



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

TARLAC CITY EXTENSION OFFICE
Tarlac City

COMPANY REG. NO. CS201420992

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL MEN BY THESE PRESENTS:

This is to certify that the amended articles of incorporation of the

**DDMP REIT, INC.
[FORMERLY: DD-MERIDIAN PARK
DEVELOPMENT CORP.]
(Amending Articles I, II, IV, VI, VII and IX thereof)**

copy annexed, adopted on **November 11, 2020** by the majority vote of the **Board of Directors** and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 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 company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at 2F Legislative Bldg., City Hall, Tarlac City, Tarlac, Philippines, this day of **16** November Two Thousand Twenty.

By the Authority of the Commission:


RICHARD R. LAUS
Acting Director



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
COMPANY REGISTRATION SYSTEM

PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila



Date: November 16, 2020
Transaction Number: 202011160949049907
Name: DDMP REIT, INC.

Be informed that the corporate name is reserved for 30 calendar days. Present this document together with other documentary requirements.

Important Reminders:

NOTE: The fact that the name is available at the date verified, it is not to be regarded as an approval of the registration of the company or any application for change of name. No expense for printing of materials using a verified name should be incurred until registration takes effect. As this is a computer printout, any erasure or alteration on this document nullifies verification.



TARLAC EXTENSION OFFICE

NOV 16 2020

DIRECTORS' CERTIFICATE OF AMENDMENT OF THE
AMENDED ARTICLES OF INCORPORATION
AND ADOPTION OF NEW BY-LAWS

Time: 4:25 PM

OF

DD-MERIDIAN PARK DEVELOPMENT CORP.

The undersigned Corporate Secretary and members of the Board of Directors of DD-MERIDIAN PARK DEVELOPMENT CORP. (the "Corporation") do hereby certify that, at the special meeting of the Board of Directors held on November 11, 2020 at DD Headquarters, 10th Floor, Tower 1, DoubleDragon Plaza, DD Meridian Park corner Macapagal Avenue and EDSA Extension, Bay Area, Pasay City, these amendments of the Corporation's Articles of Incorporation and adoption of new By-Laws were unanimously approved, and at the special meeting of the stockholders of the Corporation called for the purpose of amending the Articles of Incorporation and adopting a new By-Laws held on November 11, 2020 at DD Headquarters, 10th Floor, Tower 1, DoubleDragon Plaza, DD Meridian Park corner Macapagal Avenue and EDSA Extension, Bay Area, Pasay City, at which meeting stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present or represented, the following resolutions were, by overwhelming majority vote of the stockholders present/represented, adopted:

A. Amendment of the Articles of Incorporation

"RESOLVED, that DD-MERIDIAN PARK DEVELOPMENT CORP. (the 'Corporation') be authorized to cause the amendments of its Articles of Incorporation ('AOI') and introduce the following changes:

1. Change of corporate name to DDMP REIT, INC.;
2. Amendment of the primary purpose of the Corporation;
3. Provision of additional corporation powers;
4. Change of corporate term;
5. Increase in the number of directors to nine (9) and inclusion of independent directors;
6. Inclusion of express waiver of pre-emptive right to subscribe from the Corporation's unissued capital, increase in its authorized capital or its treasury stock;
7. Compliance with the lock-up requirements under the Listing Rules of The Philippine Stock Exchange Inc.;
8. Removal of the contractual restrictions on the disposition of shares; and
9. Inclusion of additional restriction on transfer of shares as provided under the Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), including its implementing rules and regulations (the 'REIT Act');

"RESOLVED, that for purposes of implementing the foregoing resolution, the First, Second, Fourth, Sixth and Seventh Articles of the AOI be amended to read as follows:

'FIRST: That the name of this corporation shall be:

'DDMP REIT, INC.'

'SECOND: A. That the primary purpose of this corporation is

To engage in the business of a real estate investment trust, as provided under Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), including its implementing rules and regulations (the "REIT Act"), and other applicable laws, which business includes the following:

- (i) to own, invest in, purchase, acquire, hold, possess, lease, construct, develop, alter, improve, operate, manage, administer, sell, assign, convey, encumber, in whole or in part, or otherwise deal in and dispose of, income-generating real estate, whether freehold or leasehold, within or outside the Philippines with or to such persons and entities and under such terms and conditions as may be permitted by law;
- (ii) to invest in, purchase, acquire, own, hold, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of (a) real estate - related assets, wherever the issuers are incorporated, the assets located or the securities issued or traded, which real estate - related assets include debt securities and listed shares issued by property companies or other funds and assets, including personal property, incidental to the ownership of real estate; (b) managed funds, evidence of indebtedness of the Republic of the Philippines and other evidence of indebtedness or obligations, the servicing and repayment of which are fully guaranteed by the Republic of the Philippines, such as, but not limited to, treasury bills, fixed rate treasury notes, retail treasury bonds and foreign currency linked notes; (c) bonds and other evidence of indebtedness issued by the governments of other countries with which the Philippines maintains diplomatic relations and securities issued by multilateral agencies; (d) corporate bonds of non-property privately owned domestic corporations or foreign non-property corporation; (e) commercial papers; (f) equities of a non-property company listed in a local or foreign stock exchange; (g) cash and cash equivalent items; (h) collective investment schemes, offshore mutual funds, synthetic investment products and such other investment outlets as may be allowed under the REIT Act and other applicable laws, provided that each of these investments or instruments complies with all the requirements of the Securities and Exchange Commission and other regulatory agencies;
- (iii) to receive, collect, and dispose of the rent, interest, dividends and income arising from its property and investments; and
- (iv) to exercise, carry on or undertake such other powers, acts, activities and transactions as may be deemed necessary, convenient, or incidental to or implied from the purposes herein mentioned.'

B. That the corporation shall have all the express powers of a corporation as provided under Section 35 of the Revised Corporation Code of the Philippines and the following:

- (x) 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, upon the properties of the Corporation or to issue, pursuant to law, shares of its capital stock, debentures and other evidence of indebtedness in payment for properties acquired by the Corporation or money borrowed in the process of its lawful business.
- (xi) To apply for, or join in applying for, purchase or otherwise acquire, sell, exchange, assign or otherwise dispose of, and protect, prolong, extend and renew any patent, patent rights, inventions, improvements, processes, licenses, trademarks, trade names, business names, marks or designs, protections and concessions used in connection with or secured under letter patents of the Philippines and other countries.
- (xii) To act as corporate surety or guarantor, or otherwise provide financial support and/or security for the performance of any lawful obligations, undertakings, agreements or contracts of any kind entered into or executed by any corporation or entity in which it has lawful interest.
- (xiii) To deal, engage and transact, directly or indirectly, in all forms or business and mercantile acts and transactions outside of the primary purpose of the Corporation subject to the requirements of applicable laws, and provided that the undertaking by the Corporation of such businesses, acts and transactions will not affect the status of the Corporation as a real estate investment trust under the REIT Act.'

'FOURTH: That the Corporation shall have perpetual existence.'

'SIXTH: That the number of directors of said corporation shall be **Nine (9)**. And at least one-third (1/3) or at least two (2), whichever is higher, of the board of directors or such number as may be required by the REIT Act shall be independent directors. The names, nationalities and residences of the first directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows: xxx'

'SEVENTH: That the authorized capital stock of the Corporation is SEVENTEEN BILLION EIGHT HUNDRED THIRTY MILLION (P17,830,000,000.00) in lawful money of the Philippines, divided into SEVENTEEN BILLION EIGHT HUNDRED THIRTY MILLION (17,830,000,000) shares with the par value of ONE PESO (P1.00) per share. (Amended as of October 2014)

No stockholders of any class shall be entitled to any pre-emptive right to purchase, subscribe for, or receive any part of the shares of the Corporation, whether issued from its unissued capital, increase in its authorized capital or its treasury stock.

The corporation shall comply with the lock-up requirement provided under the Listing Rules for the Main and Small, Medium and Emerging Board of The Philippine Stock Exchange, Inc. (the "Exchange") dated June 6, 2013, subject to any waiver or exemption that may be granted by the Exchange in respect of such lock-up requirement.'

"RESOLVED, FURTHER, that the Ninth Article of the AOI be amended (i) removing the contractual restrictions on the disposition of shares, and (ii) adding the requirements under the REIT Act, which shall now read as follows:

'NINTH: No transfer of stock or interest which would reduce the ownership (a) of Filipino citizens to less than the required percentage the capital stock as provided by existing laws; or (b) of the public as required under the REIT Act, as may be amended from time to time, shall be allowed or permitted to be recorded in the proper books of the Corporation and this restriction shall be indicated in all the stocks certificates issued by the Corporation.'

"RESOLVED, FINALLY, that any one (1) of the President, Corporate Secretary or any director of the Corporation be authorized and empowered (i) to submit or cause the submission of a copy of the Amended Articles of Incorporation of the Corporation, certified by a majority of the directors and the Corporate Secretary, to the Securities and Exchange Commission, and (ii) to sign, execute and deliver any and all documents, and to do any and all acts, necessary and proper, to give these resolutions force and effect to these resolutions."

B. Adoption of a New By-Laws

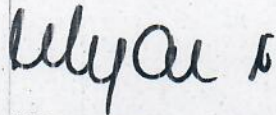
"RESOLVED, that DD-MERIDIAN PARK DEVELOPMENT CORP. (the 'Corporation') be authorized to adopt a new By-Laws for the Corporation;

"RESOLVED, FINALLY, that any one (1) of the President, Corporate Secretary or any director of the Corporation be authorized and empowered (i) to submit or cause the submission of a copy of the New By Laws of the Corporation, certified by a majority of the directors and the Corporate Secretary, to the Securities and Exchange Commission, and (ii) to sign, execute and deliver any and all documents, and to do any and all acts, necessary and proper, to give these resolutions force and effect to these resolutions."

Copies of the Amended Articles of Incorporation embodying the foregoing amendments and the New By-Laws of the Corporation are hereto attached.

[Signature pages follow]

IN WITNESS WHEREOF, we have hereunto signed these presents on this
13 November 2021 at Makati City.



EDGAR J. SIA II
Chairman of the Board of Directors
TIN 192-003-450



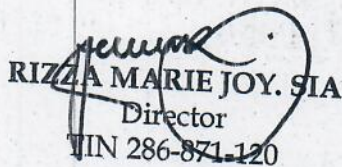
FERDINAND J. SIA
Director
TIN 917-782-960



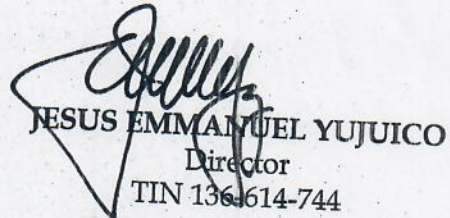
TONY TAN CAKTIONG
Co-Chairman
TIN 111-391-733



WILLIAM TAN UNTIONG
Corporate Secretary
TIN 111-391-799



RIZZA MARIE JOY. SIA
Director
TIN 286-871-120



JESUS EMMANUEL YUJUICO
Director
TIN 136-614-744




JAIME RAFAEL YUJUICO
Director
TIN 228-649-060

JOHN MICHAEL FRANCIS M.
YUJUICO
Director
TIN 266-028-399

SUBSCRIBED AND SWORN to before me this 13 November 2020
affiants exhibiting competent proofs of their identities, to wit:

NAME	GOVERNMENT ISSUED I.D.	VALID UNTIL
Edgar J. Sia II	Passport No. P2057771A	February 27, 2022
Tony Tan Caktiong	TIN 11391733	
Ferdinand J. Sia	Passport No. P7882199A	July 10, 2028
Rizza Marie Joy J. Sia	Passport No. P6121199A	February 20, 2028
William Tan Untiong	Passport No. P1841468A	February 1, 2022
Jesus Emmanuel Yujuico	Passport No. P7882200A	July 10, 2028
Jaime Rafael Yujuico	Passport No. P4841945A	October 26, 2022

Doc. No. 633;
Page No. 23;
Book No. 02;
Series of 2020.


REGIDOR A. PONFERRADA
NOTARY PUBLIC FOR MAKATI CITY
Appt. No. M-160, Until 31 December 2020
Level 17, 6750 Ayala Office Tower
6750 Ayala Avenue, Makati City
PTR No. 7333062, 01/03/2019, Makati City
IBP Lifetime Member Roll No. 08626, Quezon City
Roll of Attorneys No. 57102
MCLE Compliance No. VI-0014735 - 11/13/2018

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S

SECRETARY'S CERTIFICATE

I, **WILLIAM TAN UNTIONG**, of legal age, Filipino, with office address at the 10th Floor, Jollibee Plaza, F. Ortigas, Jr. Road, Ortigas Center, Pasig City, after having been duly sworn in accordance with law hereby depose and certify that:

1. I am the duly elected Corporate Secretary of **DD-MERIDIAN PARK DEVELOPMENT CORP.** (the "Corporation"), a corporation duly organized and existing under Philippine law, with principal office address at DD Headquarters, 10th Floor, Tower 1, DoubleDragon Plaza, DD Meridian Park corner Macapagal Avenue and EDSA Extension, Bay Area, Pasay City.

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.

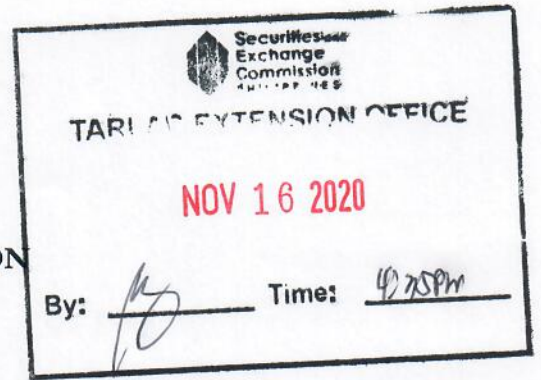
IN WITNESS WHEREOF, I have assigned this certification on this ^{13th} day of November at Makati City.


WILLIAM TAN UNTIONG
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this ^{13th} day of Nov. 2020 at Makati City, affiant exhibiting to me his PP No. P92 79187B, issued at _____ valid until _____.

Doc. No. 698
Page No. 29;
Book No. 02;
Series of 2020.


REGIDOR A. PONFERRADA
NOTARY PUBLIC FOR MAKATI CITY
Appt. No. M-160, Until 31 December 2020
Level 17, 6750 Ayala Office Tower
6750 Ayala Avenue, Makati City
PTR No. 7333062, 01/03/2019, Makati City
IBP Lifetime Member Roll No. 08626, Quezon City
Roll of Attorneys No. 57102
MCLE Compliance No. VI-0014735 - 11/13/2018



AMENDED
ARTICLES OF INCORPORATION
OF
DDMP REIT, INC.
(formerly DD-MERIDIAN PARK DEVELOPMENT CORP.)

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and majority of whom are residents of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

FIRST: That the name of this corporation shall be:

DDMP REIT, INC.
(As amended on November 11, 2020)

SECOND: A. That the primary purpose of this corporation is

To engage in the business of a real estate investment trust, as provided under Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), including its implementing rules and regulations (the "REIT Act"), and other applicable laws, which business includes the following:

- (i) to own, invest in, purchase, acquire, hold, possess, lease, construct, develop, alter, improve, operate, manage, administer, sell, assign, convey, encumber, in whole or in part, or otherwise deal in and dispose of, income-generating real estate, whether freehold or leasehold, within or outside the Philippines with or to such persons and entities and under such terms and conditions as may be permitted by law;
- (ii) to invest in, purchase, acquire, own, hold, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of (a) real estate - related assets, wherever the issuers are incorporated, the assets located or the securities issued or traded, which real estate - related assets include debt securities and listed shares issued by property companies or other funds and assets, including personal property, incidental to the ownership of real estate; (b) managed funds, evidence of indebtedness of the Republic of the Philippines and other evidence of indebtedness or obligations, the servicing and repayment of which are fully guaranteed by the Republic of the Philippines, such as, but not limited to, treasury bills, fixed rate treasury notes, retail treasury bonds and foreign currency linked notes; (c) bonds and other evidence of indebtedness issued by the governments of other countries with which the Philippines maintains diplomatic relations and securities issued by multilateral agencies; (d) corporate bonds of non-property privately owned domestic corporations or foreign non-property corporation; (e) commercial papers; (f) equities of a non-

property company listed in a local or foreign stock exchange; (g) cash and cash equivalent items; (h) collective investment schemes, offshore mutual funds, synthetic investment products and such other investment outlets as may be allowed under the REIT Act and other applicable laws, provided that each of these investments or instruments complies with all the requirements of the Securities and Exchange Commission and other regulatory agencies;

(iii) to receive, collect, and dispose of the rent, interest, dividends and income arising from its property and investments; and

(iv) to exercise, carry on or undertake such other powers, acts, activities and transactions as may be deemed necessary, convenient, or incidental to or implied from the purposes herein mentioned.

B. That the corporation shall have all the express powers of a corporation as provided under Section 35 of the Revised Corporation Code of the Philippines and the following:

- (i) To acquire by purchase, lease, donation or otherwise, and to own, use, improve, develop, subdivide, sell, exchange, lease, develop, and hold for investment or otherwise dispose of buildings, houses, apartments, and other structures of whatever kind, together with their appurtenances;
- (ii) To purchase, acquire, own, lease, sell and convey real properties, such as lands, buildings, machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporation's business, and to pay in cash, or other securities, as may be deemed expedient, for any business of property acquired by the corporation;
- (iii) 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, shares of stocks, bonds or obligations or evidence of indebtedness in the same manner and to the same extent as natural persons might, could or would do and to exercise all the rights, powers and privileges of ownership, including the right to vote thereof or consent in respect thereof for any and all purposes without engaging in stock brokerage business;
- (iv) To enter into any lawful arrangement for sharing profits, union of interest, 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 incident to carrying out any of the purposes of the corporation;
- (v) To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the corporation;
- (vi) 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;

- (vii) To distribute the surplus profits of the corporation to the shareholders thereof in cash or in kind, namely, properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to the corporation;
- (viii) 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 purpose or the exercise of any one or more of its powers, or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation;
- (ix) To create or invest in corporations engaged in the business of shopping malls, to enter into Joint Venture Agreements with any person for the creation, development, operation and/or management of any shopping mall and to enter into any other lawful agreement for the furtherance of this purpose.
- (x) 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, upon the properties of the Corporation or to issue, pursuant to law, shares of its capital stock, debentures and other evidence of indebtedness in payment for properties acquired by the Corporation or money borrowed in the process of its lawful business.
- (xi) To apply for, or join in applying for, purchase or otherwise acquire, sell, exchange, assign or otherwise dispose of, and protect, prolong, extend and renew any patent, patent rights, inventions, improvements, processes, licenses, trademarks, trade names, business names, marks or designs, protections and concessions used in connection with or secured under letter patents of the Philippines and other countries.
- (xii) To act as corporate surety or guarantor, or otherwise provide financial support and/or security for the performance of any lawful obligations, undertakings, agreements or contracts of any kind entered into or executed by any corporation or entity in which it has lawful interest.
- (xiii) To deal, engage and transact, directly or indirectly, in all forms or business and mercantile acts and transactions outside of the primary purpose of the Corporation subject to the requirements of applicable laws, and provided that the undertaking by the Corporation of such businesses, acts and transactions will not affect the status of the Corporation as a real estate investment trust under the REIT Act. (As amended on November 11, 2020)

THIRD: That the corporation shall have its principal office at DD Headquarters, 10th Floor, Tower 1, Double Dragon Plaza, DD Meridian Park Corner Macapagal Avenue & Edsa Extension, Bay Area, Pasay City, Metro Manila, Philippines. *(As amended on September 20, 2017)*

FOURTH: That the Corporation shall have perpetual existence. *(As amended on November 11, 2020)*

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

<u>Name</u>	<u>Nationality</u>	<u>Residence</u> (Complete Address)
EDGAR J. SIA II	Filipino	38 B Luna Gardens, Rockwell, Makati City
FERDINAND J. SIA	Filipino	38 B Luna Gardens, Rockwell, Makati City
RIZZA MARIE JOY J. SIA	Filipino	38 B Luna Gardens, Rockwell, Makati City
TONY TAN CAKTIONG	Filipino	52 Buchanan St., North Greenhills, San Juan, Metro Manila
WILLIAM TAN UNTIONG	Filipino	108 Kennedy St., North Greenhills, San Juan, Metro Manila
BENEDICTO V. YUJUICO	Filipino	No. 90, 10th Street corner Victoria Avenue, New Manila, Quezon City
TERESITA M. YUJUICO	Filipino	No. 90, 10th Street corner Victoria Avenue, New Manila, Quezon City
CHRISTOPHER C. DY	Filipino	No. 16 D. Bonifacio Street, Canumay East, Valenzuela City

SIXTH: That the number of directors of said corporation shall be **Nine (9). At least one-third (1/3) or at least two (2), whichever is higher, of the board of directors or such number as may be required by the REIT Act shall be independent directors.** The names, nationalities and residences of the first directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows: *(As amended on November 11, 2020)*

<u>Name</u>	<u>Nationality</u>	<u>Residence</u> (Complete Address)
EDGAR J. SIA II	Filipino	38 B Luna Gardens, Rockwell, Makati City
FERDINAND J. SIA	Filipino	38 B Luna Gardens, Rockwell, Makati City
RIZZA MARIE JOY J. SIA	Filipino	38 B Luna Gardens, Rockwell, Makati City
TONY TAN CAKTIONG	Filipino	52 Buchanan St., North Greenhills, San Juan, Metro Manila
WILLIAM TAN UNTIONG	Filipino	108 Kennedy St., North Greenhills, San Juan, Metro Manila,
BENEDICTO V. YUJUICO	Filipino	No. 90, 10th Street corner Victoria Avenue, New Manila, Quezon City
TERESITA M. YUJUICO	Filipino	No. 90, 10th Street corner Victoria Avenue, New Manila, Quezon City
CHRISTOPHER C. DY	Filipino	No. 16 D. Bonifacio Street, Canumay East Valenzuela City

SEVENTH: That the authorized capital stock of the Corporation is SEVENTEEN BILLION EIGHT HUNDRED THIRTY MILLION (P17,830,000,000.00) in lawful money of the Philippines, divided into SEVENTEEN BILLION EIGHT HUNDRED THIRTY MILLION (17,830,000,000) shares with the par value of ONE PESO (P1.00) per share. *(Amended as of October 2014)*

No stockholders of any class shall be entitled to any pre-emptive right to purchase, subscribe for, or receive any part of the shares of the Corporation, whether issued from its unissued capital, increase in its authorized capital or its treasury stock.

The corporation shall comply with the lock-up requirement provided under the Listing Rules for the Main and Small, Medium and Emerging Board of The Philippine Stock Exchange, Inc. (the "Exchange") dated June 6, 2013, subject to any waiver or exemption that may be granted by the Exchange in respect of such lock-up requirement. (As amended on November 11, 2020)

EIGHTH: That at least 25% of the authorized capital stock has been submitted and at least 25% of the total subscriptions have been paid as follows:

<u>Name</u>	<u>Nationality</u>	<u>No. of Shares Subscribed</u>	<u>Amount Subscribed</u>	<u>Amount Paid</u>
DOUBLE DRAGON PROPERTIES CORP. (TIN: 287 191 423)	Filipino	49,992	49,992.00	49,992.00
EDGAR J. SIA II	Filipino	1	1.00	1.00
FERDINAND J. SIA	Filipino	1	1.00	1.00
RIZZA MARIE JOY J. SIA	Filipino	1	1.00	1.00
TONY TAN CAKTIONG	Filipino	1	1.00	1.00
WILLIAM TAN UNTIONG	Filipino	1	1.00	1.00
BENEDICTO V. YUJUICO	Filipino	1	1.00	1.00
TERESITA M. YUJUICO	Filipino	1	1.00	1.00
CHRISTOPHER C. DY	Filipino	1	1.00	1.00
TOTAL		50,000	P 50,000.00	P 50,000.00

NINTH: No transfer of stock or interest which would reduce the ownership (a) of Filipino citizens to less than the required percentage the capital stock as provided by existing laws; or (b) of the public as required under the REIT Act, as may be amended from time to time, shall be allowed or permitted to be recorded in the proper books of the Corporation and this restriction shall be indicated in all the stocks certificates issued by the Corporation. (As amended on November 11, 2020)

TENTH: That RIZZA MARIE JOY J. SIA has been elected by the subscribers as treasurer of the corporation, to act as such until her successor is duly elected and qualified in accordance with By-Laws; and that as such Treasurer, he/she has been authorized to receive for and in the name and for the benefit of the corporation, all subscriptions paid by the subscribers.

ELEVENTH: That the incorporators undertake to change the name of the corporation, as herein provided or as amended thereafter, immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use or that name has been declared a misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good customs or public policy.

IN WITNESS WHEREOF, we have set our hands this 24th day of October, 2014 at Makati City.

(SGD)
EDGAR J. SIA II
TIN: 192-003-450

(SGD)
TONY TAN CAKTIONG
TIN: 111-391-733

(SGD)
FERDINAND J. SIA
TIN: 917-782-960

(SGD)
BENEDICTO V. YUJUICO
TIN: 129-389-277

(SGD)
WILLIAM TAN UNTIONG
TIN: 111-391-779

(SGD)
RIZZA MARIE JOY J. SIA
TIN: 286-871-120

(SGD)
TERESITA M. YUJUICO
TIN: 172-685-894

(SGD)
CHRISTOPHER C. DY
TIN: 225-252-874

WITNESSES:

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES) S.S
QUEZON CITY)

BEFORE ME, a Notary Public in and for Quezon City Philippines, this October 24, 2014, personally appeared:

Name	Competent Evidence of Identity
EDGAR J. SIA II	TIN: 192-003-450
TONY TAN CAKTIONG	TIN: 111-391-733
FERDINAND J. SIA	TIN: 917-782-960
BENEDICTO V. YUJUICO	TIN: 129-389-277
WILLIAM TAN UNTIONG	TIN: 111-391-779
RIZZA MARIE JOY J. SIA	TIN: 286-871-120
TERESITA M. YUJUICO	TIN: 172-685-894
CHRISTOPHER C. DY	TIN: 225-254-874

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

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

(SGD)
Atty. Joel G. Gordola
Notary Public
Commission expires Dec. 31, 2015
PTR No. 9042371, 1/02/2014, Q.C.
Roll of Attorney No. 25103

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