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COVER SHEET

13039

S.E.C. Registration Number

PACIFICA, INC.

(Company's Full Name)

CHINA BANK CORPORATE CENTER,

LOT 2 SAMAR LOOP COR. RD 5, CEBU

BUSINESS PARK, MARBOLE, CEBU CITY
Business Address: No. Street City / Town / Province)

CRISTINA RAEMA-GIL

Contact Person

8880999

Company Telephone Number

Month Day

Fiscal Year

POLICY ON MATERIAL RELATED PARTY TRANSACTIONS

FORM TYPE

Month Day

Annual Meeting

Secondary License Type, if Applicable

Dept. Requiring this Doc.

Dept. Requiring this Doc.

Amended Articles Number/Section

Amended Articles Number/Section

Total No. of Stockholders

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Domestic

Foreign

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

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Cashier

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PACIFICA, INC.

POLICY ON MATERIAL RELATED PARTY TRANSACTIONS

1. OBJECTIVE

This policy with respect to material Related Party Transactions of Pacifica, Inc. (the "Company") is intended to ensure that related party transactions ("RPTs") are conducted in a manner that will protect the Company and all its stakeholders from conflict of interest which may arise from such transactions, that the RPTs are entered into at arms-length or at terms at least comparable to those available to unrelated third parties, and that these transactions shall be disclosed, reviewed, and approved in accordance with this Policy and consistent with the principles of transparency and fairness.

The Company recognizes that RPTs are not per se prohibited. They can serve important business purposes and offer legitimate advantages. Transactions between and among related parties may create financial, commercial, and economic benefits to individual institutions and the entire group where said institutions belong. However, in recognition of potential conflicts of interest, such transactions must be done fairly and at arms-length terms for the benefit of the Company and its stockholders as a whole, considering the relevant circumstances. In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely the legal form.

2. COVERAGE

This policy covers RPTs between the Company and a Related Party as defined below or between a subsidiary or an affiliate of the Company and a Related Party as defined below if the subsidiary or the affiliate has not adopted its own policy on related party transactions.

3. DEFINITION OF TERMS

For the purposes of this policy, the following definitions shall apply:

Affiliate – refers to an entity linked directly or indirectly to the Company through any one or a combination of any of the following:

- Ownership, control or power to vote, whether by permanent or temporary proxy or voting trust, or other similar contracts, by a company of at least ten percent (10%) or more of the outstanding voting stock of the Company, or vice-versa;
- Interlocking directorship or officership, except in cases involving independent directors as defined under existing regulations;
- Common stockholders owning at least ten percent (10%) of the outstanding voting stock of the Company and the entity; or
- Management contract or any arrangement granting power to the Company to direct or cause the direction of management and policies of the entity, or vice-versa.

Associate – an entity over which the Company holds twenty percent (20%) or more of the voting power, directly or indirectly, or which the Company has significant influence.

Control – a person or an entity controls a Company if and only if the person or entity has all of the following:

- Power over the Company;
- Exposure, or rights, to variable returns from its involvement with the Company; and
- The ability to use its power over the Company to affect the amount of the Company's returns.

Material RPTs – any RPT, either individually, or in aggregate over a twelve (12)-month period with the same related party, amounting to ten percent (10%) or higher of the Company's total consolidated assets based on its latest audited financial statement.

Materiality Threshold – ten percent (10%) of the Company's total consolidated assets based on its latest audited financial statement.

Related parties – covers the Company's members of the Board, officers, substantial shareholders and their spouses and relatives within the fourth civil degree of consanguinity or affinity, legitimate or common-law, if these persons have control, joint control or significant influence over the Company. It also covers any subsidiary, associate, affiliate, joint venture of the Company or an entity that is controlled, jointly controlled or significantly influenced or managed by a person who is a related party of the Company.

Related Party Registry – a record of the organizational and structural composition, including any change thereon, of the Company and its related parties.

RPTs – a transfer of resources, services or obligations between a Company and a Related Party, regardless of whether a price is charged. It shall exclude outstanding transactions that are entered into with an unrelated party that subsequently becomes a Related Party, provided that any amendment or supplement to the terms and conditions of such transactions at the time such counterparty is already a Related Party shall be considered an RPT for purposes of this policy.

Significant Influence – the power to participate in the financial and operating policy decisions of the Company but has no control or joint control of those policies.

Substantial Shareholder – any person who is directly or indirectly the beneficial owner of more than ten percent (10%) of any class of its equity security.

4. DISCLOSURE AND REGULATORY REPORTING

This policy shall be made available on the Company's website within five (5) days from submission to the Securities and Exchange Commission ("SEC").

A summary of Material RPTs entered into during the reporting year shall be disclosed in the Company's Integrated Annual Corporate Governance Report (I-ACGR).

An Advisement Report of any material related party transactions shall be filed within three (3) calendar days from the execution date of the transaction. The Advisement Report shall be signed by the Company's Corporate Secretary or authorized representative and at a minimum, shall include the following information:

- i. Complete name of the related party;
- ii. Relationship of the parties;
- iii. Execution date of the material related party transaction;
- iv. Financial or non-financial interest of the related parties;
- v. Type and nature of transactions as well as a description of the assets involved;
- vi. Total consolidated assets;
- vii. Amount of contract price;
- viii. Percentage of the contract price to the total consolidated assets of the Company;
- ix. Carrying amount of the collateral, if any;
- x. Terms and conditions;
- xi. Rationale for entering into the transaction; and
- xii. The approval obtained (i.e., names of directors present, name of directors who approved the material related party transaction and the corresponding voting percentage obtained).

Material RPTs shall be disclosed in the Company's financial statements.

5. REVIEW AND APPROVAL OF RELATED PARTY TRANSACTIONS

Material RPTs shall be reviewed and evaluated by the RPT Committee and endorsed to the Board of Directors for approval.

In the review and approval of the Material RPTs, the RPT Committee shall consider the following the following factors:

1. whether the transaction is conducted on an arm's length basis;
2. the aggregate value of the transactions;
3. the extent of the Related Party's interest in the transaction;
4. purpose and timing of the transactions;
5. whether the transaction would present an improper conflict of interest or special risks or contingencies to the Company or any Related Party taking into account the size of the transaction and the overall financial position of the Related Party; and
6. any material information or other factors the RPT Committee deems relevant.

When deemed necessary by the Board, an external independent party (e.g., audit or accounting firm, third party consultant, or appraiser) shall be appointed to evaluate the terms of the Material RPTs.

All individual Material RPTs shall be approved by at least two-thirds (2/3) vote of the board of directors, with at least a majority of the independent directors voting to approve all individual Material RPTs. In case that a majority of the independent directors' vote is not secured, the Material RPT may be ratified by the vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Company. For aggregate RPTs within a twelve (12)-month period that breaches the materiality threshold, the same board approval would be required for the transaction/s that meets and exceeds the materiality threshold covering the same Related Party.

Directors and key management personnel with personal interest in the transaction to abstain from participating in the discussion on the same. Directors are prohibited to vote as well on a particular agenda when they are conflicted. In case they refuse to abstain, their attendance shall not be counted for purposes of determining quorum and their votes shall not be counted for purposes of determining approval.

The members of the Board, substantial shareholders, and officers shall fully disclose to the Board all material facts related to any Material RPT as well as their direct and indirect financial interest in any transaction that may affect or is affecting the Company. Such disclosure shall be made at the board meeting where the Material RPT will be presented for approval and before the execution of the Material RPT.

6. ENSURING RPT IN ARM'S LENGTH TERMS

All transactions with Related Parties shall undergo the regular transaction processing and approval processes as if the parties are not related. The Company shall ensure that no preferential treatment is given to Related Parties that are not extended to non-related parties under similar circumstances.

Selection of service providers such as construction and maintenance, janitorial services, and other services as well as suppliers of office supplies, equipment, and construction materials shall be subject to a bidding process in accordance with the existing procurement policy of the Company.

7. WHISTLE BLOWING MECHANISMS

The Company has an existing whistleblowing mechanism that allows employees to freely communicate confidentially and without fear of retaliation, legitimate concerns about illegal, unethical or questionable transactions that would include Material RPTs. The Board shall supervise and ensure its enforcement.

8. REMEDIES FOR ABUSIVE MATERIAL RPTs

Whenever applicable, the Company shall discontinue a Material RPT if found abusive and demand restitution of losses or opportunity costs incurred by the Company arising out of the RPT.

Abusive Material RPTs refer to material RPTs that are not entered into arm's length terms and unduly favor a related party.

The RPT Committee shall evaluate any abusive Material RPT and shall determine the appropriate penalties to be imposed upon erring directors or officers.

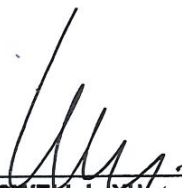
9. POLICY REVIEW AND IMPLEMENTATION

The internal audit group of the Company shall conduct a periodic review of the effectiveness of the Company's system and internal controls governing Material RPTs to assess consistency with the board-approved policies and procedures. The resulting audit reports, including exceptions or breaches in limits, shall be communicated directly to the Audit Committee.

The Compliance Officer shall ensure that the Company complies with relevant rules and regulations and is informed of regulatory developments in areas affecting Related Parties. The Compliance Officer shall aid in the review of the Company's transactions and identify any potential Material RPT that would require review by the Board. The Compliance Officer shall ensure that the Company's RPT policy is kept updated and is properly implemented throughout the Company.

25 October 2019.

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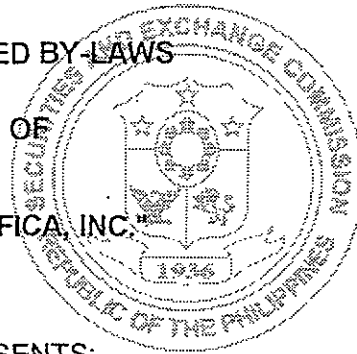
LOWELL L. YU
Chairman of the Board

Cristina S. Palma Gil-Fernandez
CRISTINA S. PALMA GIL-FERNANDEZ
Corporate Secretary and Compliance Officer

AMENDED BY LAWS

OF

"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

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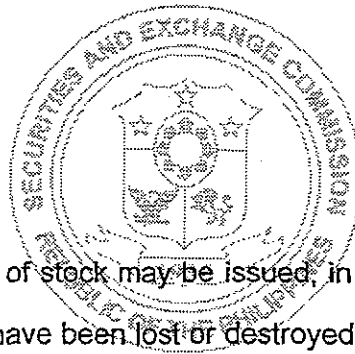
Section 2. - Every certificate surrendered for exchange or for transfer shall be cancelled and affixed to the original stub in the certificate book and no new certificate shall be issued unless and until the old certificate have been so cancelled and returned to the corporation, or satisfactory proof 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.

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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.

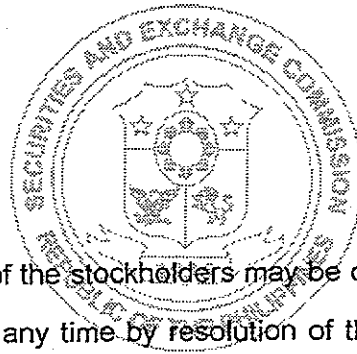
Section 6. - No transfer of certificates shall be entered on the stock register of the corporation within ten (10) days prior to any stockholders' meeting.

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

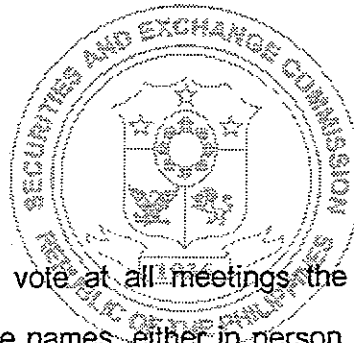
Section 1. - The annual meeting of the stockholders shall be held at the principal office of the Company or at any place in Makati, Metro Manila to be designated by the President, on any day in April, except Sundays and Holidays.



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.

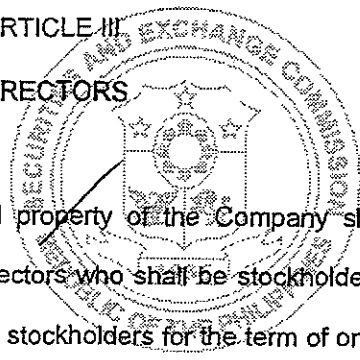
Section 6. - Election of Directors shall be held at such annual meeting and shall be conducted in the manner provided by the Corporation Law of the Philippines, and with such formalities and manner as the officer presiding at the meeting shall then and there determine and provide.

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

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ARTICLE III
DIRECTORS



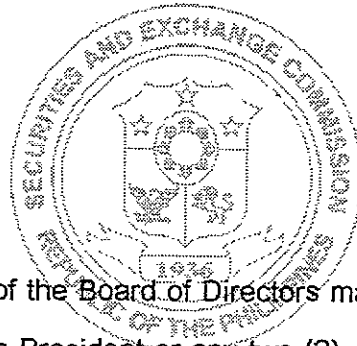
Section 1. – The business and property of the Company shall be managed by a Board of nine (9) directors who shall be stockholders and who shall be elected annually by the stockholders for the term of one year and shall serve until the election and acceptance of the duly qualified successors. ~~Of the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

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Amended By-Laws of
Pacifica, Inc.



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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.

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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 11

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.



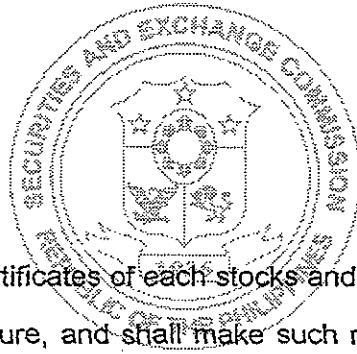
These officers shall be elected to hold office for a term one (1) year until their successors are elected and qualified.

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,



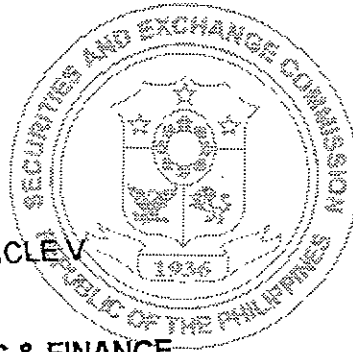
shall sign with the President the certificates of each stocks and such other instruments as require such signature, and shall make such reports and perform such other duties as the incident to his office or are properly required of him by the Board of Directors.

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.

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



ARTICLE V

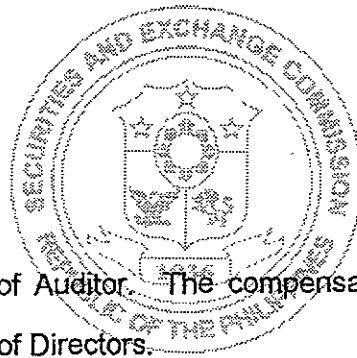
DIVIDENDS & FINANCE

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

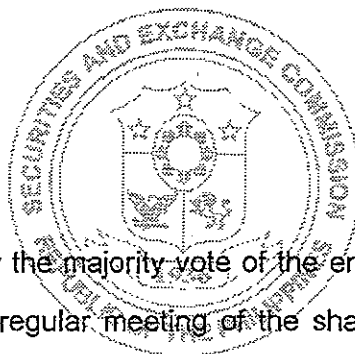
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AMENDMENTS

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

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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.

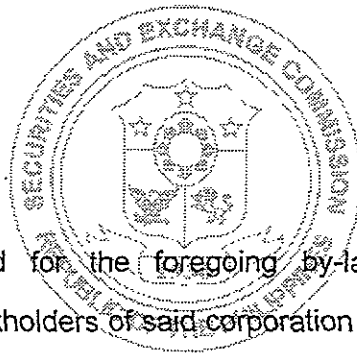
CERTIFICATE OF APPROVAL

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

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Amended By-Laws of
Pacifica, Inc.



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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

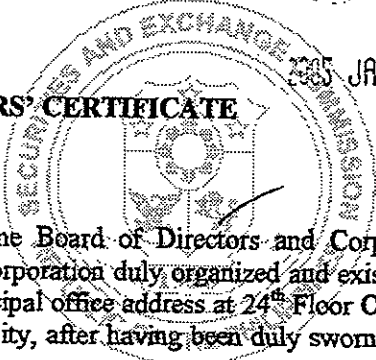
Date: 18-12-2017 Time: 5:25:6 PM
(SGD.) ALBERTO P. JAVIER (SGD.) ANTONIO NIEVA



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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:

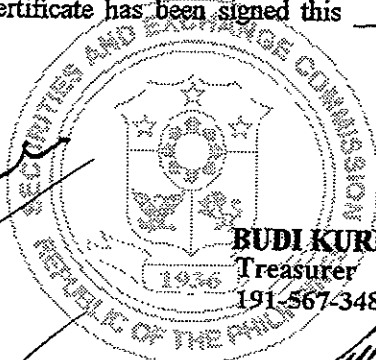
'Section 1 - The business and property of the Company shall be managed by a Board of nine (9) directors who shall be stockholders and who shall be elected annually by the stockholders for the term of one year and shall serve until the election and acceptance of the duly qualified successors.'

"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.'

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



[Signature]
CESAR T. QUIAMBAO
President
TIN No. 150-146-6000

[Signature]
BUDI KURNIADI
Treasurer
191-567-348

[Signature]
DESIDERIO L. LAPERAL
106-180-996

[Signature]
ADERITO L. 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

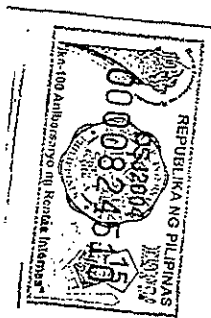
Date: 18-12-2017 Time: 5:25:52 PM

Quezon

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

<u>NAME</u>	<u>CTC/PASSPORT NO.</u>	<u>DATE/PLACE 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. 45 ;
 Book No. 11 ;
 Series 2004.



[Signature]
 ATTY. CRISPIN C. CARLOS
 Notary Public
 Until December 31, 2005
 PTR No. 5026200 L-5-04

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

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
 NO

RESERVATION NUMBER _____ NEW COMPANY NAME _____

N/A

GENERAL INFORMATION

COMPANY TYPE DS - DOMESTIC STOCK DN - DOMESTIC NON-STOCK DP - DOMESTIC PARTNERSHIP
CHANGE FROM STOCK TO NON-STOCK? YES NO CHANGE IN PRIMARY PURPOSE YES NO

PRINCIPAL OFFICE ADDRESS: 24/F, OMM Citra Building, San Miguel Avenue, Ortigas Center, Pasig City

AREA CODE 632 POSTAL CODE 605 TEL. NO.: 636-1025 - 45 FAX NO.:

BUSINESS OFFICE ADDRESS:

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

BUSINESS INFORMATION

PARTNERSHIP TYPE L - LIMITED G - GENERAL
TYPE OF ENTERPRISE N - NO SPECIAL REGISTRATION H - HIA-HOLDING F - FINANCIAL INSTITUTION
 E - FIA EXPORT R - FIA REPRESENTATIVE ORF Z - EFZA-REGISTERED
 D - FIA-DOMESTIC S - SUBIC REGISTERED B - BO-REGISTERED

INDUSTRY CODE _____ TERM OF EXISTENCE: 50 years END DATE OF EXISTENCE: Sept. 1, 2007 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 OF NON-STOCK CORPORATION TOTAL CONTRIBUTION % OF FOREIGN MEMBERSHIP TOTAL CONTRIBUTION
(Refer to back of page for the classifications) (Of non-stock companies) u.a. (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 due to merger) S - PARENT COMPANY (if registrant is a subsidiary) O - OTHERS
(REL TYPE) V - DISSOLVED COMPANY (if change in company type) A - AFFILIATE (Of registrant)

MAIN IND RELN TYPE SEC NUMBER COMPANY NAME START DATE END DATE
N/A N/A _____/_____/_____

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

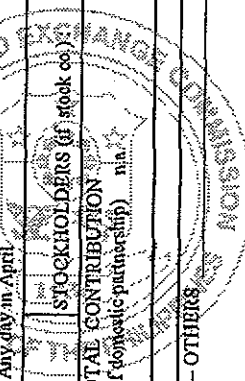
CERTIFIED CORRECT: *OWEN S. CARSI CRUZ*
(Signific over printed name)

POSITION: Corporate Secretary DATE: _____

PROCESSING ATTORNEY: _____ DATA CONTROL CLERK: _____

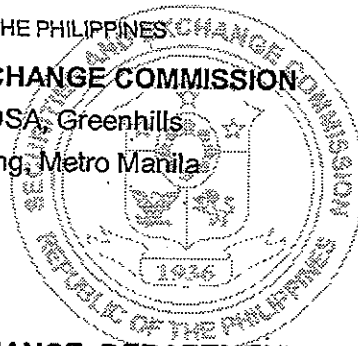
DATE REVIEWED: _____ DATE REVIEWED: _____

DATA ENCODED BY: _____ 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:

[Signature]
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 SAID CORPORATION

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

Corporation Finance Department

EV/lea

www.sec.gov.ph

User Name: RESEARCHER87