

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)
May 31, 2020
2. SEC Identification Number
147584
3. BIR Tax Identification No.
002-727-376-000
4. Exact name of issuer as specified in its charter
Premiere Horizon Alliance Corporation
5. Province, country or other jurisdiction of incorporation
PHILIPPINES
6. Industry Classification Code(SEC Use Only)
7. Address of principal office
Unit 1705, East Tower, Philippine Stock Exchange Center, Exchange Road, Ortigas
Center, Pasig City
Postal Code
1605
8. Issuer's telephone number, including area code
(02) 8632-7715
9. Former name or former address, if changed since last report
Not Applicable
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON STOCK P 0.25 PAR VALUE	1,990,480,889
11. Indicate the item numbers reported herein
Item No. 9 Other Item

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.

Premiere Horizon Alliance Corporation

PHA

PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure
Amendments to Articles of Incorporation
Background/Description of the Disclosure
Premiere Horizon Alliance Corporation (PHA) would like to advise the investing public that on May 28, 2021, the Securities and Exchange Commission (SEC) has approved the Company's Increase in Authorized Capital Stock from Php563,556,000.00 (2,254,224,000 common shares with par value of Php0.25 per share) to Php1,500,000,000.00 (6,000,000,000 common shares with a par value of Php0.25 per share). SEC has also approved the corresponding amendment to the Seventh Article of the Company's Amended Articles of Incorporation.

Date of Approval by Board of Directors	Oct 29, 2020
Date of Approval by Stockholders	Dec 17, 2020
Other Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	May 28, 2021
Date of Receipt of SEC approval	May 28, 2021

Amendment(s)

Article No.	From	To
ART. 7	SEVENTH: That the capital stock of the Corporation is FIVE HUNDRED SIXTY THREE MILLION FIVE HUNDRED FIFTY SIX PESOS (P563,556,000.00)Philippine Currency and said capital stock is divided into Two Billion Two Hundred Fifty Four Million Two Hundred Twenty Four Thousand (2,254,224,000) shares with a par value of TWENTY FIVE CENTAVOS (0.25) each	SEVENTH: That the capital stock of the Corporation is ONE BILLION FIVE HUNDRED MILLION PESOS (P1,500,000,000.00) Philippine Currency and said capital stock is divided into SIX BILLION (6,000,000,000) shares with a par value of TWENTY FIVE CENTAVOS (0.25) each

Rationale for the amendment(s)
To allow additional shares subscription of new investors and other equity fundraising activities in the future.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the Articles of Incorporation with the SEC	May 28, 2021
Expected date of SEC approval of the Amended Articles of Incorporation	May 28, 2021

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

SEC has also approved the subscriptions, out of the new increase in authorized capital stock, a total of 2,842,424,243 new common shares with an aggregate par value of Php 710,606,060.75, at a subscription price of Php 0.33 per share. The total subscription price is Php 938,000,000.19. Following the issuance of the 2,842,424,243 new common shares, the Company's total outstanding shares are 5,096,541,496 common shares consisting of the new 2,842,424,243 common shares plus 1,815,480,889 listed fully paid shares and 438,636,364 fully paid shares applied for listing.

Copies of the SEC Certificate of Approval of the Increase of Capital Stock and the SEC Certificate of Filing of Amended Articles of Incorporation are included in this disclosure.

The approval of the increase in Authorized Capital Stock will now allow PHA to proceed with three major activities that will positively affect PHA's balance sheet. Firstly, shares are now available to proceed with the fold-in of SquidPay Technologies Inc. (SPT) envisioned to be completed during the third quarter of this year. Secondly, common shares are now available for the debt-to-equity conversion of the convertible note holders which will consequently retire a minimum of Php354,000,000 of liabilities equivalent to more than 21% of the liabilities of the parent company. Lastly, the shares will allow planned stock rights offer for all existing shareholders, details are yet to be determined.

Premiere Horizon is an investment holding company with a vision of countryside development through pioneering technologies and innovative business models. Premiere Horizon announced on October 2020 that the group of Mr. Marvin Dela Cruz, principal owners of SPT will be acquiring 55% ownership of PHA for a total consideration of Php925M. To date, the Php300M cash payment has been completed and the balance of Php625M will be a combination of cash and/or SPT shares.

Other Relevant Information

To reflect the information on the approval of Securities and Exchange Commission (SEC)

Filed on behalf by:

Name	Raul Ma. Anonas
Designation	Executive Vice President and COO, Chief Information Officer (CIO) and SEC Compliance Officer



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City of Pasay, Metro Manila

COMPANY REG. NO. 147584

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

PREMIERE HORIZON ALLIANCE CORPORATION
(Amending Article VII thereof)

copy annexed, adopted on October 29, 2020 by a majority vote of the Board of Directors and on December 17, 2020 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 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 28th day of May, Twenty Twenty One.

GERARDO F. DEL ROSARIO
Director
Company Registration and Monitoring Department

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amendment of Articles of Incorporation

SEC Registration Number

147584

Former Company Name

P R E M I E R E H O R I Z O N A L L I A N C E
C O R P O R A T I O N

AMENDED TO:

New Company Name

Principal Office (No./Street/Barangay/City/Town/Province)

U N I T E - 1 7 0 5 , 1 7 F E A S T T O W E R ,
P H I L I P P I N E S T O C K E X C H A N G E
C E N T E R , O R T I G A S R O A D , O R T I G A S
C E N T E R , P A S I G C I T Y 1 6 0 5

COMPANY INFORMATION

Company's Email Address

N/A

Company's Telephone Numbers

N/A

Company's Facsimile Number/s

N/A

CONTACT PERSON INFORMATION

Name of Contact Person

Atty. Ana Maria A. Katigbak

Email Address

ana.katigbak@cltpsj.com.ph

Telephone Number/s

(632) 8817-6791 to 95

Facsimile Number/s

(632) 8819-2724/25

Contact Person's Address

3rd Floor The Valero Tower, 122 Valero Street, Salcedo Village, 1227 Makati City, Philippines

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

DOCUMENT ID

Received by Corporate Filing and Records Division (CFRD)

FORWARDED TO:

- Corporate and Partnership Registration Division
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit
- Compliance Monitoring Division



**CERTIFICATE OF AMENDMENT OF THE
ARTICLES OF INCORPORATION
OF
PREMIERE HORIZON ALLIANCE CORPORATION**

The undersigned, being the Chairman of the meeting, the Corporate Secretary, and at least a majority of the members of the Board of Directors of **PREMIERE HORIZON ALLIANCE CORPORATION** (the "Corporation"), hereby certify under oath that the attached document is a true and correct copy of the Amended Articles of Incorporation of the Corporation.


The amendment is in the Seventh Article of the Articles of the Incorporation, as follows:

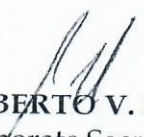
Seventh Article - Increase in the authorized capital stock from Five Hundred Sixty Three Million Five Hundred Fifty Six Thousand Pesos (Php563,556,000.00) divided into Two Billion Two Hundred Fifty Four Million Two Hundred Twenty Four Thousand (2,254,224,000) common shares with par value of Twenty Five Centavos (Php0.25) each share, to up to One Billion Five Hundred Million Pesos (Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share.

We further certify that the amendments were unanimously approved by the stockholders owning at least two-thirds (2/3) of the outstanding capital stock at their annual meeting held by remote communication or *in absentia* at Pasig City on December 17, 2020, and by the Board of Directors at their meeting held on October 29, 2020.

IN WITNESS WHEREOF, we have hereunto set our hands on this ___ day of _____ 2021 at MANDALAYONG, Metro Manila.

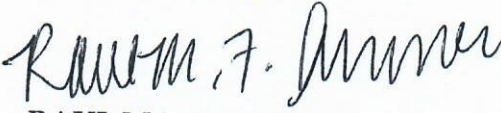

AUGUSTO ANTONIO C. SERAFICA, JR.
Chairman of the Meeting


AUGUSTO M. COSIO, JR.
Director




ROBERTO V. SAN JOSE
Corporate Secretary

GEORGE EDWIN Y. SYCIP
Director




RAUL MA. F. ANONAS
Director



ROBERTO B. ORTIZ
Director

VICTOR Y. LIM
Director



BRANDON P. LEONG
Director

FELIPE A. JUDAN
Independent Director

ELISA MAY ARBOLEDA-CUEVAS
Independent Director

MAR 04 2021

SUBSCRIBED AND SWORN to before me this _____ at
MANDALUYONG CITY, affiants having exhibited to me their competent evidence of
 identity as follows:

Name	Competent Proof of Identity	Place of Issue/Date of Issue or Expiry
AUGUSTO M. COSIO, JR.	Passport No.	Issued on Jan 11, 2017 in DFA, NCR East
AUGUSTO ANTONIO C. SERAFICA JR.	Passport No.	Issued on March 11, 2017 in DFA, Manila
RAUL MA. F. ANONAS	Passport No.	Issued on March 02, 2017 in DFA, Manila
ROBERTO B. ORTIZ	Drivers License No.	Issued on Jan 18, 2017 in Quezon City
BRANDON P. LEONG	Passport No.	Issued on July 04, 2018 in DFA, Manila
ROBERTO V. SAN JOSE	Passport No.	Issued on December 20, 2016 in DFA NCR South

Doc No.: 303
 Page No.: 62
 Book No.: 2A
 Series of 2021.

ATTY. JAMES A. ABUGAN
 NOTARY PUBLIC
 APPOINTED 12-19
 ID No. 12345678901234567890
 MCIS No. 12345678901234567890
 P.O. Box 1234567890
 Rm. 312, Mandaluyong City

AMENDED ARTICLES OF INCORPORATION OF
PREMIERE HORIZON ALLIANCE CORPORATION
(Formerly: Premiere Entertainment Philippines, Inc.)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age, citizens and residents of the Philippines, have this day voluntarily and of our own free will, associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY

FIRST: That the name of the said corporation shall be:

PREMIERE HORIZON ALLIANCE CORPORATION¹

SECOND: That the purposes for which the said corporation is formed are:

PRIMARY PURPOSE

To invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidence of indebtedness and other securities, contracts or obligations of any corporation or corporations, association or associations, domestic or foreign, for whatever lawful purpose or purposes the same may have been organized and to pay thereon in whole or in part, in cash or by exchanging therefor, stocks, bonds or other evidence of indebtedness or securities of this or any other corporation, and while the owner or holder of any such real or personal property, stocks, bonds, debentures, notes, evidence of indebtedness, or other securities, contracts or obligations, to receive, collect and dispose of the interest, dividend and income arising from such property and to possess and exercise in respect thereof all the rights, powers of any stock so owned, without however engaging in dealership in securities or in stock brokerage business. To aid either by loans or by guaranty of securities or in any other manner, any corporation, domestic or foreign, any share of stock, or any bond, debenture, evidence of indebtedness or other security whereof are held by this Corporation or in which it shall have interest, and to do any act designed to protect, preserve, improve or enhance the value of any property at any time held or controlled by this Corporation in which it, at that time, may be interested.²

¹ Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on May 26, 2016 and by the Board of Directors at their meeting held on April 7, 2016

² Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on July 30, 2009 and by the Board of Directors at their meeting held on 16 September 2009

SECONDARY PURPOSES

- a) To act as managers or to provide management and technical advice or services to persons, firms, associations, corporations, partnerships and other entities engaged in various forms of entertainment, gaming and leisure including but not limited to television, studios, radio stations and movie producers;³
- b) To construct, build, own, equip, manage, operate, maintain, control, improve, develop, pledge, mortgage, lease, sell, convey or otherwise dispose of an entertainment complex, which includes but is not limited to structures, studios, facilities, rides, stalls, machinery, equipment, shops, markets, and warehouses for the engagement, promotion and exhibition of motion pictures and entertainment and leisure in general;
- c) To engage in the business of merchandising, selling, distributing and marketing at wholesale or retail in so far as may be permitted by law, exporting, exhibiting, and dealing in and with, all kinds of materials, goods, commodities, wares, products and merchandise in connection with the conduct of any business in which the corporation may lawfully engage or for any of the purposes of this Corporation;⁴
- d) To purchase, acquire, possess, sell, lease, export, manufacture, import equipment, implements, accessories, and materials, products and services connected with any of the businesses of the Corporation;⁵
- e) To acquire by purchase, possess, sell, lease any and all real estate lands, buildings, factories, warehouses, machinery, equipment, and other properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares or its capital stock, debentures, and other evidences of indebtedness or other securities, as may be deemed expedient, for any business or property acquired by the Corporation;
- f) To construct, build, assemble, install, purchase, acquire, charter, hold, own, equip, manage, operate, maintain, control, improve, develop, pledge, mortgage, or create liens upon, turn to account, lease, sell, convey or otherwise dispose of, any and all buildings, or construction of any nature, factories, facilities, installations, plants, mills, foundries, machinery, equipment, implements, works, docks, piers, wharves, dry docks, bulkheads, construction and repair shops, elevators, terminals, warehouses, storage plants, markets, and outlets for the use of the Corporation;
- g) To apply for, obtain, register, purchase, lease or otherwise acquire, and to hold, own, use, exercise, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect of, or otherwise to turn to account or

³ Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on July 30, 2009 and by the Board of Directors at their meeting held on 16 September 2009

⁴ Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on July 30, 2009 and by the Board of Directors at their meeting held on 16 September 2009

⁵ Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on July 30, 2009 and by the Board of Directors at their meeting held on 16 September 2009

dispose of, any copyrights, trademarks, trade names, brands, labels, patents, or inventions, design patents, improvements of processes used in connection with or secured under letters patent of any country, government or authority, or otherwise, in relation to any of the purposes herein stated; and to acquire, use, exercise, or otherwise turn to gain licenses or rights in respect of any such copyrights, trademarks, trade names, brands, labels, patents, design patents, inventions, improvements, processes and the like;

- h) To borrow or raise money for any of the purposes of the Corporation, and from time to time, to draw, make accept, endorse, transfer, assign, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, convertible bonds, options, debentures and other negotiable and transferable instruments and evidence of indebtedness, and for the purpose of securing any of its obligations for contracts, to convey, transfer, assign, deliver, mortgage, and/or pledge any part of the property or assets at any time held or owned by the Corporation on such terms and conditions as its Board of Directors or duly authorized officers or agents shall determine and as may be permitted by law;⁶
- i) To invest and deal with the moneys and properties of the Corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interest and to sell, dispose of or, transfer the business, properties and goodwill of the Corporation or any part thereof for such consideration and under such terms as it shall see fit to accept;
- j) To enter into any lawful arrangement for sharing profits, union of interest, utilization or farm out agreement, reciprocal, concession or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign in the carrying out of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this Corporation;
- k) To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charters, contracts, franchises, privileges, exemptions, licenses and concessions as may be conducive to any of the objects of the Corporation;
- l) To establish and cooperate one or more offices or agencies and to carry on some or all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within and outside the Philippines;⁷
- m) Insofar as may be permitted by law, to purchase, invest in, or otherwise acquire the stocks, bonds and other securities or evidence of indebtedness of any other corporation, association, firm or entity, domestic or foreign, and to issue in exchange therefore its own stocks, bonds, or other obligations or to pay

⁶ Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on July 30, 2009 and by the Board of Directors at their meeting held on 16 September 2009

⁷ Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on July 30, 2009 and by the Board of Directors at their meeting held on 16 September 2009

therefore in cash, or otherwise to hold for investment or otherwise own, use, sell, deal in, dispose of, and to turn to account any such stocks, bonds, or other securities, and while the owner or holder thereof to exercise all rights and powers of ownership, including the right to vote thereon for any purpose, to do any acts or things necessary or proper for the protection or development of any such corporation, association, firm or entity, or for the preservation, improvement or enhancement of the value of any such stocks, bonds, or other securities, or any acts or things designed for any such purpose, including but not limited to all kinds of assistance by guaranty, surety or subsidy to such corporation, association, firm or entity without necessarily engaging in guaranty or surety business and to control and manage the affairs, and take over and carry on all or such any part of the business or property of any such corporation, association, firm or entity provided that they are such are may be lawfully acquired and conducted y the corporation organized or authorized to do business under the laws of the Republic of the Philippines, without management of funds, portfolio and similar assets of the managed entity;

- n) To merge, consolidate, combine or amalgamate with any corporation, firm, association or entity therefore or hereafter created in such manner as may be permitted by law;
- o) To organize or cause to be organized under the laws of the Republic of the Philippines or any other state, territory, nation, colony, province or government, a corporation or corporations, associations, firms or entities for the purpose of accomplishing any or all of the objects for which the Corporation is organized and to dissolve, wind up, liquidate, merge, consolidate, combine or amalgamate any such corporation or corporations, associations, firms or entities, or cause the same to be dissolved, wound up, liquidated, merged, consolidated, combined or amalgamated;
- p) To enter into contracts and arrangements of every kind and description for any lawful purpose with any person, firm, association, corporation, municipality, body politic, country, territory, province, state, government or colony or dependency thereof, obtain from any government of authority any rights, privileges, contracts and concessions; and
- q) To do and perform all acts and things necessary, suitable or proper for the accomplishment of any of the purposes hereinabove enumerated or which shall at any time appear conducive to the protection or benefit of the Corporation, including the exercise of the powers, authorities and attributes conferred upon corporations organized under the laws of the Philippines in general and upon domestic corporations of like nature in particular;
- r) To engage in the business of producing, exporting, importing, buying, leasing, selling, renting, exhibiting, distributing, and dealing in and with various forms of entertainment and leisure, including but not limited to all kinds of movie films or motion pictures, and generally to perform all and everything necessary or proper for the accomplishment of the aforesaid purpose;
- s) To engage in the marketing and sales of computer hardware, peripherals,

accessories, supplies and related products, computer software applications and data communications equipment; to provide computer hardware and software maintenance services, computer timesharing and data processing/communications services, software development and programming services including its implementation and supervision; and in the furtherance of the above activities, to establish, organize, conduct and maintain computer workshops, seminars, lectures and/or any other kind of computer training and education in the enhancement of computer information technology and its useful applications;

- t) To issue guarantees or sureties for the obligations of its subsidiaries or affiliates as may be required by their operations;
- u) To acquire by purchase, exchange, assignment, gift or otherwise, and to hold, own and use for development, investment or otherwise, and to sell, assign, transfer, exchange, lease, let, develop, mortgage, pledge, traffic, deal in, and with, and otherwise operate, manage, enjoy and dispose of, any and all real estate properties, including buildings, houses, apartment and other structures, properties of every kind and description and wherever situated, including land, as and to the extent permitted by law, including but not limited to, buildings, tenements, warehouses, factories, edifices and structures and other improvements, and to exercise all the rights, powers and privileges related thereto;⁸
- v) To carry on for itself or for others the business of mining in all its branches and to that end, to acquire, own, improve, develop, sell, lease, and convey lands and tenements or any right, title, interest, or privilege therein; to search, explore, examine, prospect for ores, minerals and mineral substances and all kinds, grades, forms descriptions and combinations, including but not limited to copper, nickel, manganese, gold, zinc, silver, brass, iron, tin, coal, sulphur and other products and subsurface deposits of every nature and the products and by-products which may be derived, produced, prepared, developed, compounded, made or manufactured therefrom and substances obtained by mixing any of the foregoing with other substances; to locate, purchase, lease and acquire land and/or off-shores areas with rights to prospect, drill, mine, bore and sink wells and shafts; to carry on the business of storing and prospecting for, mining, producing, reginning, manufacturing, piping, transporting; to build, construct, purchase, maintain and operate warehouse, pumping plants, pipe lines, refineries, factories, mills, workshops, laboratories, and dwelling houses for workmen and others, to manufacture, buy, sell, by wholesale, import, export and deal in pumps, drills, fuses, caps candles, nitroglycerin, dynamite, and the necessary machinery, engines, drills and all appliances and all kinds of minerals, leaseholds, rights, properties, franchises, privileges, concessions and other interests; to engage in and carry on the business of milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying, selling, exchanging and otherwise producing and dealing in gold, silver, copper, lead, zinc, platinum, brass, iron and all kinds of ores, metals and minerals and

⁸ Amended by the stockholders meeting on March 18, 2011 and by the Board of Directors at their meetings held on February 9, 2011 and November 24, 2011.

the products and by-products thereof of every kind and description and by whatever process the same can be or may hereafter be produced;⁹

- w) To engage in any business activities relating to entertainment, gaming, hotel and leisure, including the establishment, operation and maintenance of websites with electronic commerce capabilities, the development, maintenance of internet portals and other internet-related mediums, producing, assembling, inventing, developing and processing any and all kinds of entertainment and communications products and services, and generally, to perform all and everything necessary or proper for the accomplishment of the aforesaid purposes or calculated, directly or indirectly, to enhance the value of any of the Corporation's property or rights, provided that the Corporation shall not engage in business as an internet service provider.¹⁰

THIRD: That the place where the principal office of the corporation is to be established or located is at Unit E-1705, 17th Floor, East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig, City, Metro Manila, Philippines.¹¹

FOURTH: That the term for which said corporation is to exist is fifty (50) years from and after the date of incorporation.

FIFTH: That the name, nationalities and residence of the incorporators of the said corporation are as follows:

Name	Nationality	Residence
Chris Santiago	Filipino	#1 Banaba Circle, Forbes Park, Makati City
Cirio H. Santiago	Filipino	#1 Banaba Circle, Forbes Park, Makati City
Digna Santiago	Filipino	#32 Mercury Steet, Bel-Air Makati City
Annabelle Santiago	Filipino	#1 Banaba Circle, Forbes Park, Makati City
Trinidad Sagarbarria	Filipino	#6 Hernandez Street San Lorenzo Village Makati City

⁹ Amended by the stockholders meeting on March 18, 2011 and by the Board of Directors at their meetings held on February 9, 2011 and November 24, 2011.

¹⁰ Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on May 26, 2016 and by the Board of Directors at their meeting held on April 7, 2016

¹¹ Amended by the stockholders meeting on March 18, 2011 and by the Board of Directors at their meetings held on February 9, 2011 and November 24, 2011.

SIXTH: That the number of directors of said corporation shall be **nine (9)**¹² 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:

Name	Residence / Address
Chris Santiago	#1 Banaba Circle, Forbes Park, Makati City
Cirio H. Santiago	#1 Banaba Circle, Forbes Park, Makati City
Digna Santiago	#32 Mercury Street, Bel-Air, Makati City
Annabelle Santiago	#1 Banaba Circle, Forbes Park, Makati City
Trinidad Sagarbarria	#6 Hernandez Street, San Lorenzo Village Makati City

SEVENTH: That the capital stock of said corporation is ONE BILLION FIVE HUNDRED THOUSAND PESOS (P1,500,000,000.00)^{13 14} Philippine currency, and said capital stock is divided into SIX BILLION (6,000,000,000) shares with the par value of TWENTY FIVE CENTAVOS (P0.25) each.¹⁵

No holder of capital stock of this corporation shall be entitled, as a matter of right to purchase or subscribed for any stock of any class which the corporation may issue or sell, whether out of the capital stock now or hereafter authorized to be issued by the corporation or out of shares of the corporation acquired by it after the use thereof.

EIGHT: That the amount of said capital stock which has actually been subscribed is one hundred and twenty five thousand pesos (Php125,000.00), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

Name	Number of Shares	Amount Subscribed
Chris Santiago	146	Php 14,600.00
Cirio H. Santiago	750	75,000.00
Digna Santiago	62	6,200.00
Annabelle Santiago	146	14,600.00
Trinidad Sagarbarria	146	14,600.00

¹² Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on June 22, 2012 and by the Board of Directors at their meeting held on June 14, 2012.

¹³ Approved by the stockholders owning at least 2/3 of the outstanding capital stock of the corporation at the annual stockholders meeting on March 18, 2011 and by the Board of Directors at their meeting held on November 24, 2011.

¹⁴ Approved by the stockholders owning at least 2/3 of the outstanding capital stock of the corporation at the annual stockholders meeting on December 17, 2020 and by the Board of Directors at their meeting held on October 29, 2020

¹⁵ Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on March 18, 2011 and by the Board of Directors at their meeting held on November 25, 2011.

1,250

Php125,000.00

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

Name	Amount
Chris Santiago	Php 3,650.00
Cirio H. Santiago	Php18,750.00
Digna Santiago	Php 1,550.00
Annabelle Santiago	Php 3,650.00
Trinidad Sagarbarria	Php 3,650.00

TENTH: That CIRIO H. SANTIAGO has been elected by the subsidiaries as Treasurer of the Corporation to act as such until his successor is duly elected and shall have qualified in accordance with the by-laws; and that, as such Treasurer, he has been authorized to receive for the corporation, and to issue in its name receipts for, all subscriptions paid in by the subscribers.

ELEVENTH: That no transfer of stock or interest which will reduce the ownership of Filipino citizen to less than the required percentage of capital shall be allowed or permitted to be recorded in the books of the corporation and this restriction shall be indicated in all stock certificates issued by the corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 15th day of September 1987 at Makati City.

(Signed)
CHRIS SANTIAGO

(Signed)
DIGNA SANTIAGO

(Signed)
CIRIO H. SANTIAGO

(Signed)
ANNABELLE SANTIAGO

(Signed)
TRINIDAD SAGARBARRIA

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI, METRO MANILA)S.S.

BEFORE ME, this 7th day of December 1987 in Makati, Metro Manila, personally

came and appeared:

NAME	CTC NO.	DATE/PLACE ISSUED
CHRIS SANTIAGO	#2088803 G	April 21, 1987, Makati MM
CIRIO H. SANTIAGO	#1955578 G	March 30, 1987, Makati MM
DIGNA SANTIAGO	#443759 G	April 10, 1987, Caloocan City
ANNABELLE SANTIAGO	#2730384 G	April 14, 1987, Makati MM
TRINIDAD SAGARBARRIA	#3569757	Sept. 29, 1987, Makati MM

Known to me and to me known to be the same persons who executed the foregoing instrument and who acknowledged to me that the same is their free voluntary act and deed.

This instrument consisting of eight (8) pages, including the page on which this acknowledgment is written, has been signed on the left margin of each and every page thereof by the above-mentioned persons, and sealed with my notarial seal.

IN WITNESS WHEREOF, I have hereunto set my hand, the day, year and place above written.

Doc. No. 230
Page No. 47
Book No. I
Series of 1987.

(Eligible)
NOTARY PUBLIC
PTR # 069727
Issued at Makati
On 1/27/87

REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI) S.S.

SECRETARY'S CERTIFICATE

I, **ANA MARIA A. KATIGBAK**, of legal age, Filipino, and with address at the 3rd Floor, The Valero Tower, 122 Valero Street, Salcedo Village, Makati City, being the duly elected Assistant Corporate Secretary of **PREMIERE HORIZON ALLIANCE CORPORATION** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines, with principal office at Unit 1705, 17th Floor, East Tower, Philippine Stock Exchange Centre, Ortigas Center, Pasig City, in connection with the Corporation's application for increase in authorized capital stock to One Billion Five Hundred Million Pesos (Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share, hereby certify that:

The pre-emptive right is denied under the second paragraph of the SEVENTH Article of the Corporation's Articles of Incorporation which provides as follows:

"SEVENTH: x x x

No holder of capital stock of this corporation shall be entitled as a matter of right to purchase or subscribe for any stock of any class which the corporation may issue or sell, whether out of the capital stock now or hereafter authorized to be issued by the corporation or out of shares of the corporation acquired by it after the use thereof."


IN WITNESS WHEREOF, this Certificate has been signed this MAR 05 2021 of _____ at Makati City, Metro Manila.


ANA MARIA A. KATIGBAK
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAR 05 2021 at Makati City by affiant whose identity I have confirmed through her Passport No. P1893381A issued by DFA Manila on February 7, 2017, bearing the affiant's photograph and signature, and who showed to me her Community Tax Certificate No. 26705067 issued at Makati City on February 9, 2021.

Doc. No. 32 ;
Page No. 8 ;
Book No. VI ;
Series of 2021.




PORTIA JESSICA J. MACLAN
Appointment No. M-54
Notary Public for Makati City
Until December 31, 2021
Castillo Laman Tan Pantaleon
& San Jose Law Firm
The Valero Tower, 122 Valero Street
Salcedo Village, Makati City
PTR No. 8533747; 01-04-2021; Makati City
IBP No. 141746; 01-04-2021; Makati Chapter
Roll No. 73308

PREMIERE HORIZON ALLIANCE CORPORATION

Securities and Exchange Commission:
Secretariat Building, PICC Complex,
Roxas Boulevard, Manila 1307

Re: Management Representation

Gentlemen:

In connection with the application of **PREMIERE HORIZON ALLIANCE CORPORATION** (the "**Corporation**"), for the increase of its authorized capital stock from Five Hundred Sixty Three Million Five Hundred Fifty Six Thousand Pesos (Php563,556,000.00) divided into Two Billion Two Hundred Fifty Four Million Two Hundred Twenty Four Thousand (2,254,224,000) shares with a par value of One Hundred Pesos (Php100.00) per share, to One Billion Five Hundred Million Pesos (Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common shares with par value of Twenty Five Centavos (Php0.25) per share, the undersigned hereby declare under oath the following:

- (1) That all information and representations contained in the submitted application and its supporting documents are true and correct;
- (2) That the verification procedures required by the Commission were conducted by an independent auditor who issued a report thereon in accordance with the auditing standards in force;
- (3) That the items/accounts subject of the application are authorized, valid and legal; and
- (4) That the shares of stock to be issued are not watered.

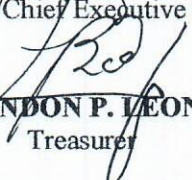
The Corporation's Management hereby authorizes the Commission to examine at any time, even after the approval of the application, the Corporation's books of accounts and records to determine the validity and accuracy of the transaction.

Very truly yours,

**PREMIERE HORIZON ALLIANCE
CORPORATION**

By:


AUGUSTO ANTONIO C. SERAFICA, JR.
President/Chief Executive Officer


BRANDON P. LEONG
Treasurer

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

BEFORE ME, a Notary Public for and in Makati City, personally appeared:

<i>Name</i>	<i>Competent Evidence of Identity</i>
AUGUSTO ANTONIO C. SERAFICA, JR.	PP# _____ Issued on March 11, 2017 at DFA, Manila
BRANDON P. LEONG	PP# _____ Issued on July 04, 2018 at DFA, Manila

known to me and to me known to be the same persons who executed the foregoing Management Representation, and they acknowledged to me that the same is their free and voluntary act and deed consisting of two (2) pages including this page wherein this Acknowledgement is written and signed by the parties herein.

WITNESS MY HAND AND SEAL on the date and at the place first above written.

Doc. No. 35:
Page No. 8:
Book No. xxxx
Series of 2021.

MAR 12 2021

Edw. Condaya
EDWARD M. CONDAYA
NOTARY PUBLIC
PASIG, PATEROS & SAN JUAN
EXTENDED UP TO JUNE 30, 2021
PTR NO. 7-00700/1-2-21
IBP NO. 0560001, RPP NO. 54 2019-2020
ROL NO. 25683
MCLE 14001493
2ND FLOOR, ARMAL BLDG., URBANO
VELASCO AVE., MALINAO, PASIG CITY

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

SECRETARY'S CERTIFICATE

KNOW ALL MEN BY THESE PRESENTS:

I, **ANA MARIA A. KATIGBAK**, of legal age, Filipino, with office address at 3/F, The Valero Tower, 122 Valero Street, Salcedo Village, Makati City, Metro Manila, after having been sworn in accordance with law, do hereby declare and say that:

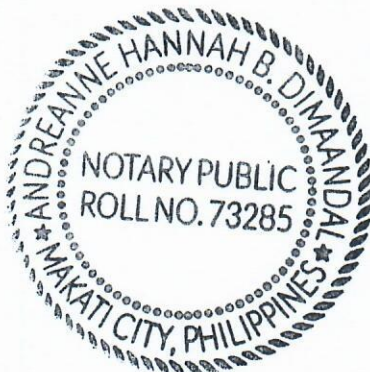
1. I am the duly elected and qualified Assistant Corporate Secretary of **PREMIERE HORIZON ALLIANCE CORPORATION** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines, with principal office at Unit 1705, 17th Floor, East Tower, Philippine Stock Exchange Centre, Ortigas Center, Pasig 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 or vice versa.


IN WITNESS WHEREOF, I have hereunto set my hand this MAR 02 2021 day of _____ 2021 at Makati City, Philippines.


ANA MARIA A. KATIGBAK
Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this MAR 02 2021 at Makati City by affiant whose identity I have confirmed through her Passport No. P1893381A issued by DFA Manila on February 7, 2017, bearing the affiant's photograph and signature, and who showed to me her Community Tax Certificate No. 26705067 issued at Makati City on February 9, 2021.

Doc. No. 157 ;
Page No. 3 ;
Book No. V ;
Series of 2021.




ANDREANNE HANNAH B. DIMAANDAL
Appointment No. M-57
Notary Public for Makati City
Until December 31, 2021
Castillo Laman Tan Pantaleon
& San Jose Law Firm
The Valero Tower, 122 Valero Street
Salcedo Village, Makati City
PTR No. 8533745; 01-04-2021; Makati City
IBP No. 141744; 01-04-2021; Bulacan Chapter
Roll No. 73285



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City of Pasay, Metro Manila

COMPANY REG. NO. 147584

CERTIFICATE OF APPROVAL OF INCREASE OF CAPITAL STOCK

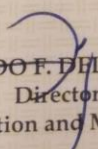
KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the increase of capital stock of the

PREMIERE HORIZON ALLIANCE CORPORATION

from P563,556,000.00 divided into 2,254,224,000 shares of the par value of P0.25 each, to P1,500,000,000.00 divided into 6,000,000,000 shares of the par value of P0.25 each, approved by majority of the Board of Directors on October 29, 2020 and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock at a meeting held on December 17, 2020 certified to by the Chairman and the Secretary of the stockholders meeting and a majority of the Board of Directors of the corporation, was approved by the Commission on the date indicated hereunder in accordance with the provision of Section 37 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019. A copy of the Certificate of Increase of Capital Stock filed with the Commission is attached hereto.

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 28th day of May, Twenty Twenty One.


GERARDO F. DEL ROSARIO
Director
Company Registration and Monitoring Department

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Application for Increase of
Authorized Capital Stock

SEC Registration Number

147584

Former Company Name

P R E M I E R E H O R I Z O N A L L I A N C E
C O R P O R A T I O N

AMENDED TO:

New Company Name

Principal Office (No./Street/Barangay/City/Town/Province)

U N I T E - 1 7 0 5 , 1 7 F E A S T T O W E R ,
P H I L I P P I N E S T O C K E X C H A N G E
C E N T E R , O R T I G A S R O A D , O R T I G A S
C E N T E R , P A S I G C I T Y 1 6 0 5

COMPANY INFORMATION

Company's Email Address

N/A

Company's Telephone Numbers

N/A

Company's Facsimile Number/s

N/A

CONTACT PERSON INFORMATION

Name of Contact Person

Atty. Ana Maria A. Katigbak

Email Address

ana.katigbak@cltpsj.com.ph

Telephone Number/s

(632) 8817-6791 to 95

Facsimile Number/s

(632) 8819-2724/25

Contact Person's Address

3rd Floor The Valero Tower, 122 Valero Street, Salcedo Village, 1227 Makati City, Philippines

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

DOCUMENT ID

Received by Corporate Filing and Records Division (CFRD)

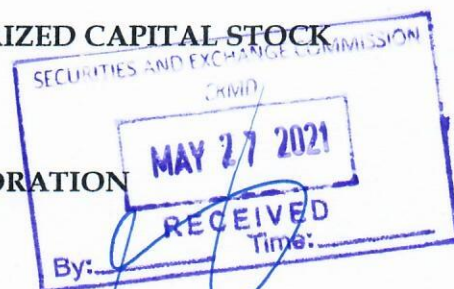
FORWARDED TO:

- Corporate and Partnership Registration Division
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit
- Compliance Monitoring Division

DIRECTORS' CERTIFICATE OF INCREASE IN AUTHORIZED CAPITAL STOCK

OF

PREMIERE HORIZON ALLIANCE CORPORATION



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being at least a majority of the Board of Directors of **PREMIERE HORIZON ALLIANCE CORPORATION** (the "Corporation"), a corporation organized and existing under the laws of the Philippines, together with the Chairman and the Secretary of the annual stockholders' meeting of said Corporation held by remote communication or *in absentia* (in accordance with the Guidelines provided under the Securities and Exchange Commission Memorandum Circular No. 6, series of 2020) at Pasig City on December 17, 2020, hereby certify under oath:

I

That an annual meeting of stockholders of the Corporation was duly called on December 17, 2020 for the purpose, among others, of considering the increase of the authorized capital stock of the Corporation from Five Hundred Sixty Three Million Five Hundred Fifty Six Thousand Pesos (Php563,556,000) divided into Two Billion Two Hundred Fifty Four Million Two Hundred Twenty Four Thousand (2,254,224,000) common shares with par value of Twenty Five Centavos (Php0.25) each share, to up to One Billion Five Hundred Million Pesos (Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share, and that all the requirements of Section 37 of Republic Act No. 11232, otherwise known as the "Revised Corporation Code of the Philippines," have been complied with.

II

That the stockholders owning at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present or represented at said stockholders' meeting on December 17, 2020.

III

That at said stockholders' meeting, the following resolutions were adopted by the vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock, to wit:

"RESOLVED, that the increase of the Corporation's authorized capital stock from Five Hundred Sixty Three Million Five Hundred Fifty Six Thousand Pesos (Php563,556,000) divided into Two Billion Two Hundred Fifty Four Million Two Hundred Twenty Four Thousand (2,254,224,000) common shares with par value of Twenty Five Centavos (Php0.25) each share, to up to One Billion Five Hundred Million Pesos

(Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share, as may be fixed by the Board of Directors, thereby amending the SEVENTH Article of the Articles of Incorporation be, as it is hereby, approved;

RESOLVED FINALLY, that the directors and officers of the Corporation be, as they are hereby, authorized to sign, execute and deliver any and all documents which may be required to implement the foregoing resolutions and secure the approval by the Securities and Exchange Commission of the amendment to the Corporation's Articles of Incorporation."

IV

That at least a majority of the members of the Board of Directors, at the special meeting held on October 29, 2020 approved the increased authorized capital stock at One Billion Five Hundred Million Pesos (Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common share, at a par value of Twenty Five Centavos (Php0.25) per share.

V

That the amount of said increase in authorized capital stock of the Corporation is at Nine Hundred Thirty-Six Million Four Hundred Forty Four Thousand Pesos (Php936,444,000.00) divided into Three Billion Seven Hundred Forty Five Million Seven Hundred Seventy Six Thousand (3,745,776,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share, of which a total of Two Billion Eight Hundred Forty Two Million Four Hundred Twenty Four Thousand Two Hundred Forty Three (2,842,424,243) common shares were subscribed at a price of Thirty Three Centavos (Php0.33) per share or a total subscription price of Nine Hundred Thirty Eight Million and 19/100 Pesos (Php938,000,000.19) consisting of the subscribed amount of Seven Hundred Ten Million Six Hundred Six Thousand Sixty and 75/100 Pesos (Php710,606,060.75) equivalent to the aggregate par value, and a premium of Two Hundred Twenty Seven Million Three Hundred Ninety Three Thousand Nine Hundred Thirty Nine and 44/100 Pesos (Php227,393,939.44) to be recorded as additional paid in capital. The details of the subscribers and their respective subscriptions are shown below:

* The Corporation is a publicly-listed company with more than 20 shareholders.

Name of Subscriber	Nationality	Number of Shares Subscribed	Amount subscribed at par (Php0.25)	Amount paid-up at par (Php0.25)	Additional Paid in Capital Paid (Php0.08 per share)	Total Subscription Price at Php0.33 per share (consisting of Php0.25 par value per share + Php0.08 premium per share)	Total Amount Paid
Augusto Antonio C. Serafica, Jr.	Filipino	200,000,000	50,000,000.00	50,000,000.00	16,000,000.00	66,000,000	66,000,000
Marvin Dela Cruz	Filipino	1,389,802,253	347,450,563.25	89,514,156.00	28,644,529.92	1,389,802,253.00	118,158,685.92
Raissa Abainza Queri	Filipino	191,735,537	47,933,884.25	11,933,884.25	3,834,710.72	63,272,727.21	15,818,181.72
Enrico Alfonso Tamayo	Filipino	200,826,447	50,206,611.75	12,551,653.00	4,016,528.96	66,272,727.51	16,568,181.96
Harrison Yap	Filipino	200,826,446	50,206,611.50	12,551,653.00	4,016,528.96	66,272,727.18	16,568,181.96
Rogelio De Rama	Filipino	200,826,446	50,206,611.50	12,551,653.00	4,016,528.96	66,272,727.18	16,568,181.96
Kenneth See	Filipino	101,930,830	25,482,707.50	6,370,677.00	2,038,616.64	33,637,173.90	8,409,293.64
Augusto M. Cosio, Jr.	Filipino	33,976,943	8,494,235.75	2,123,559.00	679,538.88	11,212,391.19	2,803,097.88
Roberto B. Ortiz	Filipino	33,976,943	8,494,235.75	2,123,559.00	679,538.88	11,212,391.19	2,803,097.88
Christina Pena Leong	Filipino	69,734,519	17,433,629.75	4,358,407.50	1,394,690.40	23,012,391.27	5,753,097.90
Leslie Sze Tan	Filipino	20,000,000	5,000,000.00	1,250,000.00	400,000.00	6,600,000.00	1,650,000.00
Charmaine N. Cobankiat	Filipino	25,757,575	6,439,393.75	1,609,848.50	515,151.52	8,499,999.75	2,125,000.02
Marian Pena	Filipino	70,000,000	17,500,000.00	4,375,000.00	1,400,000.00	23,100,000.00	5,775,000.00
Paul David P. Jamlang	Filipino	15,151,516	3,787,879.00	3,787,879.00	1,212,121.28	5,000,000.28	5,000,000.28
Raul Ma. F. Anonas	Filipino	37,272,728	9,318,182.00	9,318,182.00	2,981,818.24	12,300,000.24	12,300,000.24
Kathryn Yu Cheng See	Filipino	25,303,030	6,325,757.50	6,325,757.50	2,024,242.40	8,349,999.90	8,349,999.90
Andres A. Del Rosario	Filipino	25,303,030	6,325,757.50	6,325,757.50	2,024,242.40	8,349,999.90	8,349,999.90
TOTAL		2,842,424,243	710,606,060.75	237,121,213.00	75,878,788.16	938,000,000.19	313,000,001.16

VI

That of the entire increase in authorized capital stock amounting to Nine Hundred Thirty Six Million Four Hundred Forty Four Thousand Pesos (Php936,444,000.00) divided into Three Billion Seven Hundred Forty Five Million Seven Hundred Seventy Six Thousand (3,745,776,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share, a total of Two Billion Eight Hundred Forty Two Million Four Hundred Twenty Four Thousand Two Hundred Forty Three (2,842,424,243) common shares were subscribed at a price of Thirty Three Centavos (Php0.33) per share or a total subscription price of Nine Hundred Thirty Eight Million and 19/100 Pesos (Php938,000,000.19), of which Three Hundred Thirteen Million and One 16/100 Pesos (Php313,000,001.16) representing at least 25% thereof has been paid up by way of cash.

VII

Attached as Annexes "A" and "A-1" are the list of the Corporation's stockholders of record at the time of the annual meeting of stockholders, with the number of shares subscribed.

VIII

That no bonded indebtedness has been created, incurred or increased by the Corporation.

IX

That the Corporation's total indebtedness at the time of the annual stockholders' meeting of December 17, 2020 was approximately Php1.7 billion.

* The Corporation is a publicly-listed company with more than 20 shareholders.

ANNEX A

The following are the stockholders of record of the Corporation at the time of the annual meeting of stockholders, with the number of shares subscribed indicated opposite their respective names:

Stockholders	Number of Shares Subscribed	Amount subscribed and paid at par (Php0.25)	Additional Paid in Capital (in Php)
PCD Nominee Corporation	1,624,628,876	406,157,219.00	128,749.88
Marvin Dela Cruz	242,424,243	60,606,060.75	19,393,939.44
PCD Nominee Corporation - (Non-Filipino)	147,923,303	36,980,825.75	-
Augusto Antonio C. Serafica, Jr.	70,000,001	17,500,000.25	-
Siso M. Lao	55,000,000	13,750,000.00	-
Teofilo Henson	50,000,000	12,500,000.00	-
S. Capital Corp.	36,000,000	9,000,000.00	-
Raissa Abainza Queri	12,121,212	3,030,303.00	969,696.96
Enrico Alfonso Tamayo	3,030,303	757,575.75	242,424.24
Harrison Yap	3,030,303	757,575.75	242,424.24
Rogelio De Rama	3,030,303	757,575.75	242,424.24
Antonio Ong	1,500,000	375,000.00	-
Renato Y. Chua	1,050,000	262,500.00	-
Raul A. Alon	500,000	125,000.00	-
Lily Rose De Leon	475,000	118,750.00	-
Shirley Y. See	300,000	75,000.00	-
Philip Z. Dabao	200,000	50,000.00	-
Leoncio Tan Tiu	200,000	50,000.00	-
Lolita S. Pama	150,000	37,500.00	-
Artenio Tuano Engracia	125,000	31,250.00	-
Others	1,913,709	478,427.25	-
TOTAL	2,253,602,253	563,400,563.25	21,219,659

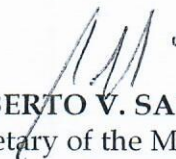
The following are the stockholders of record of the Corporation at the time of the annual meeting of stockholders, with the number of shares subscribed indicated opposite their respective names: *with APIC in the applicable case

Stockholders	Number of shares subscribed	Amount subscribed and paid (Php) *	Nationality
PCD Nominee Corporation	1,624,628,876	406,285,968.88	Filipino
Marvin Dela Cruz	242,424,243	80,000,000.19	Filipino
PCD Nominee Corporation - (Non-Filipino)	147,923,303	36,980,825.75	Non-Filipino
Augusto C. Serafica, Jr.	70,000,001	17,500,000.25	Filipino
Siso M. Lao	55,000,000	13,750,000.00	Filipino
Teofilo Henson	50,000,000	12,500,000.00	Filipino
S Capital Corp.	36,000,000	9,000,000.00	Filipino
Raissa Abainza Queri	12,121,212	3,999,999.96	Filipino
Enrico Alfonso Tamayo	3,030,303	999,999.99	Filipino
Harrison Yap	3,030,303	999,999.99	Filipino
Rogelio De Rama	3,030,303	999,999.99	Filipino
Antonio Ong	1,500,000	375,000.00	Filipino
Renato Y. Chua	1,050,000	262,500.00	Filipino
Raul A. Alon	500,000	125,000.00	Filipino
Lily Rose De Leon	475,000	118,750.00	Filipino
Shirley Y. See	300,000	75,000.00	Filipino
Philip Z. Dabao	200,000	50,000.00	Filipino
Leoncio Tan Tiu	200,000	50,000.00	Filipino
Lolita S. Pama	150,000	37,500.00	Filipino
Artemio Tuano Engracia	125,000	31,250.00	Filipino
OTHERS	1,913,709	478,427.25	
TOTAL	2,253,602,253	584,620,222.25	

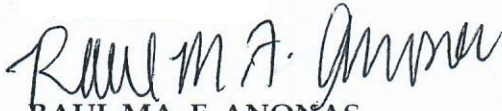
IN WITNESS WHEREOF, we have hereunto affixed our signatures this
 day of MAR 04 2021 at MANILA, Metro Manila.


 AUGUSTO ANTONIO C. SERAFICA, JR.
 Chairman of the Meeting


 AUGUSTO M. COSIO, JR.
 Director

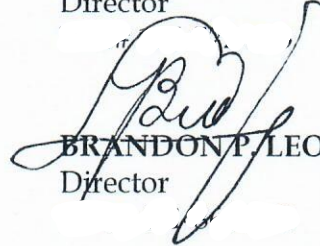

ROBERTO V. SAN JOSE
Secretary of the Meeting

GEORGE EDWIN Y. SYCIP
Director


RAUL MA. F. ANONAS
Director


ROBERTO B. ORTIZ
Director

VICTOR Y. LIM
Director


BRANDON P. LEONG
Director

FELIPE A. JUDAN
Independent Director

ELISA MAY ARBOLEDA-
CUEVAS
Independent Director

SUBSCRIBED AND SWORN to before me this MAR 04 2021 at
MANDALUYONG CITY affiants having exhibited to me their competent evidence of
identity as follows:

Name	Competent Proof of Identity	Place of Issue/Date of Issue or Expiry
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AUGUSTO M. COSIO, JR.	Passport No.	Issued on January 11 2017 in DFA, NCR EAST
AUGUSTO ANTONIO C. SERAFICA JR.	Passport No.	Issued on March 11, 2017 in DFA, Manila
RAUL MA. F. ANONAS	Passport No.	Issued on March 02, 2017 in DFA, Manila
ROBERTO B. ORTIZ	Drivers License No.	Issued on Jan 18, 2017 in Quezon City
BRANDON P. LEONG	Passport No.	Issued on July 04, 20 in DFA, Manila
ROBERTO V. SAN JOSE	Passport No.	Issued on December 20, 2016 in DFA NCR South

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ATTY. JAMES M. ABUGAN
NOTARY PUBLIC
APRI NO. 0442-19
EXPIRES 02/2021
DPP No. 120101 Dec. 9, 2020 Rural Chapter
Rural Office, 2338 Licuanan
Molina Highway, 1901775 with 0162022
P.O. Box 110071055
Pasig City, Metro Manila
Rm. 1010, 10th Floor, 1000
Manila, Philippines

TREASURER'S AFFIDAVIT

REPUBLIC OF THE PHILIPPINES)
MANDALUYONG CITY) S.S.

I, **ANDRES A. DEL ROSARIO**, of legal age, Filipino, with office address at Unit E-1705, 17F, East Tower, Philippine Stock Exchange Center, Ortigas Road, Ortigas Center, Pasig City, being duly sworn, depose and say:

1. That I am the duly elected Assistant Treasurer of Premiere Horizon Alliance Corporation (the "Corporation"), and that as such Assistant Treasurer, I am authorized to receive for and in the name of the Corporation, all subscriptions paid or given by the subscribers.

2. That at the annual meeting of stockholders of the Corporation, duly held on December 17, 2020, the stockholders approved the increase in its authorized capital stock from Five Hundred Sixty Three Million Five Hundred Fifty Six Thousand Pesos (Php563,556,000) divided into Two Billion Two Hundred Fifty Four Million Two Hundred Twenty Four Thousand (2,254,224,000) common shares with par value of Twenty Five Centavos (Php0.25) each share, to up to One Billion Five Hundred Million Pesos (Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share as may be fixed by the Board of Directors.

2. That at the special meeting of Board of Directors of the Corporation, duly held on October 29, 2020 the Board fixed the increased authorized capital stock at One Billion Five Hundred Million Pesos (Php1,500,000,000.00) divided into Six Billion (6,000,000,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share.

3. That of the increase in the authorized capital stock amounting to Nine Hundred Thirty Six Million Four Hundred Forty Four Thousand Pesos (Php936,444,000.00) divided into Three Billion Seven Hundred Forty Five Million Seven Hundred Seventy Six Thousand (3,745,776,000) common shares with a par value of Twenty Five Centavos (Php0.25) per share, a total of Two Billion Eight Hundred Forty Two Million Four Hundred Twenty Four Thousand Two Hundred Forty Three (2,842,424,243) common shares were subscribed at an agreed price of Thirty Three Centavos (Php0.33) per share or a total subscription price of Nine Hundred Thirty Eight Million and 19/100 Pesos (Php938,000,000.19) (consisting of the subscribed amount of Seven Hundred Ten Million Six Hundred Six Thousand Sixty and 75/100 Pesos [Php710,606,060.75] and a premium of Two Hundred Thirty Seven Million One Hundred Twenty-One Thousand Two Hundred Thirteen Pesos [Php237,121,213.00] to be recorded as additional paid in capital or "APIC"), of which Three Hundred Thirteen Million and One 16/100 Pesos (Php313,000,001.16) (consisting of the amount paid up at par of Two Hundred Thirty Seven Million One Hundred Twenty One Thousand Two Hundred Thirteen Pesos [Php237,121,213.00] and paid up APIC of Seventy Five Million Eight Hundred Seventy Eight Thousand Seven Hundred Eighty Eight 16/100 Pesos [Php75,878,788.16]) representing at least 25% thereof has been paid up in cash to the credit and benefit of the Corporation.

4. That at least twenty-five percent (25%) of the increase in authorized capital stock has been subscribed, and at least twenty-five percent (25%) of the subscribed amount has been paid up by way of cash.

16 2021

IN WITNESS WHEREOF, I have hereunto set my hand this ___ day of _____
2021 at MANDALUYONG, Manila, Philippines.

Andres A. Del Rosario
ANDRES A. DEL ROSARIO
Assistant Treasurer

SUBSCRIBED AND SWORN TO BEFORE ME, Notary Public for and in
MANDALUYONG, Philippines, this ___ day of 16 2021, affiant whose identity I
have confirmed through his Voter's ID W3063AAD10001-4 bearing the affiant's photograph and
signature, issued at _____ on _____.

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Book No. 45 ;
Series of 2021.

James L. Abugan
ATTY. JAMES L. ABUGAN
NOTARY PUBLIC
APPE NO. 0442-19
LBR 0820/2021
IBP No. 124 (1st Div.) 2018 Rizal Chapter
IBP No. 0001 (1st Div.)
MCLE No. 1001 (1st Div.) 1/14/2022
IBP No. 0001 (1st Div.)
IBP No. 0001 (1st Div.)
IBP No. 0001 (1st Div.)
IBP No. 0001 (1st Div.)