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

COMPANY REG. NO. AS92007059

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

VANTAGE EQUITIES, INC.
(Amending Articles III & VI thereof.)

copy annexed, adopted on June 20, 2017 by majority vote of the Board of Directors and on August 19, 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 26th day of October, Twenty Seventeen.

FERDINAND B. SALES
Director
Company Registration and Monitoring Department

AMENDED[1]

ARTICLES OF INCORPORATION

OF

VANTAGE EQUITIES, INC.[2]
(Formerly, iVANTAGE CORPORATION)

KNOW ALL MEN BY THESE PRESENTS:

WE, all of legal age and residents of the Philippines, have this day 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.[3] The name of corporation shall be –

VANTAGE EQUITIES, INC.

(hereinafter called the "Corporation")-

SECOND. The purposes for which the Corporation is formed are as follows:

PRIMARY

To invest in, acquire by purchase, exchange, assignment or otherwise; or to hold, own, use for investment or otherwise shares of the capital stock, bonds, debentures, promissory notes, or other securities or obligations created, negotiated or issued by any corporation, association, or other entities, whether foreign or domestic, including but not limited to information technology companies and related ventures[4], holding companies and companies engaged in financial services, investment and real property development; to acquire by purchase, exchange, assignment, and to sell, assign, transfer, exchange, lease, let, develop, mortgage, pledge, otherwise deal in or operate, enjoy, and dispose of, any and all properties of every kind, nature and description and wherever situates, as and to the extent permitted by law, including but not limited

[1] As last amended by at least a majority of the Board of Directors on 20 June 2017 and by the Stockholders holding at least two-thirds (2/3) of the Corporation's outstanding capital stock on 19 August 2017.
[2] As amended per SEC Certificate dated 8 April 2008.
[3] *Id.*
[4] As amended per SEC Certificate dated 3 October 2000.

to real estate, whether improved or unimproved, and any rights or interest therein, as well as buildings, tenements, warehouses, factories, edifices and structures, and while the owner, holder or possessor thereof, to exercise all the rights, powers and privileges of ownership or any other interest therein, including the right to receive, collect and dispose of, any and all rentals, dividends, interest and income, derived therefrom, and the right to vote on any proprietary or other interest, on any shares of capital stock, and upon any-bonds, debentures, or other securities having voting power, so owned or held; provided that the corporation shall not engage in the business of an Open-End investment company as defined in the Investment Company Act (Republic Act No. 2629), without first complying with applicable provisions of said Act.

SECONDARY PURPOSES

1. To construct and maintain conduits, pipelines and lines of tubing for general purposes as well as for the use if said corporation, and lay, rig, bug, lease, sell by wholesale, and otherwise contract for, and operate said conduits, pipelines and lines of tubings, as well as storage tanks, trailways, tramways, roadways and tracks, for the purpose of transporting and storing oil and gas, and of operating a general pipeline and storage business; to buy, sell, charter, operate and maintain tank steamers and other vessels of all kinds for the transportation of merchandise dealt in by the corporation.

2. To purchase or otherwise acquire, assemble, install, construct, equip, repair, remodel, maintain, operate, hold, own, lease, rent, mortgage, charge, sell, convey or otherwise dispose of, any and all kinds of gas works, mills, factories, installations, plants, shops, laboratories, terminals, office buildings and other buildings and structures, roads, railroads, cars, railroad equipment, garages, motor and road equipment, aircraft and aircraft equipments, aviation fields telephone and telegraph lines, transmission lines, wireless facilities, water works, reservoirs, dams, canals, waterways, bridges, ports, docks, piers, wharves, marine equipment, and any and all kinds of machinery, apparatus, instruments, fixtures and appliances;

3. To acquire by purchase, lease, contract, concession or otherwise any and all real estate, lands, land patents, options, grants, concessions, franchises, water and other rights, privileges, easements, estates, interests, and properties of every kind and description whatsoever; or any other business in which the corporation may lawfully engage, and to own, hold, operate, improve, develop, reorganize, manage, grant, lease, sell, exchange or otherwise dispose of all, the whole or any part thereof; to purchase, drill for or otherwise acquire and to use, store, transport, distribute, sell or otherwise dispose of, water; and to acquire by purchase, lease, or otherwise and to erect, construct, enlarge, own, hold, maintain, use and operate water works and water systems for supplying water and water power for any and all uses and purposes; to purchase, create, generate or otherwise acquire, use, sell, supply or otherwise dispose of, electric current and electric steam and water power of every kind and description, and to sell, supply or otherwise dispose of, light, heat and power of every kind and description.

4. [5]To carry on for itself or others the business of exploration, prospecting, discovery, development, extraction, and exploitation of mineral oils, petroleum and gas, rock or carbon oils, and all kinds of volatile materials, ores, metals, chemicals substances, minerals and natural resources and products and by products thereof and to process, manufacture, refine, prepare for market, buy, sell, and transport the same in crude, raw or refined condition; to buy, sell, exchange, lease acquire through Service Contracts, Participating Agreements and other forms of contracts or concessions dealing in lands, mines and mineral rights and claims, and to conduct all business appertaining thereto; to purchase, lease, acquire, or otherwise, to own, hold and maintain, and to mortgage, pledge, lease, sell or otherwise dispose of petroleum, gas and oil lands, concessions, leases, royalties, and permits, lands and real estate of all kinds, and the oil, gas and mineral rights and interest therein, to develop such lands, concessions, lease, rights and interest by and to enter into, acquire, carry out and execute contracts for drilling wells, laying of pipes and installation of rigs, platforms, machinery and equipment, and to engage generally, as my be permitted by law, in the business of, and/or investing in, mining, manufacturing, contracting, and servicing, in addition to oil exploration.

5. To purchase, acquire and take over all or any part of the rights, assets, business and property of any person, partnership, corporation or association and to undertake and assume the liabilities and obligations of such persons, partnership, corporation or association whose rights, assets, business or property may be purchased, acquired or taken over;

6. To enter into any arrangement for sharing profits, union of interests, joint venture reciprocal concession or otherwise with any person or company engaging in or about to engage in any business or transaction which the corporation is authorized to carry on or engage in any business or transaction that may directly or indirectly benefit the corporation;

7. To act manufacturers representatives, indentors commission merchants, commercial brokers or agents, or any other representative capacity, for natural and juridical persons, whether domestic or foreign.

8. To act as managers, managing agents or administrators of corporation, partnership or persons, with respect to their business or properties and to undertake, carry on, assist or participate in the management, reorganization or liquidation of corporations, partnerships, and other forms of business firm and entities;

9. To purchase or otherwise acquire, obtain and interest in, own, hold, pledge, mortgage, assign, deposit, create trusts, exchange, sell and otherwise dispose of, alone or in syndicates or otherwise in conjunction with others; and generally deal in and with all or any of the following; all kinds of shares, stocks, voting trust certificates, trust certificates, bonds, mortgages, debentures, trust receipts, notes and other certificates, obligations, contracts, choses in action and evidences of indebtedness generally of any corporation, association, partnership, syndicate, entity, person or governmental, municipal, or public authority, or in respect thereto; to acquire, purchase, sell or otherwise dispose of its own shares of capital stock or any securities or other obligation of the Corporation, provided that the Corporation shall not engage in stock brokerage business;

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[5] As amended per SEC Certificate dated 25 August 1997.

10. To engage in the business of manufacturing, processing, assembling, and/or fabricating and exporting, importing, buying, acquiring, holding, selling or otherwise disposing of and dealing in goods, wares, supplies, materials, articles, merchandise, commodities, equipment, hardware, appliances, minerals, metals, timber, lumber and real and personal properties of every kind, class and description, whether natural or artificial which may become articles of commerce, and in connection therewith, to act as indentor, principal or agent, manufacturer's representative, commission merchant, merchandise broker, factor, consignment agent or in any other representative capacity for foreign and domestic juridical entities or natural persons.

11. To purchase, own, sell, assign, negotiate, mortgage, pledge or otherwise dispose of accounts receivable, negotiable instruments, letters of credit and other evidences of indebtedness or other obligations for the payment of money owed by any person, partnership, corporation or association, or to undertake, under such terms and conditions as the Corporation may deem fit, the collection of such accounts receivables, notes receivable, negotiable instruments, letters of credit and other evidences of indebtedness or other obligations for the payment of money.

AND IN FURTHERANCE OF THE FOREGOING PURPOSES

1. To construct, erect, and build, to purchase, lease or otherwise acquire, to own, manage, or in any manner dispose of or encumber, pipelines, plants, refineries, stations, systems, tank cars, vessels, appliances, machinery, structures, equipment and facilities of all, kinds for manufacturing treating, processing, concentrating, distilling, and in any manner dealing in gas, petroleum and other oils, mineral and volatile substances, asphalt, bitumen and bituminous substances and other similar products of every kinds and character for any and all purposes whatsoever.

2. To acquire, own, improve, develop, sell, lease, and convey lands and tenements or any right, title, interest, or privilege therein; to search, explore, examine, prospect for, ores, minerals, and mineral substances of all kinds, grades, forms, descriptions and combinations, including but not limited to cooper, nickel, manganese, gold, silver, zinc, brass, iron, tin, asbestos, sulphur and other sub-oil products and sub surface deposits of every nature and the products and by-products which may be derived, produced, prepared, developed, compounded, made or manufactured therefrom and substances obtained by mixing any of the foregoing with other substances; to locate, purchase, lease and acquire land and/or offshore areas with rights to prospect, drill, mine, bore and sink well and shafts; to prospect, drill, produce, convey and transport oil, petroleum and gas, to carry on the business of storing and prospecting for, mining, producing, refining, manufacturing, piping, transporting, buying and selling petroleum and other oil products and by products.

3. To purchase, acquire, hold, lease, sell, and convey such real and personal properties which are necessary for the conduct of the corporate business.

4. To acquire or obtain from any governmental authority or authorities, national or municipal or from any corporation, company, entity or person, such as charters, franchises, licenses, permits, patents, trade mark, trade name, trade secret, invention, copyright, or other rights and privileges which may be conducive to or necessary or desirable for the attainment of any of the objects and purposes of the Corporation;

5. To borrow or raise money necessary to meet the financial requirements of the corporation by the issuance of bonds, promissory notes and other evidences of the indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lien upon the properties of the Corporation, or to issue, pursuant to law, shares of its capital stock, debentures, bonds, warrants, notes or other evidences of indebtedness in payment of or exchange for properties or rights acquired by the corporation or for money borrowed in the prosecution of its business;

6. To deal in and with the properties of the Corporation in such manner as may from time to time be considered necessary for the advancement of the business interests of the Corporation and to sell, dispose of or transfer the business, goodwill, and properties and undertaking of the Corporation or any part thereof for such consideration and under such terms as it shall see fit to accept under the circumstances;

7. To purchase, acquire, hold, sell, dispose of or otherwise deal in and with shares, bonds, and other securities created by any company having objectives or purposes altogether or in part similar to those of the Corporation, and while the owner or holder thereof to exercise all the rights and incidents of ownership, including the right to vote the same, to receive, collect and dispose of the interests, dividends and income therefrom;

8. To do and perform all acts and things necessary, suitable or proper for the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation, including the exercise of the powers, authorities and attributes conferred upon the corporation organized under the laws of the Philippines in general and upon domestic corporations of like nature in particular.

The foregoing clauses shall each be construed as purposes and powers and the matters expressed in each clause or any part of any clause shall in no wise be limited by reference to or inference from any other clause or any other part of the same clause but shall be regarded as independent purposes and powers, and the enumeration of specified purposes and powers shall not be construed to limit or restrict in any manner the meaning of the general purposes and powers of the Corporation, nor shall the expression of one thing be deemed to exclude another, although it be like nature, not expressed. Likewise, the purpose and powers specified herein shall not be regarded in any manner as a limitation of the powers granted or allowed to and exercisable by the Corporation under the New Corporation Code and other applicable statutes of the Republic of the Philippines.

THIRD.[6] The principal office of the Corporation shall be established or located in 15th Floor, Philippine Stock Exchange Tower, 28th St. Corner 5th Ave., Bonifacio Global City, Taguig City, Metro Manila.

FOURTH. The term for which the Corporation is to exist shall be fifty (50) years from and after the date of incorporation.

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[6] As approved by the Board of Directors at the meeting held on 20 June 2017

FIFTH. The names, citizenship and addresses of the incorporators of the Corporation are as follows:

NAME	CITIZENSHIP	ADDRESS
David C. Go	Filipino	6/F State Center Bldg. Juan Luna St. Binondo, Manila
Gerardo O. Lanuza, Jr.	Spanish	7/F Country Space I Condominium Sen. Gil J. Puyat Avenue Makati, Metro Manila
Wilson L. Sy	Filipino	9/F AIC Center 204 Escolta, Manila
Victor Say Hi Pek	Filipino	S-1801 Tytana Center Cond Plaza Lorenzo Ruiz Binondo, Manila
Gregorio T. Yu	Filipino	G/F Morning Star Center 347 Sen. Gil J. Puyat Avenue Makati, Metro Manila

SIXTH[7]. The number of directors of the Corporation shall be Thirteen (13) and the name, citizenship and addresses of the directors of the Corporation, who are to serve until their successors are elected and qualified as provided by the By-Laws, are as follows:

NAME	CITIZENSHIP	ADDRESS
David C. Go	Filipino	6/F State Center Bldg. Juan Luna St. Binondo, Manila
Gerardo O. Lanuza, Jr.	Spanish	7/F Country Space I Condominium Sen. Gil J. Puyat Avenue Makati, Metro Manila
Wilson L. Sy	Filipino	9/F AIC Center 204 Escolta, Manila
Victor Say Hi Pek	Filipino	S-1801 Tytana Center Cond Plaza Lorenzo Ruiz Binondo, Manila
Gregorio T. Yu	Filipino	G/F Morning Star Center 347 Sen. Gil J. Puyat Avenue Makati, Metro Manila

[7] As approved by the Board of Directors at the meeting held on 20 June 2017.

SEVENTH[8]. The capital stock of the Corporation is FIVE BILLION (₱5,000,000,000.00) PESOS, Philippine Currency, divided into FIVE BILLION (5,000,000,000) shares with par value of ONE PESO (₱1.00)[9], Philippine Currency, per share.

No stockholder shall have any right to purchase or subscribe to any additional shares of the capital stock of the Corporation whether such shares of capital stock are now or hereafter authorized.

EIGHTH. The amount of the capital stock of the Corporation which has actually been subscribed is FOUR MILLION (₱4,000,000.00) PESOS and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

NAME	No. Of Shares Subscribed	Amount of Capital Subscribed
David C. Go	80,000,000	₱ 800,000.00
Gerardo O.Lanuza,Jr.	80,000,000	800,000.00
Wilson L. Sy	80,000,000	800,000.00
Victor Say Hi Pek	80,000,000	800,000.00
Gregorio T. Yu	80,000,000	800,000.00
	400,000,000	₱4,000,000.00

NINTH. The following subscribers have paid on the shares of capital stock for which they have subscribed the amounts set out after their respective name:

NAME	Amount Subscribed	Amount Paid on Subscription
David C. Go	₱ 800,000.00	₱ 200,000.00
Gerardo O. Lanuza, Jr.	800,000.00	200,000.00
Wilson L. Sy	800,000.00	200,000.00
Victor Say Hi Pek	800,000.00	200,000.00
Gregorio T. Yu	800,000.00	200,000.00
	₱4,000,000.00	₱1,000,000.00

TENTH. No transfer of stock which will reduce to ownership of Filipino citizens to less than the required percentage of the capital stock as may be required by law shall be allowed or permitted to be recorded in the proper books of the Corporation and this restriction shall be indicated in all its stock certificates.

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[8] As last amended by at least a majority of the Board of Directors on May 19 2015 and by the Stockholders holding at least two-thirds (2/3) of the Corporation's outstanding capital stock on 1 August 2015 .

[9] As amended per SEC Certificate dated 18 February 1993.

ELEVENTH. WILSON L. SY 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 the Corporation and to accept in its name all subscriptions paid in by said subscribers.

IN WITNESS WHEREOF, the parties hereto have signed this presents this 9th day of October 1992 at Makati, Metro Manila, Philippines.

(Sgd)
DAVID C. GO

(Sgd)
GERARDO O. LANUZA, JR.

(Sgd)
WILSON L. SY

(Sgd)
VICTOR SAY HI PEK

(Sgd)
GREGORIO T. YU

SIGNED IN THE PRESENCE OF:

(Illegibly Signed)

(Illegibly Signed)

ACKNOWLEDGEMENT

BEFORE ME, a notary public in and for Makati, Metro Manila, Philippines personally appeared:

NAME	RES. CERT	DATE/PLACE	TIN
David C. Go	8395	2.21.92/Manila	103-192-03
Gerardo O. Lanuza, Jr.	1521382	2.18.92/Makati	121-199-566
Wilson L. Sy	12889543	2.14.92/Manila	122-113-170
Victor Say Hi Pek	3820497	3.02.92/Manila	103-192-300
Gregorio T. Yu	1518748	2.17.92/Makati	107-465-655

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their free and voluntary act and deed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal this _____day of _____, at Makati, Metro Manila, Philippines.

(Sgd)
CAESAR T. CORPUS
Notary Public
Valid Until December1992
PTR# 897859/1.15.92
Makati, M.M.

Doc. No. 193
Page No. 40
Book No. XI
Series of 1992