



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

COMPANY REG. NO. PW00000686

CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

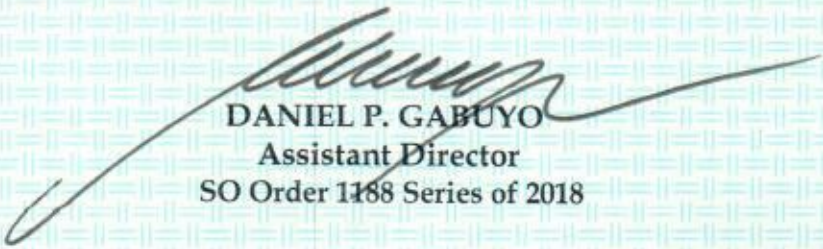
This is to certify that the amended articles of incorporation of the

PHILIPPINE BANK OF COMMUNICATIONS
(Amending Articles II Primary Purpose & IV (term of existence) thereof)

copy annexed, adopted on February 23, 2022 by majority vote of the Board of Directors and on March 15, 2022 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 Section 14 of R.A. 8791 (The General Banking Law of 2000), 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 17th day of August, Twenty Twenty Two.


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



SEC Main Office
Ground Floor, Secretariat Building, PICC Complex, Pasay City, Metro Manila

electronic Official Receipt

Transaction Details

eOR Number	20220720-PM-0020368-68
Transaction Number	220107051101
Payment Date	July 20, 2022 03:20 PM
Payment Scheme	visa
Status	COMPLETED
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20220720-5653495
PAF Date	2022-07-20 14:58:51
Payor Name	PHILIPPINE BANK OF COMMUNICATION
Payor Address	MAKATI

#	Nature of Collection	Account Code	Amount
1	Amended Articles of Incorporation	4020102000(606)	1,000.00
2	Documentary Stamp Tax	4010401000(4010401)	30.00
3	Legal Research Fee (A0823)	2020105000(131)	10.00
TOTAL			1,040.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.

COVER SHEET

for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT - AOI

SEC Registration Number

P W 0 0 0 0 0 6 8 6

Former Company Name

P H I L I P P I N E B A N K O F
C O M M U N I C A T I O N S

AMENDED TO: Articles of Incorporation
New Company Name

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

P B C O M T O W E R 6 7 9 5 A Y A L A A V E N U E
M A K A T I C I T Y
ZIP CODE
1 2 2 6

COMPANY INFORMATION

Company Email Address

mhlao@zglaw.com

Company's Telephone Number/s

8830-7062

Mobile Number

09175173378

CONTACT PERSON INFORMATION

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

Name of Contact Person

Michael Stephen H. Lao

Email Address

mhlao@zglaw.com

Telephone Number/s

8830-7062

Mobile Number

09175173378

Contact Person's Address

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

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

Corporate and Partnership Registration Division
Green Lane Unit
Financial Analysis and Audit Division

AMENDED ARTICLES OF INCORPORATION
OF THE
PHILIPPINE BANK OF COMMUNICATIONS

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, a majority of whom are residents of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

FIRST – The name of the corporation shall be the “PHILIPPINE BANK OF COMMUNICATIONS”.

SECOND – The purpose or purposes for which this corporation is formed are to carry on and engage in the business of universal banking, to have and exercise, subject to the laws of the Philippines, all powers, rights, privileges and attributes of a universal bank, in addition to the general powers incident to corporations; and to engage in and carry on the business of a trust company. (As amended on 15 March 2022)

THIRD – That the place where the principal office of the Corporation is located is at PBCOM Tower, 6795 Ayala Avenue corner V.A. Rufino St., Makati City. *(as amended on 14 June 2016 by the stockholders representing at least 2/3 of the outstanding capital stock and on 25 May 2016 by majority of the Board of Directors of the Corporation)*

FOURTH – The Corporation shall have perpetual existence. (As amended on 15 March 2022)

FIFTH – The names and residences of incorporators are as follows:

Name	Residence
Sooyii K. Shen	Manila, Philippines
Tsae-Tsin Linn	Manila, Philippines
Mr. Tsai-Ming Chen	Manila, Philippines
Mr. Pei-Yuan-Ho	Manila, Philippines

SIXTH – The number of the directors of the corporation shall be fifteen (15) and the names and residences of the directors who are to serve until their successors are elected and qualified, as provided by the By-Laws are as follows, to wit: (As amended on 10 February 2004)

Name	Residence
Dr. Chengting T. Wang	Hongkong
Mr. Sooyii K. Shen	Hongkong
Mr. Yung-Ming Chien	Hongkong
Mr. Shou-Ting Tang	Hongkong
Mr. Tao-Nan Lee	Hongkong
Mr. Tsae-Tsin Linn	Hongkong

SEVENTH – That the amount of capital stock of the Corporation is Nineteen Billion Pesos (P19,000,000,000.00) divided into Seven Hundred Sixty Million

(P760,000,000) Common Shares with a par value of Twenty-Five Pesos (P25.00) per share.

Provided further, that no stockholders of any class of shares shall have or otherwise, be entitled to any pre-emptive right to subscribe to, purchase or receive any class of shares of the Corporation, or part thereof, whether issued from its unissued capital, future increase in capital stock, or its treasury stock. Any such shares may at any time be issued, sold or disposed of by the Corporation pursuant to the resolution of its Board Directors, to such persons and upon such terms as the Board of Directors may deem proper, without first offering such shares to existing stockholders. *(As amended on March 28, 2012 by the stockholders representing at least 2/3 of the outstanding capital stock and on January 18, 2012 by majority of the Board of Directors of the Corporation)*

EIGHT – The amount of the said capital has been actually subscribed and paid is TWO MILLION (P2,000,000.00) pesos, and the following persons have subscribed and paid for the number of shares and amount of capital stock set out after their respective names:

Name	Residence	No. of	Amount of Capital
			Stock Subscribed and Paid for
Chengting T. Wang	Hongkong	5,000	P 500,000.00
Yung-Ming Chien	Hongkong	5,000	500,000.00
Sooyii K. Shen	Manila	2,000	200,000.00

Shou-Ming Tang	Hongkong	5,000	500,000.00
Tso-Min Chow	Hongkong	1,000	100,000.00
Tao-Nan Lee	Hongkong	1,000	100,000.00
Tsae-Tsin Linn	Manila	250	25,000.00
Huai-Tuck Chang	Manila	250	25,000.00
Tsai-Ming Chen	Manila	200	20,000.00
Tse-Soong Wong	Hongkong	200	20,000.00
Pei-Yuan Ho	Manila	<u>100</u>	<u>10,000.00</u>
TOTAL		20,000	2,000,000.00

NINTH - That Mr. T.T. Linn has been elected by the subscribers as Treasurer of this corporation to act as such until his successor is duly elected and qualified in accordance with the By-Laws, and that as such treasurer, he has been authorized to receive for the corporation and to receipt in its name and all subscriptions paid in by said subscribers.

TENTH - That no issuance or transfer of shares of stock of the corporation which would reduce the stock ownership of Filipino citizens to less than the percentage of the outstanding capital stock required by law to be owned by Filipino citizens, shall be allowed or permitted to be recorded in the books of the corporation. This restriction shall be printed or indicated in all the certificate of stock to be issued by the corporation. (As amended on June 20, 1995)

IN WITNESS WHEREOF, we have hereunto set our hands this 11th day of August 1939.

(Sgd.) Sooyii K. Shen
(Sgd.) Huai-Tuck Chang

(Sgd.) Tsae-Tsin Linn
(Sgd.) Tsai-Ming Chen
(Sgd.) Pei-Yuan Ho

SIGNED IN THE PRESENCE OF:

(Sgd.) J.A. Solomon

(Sgd.) Jose Cabral

UNITED STATES OF AMERICA)
COMMONWEALTH OF THE PHILIPPINES) S.S.
CITY OF MANILA)

On this 11th day of August 1939, before me a Notary Public for and in the City of Manila, personally appeared Mr. Sooyii K. Shen, Tsae-Tsin Linn, Mr. Huai-Tuck Chang, Mr. Tsai-Ming Chen and Mr. Pei-Yuan Ho, known to me to be the same persons whose names are subscribed and who executed the within instrument, and each of them acknowledges to me that he freely and voluntarily executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

(Sgd.) MARCELO P. KARAAN
Notary Public
My commission expires December 31st, 1940

Doc. No. 98
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Book No. XI
Series of 1939.