



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**

KNOW ALL MEN BY THESE PRESENTS:

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

ANGELES ELECTRIC CORPORATION
(Amending Article III thereof.)

copy annexed, adopted on September 23, 2003 by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least 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.

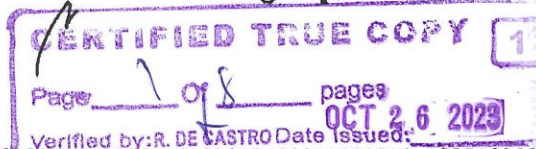
Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, 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 14th day of November, Two Thousand Three.


BENITO A. CATARAN
Director

Company Registration and Monitoring Department

BA/nelly



COVER SHEET

4 6 2 0
S.E.C. Registration Number

A N G E L E S E L E C T R I C C O R P O R A T I O N

(Company's Full Name)

1 9 0 3 R o b i n s o n s E q u i t a b l e T o w e r
A D B c o r . P o v e d a S t . P a s i g C i t y
(Business Address : No. Street City / Town / Province)

BENJAMIN L. HERRADURA
Contact Person

636-6483 to 88
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

AM / *AB*
FORM TYPE

Month Day
Annual Meeting

N/A
Secondary License Type, If Applicable

AM
Dept. Requiring this Doc.

Article III / Section 1
Amended Articles Number/Section

49
Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number
Document I.D.

RECORDS
LCU: *AM* / *ACU*

Cashier

STAMPS

SEC
RECEIVED
Date
Received by: *AM*

2003 NOV 7 PM 3 22

3
9-23

U-80-369
U-20-23-1687
6754-14-427

Remarks = pls. use black ink for scanning purposes

CERTIFIED TRUE COPY 1
Page 2 of 8
Verified by: R. DE CASTRO Date Issued: OCT 26 2023

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110 SEC 3:56PM 11-07-039736
000005049340 #

AMENDED

ARTICLES OF INCORPORATION

OF

ANGELES ELECTRIC CORPORATION

(As amended on October 23, 1990, and September 06, 1999, and further amended on November 06, 2001)

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 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;

- 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 objects for which this corporation is formed.



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

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 (P500,000,000.00) Philippine Currency, and said capital stock is divided into FIVE MILLION (5,000,000) SHARES of the par value of ONE HUNDRED PESOS (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 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 the 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 not be lower than the book value thereof as shown on the latest balance sheet duly approved by the corporation;
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 that 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 persons 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, assignee, 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 (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



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



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
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



DIRECTORS' CERTIFICATE AS TO
 AMENDED ARTICLES OF INCORPORATION OF



CENTRAL RECEIVING
 UNIT
 Received by: _____

ANGELES ELECTRIC CORPORATION

2003 NOV 7 PM 3 22

KNOW ALL MEN BY THESE PRESENTS:

outstanding Capital Stock

The undersigned, Chairman, Secretary and majority of the members/directors of the Board of Directors of ANGELES ELECTRIC CORPORATION, a private corporation duly organized and existing under the laws of the Philippines with office at Don Juan D. Nepomuceno Avenue corner Teresa Avenue, Nepo Mart Complex, Angeles City do hereby CERTIFY that the accompanying Amended Articles of Incorporation of the corporation, which amendment was approved in accordance with the provisions of Section 16 of the Corporation code by a vote of more than two-thirds (2/3) of the and majority of the Board of Directors of the corporation at its special meeting held on September 23, 2003.

The amendment consists of an amendment of Article III, amending the principal office of the association to:

Don Juan D. Nepomuceno Avenue
 Corner Teresa Avenue, Nepo Mart Complex
 Angeles City

IN WITNESS WHEREOF, we have hereunto signed and the Chairman of the Board and Secretary of the corporation have countersigned this Certificate at Manila this 5th day of November, 2003.

Peter G. Nepomuceno
 PETER G. NEPOMUCENO

Aurora N. Valdes
 AURORA N. VALDES

Teresita N. Wilkerson
 TERESITA N. WILKERSON

Leopoldo P. Valdes
 LEOPOLDO P. VALDES

Geromin T. Nepomuceno III
 GEROMIN T. NEPOMUCENO III

Juan S. Nepomuceno III
 JUAN S. NEPOMUCENO III

Melissa N. Mapua
 MELISSA N. MAPUA

SUBSCRIBED AND SWORN to before me this 5th day of November 2003, at Manila, affiants exhibited to me their Community Tax Certificate Numbers as follow:

<u>Names</u>	<u>TIN Nos.</u>	<u>CTC Nos.</u>	<u>Date & Place Issued</u>
Peter G. Nepomuceno	104-610-257	09970951	01.28.03/ Angeles City
Aurora N. Valdes	100-192-197	09962640	01.17.03/ Angeles City
Teresita N. Wilkerson	103-501-495	10111966	01.06.03/ Angeles City
Leopoldo P. Valdes	107-677-977	09967402	01.21.03/ Angeles City
Geromin T. Nepomuceno	103-500-026	10113545	01.08.03/ Angles City
Juan S. Nepomuceno III	144-979-238	09962002	01.17.03/ Angeles City
Melissa N. Mapua	155-208-484	09962649	01.17.03/ Angeles City

Doc. No. 299 ;
 Page No. 61 ;
 Book No. XXXVII ;
 Series of 2003:

ATTY: *Mario G. Serrano*
 MARIO G. SERRANO
 Notary Public
 Until December 31, 2004
 PTR#1849424/Mla. 1.2.03

