



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

COMPANY REG. NO. CS200811530

**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

NICKEL ASIA CORPORATION
(Amending Article VII thereof)

copy annexed, adopted on March 27, 2015 by a majority vote of the Board of Directors and on June 05, 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 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, pre-need plan issuer, general agent in pre-need plans 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 hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 24th day of June, Twenty Fifteen.




FERDINAND B. SALES
Director

Company Registration and Monitoring Department



**AMENDED ARTICLES OF INCORPORATION
OF
NICKEL ASIA CORPORATION**

KNOW ALL MEN BY THESE PRESENTS:

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

AND WE HEREBY CERTIFY:

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

NICKEL ASIA CORPORATION

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

PRIMARY PURPOSE

To invest in, hold, purchase, acquire, lease, contract, or otherwise, within the limits allowed by law, any and all real and personal properties of every kind & description whatsoever which the Corporation may deem necessary or appropriate and to own, hold, operate, improve, develop, manage, grant, lease, sell, exchange or otherwise acquire the stocks, bonds, and other securities or evidence of indebtedness of any other corporation, association, firm or entity, domestic or foreign, and to issue in exchange therefor its own stocks, bonds, or other obligation or to pay therefor in cash, or otherwise; to hold or own, use, sell, deal in, dispose of, and turn to account any such stocks, warrants, options, bonds or other securities and while the owner or holder thereof to exercise all the rights and powers of ownership, including the right to vote thereon for any purpose; to acquire, take over, hold and control all or any part of the business, goodwill, property and other assets, and to assume or undertake the whole or any part of the liabilities and obligations of any person, firm, association or corporation, whether domestic or foreign, and whether a going concern or not, engaging in or previously engaged in business which the Corporation is or may become authorized to carry on or which may be appropriate or suitable for any or all purposes of the Corporation, and to pay for the same in cash or in stocks, bonds, or securities of the Corporation or otherwise.

SECONDARY PURPOSE

1. To carry on, within the limits prescribed by law, the business of mining, lode and/or placer mining, developing, exploiting, extracting, milling, concentrating, converting, smelting, treating, refining, preparing for market, manufacturing, buying, selling, exchanging, shipping, transporting, and otherwise producing and dealing in all kinds of ores, metals and minerals including, but not limited to nickel, gold, silver, copper, lead, zinc, brass, iron, steel, limestone, and the products and by-products thereof of every kind and description and by whatsoever process the same can be or may hereafter be produced, and generally and without limits as to amount, to buy, sell, locate, exchange, lease, acquire and deal in lands,

mines, mineral rights, claims or grants, any interests therein, and to conduct all business appertaining thereto; to purchase, locate, lease or otherwise acquire, mining claim, rights or grants, timber rights, water rights, and any interest in such rights, concessions and mines, buildings, dwellings, plants, machinery, spare parts, tools and other properties whatsoever which this corporation may from time to time find to be its advantage, to mine and market any mineral or other products that may be found in or on such lands, and to explore, work, exercise, develop or turn to account the same; and to acquire, develop, utilize, sell, buy, deal in, supply and transport water and water rights, to any person, association, corporation, locality or other corporate entity in such manner as may be authorized or permitted by law, and to construct and operate the necessary facilities therefor; to haul, transport, store and dispose of timber, lumber, plants, soil, gravel and other natural materials that are removed from their habitat as a result of such activities; to purchase, hire, make, construct, or otherwise acquire, provide, maintain, equip, erect, improve, repair, manage, work and operate private roads, barges, vessel, aircraft and vehicles, private telegraph and other telephone lines, and other communications media, as may be needed by the corporation for its purpose, and to allow others to make use thereof, whether for compensation or not;

2. To purchase, acquire, own, lease, sell and convey properties, such as 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;

3. 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 lien 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;

4. 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 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;

5. To aid in any manner any corporation, associations or trust estate, whether domestic or foreign, or a 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 its corporation, directly or indirectly or through other corporation or otherwise;

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

7. 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;
8. To establish or operate one or more branch offices or agencies and to carry on any or all of its operations and business without any restrictions as to place or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within or outside the Philippines;
9. To conduct and transact all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes within and 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 the Corporation;
10. To carry on, within the limits prescribed by law, in any or all of its branches, the business of receiving, loading, unloading, delivering, weighing, gauging and measuring wares, and merchandise destined for or unloaded from all kinds of watercraft and cargo container; and to perform in connection therewith services ordinarily performed by stevedores, tally and dock clerks, weighers, coopers and watchmen;
11. To carry on, within the limits prescribed by law, in any or all of its branches, the business of wharfage and berthing of all kinds of watercraft and cargo vessel; to own, lease, build, or otherwise acquire, operate, and control wharves, docks, piers, slips, bulkheads, jetties or other wharf property including warehouses, sheds, or other structures;
12. To employ technicians, experts, and engineers in branches of scientific skill and endeavor related to the above purposes, and to initiate, direct, and supervise their efforts in research, surveys, and investigations in such matters; and to assemble data and findings, and to complete reports, papers, pamphlets, and books based thereon;
13. To carry on, within the limits prescribed by law, the general business of the generation, transmission, distribution and supply of electric current to towns, cities and other localities, and to the public in general, whether in existing forms, or in such forms as may exist in the future; and to acquire, build, construct, own and maintain and operate all necessary and convenient lands, buildings, structures, dams, machinery, poles, wires and other devices;
14. To hold, manage, operate, conduct and dispose of, in any manner, the whole or part of any business acquisitions, within the limits prescribed by law, and to exercise all the powers necessary or convenient for the conduct and management thereof;
15. To make and alter all kinds of investments and make mortgage loans with or without any kinds of guarantee to make monetary investments; in whatever may be or necessary or incidental to the business of the Corporation, guarantee in behalf of the Corporation, solely or jointly any debt, obligation or loan of any

subsidiary or affiliate corporation, or any other corporation or mortgage, pledge or encumber the properties and assets of the Corporation for stated purposes.

THIRD: That the place where the principal office of the corporation is to be established or located is at:

28th Floor, NAC Tower
32nd Street, Bonifacio Global City
Taguig City, Metro Manila

(As amended on 6 June 2014.)

FOURTH: That the term for which said corporation is to exist is FIFTY (50) YEARS from and after the date of issuance of the certificate of incorporation.

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

Name	Nationality	Residence
Manuel B. Zamora, Jr.	Filipino	Unit 34-A South Tower, Pacific Plaza Towers Condominium, Rizal Drive cor. 4 th Avenue, Fort Bonifacio, Taguig City, Metro Manila
Philip T. Ang	Filipino	No. 8 Coolidge St., Greenhills, San Juan City Metro Manila
Luis J.L. Virata	Filipino	No. 9 Balete St., South Forbes, Makati City, Metro Manila
Salvador B. Zamora II	Filipino	No. 22 Piña St., Valle Verde I, Pasig City, Metro Manila
Martin Antonio G. Zamora	Filipino	No. 36 Melon St., Valle Verde I, Pasig City, Metro Manila

SIXTH: That the number of directors of the 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 in the By-Laws are as follows: *(As amended on 16 June 2010)*

Name	Nationality	Residence
Manuel B. Zamora, Jr.	Filipino	Unit 34-A South Tower, Pacific Plaza Towers Condominium, Rizal Drive cor. 4 th Avenue, Fort Bonifacio, Taguig City, Metro Manila
Philip T. Ang	Filipino	No. 8 Coolidge St., Greenhills, San Juan City Metro Manila
Luis J.L. Virata	Filipino	No. 9 Balete St., South Forbes, Makati City, Metro Manila
Salvador B. Zamora II	Filipino	No. 22 Piña St., Valle Verde I, Pasig City, Metro Manila
Martin Antonio G. Zamora	Filipino	No. 36 Melon St., Valle Verde I, Pasig City, Metro Manila

SEVENTH: That the authorized capital stock of the said Corporation is Nine Billion Six Hundred Thirty Nine Million Seven Hundred Thousand (P9,639,700,000.00), Philippine Currency, and said capital is divided into Nineteen Billion Two Hundred Sixty Five Million (19,265,000,000) Common Shares, with par value of Fifty Centavos (₱0.50), Philippine Currency, per share and Seven Hundred Twenty Million (720,000,000) Preferred Shares, with par value of One Centavo (₱0.01), Philippine Currency, per share. *(As amended on 5 June 2015)*

The preferred shares shall share a right to vote on any matter brought before the stockholders of the corporation, but shall not participate in any dividends declared by the corporation, and with a fixed cumulative dividend rate of five percent (5%) per annum. *(As amended on 16 June 2010.)*

EIGHT: That the subscribers to the capital stock and the amount paid-in to their subscriptions are as follows:

Name	Nationality	Number of Shares Subscribed	Amount Subscribed	Amount Paid Up
Manuel B. Zamora, Jr.	Filipino	9,247,400	₱9,247,400.00	₱2,311,850.00
Philip T. Ang	Filipino	4,652,500	4,652,500.00	1,163,125.00
Luis J.L. Virata	Filipino	4,540,000	4,540,000.00	1,135,000.00
Salvador B. Zamora II	Filipino	2,052,500	2,052,500.00	513,125.00
Martin Antonio G. Zamora	Filipino	100	100.00	100.00
TPG-Axon NAC Holding,	Cayman	4,132,500	4,132,500.00	1,033,125.00

Ltd.	Islands			
Pacific Metals Co., Ltd.	Japanese	375,000	375,000.00	93,750.00
Total		25,000,000	₱25,000,000.00	₱6,250,075.00

NINTH: That no transfer of stock or interest which would reduce the stock 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 proper books of corporation and this restriction shall be indicated in the stocks certificates issued by the corporation.

TENTH: That **MARTIN ANTONIO G. ZAMORA** has been elected by the subscribers as Treasurer of the corporation to act as such until his successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, he 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 the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired a prior right to used the said firm name or one deceptively or confusingly similar to it.

IN WITNESS WHEREOF, we have set our hands this 11th day of July 2008 at Makati City.

(SGD.)
MANUEL B. ZAMORA, JR
TIN: 135-838-324

(SGD.)
PHILIP T. ANG
TIN: 101-500-028

(SGD.)
LUIS J.L. VIRATA
TIN: 101-902-646

(SGD.)
SALVADOR B. ZAMORA II
TIN: 132-183-735

(SGD.)
MARTIN ANTONIO G. ZAMORA
TIN: 161-579-254

WITNESSES:

(SGD.)
JOSE RODERICK F. FERNANDO

(SGD.)
PATRICK S. GARCIA

ACKNOWLEDGMENT

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

BEFORE ME. a Notary Public in and for Makati City, Philippines, this 11th day of July 2008 personally appeared:

Name	CTC No.	Date/ Place of Issue
Manuel B. Zamora, Jr.	19492943	Jan. 18, 2008 / Makati
Philip T. Ang	19492942	Jan. 18, 2008 / Makati
Luis J. Virata	12230958	Jan. 10, 2008 / Manila
Salvador B. Zamora II	19490894	Jan. 18, 2008 / Makati
Martin Antonio G. Zamora	04876545	Feb. 28, 2008 / Manila

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 and at the place first above written.

(SGD.)

Notary Public

Doc. No. 356;
Page No. 73;
Book No. 122;
Series of 2008.

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

SECRETARY'S CERTIFICATE

I, **BARBARA ANNE C. MIGALLOS**, of legal age, Filipino, and with office address at 7th Floor, Phinma Plaza, 39 Plaza Drive, Rockwell Center, Makati City, being the duly elected and incumbent Corporate Secretary of **NICKEL ASIA CORORATION** (the "Corporation"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, and with principal office address at the 28th Floor, NAC Tower, 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, do hereby certify that, to the best of my knowledge, no action or proceeding has been filed or is pending before any court or tribunal involving an intra-corporate dispute or claim by any person or group against the directors, officers or stockholders of the Corporation.


BARBARA ANNE C. MIGALLOS
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 5th day of June 2015, affiant exhibiting to me her Community Tax Certificate No. 02416846 issued on 7 January 2015 at Makati City, and her Passport No. EC0356963 issued on 20 February 2014 at DFA Manila, expiring on 19 February 2019 bearing her photograph and signature, in accordance with Rule II, Section 12 and Rule IV Section 2 (b) of the 2004 Rules on Notarial Practice.

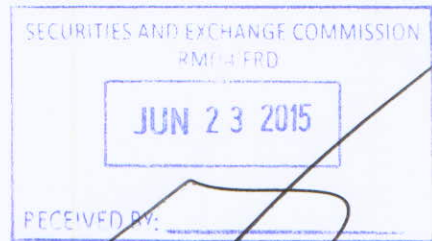
Doc No.: 428 ;
Page No.: 87 ;
Book No.: I ;
Series of 2015.

C2302 NAC Sec Cert No Pending Action ExDoc (05JUN15) spp51


JENNIFER C. LEE

NOTARY PUBLIC FOR AND IN THE CITY OF MAKATI
APPOINTMENT NO. M-211 (2014-2015)
COMMISSION EXPIRES ON DECEMBER 31, 2015
7th Floor, The PHINMA Plaza, 39 Plaza Drive
Rockwell Center, Makati City 1210
PTR No. 4754330; 1-7-15; Makati City
IBP O.R. No. 0984866; 1-7-15; Makati City
TIN 211-238-529
ROLL NO. 61142, MARCH 2012

**CERTIFICATE OF AMENDMENT
OF THE ARTICLES OF INCORPORATION OF
NICKEL ASIA CORPORATION**



We, the undersigned, being the Chairman, Corporate Secretary and at least a majority of the Board of Directors of **NICKEL ASIA CORPORATION** (the "Company"), a corporation duly organized and existing by virtue of the laws of the Republic of the Philippines, with principal office address located at 28th Floor, NAC Tower, 32nd Street, Bonifacio Global City, Taguig City, Metro Manila, do hereby certify that:

1. During the meeting of the Board of Directors of the Company held on 27 March 2015, at which meeting a quorum was present and voting throughout, the Board of Directors, by a unanimous vote of the incumbent directors, approved and adopted the following resolutions to amend the Company's Articles of Incorporation:

"RESOLVED, that Article Seventh of the Articles of Incorporation of **NICKEL ASIA CORPORATION** (the "Company") be amended to read as follows:


'SEVENTH: That the authorized capital stock of the said Corporation is Nine Billion Six Hundred Thirty Nine Million Seven Hundred Thousand (₱9,639,700,000.00), Philippine Currency, and said capital is divided into Nineteen Billion Two Hundred Sixty Five Million (19,265,000,000) Common Shares, with par value of Fifty Centavos (₱0.50), Philippine Currency, per share and Seven Hundred Twenty Million (720,000,000) Preferred Shares, with par value of One Centavo (₱0.01), Philippine Currency, per share.'

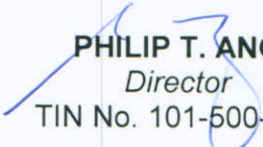
RESOLVED, FURTHER, that the foregoing amendment to the Company's Articles of Incorporation be presented for ratification and approval by the stockholders of the Company at the annual meeting of stockholders to be held on 05 June 2015 at the Ascott Ballroom, 5th Floor, Ascott Bonifacio Global City, 5th Ave. cor. 28th St., BGC, Taguig City."

2. The aforesaid resolutions and the amendments to the Company's Articles of Incorporation were approved, ratified and confirmed by stockholders holding and representing at least two-thirds (2/3) of the Company's outstanding capital stock at the said annual meeting of stockholders held on 05 June 2015 at the Ascott Ballroom, 5th Floor, Ascott Bonifacio Global City, 5th Ave. cor. 28th St., BGC, Taguig City.

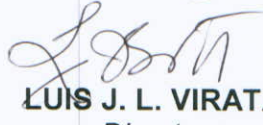
3. We hereby certify that the attached Amended Articles of Incorporation is the true and correct copy of the Company's Articles of Incorporation, as amended.

IN WITNESS WHEREOF, we have signed these presents on this 5th day of June 2015 at Makati City.



MANUEL B. ZAMORA, JR.
Chairman
 TIN No. 136-838-324



PHILIP T. ANG
Director
 TIN No. 101-500-028



GERARD H. BRIMO
Director
 TIN No. 102-377-365


LUIS J. L. VIRATA
Director
 TIN 101-902-646


FULGENCIO S. FACTORAN, JR.
Director
 TIN No. 118-132-939


FREDERICK Y. DY
Director
 TIN No. 108-718-423


MARTIN ANTONIO G. ZAMORA
Director
 TIN No. 161-579-254


TAKANORI FUJIMURA
Director
 TIN No. 219-727-380


BARBARA ANNE C. MIGALLOS
Corporate Secretary
 TIN No. 102-774-312

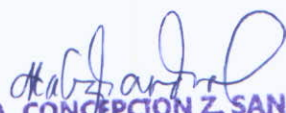
SUBSCRIBED AND SWORN to before me, this 5th day of June 2015 at Makati City, affiants exhibiting to me the following competent evidence of identity:

Name	Competent Evidence of Identity	Date and Place Issued
Manuel B. Zamora, Jr.	Philippine Passport No. EB92708746	1 October 2013/ DFA Manila
Philip T. Ang	Philippine Passport	15 February 2011/

	No. EB1918272	DFA Manila
Gerard H. Brimo	Philippine Passport No. EB6938052	12 December 2012/ DFA Manila
Luis J. L. Virata	Philippine Passport No. EB2203105	8 April 2011/ DFA Manila
Fulgencio S. Factoran, Jr.	Philippine Passport No. EB0963014	15 September 2010/ DFA Manila
Frederick Y. Dy	Philippine Passport No. EB9904315	3 January 2014/ DFA Manila
Martin Antonio G. Zamora	Philippine Passport No. EB4246539	09 December 2011/ DFA Manila
Takanori Fujimura	Japanese Passport No. TZ0259169	10 February 2005/ Japan
Barbara Anne C. Migallos	Philippine Passport No. EC0356963	20 February 2014/ DFA Manila

Doc No.: 187;
Page No.: 39;
Book No.: 11;
Series of 2015.

C2302 NAC Directors' Certificate on Amendment ExDoc (04JUN15) spp51


MA. CONCEPCION Z. SANDOVAL
NOTARY PUBLIC FOR AND IN THE CITY OF MAKATI
APPOINTMENT NO. M-210 (2014-2015)
COMMISSION EXPIRES ON DECEMBER 31, 2015
7th Floor, The PHINMA Plaza, 39 Plaza Drive
Rockwell Center, Makati City 1210
PTR No. 4754326; 1-7-15; MAKATI CITY
IBP O.R. No. 0984867; 1-7-15; RIZAL
TIN 908-983-782
ROLL NO. 54717, MAY 2007

09 June 2015

SECURITIES AND EXCHANGE COMMISSION
Company Registration and Monitoring Department
SEC Building, EDSA, Mandaluyong City
Metro Manila

Attention: **HON. FERDINAND B. SALES**
Director

Re: **NICKEL ASIA CORPORATION**
Application for Increase in Authorized Capital Stock

Gentlemen:

On behalf of our client, **NICKEL ASIA CORPORATION** (the "Corporation"), we respectfully request for approval of the increase of the Corporation's authorized capital stock from Two Billion One Hundred Thirty Nine Million Seven Hundred Thousand Pesos (Php 2,139,700,000.00) divided into Four Billion Two Hundred Sixty Five Million (4,265,000,000) common shares with a par value of Fifty Centavos (Php 0.50) per share and Seven Hundred Twenty Million (720,000,000) preferred shares with par value of One Centavo (Php 0.01) per share to **Nine Billion Six Hundred Thirty Nine Million Seven Hundred Thousand Pesos (Php 9,639,700,000.00) divided into Nineteen Billion Two Hundred Sixty Five Million (19,265,000,000) common shares with a par value of Fifty Centavos (Php 0.50) per share** and Seven Hundred Twenty Million (720,000,000) preferred shares with par value of One Centavo (Php 0.01) per share., and the consequent amendment of Article Seventh of the Corporation's Amended Articles of Incorporation.

At least 25% of the total increase in authorized capital stock has been subscribed and fully paid up by way of a 100% stock dividend for all common shares or a total of Three Billion Seven Hundred Ninety Five Million Eight Hundred Eighty Five Thousand Five Hundred Fifteen (3,795,885,515) common shares, equivalent to One Billion Eight Hundred Ninety Seven Million Nine Hundred Forty Two Thousand Seven Hundred Fifty Seven Pesos and 50/100 Centavos (Php 1,897,942,757.50) at the par value of Php 0.50 per share, to be paid from the Company's unrestricted retained earnings as of 31 December 2014 and distributed to the Company's stockholders of record as of the record date to be determined in accordance with the

rules of the Securities and Exchange Commission and the Philippine Stock Exchange, and after all the requisite approvals have been obtained.

The increase in authorized capital stock, the amendment of the Articles and the 100% stock dividend were approved by a unanimous vote of the Corporation's directors on 27 March 2015, and by shareholders representing at least two-thirds (2/3) of the Corporation's outstanding capital stock at the annual shareholders meeting on 05 June 2015.

We hereby submit three (3) sets each of the following documentary requirements in support of this application:

1. Certificate of Increase of Capital Stock dated 05 June 2015 signed by majority of the directors and certified by the Chairman and Corporate Secretary;
2. Treasurer's Affidavit dated 05 June 2015;
3. Secretary's Certificate dated 05 June 2015 with a list of stockholders as of the record date of the stockholders' meeting approving the increase, with the stockholders' respective nationalities and shares, and certifying that the requirement of waiver of pre-emptive rights of non-subscribing stockholders is not applicable, and that the distribution of the stock dividend shall not result in fractional shares;
4. Directors' Certificate dated 05 June 2015 signed by majority of the directors and the Corporate Secretary certifying (i) the amendment of the Articles of Incorporation increasing the authorized capital stock; (ii) the votes of the directors and the stockholders; and (iii) the date and place of the stockholders' meeting;
5. The Corporation's Amended Articles of Incorporation with amendments to Article Seventh thereof properly underscored;
6. Secretary's Certificate dated 05 June 2015 stating that there is no action or proceeding involving an intra-corporate dispute pending against the directors, officers or stockholders of the Corporation;
7. The Corporation's Audited Financial Statements as of the last fiscal year stamped received by the BIR and SEC with attached Reconciliation of retained earnings for dividend declaration in accordance with SEC Memorandum Circular No. 11, series of 2008 (Schedule I);
8. Management Representation letter dated 05 June 2015 signed by the President and Treasurer of the Corporation.

We trust that the foregoing is in order. Should you have any questions or further requirements, please contact our Atty. Salvador Paolo A. Panelo, Jr. at 8969357 to 59. Thank you very much.

Very truly yours,

MIGALLOS AND LUNA LAW OFFICES

By:


BARBARA ANNE C. MIGALLOS


SALVADOR PAOLO A. PANELO, JR.