



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 28<sup>th</sup> day of May, Twenty Twenty One.

GERARDO F. DEL ROSARIO

Director

Company Registration and Monitoring Department



**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.

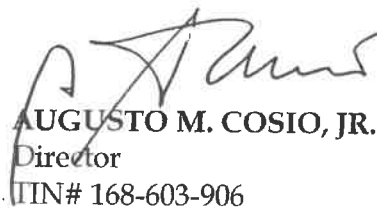
The amendment is in the Seventh Article of the Articles of the Incorporation, as follows:


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 ETI ENDALE LON 20 Metro Manila.

  
AUGUSTO ANTONIO C. SERAFICA, JR.  
Chairman of the Meeting  
TIN# 102-097-338

  
AUGUSTO M. COSIO, JR.  
Director  
TIN# 168-603-906



**ROBERTO V. SAN JOSE**  
Corporate Secretary  
TIN# 126-470-483

**GEORGE EDWIN Y. SYCIP**  
Director  
TIN# 910-761-865

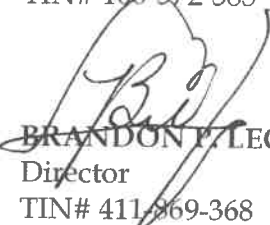


**RAUL MA. F. ANONAS**  
Director  
TIN# 151-404-693



**ROBERTO B. ORTIZ**  
Director  
TIN# 112-071-821

**VICTOR Y. LIM**  
Director  
TIN# 106-572-583



**BRANDON T. LEONG**  
Director  
TIN# 411-869-368

**FELIPE A. JUDAN**  
Independent Director  
TIN# 115-307-396

**ELISA MAY ARBOLEDA-CUEVAS**  
Independent Director  
TIN# 106-974-488

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. P1570187 A	Issued on Jan 11, 2017 in DFA, NCR EAST
AUGUSTO ANTONIO C. SERAFICA JR.	Passport No. P2246276 A	Issued on March 11, 2017 in DFA, Manila
RAUL MA. F. ANONAS	Passport No. P2087338 A	Issued on March 02, 2017 in DFA, Manila
ROBERTO B. ORTIZ	Drivers License No. D16-83009138	Issued on Jan 18, 2017 in Quezon City
BRANDON P. LEONG	Passport No. P779646 0A	Issued on July 04, 2018 in DFA, Manila
ROBERTO V. SAN JOSE	Passport P1329913A	No. Issued on December 20, 2016 in DFA NCR South

Doc No.: 303Page No.: 62Book No.: 24

Series of 2021.

ANTHONY J. ANTONIO  
 PUBLIC  
 2021 MAR 04 12:19

# COVER SHEET

## COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

Amendment of Articles of Incorporation

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

3<sup>rd</sup> Floor The Valero Tower, 122 Valero Street, Salcedo Village, 1227 Makati City, Philippines

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

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DOCUMENT ID

Received by Corporate Filing and Records Division (CFRD)

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FORWARDED TO:

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

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**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 CORPORATION<sup>1</sup>**

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.<sup>2</sup>

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<sup>1</sup> 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

<sup>2</sup> 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;<sup>3</sup>
- 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;<sup>4</sup>
- 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;<sup>5</sup>
- 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

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<sup>3</sup> 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

<sup>4</sup> 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

<sup>5</sup> 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;<sup>6</sup>
- 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;<sup>7</sup>
- 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

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<sup>6</sup> 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

<sup>7</sup> 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;<sup>8</sup>
- 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, regrading, 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

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<sup>8</sup> 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;<sup>9</sup>

- 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.<sup>10</sup>

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

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

<sup>9</sup> 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.

<sup>10</sup> Approved by stockholders owning at least 2/3 of the outstanding capital stock of the Corporation at the annual stockholders meeting on May 26, 2018 and by the Board of Directors at their meeting held on April 7, 2016

<sup>11</sup> 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)**<sup>12</sup> 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)<sup>13</sup> <sup>14</sup> 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.<sup>15</sup>

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

<sup>12</sup> 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.

<sup>13</sup> 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.

<sup>14</sup> 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

<sup>15</sup> 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 15<sup>th</sup> 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 7<sup>th</sup> day of December 1987 in Makati, Metro Manila, personally

came and appeared:

<b>NAME</b>	<b>CTC NO.</b>	<b>DATE/PLACE ISSUED</b>
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 3<sup>rd</sup> 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, 17<sup>th</sup> 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>
<b>AUGUSTO ANTONIO C. SERAFICA, JR.</b>	PP# P2246276A Issued on March 11, 2017 at DFA, Manila
<b>BRANDON P. LEONG</b>	PP# P7796460A 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

*[Signature]*  
REPUBLIC OF THE PHILIPPINES  
NOTARY PUBLIC  
SUNSHINE OFFICE CENTER  
1500 SHERWOOD DRIVE, SUITE 100  
MAGSAYSAY AVENUE, MAKATI CITY  
METRO MANILA

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  
BP No. 141744; 01-04-2021; Bulacan Chapter  
Roll No. 73285