



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



COMPANY REG. NO. 4620
CERTIFICATE OF FILING
 OF
AMENDED ARTICLES OF INCORPORATION

TO ALL TO WHOM THESE PRESENTS MAY COME, GREETINGS:

THIS IS TO CERTIFY that the amended articles of incorporation of the

ANGELES ELECTRIC CORPORATION
 (Amending Article IV by extending the term of its existence.)

copy annexed, adopted on August 12, 1999 by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing 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 was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 6th day of November, Two Thousand One.

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BENITO A. CATARAN
 Director

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Company Registration and Monitoring Department

MGT/nelly

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 Page 1 Of 11 pages **MAR 8 0-2021**
 Verified by: M. ESTRELLA Date Issued: _____

Payment of filing fee and penalty.

10-26-01

SEC Number AS099004620
File Number _____

ANGELES ELECTRIC CORPORATION

(Company's Full Name)

*Mr. Larralde
10.20.01
29*

19th Flr., Robinsons-Equitable Tower, ADB Avenue
corner Poveda Road, Ortigas Center, Pasig City
(Company's Address)

(Telephone Number)

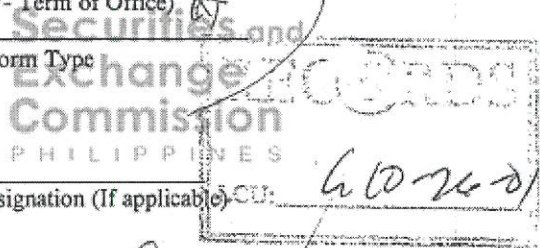
December 31
(Fiscal Year Ending
month & day)

*Sept 5 2008 365
Sept 5 2009 365
October 21 21*

Amended Articles of Incorporation
(Article IV- Term of Office)

Form Type

Amendment Designation (If applicable) CU



Receiving Unit
okay/rec.
By: *[Signature]*
PTU 4seceexpress

Period Ended Dated

[Signature]

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*₱ 1,010,000 = filing fee
₱ 78,200 = penalty
₱ 1,088,200*

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Verified by: M. ESTRELLA Date issued: _____

AMENDED
ARTICLES OF INCORPORATION
OF

ANGELES ELECTRIC CORPORATION

(As amended on October 23, 1990 and further amended on September 06, 1999)

KNOW ALL MEN BY THESE PRESENTS:

That, we, all of whom are residents of the Philippines, have this day voluntarily associated together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY:

FIRST: That the name of the corporation shall be ANGELES ELECTRIC CORPORATION.

SECOND: That the purposes of which such corporation is formed are:

- a) To secure from the government or its instrumentalities electric franchises; to acquire from any person, firm, corporation or entity, rights and interest on electric franchises; and to construct, erect, build, purchase, issue or otherwise acquire, maintain, equip and operate electric power plants, electric lighting and heating plants, and other electrical machineries of all classes; to produce, accumulated, distribute, sell, hire or issue electricity, electromotive force to all persons, concerns, enterprises or buildings-public or private, and to collect, demand, receive and receipt of all revenues moneys, charges and other considerations from said persons or customers for such supplies and services sold or rendered;
- b) To contract for the purchase, issue, hire or acquisition of such rights, issued, licenses, franchises, certificates, or permits as said corporation may desire or need for its purpose and for the conduct of its business;

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Verified by: M. ESTRELLA Date Issued: _____

- c) To purchase, issue or otherwise acquire such grounds or buildings as the said corporation may need for offices, storage rooms, depots, power plants, bodegas, substations, or other constructions as the said corporation may need;
- d) To lay, construct and maintain electrical installations, cables, wires, lines and all necessary appurtenances and appliances for said purposes;
- e) To engage the services of such workers, employees, or agents as may be desired or needed in the conduct of the business of said corporation; and generally, to do any and all lawful things necessary to carry out the objects for which this corporation is formed.

THIRD: That the place where the principal office of the corporation is to be located in the City of Pasig, Philippines with branch offices at Angeles, Pampanga, and such other places within the Philippines as the Board of Directors may from time to time establish.

FOURTH: That the term for which said corporation is to exist is for another FIFTY (50) YEARS from and after September 06, 1999.¹

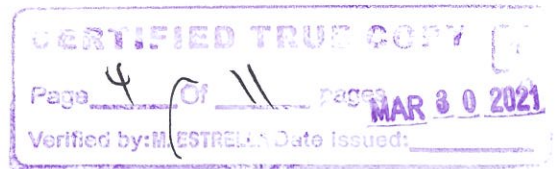
FIFTH: That the names, nationalities and residences of the incorporators are as follows:

<u>Names</u>	<u>Citizenship</u>	<u>Residences</u>
1. Juan D. Nepomuceno	Filipino	Angeles, Pampanga
2. Teresa G. Nepomuceno	Filipino	Angeles, Pampanga
3. Javier J. Nepomuceno	Filipino	Angeles, Pampanga
4. Geromin G. Nepomuceno	Filipino	Angeles, Pampanga
5. Mamerto G. Nepomuceno	Filipino	Angeles, Pampanga

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¹ As approved by the Stockholders and Directors in a Meeting held on August 12, 1999.



SIXTH: That the names, nationalities and residences of the Directors are as follows:

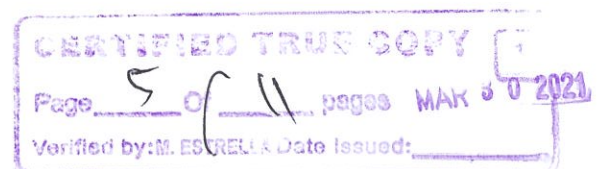
<u>Names</u>	<u>Citizenship</u>	<u>Residences</u>
1. Juan D. Nepomuceno	Filipino	Angeles, Pampanga
2. Teresa G. Nepomuceno	Filipino	Angeles, Pampanga
3. Javier J. Nepomuceno	Filipino	Angeles, Pampanga
4. Geromin G. Nepomuceno	Filipino	Angeles, Pampanga
5. Mamerto G. Nepomuceno	Filipino	Angeles, Pampanga

SEVENTH: That the amount of capital stock of said corporation is FIVE HUNDRED MILLION PESOS (₱500,000,000.00) Philippine Currency, and said capital stock is divided into FIVE MILLION (5,000,000) SHARES of the par value of ONE HUNDRED PESOS (₱100.00) each. Provided, however, that the subscriptions for and ownership of all shares of stock in the corporation are made and taken upon the condition that any stockholder thereof desiring to sell or otherwise dispose of the stock shall offer the same subject to the following terms, conditions and priorities: (As amended on June 27, 1987 and further amended on October 23, 1995).

1. FIRST ORDER OF PRIORITY. - To all existing stockholders of the corporation. The offer shall be by means of registered letter addressed to each and every stockholder of the company and said stockholders shall have thirty (30) days from date of receipt of the written offer to exercise the right to purchase, acquire or otherwise hold the shares of stock at a price which shall not be lower than the book value thereof as shown on the latest balance sheet duly approved by the corporation;

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2. SECOND ORDER OF PRIORITY - To the corporation itself which shall exercise the right within thirty (30) days from date of receipt of the written offer from the stockholder at a price which shall not be lower than the book value of shares as shown in the latest balance sheet of the company duly approved by the corporation; and

3. THIRD ORDER OF PRIORITY - To any person of such prices, terms and conditions as may be mutually agreed by the parties thereto.

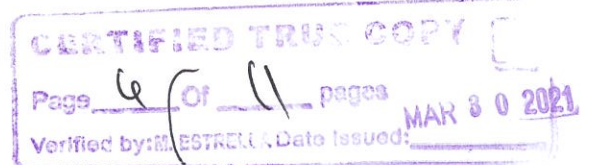
Any sale or transfer made in violation of the above conditions shall be null and void. The foregoing conditions and limitations shall be made to appear on the stock certificates to be issued by the corporation and shall likewise be binding on the heirs, successors, assignees, executors, administrators and legal representatives of the stockholders. (As amended by action of the stockholders on June 25, 1987).

EIGHT: That the amount of capital stock which has been actually subscribed is FIFTY THOUSAND PESOS (₱50,000.00) and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

<u>Names</u>	<u>Residence</u>	<u>No. of Shares</u>	<u>Amount of Capital Stock Subscribed</u>
1. Juan D. Nepomuceno	Angeles, Pampanga	100	₱ 10,000.00
2. Teresa G. Nepomuceno	Angeles, Pampanga	100	10,000.00
3. Javier J. Nepomuceno	Angeles, Pampanga	100	10,000.00
4. Geromin G. Nepomuceno	Angeles, Pampanga	100	10,000.00
5. Mamerto G. Nepomuceno	Angeles, Pampanga	100	10,000.00
		<u>500</u>	<u>₱ 50,000.00</u>

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

1. Juan D. Nepomuceno	₱ 2,500.00
2. Teresa G. Nepomuceno	2,500.00
3. Javier J. Nepomuceno	2,500.00
4. Geromin G. Nepomuceno	2,500.00
5. Mamerto G. Nepomuceno	<u>2,500.00</u>
	<u>₱ 12,500.00</u>

TENTH: That JAVIER J. NEPOMUCENO has been elected by the subscribers as TREASURER of the said corporation to act as such until his successor is duly elected and qualified in accordance with the BY-LAWS, and as such TREASURER, has been authorized to receive for the corporation and receipt in its name all subscriptions paid in by the subscribers.

ELEVENTH: That JUAN D. NEPOMUCENO hereby given his marital consent and approval to the participation of his wife TERESA G. NEPOMUCENO, as incorporator and subscriber of said corporation.

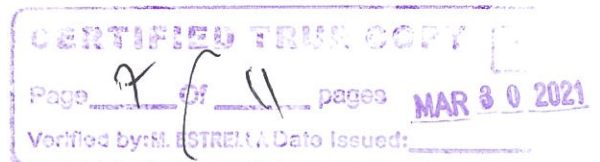
IN WITNESS WHEREOF, we have hereunto affixed our signatures at Angeles, Pampanga, Philippines, this 31st day of August, 1949.

s/Juan D. Nepomuceno
t/Juan D. Nepomuceno
s/Javier J. Nepomuceno
t/Javier J. Nepomuceno

s/Teresa G. Nepomuceno
t/Teresa G. Nepomuceno
s/Geromin G. Nepomuceno
t/Geromin G. Nepomuceno

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t/ Mamerto G. Nepomuceno

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SIGNED IN-PRESENCE OF:

s/Armando Nepomuceno

s/Rosa Tancangco

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)
MUNICIPALITY OF ANGELES)S.S
PROVINCE OF PAMPANGA)

In the Municipality of Angeles, Pampanga, Philippines, this 31st day of August, 1949, before me a Notary Public for and in the Province of Pampanga, Philippines, personally appeared:

- Juan D. Nepomuceno R/C/A-2885382 Jan. 5, 1949 Angeles, Pampanga
- Teresa G. Nepomuceno R/C/A - 2885387 Jan. 6, 1949 Angeles, Pampanga
- Javier J. Nepomuceno R/C/A-2885381 Jan. 9, 1949 Angeles, Pampanga
- Geromin G. Nepomuceno R/C/A-2885370 Jan. 5, 1949 Angeles, Pampanga
- Mametto G. Nepomuceno R/C/A-2885372 Jan. 5, 1949 Angeles, Pampanga

all personally known to me and to me known to be the same persons whose names are subscribed and who executed the foregoing Articles of Incorporation of the ANGELES CORPORATION, CONTAINING FIVE (5) pages including the acknowledgment hereof, and each of them acknowledged to me that the same is their free act and deed, Page 6 hereof contains the Treasurer's Affidavit.

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CERTIFIED TRUE COPY /
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Verified by: M. ESTRELA Date Issued:

IN WITNESS WHEREOF, I have affixed my signature and notarial seal
at Angeles, Pampanga, this 31st day of August, 1949.

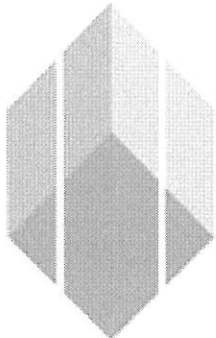
Dec. No 441;
Page No. 43;
Book No. III;
Series of 1949:

s/Conrado V. Del Rosario
t/Conrado V. Del Rosario
My commission expires
December 31, 1950

I certify that the above is a true and correct copy of the original which is
my possession.

JAVIER J. NEPOMUCENO
General Manager

ANGELES ELECTRIC CORPORATION



Securities and
Exchange
Commission
PHILIPPINES

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Verified by: ESTABLA Date Issued: **MAR 30 2021**

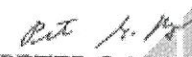
**DIRECTORS' CERTIFICATE AS TO
AMENDED ARTICLES OF INCORPORATION OF
ANGELES ELECTRIC CORPORATION, INC.**

KNOW ALL MEN BY THESE PRESENTS:

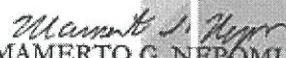
The undersigned, being the Chairman, the Secretary of and a majority of the members of the Board of ANGELES ELECTRIC CORPORATION, INC. a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office at Don Juan corner Doña Teresa Avenue, Nepeña Complex, Angeles City, do hereby certify that the accompanying Amended Articles of Incorporation is a true and correct copy of the Amended Articles of Incorporation of the Corporation, which amendments were approved in accordance with the provisions of Section 16 of the Corporation Code by a vote of more than a majority of the members of the Board of Directors of the Corporation at its Special Meeting held on August 12, 1999 and by more than two-thirds (2/3) of the outstanding capital stock of the Corporation at the Special Meeting of Stockholders held on the same date.


The amendment consists of an amendment to Article IV extending the term of the Corporation for another fifty (50) years from September 06, 1999.


IN WITNESS WHEREOF, we hereunto have signed and the Chairman of the Board and the Secretary of this Corporation have countersigned this Certificate at PASIG CITY, Metro Manila, Philippines on this 25 OCT 2001

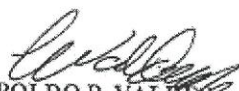

PETER G. NEPOMUCENO
Chairman


GEROMINT NEPOMUCENO, JR.
President



MAMERTO G. NEPOMUCENO
Director


MELISSA N. MAPUA
Director/ Corporate Secretary


TERESITA N. WILKERSON
Director


LEOPOLDO P. VALDES
Director

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AURORA N. VALDES
Director

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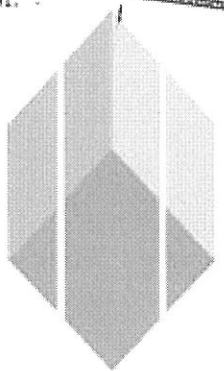
Verified by: M. ESTRELLA Date Issued: _____

SUBSCRIBED AND SWORN to before me this 29 OCT 2001 at
PASIG CITY, affiants exhibited to me their respective
 Community Tax Certificate Nos. as follows:

Name	Community Tax Certificate No	Date/Place Issued
Peter G. Nepomuceno	08733262	Jan. 16, 2001 / Angeles City
Aurora N. Valdes	08796035	April 11, 2001 / Angeles City
Mamerto G. Nepomuceno	08831240	Sept. 11, 2001 / Angeles City
Melissa N. Mapua	02780788	Jan. 10, 2001 / Muntinlupa City
Teresita N. Wilkerson	08778912	Feb. 29, 2001 / Angeles City
Loepoldo P. Valdes	08796034	April 11, 2001 / Angeles City
Geromin T. Nepomuceno, Jr.	08730258	Jan. 15, 2001 / Angeles City

[Signature]
STANLEY L. TASA
 Notary Public
 Until December 31, 2011
 PTR No. 024871-116/01
 Pasig City

Doc. No. 341
 Page No. 69
 Book No. VII
 Series of 2001.



Securities and Exchange Commission
 PHILIPPINES

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 Verified by: M. SYPTMA Date Issued: MAR 30 2021