



REPUBLIC OF THE PHILIPPINES  
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. CS201509536

PHILIPPINES

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

**ASIAN MERGERS AND ACQUISITION LINKS INC.**  
(Amending Article III thereof)

copy annexed, adopted on April 20, 2018 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 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.

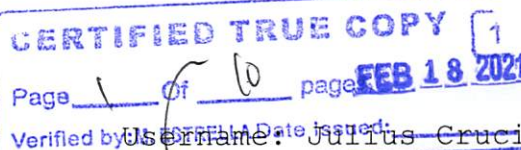
IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 25<sup>th</sup> day of June, Twenty Eighteen.

  
FERDINAND B. SALES

Director

Company Registration and Monitoring Department

GH/mii



te: 2021-02-17 Time: 09:25:07 AM




No. 06212018-371277

20180622-35




ONCOLL PAYMENT SLIP

This is your receipt when machine validated

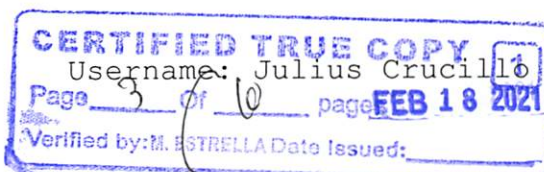
 <b>LAND BANK OF THE PHILIPPINES</b> <b>ONCOLL PAYMENT SLIP</b>		Date 06/21/18	
Please check the appropriate mode of payment. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Check <input type="checkbox"/> Debit from Account			
MERCHANT/AGENCY DEPOSIT ACCOUNT NUMBER 3402231920		MERCHANT/AGENCY NAME SEC	
Reference Number 1 Asian Mergers and Acquisition Links Inc.		Printed Name and Signature of Payor/Depositor/Representative Norman Valera	
Reference Number 2 06212018-371277		Teller's Validation LBP YMCA 06-21-2018 14:55 Trxn. Seq. #: 77000 SEC CASH Payment 3402-2319-20 Ctrng. Acct. No. ASIAN MERGERS AND SEC-RRN/CO. NAM A0232 AGENCY CODE 606 SEC CODE Amount 1,000.00	
Reference Number 3 (Numeric) Amount 1,000.00			

ONCOLL PAYMENT SLIP

This is your receipt when machine validated

 <b>LAND BANK OF THE PHILIPPINES</b> <b>ONCOLL PAYMENT SLIP</b>		Date 06/21/18	
Please check the appropriate mode of payment. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Check <input type="checkbox"/> Debit from Account			
MERCHANT/AGENCY DEPOSIT ACCOUNT NUMBER 3402231920		MERCHANT/AGENCY NAME SEC	
Reference Number 1 Asian Mergers and Acquisition Links Inc.		Printed Name and Signature of Payor/Depositor/Representative Norman Valera	
Reference Number 2 06212018-371277		Teller's Validation LBP YMCA 06-21-2018 14:54 Trxn. Seq. #: 75600 SEC CASH Payment 3402-2319-20 Ctrng. Acct. No. ASIAN MERGERS AND SEC-RRN/CO. NAM A0232 AGENCY CODE 131 SEC CODE Amount 10.00	
Reference Number 3 (Numeric) Amount 10.00			

Date: 2021-02-17 Time: 09:25:07 AM



# COVER SHEET

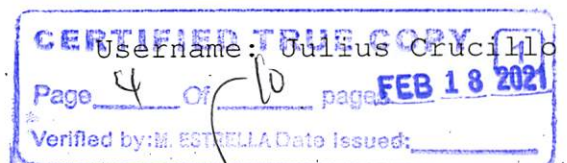
for Applications at  
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application															SEC Registration Number									
AMENDMENT															C S 2 0 1 5 0 9 5 3 6									
Company Name																								
A S I A N M E R G E R S A N D A C Q U I S I T I O N																								
L I N K S I N C .																								
Principal Office (No./Street/Barangay/City/Town)Province																								
U N I T 2 5 - D F O R T P A L M S P R I N G S																								
B L D G . 3 0 T H S T . C O R . 1 S T A V E . F O R T																								
B O N I F A C I O G L O B A L C I T Y , T A G U I G																								
Company's Email Address										Company's Telephone Number/s										Company's Facsimile Numbers				
dinah.ilagan@asian-ma.com																				n/a				
Name of Contact Person										Contact Person Information					Telephone Number/s					Facsimile Number/s				
DINAH B. ILAGAN										Email Address					541-6562					n/a				
										dinah.ilagan@asian-ma.com														
Contact Person's Address																								
25-D, Fort Palm Springs Building, 30th Street corner 1st Avenue, Fort Bonifacio Global City, Taguig																								

## To be accomplished by CRMD Personnel

Assigned Processor:	 <b>PRESENTED ON:</b> _____ <b>COUNTER OFFICER:</b> _____ <b>PROCESSOR:</b> _____	Date 5/14/18	Signature _____ _____ _____
Document I.D.			
Received by Corporate Filing and Records Division (CFRD)			
Forwarded to:			
<input type="checkbox"/>	Corporate and Partnership Registration Division		
<input type="checkbox"/>	Green Lane Unit		
<input type="checkbox"/>	Financial Analysis and Audit Division		
<input type="checkbox"/>	Licensing Unit		
<input type="checkbox"/>	Compliance Monitoring Division		

Date: 2021-02-17 Time: 09:25:07 AM





AMENDED  
ARTICLES OF INCORPORATION  
OF  
**ASIAN MERGERS AND ACQUISITION LINKS INC.**

Securities and  
Exchange  
Commission  
PHILIPPINES

**KNOW ALL MEN BY THESE PRESENTS:**

That we, all of legal age, citizens and residents of the Republic of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

**AND WE HEREBY CERTIFY:**

**FIRST:** That the name of the said corporation shall be:

**ASIAN MERGERS AND ACQUISITION LINKS INC.**

**SECOND:** That the purposes for which said corporation is formed are:

a. To engage in and provide business consultancy services to the general public in connection with the establishment, merger, consolidation and acquisition of corporations, companies, enterprises or entities, engaged in any legitimate business in the Philippines; provided, that the corporation shall not act as an investment company or securities broker or dealer, shall not exercise the functions of a trust company, and shall not engage in the management of funds, portfolios, securities and other similar assets of the managed entities.

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

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

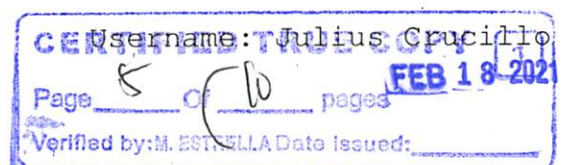
**Unit 8, 3<sup>rd</sup> Floor Bonifacio Technology Center**  
**31<sup>st</sup> Street corner 2<sup>nd</sup> Avenue, Crescent Park West,**  
**Bonifacio Global City, Brgy. Fort Bonifacio,**  
**Taguig City, 1634.**

(As amended on 20 April 2018)

**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.

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

Date: 2021-02-17 Time: 09:25:07 AM



Name	Nationality	Address
Hideki Tanifuji	Japanese	Unit Number 6206, Century City Kalayaan Avenue corner Salamander Street Poblacion, Makati City Philippines
Hideki Takahashi	Japanese	Unit 205 Liberty Plaza Building, 102 H. V. Dela Costa Street, Salcedo Village, Bel-Air, City of Makati
Leo J. Velasco	Filipino	2-E 1st Street, Maestran Penang Street, Ligid Tipas, Taguig City
Neil Ray J. Ramos	Filipino	No. 456 Herbosa Street, Tondo, Manila
Christina R. Anciano	Filipino	33 Genesis Street, Camella Classic Pillar Village, Las Pinas City

**SIXTH:** That the number of directors of the corporation is five (5) who are also the incorporators.

**SEVENTH:** That the authorized capital stock of the corporation is Ten Million Pesos (PhP 10,000,000.00), in lawful money of the Philippines, divided into One Hundred Thousand (100,000) shares with a par value of One Hundred Pesos (PhP 100.00) per share.

**EIGHT:** That the subscribers to the capital stock and the amount paid-in to their subscription are as follows:

Name	Nationality	No. of Shares Subscribed	Amount Subscribed	Amount Paid
Hideki Tanifuji	Japanese	20,000	PhP 2,000,000.00	PhP 2,000,000.00
Hideki Takahashi	Japanese	20,000	PhP 2,000,000.00	PhP 2,000,000.00
Leo J. Velasco	Filipino	20,000	PhP 2,000,000.00	PhP 2,000,000.00
Neil Ray J. Ramos	Filipino	20,000	PhP 2,000,000.00	PhP 2,000,000.00
Christina R. Anciano	Filipino	20,000	PhP 2,000,000.00	PhP 2,000,000.00
<b>Total</b>		<b>100,000</b>	<b>PhP 10,000,000.00</b>	<b>PhP 10,000,000.00</b>

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

**TENTH:** All stockholders of the corporation shall enjoy pre-emptive right to subscribe to all issues or disposition of shares of any class in proportion to their respective shareholdings. Provided, that such pre-emptive right shall not extend to shares to be issued in good faith with the approval of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock, in exchange for property needed for corporate purposes or in payment of a previously contracted debt.



**ELEVENTH:** Any stockholder desiring to sell or dispose of his shares in the corporation shall first offer such shares, in writing, to the corporation and to the existing stockholders thirty (30) days prior to the proposed sale. If the corporation or any stockholder fails to purchase the said shares within the period stipulated, the stockholder may dispose of his shares to third parties on the same terms and conditions as those which he offered such shares to the corporation and/or the existing stockholders. Any transfer of shares in violation of these conditions shall be null and void and shall not be recorded in the books of the corporation.

**TWELFTH:** That Leo J. Velasco has been elected by the subscribers as 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 and in the name and for the benefit of the corporation, all subscriptions paid in by the subscribers.

**THIRTEENTH:** That the incorporators undertake to change the name of the corporation as herein provided or as amended thereafter, immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use of that name or that the name has been declared misleading, deceptive, confusingly similar to a registered name, or contrary to public morals, good customs or public policy.

**IN WITNESS WHEREOF**, we have set our hands this 13<sup>th</sup> day of May 2015 in Makati City.

  
**HIDEKI TANIFUJI**  
TIN 465-426-905

  
**HIDEKI TAKAHASHI**  
TIN 450-312-184

  
**NEIL RAY J. RAMOS**  
TIN 188-667-068

  
**CHRISTINA R. ANCIANO**  
TIN 942-993-959

  
**LEO VELASCO**  
TIN 137-958-864

Witnesses:

#### ACKNOWLEDGEMENT

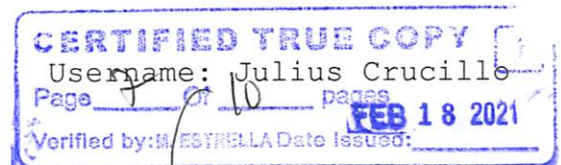
Republic of the Philippines )  
\_\_\_\_\_  
**QUEZON CITY** ) S.S.

**QUEZON CITY**

**MAY 14 2015**

**BEFORE ME**, a notary public for and in \_\_\_\_\_ City this \_\_\_\_ day of May 2015, personally appeared:

Date: 2021-02-17 Time: 09:25:07 AM



Name	Identification
Hideki Tanifuji	TIN 465-426-905
Hideki Takahashi	TIN 450-312-184
Leo J. Velasco	TIN 137-958-864
Neil Ray J. Ramos	TIN 188-667-068
Christina R. Anciano	TIN 942-993-959

known to me to be the same persons who executed the foregoing Articles of Incorporation consisting of four (4) pages, including this page on which this Acknowledgment is written, duly signed by the parties and their instrumental witnesses, and they acknowledged to me that the same is their free and voluntary act and deed, as well as that of the Corporations and persons they represent herein

MAY 14 2015

IN WITNESS WHEREOF, I have hereunto set my hand and seal this \_\_\_\_ day of May 2015 in

QUEZON CITY

Doc. No.: 324  
Page No.: 16  
Book No.: JMA  
Series of 2015.

*[Signature]*  
ATTY. BENJAMIN ALFONSO  
NOTARY PUBLIC  
UNTIL December 31, 2016  
PTR NO. 0682987-C-1-2015-QUEZON CITY  
IBP NO. 973600 12-11-2011-QUEZON CITY  
ROLL NO. 13296  
ADM. MATTER NO. NP-144 (2015-2016)  
TIN NO. 177967619  
MCLR EXEMPTED



**JOINT DIRECTORS' and SECRETARY'S**

**CERTIFICATE**

On the Amendment of the  
Articles of Incorporation of

**ASIAN MERGERS AND ACQUISITION LINKS INC.**



We, the undersigned Directors and other officers of **ASIAN MERGERS AND ACQUISITION LINKS INC.**, do hereby certify that:

1. We are the duly elected and qualified Directors of **ASIAN MERGERS AND ACQUISITION LINKS INC.** (the "**Corporation**"), a corporation duly organized and existing under and by virtue of Philippine laws, with principal office at Unit 25-D, Fort Palm Springs Building, 30<sup>th</sup> Street corner 1<sup>st</sup> Avenue, Fort Bonifacio Global City, Taguig City;

2. At the Joint Directors' and Stockholders' Meeting held on 20 April 2018, after due notice to all directors and stockholders of the Corporation, at the principal office located at Unit 25-D, Fort Palm Springs Building, 30<sup>th</sup> Street corner 1<sup>st</sup> Avenue, Fort Bonifacio Global City, Taguig City, where a quorum was present all throughout, the stockholders owning or representing at least two thirds (2/3) of the outstanding capital stock of the Corporation and all of its Directors unanimously passed and approved the following Resolutions, to wit:

**"RESOLVED**, That the Articles of Incorporation of the Corporation be amended so as to change its principal place of business;

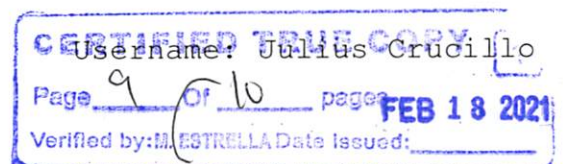
**RESOLVED FINALLY**, That the Third Paragraph of the Articles of Incorporation be amended so as to read, "That the place where the principal office of the corporation is to be established is at: Unit 8, 3<sup>rd</sup> Floor Bonifacio Technology Center, 31<sup>st</sup> Street corner 2<sup>nd</sup> Avenue, Crescent Park West, Bonifacio Global City, Brgy. Fort Bonifacio, Taguig City, 1634."

3. To the best of our knowledge, no action or proceeding has been filed or is pending before any Court or tribunal 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.

4. The attached document is the true and correct copies of the Articles of Incorporation of the Corporation, as amended.

**IN WITNESS WHEREOF**, we have hereunto set our signatures this \_\_\_\_\_ day of April 2018 in City of Makati.

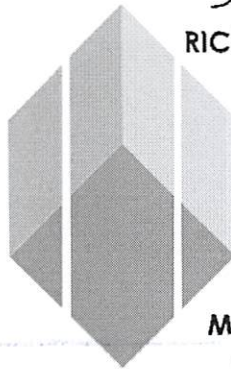
MAY 11 2018




  
**HIDEKI TANIFUJI**  
President/Director

  
**DINAH B. ILAGAN**  
Director

  
**SHAELA MAE M. CLAVERIA**  
Treasurer/Director



  
**RICHARD PAUL A. SAN JUAN**  
Director

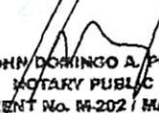
  
**RYAN G. RAYOS**  
Director

  
**MARY ANN J. TATEYAMA**  
Corporate Secretary

**SUBSCRIBED AND SWORN TO BEFORE ME** this MAY 11 2018 day of April 2018 in City of Makati, Affiants exhibiting to me their respective Identification Cards, to wit:

Name	Competent Proof of Identity
Hideki Tanifuji	TIN 465-426-905
Dinah B. Ilagan	TIN 204-352-546
Shaela Mae M. Claveria	TIN 313-203-195
Richard Paul A. San Juan	TIN 442-578-208
Ryan G. Rayos	TIN 248-431-101
Mary Ann J. Tateyama	TIN 328-014-394

Doc. No. 370  
Page No. 75  
Book No. 100  
Series of 2018.

  
**ATTY. JOHN DOMINGO A. PONCE JR.**  
NOTARY PUBLIC  
APPOINTMENT No. M-202 / MAKATI CITY  
UNTIL DECEMBER 31, 2018  
PTR No. 6607675 / 01-3-2018 / MAKATI CITY  
IBF No. 018342 / 12-18-2017 / RIZAL  
MCLE COMPLIANCE No. V-0023350 / 08-03-2018  
ROLL No. 33452 / TIN No. 108-099-102-000  
Unit G-14 Makati Executive Tower 3  
Sen. Gil Puyat Avenue, Pio del Pilar,  
Makati City, Metro Manila



Republic of the Philippines  
SECURITIES and EXCHANGE COMMISSION

1

I hereby certify that [a] this is a true copy of the document stored in the SEC e-view facility to which proper security measures were adopted to ensure data integrity, consisting of two page(s), and [b] at all material times, the SEC e-view facility was operating in a manner that did not affect the integrity of the electronic document.

ASIAN MENHARD AND KAMIKATON UNITS

Inc. me  
Verified by: MARLON ESTRELLA Fees Php 200 paid under  
O.R.No.: 1967086 Dated FEB 18 2021



Documentary  
Stamp Tax  
PAID

**BASIS. ELECTRONIC RECORDS FROM CD**

**ROMEO B. CAMANO**

SEC Administrative Officer IV

Electronic Records Management Division  
Information and Communication Technology Department