

REPUBLIC OF THE PHILIPPINES SECURITIES AND EXCHANGE COMMISSION

Ground Floor. Secretariat Building, PICC City Of Pasay, Metro Manila

COMPANY REG. NO. CS200511816

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

8990 HOLDINGS, INC.

(Amending Article VII Reclassification of Shares thereof)

copy annexed, adopted on June 13, 2019 by majority vote of the Board of Directors and on July 29, 2019 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 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, 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/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

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

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DANIELA. GABUYO
Assistant Director
SO Ordey 1188 Series of 2018

MLTC/qba

Machine Velidation:

ORN 1914077) Rodina G. Atienza

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Republic of the Philippines DEPARTMENT OF FINANCE SECURITIES AND EXCHANGE COMMISSION Secretariat Building, PICC Complex

Roxas Boulevard, Pasay City, 1307



PAYMENT ASSESSMENT FORM

No. 20200811-2487283/

DATE		RESPONSIBILITY CENTER	
08/11	/2020	CRMD	
PAYOR:	8990 HOLDINGS INC.		
	MAKATI CITY		

NATURE OF COLLECTION	QUANTITY	ACCOUNT CODE	AMOUNT
Amended Articles of Incorporation		4020102000 (606)	, 2,000.00
Legal Research Fee (A0823)		2020105000 (131)	20.00
Documentary Stamp Tax	1	4010401000 (4010401)	30.00
	NOTHING FOLLOWS—		
DTAL AMOUNT TO BE PAID			Php 2,050.00
micastaneda MA 8/11/20	Amount in work	ds: VD FIFTY PESOS AND 00/100	

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Londbank RogioniAtea	SEC Clearing Account	SEC Account
Region II, III-A, Iri-B, IV, Area IV-A, A4EA IV-B, and Region VIII	3462-23: B-26	Freed Officer/Tedas
Region	3403-331-3-38	ปักรูปจ
Kegion V	3:02:23:5:45	Logato
Region VI	3403-2319-54	lie lo l titule la
Region VI	3402-2319-42	Cobo ye
Ragion IX	3402-2310-70	Zап кожум
Region X	3402-23 9-50	Carrayan De Cro
Rogign 20 & AM	3402-2310-97	Carvo

C. Accepted mode of payment of selected Landbark branches:

[Cash] [2] Managaya Cashora (Apoch paynole to the Societies and Eachterps Commission

D. Prapartion of Orical Payment Sip shall be par Accepted Code as selected in the Payment

ALTERATIONS WILL INVALIDATE THIS FORM

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For Mational Capital Region (NCR), payments are only align

breaches: News of Branch SEC Cleaning Account idea Grentale Edea Congressiona 1452-2314-20 DOTC Crites E.O. Memolipa Memolipa

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8990 HOLDINGS INC. FINAL 02/28/20 Name of Corporation: Date: resub: 07/08/20 Date registered | | Term of Existence Fifty (50) years. Anticle VII -Reclassification of unissued common shares Application: July 29,249 / June 13,2019 Date of stockholders/board's meeting September 18, 2019 - . . Capital Structure: As Reclassed Reclassification Present No. of Shares No. of Shares Amount No. of Shures Amount Amount Authorized Capital Stock 4 P6,900,000,000,00 (250,000,000,00) 6,850,000,000 P6,850,000,000.00 000,000,000,0 (50,000,000) Common, Pt.00 par Non-Voting Perpetual Preferred 21.50 Q)I 000,000,000 \$00,000,000.00 100,000,000 00,000,000,001 5,000,000,000 60,000,000,00 Voting Preferred, P.01 par- 2 5,000,000,000 50,000,000 00 7,000,000,000 127,000,000,000,00 Total 4,950,000,000 11,950,000,000 P7,000,000,000,00 Subscribed & Paid-Up Capital Stock £17,990,720 P\$.517,990,720.00 5,517,990,720 -P5,517,990,720.00 Common. Pf.00 per 50,000,000,000 Non-Voting Perpetual Preferred PLSO 50,000,000.00 50,000,000 50,000,000 Voting Preferred 5,567,990,720 P5,567,990,720.00 5,567,990,720 P5,567,990,720.00 Total Basic Requirements Remarks Compliant 1. Cover Sheet 2. Amended Articles of Incorporation 3. Directors' certificate - A notorized document signed by majority of the directors and the corporate secretary certifying the amendment of the Articles of incorporation increasing the authorized capital stock, the votes of the directors and stockholders thereto, and the date and place of the stockholders meeting Additional Requirements Secretary's Cert, stating therein among others that the 2. List of stockholders before and after the Č reclassification of shares is the unissued common shares and there reclassification of shares certified under outh by the will be no changes in the shareholdings of the stockholders on the corporate secretary basis of such reclassification (with attached list of stockholders before and after) 3. Audited financial statements as of the last fiscal year Ċ. Stamped received by BIR and SEC (If payment on subscription is already reflected therein) 4. Notarized Secretary's Certificate certifying that no Cost pending case of intra-corporate dispute one 5. Clearance from other departments or other MSRD letter dated Oct. 23, 2019 government agencies 6. Registration under Foreign Investments Act (FIA), If the foreign equity increased to more than 40% 7. Monitoring of annual reports -8. CIS URDB dated 07/08/20 (cleared) Remarks: Filing fee Amending Articles of Inc. = P2 000.00 plus LRF P20.00 20,00 DST <u> 30.00</u> TOTAL P2.050.00

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MAPLAURELAT. CASTANEDA Securities Financial Specialist II

Page 2 of 2



REPUBLIC OF THE PHILIPPINES SECURITIES AND EXCHANGE COMMISSION

Secretariat Building PICC Complex, Roxas Boulevard Pasay City, 1307

CORPORATE STATUS

Date:

8 July 2020

SEC Registration No.:

CS200511816

Company Name:

8990 HOLDINGS, INC.

Entity Type:

Stock Corporation; With secondary license

Printed by:

Ma Laurela T. Castaneda

Department	Status	Remarks	Date
HEAD OFFICE			
CRMD	200000000000000000000000000000000000000	65 2 Calaboratic Calaboration Control of Calaboration	
CMD	Cleared		Jul 7 2020
CPRD	Cleared		Jul 7 2020
CFRD	Cleared	*	Jul 7 2020
FAAD	Cleared		Jul 7 2020
LU	Cleared		Jul 7 2020
CGFO	Cleared		Jul 7 2020
MSRD	Cleared		Jul 7 2020
EIPD	Cleared	ninaan maan ka ka sano 17 miili maa ka m Maana maa maa ka ma	Jul 7 2020
OGC	Cleared		Jul 7 2020
\$Qs			
SOs	Cleared		Jul 7 2020
EOs			
EOs	Cleared		Jul 7 2020

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(I)			/				
(L)	Name of Corporation: 8990 F	IOLDINGS I	NC.		Date: 02	/28/20	FINAL
Ď	Date registered			erm of Existen		Fifty (50) years	
	Application:	Ar	ticle VII –Reclassifi		ed common shares		*****
C!	Date of stockholders/board's meetic	DR / POV SI	ntember 18, 2019.	- Inly	, 70,201a/	1 was 13.	70/61
¢:	Capital Structure:			· · ·		V	, , ,
J),	*	Presi			ssification	As F	leclassed -
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5	Total	7,000,000,000	P7,000,000,000.00	4,950,000,000	Р	11,950,000,000	P7,000,000,000,00
-3	Subscribed &Pald-Up Capital Stock Common, P1.00 par Non-Voting Perpetual Preferred #1.00 Voting Preferred	5,517,990,720 50,000,000	P5,517,990,720.00 50,000,000.00	64 ++ 558	*** **	5,517,990,720 50,000,000	P5.517,990,720.00 50,000,000,00
	Total	5,567,990,720	P5,567,990,720,00	**	F-	5,567,990,720	P3,567,990,720.00
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ì	I. Cover Sheet	Biological Commission of the c	C /	1	11/2	v410566	
1	21 Amended Articles of Incorporation		Č/	1		7 74 103-52-5	
	3) Directors' certificate - A notarized by majority of the directors and the certifying the amendment of incorporation increasing the authorize votes of the directors and stockholded date and place of the stockholders me Additional Requirem 2. List of stockholders before reclassification of shares certified a corporate secretary	corporate secrete the Articles d capital stock, is st thereto, and secting nents and after to	of the the	I recinceitions	Cert, stating therein ion of shares is the changes in the share	unissued common holdings of the ste	shares and there ekhnliters on the
		0. 0	Pro 100 10	basis of succ	reclassification (w	ith attached list of	stockholders
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	pending case of intra-corporate disput			1/			Ì
	 Clearance from other depair government agencies 	i		MSRD lene	મુ daicd (Cgt ₁ 23, 20	19	
	 Registration under Foreign Investr the foreign equity increased to more t 				ge		
	7. Monitoring of annual reports – 8. CIS URDB dated 02/28/20 (cleared	n i	<u> </u>	<i>/</i>		7 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
	Remarks: Filing fee Amending Article	s of Inc. * 1	P2,000.00	÷			
	plus LRF P20.0 DST TOTAL	10 e /	20.00 10.00 P2,050.00				
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MA. LAURELA T. CASTANEDA

Securities Financial Specialist II

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2020

Page 2 of 2

C-Compiled with NC-Not Compiled with Mis-Not Applicable
Note: This Checklist worst be submitted to form part of the application



REPUBLIC OF THE PHILIPPINES SECURITIES AND EXCHANGE COMMISSION

Secretariat Building PICC Complex, Roxas Boulevard Pasay City, 1307

CORPORATE STATUS

Date:

28 February 2020

SEC Registration No.:

CS200511816

Company Name:

8990 HOLDINGS, INC.

Entity Type:

Stock Corporation; With secondary license

Printed by:

Ma Laurela T. Castaneda

Department		Status	Remarks	Date
HEAD OFFICE				
CRMD				-
CMD	Cleared			Feb 27 2020
CPRD	Cleared		The state of the s	Feb 27 2020
CFRD	Cleared			Feb 27 2020
FAAD	Cleared		30000-0-0-0-0-0-0-0-0-0-0-0-0-0-0-0-0-0	Feb 27 2020
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CGFD	Cleared		AMARIAN COLUMN ACCURATION OF THE PROPERTY OF T	Feb 27 2020
MSRD	Cleared			Feb 27 2020
EIPD	Cleared		Accountable to the second of t	Feb 27 2020
OGC	Cleared			Feb 27 2020
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SOs	Cleared		Securiesand	Feb 27 2020
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Date registered		Gele VII _D		<i>term of Existen</i> cation of unissu			gay estip yea	7.3	
Application: Date of stockholders/board's med		ptember 18		Catton of Unissi	eu com	HOU MURES			
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1. Cover Sheet	O CONTRACTOR CONTRACTOR SAME	C	con	nplied		complied			uplied
2. Amended Articles of Incorporati	QB.	c	CON	nptied		complied			nplied
3. Directors' certificate - A notari	zed document sign	ed NC	indi	eate therein the p	place	complied			nplied
by majority of the directors and the certifying the amendment of incorporation increasing the author votes of the directors and stocklio	e corporate secrets the Articles ized capital stock, t lders thereto, and t	ary of the	of n	necting of the bo ctors and the am vision	ard of	7			
date and place of the stockholders	meeting							ļ	
Additional Requir]			
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3. Audited financial statements as			con	plied		complied		CO	mplied
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subscription is already reflected th	crean)							+	
4. Notarized Secretary's Certificate pending case of intra-corporate dis	ne cerusying inal	no C	сол	iplied KCTCT		complied		¢o	mplied
5. Clearance from other de government agencies		her C	∦M.	RD letter dated 2019	Oct. "	MSRD let			SRD letter dated 1. 23, 2019
6. Registration under Foreign Investigation of the foreign equity increased to more	rc than 40%					⁻yŸ	· · · · · · · · · · · · · · · · · · ·	N/	
7. Monitoring of annual reports -	12			,					
8. CIS URDB		NC NC	MS	h comment from RD with unpaid essed penalty		cleared (0)	/20/20)	cle	ared (02/07/20)
Remarks: Filing fee Amending Arti plus f.RF P2 DST TOTAL		P2,000.00 20.00 30.00 P2,050.00							

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Nuthorized Representative

MA, LAURELA T. CASTANEDA

Securities Financial Specialist II

ויו הי	Name of Corporation: 8	990 H	OLDINGS	SINC	*			Date:	01/	20/20	2nd
:	Date registered			manufacture of the	V-000000000000000000000000000000000000	1	Term of Existen	ce	T F	(fly (50) years	
۱ ,	Application:			Anicl	e VII –Rec	lessifi	cation of unissu	ed common sha		and the second s	
	Date of stockholders/board's	meetin	Ē	Stple	ember 18,	2019					
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ı			Pr	esent			Recla	ssification		As R	eclassed
į			No. of Share	ES	Antounl		No. of Shares	Amount		No. of Shures	Amount
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	Total Basic Requir	emer					Date: 11	/12/19		Date	01/20/20
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	Remarks: Filing fee Amending a plus LRF DST TOTAL			_	000.00 20.00 30.00 ,050.00			984			,

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	MA, LAURELA T, CASTANEDA
Authorized Representative	Securities Financial Specialist II

Name of Corporation:	8990 HOLI	DINGS II	NC.		Date:	11/12/19	IST .
Date registered				erm of Existent		Fifty (50) years	
Application:		Аπ	iele VII - Reclassifi				
Date of stockholders/board'	s meeting	St	ptember 18, 2019				
Capital Structure:		Prese		The almost	ssification	4 - 1	7 - 1
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Authorized Capital Stock	No.	of Shares	Amount	No. of Shares	A #80unt	No. of Shares	Amount
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1. Cover Sheet	The second secon		Č /	_	ATTICLE STATE OF THE STATE OF T	Towns to the party of the party	
2. Amended Anicles of Incor	nomilian		c/	1		5	
 Directors' certificate - A r by majority of the directors a certifying the amendment incorporation increasing the a votes of the directors and ste date and place of the stockhol 	and the corpor toof the authorized cap ockholders the lders meeting	rate scerets Articles lital stock, t recto, and t	of the	the amended	en me prace of	ficeting of the board	or directors and
Additional Re	quirements	i					
List of stockholders reclassification of shares ce corporate secretary				reclassificati will not char	ion of shares is t nge in the sharel	rein among others the he unissued commor reldings of the stockl rattached list of stoc	shares and there tolders on the basis
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4. Notarized Secretary's Ce- pending ease of intra-corpora	ite dispute		55 A			,	
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6. Registration under Foreign the foreign equity increased t	o more than 4		(بَتُرُّ اللهِ	chidn	G0 -	a	
7. Monitoring of annual repo-	ns –		ر 🗀 🖊 🖳	A proof grips	Sel ser		
8. CIS URDIB	100		Ne Ne			with unpaid assessed	penalty
Remarks: Filing fee					1 N E S	•	
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COVER SHEET

for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT (CRMD)

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MARKETS AND SECURITIES REGULATION DEPARTMENT

October 23, 2019

8990 Holdings, Inc. 11th floor, liberty center, 104 H.V. Deta Costa Street, Salcedo Village, Makoti City Tetephone Na. 888-0999

Attention:

WILLIBALDO J. UY

President and Chief Executive Officer

Subject :

REQUEST FOR COMMENT/RECOMMENDATION

Gentlemen;

This is in connection with your request for comment/or recommendation relative to your company's application for amendment of its Articles of Incorporation particularly Article VII.

We do not interpose any objection to your application provided that once the application has been approved, 8990 Holdings, Inc. shall file a duly accomplished Current Report (SEC Form 17-C), disclosing therein the Commission's approval of sald amendment, with the Commission's Central Receiving and Records Division, within five (5) days.

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

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 partnerships 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 provisions 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.

PHILIPPINES

Very truly yours,

VICENTE GRACIANO P. FELIZMENIO, JR.

RECEIVED BY:

SIĞNATURE ÖVER FRINTED KAME OF AUTHORIZED REPRESENTATIVE COMPANY NAME/DATE RECEIVED

Seesa Deas Gess

(MSRD FORM for Request for Comments/Recommendations for CRMD Applications filed by MSRD regulated entities)

OCT- 22, 2019

SECURITIES AND EXCHANGE COMMISSION PICC Secretariat Building, PICC Complex Roxas Boulevard, Passy City

SRD 10/23

Attention:

MARKETS AND SECURITIES REGULATION DEPARTMENT

Subject:

REQUEST FOR COMMENTS/RECOMMENDATION

Gentlemen:

This is to respectfully request your Department's comment and/or recommendation on the proposed application of our corporation/partnership to be filled with the Company Registration and Monitoring Department (CRMD), details of which are as follows:

NAME OF REQUESTING CORPORATION/PARTNERSHIP	8990 HOLDINGS INC.
Address of requesting Corporation/Partnership	MAKATI CITY
SEC REGIBTRATION MO. (If applicable)	CZ 20 02 11 817 .
TYPE OF BEC-188UED SECONDARY LCENSE (If applicable)	
YPE OF PROPOSED CRMD	APT VII
CONTACT PERBON	ATTY TO THE HICHAGE V. LONINA
CONTACT NUMBERS	8880999

Moreover, we also request that you furnish the CRMD a copy of your reply to our request. We have attached a copy of the eforesald application for your review/evaluation only and for the purpose of the issuance of the Markets and Securities Regulation Department's (MSRD) comment end/or recommendation thereto. It is further understood that the MSRD is not responsible for the actual processing of the above-mentioned application of the corporation/partnership.

Finally, should there be any violation of any existing laws, rules and regulations implemented by the MSRD, the company undertakes to: (1) submit all the required reports within seven (7) days from notification of approval of the applications; and (2) pay the corresponding penalty.

Вy,

Thank you,

Very truly yours,

DICKED LAN

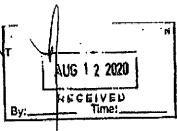
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(Name of Requesting Corporations' estagging)

JEET MALENCISTA

(Signature over Printed Name of Authorized Representative)

DIRECTORS' CERTIFICATE OF AMENDMENT OF THE ARTICLES OF INCORPORATION 8990 HOLDINGS, INC.



KNOW ALL MEN BY THESE PRESENTS:

The undersigned majority of the members of the Board of Directors and Corporate Secretary of 8990 HOLDINGS, INC. (the "Company") do hereby certify that the amendments to the SEVENTH Article of the Articles of Incorporation set forth below and in the accompanying copy of the Amended Articles of Incorporation of the Company, are 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 duly constituted meeting held on 13 June 2019 at the principal office of the Corporation, and ratified by the affirmative vote of stockholders or owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their annual meeting held on 29 July 2019 at Rooms 201-203, The Metropolitan Club, Estrella corner Amapola Streets, Guadalupe Viejo, Makati City:

SEVENTH: That the authorized capital stock of the Corporation is Seven Billion Pesos (Php7,000,000,000.00) Philippine currency, divided into Six Billion Eight Hundred Fifty Million (6,850,000,000) common shares with par value of One Peso (Php1.00) per share, Five Billion (5,000,000,000) voting preferred shares with par value of One Centavo (Php0.01) per share and One Hundred Million (100,000,000) non-voting, non-convertible, non-participating, redeemable, perpetual preferred shares with par value of One Peso (Php1.00) per share. (As amended by the Board of Directors and stockholders during their meetings held on 13 June 2019 and 29 July 2019, respectively)

- SIGNATURE PAGE FOLLOWS -



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IN WITNESS WHEREOF, we have Articles of Incorporation this	e signed this Directors' Certificate of Amend	dment of the
SON		X:
MARIANO D. MARTINEZ, JR. Chairman T.I.N. 107-781-349	UJIS N. VU, JR. Director [T.I.N. 150-003-678	<u> </u>
1	Carrie 150-005-076	
WILLIBALDO J. UY Director, President, and Chief Executive Officer	ALEXANDER ACE SOTTO Director and Chief Operating O T.I.N. 235-171-383	
T.I.N. 123-536-284	1.1.IV. 234-11 1-303	`
LOWELL L. YU	MANUEL S. DELPIN, JR	
Director T.I.N. 225-146-343	Director T.I.N. 111-223-389	
IAN NORMAN E. DATO	ARLENE C. KEH	
Director T.I.N. 207-277-177	Independent Director T.I.N. 115-785-432	. 4.
CRISTINA S. Cor	PALMA GIL-FERNANDEZ porate Secretary THE S and LN. 184-160-403 COMMISSION PRINTED FOR THE STATE OF THE SECRETARY THE SECRETA	
	P	8/13

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ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES) S.S. MAKATI CITY, METRO MANILA)

Metro Manila, affiants exhibiting to me the following:

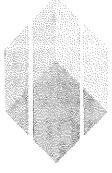
<u>Name</u>	Government ID	Date & Place Issued
Mariano D. Martinez, Jr.	T.I.N. ID 107-781-349	
Luis N. Yu, Jr.	T.I.N. ID 150-003-678	
Willibaldo J. Uy	T.I.N. 1D 123-536-284	
Alexander Ace Sotto	T.I.N. ID 235-171-383	
Lowell L. Yu	T.I.N. ID 225-146-343	
lan Norman E. Dato	T.I.N. ID 207-277-177	
Manuel S. Delfin, Jr.	T.I.N. ID 111-223-389	
Arlene C. Keh	T.I.N. ID 115-785-432	
Cristina S. Palma Gil-	T.I.N. ID 184-160-403	
Fernandez		

Doc. No. 388 Book No. 10: Page No. _ Series of 2019.

Kul

RALPH MICRAEL V. LORILLA
Appointment No. M-290
Notary Public for Makati City
Until December 31, 2020
Liberty Center-Picazo Law
104 H. V. Dela Costa Street, Makati City
Roll No. 71946
PTR No. 7339299/Makati City/01-06-2019
IBP No. 069586/Makati City/01-16-2019
MCLE Compliance No. VI-0019660/03-26-2019





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AMENDED ARTICLES OF INCORPORATION OF

8990 HOLDINGS, INC.

(formerly IP CONVERGE DATA CENTER, INC.)

KNOW ALL MEN BY THESE PRESENTS:

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 Republic of the Philippines.

WE HEREBY CERTIFY THAT

FIRST:

That the name of the Corporation shall be

8990 HOLDINGS, INC.

(As amended by the stockholders and Board of Directors during their respective meetings on 21 December 2012)

SECOND: That the purpose for which the Corporation is formed are:

To purchase, subscribe for, or otherwise acquire and own, hold, use, invest in, develop, sell, assign, transfer, lease, take options to, mortgage, pledge, exchange, and in all ways deal with, personal and real property of every kind and description, including shares of the capital stock of corporations, bonds, notes, evidence of indebtedness, and other securities, contracts or obligations of any corporation, domestic or foreign, without however, engaging in dealership in securities, in stock brokerage business or in the business of an investment company." (As amended by the stockholders and Board of Directors during their respective meetings on 21 December 2012).

AND IN FURTHERANCE OF THESE PURPOSES, the Corporation shall have the power:

1. To acquire by purchase, exchange, lease, bequest, devise or otherwise; to hold, own, use, maintain, manage, improve, develop and operate; and to sell, transfer, convey, lease, mortgage, pledge, exchange or otherwise dispose of real and personal properties, including vehicles and equipment necessary for the primary business, and any and all rights, interests or privileges therein necessary or incidental to the conduct of corporate business.

- 2. To borrow or raise money for the conduct of the business of the Corporation, and to draw, make, accept, endorse, execute, and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and non-negotiable instruments and evidences of indebtedness and to secure the payment thereof and of any interest thereon by mortgage upon, or pledge or, or grant of a security interest in, or conveyance or assignment in trust for, or lien upon the whole or any part of the property of the Corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds, debentures or other obligations of the Corporation for corporate purposes.
- 3. To invest and re-invest the money and property of the Corporation in such manner considered wise or expedient for the advancement of its interests.
- 4. To acquire the goodwill, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities, of any person, partnership, association or corporation, and to pay therefor in cash, stocks or bonds of the corporation or otherwise.
- 5. To aid in any lawful manner, by loan, subsidy, guaranty or otherwise, any corporation whose stocks, bond, notes, debentures or other securities or obligations are held or controlled directly or indirectly, by the Corporation, and to do any and all lawful acts or things necessary or desirable to protect, preserve, or enhance the value of such stocks, bonds, securities or other obligations or evidences of indebtedness, and to guarantee the performance of any contract or undertaking of any person, partnership, association or corporation in which the corporation is or become interested.
- 6. To enter into any lawful arrangement for the sharing of profits, union of interest, reciprocal concession or cooperation with any person, partnership, association, corporation, or government or 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 the Corporation.
- 7. To acquire or obtain from any government authority, national, provincial municipal or otherwise, or any person, partnership, association or corporation, such charters, contracts, franchise, privileges, exemptions, licenses and concessions required for the conduct of any of the purposes of the Corporation.
- 9. To conduct and transact any and 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 or without the Philippines, 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 conductive to or expedient for the protection or benefit of the Corporation.

THIRD: The place where the principal office of the Corporation is to be established or located shall be in 11th floor, Liberty Center, 104 H.V. Dela Costa Street, Salcedo Village, Makati City. (As amended by the Board of Directors and stockholders during their meetings held on 14 May 2014 and 28 July 2014, respectively)

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

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

Name	Nationality	Address			
Jaime C. Gonzalez	Filipino	50 McKinley Road Forbes Park, Makati City			
Enrique Y. Gonzalez	Filipino	50 McKinley Road Forbes Park, Makati City			
Marco Antonio Y. Santos	Filipino	47 McKinley Road Forbes Park, Makati City			
Emmanuel L. Jalandoni	Filipino	25 McKinley Road Forbes Park, Makati City			
Catherine J. Uy	Filipino	Gracetown Bldg., 942 Alvarado St., Binondo Manila			

SIXTH: The Corporation shall have thirteen (13) directors, and the names and residences of the Corporation who are to serve until their successors are elected and qualified, are as follows:

	E PORTO CONTROL AND I	
Name	Nationality A	
Jaime C. Gonzalez	Filipino Com	50 McKinley Road Forbes Park, Makati City
Enrique Y. Gonzalez	Filipino	50 McKinley Road Forbes Park, Makati City
Marco Antonio Y. Santos	Filipino	47 McKinley Road Forbes Park, Makati City
Emmanuel L. Jalandoni	Filipino	25 McKinley Road Forbes Park, Makati City
Catherine J. Uy	Filipíno	Gracetown Bldg., 942 Alvarado St., Binondo Manila

(As amended on 05 April 2010; as further amended by the stockholders and Board of Directors during their meetings held on 14 May 2014 and 28 July 2014, respectively)

SEVENTH: That the authorized capital stock of the Corporation is Seven Billion Pesos (Php7,000,000,000,000) Philippine currency, divided into Six Billion Eight Hundred Fifty Million (6,850,000,000) common shares with par value of One Peso (Php1.00) per share, Five Billion (5,000,000,000) voting preferred shares with par value of One Centavo (Php0.01) per share and One Hundred Million (100,000,000) non-voting, non-convertible, non-participating, redeemable, perpetual preferred shares with par value of One Peso (Php1.00) per share. (As amended by the Board of Directors and stockholders during their meetings held on 13 June 2019 and 29 July 2019, respectively)

The preferred shares may be issued from time to time in one or more series as the Board of Directors may determine, and authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of the preferred shares, to fix the number of shares to be included in each of such series, and to determine the cash dividend rate, the amount and price, and the rate, period and manner of redemption of the preferred shares for each of such series. To the extent not set forth in this Article Seventh, the specific terms and restrictions of each series of the preferred shares shall be specified in such resolutions (the "Enabling Resolutions for Preferred Shares") as may be adopted by the Board of Directors prior to the issue of each series, which Enabling Resolutions for Preferred Shares shall be filed with and approved by the Securities and Exchange Commission, and thereupon be deemed a part of these Articles of Incorporation.

The holders of the preferred shares of each series shall be entitled to receive cash dividends at such rate or amount as may be fixed in the Enabling Resolutions for Preferred Shares. Such dividends may be cumulative from and after the date of issue of the preferred shares, whether or not in any period the amount thereof is covered by available unrestricted retained earnings. No dividends shall be declared or paid on the common shares unless the full accumulated dividends on all preferred shares for all past dividend periods and for the current dividend period shall have been declared and paid by the Corporation. The holders of the preferred shares shall not be entitled to any participation or share in the retained earnings remaining after dividend payments shall have been made on the preferred shares.

The preferred shares shall be redeemable in such manner and within such period as may be fixed in the Enabling Resolutions for Preferred Shares for such series. Any and all preferred shares redeemed shall not be considered retired and may be reissued by the Corporation.

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In the event of liquidation, dissolution, bankruptcy, or winding up of the affairs of the Corporation, the holders of the preferred shares shall be entitled to be paid in full or ratably to the extent that the remaining assets of the Corporation will permit, an amount equivalent to the issue price of such preferred shares plus all accumulated and unpaid dividends up to the then current dividend period, before any asset of the Corporation shall be paid or distributed to the holders of the common shares. (As amended by the stockholders and Board of Directors during their respective meetings on 21 December 2012, and further amended on 31 January 2017)

The stockholders of the Corporation shall have no pre-emptive right to subscribe to any issued or dispositions of shares of any class or series of any class. (As amended on 05 April 2010, and further amended on 31 January 2017).

EIGHTH: The following person have subscribed to and paid for number of shares and the amount of capital stock indicated opposite their respective names:

Name of Subscribers	Nationality	No. of Shares	Amount Subscribed (P)))	Amount Paid (P)	
IPVG CORP.	Filipino	2,500,000	2,5000,000.00	625,000.00	
Jaime C. Gonzalez	Filipino	1	1.00	1.00	
Enrique Y. Gonzalez	Filipino	1	1.00	1.00	
Marco Antonio Y. Santos	Filipino	1	1.00	1.00	
Emmanuel L. Jalandoni	Filipino	1	1.00	1.00	
Catherin J. Uy	Filipino	1	1.00	1.00	

The foregoing subscription constitute at least twenty five percent (25%) of the authorized capital stock of the Corporation, and that the initial payment indicated therein constitute at least twenty five percent (25%) of the total subscription.

NINTH: MR. ENRIQUE Y. GONZALEZ has been elected by the subscribers as the Treasurer of the Corporation to act as such until his successor is duly elected and have qualified in accordance with the By-Laws. As Treasurer, he 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, at Makati City, Metro Manila, Philippines on this 29 June 2005.



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(signed)
JAIME C. GONZALEZ
TIN: 171-457-049

(signed)
ENRIQUE Y. GONZALEZ
TIN: 201-868-133

(signed)
MARCO ANTONIO Y. SANTOS
TIN: 123-267-393

(signed)
EMMANUEL L. JALANDONI
TIN: 106-904-903

(signed)
CATHERINE J. UY
TIN: 906-857-846

Signed in the presence of:

<u>ACKNOWLEDGEMENT</u>

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA) S.S.

BEFORE ME, a Notary Public, for and in Makati City, Metro Manila, this personally appeared the following:

Name	Passport No.	Place/Date Issued /		
Jaime C. Gonzalez	XX0226525	DFA, Manila/10 December 2007		
Enrique Y. Gonzalez	TT0267765	DFA, Manila/23 June 2006		
Marco Antonio Y. Santos				
Emmanuel L. Jalandoni	XX14633640 mmiss	DFA, Manila/24 June 2008		
Catherine J. Uy	XX3182870	DFA, Manila/7 March 2009		

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

WITNESS MY HAND AND SEAL on the date and place first herein above stated. place 2000ccpproco 02:10:36 013 12/22/2021

Doc, No. 04 Page No. 02 Book No. 583 Series of 2005. ATTY, LOPE M. VELASCO Notary Public REPUBLIC OF THE PHILIPPINES) MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

- I, CRISTINA S. PALMA GIL-FERNANDEZ, of legal age, Filipino, and with office address at the Penthouse, Liberty Center Picazo Law, 104 H.V. Dela Costa Street, Salcedo Village, Makati City, after having been duly sworn to in accordance with law, hereby depose and say that:
- 1. I am the Corporate Secretary of 8990 HOLDINGS, INC. (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at Unit 1104 Liberty Center, 104 HV dela Costa St., Salcedo Village, Makati City.
- To the best of my knowledge, as of date hereof, 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 directors, officers or stockholders of the Corporation or vice versa.

IN WITNESS WHEREOF, I have hereunto set my hand on OCT 1 0 2019 n Makati City, Metro Manila.

CRISTINA S. PALMA GIL-FERNANDEZ
COrporate Secretary

SUBSCRIBED AND SWORN to before me this <u>0CT 1 0 2019</u> at Makati City, affiant exhibiting to me her Passport No. P5655630A Issued on 18 January 2018 at DFA NCR South.

Doc No. 389
Page No. 50
Book No. 1
Series of 2019.

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RALPH MICHAEL V. LORILLA

Appointment No. M-290
Notary Public for Maketi City
Until December 31, 2020
Liberty Center-Picazo Law
104 H. V. Dela Costa Street, Maketi City
Roll No. 71946

PTR No. 7339299/Makati City/01-06-2019 IBP No. 069586/Makati City/01-16-2019 MCLE Compliance No. VI-0019660/03-26-2019

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REPUBLIC OF	THE	PHILIPPINES
MAKATI CITY		

)) S.S.

SECRETARY'S CERTIFICATE

I,	CRISTINA :	S. PALMA	GIL-FERNAN	NDEZ, of le	gal age,	Filipino, a	and with	office add	iress at
the Penth	ouse, Libert	y Center -	Picazo Law,	104 H.V. I	Dela Cos	ta Street	t, Salcedo	Village,	Makati
City, after	having beer	i duly swom	n to in accorda	ance with la	w, hereb	y depose	and say	that:	

- I am the Corporate Secretary of 8990 HOLDINGS, INC. (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at Unit 1104 Liberty Center, 104 HV dela Costa St., Salcedo Village, Makati City.
- 2. At the duly constituted meeting of the Board of Directors the Corporation held on 13 June 2019, the reclassification of 50,000,000 unssued common shares with par value of Php1.00 per share or an aggregate par value of Php50,000,000.00, to 5,000,000,000 voting preferred shares with par value of Php0.01 per share or an aggregate par value of Php50,000,000.00 was approved by the affirmative vote of at least a majority of the Board of Directors of the Corporation
- 3. At the duly constituted meeting of the stockholders of the Corporation held on 29 July 2019, the reclassification of 50,000,000 unissued common shares with par value of Php1.00 per share or an aggregate par value of Php50,000,000.00, to 5,000,000,000 voting preferred shares with par value of Php0.01 per share or an aggregate par value of Php50,000,000.00 was approved by the affirmative vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation.
- 4. Considering that only unissued common shares will be reclassified to voting preferred shares and no additional shares will be issued yet, there will be no change in the shareholdings of the estackholders of the Corporation sofely on the basis of such reclassification. A list of the stockholders before and after the reclassification of shares with details on their respective pationalities and the number of shares subscribed and paid-up is attached herewith as Afnex "A" hereof.

IN WITNESS WHEREOF, I have hereunto set my hand on in Makati City, Metro Manila.

EXCHAIGE

CONTURS I HUMBEL HUMBEL

CRISTINA S. PALMA GIL-FERNANDEZ

SUBSCRIBED AND SWORN to before me this NOV 0 7 2019 at Makati City, affiant exhibiting to me her Passport No. P5655630A issued on 18 January 2018 at DFA NCR South.

DOC NO. 485 PAGE NO. 481 BOOK NO. 2011 3 SECRETARIO SERVICES OF 2019.

RALPH MICHAEL V. LORILLA

Corporate Secretary

Appointment No. M-290
Notary Public for Maketi Cay (197)
Until December 31, 2020
Uberty Castro-Picago Law

Liberty Center-Picazo Law 104 H. V. Dela Costa Street, MoNati City Roll No. 71946

PTR No. 7739299/Makati City/01-06-2013

BP No. 089566/Makati City/01-16-2013

The list of stockholders after the reclassification is made on thrace working the control of the control of