

Annex D



112192018001503



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

Barcode Page

The following document has been received:

Receiving Officer/Encoder : Buen Jose Mose - COS
Receiving Branch : SEC Head Office
Receipt Date and Time : December 19, 2018 03:12:03 PM
Received From : Head Office

Company Representative

Doc Source

Company Information

SEC Registration No. 0000013039
Company Name PACIFICA INC.
Industry Classification
Company Type Stock Corporation

Document Information

Document ID 112192018001503
Document Type GENERAL INFORMATION SHEET
Document Code GIS
Period Covered December 05, 2018
No. of Days Late 0
Department CED/CFD/CRMD/MRD
Remarks

GENERAL INFORMATION SHEET (GIS)

FOR THE YEAR 2018

STOCK CORPORATION

GENERAL INSTRUCTIONS:

1. FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL STOCKHOLDERS' MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE ACTUAL DATE OF THE ANNUAL STOCKHOLDERS' MEETING.
2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED.
3. THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE CORPORATE SECRETARY OF THE CORPORATION.
4. THE SEC SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE. FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS, THE CORPORATION SHALL SUBMIT ONLY THE AFFECTED PAGE OF THE GIS THAT RELATES TO THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED BY THE CORPORATE SECRETARY OF THE CORPORATION. THE PAGE OF THE GIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURRED OR BECAME EFFECTIVE.
5. SUBMIT FOUR (4) COPIES OF THE GIS TO THE CENTRAL RECEIVING SECTION, GROUND FLOOR, SEC BLDG., EDSA, MANDALUYONG CITY. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER WITH A STANDARD COVER PAGE. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE. CORPORATIONS SUBMITTING A COPY OF THEIR GIS ONLINE OR VIA INTERNET SHALL SUBMIT ONE (1) HARD COPY OF THE GIS, TOGETHER WITH A CERTIFICATION UNDER OATH BY ITS CORPORATE SECRETARY THAT THE COPY SUBMITTED ONLINE CONTAINS THE EXACT DATA IN THE HARD COPY.
6. ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.
7. THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS.

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME: PACIFICA, INC.	DATE REGISTERED: 2/9/1957
BUSINESS/TRADE NAME: NONE	FISCAL YEAR END: December 31
SEC REGISTRATION NUMBER: 013039	CORPORATE TAX IDENTIFICATION NUMBER (TIN): 320-000-484
DATE OF ANNUAL MEETING PER BY-LAWS: Any business day of April	WEBSITE/URL ADDRESS: www.pacifica.ph
ACTUAL DATE OF ANNUAL MEETING: December 05, 2018	E-MAIL ADDRESS: N/A
COMPLETE PRINCIPAL OFFICE ADDRESS: c/o Manila Harbour Centre, R-10, Vitas, Tondo, Manila	FAX NUMBER: (632) 637 8851
COMPLETE BUSINESS ADDRESS: c/o Manila Harbour Centre, R-10, Vitas, Tondo, Manila	TELEPHONE NUMBER(S): (632) 637 8851
NAME OF EXTERNAL AUDITOR & ITS SIGNING PARTNER: Punongbayan & Araullo / Christopher M. Ferarezza	SEC ACCREDITATION NUMBER (if applicable):
PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN: To engage in the discovery, exploration, development, and exploitation of mineral oils and gaseous substances, gold, silver, copper, iron, and other metals or metal ores, and other mineral substances.	INDUSTRY CLASSIFICATION: Mining
	GEOGRAPHICAL CODE: 1600

===== INTERCOMPANY AFFILIATIONS =====

PARENT COMPANY	SEC REGISTRATION NO.	ADDRESS
iHoldings, Inc.	CS201121331	Unit 605, Ayala FGU Center, Cebu Business Park, Cebu City
Unido Capital Holdings Inc.	CS201618271	Unit 1503, 15/F China Bank Corporate Center, Lot2, Samar Loop corner Road 5, Cebu Business Park, Cebu City, 6000 Cebu, Philippines
SUBSIDIARY/AFFILIATE	SEC REGISTRATION NO.	ADDRESS

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

Corporate Name:

PACIFICA, INC.

A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9160/9164/10167/10365) Yes No

Please check the appropriate box:

<p>1.</p> <p><input type="checkbox"/> a. Banks</p> <p><input type="checkbox"/> b. Offshore Banking Units</p> <p><input type="checkbox"/> c. Quasi-Banks</p> <p><input type="checkbox"/> d. Trust Entities</p> <p><input type="checkbox"/> e. Non-Stock Savings and Loan Associations</p> <p><input type="checkbox"/> f. Pawnshops</p> <p><input type="checkbox"/> g. Foreign Exchange Dealers</p> <p><input type="checkbox"/> h. Money Changers</p> <p><input type="checkbox"/> i. Remittance Agents</p> <p><input type="checkbox"/> j. Electronic Money Issuers</p> <p><input type="checkbox"/> k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.</p>	<p>4. <input type="checkbox"/> Jewelry dealers in precious metals, who, as a business, trade in precious metals</p>
<p>2.</p> <p><input type="checkbox"/> a. Insurance Companies</p> <p><input type="checkbox"/> b. Insurance Agents</p> <p><input type="checkbox"/> c. Insurance Brokers</p> <p><input type="checkbox"/> d. Professional Reinsurers</p> <p><input type="checkbox"/> e. Reinsurance Brokers</p> <p><input type="checkbox"/> f. Holding Companies</p> <p><input type="checkbox"/> g. Holding Company Systems</p> <p><input type="checkbox"/> h. Pre-need Companies</p> <p><input type="checkbox"/> i. Mutual Benefit Association</p> <p><input type="checkbox"/> j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)</p>	<p>5. <input type="checkbox"/> Jewelry dealers in precious stones, who, as a business, trade in precious stone</p> <p>6. Company service providers which, as a business, provide any of the following services to third parties:</p> <p><input type="checkbox"/> a. acting as a formation agent of juridical persons</p> <p><input type="checkbox"/> b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons</p> <p><input type="checkbox"/> c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement</p> <p><input type="checkbox"/> d. acting as (or arranging for another person to act as) a nominee shareholder for another person</p>
<p>3.</p> <p><input type="checkbox"/> a. Securities Dealers</p> <p><input type="checkbox"/> b. Securities Brokers</p> <p><input type="checkbox"/> c. Securities Salesman</p> <p><input type="checkbox"/> d. Investment Houses</p> <p><input type="checkbox"/> e. Investment Agents and Consultants</p> <p><input type="checkbox"/> f. Trading Advisors</p> <p><input type="checkbox"/> g. Other entities managing Securities or rendering similar services</p> <p><input type="checkbox"/> h. Mutual Funds or Open-end Investment Companies</p> <p><input type="checkbox"/> i. Close-end Investment Companies</p> <p><input type="checkbox"/> j. Common Trust Funds or Issuers and other similar entities</p> <p><input type="checkbox"/> k. Transfer Companies and other similar entities</p> <p><input type="checkbox"/> l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on</p> <p><input type="checkbox"/> m. Entities administering or otherwise dealing in valuable objects</p> <p><input type="checkbox"/> n. Entities administering or otherwise dealing in cash Substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC)</p>	<p>7. Persons who provide any of the following services:</p> <p><input type="checkbox"/> a. managing of client money, securities or other assets</p> <p><input type="checkbox"/> b. management of bank, savings or securities accounts</p> <p><input type="checkbox"/> c. organization of contributions for the creation, operation or management of companies</p> <p><input type="checkbox"/> d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities</p> <p>8. <input checked="" type="checkbox"/> None of the above</p>
<p>B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>
<p>Describe nature of business:</p>	<p>Mining</p>

GENERAL INFORMATION SHEET
STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME:		PACIFICA, INC.					
CAPITAL STRUCTURE							
AUTHORIZED CAPITAL STOCK							
	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (PhP) (No. of shares X Par/Stated Value)			
	COMMON	40,000,000,000	0.005	200,000,000.00			
		TOTAL	40,000,000,000	TOTAL P	200,000,000.00		
SUBSCRIBED CAPITAL							
FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP
		COMMON	39,874,054,751	14,286,573,900	0.005	199,370,273.76	99.69%
		TOTAL	39,874,054,751	TOTAL	TOTAL P	199,370,273.76	99.69%
FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP
		COMMON	125,945,249	44,426,100	0.005	629,726.25	0.31%
		TOTAL	125,945,249	TOTAL	TOTAL P	629,726.25	0.31%
Percentage of Foreign Equity:		TOTAL	125,945,249	TOTAL	TOTAL SUBSCRIBED P	200,000,000.00	100.00%
PAID-UP CAPITAL							
FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP	
		COMMON	39,839,054,751	0.005	199,264,948.75	96.63%	
		fully paid shares	35,000,000	0.005	58,333.00	0.09%	
		partially paid shares					
		TOTAL	39,850,660,000	TOTAL P	199,323,281.75	99.69%	
FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP	
		COMMON	125,945,249	0.005	629,726.25	0.31%	
		TOTAL	125,945,249	TOTAL P	629,726.25	0.31%	
100.00 %		TOTAL	125,945,249	TOTAL PAID-UP P	199,883,333.00	100.00%	
NOTE: USE ADDITIONAL SHEET IF NECESSARY							
* Common, Preferred or other classification							
** Other than Directors, Officers, Shareholders owning 10% of outstanding shares.							

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: PACIFICA, INC.						
DIRECTORS / OFFICERS						
NAME AND NATIONALITY	INC'R	BOARD	SEX	STOCK HOLDER	OFFICER	EXEC. COMM.
1. LOWELL L. YU Filipino	N	C	M	Y	Chairman of the Board	C / C
2. WINGLIP K. CHANG Filipino	N	M	M	Y	President and CEO	C / M
3. ALEXANDER S. ROLEDA Filipino	N	M	M	Y	N/A	A / M
4. LUIS MICHAEL R. YU III Filipino	N	M	M	Y	N/A	N / M
5. IAN NORMAN E. DATO Filipino	N	M	M	Y	N/A	N / M
6. RICHARD N. ROCHA Filipino	N	M	M	Y	N/A	C / M
7. CHRISTIAN FRANCIS C. REYES Filipino	N	M	M	Y	N/A	A / M
8. MARK WERNER J. ROSAL <i>Independent Director</i> Filipino	N	M	M	Y	N/A	A / C
9. VITTORIO P. LIM <i>Independent Director</i> Filipino	N	M	M	Y	N/A	N / C
10. CRISTINA S. PALMA GIL-FERNANDEZ Filipino	N		F	N	Corporate Secretary / CIO	
11. ROSE ANN JOY V. GONZALES Filipino	N		F	N	Assistant Corporate Secretary	
12. MA. ELENA E. POCONG Filipino	N		F	N	Treasurer	
13.						
14.						
15.						
INSTRUCTION: FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE. FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR. FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT. FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT. FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON. FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.						

**GENERAL INFORMATION SHEET
STOCK CORPORATION**

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME: PACIFICA, INC.

TOTAL NUMBER OF STOCKHOLDERS: 3,296 **NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:** 3,296

TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS: Php1,745,458.00

STOCKHOLDER'S INFORMATION

NAME AND NATIONALITY	SHARES SUBSCRIBED				AMOUNT PAID (Php)
	TYPE	NUMBER	AMOUNT (Php)	% OF OWNERSHIP	
1. PCD Nominee Corporation Filipino	Common	18,437,726,975	92,188,634.88	46.09%	92,188,634.88
	TOTAL	18,437,726,975	92,188,634.88		
2. Unido Capital Holdings, Inc. Filipino	Common	14,609,684,000	73,048,420.00	36.52%	73,048,420.00
	TOTAL	14,609,684,000	73,048,420.00		
3. Alexandra L. Laperal Filipino	Common	766,500,000	3,832,500.00	1.92%	3,832,500.00
	TOTAL	766,500,000	3,832,500.00		
4. Rosamaria Laperal Filipino	Common	639,800,000	3,199,000.00	1.60%	3,199,000.00
	TOTAL	639,800,000	3,199,000.00		
5. Oliverio L. Laperal, Jr. Filipino	Common	614,480,000	3,072,400.00	1.54%	3,072,400.00
	TOTAL	614,480,000	3,072,400.00		
6. Victorina Heras Filipino	Common	605,860,500	3,029,302.50	1.51%	3,029,302.50
	TOTAL	605,860,500	3,029,302.50		
7. Regina L. Concepcion Filipino	Common	600,000,000	3,000,000.00	1.50%	3,000,000.00
	TOTAL	600,000,000	3,000,000.00		
TOTAL AMOUNT OF SUBSCRIBED CAPITAL					
TOTAL AMOUNT OF PAID-UP CAPITAL					

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.

**GENERAL INFORMATION SHEET
STOCK CORPORATION**

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME:		PACIFICA, INC.			
TOTAL NUMBER OF STOCKHOLDERS:		3,296	NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH: 3,296		
TOTAL ASSETS BASED ON LATEST AUDITED FS:		Php1,745,458.00			
STOCKHOLDER'S INFORMATION					
NAME AND NATIONALITY	SHARES SUBSCRIBED				AMOUNT PAID (PhP)
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER- SHIP	
8. Desiderio L. Laperal Filipino	Common	554,500,000	2,772,500.00	1.39%	2,772,500.00
	TOTAL	554,500,000	2,772,500.00		
9. LMI Holdings Corporation Filipino	Common	452,000,000	2,260,000.00	1.13%	2,260,000.00
	TOTAL	452,000,000	2,260,000.00		
10. PCD Nominee Corporation Foreign	Common	125,945,249	629,726.25	0.31%	629,726.25
	TOTAL	125,945,249	629,726.25		
11. Chiong & Company, Inc. Filipino	Common	95,530,000	477,650.00	0.24%	477,650.00
	TOTAL	95,530,000	477,650.00		
12. Oliverio G. Laperal Filipino	Common	95,238,442	476,192.21	0.24%	476,192.21
	TOTAL	95,238,442	476,192.21		
13. Ansaldo, Godinez & Co., Inc. Filipino	Common	75,860,000	379,300.00	0.19%	379,300.00
	TOTAL	75,860,000	379,300.00		
14. Benjamin Co Ca & Co., Inc. Filipino	Common	74,384,499	371,922.50	1.39%	371,922.50
	TOTAL	74,384,499	371,922.50		
TOTAL AMOUNT OF SUBSCRIBED CAPITAL					
TOTAL AMOUNT OF PAID-UP CAPITAL					
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS					
<i>Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.</i>					

**GENERAL INFORMATION SHEET
STOCK CORPORATION**

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME:		PACIFICA, INC.			
TOTAL NUMBER OF STOCKHOLDERS:	3,296	NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:	3,296		
TOTAL ASSETS BASED ON LATEST AUDITED FS:	Php1,745,458.00				
STOCKHOLDER'S INFORMATION					
NAME AND NATIONALITY	SHARES SUBSCRIBED			% OF OWNERSHIP	AMOUNT PAID (Php)
	TYPE	NUMBER	AMOUNT (Php)		
15. Vicente Goquolay & Co., Inc. Filipino	Common	69,630,000	348,150.00	0.17%	348,150.00
	TOTAL	69,630,000	348,150.00		
16. Industrial Horizons, Inc. Filipino	Common	53,200,000	266,000.00	0.13%	266,000.00
	TOTAL	53,200,000	266,000.00		
17. Nieves Sanchez, Inc. Filipino	Common	52,620,000	263,100.00	0.13%	263,100.00
	TOTAL	52,620,000	263,100.00		
18. Tiong Securities, Inc. Filipino	Common	51,810,000	259,050.00	0.13%	259,050.00
	TOTAL	51,810,000	259,050.00		
19. Manotoc, Rosenber & Co., Inc Filipino	Common	43,110,000	215,550.00	0.11%	215,550.00
	TOTAL	43,110,000	215,550.00		
20. Emima Laperal Filipino	Common	40,000,000	200,000.00	0.10%	200,000.00
	TOTAL	40,000,000	200,000.00		
21. OTHERS (Indicate the number of the remaining stockholders) 3,281	Common	1,942,120,335	9,710,602.68	4.86%	9,593,935.68
	TOTAL	1,942,120,335	9,710,602.68		
TOTAL AMOUNT OF SUBSCRIBED CAPITAL				100.00%	199,883,334.00
TOTAL AMOUNT OF PAID-UP CAPITAL					
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS					
Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.					

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: PACIFICA, INC.

1. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION	AMOUNT (PhP)	DATE OF BOARD RESOLUTION
1.1 STOCKS	N/A	N/A
1.2 BONDS/COMMERCIAL PAPER (Issued by Private Corporations)	N/A	N/A
1.3 LOANS/ CREDITS/ ADVANCES	N/A	N/A
1.4 GOVERNMENT TREASURY BILLS	N/A	N/A
1.5 OTHERS	N/A	N/A

2. INVESTMENT OF CORPORATE FUNDS IN ACTIVITIES UNDER ITS SECONDARY PURPOSES (PLEASE SPECIFY:)	DATE OF BOARD RESOLUTION	DATE OF STOCKHOLDERS RATIFICATION
N/A	N/A	N/A

3. TREASURY SHARES	NO. OF SHARES	% AS TO THE TOTAL NO. OF SHARES ISSUED
N/A	N/A	N/A

4. UNRESTRICTED/UNAPPROPRIATED RETAINED EARNINGS AS OF END OF LAST FISCAL YEAR: (2,218,785)

5. DIVIDENDS DECLARED DURING THE IMMEDIATELY PRECEDING YEAR:

TYPE OF DIVIDEND	AMOUNT (PhP)	DATE DECLARED
5.1 CASH	N/A	N/A
5.2 STOCK	N/A	N/A
5.3 PROPERTY	N/A	N/A
TOTAL	P	

6. ADDITIONAL SHARES ISSUED DURING THE PERIOD:

DATE	NO. OF SHARES	AMOUNT
N/A	N/A	N/A

SECONDARY LICENSE/REGISTRATION WITH SEC AND OTHER GOV'T AGENCY:

NAME OF AGENCY:	SEC	BSP	IC
TYPE OF LICENSE/REGN.	Permit to Sell Securities	N/A	N/A
DATE ISSUED:	16 June 1959; 6 November 1969	N/A	N/A
DATE STARTED OPERATIONS:	1957	N/A	N/A

TOTAL ANNUAL COMPENSATION OF DIRECTORS DURING THE PRECEDING FISCAL YEAR (in PhP)	TOTAL NO. OF OFFICERS	TOTAL NO. OF RANK & FILE EMPLOYEES	TOTAL MANPOWER COMPLEMENT
N/A	5		5

NOTE: USE ADDITIONAL SHEET IF NECESSARY

I, CRISTINA S. PALMA GIL-FERNANDEZ CORPORATE SECRETARY OF THE ABOVE-MENTIONED
(Name) (Position)

DECLARE UNDER THE PENALTY OF PERJURY, THAT ALL MATTERS SET FORTH IN THIS GENERAL INFORMATION SHEET WHICH CONSISTS OF 8 () PAGES HAVE BEEN MADE IN GOOD FAITH, DULY VERIFIED BY ME AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, ARE TRUE AND CORRECT.

I HEREBY CERTIFY THAT THE PERSONS INDICATED AS MEMBERS OF THE BOARD OF DIRECTORS AND OFFICERS OF THE CORPORATION HAD CONSENTED IN WRITING TO BE NOMINATED AND ELECTED.

I UNDERSTAND THAT THE FAILURE OF THE CORPORATION TO FILE THIS GIS FOR FIVE (5) CONSECUTIVE YEARS SHALL BE CONSTRUED AS NON OPERATION OF THE CORPORATION AND A GROUND FOR THE REVOCATION OF THE CORPORATION'S CERTIFICATE OF INCORPORATION. IN THIS EVENTUALITY, THE CORPORATION HEREBY WAIVES ITS RIGHT TO A HEARING FOR THE SAID REVOCATION.

DONE THIS DEC 19 2018 DAY OF _____, 20 _____ IN Makati


CRISTINA S. PALMA GIL-FERNANDEZ
Corporate Secretary

DEC 19 2018 SUBSCRIBED AND SWORN TO BEFORE ME IN Makati CITY/PROVINCE, PHILIPPINES ON
AFFIANT PERSONALLY APPEARED BEFORE ME AND EXHIBITED TO ME HER PASSPORT NO. P5655630A
ISSUED ON 18 JANUARY 2018 AT DFA NCR SOUTH


MARGARET P. GAN
Appointment No. M-222
Notary Public for Makati City
Until December 31, 2019
Liberty Center-Picazo Law
104 H.V. dela Costa Street, Makati City
Roll No. 70354
PTR No. 6619502/Makati City/01-05-2018
IBP No. 020680/Quezon City/01-03-2018

DOC. NO.:
PAGE NO.:
BOOK NO.:
SERIES OF.:

289
79
11
1018

GENERAL INFORMATION SHEET

STOCK CORPORATION
NOT FOR UPLOADING
PLEASE PRINT LEGIBLY

CORPORATE NAME: PACIFICA, INC.

LIST OF STOCKHOLDERS, DIRECTORS AND OFFICERS

TAX IDENTIFICATION NO. (TIN) INFORMATION

NAME AND CURRENT RESIDENTIAL ADDRESS	NATIONALITY	POSITION	TIN
1. Lowell L. Yu U1504, 15/F China Bank Corporate Center, Panay Loop cor. Panay Rd., Cebu Business Park, Cebu	Filipino	C	225-146-343
2. Winglip K. Chang U65, 6/F Ayala Life FGU Center, Cebu Business Park, Cebu City	Filipino	M / President & CEO	103-790-386
3. Alexander S. Roleda Brgy. Camanjac, Dumaguete City, Negros Oriental	Filipino	M	108-949-817
4. Luis Michael R. Yu III 118 2nd Street, Paradise Village, Cebu City	Filipino	M	278-892-837
5. Ian Norman E. Dato 19 Leningrad Street, Eastville Subdivision, Filinvest East Homes, Cainta, Rizal	Filipino	M	207-277-177
6. Richard N. Rocha Tindalo Street, Mac Mariano Village, Brgy. Balatas, Naga City, Camarines Sur	Filipino	M	941-215-907
7. Christian Francis C. Reyes 1009 Rada Regency, Rada Street, San Lorenzo, Makati City	Filipino	M	206-415-088
8. Mark Werner J. Rosal 3/F 8990 Housing Development Corp., Negros St., Cebu Business Park, Cebu City	Filipino	I	221-697-168
9. Vittorio P. Lim 82 Sanso St., Corinthian Gardens, Quezon City	Filipino	I	239-269-242
10. Cristina S. Palma Gil-Fernandez Penthouse, Liberty Center, 104 HV Dela Costa St., Salcedo Village, Makati City	Filipino	Corp. Sec. / CIO	213-973-180
11. Rose Ann Joy V. Gonzales Penthouse, Liberty Center, 104 HV Dela Costa St., Salcedo Village, Makati City	Filipino	Asst. Corp. Sec.	496-370-443
12. Ma. Elena E. Pocong Block 6, Lot 15, Villa Feliza, Tungkil, Minglanilla, Cebu	Filipino	Treasurer	210-445-925
13. PCD Nominee Corporation 37/F Enterprise Tower 1, Ayala Avenue, Makati City	Filipino	S	008-175-811
14. Unido Capital Holdings, Inc. Unit 605, Ayala FGU Center, Cebu Business Park,	Filipino	S	007-865-121
15. Alexandra L. Laperal 31 Pili St., Forbes Park, Makati City	Filipino	S	133-107-562
16. Rosamaría Laperal 31 Pili St., Forbes Park, Makati City	Filipino	S	133-107-546

INSTRUCTION:

FOR POSITION COLUMN, PUT THE FOLLOWING IF APPLICABLE:

"C" for Chairman, "M" for Member, "I" for Independent Director; and/or
Indicate the Particular Position, if unclear i.e. President, Treasurer, Corporate Secretary, etc. 1: and/or

M M

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GENERAL INFORMATION SHEET

STOCK CORPORATION

NOT FOR UPLOADING

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME: PACIFICA, INC.

LIST OF STOCKHOLDERS, DIRECTORS AND OFFICERS

TAX IDENTIFICATION NO. (TIN) INFORMATION

NAME AND CURRENT RESIDENTIAL ADDRESS	NATIONALITY	POSITION	TIN
17. Oliverio L. Laperal, Jr. 31 Pili St., Forbes Park, Makati City	Filipino	S	137-177-111
18. Victorina Heras 31 Pili St., Forbes Park, Makati City	Filipino	S	133-107-539
19. Regina L. Concepcion 31 Pili St., Forbes Park, Makati City	Filipino	S	133-107-554
20. Desiderio L. Laperal 31 Pili St., Forbes Park, Makati City	Filipino	S	106-180-996
21. LMI Holdings Corporation B2-J 4th St., New Manila, Quezon City	Filipino	S	005-178-444
22. PCD Nominee Corporation 37/F Enterprise Tower 1, Ayala Avenue, Makati City	Foreign	S	004-774-849
23. Chiong & Company, Inc. R-408 PBCom Bldg., 204-216 Juan Luna St., Manila	Filipino	S	000-846-626
24. Oliverio G. Laperal Karuhalan, Polo, Bulacan	Filipino	S	104-112-452
25. Ansaldo, Godinez & Co., Inc. 340 Nueva St., Binondo, Manila	Filipino	S	007-571-537
26. Benjamin Co Ca & Co., Inc. Rm 301-305 Downtown Center Bldg., 516 Quintin Paredes, Binondo, Manila	Filipino	S	330-322-000
27. Vicente Goquiolay & Co., Inc. Rm 210, 434 Rosario St., Manila	Filipino	S	000-333-366
28. Industrial Horizons, Inc. 6805 Ayala Ave., Makati City	Filipino	S	156-666-063
29. Nieves Sanchez, Inc. Unit 2502 25/F The Orient Square Bldg., F. Ortigas, Jr. Rd., Ortigas Commercial Complex,	Filipino	S	000-333-999
30. Tiong Securities, Inc. 1906 M. Adriatico, Malate, Manila	Filipino	S	
31. Manotoc, Rosenberg & Co., Inc.	Filipino	S	000-333-999

INSTRUCTION:

FOR POSITION COLUMN, PUT THE FOLLOWING IF APPLICABLE:

"C" for Chairman, "M" for Member, "I" for Independent Director; and/or
Indicate the Particular Position, if Officer (e.g. President, Treasurer, Corporate Secretary, etc.); and/or
"S" for Stockholder.

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GENERAL INFORMATION SHEET
STOCK CORPORATION
NOT FOR UPLOADING

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME: PACIFICA, INC.

LIST OF STOCKHOLDERS, DIRECTORS AND OFFICERS

TAX IDENTIFICATION NO. (TIN) INFORMATION

NAME AND CURRENT RESIDENTIAL ADDRESS	NATIONALITY	POSITION	TIN
32. Emma Laperal 31 Pili St., Forbes Park, Makati City	Filipino	S	

INSTRUCTION:

FOR POSITION COLUMN, PUT THE FOLLOWING IF APPLICABLE:

- "C" for Chairman, "M" for Member, "I" for Independent Director; and/or
- Indicate the Particular Position, if Officer (e.g. President, Treasurer, Corporate Secretary, etc.); and/or
- "S" for Stockholder.

NOTE: USE ADDITIONAL SHEET IF NECESSARY

Annex E



Institute of Corporate Directors

presents this

Certificate of Participation

to

Cristina Palma Gil-Fernandez

8990 Holdings, Inc.

for having participated in


Advanced Corporate Governance Training

held on

Tuesday, 20 November 2018

at 2nd Floor, PGMC Bldg.,

Mandaluyong City, Metro Manila, Philippines.


Alfredo E. Pascual
Chief Executive Officer



Annex F



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila



COMPANY REG. NO. 13039

CERTIFICATE OF FILING OF AMENDED BY-LAWS

KNOW ALL MEN BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended By-Laws of

PACIFICA, INC.

copy annexed, adopted on June 17, 2004 by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and majority of the said Board was approved by the Commission on this date pursuant to the provisions of Section 48 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980, as amended, and copies thereof are filed with the Commission.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 10th day of January, Two Thousand Five.

Date: 18-12-2017 Time: 5:58:57 PM

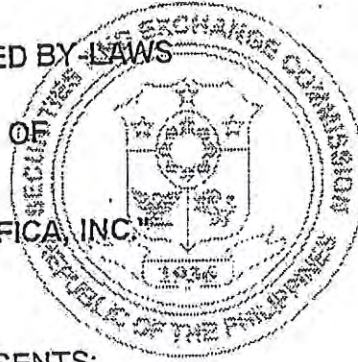
BENITO A. CATARAN
Director

Company Registration and Monitoring Department

www.sec.gov.ph

EV/lea

AMENDED BY LAWS



"PACIFICA, INC."

KNOW ALL MEN BY THESE PRESENTS:

ARTICLE I

CERTIFICATE OF STOCK AND THEIR TRANSFER

Section 1. - Each stockholder shall be entitled to one or more certificates of stock showing the number of shares registered in his name. It shall be signed by the President and countersigned by the Secretary of the Company and sealed with its corporate seal. The certificates of stock shall be issued in consecutive order and upon the stub of each certificate, shall be entered the number of the certificate, date of issue, number of shares, name of the stockholders, address and such other pertinent data that may be necessary. The stub shall be signed by the stockholder upon issuance to him of the corresponding certificate and shall be considered, for all purposes of the corporation, as a valid receipt therefor from the stockholders. The necessary documentary stamps for each certificate of stock shall be borne by the stockholders, purchaser or transferee. Date: 18-12-2017 Time: 5:19:9 PM

www.sec.gov.ph

User Name: RESEARCHER97

(Continued on next page)



Section 2. - Every certificate surrendered for exchange or for transfer shall be cancelled and affixed to the original stub in the certificate book and no new certificate shall be issued unless and until the old certificate have been so cancelled and returned to the corporation, or satisfactory proof of their loss or destruction is presented, in which case the provisions of Republic Act. No. 201 shall be complied with.

Section 3. - Certificates of stock may be sold, transferred or hypothecated by endorsement or separate deed, but the corporation shall not consider any transfer effective, except as between parties, until the indorsed certificate is admitted for cancellation and a new one issued in the name of the transferee.

Section 4. - All certificates submitted for transfer to another name shall be marked "CANCELLED" by the Secretary and attached to the corresponding stub whereon the following data shall be shown:

- A. - The date when the shares were transferred
- B. - To whom transferred.
- C. - Number of shares transferred.
- D. - Number or numbers of new certificate or certificates.

Date: 16-12-2017 Time: 5:20:7 PM



Section 5. - Duplicate certificate of stock may be issued, in lieu of any certificate or certificates alleged to have been lost or destroyed, only upon compliance with the requirements of Republic Act, No. 201.

Section 6. - No transfer of certificates shall be entered on the stock register of the corporation within ten (10) days prior to any stockholders' meeting.

Section 7. - The Stock Book or Register shall be available for inspection by any stockholder during the office hours of the corporation.

Section 8. - No interest shall run on unpaid subscription until delinquent.

ARTICLE II

STOCKHOLDERS' MEETING

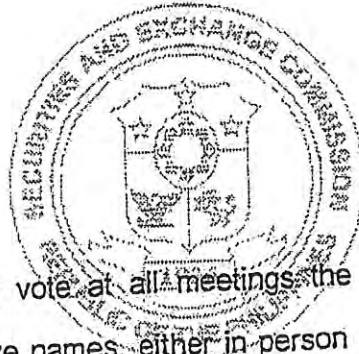
Section 1. - The annual meeting of the stockholders shall be held at the principal office of the Company or at any place in Makati, Metro Manila to be designated by the President, on any day in April, except Sundays and Holidays.



Section 2. - Special meetings of the stockholders may be called at the principal office of the company at any time by resolution of the Board of Directors or by order of the President and must be called upon the written request of the stockholders registered as the owners of one-third of the total outstanding stock.

Section 3. - Notice of the meeting written or printed for every regular or special meeting of the stockholders shall be prepared and mailed to the registered post office address to each stockholder and not less than ten (10) days prior to the date set forth for such meeting, and if for a special meeting, such notice shall state the object or objects of the same. No failure or irregularity of notice of any meeting shall invalidate such meeting at which all the stockholders are present and voting without protest.

Section 4. - A quorum at any meeting of the stockholders shall consist of the majority of the voting stock of the company represented in person or by proxy, and a majority of such quorum shall decide any question that may come before the meeting, save and except in those several matters in which the laws of the Philippines required the affirmative vote of a greater proportion.



Section 5. - Stockholders may vote at all meetings, the number of shares registered in their respective names, either in person or by proxy duly given in writing and duly presented to the Secretary for inspection and recorded at or prior to the opening of said meeting. The proxy bearing a signature which is not legally acknowledged shall be recognized at any meeting unless such signature is known and recognized by the Secretary of the meeting.

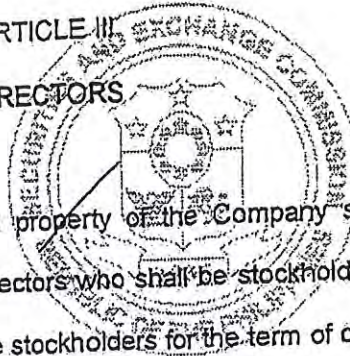
Section 6. - Election of Directors shall be held at such annual meeting and shall be conducted in the manner provided by the Corporation Law of the Philippines, and with such formalities and manner as the officer presiding at the meeting shall then and there determine and provide.

Section 7. - Order of business at the annual meeting and as far as possible at all other meetings of the stockholders shall be as follows:

1. - Calling the roll.
2. - Secretary's proof of due notice of the meeting
3. - Reading and disposal of any unapproved minutes
4. - Reports and officers, annual and otherwise
5. - Election of directors
6. - Unfinished business
7. - Adjournment

DocId: 34123123-12-2017 time: 5:21:29 PM

ARTICLE III
DIRECTORS



Section 1. – The business and property of the Company shall be managed by a Board of nine (9) directors who shall be stockholders and who shall be elected annually by the stockholders for the term of one year and shall serve until the election and acceptance of the duly qualified successors. Of the nine (9) directors, there shall be at least two (2) independent directors who will be nominated in accordance with the procedure set forth in the Company's Manual on Corporate Governance as the same may be amended from time to time upon a vote of at least a majority of the Board of Directors. (As amended on June 17, 2004)

Section 2. – If any vacancy shall occur among the directors by death, resignation or otherwise, such vacancy may be filled by the majority vote of the remaining directors at any meeting at which a quorum shall be presents. In case of vacancy in the Board, the remaining Directors shall continue to act, but if, at any time, their number be reduced to less than a quorum the directors shall call a special meeting of the stockholders for the purpose of filling such vacancy.

Section 3. – The regular annual meeting of the Board of the Directors shall be held ~~without notice, at the principal office of the company or at~~ such other place in the City of Manila as a majority of the Directors may designate immediately after the annual meeting of the stockholders of the

www.paficacompany.ph

User Name: PAFICACOM

(Continued on next page)



Section 4. - Special meetings of the Board of Directors may be called by the Secretary upon order of the President or any two (2) members of the Board of Directors and notice shall be made in the most convenient manner not less than twenty-four (24) hours before special meeting, and the notice shall set the subject and purpose of the same. A special meeting may be held at any place designated by the call within the City of Manila. If any member of the board is outside the City of Manila at the same time the notice is required to be sent, the service of notice upon any person of sufficient discretion in his residence or in his office will be sufficient compliance.

Section 5. - Quorum - A quorum at any meeting of the Directors shall consist of a majority of the entire membership of the Board. A majority of such quorum shall decide any question that may come before the meeting, save and except any such matters in which the laws of the Philippines may require any affirmative vote of greater proportion of the members.

Section 6. - Each of the members of the Board of Directors shall be paid per diems for every regular meeting and special meeting attended in the amount of THIRTY (P30. 00) PESOS per meeting.



Section 7. - Officers of the Company, as provided in those by-laws, shall be elected by the Board of Directors at their first meeting after the election of the Directors.

Section 8. - The order of business at any regular or special meeting of the Board of Directors shall be:

1. - Calling the roll.
2. - Secretary's proof of due notice of meeting.
3. - Reading and disposal of unapproved minutes.
4. - Reports of officers.
5. - Unfinished business
6. - New business
7. - Adjournment

ARTICLE IV

OFFICERS

Section 1. - The officers of the company shall be a President, a Vice-President, a Secretary, a Treasurer and such other officers, the offices of whom may, from time to time, be created by the Board of Directors as the necessities of the company shall require.



These officers shall be elected to hold office for a term one (1) year until their successors are elected and qualified.

The Board of Directors shall have power to appoint other officers that may be necessary for the operations of the company.

Section 2. - The President shall preside at all meeting's; and shall have general supervision of the affairs of the Company; shall sign all stock certificates, and, authorized by the Board of Directors, all contracts and other instruments of the company, shall see that the resolutions the Board of Directors and stockholders and shall perform all such other duties as are incident to his office or are properly required of him by the Board of Directors.

Section 3. - The Vice-President shall exercise all the functions and perform all the duties of the President in the absence or disability, for any cause of the matter.

Section 4. - The Secretary shall issue notices of all meetings; shall keep their minutes; shall have charge of the seal and the corporate books,



shall sign with the President the certificates of each stocks and such other instruments as require such signature, and shall make such reports and perform such other duties as the incident to his office or are properly required of him by the Board of Directors.

Section 5. - The Treasurer shall have the custody of all money, securities and valuables of the company which come into his possession, and shall keep regular books of account . He shall deposit said money, securities and valuables of the company in such banking institution in the City of Manila, as may be designated from time to time by the Board of Directors, subject to withdrawal therefrom only upon the checks or other written demands of the company which shall be signed by any two (2) of the following officers, namely:

- a. - President
- b. - Vice-President
- c. - Treasurer

He shall perform all other duties incident to his duties and all that are properly required of him by the Board of Directors.

Date: 15-12-2017 Time: 5:23:38 PM

The compensation of the officers and employees of the corporation shall be fixed and determined by the Board of Directors.



ARTICLE V

DIVIDENDS & FINANCE

Section 1. - Effective 1998, the fiscal year of the company shall commence on the first day of January and shall end on the 31st day of December of the same year.

(As amended on April 29, 1998) by the majority of the Stockholders and on March 16, 1998 by the majority of the Board of Directors)

Section 2. - Dividends shall be declared only from the surplus profit and shall be payable at such time and in such manner and in such amount as the Board of Directors shall determine. No dividend shall be declared which will impair the capital of the company. Stock dividend may also be declared in accordance with law.

Section 3. - Auditors shall be designated by the Board of Directors prior to the close of business in such fiscal year, who shall audit and examine the books of account of the company and shall certify to the Board of Directors and the shareholders the annual balances of said books which shall be prepared at the close of the said year under the direction of the Treasurer. No director or officer of the company, and no firm or corporation of which such officer or Director is a member, shall be



illegible to discharge the duties of Auditor. The compensation of the Auditor shall be fixed by the Board of Directors.

Section 4. - Inspection of Accounts by any member of the Board of Directors in person may be made at any all times during business hours of the company and such inspection may embrace all books, records and vouchers of the company.

Inspection of the books, accounts and records of the company by the stockholders shall be limited to the office hours of any business day.

ARTICLE VI

SEAL

Section 1. - The corporate seal of the company, unless otherwise ordered by the Board of Directors, shall be circular in the form and bearing the words "PACIFICA, INC."

ARTICLE VII

Date: 12-12-2017 Time: 5:24:24 PM
AMENDMENTS

Section 1. - These by-laws may be amended, repealed or

www.sec.gov.ph

User Name: RESEARCHERS

(Continued on next page)



altered, in whole or in part, by the majority vote of the entire outstanding stock of the company at any regular meeting of the shareholders, or at any special meeting where such action has been announced in the call and notice of such meeting.

Section 3. - The Board of Directors may adopt rules in harmony with the foregoing by-laws and their amendments, but shall not alter, modify or repeal the foregoing by-laws and their amendments.

Section 4. - These by-laws shall take effect immediately after the approval of the stockholders.

CERTIFICATE OF APPROVAL

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned stockholders of PACIFICA, INC., a corporation organized and existing under the laws of the Philippines, representing more than two-thirds of all the subscribed capital stock of

Date: 18-12-2017 Time: 5:24:46 PM

Amended By-Laws of
Pacifica, Inc.

- 14 -



said corporation, have voted for the foregoing by-laws of said corporation, in a meeting of stockholders of said corporation this day duly held, whereby said by-laws were duly adopted by said corporation.

IN WITNESS WHEREOF, and in compliance with the requirements of the corporation law of the Philippines, we sign these presents at Manila, Philippines this 9th day of December, 1957.

(SGD.) OLIVERIO LAPERAL

(SGD.) EMMA L. LAPERAL

(SGD.) GO PAILIAN

(SGD.) RODOLFO M. LEJANO

(SGD.) ALICIA CAMARO

(SGD.) CORAZON MENDOZA

(SGD.) GEORGE FERNANDEZ LEE

(SGD.) BERNARDO LAPERAL

(SGD.) WILFRIDO C. TECSON

(SGD.) CARMELO T. SISON

(SGD.) JOHN LITTON

(SGD.) JUAN LIMJUCO

Date: 10-12-2017 Time: 5:25:6 PM

(SGD.) ALBERTO P. JAVIER

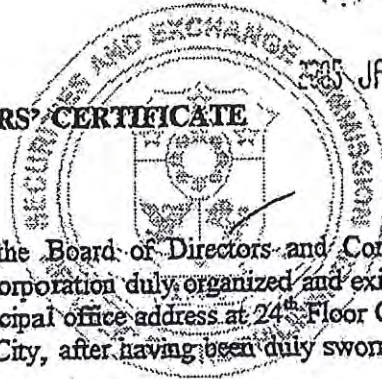
(SGD.) ANTONIO NIEVA



CENTRAL RECEIVING UNIT
Received by: _____

2005 JAN 4 PM 2 46

DIRECTORS' CERTIFICATE



We the undersigned members of the Board of Directors and Corporate Secretary of PACIFICA, INC. (the "Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office address at 24th Floor OMM Citra Building San Miguel Avenue, Ortigas Center Pasig City, after having been duly sworn in accordance with law, hereby certify that:

At the Annual Meeting of the Stockholders and the Organizational Meeting of the Board of Directors held on June 17, 2004, at which meetings at least a majority of the members of the Board of Directors were present and acting throughout, and stockholders owning at least two-thirds (2/3) of the issued and outstanding capital stock were present, the following resolutions were unanimously approved and adopted:

"RESOLVED, That Article Sixth of the Corporation's Articles of Incorporation be amended to read as follows:

'SIXTH. - That the number of directors of the said corporation shall be nine (9).'

"RESOLVED FURTHER, That Article III Section 1 of the Corporation's by-laws be amended to read as follows:

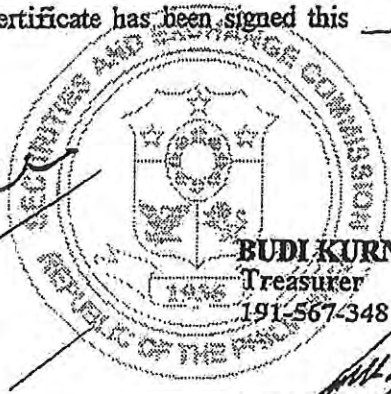
'Section 1 - The business and property of the Company shall be managed by a Board of nine (9) directors who shall be stockholders and who shall be elected annually by the stockholders for the term of one year and shall serve until the election and acceptance of the duly qualified successors.'

"RESOLVED FINALLY, That an additional sentence be added to Article III Section 1 of the Corporation's by-laws as follows:

'Section 1 - The business and property of the Company shall be managed by a Board of nine (9) directors who shall be stockholders and who shall be elected annually by the stockholders for the term of one year and shall serve until the election and acceptance of the duly qualified successors. Of the nine (9) directors, there shall be at least two (2) independent directors who will be nominated in accordance with the procedure set forth in the Corporation's Manual on Corporate Governance as the same may be amended from time to time upon a vote of at least a majority of the Board of Directors.'

29 PM

IN WITNESS WHEREOF, this Certificate has been signed this 29 day of OCT 29 2004 at Makati City.



[Signature]
CESAR T. QUIAMBAO
President
TIN No. 150-146-6000
[Signature]
DESIDERIO L. LAPERAL
106-180-996

BUDI KURNIADI
Treasurer
191-567-348

[Signature]
ADERITO Z. YUJUICO
113-364-571

[Signature]
BONIFACIO C. SUMBILLA
Secretary
150-146-618

[Signature]
OLIVERIO G. LAPERAL
104-112-452

[Signature]
BOEDIHARTO HARDJOMARSONO
191-567-356

6/7

[Signature]
OWEN S. CARSI CRUZ
Corporate Secretary

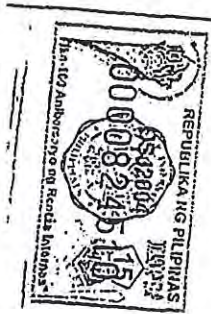
Date: 16-12-2017 Time: 3:25:52 PM

Quezon

SUBSCRIBED AND SWORN to before me this 29 day of Oct., 2004 at Manila City.
Affiant exhibiting to me their Community Tax Certificate, to wit:

<u>NAME</u>	<u>CTC/PASSPORT NO.</u>	<u>DATE/PLACE</u> <u>ISSUED</u>
CESAR T. QUIAMBAO	21944169	Feb. 19, 2004/Bayambang, Pangasinan
BUDI KURNIADI	K-057396	Mar. 27, 2006/Indonesian Embassy, Phils.
ADERITO Z. YUJUICO	11995612	Jan. 5, 2004/Sta. Rosa, Laguna
BONIFACIO C. SUMBILLA	000232482	Jan. 19, 2004/Cainta, Rizal
DESIDERIO L. LAPERAL	21151692	Jan. 19, 2004/Pasay City
OLIVERIO G. LAPERAL	00055024	Jan. 20, 2004/San Pedro, Laguna
BOEDIHARTO HARDJOMARSONO	K-057289	Nov. 29, 2005/Manila, Philippines
OWEN S. CARSI CRUZ	23317644	Mar. 4, 2004/Quezon City

Doc. No. 769;
Page No. 43;
Book No. 11;
Series 2004.



AC
ANNY. CRISPIN C. CARLOS
Notary Public
Until December 31, 2005
PTR No. 5026200 15-04

Date: 18-12-2017 Time: 5:26:14 PM

www.sec.gov.ph

User Name: RESEARCHERS

COMPANY DATA MAINTENANCE FORM
GENERAL/BUSINESS/COMPANY RELATIONSHIP INFORMATION
(For Domestic Companies Only)

SEC NUMBER: 013039 FOR SEC TO PROVIDE: MAINTENANCE NO.: TRANSACTION DATE:

FILL-UP INSTRUCTIONS - Type or print legibly. Light-shaded boxes are to be filled up by the SEC. Check appropriate boxes. FILL-UP ONLY THOSE ITEMS FOR WHICH AMENDMENTS OR CHANGES ARE TO BE MADE. Refer to the back of this page for additional instructions.

CURRENT COMPANY NAME (This must always be provided):
PACIFICA, INC.
RESTRICT USE BY OTHERS?
[] YES
[x] NO

RESERVATION NUMBER NEW COMPANY NAME N/A

GENERAL INFORMATION CHANGE FROM STOCK TO NON-STOCK? [] YES [] NO CHANGE IN PRIMARY PURPOSE [] YES [] NO

COMPANY TYPE [] DS - DOMESTIC STOCK [] DN DOMESTIC NON-STOCK [] DP - DOMESTIC PARTNERSHIP
PRINCIPAL OFFICE ADDRESS: 24/F, OMM Citra Building, San Miguel Avenue, Ortigas Center, Pasig City

AREA CODE 632 POSTAL CODE 605 TEL NO.: 636-1035-45 FAX NO.:

BUSINESS OFFICE ADDRESS: POSTAL CODE: TEL NO.: FAX NO.:

AREA CODE POSTAL CODE TEL NO.: FAX NO.:

BUSINESS INFORMATION
PARTNERSHIP TYPE [] L - LIMITED [] G - GENERAL
INDUSTRY CODE [] F - FINANCIAL INSTITUTION [] Z - EPZA-REGISTERED [] E - BOI-REGISTERED
[] H - FIA-HOLDING [] R - FIA REPRESENTATIVE OFF [] S - SUBIC REGISTERED
FISCAL YEAR END (MM/DD) December 31 ANNUAL MEETING (For domestic companies only) [] F - FIXED (MM/DD) [] V - VARIABLE (Any day in April)

NUMBER OF DIRECTORS (if stock co.): 9 TRUSTEES (if non-stock co.) N/A PARTNERS (if partnership) N/A STOCKHOLDERS (if stock co.)
TYPE OR NON-STOCK CORPORATION TOTAL CONTRIBUTION (Of non-stock companies) n.a. % OF FOREIGN MEMBERSHIP (Of non-stock companies) less than 20%

COMPANY RELATIONSHIP: List all companies related to registrant. (Use additional sheets, if necessary.)
RELATIONSHIP TYPE [] M - DISSOLVED COMPANY (if duo to merger) [] S - PARENT COMPANY (if registrant is a subsidiary) [] V - DISSOLVED COMPANY (if change in company type) [] A - AFFILIATE (of registrant) [] O - OTHERS

RELN TYPE [] SEC NUMBER COMPANY NAME START DATE END DATE
MAIN IND n/a n/a

MAIN IND - A (NEW), E (UPDATE EXISTING), OR D (DELETE) RELATIONSHIP INDICATE START (OF NEW) OR END DATE OF RELATIONSHIP

CERTIFIED CORRECT: OWEN S. CARSI CRUZ (Signature over printed name)
POSITION: Corporate Secretary DATE:

PROCESSING ATTORNEY: DATA CONTROL CLERK: DATA ENCODED BY:
DATE REVIEWED: DATE REVIEWED: DATE ENCODED:



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
 SEC Building, EDSA, Greenhills
 City of Mandaluyong, Metro Manila



MEMORANDUM

FOR : CORPORATION FINANCE DEPARTMENT
 FROM : COMPANY REGISTRATION AND MONITORING DEPARTMENT
 SUBJECT : PACIFICA, INC.
 DATE : November 18, 2004

X-----X

Respectfully referred for comments and recommendations is the attached amended articles of incorporation and amended by-laws of the above-named corporation in view of the amendments thereof.

Comments and recommendations may be indicated in the space provided hereunder.

For the Director:


FERDINAND B. SALES
 Assistant Director

Corporate and Partnership Registration Division

Comments and Recommendations:

NO OBJECTION TO THE ATTACHED AMENDED ARTICLES OF INCORPORATION AND AMENDED BY-LAWS OF THE SAID CORPORATION

Date: 18 Nov 2004 Time: 5:27:1 PM

Director
 Corporation Finance Department

EV/lea

www.sec.gov.ph

User Name: RESEARCHER