



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. CS200324966

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

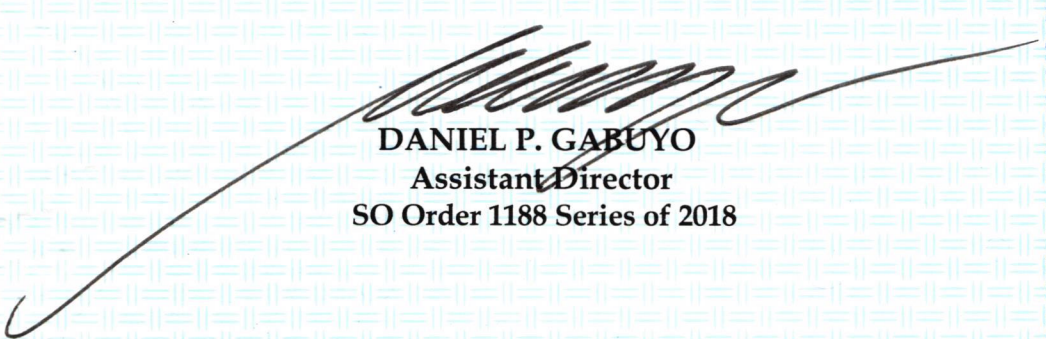
This is to certify that the amended articles of incorporation of the

CENTURY PEAK HOLDINGS CORPORATION
(Formerly: CENTURY PEAK METALS HOLDINGS CORPORATION)
(Amending Articles I & II by introducing Secondary Purpose thereof)

copy annexed, adopted on December 14, 2017 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 11th day of November, Twenty Nineteen.


DANIEL P. GABUYO
Assistant Director
SO Order 1188 Series of 2018

MGT/qba

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

CS200324966

Former Company Name

CENTURY PEAK METALS HOLDINGS
CORPORATION

AMENDED TO:
New Company Name

CENTURY PEAK HOLDINGS CORPORAT
ION

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

1403-1404 BDO-EQUITABLE BANK
TOWER 8751 PASO DE ROXAS
MAKATI CITY

ZIP CODE

Company Email Address

COMPANY INFORMATION

Company's Telephone Number/s

Mobile Number

CONTACT PERSON INFORMATION

The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person

Email Address

Telephone Number/s

Mobile Number

HAZEL B. BONGON

acceting.centur@gmail.com

(02) 856-0900

Contact Person's Address

To be accomplished by CRMD Personnel

Assigned Processor

PRESENTED ON:

COUNTER OFFICER:

Document I.D.

PROCESSOR:

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>
<input type="checkbox"/>

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

Signature

Date

AMENDED

ARTICLES OF INCORPORATION

OF **CENTURY PEAK HOLDINGS CORPORATION**

(Formerly: Fil-Hispano Corporation and Century Peak Metals Holdings Corporation)¹

KNOWN ALL MEN BY THESE PRESENTS:

The undersigned incorporations, all of age and majority of whom are residents of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

FIRST: The name of this Corporation shall be:

CENTURY PEAK HOLDINGS CORPORATION²

SECOND: A. That the primary purpose of this Corporation is:

To promote, establish, operate, manage, hold, own or invest in corporations or entities that are engaged in mining activities, mining-related activities, in power and energy activities or power and energy-related activities and real estate business or assist or participate in the organization, merger or consolidation thereof and in connection with such activities to subscribe, to purchase or otherwise acquire shares of stocks or other evidence of equity participation in any such business enterprise or to purchase or otherwise acquire all or part of the assets franchise, concession, licenses or goodwill of said firm or establishment and assume or otherwise provide for the settlement of its obligation and liabilities. (Amended by the stockholders on January 29, 2010 and by the Board of Directors on December 2, 2009)

B. That the secondary purpose of this Corporation is:

To engage in and carry on general construction and construction related activities, land reclamation and development activities in the Philippines, real estate development or any real estate related activities, mining activities and mining related activities, power and energy activities and power and energy related activities.

C. That the corporation shall have all the express powers of a corporation as provided for Section 36 of the Corporation Code of the Philippines.³

THIRD: That the place where the principal office of the corporation is to be established is at:

No/Street Units 1403 and 1404 Equitables Bank Tower Condominium,
8751 Paseo de Roxas, Salcedo Village
City/Town Makati City
(Amended by the stockholders on January 23, 2010 and by the Board of Directors on November 10, 2009)

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

¹As amended by the affirmative vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation and by the affirmative vote of at least a majority of the Board of Directors of the Corporation on December 14, 2017.

²Ibid.

³Id.

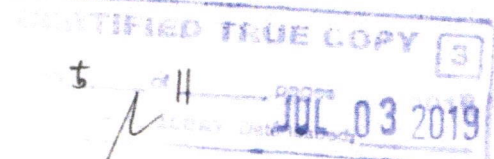
FIFTH: That the names, nationalities, and residences of the incorporators are as follows:

Anselmo Trinidad, Jr.	Filipino	Unit 18-B La Isla Condominium Ruby Cor. Opal St. Ortigas Pasig City
Carlos C. Syquia	Filipino	Potsdam St., North East Greenhills, San Juan, Metro Manila
Roberto V. San Jose	Filipino	730 Pablo Ocampo St., Malate, Manila
Roberto Atendido	Filipino	422 Ma. Cristina St. Ayala Alabang Muntinlupa City
Roberto M. Macasaet	Filipino	5378 Amorsolo St. cor. Mahogany St., Dasmariñas Village, Makati City

SIXTH: That the number of directors of said corporation shall be seven (7) (Amended by the Stockholders on December 14, 2012 and by the Board of Directors on October 30, 2012) and that the names, nationalities and residences of the first directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

Name	Nationality	Residences
Anselmo Trinidad, Jr.	Filipino	Unit 18-B L Isla Condominium, Ruby Cor. Opal St., Ortigas Center, Pasig City
Carlos C. Syquia	Filipino	Potsdam St., North East Greenhills, San Juan, Metro Manila
Roberto Atendido	Filipino	422 Ma. Cristina St., Ayala Alabang, Muntinlupa City
Roberto M. Macasaet, Jr.	Filipino	5378 Amorsolo St., cor. Mahogany St., Dasmariñas Village, Makati City
Roberto V. San Jose	Filipino	730 Pablo Ocampo St., Malate, Manila

SEVENTH: That the authorized capital stock of the corporation is THREE BILLION FIVE HUNDRED SEVENTY FIVE MILLION PESOS (P3,575,000,000.00) in lawful money of the Philippine, divided into THREE BILLION FIVE HUNDRED SEVENTY FIVE MILLION (3,575,000,000.00) common shares with the par value of ONE PESO (P1.00) per share. (Amended by the Stockholders on December 12, 2005, and Board of Directors on October 1, 2007)



That no stockholder of this Corporation shall have any pre-emptive or preferential right of subscription to any class of shares of stocks of this Corporation or to any obligation convertible into shares of stock issued or sold by the Corporation, whether to the present authorized capital stock or any future increases thereof. Acceptance of shares of stock of this Corporation shall be a waiver of any such pre-emptive or preferential right to subscribe to any or all classes of shares of this Corporation out of its present or future authorized capital stock.

The foregoing conditions shall be printed on the stock certificates to be issued by the Corporation. (Amended on December 30, 2003)

EIGHTH: That at least 25% of the authorized capital stock has been subscribed and at least 25% of the total subscription has been paid as follows:

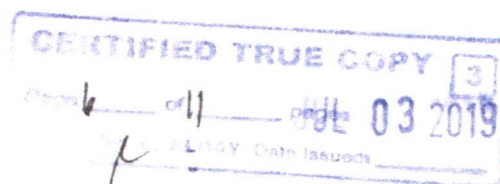
Name	Nationality	No. of Shares Subscribed	Amount Subscribed	Amount Paid
Fil-Hispano Holdings Corporation	Filipino	2,999,995	P 1,199,998.00	P 1,199,998.00
Anselmo Trinidad, Jr.	Filipino	1	0.40	0.40
Carlos C. Syquia	Filipino	1	0.40	0.40
Roberto V. San Jose	Filipino	1	0.40	0.40
Roberto Atendido	Filipino	1	0.40	0.40
Roberto M. Macasaet Jr.	Filipino	1	0.40	0.40
Total		<u>3,000,000</u>	<u>P 1,200,000.00</u>	<u>P 1,200,000.00</u>

NINTH: No transfer of stock or interest which would reduce the stock ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of corporation and this restriction shall be indicated in the stocks certificates issued by the corporation.

TENTH: That CARLOS C. SYQUIA has been elected by the subscribers as treasure of the corporation to act as such until his/her successors is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, he/she has been authorized to receive for and in the name and for the benefit of the corporation all subscriptions paid by the subscribers.

www.sec.gov.ph

User Name: 6secexpressd



ELEVENTH: That the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired a prior right to use the said firm name or one deceptively or confusingly similar to it.

In Witness whereof, we have set our hands this 22nd day of December, 2003 at MAKATI CITY

Anselmo Trinidad
ANSELMO TRINIDAD, JR.

Carlos C. Syquia
CARLOS C. SYQUIA

Roberto Atendido
ROBERTO ATENDIDO

Roberto M. Macasae, Jr.
ROBERTO M. MACASAE, JR.

Roberto V. San Jose
ROBERTO V. SAN JOSE

WITNESSES:

(All incorporators appearing on the fifth article and the two witnesses should affix their signatures on the blanks provided in this page above their respective names.)

SC-97-01

5

conformed copy

Date: 1-7-2019 Time: 3:32:0 PM

www.sec.gov.ph

expressd

ORIGINAL TRUE COPY [3]
JUL 03 2019

ACKNOWLEDGEMENT

Republic of the Philippines)
MAKATI CITY S.S.

BEFORE ME, a Notary Public in and for **MAKATI CITY** Philippines, this
 day of **DEC 22 2003**, personally appeared:

Name	Community Tax Certificate No.	Date & place Issued
Anselmo Trinidad, Jr.	19337259	Feb. 20, 2003/Mandaluyong
Carlos E. Syquia	11839181	Jan. 11, 2003/San Juan, Ltd
Roberto Atendido	C7265456	Mar. 5, 2003/Mandaluyong
Roberto H. Macasant, Jr.	12737600	Jan. 21, 2003/Manila
Roberto V. San Jose	14416463	Feb. 4, 2003/Makati.

all known to me and to me known to be the same persons who executed the foregoing
 Articles of Incorporation and they acknowledged to me that the same is their free and
 voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my
 notarial seal on the date and at the place first above written.

NOTARY PUBLIC
MARDONEZ RAYMUNDO, JR.
NOTARY PUBLIC
 UNTIL DECEMBER 31, 2004
 PTR. NO. 1920954/MAKATI/4-04-03
 IBP. NO. 584969/3-12-03/MAKATI CHAPTER

Doc. No. 472
 Page No. 91
 Book No. 11
 Series of 267

SC-97-01

6

conformed copy

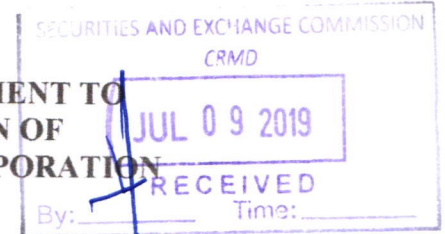
Date: 1-7-2019 Time: 3:32:2 PM

www.sec.gov.ph

xpressd

TRUE COPY
 8 11 JUL 03 2019

**DIRECTORS' CERTIFICATE OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
CENTURY PEAK METALS HOLDINGS CORPORATION**



We, the undersigned, constituting at least a majority of the Board of Directors of **CENTURY PEAK METALS HOLDINGS CORPORATION**, a corporation duly organized and existing under Philippine laws, (the "Corporation"), the Chairman of the meeting of the Board of Directors and shareholders of the Corporation on December 14, 2017, the Secretary of the meeting of the Board of Directors, and the Secretary of the meeting of the shareholders of the Corporation, do hereby certify that:

1. Annex A, which is a copy of the Amended First and Second Articles of the Articles of Incorporation of the Corporation relating to the change of Corporate Name of the Corporation and inclusion of a Secondary Purpose, is a true and correct reproduction of the Amended Articles of Incorporation of the Corporation.

2. The said amendments were separately approved by the affirmative vote of stockholders owning at least two-thirds (2/3) of the outstanding capital stock of the Corporation and by the affirmative vote of at least majority of the members of the Board of Directors of the Corporation present during the meeting both on December 14, 2017 at the Rami & Rafia Meeting Rooms Holiday Inn & Suites Makati Palm Drive, Ayala Center, Makati City.

[Signature Page Follows]

IN WITNESS WHEREOF, we have hereunto signed this certificate this FEB 28 2019 day of _____ at MAKATI CITY

WILFREDO D. KENG

*Chairman of the Board, President
and Director*
TIN: 103-990-999

**LEOBEN LUIS T.
EVANGELISTA**

Director
TIN: 142-998-240

DANIEL S. PASCUAL

Director
TIN: 104-169-746

JOSE R. CEDO

*Independent Director and Chairman
of the meeting of the Directors and
of the stockholders*
TIN: 105-345-994

KATRINA C. KENG

*Assistant Corporate Secretary,
Corporate Information Officer, and
Secretary of the meeting of the Board
of Directors*
TIN: 455-114-341

EMILIO TIU

Director
TIN: 138-549-103

**GUO CONG YUAN (a.k.a. Anson
Tan)**

Director
TIN: 231-421-241

JOSE VICENTE C. BENGZON III

Independent Director
TIN: 159-121-182

SIMEON KEN R. FERRER

*Corporate Secretary and Secretary of
the meeting of the stockholders*
TIN: 116-283-788

REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI) ss.

Before me, a notary public in and for the city named above, personally appeared the following:

Name	Government-Issued ID No.	Place/Date of Issue
Wilfredo D. Keng	TIN: 103-990-999	
Emilio Tiu	TIN: 138-549-103	
Leoben Luis T. Evangelista	TIN: 142-998-240	
Guo Cong Yuan (a.k.a. Anson Tan)	TIN: 231-421-241	
Daniel S. Pascual	TIN: 104-169-746	
Jose Vicente C. Bengzon III	TIN: 159-121-182	
Jose R. Cedo	SEASON CITIZENSHIP 33125 TIN: 105-345-994	CITY OF MAKATI AUG. 18, 2009
Katrina C. Keng	TIN: 455-114-341	

who was identified by me through competent evidence of identity to be the same persons described in the foregoing instrument and signed the instrument in my presence, and who took an oath before me as to such instrument.

Witness my hand and seal this _____ day of FEB 28 2019 2018.

Doc No. 391 ;
Page No. 80 ;
Book No. 887 ;
Series of 2019.

RUBEN T.M. RAMIREZ
Notary Public
Until December 31, 2019
IBP No. 958333 / 1-3 CY.2019
ROLL No: 23547 / MCLE 5/ 6-8-17
PTR NO. MKT-7332572 / 1-3-18 APPT. NO. M-127
ROOM 104 PENINSULA COURT BUILDING 8735
PASO DE ROXAS COR. MAKATI AVE. MAKATI CITY

Republic of the Philippines)
City of) S.S.

SECRETARY'S CERTIFICATE

I, **KATRINA C. KENG**, of legal age, single, a resident of B5 Lot 20 Bukidnon St. corner Lanao St. Marina Subd., South Tambo, Parañaque City, being duly sworn, depose and state that:

1. I am the duly elected and qualified Assistant Corporate Secretary of **CENTURY PEAK METALS HOLDINGS CORPORATION**, a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal office at Units 1403 and 1404 Equitable Bank Tower Condominium, 8751 Paseo de Roxas, Salcedo Village, Makati 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.

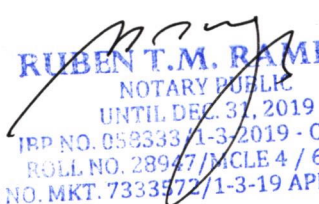
MAKATI City, 5th day of July, 2019


KATRINA C. KENG
Asst. Corporate Secretary

SUBSCRIBED AND SWORN TO before me this _____ day of JUL 09 2019 2019, in CITY OF MAKATI Philippines, affiant exhibiting to me her **Philippine Passport No. EC6150332** issued on **December 7, 2015** at **DFA Manila**.

NOTARY PUBLIC

Doc. No. 228
Page No. 47
Book No. 950
Series of 2019


RUBEN T.M. RAMIREZ
NOTARY PUBLIC
UNTIL DEC. 31, 2019
JPD NO. 058333/1-3-2019 - CY. 2019
ROLL NO. 28947/MCLE 4 / 6-19-12
PTR NO. MKT. 7333572/1-3-19 APPT. NO. M-127