SEC Building  
E. de los Santos Avenue  
Mandaluyong City

Re : AMENDMENT OF ARTICLES OF INCORPORATION;  
CHANGE OF PRINCIPAL OFFICE ADDRESS

Gentlemen:

On behalf of our client, MAKATI FINANCE CORPORATION, a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, we respectfully request for the approval of the amendment of its Articles of Incorporation, extending its corporate term for another fifty (50) years from 23 February 2016.

Enclosed herewith in support of this request are the following documents:

- Certificate of Amendment of the Articles of Incorporation;
- Amended Articles of Incorporation; and
- Secretary's Certificate on the lack of pending action involving an intra-corporate dispute.

Should you have any questions on any of the foregoing, we shall be available to discuss them with you at your most convenient time.

Thank you for your usual prompt attention.

Very truly yours,

CO FERRER & ANG-CO LAW OFFICES

By:



DANILO ENRIQUE O. CO



MEDIATRIX A. SANTOS

MFC-LSEC.AMENDAOI (ELAINE)

**CO FERRER ANG-CO & GONZALES LAW OFFICES**

11F Atlanta Centre, 31 Annapolis St., Greenhills, San Juan, Metro Manila, Philippines  
(632) 5841026 to 27 (632) 5840704 legal\_services@cfa-law.com www.cfa-law.com



CERTIFICATE OF AMENDMENT  
OF THE ARTICLES OF INCORPORATION OF


**MAKATI FINANCE CORPORATION**

KNOW ALL MEN BY THESE PRESENTS:

The undersigned Corporate Secretary and the majority members of the Board of Directors of MAKATI FINANCE CORPORATION (hereinafter referred to as the "Corporation") do hereby certify that the accompanying copy of the Amended Articles of Incorporation of the Corporation embodying the underscored amendment to ~~the~~ FOURTH Article extending its corporate term for another fifty (50) years from ~~22~~ February 2016 is true and correct and was approved by the affirmative vote of at least a majority of the members of the Board of Directors at their meeting held on 29 April 2015, and by the vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their meeting held on 30 July 2015 at the principal office of the Corporation.

IN WITNESS WHEREOF, we have hereunto signed this Certificate this AUG 14 2015, at Quezon City.

<sup>1</sup> Approved by the affirmative vote of at least a majority of the members of the Board of Directors at their meeting held on 29 April 2015, and by the vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their meeting held on 30 July 2015 at the principal office of the Corporation.

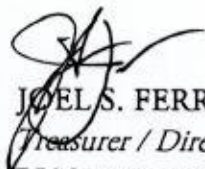
  
RENE B. BENITEZ  
*Chairman / Director*  
T.I.N.: 137-438-326

  
TERESITA B. BENITEZ  
*Vice-Chairperson / Director*  
T.I.N.: 138-606-517

  
MAX O. BORROMEEO  
*President / Director*  
T.I.N.: 108-479-305

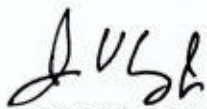
JUAN CARLOS DEL ROSARIO  
*Director*  
T.I.N.: 129-544-423

  
FRANCISCO C. EIZMENDI, JR.  
*Director*  
T.I.N.: 119-132-505

  
JOEL S. FERRER  
*Treasurer / Director*  
T.I.N.: 103-275-130

  
EUGENIO E. REYES  
*Director*  
T.I.N.: 116-544-865

  
MICHAEL WEE  
*Director*  
T.I.N.: 203-366-253

  
JOSE V. CRUZ  
*Director*  
T.I.N.: 245-698-882

  
ERIC B. BENITEZ  
*Director*  
T.I.N.: 156-258-402

  
LAWRENCE EE  
*Director*  
T.I.N.: 436-266-575

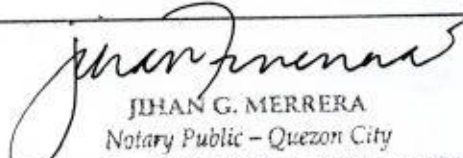
  
DANILO ENRIQUE O. CO  
*Corporate Secretary*  
T.I.N.: 134-866-959

AUG 14 2015

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ at  
Quezon City, Metro Manila, affiants exhibiting to me their  
 Competent Evidence of Identity and Community Tax Certificate Nos., as follows:

Name	Community Tax Cert./ Competent Evidence of Identity No.	Date/Place Issued
RENE B. BENITEZ	34267834	01/15/14 Manila
TERESITA B. BENITEZ	10856905	01/09/14 Mkati
MAX O. BORROMEO	EB9728865	12/02/2013
JUAN CARLOS DEL ROSARIO	CC1201401572543	03/03/2014 Makati
FRANCISCO C. EIZMENDI, JR.	CTC : 27957615	01/11/14 Pasig
JOEL S. FERRER	CTC: CC1201210873415	01/16/2014
EUGENIO E. REYES	TIN : 176-244-865	
MICHAEL WEE	TIN : 203-366-253	
JOSE V. CRUZ	CC1201434267841	01/03/2014
ERIC B. BENITEZ	10856907	01/09/2014 Makati
LAWRENCE EE	436-266-575	
DANILO ENRIQUE O. CO	NO4-86-035228	02/15/13-11/15/15  Quezon City

Doc. No. 381 ;  
 Page No. 78 ;  
 Book No. X ;  
 Series of 2015.

  
 JIHAN G. MERRERA  
 Notary Public - Quezon City  
 Adm. Matter No. NP-214 (20 Mar. 2014 to 31 Dec. 2015)  
 Attorney's Roll No. 51082  
 PTR No. 0714662; 01/23/15; Quezon City  
 IBP Lifetime Reg. No. 05754; Quezon City Chapter  
 MCLE Compliance No. IV-0014585  
 Tax Identification No. 237-611-952

**AMENDED  
ARTICLES OF INCORPORATION**

OF

**MAKATI FINANCE CORPORATION**

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age and residents 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 said corporation shall be

**MAKATI FINANCE CORPORATION**

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

**PRIMARY PURPOSE**

To provide, extend and maintain credit facilities for the financing and assistance by way of loan, subsidy, or otherwise, of any person, partnership, firm, company, corporation or entity, domestic or foreign, engaged in any type of lawful trade, business undertaking or endeavor within the commerce or men; to purchase, to own, to sell, mortgage, assign or otherwise dispose of negotiable instruments, notes, receivable, accounts receivable, letters of credit and other evidences of indebtedness, owned by any person, partnership, corporation, firm or association, or under such terms and conditions as the corporation may deem fit to undertake, the collection of such negotiable instruments, letters of credit, notes receivable, and other evidences of indebtedness; to undertake any business venture or enterprise which may be undertaken and carried on as capitalists, financiers, contractors, merchants, broker or agents, either directly by itself or under its own name or indirectly by way of ownership of shares and/or other interests in such business or enterprises; for the purpose of extending credit facilities to consumers and to industrial, commercial or agricultural enterprises either by discounting or factoring commercial papers or accounts receivables or by buying or selling contracts, leases chattel mortgages other evidences of indebtedness, or by leasing of motor vehicles, heavy equipment, and industrial machinery, business and office machines and equipment, appliances and other movable property.

**SECONDARY PURPOSE:**

1. To borrow money, and, from time to time, to make, to accept, indorse, execute, and issue bonds, promissory notes, bills or exchange, debentures, and other obligations of the corporation, for moneys borrowed, or for payment of property acquired, or for any of the other purposes of the corporation, and to secure payment of any such obligations by pledge, deed, indenture, agreement, mortgage, or other instruments of trust, or by other lien upon, assignment of, or agreement, in regard to all or any of the real or personal

property, interest, rights, franchises, or privileges of corporation, wherever situated, whenever now owned or hereafter to be acquired, and to sell or otherwise dispose of any or all such bonds, debentures, or obligations, in such manner and terms as may be deemed judicious.

2. To purchase or acquire and to own, hold, sell, exchange, mortgage, lease, develop, or otherwise deal in real estate or any interest therein; to manage, administer, and/or improve real properties owned by the corporation; and to lend, advance money or otherwise give credit against securities consisting of first mortgages on improved real estate, pledge, or assignments of warehouse warrants, bills of lading or other commercial documents covering readily merchantable goods, products or commodities.

3. To manage, and promote commercial, industrial or agricultural companies, business and undertaking; to underwrite the sale and/or issuance of shares of stocks, bonds, debentures of such companies or businesses and conformably with law, but the corporation shall not engage as stockholders or dealers in securities.

4. To act as financial, commercial, general agent or factor of, or to undertake the general management for, any person, partnership, or corporation, firm or association in carrying on either within or without the Republic of the Philippines any transaction, negotiation or business, and while acting as stock agent, factor or manager to perform such acts and transactions or enter into such obligations as shall tend to promote the interests that the corporation shall represent.

5. To purchase or acquire, hold, to sell or otherwise dispose of, shares of the capital stock, bonds, or other evidence of deed issued by any other company, corporation or partnership, whether foreign or domestic; and while the holder of any such shares of stock, to exercise all the rights and privileges of ownership, to the same extent as a juridical person could do.

6. To carry on a general mercantile, export, import and commission business, buying or acquiring, holding, selling or disposing of or dealing in any good, wares, merchandise of products, whether natural or artificial, of the Philippine Islands, or anything of any nature which is or may become an article of commerce in the Philippines or other countries; to engage in production or manufacture, or aid in the production or manufacture of anything in which it may deal or to subject such thing to any process or treatment for the purpose of increasing its value or utility.

7. To acquire or to obtain from any governmental authority, national or municipal, local or otherwise, or any company, corporation or person such charters, franchise, licenses, rights, privileges and/or concessions, which may be necessary or conducive to the attainment of any objectives of the corporation.

8. To purchase, acquire, sell and convey such real or personal properties as may be necessary for the proper conduct of the business of the corporation, including patents, trademarks, trade names, and other rights over property that are essential to the enhancement of, or the protection of the value of the business of the corporation.



9. To borrow or raise money for any of the objects of the corporation from time to time, to draw, make or accept, indorse, guarantee, execute or issue promissory notes, bonds, debentures and other negotiable and non-negotiable instruments or indebtedness, and to secure the payment thereof, by mortgage, or pledge, conveyance or assignment in trust of, the whole or any part of the assets of the corporation, whether at the time owned or thereafter acquired; and to sell, pledge, or otherwise dispose of such securities or obligations of the corporation for its corporate purposes.

10. To engage in real estate business, purchase, hold, sell, mortgage, rent, lease or otherwise dispose of all kinds of real estate, property, whether improved or unimproved, be it residential, commercial or agricultural.

11. To engage in the promotion, assistance, development, exploitation, and creation of any type of lawful trade, business, enterprise, industry or endeavor within the commerce of men, all insofar as and to the full extent permitted by law.

It being expressly declared that, without in any particular limiting its powers, the corporation may make and execute or perform any contracts of whatsoever kind, nature, or description, with any person, company, firm or corporation, whether public or private, without limit as to amount, and particularly, but not by way of limitation, to make and perform contracts, creating rights and obligations respecting any property, real or personal, of any kind, nature and description, owned by the corporation, to have one or more branch offices within the Philippines, and to conduct business and exercise powers in any part of the Philippines, or in any country or nation; and other acts and things, and to exercise any and all powers, which a juridical person could do and exercise and which now or hereafter may be authorized by law.

And all foregoing clauses shall be construed both as objects and powers; it being expressly provided, however, that the corporation shall under no circumstances carry out or exercise any of its objects or powers unless in accordance with or permitted by law.

THIRD: That the place where the principal office of the corporation is to be established is at 2F Makati Finance Bldg., 7823 Makati Avenue, Makati City.

FOURTH: That the term for which said Corporation is to exist is extended to another fifty (50) years from 22 February 2016.<sup>1</sup>

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

Name	Nationality	Residence
Isidro B. Benitez	Filipino	8546 Mercedes Street, Makati, Rizal
Teresita B. Benitez	Filipino	8546 Mercedes Street, Makati, Rizal
Enrique M. Herbosa	Filipino	9203 Antares Street, Makati, Rizal
Antonio Cumagun	Filipino	69 Paseo de Roxas, Makati, Rizal
Rolando de la Rosa	Filipino	26-A Tabayoc Street, Sta Mesa Heights, Quezon City

<sup>1</sup> Approved by the affirmative vote of at least a majority of the members of the Board of Directors at their meeting held last 29 April 2015, and by the vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their meeting held on 30 July 2015 at the principal office of the Corporation.

SIXTH: That the numbers of directors of said corporation shall be Eleven (11) and that the names 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: (As amended on January 28, 1998)

Name	Residence
Isidro B. Benitez	8546 Mercedes Street, Makati, Rizal
Teresita B. Benitez	8546 Mercedes Street, Makati, Rizal
Enrique M. Herbosa	9203 Antares Street, Makati, Rizal
Antonio Cumagun	69 Paseo de Roxas, Makati, Rizal
Rolando de la Rosa	26-A Tabayoc Street, Sta. Mesa Heights Quezon City

SEVENTH: That the authorized capital stock of the Corporation shall be Three Hundred Million Pesos (P300,000,000.00) Philippine Currency, divided into Three Hundred Million (300,000,000) common shares with a par value of One Peso (P1.00) per share.

All the stockholders of the Corporation shall not enjoy pre-emptive rights to subscribe to or to purchase any or all issues or dispositions of share of any class of the Corporation; provided, that the stockholders shall be given notice of any new issue of shares by the Corporation. (As amended on December 17, 1997)

EIGHT: That the amount of the aforesaid capital stock which has been subscribed is PESOS ONE HUNDRED THOUSAND (P100,000.00), Philippine Currency, and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

Name	No. of Shares	Amount Subscribed
Isidro B. Benitez	3,500	P 35,000.00
Teresita B. Benitez	6,470	64,700.00
Enrique M. Herbosa	10	100.00
Antonio Cumagun	10	100.00
Rolando de la Rosa	10	100.00
	<u>10,000</u>	<u>P 100,000.00</u>

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

Name	Amount Paid on Subscription
Isidro B. Benitez	P 35,000.00
Teresita B. Benitez	64,700.00
Enrique M. Herbosa	100.00
Antonio Cumagun	100.00
Rolando de la Rosa	100.00
	<u>P 100,000.00</u>

\* As Amended at a meeting of the Board of Directors and Stockholders held on November 06, 2007

TENTH. That Teresita B. Benitez has been elected by the subscribers as Treasurer of the corporation to act as such until her successor is duly elected and qualified in accordance with the By-Laws, and as such Treasurer, she has been authorized to receive for the corporation and to receipt in its name for all subscription paid in by said subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands on this 17<sup>th</sup> day of February 1966 at Makati, Philippines.

(SGD) ISIDRO B. BENITEZ

(SGD) ANTONIO CUMAGUN

(SGD) TERESITA B. BENITEZ

(SGD) ROLANDO DE LA ROSA

(SGD) ENRIQUE M. HERBOSA

SIGNED IN THE PRESENCE OF:

(SGD) ILLEGIBLE

(SGD) ILLEGIBLE

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)  
Makati, Metro Manila ) S.S.

BEFORE ME, the undersigned, a Notary Public, for and in the City of Manila, Philippines, personally appeared the following persons, with their respective Residence Certificate, to us:

Name	Number	Date and Place of Issue
Isidro B. Benitez	A-441644-03	03 January 1966, Manila
Teresita B. Benitez	A-126462	13 January 1966, Manila
Enrique M. Herbosa	A-1409-03	03 January 1966, Manila
Antonio Cumagun	A-4901009	12 January 1966, Manila
Rolando de la Rosa	A-26062-04	04 January 1966, Manila

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

IN WITNESS WHEREOF, I have hereunto set my hand and affix my notarial seal on this 17<sup>th</sup> day of February 1966 in the City of Manila, Philippines.

NOTARY PUBLIC

Doc. No. 337  
Page No. 69  
Book No. xx  
Series of 1966



Republic of the Philippines  
Department of Finance  
**Securities and Exchange Commission**  
SEC Building, EDSA, Greenhills, Mandaluyong City  
*Markets and Securities Regulation Department*

October 2, 2015

**MAKATI FINANCE CORPORATION**  
2/F Makati Finance Building  
7823 Makati Avenue  
Makati City

Attention: **MR. JOHN PAUL SALVACION**  
Authorized Representative

Subject: Request for Comment/Recommendation

Gentlemen:

This is in connection with your request for comment and/or recommendation relative to your application for approval of your company's Amended Articles of Incorporation, amending Article IV thereof, ***extending its corporate term for another fifty (50) years from 23 February 2016.***

The Department interposes **no objection** to the proposed amendment of the company's Articles of Incorporation, extending its corporate term.

In view of the foregoing, our Department, nonetheless, defers to the discretion of the Commission's Company Registration and Monitoring Department (CRMD) whether it will require the corporation to adopt these recommendations considering that it has primary jurisdiction over registration of corporations in general, as well as amendments to their Articles of Incorporation and By-laws.

These comment/recommendation(s) are without prejudice to the prerogative of this Department to act on any matter, such as but not limited to engaging in regulated activities that require prior registration/authority from the Commission, to ensure full compliance with the provisions of the Securities Regulation Code, its implementing rules and regulations, an other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstances.

Very truly yours,

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

Copy furnished:

**COMPANY REGISTRATION AND  
MONITORING DEPARTMENT**  
Securities and Exchange Commission  
Mandaluyong City

**RECEIVED BY:**

---

(Signature over Printed Name of  
Authorized Representative)

---

(Name of Company / Date Received)



Republic of the Philippines  
Department of Finance  
**Securities and Exchange Commission**  
SEC Building, EDSA, Greenhills, Mandaluyong City  
**CORPORATE GOVERNANCE AND FINANCE DEPARTMENT**

**ROUTING SLIP**

Company:	MAKATI FINANCE CORPORATION	SEC Reg. No.	28788
Purpose:	Application for extension of corporate term		
Requested by:	John Paul Salvacion	Position:	Representative
Date Received:	9/29/2015	Date Released:	9/29/2015
Processed by:	Rico Rey G. Mangubat	Checked filing of complaints:	Judy Lyn P. De Dios
Counterchecked by:	Armando P. Carag		
<p><b>Remarks:</b> MAKATI FINANCE CORPORATION has been granted a Certificate of Authority to Operate as a Financing Company effective January 18, 1992 pursuant to the Financing Company Act of 1998 and its Implementing Rules and Regulations under Certificate of Authority No. 110.</p> <p>As of September 28, 2015, our records show no complaint was filed against the corporation but there is no guarantee that its officers, directors, incorporators and affiliates, if any, do not have a pending case with us.</p> <p>This Department interposes no objection to the company's application for extension of corporate term.</p> <p>Please take note, however, that any infraction/violation of the subject corporation as far as the monitoring and reportorial requirements as a holder of a secondary license supervised by our Department is concerned shall be dealt with separately and independently from the application applied for. Accordingly, our Department shall not be estopped to act on any matter, such as but not limited to imposing the necessary sanction(s), fine(s) and penalty(s) in view of the company's failure to file necessary reportorial requirements on time, and to ensure full compliance with the provisions of the Financing Company Act of 1998 and its Implementing Rules and Regulations, the Corporation Code of the Philippines, the Securities Regulation Code and its Implementing rules and regulations, and other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstances.</p> <p>- nothing follows -</p>			

  
**JUSTINA F. CALLANGAN**  
Director

REPUBLIC OF THE PHILIPPINES )  
Quezon City ) S.S.

**SECRETARY'S CERTIFICATE**

I, **DANILO ENRIQUE O. CO**, of legal age, Filipino and with address at 11F Atlanta Centre, 31 Annapolis St., San Juan, Metro Manila, after being duly sworn to in accordance with law, hereby depose and state that:

1. I am the Corporate Secretary of **MAKATI FINANCE CORPORATION** (hereinafter referred to as the "Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines with address at 2<sup>nd</sup> Floor, Makati Finance Center, 7823 Makati Avenue, Makati City, Metro Manila.
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.

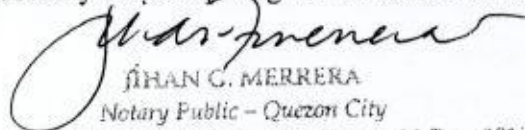
IN WITNESS WHEREOF, I have hereunto affixed my signature this  
AUG 14 2015 at Quezon City.



**DANILO ENRIQUE O. CO**  
*Corporate Secretary*

**SUBSCRIBED AND SWORN** to before me on the date and place above-written, affiant exhibiting to me his Competent Evidence of Identity (Driver's License) No. N04-86-035228 issued at Quezon City on 15 February 2013 expiring 15 November 2015.

Doc. No. 380 ;  
Page No. 79 ;  
Book No. X ;  
Series of 2015.



**JHAN C. MERRERA**  
*Notary Public - Quezon City*

Adm. Matter No. NP-214 (20 Mar. 2014 to 31 Dec. 2015,  
Attorney's Roll No. 51082  
PTR No. 0714662; 01/23/15; Quezon City  
IBP Lifetime Reg. No. 05754; Quezon City Chapter  
MCLE Compliance No. IV-0014585  
Tax Identification No. 237-611-952



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



Accountable Form No. 51 Revised 2006	<b>ORIGINAL</b>
DATE September 23, 2015	No. 1331349

<b>PAYOR</b> MAKATI FINANCE CORPORATION MAKATI CITY
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NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
PENALTIES/FINES	66	CFD	94,400.00

<b>TOTAL</b>	PHP 94,400.00
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<b>AMOUNT IN WORDS</b> NINETY FOUR THOUSAND FOUR HUNDRED PESOS AND 0/100
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<input type="checkbox"/> Cash <input type="checkbox"/> Treasury Warrant <input type="checkbox"/> Check <input type="checkbox"/> Money Order	Received the Amount Stated Above   Carlotta A. Brown <b>COLLECTING OFFICER</b>
Treasury Warrant, Check, Money Order Number  Check-BPI-000005372/ 9/23/15/	
Date of Treasury Warrant, Check, Money Order	O.R. No. 1331349

**NOTE:** Write the number and date of this receipt on the back of treasury warrant, check or money order received.





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



Accountable Form No. 51 Revised 2006	<b>ORIGINAL</b>
DATE October 13, 2015	No. <b>1340146</b>

**PAYOR** MAKATI FINANCE CORPORATION  
 MAKATI CITY

NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
LRF (A0823)	131	CRMD	6,000.00
AMENDED ARTICLES	606	CRMD	600,000.00
<b>TOTAL</b>			PHP 606,000.00
<b>AMOUNT IN WORDS</b>			
SIX HUNDRED SIX THOUSAND PESOS AND 0/100			
<input type="checkbox"/> Cash <input type="checkbox"/> Treasury Warrant <input checked="" type="checkbox"/> Check <input type="checkbox"/> Money Order		Received the Amount Stated Above  Carolina A. Brown <b>COLLECTING OFFICER</b>	
Treasury Warrant, Check, Money Order Number Check-UCPB-0000006563/			
Date of Treasury Warrant, Check, Money Order 10/13/15/		O.R. No. 1340146	

**NOTE: Write the number and date of this receipt on the back of treasury warrant, check or money order received.**