



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila



COMPANY REG. NO.: CS201019311

**CERTIFICATE OF FILING
OF
AMENDMENT TO THE ARTICLES OF INCORPORATION OF
PHILIPPINE BRITISH ASSURANCE COMPANY, INC.**

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Commission has approved the amendment of the Principal Office Address of the above-named Corporation pursuant to the provisions of Section 15 of the Revised Corporation Code of the Philippines and Republic Act No. 11232, which took effect on February 23, 2019.

This amendment was adopted on January 5, 2024 by majority vote of the Board of Directors and by the vote of at least two-thirds (2/3) of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the Corporation.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 30th day of April, Two Thousand Twenty-Four.

GERARDO F. DEL ROSARIO

Director

Company Registration and Monitoring Department

This is a computer generated certificate, signature is not required.



SECURITIES AND EXCHANGE COMMISSION



Securities and
Exchange
Commission
PHILIPPINES



ANNEX "D" - ANNOTATION

ARTICLES OF INCORPORATION

ORGANIZATIONAL DETAIL

TRN-S042024-CRMD00768N

Corporate Name	PHILIPPINE BRITISH ASSURANCE COMPANY, INC.
Date of Approval by the Commission	30 April 2024
Approved by majority of the Directors	05 January 2024
Approved by at least two-thirds (2/3) of the outstanding capital stock	05 January 2024
Subject of Amendment	Change of Principal Office Address

TO 11TH FLOOR PACIFIC STAR BUILDING SEN. GIL PUYAT AVENUE COR. MAKATI AVENUE BEL-AIR
MAKATI CITY
1209 CITY OF MAKATI
FOURTH DISTRICT NATIONAL CAPITAL REGION (NCR)

FROM PENTHOUSE MORNING STAR CENTER 347 SEN. GIL PUYAT AVENUE BEL-AIR CITY OF MAKATI
1209 CITY OF MAKATI
FOURTH DISTRICT NATIONAL CAPITAL REGION (NCR)

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

C S 2 0 1 0 1 9 3 1 1

Former Company Name

P H I L I P P I N E B R I T I S H A S S U R A N C E C O
M P A N Y , I N C .
.

AMENDED TO: New Company Name

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

P E N T H O U S E M O R N I N G S T A R C E N T E R
3 4 7 S E N . G I L P U Y A T A V E N U E B E L - A
I R C I T Y O F M A K A T I C I T Y O F 1 2 0 9

COMPANY INFORMATION

Company Email Address

Company's Telephone Number/s

8176791

Mobile Number

CONTACT PERSON INFORMATION

The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporationn

Name of Contact Person

RASONABE, JAY REY
N.A.

Email Address

jrationabe@philbritish.com

Telephone Number/s

Mobile Number

09278710323

Contact Person's Address

PENTHOUSE, MORNING STAR CENTER, 347 SEN GIL PUYAT AVENUE, BEL-AIR MAKATI, (1200), CITY OF MAKATI, FOURTH DISTRICT, NATIONAL CAPITAL REGION (NCR)

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

Document ID

Received by Corporate Filing and Records Division (CFRD)

Forwarded To

☐
☐
☐
☐

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



STOCK CORPORATION

TRN-S042024-CRMD00768N

COMPANY REGISTRATION AND MONITORING DEPARTMENT
AMENDMENT FORM (Articles of Incorporation)

Corporate Name: PHILIPPINE BRITISH ASSURANCE COMPANY, INC.
Company Type: STOCK CORPORATION
Authorized Representative: RASONABE, JAY REY N.A.
Mobile/Landline No.: 09278710323

SEC Registration No.: CS201019311
Email Address: jrasonabe@philbritish.com

Provision for Amendment on Articles of Incorporation: Change of Principal Office Address

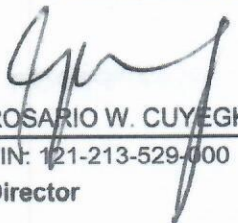
From (based from the latest SEC approved Articles of Incorporation (amendments, if any))	To
PENTHOUSE MORNING STAR CENTER 347 SEN. GIL PUYAT AVENUE BRGY. BEL-AIR CITY OF MAKATI 1209 CITY OF MAKATI FOURTH DISTRICT NATIONAL CAPITAL REGION (NCR)	11TH FLOOR PACIFIC STAR BUILDING SEN. GIL PUYAT AVENUE COR. MAKATI AVENUE BRGY. BEL-AIR MAKATI CITY 1209 CITY OF MAKATI FOURTH DISTRICT NATIONAL CAPITAL REGION (NCR)


DIRECTORS' CERTIFICATE

We, the undersigned majority of the Board of Directors and the Corporate Secretary of PHILIPPINE BRITISH ASSURANCE COMPANY, INC., do hereby certify that the Articles of Incorporation of said corporation was amended by a majority vote of the Board of Directors at a meeting held on January 5, 2024, at which meeting a quorum was present, and ratified by the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held on January 5, 2024 at the principal office of the corporation.

We further certify that to the best of our 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.

Signed this 31 MAY 2024 day of _____ at Makati City.


ROSARIO W. CUYEGKENG
TIN: 121-213-529-000
Director


IAN PHILIPPE W. CUYEGKENG
TIN: 225-882-536-000
Director


CHRISTOPHER KARL W. CUYEGKENG

TIN: 463-944-687-000

Director


PETER JOEY B. USITA

TIN: 114-563-050-000

Corporate Secretary


ERNEST KENNETH S. CUYEGKENG

TIN: 109-265-572-000

Director

SUBSCRIBED AND SWORN TO before me on this 31 MAY 2024 day of _____ 2024 in
Makati City, Philippines, affiant exhibiting to me his/her _____ issued
on _____ at _____.

Doc.No. 119

Page No. 31

Book No. 31

Series of 2024


ATTY. RODRIGO S. DE REAL, JR.

Notary Public Makati until 12/31/2024

Apt. No. M-070 IBP No. 378931 12/28/2023

Roll No. 49763 M.CLE No. VII-018902

PTR No. 1520873 01/02/2024

6th Flr. VGP Center Room 805 6772 Ayala Avo. Makati



Republic of the Philippines
Department of Finance
Securities and Exchange Commission

Company Registration and Monitoring Department
Compliance Monitoring Division

MONITORING SHEET

Corporate Name	PHILIPPINE BRITISH ASSURANCE COMPANY, INC.		
Registration No.	CS201019311	Date of Registration	NOVEMBER 26, 2010
Term of Existence	50 YEARS	Annual Meeting	ANY DATE IN APRIL
Principal Office	OENTHOUSE MORNING STAR CENTER BLDG., 347 SEN. GIL PUYAT AVE. EXTENSION, MAKATI CITY	Actual Meeting	APRIL 24, 2023
No. of Directors/Trustees	SEVEN (7)	Fiscal Year	DECEMBER 31

<input checked="" type="checkbox"/> STOCK CORPORATION	<input type="checkbox"/> NON-STOCK CORPORATION		
Authorized Capital Stock	P800,000,000.00	Equity/Fund Balance	P
Retained Earnings	P821,445,107.00	Negative Fund Balance	P
Deficit	P	Fiscal Year ended	
Capital Deficiency	P	Fine: P per year, per report	
Fiscal Year ended	DECEMBER 31, 2022		
Fine: 10,000.00 per year, per report			

COMPUTATION OF FINES				
YEAR	General Information Sheet		Financial Statements	
2022	4 th violation	W/ COP 12/27/2022	OT	
2023	FL	5,000.00		
Additional charges: (20%, 5 th violation)				1,000.00
Stock and Transfer/Membership Book MONITORED				
Other violation: Violation of Section 42 of the Revised Corporation Code by retaining surplus profits in excess of the paid-in capital stock				10,000.00 (max.)
MC #8 SERIES OF 2009 (Material deficiency - Statement of Management's Responsibility is not signed by the prescribed signatories) 2 nd offense				8,000.00
Compliance on Memorandum circular no.28 series of 2020 - OT				
TOTAL				24,000.00

OT - On Time	Reviewed By:	R.D. MANA	DATE: 01/17/2024	OR NO.	LBP PAYMENT
NF - Not Filed				DATE OF PAYMENT	January 22, 2024
FL/RL - Filed/Registered Late					

✓ Certification Issuance System-Unified Reference Database - CLEARED as of January 17, 2024
Ⓜ PLEASE RETURN TO CMD AFTER PAYMENT.

The findings/assessment is based on the documents/reports available in the SEC database and the documents presented by the party to the monitor as of:
_____ Representative Signature Over Printed Name

Confirmation of Payment of Fines:

ELESILDA E. ARCEO
Officer-in-Charge
2-8-2024

Note:

This assessment does not constitute as waiver of any fine or penalty for deficiencies in reportorial requirements due from, or may hereafter be assessed against, the corporation nor does it preclude the institution of any action against the corporation for violation of any of the provisions of the Corporation Code of the Philippines, the Securities Regulation Code, and its implementing rules and regulations, and other pertinent laws, rules and regulations implemented by the Commission.

This Monitoring Sheet is good for updating until the first working day of January of the following year. Further SEC is not estopped from assessing the corporation additional penalties, fees and charges should it turn out that the previous assessment is erroneous.





Machine Validation:

VALID UNTIL: MARCH 02, 2024



Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Solcedo Village,
Barangay Bel-Air, Makati City, 1209



PAYMENT ASSESSMENT FORM

No. 20240117-9925321

DATE 01/17/2024	RESPONSIBILITY CENTER CRMD
PAYOR: PHILIPPINE BRITISH ASSURANCE COMPANY, INC. MAKATI CITY	

NATURE OF COLLECTION		QUANTITY	ACCOUNT CODE	AMOUNT
Penalties/Fines			4020114000 (609)	24,000.00
---NOTHING FOLLOWS---				
TOTAL AMOUNT TO BE PAID				
Assessed by: rdmirana				Php 24,000.00
Remarks:		Amount in words: TWENTY FOUR THOUSAND PESOS AND 00/100		
PAYMENT OPTIONS		BREAKDOWN SUMMARY		

PAYMENT OPTIONS

- Online payment thru eSPAYSEC at
• <https://espaysec.sec.gov.ph>
- Over the Counter Payments at any LandBank branch nationwide

NOTES:

- The Payment Assessment Form (PAF) is valid until MARCH 02, 2024.
- Accepted modes of payment at Landbank branches:
 - Cash
 - Manager's/Cashier's Check payable to the Securities and Exchange Commission
- For check payment, please prepare separate Manager's checks per fund account as indicated on the breakdown summary.
- For over the counter payment at LandBank:
 - Print 2 copies of PAF, 1 Client Copy, 1 LandBank copy
 - Accomplish the onColl Payment slip per fund account as indicated on the breakdown summary. Use the correct Fund Account and Account No. and provide the below information:
 - Reference Number 1 - PAF No.
 - Reference Number 2 - Name of Payor appearing on the PAF
 - Present OnColl Payment Slip, together with the PAF, to the LandBank Teller
- You may generate the electronic official receipt (eOR) by visiting <https://espaysec.sec.gov.ph/eor>
 - Payment thru ESPAYSEC - eOR available upon payment
 - LandBank OTC - eOR available within two (2) business days after the payment
- ANY ALTERATIONS WILL INVALIDATE THIS FORM

BREAKDOWN SUMMARY

FUND ACCOUNT	AMOUNT	ACCOUNT #
SEC RCC Current Account	24,000.00	3752-2220-44
TOTAL	Php 24,000.00	



SEC Main Office
The SEC Headquarters
7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209

electronic Official Receipt

Transaction Details

eOR Number	20240123-LBP-0020936-46
Payment Date	January 22, 2024
Payment Scheme	Landbank Over-the-Counter
Status	COMPLETED
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20240117-9925321
PAF Date	2024-01-17 13:44:16
Payor Name	PHILIPPINE BRITISH ASSURANCE COMPANY, INC.
Payor Address	MAKATI CITY

#	Nature of Collection	Account Code	Amount
1	Penalties/Fines	4020114000(609)	24,000.00
TOTAL			24,000.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.



Republic of the Philippines
Department of Finance
INSURANCE COMMISSION
1071 United Nations Avenue
Manila



MS. ROSARIO W. CUYEGKENG
Chairman of the Board
PHILIPPINE BRITISH ASSCE. CO., INC
11th Floor, Pacific Star Building
Makati Avenue corner Sen. Gil Puyat Avenue
Makati City

ENDORSEMENT
27 May 2024

Respectfully endorsed to the Securities and Exchange Commission, SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209 the attached amended Articles of Incorporation and By-Laws of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.**, with the advise that the Insurance Commission has no objection to its registration with the Securities and Exchange Commission.

AMENDED ARTICLES OF INCORPORATION

THIRD: That the principal office of the Corporation is to be established or located at the 11th Floor, Pacific Star Building, Makati Avenue corner Senator Gil Puyat Avenue, Makati City, Philippines (As amended on January 5, 2024)

This Endorsement should be submitted to the SEC by the applicant together with the same documents as presented to this Commission.

Further, the company is directed to:

- a) Submit a copy of the Certification of Filing of the Amended Articles of Incorporation issued by the SEC within five (5) days from the approval thereof;
- b) Notify its clients of the change of corporate address through letter to be sent by registered mail to their respective addresses on record; and
- c) Post a notice of change of address at the entrance of the old office specifying the new address from the date of actual transfer.


REYNALDO A. REGALADO
Insurance Commissioner





SEC Main Office
The SEC Headquarters
7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209

electronic Official Receipt

Transaction Details

eOR Number	20240430-MYEG-0056235-14
Transaction Number	4BYT9NY8L7
Payment Date	April 30, 2024 01:10 PM
Payment Scheme	Mobile-GCASH_MYEG_Government
Status	Payment success
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20240427-10574182
PAF Date	2024-04-27 17:54:51
Payor Name	PHILIPPINE BRITISH ASSURANCE COMPANY, INC.
Payor Address	PENTHOUSE MORNING STAR CENTER - CITY OF MAKATI NCR

#	Nature of Collection	Account Code	Amount
1	Amended Articles of Incorporation	4020102000(606)	1,000.00
2	Legal Research Fee (A0823)	2020105000(131)	10.00
3	Documentary Stamp Tax	4010401000(4010401)	30.00
TOTAL			1,040.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.



ANNEX "D" - ANNOTATION

ARTICLES OF INCORPORATION

ORGANIZATIONAL DETAIL

TRN-S042024-CRMD00768N

Corporate Name	PHILIPPINE BRITISH ASSURANCE COMPANY, INC.
Date of Approval by the Commission	30 April 2024
Approved by majority of the Directors	05 January 2024
Approved by at least two-thirds (2/3) of the outstanding capital stock	05 January 2024
Subject of Amendment	Change of Principal Office Address

TO 11TH FLOOR PACIFIC STAR BUILDING SEN. GIL PUYAT AVENUE COR. MAKATI AVENUE BEL-AIR MAKATI CITY
1209 CITY OF MAKATI
FOURTH DISTRICT NATIONAL CAPITAL REGION (NCR)

FROM PENTHOUSE MORNING STAR CENTER 347 SEN. GIL PUYAT AVENUE BEL-AIR CITY OF MAKATI
1209 CITY OF MAKATI
FOURTH DISTRICT NATIONAL CAPITAL REGION (NCR)



REPUBLIC OF THE PHILIPPINES
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
COMPANY REGISTRATION AND MONITORING DEPARTMENT
COMPLIANCE MONITORING DIVISION



COMPUTATION OF FINES FOR TIMELINESS OF SUBMISSION (SEC MC NO. 6 S. 2024)

Bracket of Fines		Base Penalty for: FL		PMD	
Offense		Base Penalty for: FL+ / NF			

COMMENTS

Compliant with All Reportorial Requirements and Cleared per CIS-URDB as of	07.23.2024	
Date Last Monitored, if applicable:	02.07.2024	Reckoning Year for Monitoring: GIS 2024 ; FS 2023

GENERAL INFORMATION SHEET						FINANCIAL STATEMENT					
YEAR	NDINC	AMOUNT	MD	AMOUNT	TOTAL	YEAR	NDINC	AMOUNT	MD	AMOUNT	TOTAL
1996		P -		P -	P -	1996		P -		P -	P -
1997		P -		P -	P -	1997		P -		P -	P -
1998		P -		P -	P -	1998		P -		P -	P -
1999		P -		P -	P -	1999		P -		P -	P -
2000		P -		P -	P -	2000		P -		P -	P -
2001		P -		P -	P -	2001		P -		P -	P -
2002		P -		P -	P -	2002		P -		P -	P -
2003		P -		P -	P -	2003		P -		P -	P -
2004		P -		P -	P -	2004		P -		P -	P -
2005		P -		P -	P -	2005		P -		P -	P -
2006		P -		P -	P -	2006		P -		P -	P -
2007		P -		P -	P -	2007		P -		P -	P -
2008		P -		P -	P -	2008		P -		P -	P -
2009		P -		P -	P -	2009		P -		P -	P -
2010		P -		P -	P -	2010		P -		P -	P -
2011		P -		P -	P -	2011		P -		P -	P -
2012		P -		P -	P -	2012		P -		P -	P -
2013		P -		P -	P -	2013		P -		P -	P -
2014		P -		P -	P -	2014		P -		P -	P -
2015		P -		P -	P -	2015		P -		P -	P -
2016		P -		P -	P -	2016		P -		P -	P -
2017		P -		P -	P -	2017		P -		P -	P -
2018		P -		P -	P -	2018		P -		P -	P -
2019		P -		P -	P -	2019		P -		P -	P -
2020		P -		P -	P -	2020		P -		P -	P -
2021		P -		P -	P -	2021		P -		P -	P -
2022		P -		P -	P -	2022		P -		P -	P -
2023		P -		P -	P -	2023	OT	P -		P -	P -
2024	OT	P -		P -	P -	2024		P -		P -	P -
2025		P -		P -	P -	2025		P -		P -	P -
2026		P -		P -	P -	2026		P -		P -	P -
2027		P -		P -	P -	2027		P -		P -	P -
2028		P -		P -	P -	2028		P -		P -	P -
2029		P -		P -	P -	2029		P -		P -	P -
2030		P -		P -	P -	2030		P -		P -	P -
TOTAL FINES ASSESSED FOR GIS =				P -		TOTAL FINES ASSESSED FOR FS =				P -	

OT = ON TIME FL+ = FL but beyond 1 year from prescribed deadline

FL = FILED LAT PMD = Penalty per month of delay

NF = NOT FILED MD = Number of Months Delayed





REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

The SEC Headquarters
7909 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila

COMPANY REG. NO. CS201019311

CERTIFICATE OF APPROVAL OF INCREASE OF CAPITAL STOCK

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the increase of capital stock of the

PHILIPPINE BRITISH ASSURANCE COMPANY, INC.

from P600,000,000.00 divided into 60,000,000 shares of the par value of P10.00 each, to P800,000,000.00 divided into 80,000,000 shares of the par value of P10.00 each, approved by majority of the Board of Directors on August 26, 2022 and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock at a meeting held on September 9, 2022 certified to by the Chairman and the Secretary of the stockholders meeting and a majority of the Board of Directors of the corporation, was approved by the Commission on the date indicated hereunder in accordance with the provision of Section 37 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019. A copy of the Certificate of Increase of Capital Stock filed with the Commission is attached hereto.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 3rd day of February, Twenty Three.


GERARDO F. DEL ROSARIO
Director

Company Registration and Monitoring Department

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Increase in Authorized Capital Stock

SEC Registration Number

CS201019311

Former Company Name

P H I L I P P I N E B R I T I S H A S S U R A N C E
C O M P A N Y , I N C .

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

P E N T H O U S E M O R N I N G S T A R C E N T E R
B U I L D I N G , 3 4 7 S E N . G I L P U Y A T
A V E . E X T E N S I O N , M A K A T I C I T Y

Company's Email Address

info@philbritish.com

COMPANY INFORMATION

Company's Telephone Numbers

8890-4051 to 57

Company's Facsimile Number/s

N/A

CONTACT PERSON INFORMATION

Name of Contact Person

Rudolf Conrad G. de Luna

Email Address

rudolf.deluna@citpsj.com.ph

Telephone Number/s

8-8176791

Facsimile Number/s

N/A

Contact Person's Address

4/F The Valero Tower, 122 Valero Street, Salcedo Village, Makati City

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

DOCUMENT ID

Received by Corporate Filing and Records Division (CFRD)

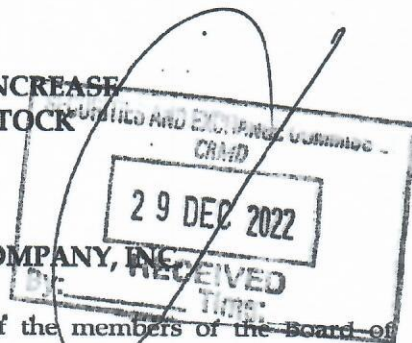
FORWARDED TO:

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

**DIRECTORS' CERTIFICATE OF INCREASE
OF AUTHORIZED CAPITAL STOCK**

OF

PHILIPPINE BRITISH ASSURANCE COMPANY, INC.



We, the undersigned, being at least a majority of the members of the Board of Director of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.** (the "Corporation"), a corporation organized and existing under the laws of the Philippines, together with the Chairman and Secretary of the Stockholders' Meeting of said Corporation in the meetings both duly held on August 26, 2022 and September 9, 2022, respectively at the principal office of the Corporation at the Penthouse Morning Star Center Bldg. 347 Gil Puyat Ave., Makati City,

DO HEREBY CERTIFY:

I.

That at the Special Meeting of the stockholders of the Corporation held on September 9, 2022, the stockholders approved the increase of the authorized capital stock of the Corporation from Six Hundred Million Pesos (Php 600,000,000.00) divided into Sixty Million (60,000,000) common shares with a par value of Ten Pesos (Php 10.00) per share, to Eight Hundred Million (Php 800,000,000.00) divided into Eighty Million (80,000,000.00) common shares with a par value of Ten Pesos (Php 10.00) per share, and that all the requirements of Section 37 of Republic Act No. 11232, otherwise known as the "Revised Corporation Code of the Philippines," have been complied with.

II.

That the stockholders owning at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present or represented at said stockholders' meeting on September 9, 2022.

III.

That at said stockholders' meeting, the stockholders owning or representing at least two-thirds (2/3) of the issued and outstanding capital stock of the Corporation approved a resolution increasing the authorized capital stock of the Corporation from Six Hundred Million Pesos (Php 600,000,000.00) divided into Sixty Million (60,000,000) common shares with a par value of Ten Pesos (Php 10.00) per share, to Eight Hundred Million (Php 800,000,000.00) divided into Eighty Million (80,000,000.00) common shares with a par value of Ten Pesos (Php 10.00) per share and the subscription from the said increase in the amount of Fifty Million Pesos (Php 50,000,000.00) consisting of Five Million (5,000,000) with a par value of Ten Pesos per share (Php 10.00) per share have been partially paid in cash amounting to Twelve Million Five Hundred Thousand Pesos (Php 12,500,000.00) by Ms. Rosario W. Cuyegkeng and that all non-subscribing shareholders have waived their preemptive right, and that all the requirements of Section 37 of the Revised Corporation Code of the Philippines have been complied with.

IV.

That at the Special Meeting of the Board of Directors held on August 26, 2022, where at a quorum was present, at least a majority of the Board of Directors of the Corporation approved the resolution increasing in the Corporation's authorized capital stock from Six Hundred Million Pesos (Php 600,000,000.00) divided into Sixty Million (60,000,000) common shares with a par value of Ten Pesos (Php 10.00) per share, to Eight Hundred Million (Php 800,000,000.00) divided into Eighty Million (80,000,000.00) common shares with a par value of Ten Pesos (Php 10.00) per share and the subscription from the said increase in the amount of Fifty Million Pesos (Php 50,000,000.00) consisting of Five Million Shares (5,000,000) with a par value of Ten Pesos (Php 10.00) per share have been partially paid in cash amounting to Twelve Million Five Hundred Thousand Pesos (Php 12,500,000.00) by Ms. Rosario W. Cuyegkeng and that all non-subscribing shareholders have waived their pre-emptive right, and that all the requirements of Section 37 of the Revised Corporation Code of the Philippines have been complied with.

V.

That the amount of said increase in authorized capital stock of the Corporation is Two Hundred Million Pesos (Php 200,000,000.00) divided into Twenty Million (20,000,000) shares with a par value of Ten Pesos (Php 10.00) per share, or an aggregate par value of Two Hundred Million Pesos (Php 200,000,000.00).

VI.

Of the entire increase in authorized capital stock of Two Hundred Million Pesos (Php 200,000,000.00) divided into Twenty Million (20,000,000) shares with par value of Ten Pesos (Php 10.00) per share, the amount of Fifty Million Pesos (Php 50,000,000.00) divided into Five Million (5,000,000) shares with a par value of Ten Pesos (Php 10.00) per share has been subscribed and of that said total subscription amounting to Fifty Million Pesos (Php 50,000,000.00), Twelve Million Five Hundred Thousand Pesos (Php 12,500,000.00) has been paid in cash by Ms. Rosario W. Cuyegkeng.

VII.

That the list of stockholders of record of the Corporation and at the time of the meeting of the stockholders held on September 9, 2022, with the number of shares subscribed, amount subscribed and paid, as indicated opposite their respective names are as follows:

Name	Nationality	No. of Shares Subscribed	Value Per Share (P)	Amount Subscribed (P)	Amount Paid- up (P)
Rosario W. Cuyegkeng	Filipino	46,967,369	10.00	469,673,690.00	469,673,690.00
Ernest Kenneth S. Cuyegkeng	Filipino	2,000,100	10.00	20,001,000.00	20,001,000.00
Ian Philippe W. Cuyegkeng	Filipino	2,000,100	10.00	20,001,000.00	20,001,000.00
Christopher Karl W. Cuyegkeng	Filipino	2,000,000	10.00	20,000,000.00	20,000,000.00

Gonzalo M. Sy-Quia	Filipino	5,436	10.00	54,360.00	54,360.00
Leopoldo M. Sy-Quia	Filipino	3,985	10.00	39,850.00	39,850.00
Estate of Roberto Laperal, Sr.	Filipino	3,196	10.00	31,960.00	31,960.00
Ricardo and/or Carmen Consunji	Filipino	2,420	10.00	24,200.00	24,200.00
Cecilia and/or Roberto Ronquillo	Filipino	2,323	10.00	23,230.00	23,230.00
Ricardo and/or Ma. Luisa Consunji	Filipino	2,323	10.00	23,230.00	23,230.00
Narcisa and/or Ruben Torres	Filipino	2,323	10.00	23,230.00	23,230.00
Tomas L. Consunji and/or Christine Consunji	Filipino	2,178	10.00	21,780.00	21,780.00
Beatriz Favis De Gonzales	Filipino	1,729	10.00	17,290.00	17,290.00
Francisco C. Sy-Quia	Filipino	1,332	10.00	13,320.00	13,320.00
Noelle Sy-Quia De Langer	Filipino	1,331	10.00	13,310.00	13,310.00
Pedro Sy-Quia, Jr.	Filipino	1,331	10.00	13,310.00	13,310.00
Asuncion, Ms. Sy-Quia Faustman	Filipino	1,331	10.00	13,310.00	13,310.00
Lilia Lacson	Filipino	1,190	10.00	11,900.00	11,900.00
Nelia D. Wongchuking	Filipino	1	10.00	10.00	10.00
Jose Z. Clemente	Filipino	1	10.00	10.00	10.00
Dianna Lynne Baysac Natividad	Filipino	1	10.00	10.00	10.00
TOTAL		53,000,000	10.00	530,000,000.00	530,000,000.00

VIII.

That the increase in authorized capital stock of the Corporation, and subscription out of the increase in authorized capital stock of the Corporation were approved by at least a majority of the members of the Board of Directors, at the Special Meeting held on August 26, 2022, at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City.

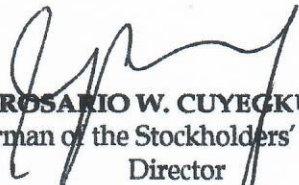
IX.

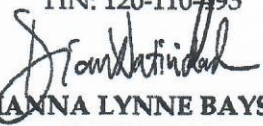
That no bonded indebtedness has been incurred, created or increased as of the date of the stockholders' meeting.

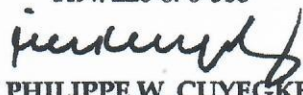
That the Corporation's total indebtedness as of the day of the stockholders' meeting on September 9, 2022 was approximately Seven Hundred Ninety Four Million One Hundred Fifty nine thousand Four Hundred Forty Two (Php 794,159,442.00)

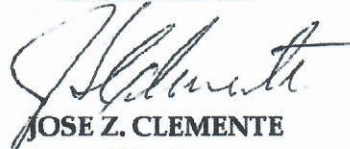
IN WITNESS WHEREOF, the undersigned directors, together with the Chairman and the Corporate Secretary, have hereunto set their hands this 15th Nov. '92 at Makati City.

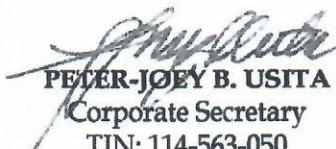
ATTEST:


ROSARIO W. CUYEGKENG
Chairman of the Stockholders' Meeting/
Director
TIN: 120-110-493


**DIANNA LYNNE BAYSAC
NATIVIDAD**
Director
TIN: 220-676-568



IAN PHILIPPE W. CUYEGKENG
Director
TIN: 255-882-536


JOSE Z. CLEMENTE
Director
TIN: 122-359-254


PETER-JOY B. USITA
Corporate Secretary
TIN: 114-563-050


**ERNEST KENNETH S.
CUYEGKENG**
Director
TIN: 101-265-572


**CHRISTOPHER KARL W.
CUYEGKENG**
Director
TIN: 436-944-687


MANUEL R. DEL ROSARIO
Assistant Corporate Secretary /
Secretary of the Stockholder's Meeting
TIN: 114-123-922-759

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in Makati, this 16th day of November, 2022, who are personally known to me and whose identity I have confirmed through the following:

Name	Competent Proof of Identity	Place of Issue/ Date of Issue or Expiry
ROSARIO W. CUYEGKENG	SSS No. 03-1990620-6	
IAN PHILIPPE W. CUYEGKENG	SSS No. 33-7721020-3	
JOSE Z. CLEMENTE	OSCA No. 62149	Makati City, September 12, 2012
PETER-JOEY B. USITA	SSS No. 34-0176828-1	
ERNEST KENNETH S. CUYEGKENG	Passport No. P7236847A	May 19, 2018 / DFA Manila
CHRISTOPHER KARL W. CUYEGKENG	LTO # NOO-37-00605	Expiry - January 3, 2023
DIANNA LYNNE BAYSAC NATIVIDAD	PASSPORT No. P303249B	September 12, 2019 / DFA, Manila
MANUEL R. DEL ROSARIO	Universal Multi-Purpose Identification (UMID) with CRN 0003-8758077-7	

Doc. No. 8 ;
Page No. 3 ;
Book No. 36 ;
Series of 2022.

ATTY RODRIGO S. DE REAL JR.
Notary Public Makati until 12/31/2022
Apt No M-10 IBP No 178990 01/05/2022
Roll No 49763 MCLE No. VI-0016864
PTR No 0158899 01/07/22
4th Flr VGP Center 412 6772 Ayala Ave Makati

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

TREASURER'S AFFIDAVIT

I, **MILAGROS O. DIAZ**, of legal age, Filipino, with office address at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City, under oath, do hereby certify that:

1. I am the duly elected Treasurer of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.** (the "Corporation"), a corporation duly organized and existing under Philippine laws, with principal office address at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City.
2. At their respective meetings held on August 26, 2022 and on September 9, 2022, at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City, at least a majority of the Board of Directors and the Stockholders of the Corporation owning or representing at least 2/3 of the outstanding capital stock, approved the amendment of the Amended Articles of Incorporation of the Corporation in order to increase the authorized capital stock of the Corporation from Six Hundred Million Pesos (Php 600,000,000.00) divided into Sixty Million (60,000,000) shares with a par value of Ten Pesos (Php 10.00) per share, to Eight Hundred Million Pesos (Php 800,000,000.00) divided into Eighty Million (80,000,000) shares with par value of Ten Pesos (Php 10.00) per share.
3. Out of the increase in the authorized capital stock amounting to Two Hundred Million Pesos (Php 200,000,000.00), Fifty Million Pesos (Php 50,000,000) representing Five Million (5,000,000) Shares have been subscribed and of the said subscription, Twelve Million Five Hundred Thousand Pesos (Php 12,500,000.00) has been paid in cash by Ms. Rosario W. Cuyegkeng.
4. At least 25% of the increase in the authorized capital stock of the Corporation has been subscribed and at least 25% of the total subscription to the increase has been paid and received for the benefit and credit of the Corporation by way of cash payment in accordance with *Republic Act No. 11232*, or the Revised Corporation Code of the Philippines.

IN WITNESS WHEREOF, I have hereunto affixed my signature this 17th October, 2022 in Makati City.


MILAGROS O. DIAZ
Treasurer
TIN: 155-807-762

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in Makati City, this 17th day of October, 2022 by the affiant whose identity I have confirmed through her UMID ID No. CRN-0003-3981242-2 bearing the affiant's photograph and signature.

Doc. No. 84 ;
Page No. 19 ;
Book No. 24 ;
Series of 2022.

RR
ATTY RODRIGO S. DE REAL JR.
Notary Public Makati until 12/31/2022
Apt No M-10 IBP No 178990 01/05/2022
Roll No 49763 MCLE No. VI-0016864
PTR No 0158899 01/07/22
4th Flr. VGP Center 412 6772 Ayala Ave Makati

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

SECRETARY'S CERTIFICATE

I, **PETER-JOEY B. USITA**, of legal age, Filipino, with office address at the 12-B Marco Polo Sapphire Road, Ortigas Centre, Pasig City, under oath, do hereby certify that:

1. I am the duly elected and qualified Corporate Secretary of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office address at Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City;

2. I hereby certify that the following is a list of the stockholders of record of the Corporation with their respective nationalities and amount of shares subscribed and paid as of the time of the special stockholder's meeting held on September 9, 2022, before the approval of the increase in the authorized capital stock:

Name	Nationality	No. of Shares Subscribed	Value Per Share (₱)	Amount Subscribed (₱)	Amount Paid- up (₱)
Rosario W. Cuyegkeng	Filipino	46,967,369	10.00	469,673,690.00	469,673,690.00
Ernest Kenneth S. Cuyegkeng	Filipino	2,000,100	10.00	20,001,000.00	20,001,000.00
Ian Philippe W. Cuyegkeng	Filipino	2,000,100	10.00	20,001,000.00	20,001,000.00
Christopher Karl W. Cuyegkeng	Filipino	2,000,000	10.00	20,000,000.00	20,000,000.00
Gonzalo M. Sy-Quia	Filipino	5,436	10.00	54,360.00	54,360.00
Leopoldo M. Sy-Quia	Filipino	3,985	10.00	39,850.00	39,850.00
Estate of Roberto Laperal, Sr.	Filipino	3,196	10.00	31,960.00	31,960.00
Ricardo and/or Carmen Consunji	Filipino	2,420	10.00	24,200.00	24,200.00
Cecilia and/or Roberto Ronquillo	Filipino	2,323	10.00	23,230.00	23,230.00
Ricardo and/or Ma. Luisa Consunji	Filipino	2,323	10.00	23,230.00	23,230.00
Narcisa and/or Ruben Torres	Filipino	2,323	10.00	23,230.00	23,230.00
Tomas L. Consunji and/or Christine Consunji	Filipino	2,178	10.00	21,780.00	21,780.00
Beatriz Favis De	Filipino	1,729	10.00	17,290.00	17,290.00


Gonzales					
Francisco C. Sy-Quia	Filipino	1,332	10.00	13,320.00	13,320.00
Noelle Sy-Quia De Langer	Filipino	1,331	10.00	13,310.00	13,310.00
Pedro Sy-Quia, Jr.	Filipino	1,331	10.00	13,310.00	13,310.00
Asuncion, Ms. Sy-Quia Faustman	Filipino	1,331	10.00	13,310.00	13,310.00
Lilia Lacson	Filipino	1,190	10.00	11,900.00	11,900.00
Nelia D. Wongchuking	Filipino	1	10.00	10.00	10.00
Jose Z. Clemente	Filipino	1	10.00	10.00	10.00
Dianna Lynne Baysac Natividad	Filipino	1	10.00	10.00	10.00
TOTAL		53,000,000	10.00	530,000,000.00	530,000,000.00

3. Upon the approval by the Securities and Exchange Commission of the increase in the corporation's authorized capital stock, the 25% of the increase in the authorized capital stock of the Corporation or Five Million shares amounting to Fifty Million Pesos has been subscribed and at least 25% of the total subscription to the increase amounting to Twelve Million Five Hundred Thousand Pesos (Php 12,500,000.00) has been paid in cash by Ms. Rosario W. Cuyegkeng and received by the Corporation. The shareholders of record of the Corporation, their respective nationalities, amount of shares subscribed and paid, after the approval of the increase in authorized capital stock will be as follows:

Name	Nationality	No. of Shares Subscribed	Value Per Share (P)	Amount Subscribed (P)	Amount Paid-up (P)
Rosario W. Cuyegkeng	Filipino	51,967,369	10.00	519,673,690.00	482,173,690
Ernest Kenneth S. Cuyegkeng	Filipino	2,000,100	10.00	20,001,000.00	20,001,000.00
Ian Philippe W. Cuyegkeng	Filipino	2,000,100	10.00	20,001,000.00	20,001,000.00
Christopher Karl W. Cuyegkeng	Filipino	2,000,000	10.00	20,000,000.00	20,000,000.00
Gonzalo M. Sy-Quia	Filipino	5,436	10.00	54,360.00	54,360.00
Leopoldo M. Sy-Quia	Filipino	3,985	10.00	39,850.00	39,850.00
Estate of Roberto Laperal, Sr.	Filipino	3,196	10.00	31,960.00	31,960.00
Ricardo and/or Carmen Consunji	Filipino	2,420	10.00	24,200.00	24,200.00
Cecilia and/or Roberto Ronquillo	Filipino	2,323	10.00	23,230.00	23,230.00


Ricardo and/or Ma. Luisa Consunji	Filipino	2,323	10.00	23,230.00	23,230.00
Narcisa and/or Ruben Torres	Filipino	2,323	10.00	23,230.00	23,230.00
Tomas L. Consunji and/or Christine Consunji	Filipino	2,178	10.00	21,780.00	21,780.00
Beatriz Favis De Gonzales	Filipino	1,729	10.00	17,290.00	17,290.00
Francisco C. Sy-Quia	Filipino	1,332	10.00	13,320.00	13,320.00
Noelle Sy-Quia De Langer	Filipino	1,331	10.00	13,310.00	13,310.00
Pedro Sy-Quia, Jr.	Filipino	1,331	10.00	13,310.00	13,310.00
Asuncion, Ms. Sy-Quia Faustman	Filipino	1,331	10.00	13,310.00	13,310.00
Lilia Lacson	Filipino	1,190	10.00	11,900.00	11,900.00
Nelia D. Wongchuking	Filipino	1	10.00	10.00	10.00
Jose Z. Clemente	Filipino	1	10.00	10.00	10.00
Dianna Lynne Baysac Natividad	Filipino	1	10.00	10.00	10.00
TOTAL		58,000,000	10.00	580,000,000.00	542,500,000.00

IN WITNESS WHEREOF, I have hereunto set my hand this 27th day of October 2022 at Makati City, Philippines.


PETER JOEY B. USITA
 Corporate Secretary
 TIN 114-563-050

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in the City of Makati, Philippines, this 27th October 2022, affiant who is personally known to me and whose identity I have confirmed through his SSS #34-0176828-1 bearing the affiant's photograph and signature.

Doc. No. 457;
 Page No. 93;
 Book No. 24;
 Series of 2022.


ATTY RODRIGO S. DE REAL JR.
 Notary Public Makati until 12/31/2022
 Apt No M-10 IBP No 178990 01/05/2022
 Roll No 49763 MCLE No. VI-0016864
 PTR No 0158899 01/07/22
 4th Flr VGP Center 412 6772 Ayala Ave Makati

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

SECRETARY'S CERTIFICATE


I, **PETER-JOEY B. USITA**, of legal age, Filipino, with office address at the 12-B Marco Polo Sapphire Road, Ortigas Centre, Pasig City, under oath, do hereby certify that:

1. I am the duly elected Corporate Secretary of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.** (the "Corporation"), a corporation duly organized and existing under Philippines laws, with principal office address at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City.

2. At their respective special meetings held on August 26, 2022 and September 9, 2022 the board of directors and the stockholders of the Corporation approved the increase in the authorized capital stock of the Corporation from Six Hundred Million Pesos (Php600,000,000.00) divided into Sixty Million (60,000,000) shares with a par value of Ten Pesos (Php10.00) per share, to Eight Hundred Million Pesos (Php800,000,000.00) divided into Eighty Million (80,000,000) shares with a par value of Ten Pesos (Php10.00) per share.


3. In connection with said increase of authorized capital stock, I hereby certify that all non-subscribing stockholders have waived their pre-emptive rights to subscribe thereto.

IN WITNESS WHEREOF, this Certificate has been signed this 27th Octo ber, 2022 at Makati City.


PETER-JOEY B. USITA
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in Makati City, Philippines, this Oct. 27 '22, affiant who is personally known to me and whose identity I have confirmed through his SSS# 34-0176828-1, bearing the affiant's photograph and signature.

Doc. No. 443;
Page No. 43;
Book No. 24;
Series of 2022.


ATTY RODRIGO S. DE REAL JR.
Notary Public Makati until 12/31/2022
Apt No M-10 IBF No 173990 01/05/2022
Roll No 49763 MCLE No VI-0016864
PTR No 0156899 01/07/22
4th Flr VGP Center 412 6772 Ayala Ave Makati

SUBSCRIPTION CONTRACT

KNOW ALL PERSONS BY THESE PRESENTS:

This subscription contract is made and entered this August 26, 2022 by and between:

PHILIPPINE BRITISH ASSURANCE COMPANY, INC., a corporation organized and existing under the laws of the Philippines, with office address at Penthouse, Morning Star Center Building, 347 Sen. Gil Puyat Avenue, Makati City, duly represented by its President, **ROSARIO W. CUYEGKENG**, of legal age, Filipino and resident of 1839 Santan Street, Dasmariñas Village, Makati City and its Treasurer, **MILAGROS O. DIAZ**, of legal age, Filipino and resident of 8798 Abeja Street, Barangay Olimpia, Makati City (referred herein as, "Corporation")

and

ROSARIO W. CUYEGKENG, of legal age, Filipino, and a resident of 1839 Santan Street, Dasmariñas Village, Makati City referred herein as "Subscriber").

WITNESSETH: THAT -

WHEREAS, the Corporation has an authorized capital stock of **Six Hundred Million Pesos (P 600,000,000.00)**.

WHEREAS, on August 26, 2022, at least a majority of the Board of Directors and Stockholders owning or representing at least 2/3 of the outstanding capital stock of the Corporation have approved the increase of its authorized capital stock from Six Hundred Million Pesos divided into **Sixty Million shares (60,000,000)**, with a par value of **Ten Pesos (P10.00)** per share to **Eight Hundred Million Pesos (P 800,000,000.00)** divided into **Eighty Million shares (80,000,000)**, with a par value of **Ten Pesos (P10.00)** per share.

WHEREAS, the Corporation has offered to sell shares of stock from the said increase of capital and the Subscriber is willing and ready to buy the same.

NOW, THEREFORE, in consideration of the foregoing

NO. OF SHARES	SUBSCRIPTION PRICE
5,000,000	P 50,000,000.00

and the subscription price indicated hereunder:

1. The Subscriber has subscribed to the 5,000,000 shares at the total subscription price of Php 50,000,000.00.
2. Of the total subscription price, the Subscriber has paid to the Corporation the amount of **Twelve Million Five Hundred Thousand (P 12,500,000.00) in CASH.**
3. That said amount paid was duly received by the Treasurer of the Corporation.
4. The parties hereby confirm the foregoing, upon the signing of this subscription contract.
5. The foregoing subscription is subject to the approval of the application for increase in authorized capital stock of the Corporation with the Securities and Exchange Commission.

IN WITNESS WHEREOF, the parties have hereunto signed this subscription contract on the date above stated.

PHILIPPINE BRITISH ASSURANCE COMPANY, INC
(Corporation)

By :


ROSARIO W. CUYEGKENG
President
TIN: 121-213-529


MILAGROS O. DIAZ
Treasurer
TIN: 155-807-762


ROSARIO W. CUYEGKENG
(Subscriber)
TIN: 121-213-529

ACKNOWLEDGEMENT

27th BEFORE ME, a Notary Public in and for Makati City, Philippines, this day of October 2022, personally appeared:

Name	Competent Evidence of Identity
ROSARIO W. CUYEGKENG	SSS No. 03-1990620-6
MILAGROS O. DIAZ	UMID ID # CRN-0003-3981242-2

all known to me and to me known to be the same persons who executed the foregoing Subscription Contract 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. 471;
Page No. 96;
Book No. 24;
Series of 2022.

ATTY RODRIGO S. DE REAL JR.
Notary Public Makati until 12/31/2022
Apt No M-10 1st Flr No. 1/8990 01/05/2022
Roll No 40780 01/05/2022
PTR No 0152598 01/07/22
4th Flr VGP Center 412 6772 Ayala Ave Makati



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City of Pasay, Metro Manila

COMPANY REG. NO. CS201019311

CERTIFICATE OF APPROVAL OF INCREASE OF CAPITAL STOCK

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the increase of capital stock of the

PHILIPPINE BRITISH ASSURANCE COMPANY, INC.

from P400,000,000.00 divided into 40,000,000 shares of the par value of P10.00 each, to P600,000,000.00 divided into 60,000,000 shares of the par value of P10.00 each, approved by majority of the Board of Directors on December 13, 2019 and November 29, 2019 readopted on September 17, 2020 and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock at a meeting held on September 17, 2020 certified to by the Chairman and the Secretary of the stockholders meeting and a majority of the Board of Directors of the corporation, was approved by the Commission on the date indicated hereunder in accordance with the provision of Section 37 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019. A copy of the Certificate of Increase of Capital Stock filed with the Commission is attached hereto.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 27th day of January, Twenty Twenty One.

CERARDO F. DEL ROSARIO
Director

Company Registration and Monitoring Department

**DIRECTORS' CERTIFICATE OF
INCREASE OF AUTHORIZED CAPITAL STOCK**

OF

PHILIPPINE BRITISH ASSURANCE COMPANY, INC.

By: 

Time: 

We, the undersigned, being at least a majority of the members of the Board of Directors of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.** (the "Corporation"), a corporation organized and existing under the laws of the Philippines, together with the Chairman and the Corporate Secretary of said Corporation in the meetings duly held on September 17, 2020, respectively, at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City,

DO HEREBY CERTIFY:

I.

That at the special meeting of the stockholders of the Corporation held on September 17, 2020, the stockholders approved the increase of the authorized capital stock of the Corporation from Four Hundred Million Pesos (Php400,000,000.00) divided into Forty Million (40,000,000) shares with a par value of Ten Pesos (Php10.00) per share, to Six Hundred Million Pesos (Php600,000,000.00) divided into Sixty Million (60,000,000) shares with a par value of Ten Pesos (Php10.00) per share, and that all the requirements of Section 37 of Republic Act No. 11232, otherwise known as the "Revised Corporation Code of the Philippines," have been complied with.

II.

That the stockholders owning at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present or represented at said stockholders' meeting on September 17, 2020.

III.

That at said stockholders' meeting, the stockholders owning or representing at least two-thirds (2/3) of the issued and outstanding capital stock of the Corporation approved a resolution increasing the authorized capital stock of the Corporation from Four Hundred Million Pesos (Php400,000,000.00) divided into Forty Million (40,000,000) shares with a par value of Ten Pesos (Php10.00) per share, to Six Hundred Million Pesos (Php600,000,000.00) divided into Sixty Million (60,000,000) shares with a par value of Ten Pesos (Php10.00) per share and the subscription from said increase in the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) shall be fully paid-in by way of conversion of the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) from the Two Hundred Twenty Million Pesos (Php220,000,000.00) Capital and Cash Infusion as Deposit for Future Subscription made by Ms. Rosario W. Cuyegkeng as of January 15, 2020, that the

non-subscribing shareholders have waived their pre-emptive right, and that all the requirements of Section 37 of the Revised Corporation Code of the Philippines have been complied with.

IV.

That at the special meeting of the Board of Directors held on September 17, 2020, whereat a quorum was present, the Board of Directors of the Corporation unanimously approved and re-adapted the earlier resolution passed at the special meetings of the Board of Directors of the Corporation held on November 29, 2019 and December 13, 2019 authorizing the increase in the Corporation's authorized capital stock from Four Hundred Million Pesos (Php400,000,000.00) divided into Forty Million (40,000,000) shares with a par value of Ten Pesos (Php10.00) per share, to Six Hundred Million Pesos (Php600,000,000.00) divided into Sixty Million (60,000,000) shares with a par value of Ten Pesos (Php10.00) per share and the subscription from said increase of the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) shall be fully paid-in by way of conversion of the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) from the Two Hundred Twenty Million Pesos (Php220,000,000.00) Capital and Cash Infusion as Deposit for Future Subscription made by Ms. Rosario W. Cuyegkeng made as of January 15, 2020, that the non-subscribing shareholders have waived their pre-emptive right, and that all the requirements of Section 37 of the Revised Corporation Code of the Philippines have been complied with.

V.

That the amount of said increase in authorized capital stock of the Corporation is Two Hundred Million Pesos (Php200,000,000.00) divided into Twenty Million (20,000,000) shares with a par value of Ten Pesos (Php10.00) per share, or an aggregate par value of Two Hundred Million Pesos (Php200,000,000.00).

VI.

Of the entire increase in authorized capital stock of Two Hundred Million Pesos (Php200,000,000.00), divided into Twenty Million (20,000,000) shares with par value of Ten Pesos (Php10.00) per share, the amount of Php190,000,000.00 has been subscribed and fully paid-in by way of conversion of the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) from the Two Hundred Twenty Million Pesos (Php220,000,000.00) Capital and Cash Infusion as Deposit for Future Subscription made by Ms. Rosario W. Cuyegkeng made as of January 15, 2020, as follows:

Subscriber and Nationality	No. of Shares Subscribed	Per Value Per Share	Amount of Subscription (in PhP)	Amount Paid (in PhP)
Rosario W. Cuyegkeng (Filipino)	19,000,000	Php10.00	Php190,000,000.00	Php190,000,000.00

VI.

That the list of stockholders of record of the Corporation at the time of the meeting of the stockholders held on September 17, 2020, with the number of shares subscribed, amount subscribed and paid, as indicated opposite their respective names are as follows:

Subscriber and Nationality	No. and Type of Shares	Per Value Per Share	Amount of Subscription (in PhP)	Amount Paid (in PhP)
Rosario W. Cuyegkeng (Filipino)	24,965,564	Php10.00	249,655,640.00	249,655,640.00
Ernest Kenneth S. Cuyegkeng (Filipino)	2,000,100	Php10.00	20,001,000.00	20,001,000.00
Ian Philippe W. Cuyegkeng (Filipino)	2,000,100	Php10.00	20,001,000.00	20,001,000.00
Christopher Karl W. Cuyegkeng (Filipino)	2,000,000	Php10.00	20,000,000.00	20,000,000.00
Gonzalo M. Sy-Quia (Filipino)	5,436	Php10.00	54,360.00	54,360.00
Leopoldo M. Sy-Quia (Filipino)	3,985	Php10.00	39,850.00	39,850.00
Estate of Roberto Iaperal, Sr. (Filipino)	3,196	Php10.00	31,960.00	31,960.00
Ricardo and/or Carmen Consunji (Filipino)	2,420	Php10.00	24,200.00	24,200.00
Cecilia and/or Roberto Ronquillo (Filipino)	2,323	Php10.00	23,230.00	23,230.00
Ricardo and/or Ma. Luisa Consunji (Filipino)	2,323	Php10.00	23,230.00	23,230.00
Narcissa and/or Ruben Torres (Filipino)	2,323	Php10.00	23,230.00	23,230.00
Tomas L Consunji and/or Christine Consunji (Filipino)	2,178	Php10.00	21,780.00	21,780.00
Insurance Unlimited Brokers, Inc. (Filipino)	1,805	Php10.00	18,050.00	18,050.00
Beatriz Faviz De Gonzales (Filipino)	1,729	Php10.00	17,290.00	17,290.00
Francisco C. Sy-Quia (Filipino)	1,332	Php10.00	13,320.00	13,320.00
Neolle Sy-Quia De	1,331	Php10.00	13,310.00	13,310.00

Langer (Filipino)				
Pedro Sy-Quia, Jr. (Filipino)	1,331	Php10.00	13,310.00	13,310.00
Asuncion, Ma. Sy- Quia Faustman (Filipino)	1,331	Php10.00	13,310.00	13,310.00
Lilia Lacson (Filipino)	1,190	Php10.00	11,900.00	11,900.00
Nelia D. Wongchuking (Filipino)	1	Php10.00	10.00	10.00
Jose Z. Clemente (Filipino)	1	Php10.00	10.00	10.00
Dianna Lynne Baysac Natividad (Filipino)	1	Php10.00	10.00	10.00
TOTAL	31,000,000	Php10.00	310,000,000.00	310,000,000.00

VII.

That the increase in authorized capital stock of the Corporation, and subscription out of the increase in authorized capital stock of the Corporation were approved by at least a majority of the members of the Board of Directors at the meeting held on September 17, 2020 at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City, and by stockholders owning at least two-thirds (2/3) of the outstanding capital stock of the Corporation at a meeting also held on the same date and place.

VIII.

That no bonded indebtedness has been incurred, created or increased as of the date of the stockholders' meeting.


IX.


That the Corporation's total indebtedness as of the day of the stockholders' meeting on September 17, 2020 was Three Hundred Twenty Eight million Three Hundred fifty Seven thousand Three hundred Ninety Nine (Php 328,357,399).

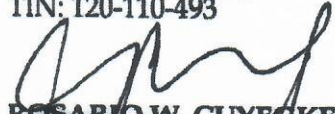
[Signature page follows.]


IN WITNESS WHEREOF, the undersigned directors, together with the Chairman and Secretary of the Meeting, have hereunto set their hands this 18th day of September, 2020 at Makati City.

ATTEST:


NELIA D. WONGCHUKING
Chairman of the Board and of the Meeting
TIN: 120-110-493


PETER-JOY B. USITA
Corporate Secretary
TIN: 114-563-050-000



ROSARIO W. CUYEGKENG
Director
TIN: 121-213-529


ERNEST KENNETH S. CUYEGKENG
Director
TIN: 101-265-572


IAN PHILIPPE W. CUYEGKENG
Director
TIN: 225-882-536


CHRISTOPHER CUYEGKENG
Director
TIN: 463-944-687

KARL W.


JOSE Z. CLEMENTE
Director
TIN: 122-359-254-000

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in Makati City, this 18th day of September, 2020, who are personally known to me and whose identity I have confirmed through the following:

Names	Competent Proof of Identity	Date and Place of Issue
NELIA D. WONGCHUKING	Passport #EC3709165	March 17, 2015/DFA Manila
ROSARIO W. CUYEGKENG	SSS # 03-1990620-6	
IAN PHILIPPE W. CUYEGKENG	SSS # 33-7721020-3	
JOSE Z. CLEMENTE	OSCA # 62149	Sept. 12, 2012/ Makati
PETER-JOEY B. USITA	SSS # 34-0176828-1	
ERNEST KENNETH S. CUYEGKENG	Passport #P7236847A	May 19, 2018/DFA Manila
CHRISTOPHER KARL W. CUYEGKENG	LTO # NOO-37-00605	Expired January 3, 2023

Doc. No. 497

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Book No. 10

Series of 2020.

ATTY. RODRIGO S. DE REAL, JR.
Notary Public Makati 2019-2020
Apl. No. 13-113 JLP No. 105072 01/06/2020
F. No. 13700 MOLE No. VI-0016864
F. No. 13700 MOLE No. VI-0016864
F. No. 13700 MOLE No. VI-0016864

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

SECRETARY'S CERTIFICATE

I, **PETER-JOEY B. USITA**, of legal age, Filipino, with office address at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City, under oath, do hereby certify that:

1. I am the duly elected Corporate Secretary of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.** (the "Corporation"), a corporation duly organized and existing under Philippines laws, with principal office address at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City.

2. I hereby certify that the following is the list of stockholders of record of the Corporation, their respective nationalities, amounts subscribed and paid as of the time of the special stockholders' meeting held on September 17, 2020 before the approval of the increase in the authorized capital stock:

Subscriber and Nationality	No. and Type of Shares	Per Value Per Share	Amount of Subscription (in PhP)	Amount Paid (in PhP)
Rosario W. Cuyegkeng (Filipino)	24,965,564	Php10.00	249,655,640.00	249,655,640.00
Ernest Kenneth S. Cuyegkeng (Filipino)	2,000,100	Php10.00	20,001,000.00	20,001,000.00
Ian Philippe W. Cuyegkeng (Filipino)	2,000,100	Php10.00	20,001,000.00	20,001,000.00
Christopher Karl W. Cuyegkeng (Filipino)	2,000,000	Php10.00	20,000,000.00	20,000,000.00
Gonzalo M. Sy-Quia (Filipino)	5,436	Php10.00	54,360.00	54,360.00
Leopoldo M. Sy-Quia (Filipino)	3,985	Php10.00	39,850.00	39,850.00
Estate of Roberto Laperal, Sr. (Filipino)	3,196	Php10.00	31,960.00	31,960.00
Ricardo and/or Carmen Consunji (Filipino)	2,420	Php10.00	24,200.00	24,200.00
Cecilia and/or Roberto Ronquillo (Filipino)	2,323	Php10.00	23,230.00	23,230.00
Ricardo and/or Ma.	2,323	Php10.00	23,230.00	23,230.00


Luisa Consunji (Filipino)				
Narcissa and/or Ruben Torres (Filipino)	2,323	Php10.00	23,230.00	23,230.00
Tomas L Consunji and/or Christine Consunji (Filipino)	2,178	Php10.00	21,780.00	21,780.00
Insurance Unlimited Brokers, Inc. (Filipino)	1,805	Php10.00	18,050.00	18,050.00
Beatriz Faviz De Gonzales (Filipino)	1,729	Php10.00	17,290.00	17,290.00
Francisco C. Sy- Quia (Filipino)	1,332	Php10.00	13,320.00	13,320.00
Neolle Sy-Quia De Langer (Filipino)	1,331	Php10.00	13,310.00	13,310.00
Pedro Sy-Quia, Jr. (Filipino)	1,331	Php10.00	13,310.00	13,310.00
Asuncion, Ma. Sy- Quia Faustman (Filipino)	1,331	Php10.00	13,310.00	13,310.00
Lilia Lacson (Filipino)	1,190	Php10.00	11,900.00	11,900.00
Nelia D. Wongchuking (Filipino)	1	Php10.00	10.00	10.00
Jose Z. Clemente (Filipino)	1	Php10.00	10.00	10.00
Dianna Lynne Baysac Natividad (Filipino)	1	Php10.00	10.00	10.00
TOTAL	31,000,000	Php10.00	310,000,000.00	310,000,000.00

3. Upon the approval by the Securities and Exchange Commission of the increase in the Corporation's authorized capital stock, the total amount of One Hundred Ninety Million Pesos (Php190,000,000.00) divided into Nineteen Million (19,000,000) shares with a par value of Ten Pesos (Php10.00) per share of the increase in the authorized capital stock of the Corporation will be subscribed and paid by way of conversion of the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) from the Two Hundred Twenty Million Pesos (Php220,000,000.00) Capital and Cash Infusion as Deposit for Future Subscription made by Ms. Rosario W. Cuyegkeng made as of January 15, 2020. The shareholders of record of the Corporation, their respective nationalities, amounts subscribed and paid, after the approval of the increase in authorized capital stock, will be as follows:

Subscriber and Nationality	No. and Type of Shares	Per Value Per Share	Amount of Subscription (in PhP)	Amount Paid (in PhP)
Rosario W. Cuyegkeng (Filipino)	43,965,564	Php10.00	439,655,640.00	439,655,640.00
Ernest Kenneth S. Cuyegkeng (Filipino)	2,000,100	Php10.00	20,001,000.00	20,001,000.00
Ian Philippe W. Cuyegkeng (Filipino)	2,000,100	Php10.00	20,001,000.00	20,001,000.00
Christopher Karl W. Cuyegkeng (Filipino)	2,000,000	Php10.00	20,000,000.00	20,000,000.00
Gonzalo M. Sy-Quia (Filipino)	5,436	Php10.00	54,360.00	54,360.00
Leopoldo M. Sy-Quia (Filipino)	3,985	Php10.00	39,850.00	39,850.00
Estate of Roberto Iaperal, Sr. (Filipino)	3,196	Php10.00	31,960.00	31,960.00
Ricardo and/or Carmen Consunji (Filipino)	2,420	Php10.00	24,200.00	24,200.00
Cecilia and/or Roberto Ronquillo (Filipino)	2,323	Php10.00	23,230.00	23,230.00
Ricardo and/or Ma. Luisa Consunji (Filipino)	2,323	Php10.00	23,230.00	23,230.00
Narcissa and/or Ruben Torres (Filipino)	2,323	Php10.00	23,230.00	23,230.00
Tomas L Consunji and/or Christine Consunji (Filipino)	2,178	Php10.00	21,780.00	21,780.00
Insurance Unlimited Brokers, Inc. (Filipino)	1,805	Php10.00	18,050.00	18,050.00
Beatriz Faviz De Gonzales (Filipino)	1,729	Php10.00	17,290.00	17,290.00
Francisco C. Sy-Quia (Filipino)	1,332	Php10.00	13,320.00	13,320.00


Neolle Sy-Quia De Langer (Filipino)	1,331	Php10.00	13,310.00	13,310.00
Pedro Sy-Quia, Jr. (Filipino)	1,331	Php10.00	13,310.00	13,310.00
Asuncion, Ma. Sy-Quia Faustman (Filipino)	1,331	Php10.00	13,310.00	13,310.00
Lilia Lacson (Filipino)	1,190	Php10.00	11,900.00	11,900.00
Nelia D. Wongchuking (Filipino)	1	Php10.00	10.00	10.00
Jose Z. Clemente (Filipino)	1	Php10.00	10.00	10.00
Dianna Lynne Baysac Natividad (Filipino)	1	Php10.00	10.00	10.00
TOTAL	50,000,000	Php10.00	500,000,000.00	500,000,000.00

IN WITNESS WHEREOF, this Certificate has been signed this 18th day of September, 2020 at Makati City, Philippines.


PETER-JOE B. USITA
 Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in - Makati City, Philippines, this 18th day of September 20, affiant who is personally known to me and whose identity I have confirmed through his SSS # 34-0176828-1, bearing the affiant's photograph and signature.

Doc. No. 449;
 Page No. 101;
 Book No. 10;
 Series of 2020.


ATTY. RODRIGO S. DE REAL, JR.
 Notary Public Makati 2019-2020
 Apt. No. M-113 BP No. 105072 01/06/2020
 Roll No. 49763 MCLE No. VI-0016864
 PTR No. Mla. 9120263 01/02/2020

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

TREASURER'S AFFIDAVIT

I, **MILAGROS O. DIAZ**, of legal age, Filipino citizen, with office address at the Penthouse, Morning Star Center Bldg., 347 Sen. Gil Puyat Ave., Makati City, under oath, do hereby certify that:


1. I am the duly elected Treasurer of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.** (the "Corporation"), a corporation duly organized and existing under Philippines laws, with principal office address at the Penthouse Morning Star Center Bldg. 347 Sen. Gil Puyat Ave., Makati City.

2. At their respective special meetings both held on September 17, 2020, at the Penthouse, Morning Star Center Bldg., 347 Sen. Gil Puyat Ave., Makati City, the Board of Directors and the stockholders of the Corporation approved and re-adopted the earlier resolutions passed at the special meetings of the Board of Directors of the Corporation held on November 29, 2019 and the stockholders held on December 13, 2019 authorizing the increase in the authorized capital stock of the Corporation from Four Hundred Million Pesos (Php400,000,000.00) divided into Forty Million (40,000,000) shares with a par value of Ten Pesos (Php10.00) per share, to Six Hundred Million Pesos (Php600,000,000.00) divided into Sixty Million (60,000,000) shares with a par value of Ten Pesos (Php10.00) per share.

3. Out of the increase in the authorized capital stock of Two Hundred Million Pesos (Php200,000,000.00), One Hundred Ninety Million Pesos (Php190,000,000.00) representing Nineteen Million (19,000,000) shares has been subscribed and fully paid-in by way of conversion of the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) of the Two Hundred Twenty Million Pesos (Php220,000,000.00) Capital and Cash Infusion as Deposit for Future Subscription made by Ms. Rosario W. Cuyegkeng as of January 15, 2020, to the credit and benefit of the Corporation. The remaining Thirty Million Pesos (Php30,000,000.00) of the cash infusion as deposit for future subscription of Ms. Rosario W. Cuyegkeng as of January 15, 2020 shall be retained and continue to be recorded as "Capital and Cash Infusion as Deposit for Future Subscription" in the books of the Corporation.

4. At least twenty five percent (25%) of the increase in the authorized capital stock of the Corporation has been subscribed and at least twenty five percent (25%) of the total subscription to the increase has been paid by way of conversion of the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) out of the Two Hundred Twenty Million Pesos (Php220,000,000.00) Capital and Cash Infusion as Deposit for Future Subscription made by Ms. Rosario W. Cuyegkeng as of January 15, 2020, in accordance with Section 37 of Republic Act No. 11232, otherwise known as the "Revised Corporation Code of the Philippines."

IN WITNESS WHEREOF, this Treasurer's Affidavit has been signed this 18th day of September, 2020 at Makati City, Philippines.


MILAGROS O. DIAZ
TIN: 155-807-762

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in Makati City, this 18th day of September, 2020, who is personally known to me and whose identity I have confirmed through the following:

Name	Competent Proof of Identity	Date and Place of Issue
MILAGROS O. DIAZ	UMID ID# CRN-0003-3981242-2	

Doc. No. 498
Page No. 101
Book No. 10
Series of 2020.


ATTY. RODRIGO S. DE REAL, JR.
Notary Public Makati 2019-2020
Apt. No. M-113 IBP No. 105072 01/06/2020
Roll No. 49763 MCLE No. VI-0016864
PTR No. Mia. 9120263 01/02/2020

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

SECRETARY'S CERTIFICATE

I, **PETER-JOEY B. USITA**, of legal age, Filipino, with office address at the Penthouse, Morning Star Center Bldg., 347 Sen. Gil Puyat Ave., Makati City, under oath, do hereby certify that:

1. I am the duly elected Corporate Secretary of **PHILIPPINE BRITISH ASSURANCE COMPANY, INC.** (the "Corporation"), a corporation duly organized and existing under Philippines laws, with principal office address at the Penthouse, Morning Star Center Bldg., 347 Sen. Gil Puyat Ave., Makati City.

2. At their respective special meetings both held on September 17, 2020, at the Penthouse, Morning Star Center Bldg., 347 Sen. Gil Puyat Ave., Makati City, the Board of Directors and the stockholders of the Corporation approved and re-adopted the earlier resolution passed at the special meetings of the Board of Directors of the Corporation held on November 29, 2019 and the stockholders held on December 13, 2019 authorizing the increase in the authorized capital stock of the Corporation from Four Hundred Million Pesos (Php400,000,000.00) divided into Forty Million (40,000,000) shares with a par value of Ten Pesos (Php10.00) per share, to Six Hundred Million Pesos (Php600,000,000.00) divided into Sixty Million (60,000,000) shares with a par value of Ten Pesos (Php10.00) per share.

3. Out of the increase in the authorized capital stock of Two Hundred Million Pesos (Php200,000,000.00), One Hundred Ninety Million Pesos (Php190,000,000.00) representing Nineteen Million (19,000,000) shares has been subscribed and fully paid-in by way of conversion of the amount of One Hundred Ninety Million Pesos (Php190,000,000.00) of the Two Hundred Twenty Million Pesos (Php220,000,000.00) Capital and Cash Infusion as Deposit for Future Subscription made by Ms. Rosario W. Cuyegkeng as of January 15, 2020, to the credit and benefit of the Corporation.


4. Ms. Rosario W. Cuyegkeng's cash infusion in the amount of Two Hundred Twenty Million Pesos (Php220,000,000.00) was recorded as "Capital and Cash Infusion as Deposit for Future Subscription" in the Corporation's 2019 Audited Financial Statements as this was treated as a "deposit in transit," with official receipts for the deposit issued on various dates on December 2019,¹ but verified to be fully deposited and paid only as of January 15, 2020. Thus, all certifications issued by the Corporation in connection with its application for increase of authorized capital stock state that the cash infusion was made as of January 15, 2020.

5. The remaining balance of Ms. Rosario W. Cuyegkeng's cash infusion as of January 15, 2020 in the amount of Thirty Million Pesos (Php30,000,000.00) shall be

¹ Attached herewith are copies of the Official Receipts dated December 5, 2019 for the amount of Php84,000,000.00, December 13, 2019 for the amount of Php40,000,000.00, December 19, 2019 for the amount of Php16,000,000.00, and December 27, 2019 for the amount of Php80,000,000.00 issued by the Corporation.


retained and continue to be recorded as "Capital and Cash Infusion as Deposit for Future Subscription" in the books of the Corporation.

IN WITNESS WHEREOF, this Certificate has been signed this January 7, 2021 at Makati City.


PETER-JOE B. USITA
Corporate Secretary

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in - Makati City, Philippines, this 7 Jan, 2021 affiant who is personally known to me and whose identity I have confirmed through his SSS# 34-0176828-1, bearing the affiant's photograph and signature.

Doc. No. 98;
Page No. 21;
Book No. 1;
Series of 2021.


ATTY. RODRIGO S. DE REAL, JR.
Notary Public Makati 2021-2022
Apt. No. M-10 ITH No. 128417 09/08/2020
Roll No. 49763 MCLE No. VI-0016864
PTR No. 9708302 Mla. 11/17/2020

PhilippineBritish Assurance Co., Inc.

Suite 1623-A Tytana Plaza Bldg. No. 611, San Lorenzo Ruiz, Zone 27,
Barangay 288, Binondo NCR, City of Manila, First District, Philippines 1006
Tel. No.: 245-45-36/450-46-48/310-22-13 Fax No.: 310-00-09 Website: www.philbritish.com E-mail: info@philbritish.com
VAT REG. TIN 000-803-300-008

OFFICIAL RECEIPT

ESO 0040799

Payor :	ROSARIO M. CUYEKEM	Receipt No. :	0000040799
Address :		Date :	12/05/2019
TIN :		Bus. Style :	
Particulars :	CASH INFUSION FROM STOCKHOLDER	Total Amount :	PHP 84,000,000.00

Acct. Credited	Total Amount Received
80F700006	84,000,000.00
	84,000,000.00
Total Premium	0.00
Documentary Stamp Tax	0.00
Other Charges:	
VAT	0.00
LGT	0.00
PST	0.00
Pres. Tax	0.00
Other Charges	0.00
Total	0.00
Less: Withholding Tax	0.00
Total Amount Due:	0.00
VATable	0.00
VAT Exempt Sale:	0.00
VAT Zero Rated Sale:	0.00
12% VAT:	0.00
Total Amount Payment:	888888888888

CHEQUE / CASH DETAILS	AMOUNT
HTC 12.05.19	84,000,000.00

IMPORTANT:

1. Check payments received but was dishonored by the bank automatically cancel this Official Receipt.
2. This Official Receipt is being issued on the assumption that there is / are no known loss / losses affecting the policy (ies) for which this payment is being applied, otherwise this Official Receipt is automatically considered null and void.

Authorized Signatory

Note: This Official Receipt cancels our
Provisional Receipt No. _____

"THIS OFFICIAL RECEIPT SHALL BE VALID FOR FIVE (5) YEARS FROM THE DATE OF ATP"

"Not to be issued for Non-VAT/Exempt sale of goods, properties or services. If issued, sales shall be subject to VAT"

Register & Assn. Office No. 024MP/20180000000011E
Date of Issuance: Dec. 13, 2019
Date of Expiration: Dec. 13, 2023

PAYOR'S COPY

Permit No. LTAD-LL-10-1010 18 Dated October 23, 2018



ACCOUNT NUMBER

V	1	2	3	5	1	2	0	1	0	4	4	0
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ACCOUNT NAME

Philippine British Assurance Company, Inc. ✓

Please mark with (✓) the type of account *only separate Deposit Slip for each type of currency!*

DATE: _____

SAVINGS

CURRENT

☒ Peso ☐ U.S. Dollar ☐ Other Currency
(Please specify)

512-3-51201044-8 WENDY 12/05/2019 14:27:25 DEP ON
0107 512 35733 14777 PHP 84,000,000.00
CL 84,000,000.00

THIS IS YOUR RECEIPT WHEN MACHINE VALIDATED

This Deposit is subject to the Terms and Conditions covering this Account.

This Deposit is subject to the Terms and Conditions covering the Account.
Please do not leave your cash deposit without witnessing the actual counting and validation of the Teller.

DOI: 10.1002/for

仁濟醫院 仁濟醫院

DENOMINATION

NO. OF PIECES

AMOUNT

TOTAL CASH DEPOSIT

CHECK DEPOSIT

BARKER-RANCH

CHECK NUMBER

PARADIGM

OK# 046700

TOTAL CHECK DEPOSIT

TOTAL DEPOSITS

PhilippineBritish Assurance Co., Inc.

Suite 1623-A Tytana Plaza Bldg. No. 611, San Lorenzo Ruiz, Zone 27,
Barangay 288, Binondo NCR, City of Manila, First District, Philippines 1006
Tel No.: 245-45-36/450-46-48/310-22-13 Fax No.: 310-00-09 Website: www.philbritish.com E-mail: info@philbritish.com
VAT REG. TIN 000-803-300-008

OFFICIAL RECEIPT

ESO **0042591**

Payor :	ROSARIO D. CUYEBRENG	Receipt No. :	ORND042591
Address :		Date :	12/13/2019
TIN :		Bus. Style :	
Particulars :	CASH INFUSION FROM STOCKHOLDER	Total Amount :	PHP 40,000,000.00

<u>Acct. Credited</u>		<u>Total Amount Received</u>	<u>CHEQUE / CASH DETAILS</u>	<u>AMOUNT</u>
NR700006		40,000,000.00	PI 0001333505	40,000,000.00
		40,000,000.00		
Total Premium	:	0.00		
Documentary Stamp Tax	:	0.00		
Other Charges:		0.00		
VAT	:	0.00		
LGT	:	0.00		
FST	:	0.00		
Pres. Tax	:	0.00		
Other Charges:	0.00			
Total		0.00		
Less Withholding Tax		0.00		
Total Amount Due:		0.00		
VATable:		0.00		
VAT Exempt Sale:		0.00		
VAT Zero Rated Sale:		0.00		
12% VAT:		0.00		
Total Amount Payment:		000000000000		

Note: This Official Receipt cancels our
Provisional Receipt No. _____

THIS OFFICIAL RECEIPT SHALL BE VALID FOR FIVE (5) YEARS FROM THE DATE OF ATP

IMPORTANT:

1. Check payments received but was dishonored by the bank automatically cancel this Official Receipt.
2. This Official Receipt is being issued on the assumption that there is / are no known loss / losses affecting the policy (ies) for which this payment is being applied, otherwise this Official Receipt is automatically considered null and void.

Authorized Signatory

"Not to be issued for Non-VAT/Exempt sale of goods, properties or services. If issued, sales shall be subject to VAT"

Printer's Acquisition No. 0246/P20180000000016
Date of Issuance: Dec. 13, 2019
Date of Expiration: Dec. 13, 2023

PAYOR'S COPY

Permit No. L2AD-L-10-1016-16 Dated October 23, 2018



THIS IS YOUR RECEIPT WHEN MACHINE VALIDATED

Table

Answer: C

Accounting Office

2002-1-1

CHECK DEPOSIT

BANK/BRANCH	ACCOUNT	CHECK NUMBER	AMOUNT
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RANK BRANCH	CHECK NO.	CHECK NUMBER	AMOUNT
EST			
OPI Buendia		1795500	16,000.00
TOTAL CHECK DEPOSIT			16,000.00

PhilippineBritish Assurance Co., Inc.

Suite 1623-A Tytana Plaza Bldg. No. 611, San Lorenzo Ruiz, Zone 27,
Barangay 288, Binondo NCR, City of Manila, First District, Philippines 1006
Tel No.: 245-45-36/450-46-48/310-22-13 Fax No.: 310-00-09 Website: www.philbritish.com E-mail: info@philbritish.com
VAT REG. TIN 000-803-300-000

OFFICIAL RECEIPT

ESO

0044664

Payer :	ROSAIRIO R. COLECHENG	Receipt No. :	00000044664
Address :		Date :	12/27/2019
TIN :		Bus. Style :	
Particulars :	CASH INCLUSION FROM STOCKHOLDER	Total Amount :	PHP 80,000,000.00

Acct. Closures	Total Amount Received
000700000	80,000,000.00
	80,000,000.00
Total Premium	0.00
Documentary Stamp Tax	0.00
Other Charges	0.00
VAT	0.00
LGU	0.00
PSI	0.00
Prov. Tax	0.00
Other Disburse	0.00
Total	0.00
Less Withholding Tax	0.00
Total Amount Due	0.00
Wables	0.00
VAT exempt Sale	0.00
VAT Zero Rated Sale	0.00
12% VAT	0.00
Total Amount Payment:	80000000000

CHEQUE / CASH DETAILS	AMOUNT
SP1 0001315509	80,000,000.00

IMPORTANT:

1. Check payments received but was dishonored by the bank automatically cancel this Official Receipt.
2. This Official Receipt is being issued on the assumption that there is/are no known loss / losses affecting the policy for which this payment is being applied; otherwise this Official Receipt is automatically considered null and void.

Authorized Signatory

Note: This Official Receipt cancels our

Provisional Receipt No. _____

THIS OFFICIAL RECEIPT SHALL BE VALID FOR FIVE (5) YEARS FROM THE DATE OF ATP

Not to be issued for Non-VAT/Exempt sale of goods, properties or services. If issued, sales shall be subject to VAT.

Printer's Address: Suite 1623-A Tytana Plaza Bldg. No. 611, San Lorenzo Ruiz, Zone 27, Binondo NCR, City of Manila, First District, Philippines 1006
Date of Issuance: Dec 23, 2019
Date of Expiration: Dec 23, 2024

PAYOR'S COPY

Permit No. L740-11-10-1016-18 Dated October 23, 2019