



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. CN201223086

CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION

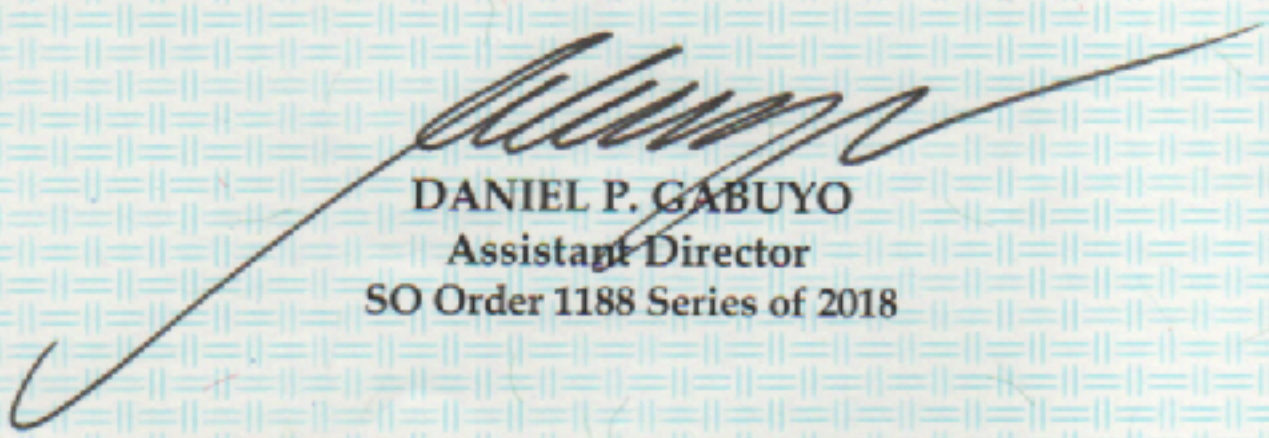
KNOW ALL PERSONS BY THESE PRESENTS:

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

PAGASA NG PINOY MUTUAL BENEFIT ASSOCIATION, INC.
(Amending Article VI thereof)

copy annexed, adopted on October 29, 2018 by majority vote of the Board of Trustees and by the vote of two-thirds of the members of the corporation, and certified under oath by the Corporate Secretary and a majority of the said board was approved by the Commission on this date pursuant to the provisions 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.

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 16th day of August, Twenty Nineteen.


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

FZD/qba

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

C N 2 0 1 2 2 3 0 8 6

Company Name

P A G A S A N G P I N O Y M U T U A L B E N E F I T
A S S O C I A T I O N , I N C .

AMENDED TO:

New Company Name

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

U N I T 8 G , 8 T H F L O O R , J E N K I N S E N
T O W E R , N O . 8 0 T I M O G A V E N U E
S A C R E D H E A R T , Q U E Z O N C I T Y

ZIP CODE

1 1 0 3

COMPANY INFORMATION

Company Email Address

insurance.pmbai@asa-international.com.ph

Company's Telephone Number/s

(02) 374-3880

Mobile Number

(0915) 333-5486

CONTACT PERSON INFORMATION

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

Name of Contact Person

MR. GENARO L. KONG

Email Address

cfo.pplci@asa-international.com.ph

Telephone Number/s

(02) 709-1761

Mobile Number

(0998) 582-8278

Contact Person's Address

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor

PRESENTED ON:

COUNTER OFFICE:

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

PROCESSOR:

Forwarded to:

☐
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Corporate and Partnership Registration Division

Green Lane Unit

Financial Analysis and Audit Division

Licensing Unit

Compliance Monitoring Division

AMENDED
ARTICLES OF INCORPORATION
OF

PagASA ng Pinoy Mutual Benefit Association, Inc.

KNOW ALL MEN BY THESE PRESENTS:

We, all of legal age, and majority of whom are Filipino citizens, on this date have voluntarily associated ourselves together for the purpose of being the incorporators to form a non-stock, non-profit Mutual Benefit Association (MBA) under the laws of the Republic of the Philippines. *(as amended by the members and the Board of Trustees on December 18, 2014)*

THAT WE HEREBY CERTIFY:

FIRST: The name of the said association shall be:

PagASA ng Pinoy Mutual Benefit Association, Inc.

SECOND: That the purpose for which such association is formed are:

- a.) To extend financial assistance to its members, spouse children and parents in the form of death benefits, total and permanent disability (TPD), sickness benefits, retirement savings and loan redemption assistance (credit life);
- b.) To ensure continued access to benefits/resources by actively involving the members in the management of the association that will include implementation of policies and procedures geared towards sustainability and improved services; and
- c.) To ensure compliance with administrative and regulatory issuances, rulings and directives by professionalizing the association, management, research and development, and technical services operations.

THIRD: That the place where the principal office of the association is to be established or located is at:

No. /Street Unit 8G, 8th Floor, Jenkinsen Tower, No. 80 Timog Avenue
Barangay Brgy. Sacred Heart
City/Town Quezon City Province National Capital Region
(as amended by the members and the Board of Trustees on June 1, 2016)

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

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

Name	Nationality	Residence
EUFRECINA T. DE JESUS	FILIPINO	Blk. 1 Lot 5 Cabalata St., Tatalon, Q.C.
JOVIE M. SALVERON	FILIPINO	Bgy. Camiros, Anilao, Iloilo
REI ALESSANDRO L. DIAZ	FILIPINO	4 th Floor, Room 401, MacDouton Bldg., #768 EDSA cor. East Ave., Bgy. Kamias, Quezon City
GENARO L. KONG	FILIPINO	#40 Doña Aurora Executive Village, Marcos Highway, Pasig City
DONABEL R. DONGUINES	FILIPINO	P.D. Monfort, North Dumangas, Iloilo
EVELYN M. ROA	FILIPINO	#24 B. Gen. Lim St., SFDM, Brgy. Sta. Cruz, Q.C.
DELIA B. VILLALON	FILIPINO	139 Luis de Leon St., 10 th Ave., Caloocan City
CAROLINA D. AGUJA	FILIPINO	#43 Constabulary St. Veterans Village, Q.C.
MARIA THERESA R. CORTEZ	FILIPINO	108 Jasmin St., Bgy. Holy Spirit, Quezon City

SIXTH: That the number of trustees of the association shall be **FIFTEEN (15)** and that the names, nationalities and residences of the first trustees of the association are as follows: *(As amended by the votes of at least two-thirds (2/3) of the members and by the majority votes of the trustees on October 29, 2018).*

Name	Nationality	Residence
EUFRECINA T. DE JESUS	FILIPINO	Blk. 1 Lot 5 Cabalata St., Tatalon, Q.C.
JOVIE M. SALVERON	FILIPINO	Bgy. Camiros, Anilao, Iloilo
REI ALESSANDRO L. DIAZ	FILIPINO	4 th Floor, Room 401, MacDouton Bldg., #768 EDSA cor. East Ave., Bgy. Kamias, Quezon City
GENARO L. KONG	FILIPINO	#40 Doña Aurora Executive Village, Marcos Highway, Pasig City
DONABEL R. DONGUINES	FILIPINO	P.D. Monfort, North Dumangas, Iloilo
EVELYN M. ROA	FILIPINO	#24 B. Gen. Lim St., SFDM, Brgy. Sta. Cruz, Q.C.
DELIA B. VILLALON	FILIPINO	139 Luis de Leon St., 10 th Ave., Caloocan City
CAROLINA D. AGUJA	FILIPINO	#43 Constabulary St. Veterans Village, Q.C.
MARIA THERESA R. CORTEZ	FILIPINO	108 Jasmin St., Bgy. Holy Spirit, Quezon City

SEVENTH: That the capital of the association was contributed by the incorporators and trustees who are also members of the association as follows:

Name	Contribution
EUFRECINA T. DE JESUS	11,111.12
JOVIE M. SALVERON	11,111.11
REI ALESSANDRO L. DIAZ	11,111.11
GENARO L. KONG	11,111.11

DONABEL R. DONGUINES	11,111.11
EVELYN M. ROA	11,111.11
DELIA B. VILLALON	11,111.11
CAROLINA D. AGUJA	11,111.11
MARIA THERESA R. CORTEZ	11,111.11
TOTAL	PHP 100,000.00

EIGHT: That no part of the income which the association may obtain as an incident to its operation shall be distributed as dividends to its members, trustees or officers subject to the provisions of the Corporation Code on dissolution. Any profit obtained by the association as a result of its operation, whenever necessary or proper shall be used for the furtherance of the purposes enumerated in Article II, subject to the provisions of Title XI of the Corporation Code of the Philippines.

NINTH: That MR. GENARO L. KONG has been elected by the members as Treasurer of the association 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 and in the name and for the benefit of the association all contributions or donations paid or given by the members.

TENTH: That the association 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.

ELEVENTH: That the association shall comply with the requirements for non-stock corporations in the course of its operation.

IN WITNESS WHEREOF, we have hereunto signed this Articles of Incorporation, this 3rd day of December, 2012, in the City / Municipality of Quezon City, Philippines.

(Sgd.) EUFRECINA T. DE JESUS
TIN#: 233-199-889

(Sgd.) DELIA B. VILLALON
TIN#: 427-121-853

(Sgd.) REI ALESSANDRO L. DIAZ
TIN#: 260-824-383

(Sgd.) EVELYN M. ROA
TIN#: 358-382-555

(Sgd.) GENARO L. KONG
TIN#: 116-056-553

(Sgd.) CAROLINA D. AGUJA
TIN#: 429-655462

(Sgd.) JOVIE M. SALVERON
TIN#: 301-872-064

(Sgd.) MARIA THERESA R. CORTEZ
TIN#: 291-437-641

(Sgd.) DONABEL R. DONGUINES
TIN#: 257-576-290

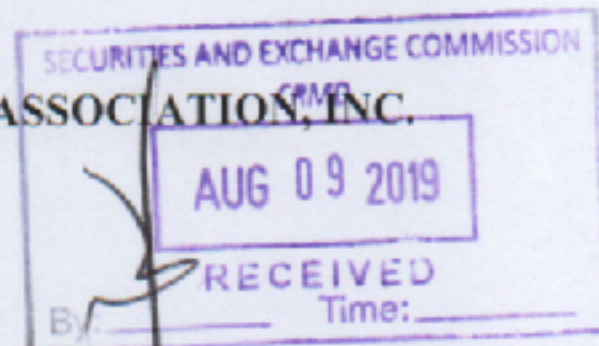
WITNESSES:

(Sgd.) MA. SOCORRO C. ATEs

(Sgd.) JONNETTE C. ALMANZAR

(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.)

TRUSTEES' CERTIFICATE
OF
PAGASA NG PINOY MUTUAL BENEFIT ASSOCIATION, INC.



KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned, being the Corporate Secretary and at least majority of the Trustees of **PAGASA NG PINOY MUTUAL BENEFIT ASSOCIATION, INC.** (the "PPMBAI" or "Association"), a non-stock, non-profit corporation duly organized and existing under the laws of the Philippines, with principal office at Unit 8G, 8th Floor, Jenkinsen Tower, No. 80 Timog Avenue, Brgy. Sacred Heart, Quezon City, do hereby certify under oath that the foregoing documents entitled "*Amended Articles of Incorporation*" and "*Amended By-Laws of Pagasa ng Pinoy Mutual Benefit Association, Inc.*" are true and correct copies of the Articles of Incorporation and By-Laws of PPMBAI, as amended in accordance with the provisions of Article 16 of the Corporation Code, approved and duly adopted by at least two-thirds (2/3) of the members of the said Association and majority of the Board of Trustees at a Joint Special Meeting of the Members and the Board of Trustees held on 29 October 2018 at its principal office.

The said amendments pertain to the –

Articles of Incorporation

(i) **SIXTH ARTICLE**

To increase the number of trustees of the association to **FIFTEEN (15)**.

By-Laws

(i) **ARTICLE V – TRUSTEES, Sec. 2. Composition**

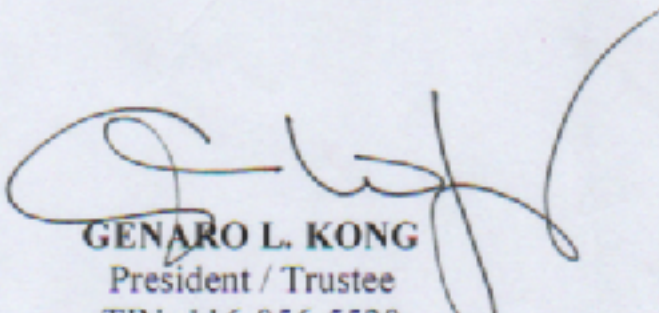
To change the composition of the Board of Trustees by increasing the number of its members to **fifteen (15)** and to delete references to the specific names of the members comprising the Board of Trustees.

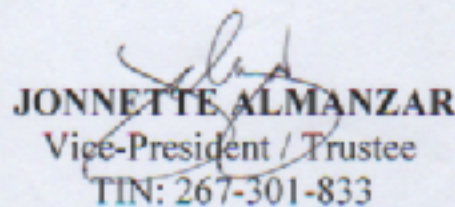
(ii) Removal of all references to "Pagasa ng Masang Pinoy Foundation, Inc." and/or "PMPFI" and replacement with "Pagasa ng Masang Pinoy Microfinance, Inc." and/or "PMPMI" in the following:

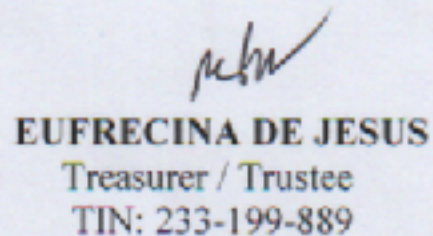
- a.) Article III – Secs. 1(b) & 7
- b.) Article V – Secs. 2, 3, 4, & 5

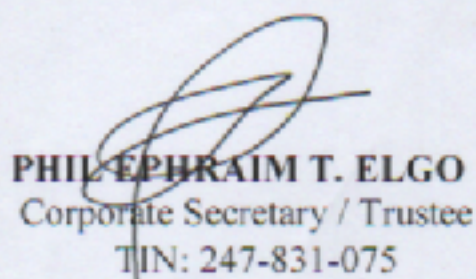
"PMPFI" refers to "Pagasa ng Masang Pinoy Foundation, Inc.", now known as "Pagasa ng Masang Pinoy Microfinance, Inc." or "PMPMI". The change of corporate name took effect on February 26, 2018 upon approval by the Securities and Exchange Commission.

IN WITNESS WHEREOF, the undersigned Trustees of the Association have signed this Trustees' Certificate and the undersigned President and Secretary of the aforesaid Members and Board of Trustees' meeting have countersigned the same this 18th day of July 2019 at Quezon City.

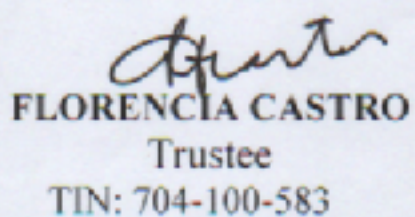

GENARO L. KONG
President / Trustee
TIN: 116-056-5530


JONNETTE ALMANZAR
Vice-President / Trustee
TIN: 267-301-833

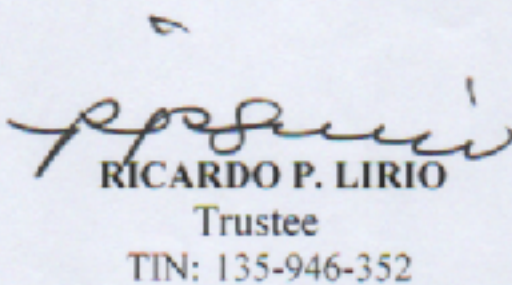

EUFRECINA DE JESUS
Treasurer / Trustee
TIN: 233-199-889

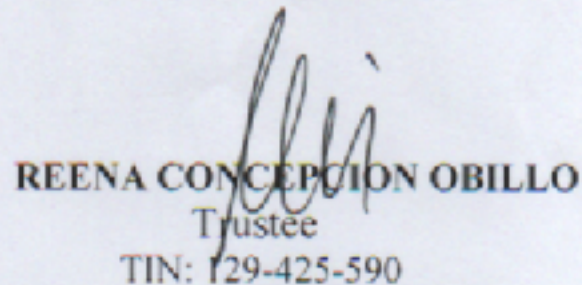

PHIL EPHRAIM T. ELGO
Corporate Secretary / Trustee
TIN: 247-831-075

ESTRELITA BORROMEIO
Trustee
TIN: 486-781-049

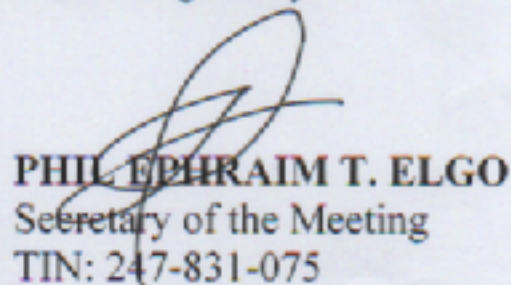

FLORENCIA CASTRO
Trustee
TIN: 704-100-583

JACQUELINE MAGLANGIT
Trustee
TIN: 267-646-214


RICARDO P. LIRIO
Trustee
TIN: 135-946-352


REENA CONCEPCION OBILLO
Trustee
TIN: 129-425-590

Countersigned by:


PHIL EPHRAIM T. ELGO
Secretary of the Meeting
TIN: 247-831-075

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

SUBSCRIBED AND SWORN to before me this JUL 22 2019 day of QUEZON CITY at
affiants exhibiting to me their Competent Evidence of Identity as follows:

<u>Name</u>	<u>Competent Evidence of Identity</u>	<u>Place Issued / Valid Until</u>
Genaro L. Kong	PRC ID (CPA) No. 0104127	Manila / 06-05-2021
Eufrecina De Jesus	PRC ID (S.W.) No. 0003650	Manila / 01-12-2021
Jonnette Almanzar	TIN: 267-301-833	Philippines / XXX
Estrelita Borromeo	TIN: 486-781-049	Philippines / XXX
Florencia F. Castro	TIN: 704-100-583	Philippines / XXX
Jacqueline G. Maglangit	TIN: 267-646-214	Philippines / XXX
Ricardo P. Lirio	Philhealth ID No. 19-000065710-0	Philippines / XXX
Reena Concepcion Obillo	Driver's License No. N02-99-409063	Quezon City / 12-03-2022
Phil Ephraim T. Elgo	IBP ID No. 62593	Pasig City / XXX

IN WITNESS WHEREOF, I have hereunto set my hand on the day and place first above written.

Doc. No. 375 ;
Page No. 75 ;
Book No. 159 ;
Series of 2019.

Notary Public


Atty. J. JARON B. DE SOLEN
Reg. No. 36289
Adm. No. 112-006 Notary Public (2018-2019)
Unit M Panay Commercial Building
No. 7 Panay Ave. cor. Sgt. Borromeo St. Q.C.
IBP AR No. 42250908; QC 12-17-18
PTR No. 7323530; QC 1-3-19
MCLE VI-0022012; 4-14-22



Republic of the Philippines
Department of Finance
INSURANCE COMMISSION
1071 United Nations Avenue
Manila



1st ENDORSEMENT
12 March 2019

Respectfully endorsed to the Securities and Exchange Commission, (SEC), Ground Floor, Secretariat Building, PICC Complex, Roxas Boulevard, City of Pasay, Metro Manila, the attached amended By-Laws of **PAGASA NG PINOY MUTUAL BENEFIT ASSOCIATION, INC.** with office address at Unit 8G, 8th Floor, Jenkinsen Tower, 80 Timog Avenue, Quezon City with the advise that the Insurance Commission has no objection to its registration and taken note of the amendment.

AMENDED BY-LAWS

ARTICLE V

TRUSTEES

Section 2. Composition. – The Board of Trustees of Pagasa ng Pinoy Mutual Benefit Association, Inc. shall consist of thirteen (13) members, seven (7) of whom shall be employees of the head office of Pagasa Philippines Lending Company, Inc. ("PPLCI" or Pagasa ng Masang Pinoy Foundation, Inc. ("PMPMI"); one (1) from North Luzon Division; one (1) from National Capital Region/Central Luzon Division; one (1) from South Luzon Division; one (1) from Visayas Division; one (1) from North Mindanao Division; and one (1) from South Mindanao Division; and two (2) independent trustees, all of whom, shall be elected by the active members with existing loans funded by the PPLCI and PMPMI or staff, employees or otherwise personnel of PPLCI and PMPMI. (As amended by the members and the Board of Trustees on 29 October 2018)

This Endorsement should be submitted to the SEC by the applicant together with the same documents as presented to this Commission.

By Authority of the Insurance Commissioner:


FERDINAND GEORGE A. FLORENDO
Deputy Insurance Commissioner

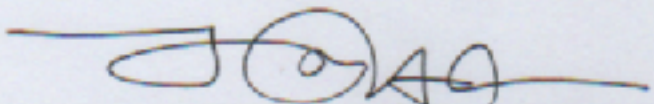
REPUBLIC OF THE PHILIPPINES)
QUEZON CITY) S.S.

SECRETARY 'S CERTIFICATE

I, **Joselito D. Fernandez**, of legal age, Filipino, and with office address at 7th Floor, Jenkinsen Tower, No. 80 Timog Avenue, Brgy. Sacred Heart, Quezon City, being duly sworn, depose and state that:

1. I am the duly elected and incumbent Corporate Secretary of **PAGASA NG PINOY MUTUAL BENEFIT ASSOCIATION, INC.**, a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office at 7th Floor, Jenkinsen Tower, No. 80 Timog Avenue, Brgy. Sacred Heart, Quezon 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 trustee against any other trustee, the Board of Trustees, individual trustees and/or major corporate officers of the Corporation as its duly elected and/or appointed trustees or officers or vice versa.

Quezon City, 4th day of September 2019.


JOSELITO D. FERNANDEZ
Corporate Secretary

SUBSCRIBED AND SWORN to before me this SEP 04 2019 day of SEP 04 2019 at Quezon City, **Joselito D. Fernandez**, personally known to me, affiant exhibited to me his Competent Evidence of Identity consisting of PRC ID (CPA) No. 0070314, issued on December 20, 2016 by the Professional Regulation Commission, valid until November 17, 2019, who is the same person who personally signed before me the foregoing Secretary's Certificate and acknowledged that he executed the same.

NOTARY PUBLIC

Doc. No. 41 ;
Page No. 9 ;
Book No. 664 ;
Series of 2019.

ATTY. JASON DE BELEN
Roll No. 36259
Adm. No. NP-006 Notary Public (2018-2019)
Unit M Panay Commercial Building
No. 7 Panay Ave. cor. Sgt. Borromeo St. Q.C.
IBPAR No. 42250802; QC 12-17-18
PTR No. 7323530; QC 1-3-19
MCLE VI-0022012; 4-14-22