



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. 4620

CERTIFICATE OF FILING
OF

AMENDED ARTICLES OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

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

ANGELES ELECTRIC CORPORATION
(Amending Article VII thereof)

copy annexed, adopted on June 3, 2016 by a 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 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.

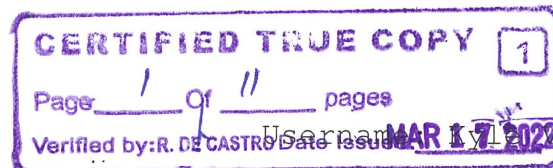
Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, 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 to this Certificate at Pasay City, Metro Manila, Philippines, this 19th day of June, Twenty Seventeen.



FERDINAND B. SALES
Director

Company Registration and Monitoring Department

FR/mcf



39349.0052.0001


Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES & EXCHANGE COMMISSION
 SEC Building, EDSA, Greenhills
 City of Mandaluyong, 1554


Securities and Exchange Commission
SECURITIES AND EXCHANGE COMMISSION

2

PAYMENT ASSESSMENT FORM

No. 06072017-567238

DATE 06/07/2017	RESPONSIBILITY CENTER (DEPARTMENT) CRMD
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PAYOR: ANGELES ELECTRIC CORP.
ANGELES CITY

NATURE OF COLLECTION	ACCOUNT CODE	AMOUNT
LRF (A0823)	131	20,010.00
INCREASE/DECREASE CAPITAL STOCK	606	2,000,000.00
AMENDED ARTICLES	606	1,000.00
TOTAL AMOUNT TO BE PAID		Php 2,021,010.00

Assessed by:
FLEURETTE U. RUARO *[Signature]* 116-20170615-16

Machine Validation:
[Signature] 116-20170615-17

OR# 1544076 Jun 13, 2017 01:36PM SEC NO: null
 08m:isdominquez PHP 2,021,010.00*****

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 2 of 11 pages
MAR 17 2022
 Verified by: R. DE CASTRO Date Issued: 6/7/2017

2000 2500 4500 6500

COVER SHEET

4 6 2 0

S.E.C. Registration Number

ANGELES ELECTRIC CORPORATION
 PHILIPPINES

(Company's Full Name)

DON JUAN D NEPOMUCENO AVE. COR
 TERESA AVE. NEPO MART COMPLEX
 ANGELES CITY

MA. RITA V. CHUA

Contact Person

6 3 6 6 4 8 5 & 9 1

Company Telephone Number

1 2 3 1

Month Day
Fiscal Year

FORM TYPE

FORM TYPE

Month Day

Annual Meeting

N / A

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Dept. Requiring this Doc.

Ranulfo Ucampo
0920 9384470
0917 3012455

N / A

Amended Articles Number/Section

Total No. of Stockholders

Total No. of Stockholders

Total Amount of Borrowings

Domestic

N / A

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

LCU

LCU

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Cashier

Cashier

STAMPS

Mrs. Ruano 3/14/17

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Date: 2022-03-16 Time: 08:24:58 AM

Username: Kyle Vargas

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 Page 3 of 11 pages
 Verified by: R. DE CASTRO Date Issued: MAR 17 2022

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AMENDED
ARTICLES OF INCORPORATION
OF
ANGELES ELECTRIC CORPORATION
(As amended on June 3, 2016)

Securities and
Exchange
Commission
PHILIPPINES

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:

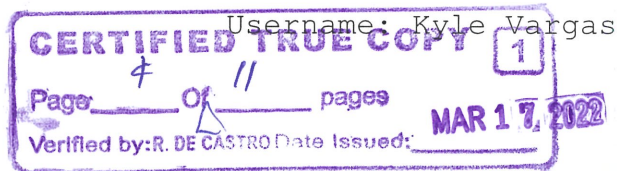
FIRST: That the name of the corporation shall be ANGELES ELECTRIC CORPORATION.

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

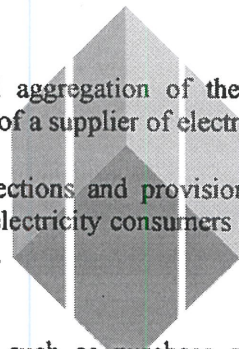
To secure from the government or its instrumentalities electric franchises; to acquire from any person, firm, corporation or entity, rights and interests on electric franchises; and to construct, erect, build, purchase, issue or otherwise acquire, maintain, equip and operate electric power plants, electric lighting and heating plants, and other electrical machineries of all classes; to explore, develop or utilize Renewable Energy (RE) resources, operate RE system and facilities and/ or generate electricity from RE resources, to produce, accumulate, 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; (As Amended on November 8, 2013)

- a) To contract for the purchase, issue, hire or acquisition of such rights, issues, licenses, franchises, certificates, or permits as said corporation may desire or need for its purpose and for the conduct of its business;
- b) To purchase, issue or otherwise acquire such grounds or buildings as the said corporation may need for offices, storage room, deposits, power plants, bodegas, substations, or other construction, as the said corporation may need;
- c) To lay, construct and maintain electrical installation, cables, wires, lines and all necessary appurtenances and appliances for said purposes;
- d) To engage the services of such workers, employees, or agents as may be desired or needed in the conduct of the business of said corporations; and generally, to do any and all lawful things necessary to carry out the objectives for which this corporation is formed.

Date: 2022-03-16 Time: 08:24:58 AM



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Securities and Exchange Commission PHILIPPINES

- e) To engage in the supply and aggregation of the demand of electric energy of consumers who have a choice of a supplier of electricity.
- f) To engage in the billing, collections and provisions of customer services to such customers in their capacity as electricity consumers or to such other in their capacity as purchasers of electric energy.
- g) To involve in energy trading such as purchase of electricity and other hedging activities undertaken relative to the sale of electric energy to customers included in the contestables market and customers who are not end users.
- h) To engage in the provisions, installation, commissioning, testing, repair, maintenance and reading of meters used to measure the delivery of electricity to end users included in the contestable market or other customers who are not end-users (whether such services are provided to those end-users or other customers, to suppliers or to any other person).

[AS AMENDED JUNE 19, 2007]

THIRD: That the place where the principal office of the corporation is to be located at Don Juan D. Nepomuceno Avenue corner Teresa Avenue, Nepo Mart Complex, Angeles City, Pampanga, Philippines, and such other places within the Philippines as the Board of Directors may from time to time establish.

FOURTH: That the term of which said corporation is to exist is for another FIFTY (50) YEARS from and after September 06, 1999.

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 G. Nepomuceno	Filipino	Angeles, Pampanga
4. Geromin G. Nepomuceno	Filipino	Angeles, Pampanga
5. Mamerto G. Nepomuceno	Filipino	Angeles, Pampanga

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Securities and Exchange Commission
PHILIPPINES

SIXTH: That the number of Directors of the said corporation shall be seven (7) and that the names and residences of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the By-Laws, are as follows:

(AS AMENDED JUNE 19, 2007)

<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, Panpanga

SEVENTH: That the amount of capital stock of said corporation is TWO BILLION PESOS (P2,000,000,000.00) Philippine Currency, and said capital stock is divided into TWENTY MILLION (20,000,000) SHARES of the par value of ONE HUNDRED PESOS (P100.00) each. Provided, however, that the subscriptions for and ownership of all shares 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 terms, conditions and priorities, to wit: (As amended on June 3, 2016).

In case any stockholders wants to sell his/her shareholdings, or any part thereof, he/she shall first offer the same to existing stockholders of record of the corporation owning at least two and a half percent (2.5%) or more of the entire outstanding capital stock of the corporation, the same requirement or conditions applies to any stockholders, desiring to assign, transfer, convey, cede or part with, any or all his pre-emptive rights arising from the issuance or re-issuance of shares as in the case of increase in the authorized capital stock of the corporation.

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The right of first refusal granted to qualified stockholders may be assigned in whole or in part to another stockholders.

The offeree (qualified stockholder) shall be entitled up to the limit allowed by the law or regulations of the Philippines, the right granted in this article pro-rata (i.e. in proportion to the offeree's existing shareholdings in the corporation in addition to the shares of the qualified stockholder and who has assigned his/her right to first refusal to the offeree and may in addition, offer to purchase any additional shares not taken by other stockholders.

The right of first refusal shall be effective for a period of thirty (30) days from the date of receipt of the corporation or notifying agent, of the written offer to sell from the offeror, the same, consists of the price, the terms and conditions of sale. Immediately from the receipt the secretary of the corporation shall inform the stockholders entitled to purchase such offer.

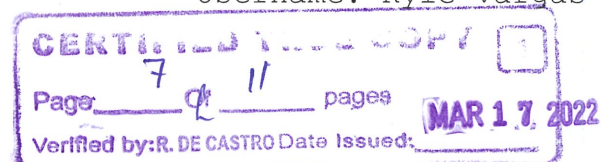
Any sale or transfer made in violation of the above conditions shall be null and void. The foregoing conditions and limitations shall be made to appear on the stock certificates to be issued by the corporation and shall likewise be binding on the heirs, successors, assignee, executors, administrators and legal representatives of the stockholders. (As amended by action of the stockholders on June 19, 2007)

EIGHT: That the amount of capital stock which has been actually subscribed is FIFTY THOUSAND PESOS (P50,000.00) and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

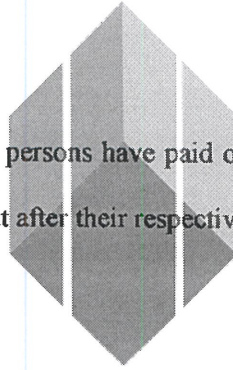
<u>Names</u>	<u>Residence</u>	<u>No. of Shares</u>	<u>Amount of Capital Stock Subscribed</u>
1. Juan D. Nepomuceno	Angeles, Pampanga	100	P10,000.00
2. Teresa G. Nepomuceno	Angeles, Pampanga	100	10,000.00
3. Javier J. Nepomuceno	Angeles, Pampanga	100	10,000.00
4. Geromin G. Nepomuceno	Angeles, Pampanga	100	10,000.00
5. Mamerto G. Nepomuceno	Angeles, Pampanga	100	10,000.00
		500	P50,000.00

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Securities and Exchange Commission PHILIPPINES

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 P2,500.00
 - 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 2,500.00
- P12,500.00

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 its name all subscription 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

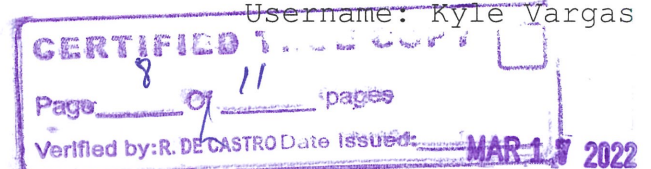
s/Teresa G. Nepomuceno
t/Teresa G. Nepomuceno
s/Geromin G. Nepomuceno
t/Geromin G. Nepomuceno

s/Mamerto G. Nepomuceno
t/Mamerto G. Nepomuceno

SIGNED IN-PRESENCE OF:

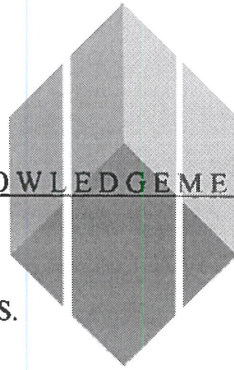
s/Armando Nepomuceno

s/Rosa Tancangco



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ACKNOWLEDGEMENT



Securities and Exchange Commission PHILIPPINES

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
Mamerto 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 acknowledged to me that the same is their free act and deed, Page 6 hereof contains the Treasurer's Affidavit.

IN WITNESS WHEREOF, I have affixed my signature and notarial seal at Angeles, Pampanga, this 31st day of August, 1949.Doc. No. 411;

s/Conrado V. Del Rosario

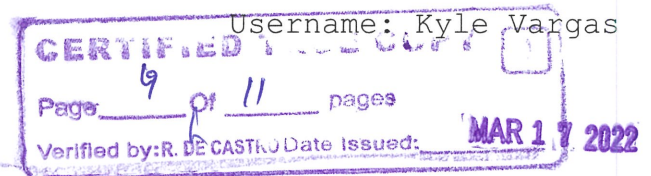
Page No. 43;
Book No. III;
Series of 1949:

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

Date: 2022-03-16 Time: 08:24:58 AM



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REPUBLIC OF THE PHILIPPINES
CITY OF ANGELES

QUEZON CITY

SECURITIES AND EXCHANGE COMMISSION
REGISTERED

JUN 13 2017

DIRECTOR'S CERTIFICATE

Securities and
Exchange
Commission

WE, the undersigned directors of the Board of Directors of Angeles Electric Corporation (AEC) have this 3rd ay of June 2016 at the Main Office of AEC at Don Juan corner Doña Teresa Avenue, Nepo Mart Complex, Angeles City, CERTIFY UNDER OATH that:

- a. The Articles of Incorporation of Angeles Electric Corporation was amended on June 3, 2016, increasing the authorized capital stock from ONE BILLION PESOS (P1,000,000,000.00) divided in to TEN MILLION (10,000,000.00) shares, with par value of ONE HUNDRED PESOS (P100.00) per share, to TWO BILLION PESOS (P2,000,000,000.00) divided into -TWENTY MILLION (20,000,000) shares with a par value of ONE HUNDRED PESOS (P100.00) per share;
- b. The amendment of the Articles of Incorporation of Angeles Electric Corporation increasing the authorized capital stock from ONE BILLION PESOS (P1,000,000,000.00) to TWO BILLION PESOS (P2,000,000,000.00) was approved by at least a majority of the directors of the Board of Directors and stockholders representing at least a 2/3 interest in the Corporation in the meeting held on June 3, 2016 at the Main Office of AEC at Don D. Juan corner Doña Teresa Avenue, Nepo Mart Complex, Angeles City.

PETER G. NEPOMUCENO
Director
TIN NO. 104-610-257

GEROMIN T. NEPOMUCENO, JR.
Director
TIN NO. 103-500-026

TERESITA N. WILKERSON
Director
TIN NO. 103-501-495

MA. RITA JOSEFINA V. CHUA
Director
TIN No. 909-940-848

ARSENIO N. VALDES
Director
TIN NO. 196-978-388

RAFAEL N. MAPUA
Director
TIN NO. 148-874-559

Date: 2022-03-16 Time: 08:24:58 AM

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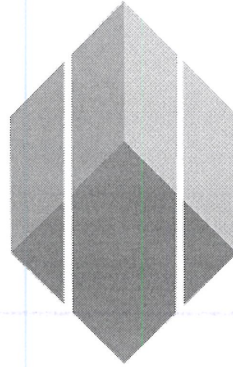
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Page 10 of 11 pages

Verified by: R. DE CASTRO Date Issued: **MAR 17 2022**

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EMMANUEL JOSEPH M. NEPOMCEUNO
Director
TIN NO. 163-894-878



Securities and Exchange Commission
Corporate Secretary
TIN NO. 155-208-484

JURAT

SUBSCRIBED AND SWORN to before me this MAR 06 2022, affiants exhibited to me their respective Government-Issued IDs as follows:

NAME	Gov't.-Issued I.D.	Date & Place of Issue
Peter G. Nepomuceno	Passport ID No. EB60330663	July 26, 2017/DFA Pampanga
Geromin T. Nepomuceno Jr.	Driver LNC01-81-018130	Nov. 29, 2017/ Angeles City
Teresita N. Wilkerson	Senior ID No. CH-4526	Dec. 12, 2012/ Angeles City
Ma. Rita Josefina V. Chua	Passport ID NO. EC3319142	Jan 29, 2020/DFA Angeles
Arsenio N. Valdes	Driver LN X01-84032627	Feb. 14, 2017/ Angeles City
Rafael N. Mapua	Driver LN N01-87067340	Oct. 20, 2018/ Muntinlupa City
Emmanuel Joseph M. Nepomuceno	Passport ID NO. EC60902816	Nov. 25, 2020/ DFA NCR East
Melissa N. Mapua	Driver LN X01-95022571	Nov. 8, 2018/Angeles City

Doc. No. 214
Page No. 50
Book No. 216
Series of 2016

ATTY. SOCORRO MARICEL N. NEPOMUCENO
Notary public for and in Quezon City, Metro Manila
NP No. 102 until December 31, 2017
Roll No. 50756; MCLE No. V-C917325; 03.30.2016
PTR No. 8302960; 01.03.2017; Quezon City
IBF No. 1012545 for 2016 & 2017; Quezon City
3F Vargas Bldg, 103 Kalayaan Ave. Diliman, Quezon City

Date: 2022-03-16 Time: 08:24:58 AM

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Page 11 Of 11 pages
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Republic of the Philippines
SECURITIES and EXCHANGE COMMISSION

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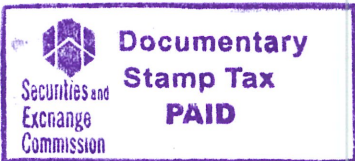
I hereby certify that (a) this is a true copy of the document stored in the SEC Official Records to which proper security measures were employed to ensure data integrity, consisting of EVEN (11) page (s); and (b) at all material times, the SEC System for Records Retrieval, Storage and Maintenance were operating in a manner that did not affect the integrity of the electronic document.

ANGELES ELECTRIC CORPORATION

Verified by: REGGIONALD R. DE CASTRO Fees Php 200 paid under

O.R. No.: 2109145 Dated: MAR 17 2022

BASIS: ELECTRONIC RECORDS FROM CD



Isma C. Gonzales
ISMA C. GONZALES
Assistant Director

Electronic Records Management Division
Information and Communications Technology Department