



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. 184044

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

JG SUMMIT HOLDINGS, INC.

(Amending Article VII Reclassification of Shares thereof)

copy annexed, adopted on August 14, 2020 by majority vote of the Board of Directors and on October 20, 2020 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 29th day of June, Twenty Twenty One.


DANIEL P. GABUYO

Assistant Director

SO Order 1188 Series of 2018

BA/qba

| Nature of Application | SEC Registration Number |
|-----------------------------------|-------------------------|
| Amended Articles of Incorporation | 184044 |

[illegible]

AMENDED TO:
New Company Name

[illegible]

| | | |
|--------------------------------|------------------------------|------------------------------|
| Company's Email Address | Company's Telephone Number/s | Company's Facsimile Number/s |
| corporatesecretary@jgsummit.ph | 633-7631 to 40 | |

| Name of Contact Person | Email Address | Telephone Number/s | Facsimile Number/s |
|---|---------------|--------------------|--------------------|
| Atty. Maria Celia H. Fernandez-Estavillo Corporate Secretary | | 633-7631 | 395-2608 |

40th Floor Robinsons Equitable Tower, ADB Avenue corner Poveda St., Ortigas Center, Pasig City

Assigned Processor _____

Received by Corporate Filing and Records Division (CFRD) _____

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

Figure 1 consists of two panels, (a) and (b), each showing a set of horizontal lines. Panel (a) shows a smooth, wavy line. Panel (b) shows a similar line with a small, sharp peak on the right side.

CERTIFICATION

I, **MARIA CELIA H. FERNANDEZ-ESTAVILLO**, of legal age, Filipino with business address at the 40th Floor, Robinsons Equitable Tower, ADB Avenue cor. Poveda Street, Ortigas Center, Pasig City, Metro Manila, being the duly elected Corporate Secretary of JG SUMMIT HOLDINGS, INC. (hereinafter referred to as the "Corporation"), a corporation organized and existing under Philippine law with principal office and place of business at the 43rd Floor, Robinsons Equitable Tower, ADB Avenue cor. Poveda Street, Ortigas Center, Pasig City, Metro Manila, hereby certify that:

1. On August 14, 2020, at least a majority of the Board of Directors approved the amendment of the Articles of Incorporation in order to reclassify the unissued preferred non-voting shares of the Corporation to preferred voting shares and to modify the dividend features of the preferred voting share such that preferred voting shares shall be entitled to: (a) cash and property dividends equivalent to 1/100 of cash and property dividends declared for common shares; and (b) stock dividends equivalent to the same rate declared for common shares (the "Amendment").
2. On October 20, 2020, at a special meeting called for such purpose, stockholders representing 85.77% of the total outstanding capital stock of the Corporation likewise approved the Amendment.
3. With the Amendment, the TWO BILLION (2,000,000,000) non-voting preferred shares of the Corporation with a par value of ONE PESO (Php 1.00) per non-voting preferred share will be reclassified to TWO HUNDRED BILLION (200,000,000) voting preferred shares with a par value of ONE CENTAVO (Php .01) per voting preferred share.
4. As of October 30, 2020, the breakdown of the capital stock of the Corporation was as follows:

| Authorized Capital Stock | Number of Shares | Par Value | Amount |
|--------------------------|------------------|-----------|-------------------|
| Common | 12,850,800,800 | 1.00 | 12,850,800,800.00 |
| Preferred Non-Voting | 2,000,000,000 | 1.00 | 2,000,000,000.00 |
| Preferred Voting | 4,000,000,000 | 0.01 | 40,000,000.00 |

A list of the Top (20) shareholders of the Corporation holding common and preferred shares and their shareholdings as of October 20, 2020 is hereto attached as Annex "A"

5. After reclassification of the preferred non-voting shares to preferred voting shares, the breakdown of the capital stock of the Corporation will be as follows:

| Authorized Capital Stock | Number of Shares | Par Value | Amount |
|--------------------------|------------------|-----------|-------------------|
| Common | 12,850,800,800 | 1.00 | 12,850,800,800.00 |
| Preferred Voting | 2,040,000,000 | 0.01 | 2,040,000,000 |

6. This certificate is being executed to attest to the truth of the foregoing and for the purpose of securing the approval of the amendment of the Article of Incorporation of JG Summit Holdings, Inc. with the Securities and Exchange Commission.

Chy

MARIA CELIA H. FERNANDEZ-ESTAVILLO

Corporate Secretary

79 JUN 2021

SUBSCRIBED AND SWORN to before me this _____ at Pasig City, Philippines,
affiant exhibiting to me her SSS ID

Doc No. 173;
Page No. 36;
Book No. 3;
Series of 2021.

Chy
ANDRE RIA B. BUZENACERO

Notary Public for Pasig, San Juan, and Pateros
Notarial Commission No. 248 extended
until June 30, 2021 pursuant to Bar Matter No. 3795
40th Floor Robinsons Equitable Tower, ADB Ave.
cor. Poveda Road, Ortigas Center, Pasig City 1605
Roll of Attorneys No. 55199
PTR No. 8540878/01-11-2021/Makati City
IBP Receipt No. 144096/01-05-2021/Rizal Chapter

ANNEX "A"

JG SUMMIT HOLDINGS, INC.

LIST OF TOP 20 STOCKHOLDERS COMMON AND PREFERRED SHARES

BEFORE AND AFTER RECLASSIFICATION

COMMON SHARES

| Name | Nationality | No. of Shares Subscribed | % to Outstanding |
|--|-------------|-----------------------------|---------------------|
| 1. GOKONGWEI BROTHERS FOUNDATION INC. | | 1,997,076,451 | 27.88 |
| 2. PCD NOMINEE CORPORATION - (FILIPINO) | | 1,725,264,923 | 24.09 |
| 3. RSB-TIG NO. 030-46-000001-9 | | 1,033,319,225 | 14.43 |
| 4. PCD NOMINEE CORPORATION- (NON-FILIPINO) | | 875,140,103 | 12.22 |
| 5. LANCE YU GOKONGWEI | | 306,324,720 | 4.28 |
| 6. EGO INVESTMENTS HOLDINGS LIMITED | | 267,568,000 | 3.74 |
| 7. JAMES L. GO | | 148,679,656 | 2.08 |
| 8. ROBINA YU GOKONGWEI | | 105,314,722 | 1.47 |
| 9. GOSOTTO & CO., INC. | | 100,644,494 | 1.41 |
| 10. LISA YU GOKONGWEI | | 82,930,000 | 1.16 |
| 11. ROBINA GOKONGWEI PE | | 74,145,277 | 1.04 |
| 12. FAITH YU GOKONGWEI | | 60,920,000 | 0.85 |
| 12. MARCIA YU GOKONGWEI | | 60,920,000 | 0.85 |
| 13. LISA GOKONGWEI CHENG | | 54,200,000 | 0.76 |
| 14. MARCIA YU GOKONGWEI | | 36,100,000 | 0.50 |
| 14. FAITH GOKONGWEI LIM | | 36,100,000 | 0.50 |
| 14. HOPE GOKONGWEI TANG | | 36,100,000 | 0.50 |
| 15. NICRIS DEVELOPMENT CORPORATION | | 34,073,252 | 0.48 |
| 16. MICHAEL SEETEBENG | | 13,400,327 | 0.19 |
| 17. JOHN GOKONGWEI JR. | | 11,183,531 | 0.16 |
| 18. QUALITY INVESTMENTS & SECURITIES CORP. | | 8,794,498 | 0.12 |
| 19. RICHARD YAP | | 8,570,362 | 0.12 |
| 20. OLYMPIA T. GOTAO | | 8,567,730 | 0.12 |
| Other Shareholders in Aggregate | | 77,504,386 | 1.08 |
| Total Subscribed and Paid Up | | 7,162,841,657 | 100.00 |
| Total Outstanding | | 7,162,841,657 | |

PREFERRED VOTING SHARES

| Name | Nationality | No. of Shares Subscribed | % to Outstanding |
|-------------------------------------|-------------|-----------------------------|---------------------|
| GOKONGWEI BROTHERS FOUNDATION, INC. | | 4,000,000,000 | 100.00 |
| Total Shares | | 4,000,000,000 | 100.00 |

AMENDED ARTICLES OF INCORPORATION
OF
JG SUMMIT HOLDINGS, INC.

KNOW ALL MEN BY THESE PRESENTS:

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

AND WE HEREBY CERTIFY:

FIRST: That the name of the corporation shall be:

JG SUMMIT HOLDINGS, INC.

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

PRIMARY

To invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidence of indebtedness, and other securities or obligations of any corporation or corporations, association or associations, domestic or foreign, for whatever lawful purpose or purposes the same may have been organized and to pay therefor in money or by exchanging therefor stocks, bonds, or other evidences of indebtedness or securities of this or any other corporation, and while the owner or holder of any such real or personal property, stocks, bonds, debentures, contracts, or obligations, to receive, collect, and dispose of the interest, dividends, and income arising from such property; and to possess and exercise in respect thereof all the rights, powers, and privileges of ownership, including all voting powers of any stock so owned.

SECONDARY PURPOSES

1. To purchase, acquire, own, lease, sell and convey real properties such as lands, buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness, or other securities, as may be deemed expedient, for any business or property acquired by the corporation.
2. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or 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;
3. To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties and goodwill of the corporation or any part thereof for such consideration and under such terms as it shall see fit to accept;
4. To carry on and manage the general business of any company;
5. To aid in any manner any corporation association, or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise;
6. To enter into lawful arrangement for sharing profits, union of interest, unitization or farmout agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of 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 and 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 amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within the Philippines;

9. To distribute the surplus profits of the corporation to the stockholders thereof in kind, namely, properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to this corporation; and

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

THIRD: That the place where the principal office of the corporation is to established or located shall be at the 43rd Floor, Robinsons Equitable Tower, ADB Avenue corner Poveda Street, Ortigas Center, Pasig City, Metro Manila. (As amended on June 26, 2014 by stockholders representing at least two-thirds of the outstanding capital stock and on May 8, 2014 by the unanimous vote of the Board of Directors)

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

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

| Name | Citizenship | Address |
|----------------------|-------------|---------|
| John Gokongwei, Jr. | | |
| Henry L. Go | | |
| Johnson Robert L. Go | | |
| James L. Go | | |
| Lance Y. Gokongwei | | |

SIXTH: That the number of directors of said corporation shall be (11) and that the names, nationalities and residences of the directors who are to serve until their successors are elected and qualified, as provided by the by-laws, are as follows:

| Name | Citizenship | Address |
|----------------------|-------------|---------|
| John Gokongwei, Jr. | | |
| Henry L. Go | | |
| Johnson Robert L. Go | | |
| James L. Go | | |
| Lance Y. Gokongwei | | |
| Ignacio Gotao | | |
| Wilfrido C. Tecson | | |
| Catalino Ngochua | | |

SEVENTH: That the authorized capital stock of said corporation is FOURTEEN BILLION EIGHT HUNDRED NINETY MILLION EIGHT HUNDRED THOUSAND PESOS (P14,890,800,000), Philippine Currency, divided into TWELVE BILLION EIGHT HUNDRED FIFTY MILLION EIGHT HUNDRED THOUSAND (12,850,800,000) common shares with a par value of ONE PESO (P1.00) per share, with a total par value of Twelve Billion Eight Hundred Fifty Million Eight Hundred Thousand Pesos (P12,850,800,000.00) **and TWO HUNDRED FOUR BILLION (204,000,000,000) preferred voting shares with a par value of One Centavo (P0.01) per preferred voting share, with a total par value of Two Billion Forty Million Pesos (P2,040,000,000.00) ("Preferred Voting Shares").** (As amended on October 20, 2020 by stockholders representing at least two-thirds of the

outstanding capital stock of the Corporation and on August 14, 2020 by majority vote of the Board of Directors).

No transfer of stock or interest which will reduce the 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 the Corporation and this restriction shall be indicated in all the stock certificates issued by the Corporation.

Provided further, that no shareholder of any class shall be entitled to any pre-emptive right to subscribe for, purchase or receive any part of the shares of the Corporation, whether issued from its unissued capital or its treasury stock.

The preferences, privileges, and voting powers of the Preferred Voting Shares shall be as follows:

1. The Preferred Voting Shares shall be entitled to vote on all matters involving the affairs of the Corporation requiring the approval of stockholders. Each Preferred Voting Share shall have the same voting rights as a common share.
2. The Preferred Voting Shares shall be non-redeemable.
3. **The Preferred Voting Shares shall be entitled to: (a) cash and property dividends equivalent to 1/100 of cash and property dividends declared for common shares; and (b) stock dividends equivalent to the same rate declared for common shares.** (As amended on October 20, 2020 by stockholders representing at least two-thirds of the outstanding capital stock of the Corporation and on August 14, 2020 by majority vote of the Board of Directors)
4. In the event of liquidation, dissolution, receivership or winding up of affairs of the Corporation, holders of Preferred Voting Shares shall be entitled to be paid in full at par, or ratably, in so far as the assets of the Corporation will permit, for each Preferred Voting Share held before any distribution is made to holders of common shares.
5. The Board of Directors shall be authorized to fix, implement, amend and provide such other terms and conditions of the Preferred Voting Shares as it shall deem fit. (As amended on December 9, 2010 by the Board of Directors and on January 27, 2011 by the stockholders representing at least 2/3 of the outstanding capital stock)

EIGHT: The amount of said capital stock which has been actually subscribed is THREE BILLION SEVEN HUNDRED TWELVE MILLION SEVEN HUNDRED THOUSAND PESOS (3,712,700,000), and the following persons, who are all Filipinos, have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

| | NAME | CLASS A | CLASS B | NO. OF SHARES | AMOUNT SUBSCRIBED |
|----|-----------------------------------|---------------|-------------|------------------|----------------------|
| 1 | John Gokongwei, Jr. | 1,603,736,128 | 534,578,709 | 2,138,314,837 | 2,138,314,837 |
| 2 | Henry L. Go | 448,160,577 | 149,386,858 | 597,547,435 | 597,547,435 |
| 3 | Johnson Robert Go | 141,281,825 | 47,093,942 | 188,375,767 | 188,375,767 |
| 4 | James L. Go | 117,223,727 | 39,074,576 | 156,298,303 | 156,298,303 |
| 5 | Lance Gokongwei | 986 | 329 | 1,315 | 1,315 |
| | Total Incorporators-subscribers | 2,310,403,243 | 770,134,414 | 3,080,537,657 | 3,080,537,657 |
| 6 | Gosotto & Co., Inc. | 93,848,519 | 31,282,840 | 125,131,359 | 125,131,359 |
| 7 | Ignacio Gotao | 53,865,559 | 17,955,186 | 71,820,745 | 71,820,745 |
| 8 | Inocencio Gotao | 37,470,922 | 12,490,307 | 49,961,229 | 49,961,229 |
| 9 | Lily Ngo Chua | 35,291,944 | 11,763,981 | 47,055,925 | 47,055,925 |
| 10 | Emma G. See | 30,683,750 | 10,227,916 | 40,911,666 | 40,911,666 |
| 11 | Nicris Development Corp. | 29,709,036 | 9,903,012 | 39,612,048 | 39,612,048 |
| 12 | Catalino Ngochua | 29,552,609 | 9,850,869 | 39,403,478 | 39,403,478 |
| 13 | Edward L. Go | 23,444,544 | 7,814,848 | 31,259,392 | 31,259,392 |
| 14 | Pacred Service & Investment Corp. | 17,030,206 | 5,676,735 | 22,706,941 | 22,706,941 |
| 15 | Manuel Ah Yong | 15,201,057 | 5,067,019 | 20,268,076 | 20,268,076 |
| 16 | Michael G. Seetekbeng | 10,091,207 | 3,363,735 | 13,454,942 | 13,454,942 |
| 17 | Pacifico Yap | 8,093,144 | 2,697,714 | 10,790,858 | 10,790,858 |
| 18 | Esperanza G. Yu | 7,864,418 | 2,621,472 | 10,485,890 | 10,485,890 |
| 19 | Estrella G. Co | 7,864,418 | 2,621,472 | 10,485,890 | 10,485,890 |
| 20 | Alexander Yap | 5,781,239 | 1,927,080 | 7,708,319 | 7,708,319 |
| 21 | Dorothy Yap | 5,781,239 | 1,927,080 | 7,708,319 | 7,708,319 |
| 22 | Richard Yap | 5,781,239 | 1,927,080 | 7,708,319 | 7,708,319 |
| 23 | Evelyn Yap | 5,781,239 | 1,927,080 | 7,708,319 | 7,708,319 |
| 24 | Elena G. Yu | 5,438,479 | 1,812,827 | 7,251,306 | 7,251,306 |
| 25 | Antonio G. TanGiok Kun | 2,989,865 | 996,622 | 3,986,487 | 3,986,487 |
| 26 | Eufrocina G. Tan | 2,934,985 | 978,328 | 3,913,313 | 3,913,313 |
| 27 | Rosita G. Yu | 2,855,785 | 951,928 | 3,807,713 | 3,807,713 |
| 28 | Carmen S. Go | 2,624,759 | 874,919 | 3,499,678 | 3,499,678 |
| 29 | Fely G. Morgia | 2,624,759 | 874,919 | 3,499,678 | 3,499,678 |
| 30 | Amparo G. Ong-oh | 2,624,759 | 874,919 | 3,499,678 | 3,499,678 |
| 31 | Conchita S. Go | 2,624,759 | 874,919 | 3,499,678 | 3,499,678 |
| 32 | Mary Ah Yong | 2,304,674 | 768,225 | 3,072,899 | 3,072,899 |
| 33 | Dee K. Chiong | 2,301,059 | 767,020 | 3,068,079 | 3,068,079 |
| 34 | Manuel Luis Zialcita | 1,791,356 | 597,119 | 2,388,475 | 2,388,475 |
| 35 | Benigno Zialcita III | 1,791,356 | 597,119 | 2,388,475 | 2,388,475 |
| 36 | Benigno Zialcita Jr. | 1,723,001 | 574,334 | 2,297,335 | 2,297,335 |
| 37 | Felix G. Tan | 1,643,144 | 547,715 | 2,190,859 | 2,190,859 |
| 38 | David G. Tan | 1,643,144 | 547,715 | 2,190,859 | 2,190,859 |
| 39 | Benjamin G. Tan | 1,643,144 | 547,715 | 2,190,859 | 2,190,859 |
| 40 | Fely S. Go | 1,524,838 | 508,279 | 2,033,117 | 2,033,117 |
| 41 | Joseph Henry Ng | 1,524,509 | 508,170 | 2,032,679 | 2,032,679 |
| 42 | Anthony Yu | 1,295,455 | 431,818 | 1,727,273 | 1,727,273 |
| 43 | Wilfrido C. Tecson | 1,204,425 | 401,475 | 1,605,900 | 1,605,900 |

| 44 | See Tek Beng | 790,352 | 263,451 | 1,053,803 | 1,053,803 |
|----|-------------------------|---------------|-------------|------------------|----------------------|
| | NAME | CLASS A | CLASS B | NO. OF SHARES | AMOUNT SUBSCRIBED |
| 45 | Lynette Gotao | 689,134 | 229,712 | 918,846 | 918,846 |
| 46 | Juanita Marquez Lim | 681,593 | 227,198 | 908,791 | 908,791 |
| 47 | Paul Gotao See | 657,258 | 219,086 | 876,344 | 876,344 |
| 48 | Simon S. Go | 568,856 | 189,619 | 758,475 | 758,475 |
| 49 | Danilo Zialcita | 558,669 | 186,223 | 744,892 | 744,892 |
| 50 | Emiliana G. Tan | 466,653 | 155,551 | 622,204 | 622,204 |
| 51 | Maxwell Ah Yong | 275,062 | 91,688 | 366,750 | 366,750 |
| 52 | Manuel Ah Yong Jr. | 275,062 | 91,688 | 366,750 | 366,750 |
| 53 | Marivic Ah Yong | 274,734 | 91,578 | 366,312 | 366,312 |
| 54 | Marissa Ah Yong | 274,734 | 91,578 | 366,312 | 366,312 |
| 55 | Maritess Ah Yong | 274,405 | 91,469 | 365,874 | 365,874 |
| 56 | Mary Elizabeth Zialcita | 90,701 | 30,234 | 120,935 | 120,935 |
| | Total other subscribers | 474,121,757 | 158,040,586 | 632,162,343 | 632,162,343 |
| | TOTAL SUBSCRIBED | 2,784,525,000 | 928,175,000 | 3,712,700,000 | 3,712,700,000 |

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

| | NAME | CLASS A | CLASS B | AMOUNT PAID |
|----|-----------------------------------|---------------|-------------|---------------|
| 1 | John Gokongwei, Jr. | 1,603,736,128 | 534,578,709 | 2,138,314,837 |
| 2 | Henry L. Go | 448,160,577 | 149,386,858 | 597,547,435 |
| 3 | Johnson Robert Go | 141,281,825 | 47,093,942 | 188,375,767 |
| 4 | James L. Go | 117,223,727 | 39,074,576 | 156,298,303 |
| 5 | Lance Gokongwei | 986 | 329 | 1,315 |
| | Total Incorporators-subscribers | 2,310,403,243 | 770,134,414 | 3,080,537,657 |
| 6 | Gosotto & Co., Inc. | 93,848,519 | 31,282,840 | 125,131,359 |
| 7 | Ignacio Gotao | 53,865,559 | 17,955,186 | 71,820,745 |
| 8 | Inocencio Gotao | 37,470,922 | 12,490,307 | 49,961,229 |
| 9 | Lily Ngo Chua | 35,291,944 | 11,763,981 | 47,055,925 |
| 10 | Emma G. See | 30,683,750 | 10,227,916 | 40,911,666 |
| 11 | Nicris Development Corp. | 29,709,036 | 9,903,012 | 39,612,048 |
| 12 | Catalino Ngochua | 29,552,609 | 9,850,869 | 39,403,478 |
| 13 | Edward L. Go | 23,444,544 | 7,814,848 | 31,259,392 |
| 14 | Pacred Service & Investment Corp. | 17,030,206 | 5,676,735 | 22,706,941 |
| 15 | Manuel Ah Yong | 15,201,057 | 5,067,019 | 20,268,076 |
| 16 | Michael G. Seetebeng | 10,091,207 | 3,363,735 | 13,454,942 |

| 17 | Pacifico Yap | 8,093,144 | 2,697,714 | 10,790,858 |
|----|-------------------------|---------------|-------------|---------------|
| | NAME | CLASS A | CLASS B | AMOUNT PAID |
| 18 | Esperanza G. Yu | 7,864,418 | 2,621,472 | 10,485,890 |
| 19 | Estrella G. Co | 7,864,418 | 2,621,472 | 10,485,890 |
| 20 | Alexander Yap | 5,781,239 | 1,927,080 | 7,708,319 |
| 21 | Dorothy Yap | 5,781,239 | 1,927,080 | 7,708,319 |
| 22 | Richard Yap | 5,781,239 | 1,927,080 | 7,708,319 |
| 23 | Evelyn Yap | 5,781,239 | 1,927,080 | 7,708,319 |
| 24 | Elena G. Yu | 5,438,479 | 1,812,827 | 7,251,306 |
| 25 | Antonio G. TanGiok Kun | 2,989,865 | 996,622 | 3,986,487 |
| 26 | Eufrocina G. Tan | 2,934,985 | 978,328 | 3,913,313 |
| 27 | Rosita G. Yu | 2,855,785 | 951,928 | 3,807,713 |
| 28 | Carmen S. Go | 2,624,759 | 874,919 | 3,499,678 |
| 29 | Fely G. Morgia | 2,624,759 | 874,919 | 3,499,678 |
| 30 | Amparo G. Ong-oh | 2,624,759 | 874,919 | 3,499,678 |
| 31 | Conchita S. Go | 2,624,759 | 874,919 | 3,499,678 |
| 32 | Mary Ah Yong | 2,304,674 | 768,225 | 3,072,899 |
| 33 | Dee K. Chiong | 2,301,059 | 767,020 | 3,068,079 |
| 34 | Manuel Luis Zialcita | 1,791,356 | 597,119 | 2,388,475 |
| 35 | Benigno Zialcita III | 1,791,356 | 597,119 | 2,388,475 |
| 36 | Benigno Zialcita Jr. | 1,723,001 | 574,334 | 2,297,335 |
| 37 | Felix G. Tan | 1,643,144 | 547,715 | 2,190,859 |
| 38 | David G. Tan | 1,643,144 | 547,715 | 2,190,859 |
| 39 | Benjamin G. Tan | 1,643,144 | 547,715 | 2,190,859 |
| 40 | Fely S. Go | 1,524,838 | 508,279 | 2,033,117 |
| 41 | Joseph Henry Ng | 1,524,509 | 508,170 | 2,032,679 |
| 42 | Anthony Yu | 1,295,455 | 431,818 | 1,727,273 |
| 43 | Wilfrido C. Tecson | 1,204,425 | 401,475 | 1,605,900 |
| 44 | See Tek Beng | 790,352 | 263,451 | 1,053,803 |
| 45 | Lynette Gotao | 689,134 | 229,712 | 918,846 |
| 46 | Juanita Marquez Lim | 681,593 | 227,198 | 908,791 |
| 47 | Paul Gotao See | 657,258 | 219,086 | 876,344 |
| 48 | Simon S. Go | 568,856 | 189,619 | 758,475 |
| 49 | Danilo Zialcita | 558,669 | 186,223 | 744,892 |
| 50 | Emiliana G. Tan | 466,653 | 155,551 | 622,204 |
| 51 | Maxwell Ah Yong | 275,062 | 91,688 | 366,750 |
| 52 | Manuel Ah Yong Jr. | 275,062 | 91,688 | 366,750 |
| 53 | Marivic Ah Yong | 274,734 | 91,578 | 366,312 |
| 54 | Marissa Ah Yong | 274,734 | 91,578 | 366,312 |
| 55 | Maritess Ah Yong | 274,405 | 91,469 | 365,874 |
| 56 | Mary Elizabeth Zialcita | 90,701 | 30,234 | 120,935 |
| | Total other subscribers | 474,121,757 | 158,040,586 | 632,162,343 |
| | TOTAL PAID | 2,784,525,000 | 928,175,000 | 3,712,700,000 |

TENTH: That no issuance or transfer of shares of stock of the corporation which would reduce the stock ownership of Filipino citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino citizens, shall be allowed or permitted to be recorded in the books of the corporation. This restriction shall be printed or indicated in all the certificates of stock to be issued by the corporation.

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

IN WITNESS WHEREOF, we have hereunto set our hands, this 7th day of June, 1990 at Manila Philippines.

(Sgd.) JOHN GOKONGWEI, JR.

(Sgd.) JAMES L. GO

(Sgd.) HENRY L. GO

(Sgd.) LANCE Y. GOKONGWEI

(Sgd.) JOHNSON ROBERT L. GO

Signed in the presence of:

(Sgd.) E.C. ROJAS, JR.

(Sgd.) Illegible

ACKNOWLEDGEMENT

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

BEFORE ME, a Notary Public in and for Manila, Philippines, this 7th day of June, 1990, personally appeared:

| Name | Res. Cert. No. Date & Place Issued |
|----------------------|------------------------------------|
| JOHN GOKONGWEI, JR. | 04.06.90 / Pasig |
| HENRY L. GO | 04.06.90 / Pasig |
| JOHNSON ROBERT L. GO | 04.06.90 / Pasig |
| JAMES L. GO | 04.06.90 / Pasig |
| LANCE Y. GOKONGWEI | 03.26.90 / Pasig |

all known to me and to me known to be 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.

Doc. No. 60:
Page No. 17:
Book No. 6 :
Series of 1990.

(Sgd.) ATTY. VICTOR DECIEMBRE
NOTARY PUBLIC
Until December 31, 1991
PTR No. 750168 - Manila
July 4, 1990

JG SUMMIT HOLDINGS, INC.

DIRECTORS' CERTIFICATE



We, the undersigned, being the Chairman of the Board, the Corporate Secretary, and the members of the Board of Directors of **JG SUMMIT HOLDINGS, INC.** (the "Corporation"), hereby certify that:

- (1) The Amended Articles of Incorporation of the Corporation was further amended by the majority vote of the Board of Directors on August 14, 2020 and approved by shareholders representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation on the special meeting of the stockholders held on October 20, 2020, whereby the following resolutions were approved:

"RESOLVED, that Article Seventh of the Amended Articles of Incorporation of JG SUMMIT HOLDINGS, INC. (the "Corporation") is hereby amended in order to re-classify the preferred non-voting shares into preferred voting shares and modify the dividend features of the preferred voting shares, as follows:

SEVENTH: That the authorized capital stock of said corporation is FOURTEEN BILLION EIGHT HUNDRED NINETY MILLION EIGHT HUNDRED THOUSAND PESOS (P14,890,800,000), Philippine Currency, divided into TWELVE BILLION EIGHT HUNDRED FIFTY MILLION EIGHT HUNDRED THOUSAND (12,850,800,000) common shares with a par value of ONE PESO (P1.00) per share, with a total par value of Twelve Billion Eight Hundred Fifty Million Eight Hundred Thousand Pesos (P12,850,800,000.00) **and TWO HUNDRED FOUR BILLION (204,000,000,000) preferred voting shares with a par value of One Centavo (P0.01) per preferred voting share, with a total par value of Two Billion Forty Million Pesos (P2,040,000,000.00) ("Preferred Voting Shares").**

No transfer of stock or interest which will reduce the 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 the Corporation and this restriction shall be indicated in all the stock certificates issued by the Corporation.

Provided further, that no shareholder of any class shall be entitled to any pre-emptive right to subscribe for, purchase or receive any part of the shares of the Corporation, whether issued from its unissued capital or its treasury stock.

The preferences, privileges, and voting powers of the Preferred Voting Shares shall be as follows:

1. The Preferred Voting Shares shall be entitled to vote on all matters involving the affairs of the Corporation requiring the approval of stockholders. Each Preferred Voting Share shall have the same voting rights as a common share.
2. The Preferred Voting Shares shall be non-redeemable.
3. The Preferred Voting Shares shall be entitled to: (a) cash and property dividends equivalent to 1/100 of cash and property dividends declared for common shares; and (b) stock dividends equivalent to the same rate declared for common shares.
4. In the event of liquidation, dissolution, receivership or winding up of affairs of the Corporation, holders of Preferred Voting Shares shall be entitled to be paid in full at par, or ratably, in so far as the assets of the Corporation will permit, for each Preferred Voting Share held before any distribution is made to holders of common shares.

The Board of Directors shall be authorized to fix, implement, amend and provide such other terms and conditions of the Preferred Voting Shares as it shall deem fit.

RESOLVED, FURTHER, that each of Mr. James L. Go, Chairman, and/or Mr. Lance Y. Gokongwei, President and Chief Executive Officer of the Corporation, are hereby authorized to do any and all acts necessary and proper to give the foregoing resolutions full force and effect;

RESOLVED, FINALLY, that the Corporate Secretary is hereby authorized to do the necessary filing of the Amended Articles of Incorporation of the Corporation with, and for the approval of, the Securities and Exchange Commission."

- (2) Attached are the full, complete, true, and correct copies of the Amended Articles of Incorporation and Amended By-Laws of the Corporation, as further amended.

IN WITNESS WHEREOF, we have signed this Certificate this 25 NOV 2020 at PASIG CITY, Philippines.



JAMES L. GO
Chairman/Director
TIN:



LANCE Y. GOKONGWEI
Director
TIN:

LILY G. NGOCHUA
Director
TIN: 112-272-273



PATRICK HENRY C. GO
Director
TIN:



JOHNSON ROBERT G. GO, JR.
Director
TIN:




ROBINA GOKONGWEI-PE
Director
TIN:

CIRILO P. NOEL
Director
TIN:

JOSE T. PARDO
Independent Director
TIN:

RENATO T. DE GUZMAN
Independent Director
TIN:



ANTONIO L. GO
Independent Director
TIN:



MARIA CELIA H. FERNANDEZ-ESTAVILLO
Corporate Secretary
TIN:


SUBSCRIBED AND SWORN TO before me this 25 NOV 2020 at PASIG CITY,
affiants exhibiting to me their following identification cards:

| <u>Name</u> | <u>Government-issued ID</u> |
|------------------------------------|-----------------------------|
| James L. Go | |
| Lance Y. Gokongwei | |
| Patrick Henry C. Go | |
| Robina Y. Gokongwei-Pe | |
| Johnson Robert G. Go, Jr. | |
| Antonio L. Go | |
| Maria Celia H. Fernandez-Estavillo | |

known to me to be the same persons who executed the foregoing instrument, and who
acknowledged to me that the same is their free and voluntary act and deed.

WITNESS my hand and seal at the place and date first above written.

Doc. No. 214 ;
Page No. 44 ;
Book No. 2 ;
Series of 2020.


ATTY. EUNICE ANNE C. IGNACIO
Notary Public for Pasig, San Juan, and Pateros
Appointment No. 51; Until December 31, 2021
40F Robinsons Equitable Tower
ADB Ave., Ortigas Center, Pasig City
Roll of Attorneys No. 70210; June 2, 2017
PTR No. 6441565; January 14, 2020; Pasig City
IBP No. 113911; January 15, 2020; Makati Chapter
MCLE Compliance No. VI-0007698; April 14, 2022

CERTIFICATE

I, MARIA CELIA H. FERNANDEZ-ESTAVILLO, of legal age, Filipino, with office address at the 40th floor, Robinsons Equitable Tower, ADB Avenue corner Poveda Street, Ortigas Center, Pasig City, Metro Manila, after having been duly sworn in accordance with law, hereby certify that:

1. I am the duly elected and qualified Corporate Secretary of JG Summit Holdings, Inc. (the "Corporation") with office address at 43rd Floor, Robinsons Equitable Tower, ADB Avenue corner Poveda Road, Ortigas Center, Pasig 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.


MACEL CELIA H. FERNANDEZ-ESTAVILLO
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 29 OCT 2020 in PASIG CITY, Philippines, affiant exhibiting to me her SSS I.D. with number . She is personally known to me to be the same person who executed the foregoing Certificate and acknowledged to me that the same is her free act and deed.

Doc. No. 151;
Page No. 32;
Book No. 2;
Series of 2020.

ATTY. EUNICE ANNE C. IGNACIO
Notary Public for Pasig, San Juan, and Pateros
Appointment No. 51; Until December 31, 2021
40F Robinsons Equitable Tower
ADB Ave., Ortigas Center, Pasig City
Roll of Attorneys No. 70210; June 2, 2017
PTR No. 6441565; January 14, 2020; Pasig City
IBP No. 113911; January 15, 2020; Makati Chapter
MCLE Compliance No. VI-0007698; April 14, 2022