



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**

The SEC Headquarters  
7907 Makati Avenue, Salcedo Village,  
Barangay Bel-Air, Makati City, 1209, Metro Manila

COMPANY REG. NO. PW00000216

**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

**MABUHAY VINYL CORPORATION**  
(Amending Article II Secondary Purpose thereof)

copy annexed, adopted on January 26, 2023 by majority vote of the Board of Directors and on April 27, 2023 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 The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 4th day of August, Twenty Twenty Three.

  
DANIEL P. GABUYO

Assistant Director

SO Order 1188 Series of 2018

# ONCOLL PAYMENT SLIP



ONCOLL PAYMENT SLIP

This is your receipt when machine validated.

Please check the appropriate mode of payment.

CASH     CHECK     DEBIT FROM ACCOUNT

DATE: 08-02-23

MERCHANT / AGENCY NAME: SEC

Printed Name and Signature of Payor / Depositor / Representative: MARK KUBIN BARNES

Validation: ROB GALLERIA T3 (CARLA NICOLE)  
08-02-2023 15:15 Trxn. Seq. #: 6750  
SEC BIR CASH Payment  
Clng. Acct. No. 3752-2220-60  
PYMT ASSHT FOR 202308020208312  
NAME OF PAYOR MABUHAY VILLY  
Amount 30.00

Amount: 30

ONCOLL PAYMENT SLIP

This is your receipt when machine validated.

Please check the appropriate mode of payment.

CASH     CHECK     DEBIT FROM ACCOUNT

DATE: 08-02

MERCHANT / AGENCY NAME: SEC

Printed Name and Signature of Payor / Depositor / Representative: MARK KUBIN BARNES

Validation: ROB GALLERIA T3 (CARLA NICOLE)  
08-02-2023 15:16 Trxn. Seq. #: 2400  
SEC RCC CASH Payment  
Clng. Acct. No. 3752-2220-60  
payment number 202308020208312  
name of payor MABUHAY VILLY  
Amount 1000.00

Reference Number 3 (Numeric):

Amount: 1000

0730 MCI 1201 CS-SVC ONCOLL 13 ZCRU 02A062023 15:16:59

ONCOLL PAYMENT SLIP

This is your receipt when machine validated.

CASH     CHECK     DEBIT FROM ACCOUNT

MERCHANT / AGENCY DEPOSIT ACCOUNT NUMBER: 5402 231110

MERCHANT / AGENCY NAME: SEC

Reference Number 1: 1074000 215202

Reference Number 2: MABUHAY VILLY

Reference Number 3 (Numeric):

Amount: 10

SECURITIES AND EXCHANGE COMMISSION

# COVER SHEET

## for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT OF AOI

SEC Registration Number

P W 0 0 0 0 0 2 1 6

Former Company Name

M A B U H A Y V I N Y L C O R P O R A T I O N

AMENDED TO:  
New Company Name

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

2 2 F T H E S A L C E D O T O W E R S 1 6 9 H . V  
D E L A C O S T A S T . S A L C E D O V I L L A G E  
M A K A T I C I T Y 1 2 2 7

COMPANY INFORMATION

Company Email Address

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

MA. MELVA E. VALDEZ

mevaldez@jglawph.com

(632)8815-9071

0917-857-0633

Contact Person's Address

To be accomplished by CRMD Personnel

Assigned Processor

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Date

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Signature

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

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

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**AMENDED  
ARTICLES OF INCORPORATION**

of

**MABUHAY VINYL CORPORATION  
(Formerly Mabuhay Rubber Corporation)**

KNOW ALL MEN BY THESE PRESENTS:

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

AND WE HEREBY CERTIFY THAT:

*First.* That the name of the said corporation shall be MABUHAY VINYL CORPORATION.

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

#### PRIMARY PURPOSE

To engage in the manufacture, buying, selling or otherwise dealing in electrochemical products, particularly calcium carbide, caustic soda, hydrochloric acid, liquid chlorine, chlorinated organic and inorganic chemicals, hydrogen peroxide, and vinyl resins and specialties and other products derived from chemicals and PVC resins and compounds herein enumerated.

#### SECONDARY PURPOSE

(a) To lease land, mineral deposits, wharves, buildings or stores, factories, machinery, equipment and other things that may be necessary for the successful pursuit of the business of the corporation, and from time to time, to lease, mortgage or otherwise dispose of the same;

(b) To engage in the manufacture, trading, import and export of fertilizers and related products: (As amended on 18 March 2016 and 28 April 2016, by the Board of Directors and stockholders, respectively)

(c) To engage in the operation, maintenance and leasing of storage tanks and other logistics facilities. (As amended on 18 March 2016 and 28 April 2016, by the Board of Directors and stockholders, respectively)

(d) To engage and deal in environmental protection products and services including but not limited to the treatment and disposal of spent chlor-alkali chemicals. (As amended on 18 March 2016 and 28 April 2016, by the Board of Directors and stockholders, respectively)

(e) To invest and deal with the money of the corporation not immediately required in such manner as from time to time as may be determined by the Board of Directors;

(f) To acquire stock of other companies engaged in similar or allied business and to dispose of the same under terms and conditions that will redound to the best interests of the Corporation;

(g) To promote any company or companies for the purpose of acquiring all or any of the properties or liabilities of this corporation, or both, or for any other purpose which may directly or indirectly redound to the benefit of the Corporation; and

(h) To borrow or secure funds which may be needed for the business of the Corporation, for any purpose that the Corporation may see fit and to issue bonds and debentures for money borrowed or for any other use directly or indirectly connected to the business or purposes of the

Corporation. (As amended on 19 March 2009 and 30 April 2009 by the Board of Directors and Stockholders, respectively.), and

(i) To engage in the business operations (manufacture, importation, sale, offer for sale, distribution, transfer and promotion) involving household/urban hazardous substances (HUHS). (As amended on 26 January 2023 and 27 April 2023 by the Board of Directors and Stockholders, respectively)

*Third.* That the place where the principal office of the corporation is to be established or located is at 22F The Salcedo Towers, 169, H.V. Dela Costa Street, Salcedo Village, Barangay Bel-Air, Makati City 1227, (as amended by a majority of the Board of Directors and at least 2/3 of the outstanding capital stock on 14 July 2021 and 28 April 2022, respectively)

*Fourth.* That the term for which said corporation is to exist is Fifty Years from and after date of incorporation provided that the term of existence of the corporation shall be extended for another fifty (50) years from expiry date of July 20, 1984;

*Fifth.* That the names nationalities and residences of the incorporators of said Corporation are as follows:

<u>NAME</u>	<u>RESIDENCE</u>
Guillermo Guevara	Pasay, Rizal, P.I.
Mrs. Asuncion Palma de Guevara	Pasay, Rizal, P.I.
Sulpicio Guevara	Manila, P.I.
Mrs. Maria Clemente Guevara	San Juan Del Monte, Rizal
Segundina Chua Jacinto	Manila, P.I.
Augusto Palma	Manila, P.I.
M. Yamauchi	Pasay, Rizal
N. Nakamoto	Pasay, Rizal
Y. Iwatani	Pasay, Rizal

*Sixth.* That the number of directors of said corporation shall be seven and that the names and residences of the Directors of the Corporation who are to serve as such until their successors are elected and qualified as provided by the By-Laws are as follows: *(As amended on 18 March 2016 and 18 April 2016)*

<u>NAME</u>	<u>RESIDENCE</u>
Guillermo Guevara	Pasay, Rizal, P.I.
Mrs. Asuncion Palma de Guevara	Pasay, Rizal, P.I.
Sulpicio Guevara	Manila, P.I.
Augusto Palma	Manila, P.I.
Segundina Chua Jacinto	Manila, P.I.

*Seventh.* That the capital stock of the Corporation shall be One Billion Seventy Two Million Nine Hundred Forty Two Thousand Five Hundred Thirty Two Pesos (P1,072,942,532.00), Philippine Currency, divided into One Billion Seventy Two Million Nine Hundred Forty Two Thousand Five Hundred Thirty Two



(1,072,942,532) common shares of the par value of One Peso (P1.00) each. (As amended on 19 November 2010 and 28 April 2011 by the Board of Directors and stockholders, respectively.)

There shall be no pre-emptive rights with respect to shares of stock to be issued or sold by the Corporation for its initial public offering of shares of stock. (As amended on 04 June 1996.)

*Eighth.* That the number of shares which has been actually subscribed is Twenty Thousand (20,000) shares without par value, and the following persons have subscribed for the number of shares of the capital stock set out after their respective names.

<u>NAMES</u>	<u>NATIONALITY</u>	<u>NO. OF SHARES</u> <u>SUBSCRIBED</u>	<u>AMOUNT</u> <u>SUBSCRIBED</u>
Guillermo B. Guevara	Filipino	9,250	92,500.00
Asuncion P. Guevara	Filipino	5,130	51,300.00
Angela M. Butte	American	1,372	13,720.00
Florentino Cruz	Filipino	1,028	10,280.00
Sulpicio Guevara	Filipino	162	1,620.00
Jose P. Marcelo	Filipino	379	3,790.00
Tobias P. Marcelo	Filipino	81	810.00
Santiago Guevara	Filipino	81	810.00
Alberto Reyes	Filipino	50	500.00
Paz Villareal	Filipino	69	690.00
Cristeta Revilla	Filipino	32	320.00
Araceli P. Jacinto	Filipino	23	230.00
Avelina Lorenzana	Filipino	827	8,270.00
Maria C. Guevara	Filipino	325	3,250.00

Camilo Osias	Filipino	328	3,280.00
Paz Fastino	Filipino	745	7,450.00
Juan C. Bagasan	Filipino	44	440.00
Esmeralda Relis	Filipino	74	740.00
TOTAL NUMBER OF SHARES		=	
		20,000	200,000.00

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

<u>NAMES</u>	<u>NATIONALITY</u>	<u>AMOUNT PAID</u>
Guillermo B. Guevara	Filipino	61,984.00
Asuncion P. Guevara	Filipino	34,410.00
Agela M. Butte	American	9,204.00
Florentino Cruz	Filipino	6,900.00
Sulpicio Guevara	Filipino	1,092.00
Jose P. Marcelo	Filipino	2,546.00
Tobias P. Marcelo	Filipino	546.00
Santiago Guevara	Filipino	546.00
Alberto Reyes	Filipino	338.00
Paz Villareal	Filipino	468.00
Cristeta Revilla	Filipino	221.00
Araceli P. Jacinto	Filipino	156.00
Avelina Lorenzana	Filipino	5,550.00
Maria C. Guevara	Filipino	2,184.00
Camilo Osias	Filipino	2,200.00
Paz Faustino	Filipino	5,000.00
Juan C. Bagasan	Filipino	300.00
Esmeralda Relis	Filipino	500.00
Total Amount Paid	=	<u>134,145.00</u>

Tenth. That Mrs. Asuncion Palma de Guevara has been elected by the subscribers as Treasurer of the corporation to act as such until her successor is duly elected and qualified in accordance with the by-laws; and that, as such Treasurer, she has been authorized to receive for the Corporation and to receive in its name for all subscriptions paid in by the said subscribers

IN WITNESS THEREOF, we have hereunto set our hands this 20<sup>th</sup> day of July 1934.

(SGD.) GUILLERMO B. GUEVARA (SGD.) ASUNCION PALMA DE GUEVARA

(SGD.) SULPICIO GUEVARA (SGD.) MARIA CLEMENTE GUEVARA

(SGD.) AUGUSTO PALMA (SGD.) SEGUNDA CHUA

(SGD.) M. YAMAUCHI (SGD.) N. NAKAMOTO

SIGNED IN THE PRESENCE OF:

(SGD) ILLEGIBLE

(SGD) LEOPOLDO FRANCISCO

ACKNOWLEDGMENT

UNITED STATES OF AMERICA)  
PHILIPPINE ISLANDS )S.S.  
CITY OF MANILA )

Before us, the undersigned Notary Public for and in the City of Manila, P.I. came and appeared before me the following: Guillermo B. Guevara, with cedula certificate No. A-76578; issued on February 8, 1934, in Manila; Sulpicio Guevara, with cedula certificate No. B-239 issued on January 17, 1934, in Manila; Augusto Palma, with cedula certificate No. 1968046, issued on March 1, 1934, in Bocaue, Bulacan; M. Yamauchi, with cedula certificate No. A-60508, issued on April 30, 1934, in Manila, P.I.; N. Nakamoto with cedula certificate No. F-60510, issued on April 30, 1934, in Manila, P.I.; Y. Iwatani with cedula certificate No. G-4882362, issued on July 1934 in Manila, P.I. Mrs. Guillermo B. Guevara, Maria Clemente Guevara and Sugunda Chua did not exhibit any cedula on account of their sex who are personally known to me be the same persons who executed the foregoing instruments and they acknowledged to me that they have executed the same as their free and voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal this \_\_\_ day of \_\_\_\_\_.

(SGD.) ARTEMIO DE LEON  
Notary Public  
My Commission expires  
On December 31, 1934

Doc. No. 333, Page No. 27, Book No. I, Series of 1934

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

### SECRETARY'S CERTIFICATE

I, MA. MELVA E. VALDEZ, being the duly elected Corporate Secretary of Mabuhay Vinyl Corporation ("MVC"), with office address at 6<sup>th</sup> Floor, 112 Amorsolo St., Legaspi Village, Makati City, hereby certify that no action or proceeding has been filed or is pending before any Court or tribunal involving an intra-corporate dispute or claim by any person or group against the directors, officers or stockholders of MVC.

This is issued in support of MVC's application for amendment of its articles of incorporation with the Securities and Exchange Commission.

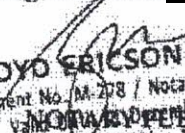
JUL 26 2016

July 2016, Makati City, Philippines.

  
MA. MELVA E. VALDEZ  
Corporate Secretary

SUBSCRIBED AND SWORN TO before me a notary public, for and in the City of Makati, Philippines, affiant exhibited to me her Social Security ID bearing SSS ID No. [REDACTED]

JUL 26 2016

  
FLOYD ERICSON M. REY  
Appointment No. M-278 / Notary Public / Makati  
Valid until November 2017  
Notary Public  
112 Amorsolo St., 6<sup>th</sup> Floor, SOL Bldg., Legaspi Village, Makati City  
PTR No. 5329670 / 08 January 2016 / Makati City  
IBP No. 1019908 / 08 January 2016 / Makati City  
Roll No. 64961

Doc. No. 304  
Page No. 75  
Book No. I  
Series of 2016.

**CERTIFICATE OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF  
MABUHAY VINYL CORPORATION**

SEC Registration No. 216

RECEIVED BY: \_\_\_\_\_

We, the undersigned, consisting of at least a majority of the members of the Board of Directors of Mabuhay Vinyl Corporation ("the Corporation"), with the President and the Assistant Corporate Secretary of the stockholders' meeting countersigning, do hereby certify that:

1. A meeting of the members of the Board of Directors was held at the MVC Board Room, 3<sup>rd</sup> Flr., Philamlife Bldg., 126 L.P. Leviste Street, Salcedo Village, Makati City on 18 March 2016, for the purpose of considering, among other things, an amendment of Article Second of the Corporation's Articles of Incorporation, to include additional business activities under the Secondary Purpose and Article Sixth to reduce the number of directors from eleven (11) to seven (7).

2. On 28 April 2016, the Annual General Meeting of the stockholders was held at the Makati Sports Club, 126 L.P. Leviste Street, Salcedo Village, Makati City, to ratify/approve, among other things, the resolution of the Board of Directors to amend Article Second and Article Sixth of the Corporation's Articles of Incorporation.

3. Written notices of the time, place, and agenda of said meetings were made upon each director and stockholder, respectively, at his/her place of residence as shown in the books of the Corporation.

4. Pursuant to said notices, a majority of the members of the Board of Directors appeared in person and the stockholders representing at least two thirds (2/3) of the outstanding capital stock were present either in person or by proxy at said meetings.

5. At such meetings, upon motion duly made and seconded, the following resolutions were adopted by the affirmative vote of at least a majority of the members of the Board of Directors and the stockholders representing at least two thirds (2/3) of the outstanding capital stock:

**RESOLVED**, That the Corporation is hereby authorized to amend Article Second and Sixth of the Corporation's Articles of Incorporation the amended provisions to read as follows:

'Second.

xxx.

**SECONDARY PURPOSE**

(a) To lease land, mineral deposits, wharves, buildings or stores, factories, machinery, equipment and other things that may be necessary for the successful pursuit of the business of the corporation, and from time to time, to lease, mortgage or otherwise dispose of the same;

(b) To engage in the manufacture, trading, import and export of fertilizers and related products; (As amended on 18 March 2016 and 28 April 2016, by the Board of Directors and stockholders, respectively)

(c) To engage in the operation, maintenance and leasing of storage tanks and other logistics facilities. (As amended on 18 March 2016 and 28 April 2016, by the Board of Directors and stockholders, respectively)

(d) To engage and deal in environmental protection products and services including but not limited to the treatment and disposal of spent chlor-alkali

chemicals. (As amended on 18 March 2016 and 28 April 2016,  
by the Board of Directors and stockholders, respectively)

Sixth. That the number of directors of said corporation shall be seven and that the names and residences of the Directors of the Corporation who are to serve as such until their successors are elected and qualified as provided by the By-Laws are as follows: (As amended on 18 March 2016 and 28 April 2016)

RESOLVED FURTHER, that the President in coordination with the Corporation's legal counsel, Bello Valdez Caluya & Fernandez or any of its lawyers, be authorized to file the appropriate application with the Securities and Exchange Commission for the said purpose.

6. The attached Articles of Incorporation is a true and correct copy of the Corporation's Articles of Incorporation amended as aforesaid.

APR 27 2017

IN WITNESS WHEREOF, we have hereunto set our hands on this \_\_\_th day of July 2016, in Makati City.

  
TETSURO HACHIMURA  
[Redacted]

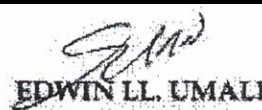
  
JOSE O. JULIANO

  
RENATO N. MIGRINO  
[Redacted]

  
YOSHIAKI UENISHI

6/4

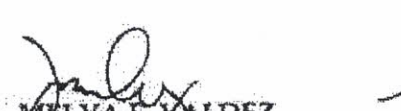
  
BARBARA ANNE C. MIGALOS  
[Redacted]

  
EDWIN LL. UMALI



COUNTERSIGNED BY:

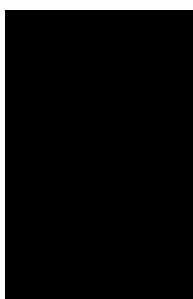
  
**TETSURO HACHIMURA**  
*Chairperson of the Stockholders' Meeting*

  
**MA. MELVA E. VALDEZ**  
*Secretary of the Stockholders' Meeting*

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

APR 27 2017

SUBSCRIBED AND SWORN to before me this 27<sup>th</sup> day of July 2016 at Makati City, affiants exhibited their respective Social Security System (SSS) / Tax Identification Number (TIN) Nos., to wit:

<u>Name</u>	<u>SSS/TIN No.</u>
Tetsuro Hachimura	
Yoshiaki Uenishi	
Jose O. Juliano	
Renato N. Mignino	
Barbara Anne C. Migallos	
Edwin L. Umali	
Ma. Melva E. Valdez	

Doc. No. 211  
Page No. 24  
Book No. 241  
Series of 2016

**ATTY. GERVACIO CRUZ JR.**  
Notary Public City of Makati  
Until December 31, 2018  
IBP No. 456155-Lifetime Member  
MCLE Compliance No. V-0004934  
Appointment No. M-104 (2017-2018)  
PTR No. 5509514 Jan. 3, 2017  
Makati City, Roll No. 40091  
101 Urban Ave. Campos Ruada Bldg.  
3rd Fl. Del Pilar, Makati City

REPUBLIC OF THE PHILIPPINES)  
PASIG CITY ) S.S

## SECRETARY'S CERTIFICATE


I, Pamela Ann T. Cayabyab, Filipino, of legal age, and with office address at 17<sup>th</sup> Floor, Robinsons Equitable Tower, 4 ADB Avenue corner P. Poveda Drive, Ortigas Center, Pasig City, hereby state the following:

1. I am the duly elected Assistant Corporate Secretary of Mabuhay Vinyl Corporation ("Corporation"), a corporation duly organized and existing under Philippine laws with principal office at 22F The Salcedo Towers, 169, H.V. Dela Costa Street, Salcedo Village, Barangay Bel-Air, Makati City.
2. To the best of my knowledge, no action or proceeding has been filed or is pending before any Court involving 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.
3. This Certification is being issued in compliance with the requirements of the Securities and Exchange Commission (SEC) in connection with the Corporation's application for amendment of the Second Article of its Articles of Incorporation.

  
**PAMELA ANN T. CAYABYAB**  
*Assistant Corporate Secretary*

**SUBSCRIBED AND SWORN TO** before me this JUL 25 2023 day of \_\_\_\_\_ 2023 at Pasig City, affiant exhibiting to me her Taxpayer Identification No. [REDACTED]

Doc. No. SV  
Page No. 104  
Book No. VI  
Series of 2023.

  
**ATTY. ANTONIO B. BETITO**  
Notary Public-Pasig City  
Commission No. 97(2023-2024)  
709 Mega Plaza, ADB Ave., Pasig City  
Attorney's Roll No. 27614  
IBP No. 256460/12/30/22Rizal  
PTR No. 8979008/1/03/23/Pasig City  
MCLE Compliance No. VII-0008638  
April 14, 2025



**DIRECTORS' CERTIFICATE OF  
AMENDMENT OF THE ARTICLES OF INCORPORATION OF  
MABUHAY VINYL CORPORATION**

SEC Registration No. PW00000216

TIN No. 000-164-009-00000

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, a majority of the members of the Board of Directors of **MABUHAY VINYL CORPORATION** (the "Corporation"), with the Chairman of the Board and the Corporate Secretary countersigning, do hereby certify that:

1. The regular meeting of the Board of Directors was held via remote communication on 26 January 2023 for the purpose of, among others, considering and subsequently approving the amendment of the Second Article of the Articles of Incorporation (AOI) to include an additional secondary purpose as item (i) under the Secondary Purpose.
2. During the annual stockholders' meeting held via remote communication on 27 April 2023, the stockholders ratified the resolutions of the Board of Directors approving amendment of the Second Article of the AOI to include an additional secondary purpose as item (i) under the Secondary Purpose.
3. Written and electronic notices of the time, place, and purpose of the aforesaid Board meeting were made upon each director in accordance with the Corporation's By-laws and Securities and Exchange Commission (SEC) Memorandum Circular No. 6 series of 2020.
4. In accordance with the Corporation's bylaws, SEC Memorandum Circular No. 6 series of 2020 and SEC Notice dated 17 March 2023, written and/or electronic notices were made upon each stockholder as shown in the books of the Corporation, publication in two newspapers both in print and electronic formats were made, PSE Edge platform posting was complied with and posting on company website was completed regarding the stockholders' meeting's date, time, place, and purpose.
5. Pursuant to said notices, at least a majority of the members of the Board of Directors appeared in person at the Board meeting, and stockholders representing at least two-thirds (2/3) of the outstanding capital stock were present or represented by proxy, at the stockholders' meeting

6. At said meetings, upon motion duly made and seconded, the following resolutions were adopted by the affirmative vote of at least a majority of the members of the Board of Directors:

**RESOLVED**, That the Board of Directors of Mabuhay Vinyl Corporation (MVC or the Corporation) hereby approves to amend the Second article of the Articles of Incorporation of the Corporation:

*SECOND: xxx*

**(i) To engage in the business operations (manufacture, importation, sale, offer for sale, distribution, transfer and promotion) involving household/urban hazardous substances (HUHS).**

**RESOLVED FURTHERMORE**, That the President, the Treasurer/VP Corporate Planning, and the Corporate Secretary of the Corporation are each empowered to represent MVC in applying for and processing the amendment of the Articles of Incorporation with the Securities and Exchange Commission and that the law firm Bello Valdez and Fernandez (JGLaw), any of its lawyers, paralegals, legal assistants or liaison officers are hereby authorized to assist therewith, to sign, deliver, receive any and all required documents and to do any and all acts beneficial to the Corporation.

The aforesaid resolutions were subsequently affirmed/ratified by stockholders constituting at least two-thirds (2/3) of the outstanding capital stock.

The attendance and voting results are summarized below:

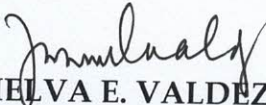
Directors present in the Board meeting on 26 January 2023	100%
Directors absent	0%
Directors who approved the amendment	100%
Directors who objected the amendment	0%
Directors who abstained	0%

Stockholders present in the ASM on 27 April 2023 where the amendment was ratified	93.98%
Stockholders who approved the amendment	93.98%
Stockholders who objected the amendment	0%
Stockholders who abstained	0%

7. The requirements of Section 47 of the Revised Corporation Code have been complied with.
8. The attached Articles of Incorporation, as amended, is a true and correct copy of the Corporation's Articles of Incorporation, amended as aforesaid.
9. This Directors' Certificate may be executed in several counterparts and that taken together shall constitute one and the same instrument.

JUL 27 2023


IN WITNESS WHEREOF, we have hereunto set our hands this \_\_\_\_\_  
2023 in PASIG CITY City.

  
MA. MELVA E. VALDEZ  
Corporate Secretary  
TIN [REDACTED]

JUL 27 2023  
SUBSCRIBED AND SWORN TO before me this \_\_\_\_\_ at PASIG CITY, affiant  
exhibited her Taxpayer Identification Number (TIN) [REDACTED] as competent  
proof of identity.

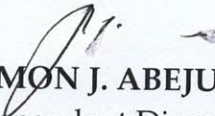
Doc. No. 468;  
Page No. 95;  
Book No. X4;  
Series of 2023.

Notary Public

  
ATTY. ANTONIO B. BETITO  
Notary Public-Pasig City  
Commission No. 97(2023-2024)  
709 Mega Plaza, ADB Ave., Pasig City  
Attorney's Roll No. 27614  
IBP No. 256460/12/30/22Rizal  
PTR No. 8979008/1/03/23/Pasig City  
MCLE Compliance No. VII-0008638  
April 14, 2025

JUL 21 2023


IN WITNESS WHEREOF, we have hereunto set our hands this \_\_\_\_\_  
2023 in PASIG CITY City.

  
**RAMON J. ABEJUELA**  
Independent Director  
TIN [REDACTED]

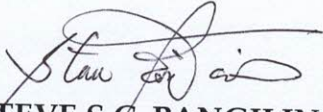
SUBSCRIBED AND SWORN TO before me JUL 21 2023 at PASIG CITY  
exhibited his Taxpayer Identification Number [REDACTED] as competent  
proof of identity.

Notary Public

Doc. No. 407  
Page No. 05;  
Book No. X1;  
Series of 2023.

  
**ATTY. ANTONIO B. BETITO**  
Notary Public-Pasig City  
Commission No. 97(2023-2024)  
709 Mega Plaza, ADB Ave., Pasig City  
Attorney's Roll No. 27614  
IBP No. 256460/12/30/22Rizal  
PTR No. 8979008/1/03/23/Pasig City  
MCLE Compliance No. VII-0008638  
April 14, 2025

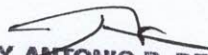
IN WITNESS WHEREOF, we have hereunto set our hands this JUL 21 2023  
2023 in PASIG CITY City.

  
**STEVE S.C. PANGILINAN**  
Director  
President/COO  
[REDACTED]

SUBSCRIBED AND SWORN TO before me this JUL 21 2023 at PASIG CITY, affiant  
exhibited his Taxpayer Identification Number [REDACTED] as competent  
proof of identity.

Doc. No. 44da  
Page No. 95;  
Book No. XI;  
Series of 2023.


Notary Public

  
**ATTY. ANTONIO B. BETITO**  
Notary Public-Pasig City  
Commission No. 97(2023-2024)  
709 Mega Plaza, ADB Ave., Pasig City  
Attorney's Roll No. 27614  
IBP No. 256460/12/30/22Rizal  
PTR No. 8979008/1/03/23/Pasig City  
MCLE Compliance No. VII-0008638  
April 14, 2025



JUL 21 2023

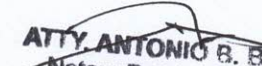
IN WITNESS WHEREOF, we have hereunto set our hands this \_\_\_\_\_  
2023 in PASIG CITY City.

  
TAKAHIRO MACHIBA  
Director  
Chairman of the Board/CEO  
Presiding Officer of the Stockholders' Meeting  
[REDACTED]

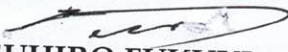

JUL 21 2023  
SUBSCRIBED AND SWORN TO before me this \_\_\_\_\_ at PASIG CITY  
exhibited his Taxpayer Identification Number [REDACTED] as competent  
proof of identity.


Notary Public

Doc. No. 405;  
Page No. 24;  
Book No. XI;  
Series of 2023.

  
ATTY. ANTONIO B. BETITO  
Notary Public-Pasig City  
Commission No. 97(2023-2024)  
709 Mega Plaza, ADB Ave., Pasig City  
Attorney's Roll No. 27614  
IBP No. 256460/12/30/22Rizal  
PTR No. 8979008/1/03/23/Pasig City  
MCLE Compliance No. VII-0008638  
April 14, 2025


IN WITNESS WHEREOF, we have hereunto set our hands this JUL 21 2023  
2023 in PASIG CITY City.

  
YASUHIRO FUKUKI  
Director  




SUBSCRIBED AND SWORN TO before me this JUL 21 2023 at PASIG CITY  
exhibited his Taxpayer Identification Number  as competent  
proof of identity.


Doc. No. 404  
Page No. 94;  
Book No. 21;  
Series of 2023.

Notary Public


  
**ATTY. ANTONIO B. BETITO**  
Notary Public-Pasig City  
Commission No. 97(2023-2024)  
709 Mega Plaza, ADB Ave., Pasig City  
Attorney's Roll No. 27614  
IBP No. 256460/12/30/22Rizal  
PTR No. 8979008/1/03/23/Pasig City  
MCLE Compliance No. VII-0008638  
April 14, 2025

IN WITNESS WHEREOF, we have hereunto set our hands this JUL 28 2023  
2023 in PASIG CITY City.

  
**FRANCISCO J. KONG**  
Independent Director  
TIN 

SUBSCRIBED AND SWORN TO before me this JUL 28 2023  
at PASIG CITY, affiant  
exhibited his Taxpayer Identification Number  as competent  
proof of identity.

Doc. No. 107;  
Page No. 4;  
Book No. XII;  
Series of 2023.

  
**ATTY. ANTONIO B. BETITO** Notary Public  
Notary Public-Pasig City  
Commission No. 97(2023-2024)  
709 Mega Plaza, ADB Ave., Pasig City  
Attorney's Roll No. 27614  
IBP No. 256460/12/30/22Rizal  
PTR No. 8979008/1/03/23/Pasig City  
MCLE Compliance No. VII-0008638  
April 14, 2025