SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)										
Jan 4, 2018										
2. SEC Identification Number										
AS094-006430										
3. BIR Tax Identification No.										
003-942-108										
4. Exact name of issuer as specified in its charter										
EMPIRE EAST LAND HOLDINGS, INC.										
5. Province, country or other jurisdiction of incorporation										
Metro Manila										
6. Industry Classification Code(SEC Use Only)										
7. Address of principal office										
21st Floor The World Centre, 330 Sen. Gil Puyat Avenue, Makati City, Philippines Postal Code 1227										
8. Issuer's telephone number, including area code										
(632) 8678351 to 59										
9. Former name or former address, if changed since last report										
N/A										
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA										
Title of Each Class Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding										
Common 14,676,199,167										

11. Indicate the item numbers reported herein

Item 9 (14)

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.





Empire East Land Holdings, Inc. ELI

PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Amendment to the Third Article of the Articles of Incorporation of Empire East Land Holdings, Inc.

Background/Description of the Disclosure

The Company proposes to amend the third Article of its Articles of Incorporation from "21st Floor, The World Centre, 330 Sen. Gil Puyat Avenue, Makati City, Philippines to "12th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City 1634".

Date of Approval by Board of Directors	Jun 6, 2017
Date of Approval by Stockholders	Jun 13, 2017
Other Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	Dec 27, 2017
Date of Receipt of SEC approval	Jan 4, 2018

Amendment(s)

Article No.	From	То
	That the place where the principal office of the Corporation is to be established or located is at 21st Floor, The World Centre, 330 Sen. Gil Puyat Avenue, Makati City, Philippines.	That the place where the principal office of the Corporation is to be established or located is at 12th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City 1634.

Rationale for the amendment(s)

The amendment is being done to align the Company's articles of incorporation with its new principal office.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the Articles of Incorporation with the SEC	Dec 21, 2017								
Expected date of SEC approval of the Amended Articles of Incorporation	Jan 4, 2018								
Effect(s) of the amendme	ent(s) to the business, operations and/or capital structure of the Issuer, if any								
None									
Other Relevant Informati	ion								
	Further to its earlier disclosures, the Company would like to inform the Exchange that it received today the approval by the Securities and Exchange Commission of its amended Articles of Incorporation indicating its new principal office address.								
This amends the following details: Date of Approval by Securities and Exchange Commission: from "TBA" to " December 27, 2017 Date of Receipt of SEC approval: from "TBA" to January 4, 2018 Expected date of filing the amendments to the Articles of Incorporation with the SEC: from "TBA" to December 21, 2017 Expected date of SEC approval of the Amended Articles of Incorporation: from "TBA" to January 4, 2018									
Attached is a copy of the Amended Articles of Incorporation of the Company.									
Filed on behalf by:									
Name	Evelyn Cacho								
Designation	SVP, Corporate Information Officer and Compliance Officer								



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

COMPANY REG. NO. AS94006430

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

EMPIRE EAST LAND HOLDINGS, INC. (Amending Article III thereof.)

copy annexed, adopted on June 06, 2017 by majority vote of the Board of Directors and on June 13, 2017 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 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980, 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 company and time shares/club shares/membership certificates issuers or selling agents thereof. 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 27 h day of December, Twenty Seventeen.

FERDINAND B. SALES Director **Company Registration and Monitoring Department**

COVER SHEET

1. 8

for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

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Republic of the Philippines))S.S.

OUEZON CITY

CERTIFICATE OF AMENDMENT OF THE3, AMENDED ARTICLES OF INCORPORATION OF

EMPIRE EAST LAND HOLDINGS, INC.

WE, the Chairman of the Board, the Corporate Secretary and at least a majority of the members of the Board of Directors of EMPIRE EAST LAND HOLDINGS, INC. (the "Corporation"), a corporation organized an existing under Philippine laws with principal office at the 21st Floor, The World Centre, 330 Sen. Gil Puyat Avenue, Makati City, do hereby certify that:

1. On 06 June 2017, at least a majority of the members of the Board of Directors of the Corporation approved the amendment of the Third Article of the Corporation's Amended Articles of Incorporation to read as follows:

"THIRD : That the place where the principal office of the Corporation is to be established or located is at the 12th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City, 1634, Metro Manila, Philippines. (Amended as of 15 April 2014 and 13 June 2017)"

On 13 June 2017, during the Annual Meeting of stockholders of the 2 Corporation held in Eastwood City, Bagumbayan, Quezon City, stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation ratified the said amendment to the Third Article of the Corporation's Amended Articles of Incorporation.

The amendment to the Third Article of the Corporation's Amended 3. Articles of Incorporation consisting of the change in the principal office address of the Corporation from "21st Floor, The World Centre, 330 Sen. Gil Puyat Avenue, Makati City, Philippines" to "12th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City, 1634, Metro Manila, Philippines" is embodied in the attached true and correct copy of the Corporation's Amended Articles of Incorporation.

IND WITHESS WHEREOF, we have hereunto affixed our signatures this 2017 at Makati City, Metro Manila, Philippines.

ANDREW L. TAN Chairman of the Board,

CHARLEMAGINE C. YU THONY Director/

Director,

ENRIQUE SANTOS L. SY Director v

GERARDO C. GARCIA Chairman of the Meeting

KEVIN ANDREW L. TAN Director,

roues G. CACHO EVEL Director

DENNIE E. EDANO

Corporate Secretary,

1 1 DEC 2014

Valid ID

at

SUBSCRIBED AND SWORN to before me this

valid identifications, to wit:

Name

Andrew L. Tan

Gerardo C. Garcia

Anthony Charlemagne C. Yu

Kevin Andrew L. Tan

Alejo L. Villanueva, Jr.

Evelyn G. Cacho

Enrique Santos L. Sy

Dennis E. Edaño,

Doc. No. Page No. Book No. Series of 2017.

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UNTIL DECEMBER 31, 2017 PTR. NO. 3896946 - 1/1503017 CAREVON IBP NO. 1028379 - 11/24/2016 CUELON. ROLL NO. 151-3 ADM. MATTER NO. NP-7-4-12-12-42-42 NO.: NO.34 ASSET'S ST. G. TA SEA. . ROLE NO. 11-0020276- CCT. 20.2011

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AMENDED

ARTICLES OF INCORPORATION

OF

Empire East Land Holdings, Inc.

KNOWN ALL MEN BY THESE PRESENTS :

That we, all of whom are Filipinos, of legal age, residents of the Philippines, have this day voluntarily associated together for the purpose of forming a corporation under the laws of the Philippines :

AND WE HEREBY CERTIFY :

FIRST : That the name of said Corporation shall be EMPIRE EAST LAND HOLDINGS, INC. (the "Corporation-")

PRIMARY PURPOSE

SECOND : That the purpose for which said Corporation is formed are :

a) To engage in the business of real estate development, mass community housing townhouses and row houses development, residential subdivision and other massive horizontal land development, alone or in syndicate or joint ventures with others and for this purpose acquire land by purchase, lease, donation or otherwise, and to own, use, improve, subdivide, hold, administer, sell, convey, exchange, lease, mortgage, dispose of, work, improve, develop, subdivide and otherwise deal in real property of any kind and interest or right therein and to construct, improve, manage or otherwise dispose of buildings, condominium, apartments and other structures of whatever kind, together with their appurtenances whether for dwelling, commercial or industrial purposes ;

b) To conduct, maintain, engage in, and carry on the business of acquiring, constructing, developing and operating hotels, lodges, resorts and other tourist-oriented projects, either alone or in conjunction with others; and

c) To perform all and everything necessary and proper for the attainment of the said purposes, or in furtherance of any of the above purposes, either alone or in association with corporations or individuals.

SECONDARY PURPOSES

a) To promote, establish, operate, manage, own or invest in any and all kinds of business enterprises or assist or participate in organization, merger or consolidation thereof, and in connection with such activities, to subscribe to, purchase or otherwise acquire shares of stock or other evidence of equity participation in any business enterprise, or purchase or otherwise acquire all or part of assets, franchise, concession or goodwill of any firm, corporation or establishments as may be allowed by law; b) To borrow money, to make and issue notes and other evidence of indebtedness of all kinds and to secure the same by mortgage, pledge or otherwise, in amounts as the business of the Corporation may require;

c) To deal in engage and transact, directly or indirectly, all forms of business and mercantile acts and transactions concerning all kinds of real or personal property, movables, semi-movables or immovables, goods, wares, chattels, choses in action, tangible and intangible property, technical and industrial equipment and machineries, personal and real things, including future ones, which are not excluded from the commerce of man or which are not contrary to law or good morals;

d) To borrow or raise money or funds for the purpose/s of the Corporation, and in pursuance thereof, to issue any mortgage, hypothecation, deed of trust, debenture, bond, lien or obligation of the Corporation, either at par premium, secured by all or any parts of the undertakings revenues, rights and properties of the Corporation and to exchange or vary from time to time any such securities;

e) To carry on a general mercantile and commercial business, buying or otherwise acquiring, holding, importing and exporting, selling and otherwise disposing, and dealing in goods, wares, merchandise or anything of any nature, natural or artificial, which is or may become an article of commerce;

f) To act as commercial or general agent or factor, to undertake the general management or representation of any person, either within or without the Philippines; in no case, however, shall the Corporation manage the funds, securities and portfolios and similar assets of such managed entities; any transaction or negotiation of any business of shipping, air, water or land passenger and/or freight transportation, maritime, commercial, manufacturing, or other business of any nature whatsoever and while so acting as such agent, factor or manager, to perform such acts, enter into such contracts and obligations and carry on such transactions as shall tend to promote the best interests of the Corporation and those it represents;

g) To do a general business as commission merchant, selling agent and factor, and conduct, manage and operate the general business of importers and exporters, to make such contracts as may from time to time be required to be made; to deal or traffic in, negotiate, acquire, keep and dispose of commercial or other papers;

h) In furtherance of its business, enter into, make, perform and carry out, or cancel and rescind contracts of every kind and for any lawful purpose with any person, firm, association, corporation, syndicate, domestic or foreign or others;

i) To acquire for itself by purchase, and to invest in hold, sell, or otherwise dispose of, stocks, bonds, debentures, certificates or other securities of any corporation, domestic or foreign, or the bonds or other obligations and evidence of indebtedness of any person or persons, in the same manner and extent as juridical persons might, could or would do, and while the owner or holder of such stocks, bonds or other securities, to exercise all the rights, powers and privileges appurtenant thereto without necessarily engaging in stock brokerage herein;

j) To apply for, obtain, register lease, license, purchase or otherwise acquire, and to hold, use, own, operate, sell, assign or otherwise dispose of any trademark, trade name,

trade secret, formula, patent, invention, copyright, improvement or process used in connection with or secured under letter, patent or copyright, domestic or foreign;

k) Directly or indirectly, to by, sell, rent, manufacture, install, use, operate and generally deal in machines, mechanisms, devices, apparatuses, inventions, gadgets and equipment of all kinds and types and technical and industrial improvements known to and within the commerce of man;

I) To make, enter into, execute, ratify, confirm, sign, undertake and perform contracts of any and all kinds of description with any person, firm or corporation, whether governmental public or private, without limit as to amount and conditions, including but not by way of limitations, contracts, creating rights, encumbrances, liens, assessments, servitudes and other privileges respecting any of the property of any kind owned by the Corporation; and,

m) To do all such other things and acts as are necessary or impliedly included, incidental or conducive to the attainment of the above objects or any of them, or which may be conveniently carried on and done in connection therewith, or which may be calculated, directly, to enhance the value of or render profitable any business of the Corporation, always provided that nothing shall be done in connection with any of the above objects which is prohibited by of the laws of the Philippines now or hereafter existing, and provided further that the funds of the Corporation invested for one purpose shall not be diverted for another purpose except in accordance with Section 17 of the Corporation Code, as amended.

THIRD : That the place where the principal office of the Corporation is to be established or located is at the <u>12th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio,</u> Taguig City, 1634, Metro Manila, Philippines. (Amended as of 15 April 2014 and 13 June 2017)

FOURTH : That the term for which said Corporation is to exist is fifty (50) years from and after that date of its incorporation.

FIFTH : That the names, nationalities and addresses of the incorporators of said Corporation are as follows :

ANDREW L. TAN Filipino

KATHERINE L. TAN Filipino

ELIZABETH DE JESUS Filipino

CIRILO L. MANLANGIT Filipino

LOURDES G. CLEMENTE Filipino

SIXTH : That the number of Directors of said Corporation shall be seven (7) and that the names and residences of the Directors of the Corporation who shall initially serve until their

SUCCESSORS are elected and qualified as provided in the By-Laws are as follows, to with : (Amended as of March 26, 1998)

ANDREW L. TANFilipinoKATHERINE L. TANFilipinoELIZABETH DE JESUSFilipinoCIRILO L. MANLANGITFilipinoLOURDES G. CLEMENTEFilipino

SEVENTH: That the amount of capital stock of said Corporation is PESOS: <u>TWENTY-</u> <u>THREE BILLION FOUR HUNDRED NINETY-FIVE MLLION TWO HUNDRED THOUSAND</u> (<u>PhP23,495,200,000.00</u>), Philippine currency, and said capital stock is divided into : (AMENDED AS OF OCTOBER 12, 2007)

a) <u>TWENTY-ONE BILLION FOUR HUNDRED NINETY-FIVE MILLION TWO</u> <u>HUNDRED THOUSAND</u> (21,495,200,000) shares of COMMON STOCK with par value of ONE PESO (PhP1.00) per share, and (AMENDED AS OF OCTOBER 12, 2007);

b); TWO BILLION (2,000,000,000) shares of PREFERRED STOCK with par value of ONE PESO (PhP1.00) per share, and which shall be convertible, non-voting (except in those cases expressly provided by law and the Enabling Resolutions), and have no pre-emptive right to subscribe to or purchase any shares of any class. The Preferred Stock shall be issued subject to the following conditions, rights, preferences, qualifications and limitations and which shall appear and be printed on the Certificates of Preferred Stock.

The Preferred Shares may be issued from time to time in one or more series as the Board of Directors of the Corporation may determine. Provided, that there shall be a series of preferred shares which shall be redeemable. Authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of Preferred Shares, to fix the number of shares to be included in each of such series, and to determine the cash dividend rate or amount, if any, and the price, period and manner of conversion or redemption of shares for each of such series. The specific terms and restrictions of each series of Preferred Shares shall be specified in such resolutions(s) as may be adcpted by the Board of Directors prior to the issue of each of such series (the "Enabling Resolutions"), which resolutions shall be filed with the Securities and Exchange Commission and thereupon be deemed a part of these Articles of Incorporation. Provided, however, that all Preferred Shares surrendered either upon conversion or redemption may again be issued or disposed of by the Corporation. (Amended as of March 26, 1998)

EIGHTH : That the amount of capital stock which has been actually subscribed is ONE HUNDRED TWENTY-FIVE MILLION PESOS (PhP125,000,000.00), Philippine currency, and that the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names :

Name	<u>Residence</u>	<u>Number of Shares</u> <u>Sybscribed</u>	Amount of Capital Stock
MEGAWORLD PROPERTIES & HOLDINGS, INC.	87	124,999,995	PhP124,999,995.00
ANDREW L. TAN		< 1	1.00
KATHERINE L. TAN		<u></u> 1	1.00
ELIZABETH DE JESUS		1	1.00
CIRILO L. MANLANGIT		1	1.00
Mean			
LOURDES G. CLEMENTE		· . 1	1.00
		125,000,000	PhP125,000,000.00

NINTH : That the following persons have paid on the shares of capital stock for which they have subscribed, the amounts set out after their respective names :

- -

MEGAWORLD PROPIERTIES & HOLDINGS, INC.	PhP31,249,999.00.00
ANDREW L. TAN	1.00
KATHERINE L. TAN	1.00
ELIZABETH DE JESUS	1.00
CIRILO L. MANLANGIT	1.00
LOURDES G. CLEMENTE	1.00
	Total - PhP1,250,004.00

TENTH: That ANDREW L. TAN has been elected Treasurer of the 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 receive in its name for all the subscriptions paid by the said subscribers.

ELEVENTH : Directors and all other officers of said Corporation shall receive such compensation as the stockholders and the Board of Directors may provide, respectively.

TWELFTH : That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock shall be allowed to be recorded in the in the proper books of the Corporation and that this restriction shall be indicated in all the stock certificates issued by the Corporation. Furthermore, all stockholders shall not enjoy any pre-emptive right to subscribe to any issue or disposition of shares of any class of the *Corporation. (Amended as of April 3, 1995)*

IN WITNESS WHEREOF, we have hereunto set our hands this 15th day of June 1994 at Makati, Metro Manila, Philippines.

(Sgd.) ANDREW L. TAN

- spouses -

(Sgd.) KATHERINE L. TAN

(Sgd.) ELIZABETH DE JESUS

(Sgd.) CIRILO L. MANLANGIT

(Sgd.) LOURDES G. CLEMENTE

Signed in the presence of :

(Sgd.) R. D. Siatela

(Sgd.) J. G. Dinglasan

ACKNOWLEDGEMENT

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

On this 11th day of July, before me, a Notary Public for and in Kalookan City, personally appeared :

ANDREW L. TAN

KATHERINE L. TAN

ELIZABETH DE JESUS -

CIRILO L. MANLANGIT -

LOURDES G. CLEMENTE - 1

known to me and to me known to be the same persons whose names are subscribed and who executed the foregoing Articles of Incorporation and each of them acknowledged that he/she voluntarily execute the same.

WITNESS MY HAND AND SEAL.

(Sgd.) NIMFA E. SILVESTRE E. PINEDA Notary Public Until December 31, 1994 PTR. No. 0369133; 2-1-93 Kalookan City

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Doc. No. 432; Page No. 87; Book No. II; Series of 1994 Republic of the Philippines))S.S.

QUEZON CITY

SECRETARY'S CERTIFICATE

I, DENNIS E. EDAÑO, of legal age, Filipino, married and with residence address at

being duly sworn hereby deposes and states that:

1. I am the Corporate Secretary of EMPIRE EAST LAND HOLDINGS, INC. (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office at the 21st Floor, The World Centre, 330 Sen. Gil Puyat Avenue, Makati City, Philippines.

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 any claim by any person or group against the Board of Directors, individual directors or major corporate officers of the Corporation in their capacity as directors or officers or vice-versa.

IN WITNESS WHEREOF, I have hereunto affixed my signature this 2017 at Makati City, Metro Manila, Philippines.

DENNIS E. EDAÑO

Corporate Secretary

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