

## 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. 333

# OF AMENDED ARTICLES OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended Articles of Incorporation of the

### COMMONWEALTH INSURANCE COMPANY

(Amending Article III thereof)

copy annexed, adopted on September 11, 2023 by 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 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 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 of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. 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 The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 23rd day of November, Twenty Twenty Three.

ERWIN EDWARD P. MENDINUETO

Officer-in-Charge SO Order No. 776, Series of 2023

CHR/bds

#### DIRECTOR'S CERTIFICATE

#### KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the Board of Directors and the Corporate Secretary of COMMONWEALTH INSURANCE COMPANY (CIC for short), do hereby certify that the Articles of Incorporation of said corporation was amended and duly approved by a majority vote of the Board of Directors and the vote of Stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held on September 11, 2023 at the principal office of the corporation in Makati City.

The amended provision of the attached Amended Articles of Incorporation under Article III hereof refers to the change of principal office address from 10<sup>th</sup> & 12<sup>th</sup> Floors, BDO Plaza, 8737 Paseo De Roxas Ave., Makati City to 35<sup>th</sup> Floor, Tower 1, The Enterprise Center, 6766 Ayala Ave., corner Paseo De Roxas Ave., Makati City.

We hereby certify that the attached Amended Articles of Incorporation is/are true and correct copy thereof.

IN WITNESS WHEREOF, I/We hereby signed my/our name/s this 27th day of

September, 2023, at Makati City, Philippines.

MARIO A.NOCHE

TIN# 123-271-559

LOURDES M. CORCELLES

TIN# 123-127-615 Corp. Secretary

REMIE G. TIMBREZA

TIN# 123-271-972

LUCITA P. PANTIG

RAFAEL C. REGALA

SECURITIES AND EXCHANGE COMMISSION

RECEIVED

TIN # 104-129-188

JOSE PAOLO F. NOCHE

TIN # 276-965-466

JUAN T. TAJANLANGIT, Jr.

TIN # 123-272-843

ROMEO C. DIOLATA

TIN # 183-132-322

SUBSCRIBED AND SWORN to before me this 27<sup>th</sup> day of September, 2023 at Mandaluyong City by the above-named persons who exhibited to me their respective proof of identity or valid government's issued identification cards as indicated below:

 Mario A. Noche
 TIN# 123-271-559

 Rafael C. Regala
 TIN# 104-129-188

 Lourdes M. Corcelles
 TIN# 123-127-615

 Jose Paolo F. Noche
 TIN# 276-965-466

 Remie G. Timbreza
 TIN# 123-271-972

Juan T. Tajanlangit Lucita P. Pantig Romeo C. Diolata

TIN# 123-272-843 TIN# 105-780-333 TIN# 183-132-322

ATTY. JUAN JAIME D. NOLASCO

Notary Public Until Dec. \$1, 2024 IBP No. 26\$914-1/3/2023 PTR No. 5083494-1/3/2023

Roll No. 60888

MCLE No. VII-0019594-04/13/2025 Unit 3F, CSV Bldg., Maysilo Circle, Mand. City

Doc. No. 288:

Page No. 58;

Book No. 27;

Series 2023.