

REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

COMPANY REG NO. CS201805464

CERTIFICATE OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Articles of Incorporation and By Laws of:

CONCRETE STONE CORP.

were duly approved by the Commission on this date upon the issuance of this Certificate of Incorporation and By Laws in accordance with the Corporation Code of the Philippines (Batas Pambansa Blg. 68), and copies of said Articles and By Laws are hereto attached.

This Certificate grants juridical personality to the corporation but does not authorize it to issue, sell or offer for sale securities to the public, such as but not limited to shares of stock, investment contracts, debt instruments and virtual currencies without prior Registration Statement approved by the Securities and Exchange Commission; nor 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 certificate issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute a permit to undertake activities for which other government agencies require a license or permit.

As a registered corporation, it shall submit annually to this Commission the reports indicated at the back of this certificate. Failure to submit annual Financial Statements and General Information Sheets within two (2) years from date of incorporation shall be construed that the corporation has not been formally organized and has not commenced the transaction of its business, thus be subject of Suspension Order.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at PICC Secretariat Bldg., PICC Complex Pasay City, Metro Manila, Philippines, this day of 16, April, Twenty Eighteen.




FERDINAND B. SALES

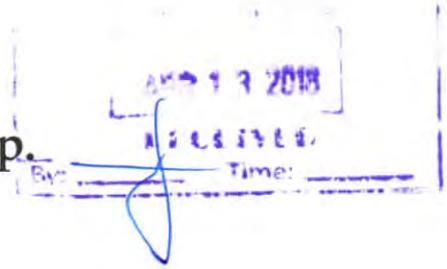
Director

Company Registration and Monitoring Department

ARTICLES OF INCORPORATION

OF

Concrete Stone Corp.



KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and a majority of whom are residents of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines;

AND WE HEREBY CERTIFY THAT:

FIRST: The name of said Corporation shall be:

Concrete Stone Corp.

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

PRIMARY PURPOSE

To engage in the business of non-metallic mining, quarrying and the production of rocks/ stones and other related products, and to search, explore, and prospect quarrying sites and produce, develop, and crush concrete aggregates and other related products and transport the same either by land or by sea for trading and distribution either domestically or internationally, whether for wholesale or retail.

SECONDARY PURPOSES

- (a) To purchase, import and/or lease vessels, crushing equipment, heavy equipment, transport equipment, tools and materials in relation with the business of quarrying and the production of rocks, stones and other related products, as well as well as the purchase, importation, selling and trading of things pertaining to or useful in connection with the operation, repair and maintenance of the said equipment, tools and materials for the performance of all acts and things necessary or proper or incidental for the accomplishment of the primary purposes;
- (b) To purchase, acquire, own, lease (except financial leasing), sell and convey real properties such as lands, buildings,

factories and warehouses necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness or other securities, as may be deemed expedient, for any business or property acquired by the corporation;

- (c) To borrow or raise money from not more than nineteen (19) lenders including its stockholders, necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of 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, indebtedness and other evidences in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business;
- (d) To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties and goodwill of the corporation or any part thereof for such terms as it shall see fit to accept;
- (e) To aid in any manner any corporation, association, trust or estate, domestic or foreign or any firm or individual, any shares of stock in which or any bonds debentures, notes, securities, evidences of indebtedness, contracts or obligations or which are held by or for this corporation, directly or indirectly or through other corporations or otherwise;
- (f) To enter into any lawful arrangement for sharing profits, union of interest, unitization or farm-out agreement, reciprocal concession, or cooperation, with any corporation or association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation;
- (g) To establish and operate one or more branch offices or agencies and to carry on any or all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and



with real and personal property anywhere within the Philippines;

- (h) To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation, and without engaging in investment, solicitation nor investment taking activity from the public; and
- (i) To exercise such powers as may be essential or necessary to carry out the purposes stated above, including, but not limited to, the powers enumerated in Section 36 of the Corporation Code of the Philippines.

THIRD: The principal office of the Corporation is located in **1423 The Mondrian Bldg., Pablo Ocampo, San Antonio, Makati City, Fourth District, NCR, Philippines, 1203** without prejudice to the opening or maintenance of such branches or correspondent or representative offices in or outside the Republic of the Philippines as the exigencies of the business or operations of the Corporation may require from time to time.

FOURTH: The term for which said Corporation is to exist is **FIFTY (50) YEARS** from and after the date of issuance of the certificate of incorporation, renewable for such other term or terms as may now or hereafter be permitted under the laws of the Republic of the Philippines.

FIFTH: The names, nationalities and residences of the incorporators of said Corporation are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
FRANCIS LLOYD T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
MANUEL A. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
THERESA T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
DOMINIC VAN T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
CHERRY ANNE T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City

CHERRY ANNE T. CHUA Filipino Dona Feliza Mejia Subdivision,
Ormoc City

SIXTH: The number of directors of said Corporation shall be **FIVE (5)**; and the names, nationalities and residences of the first directors of the Corporation, who are to serve as such until their successors are duly elected and qualified as provided in its By-Laws, are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
FRANCIS LLOYD T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
MANUEL A. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
THERESA T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
DOMINIC VAN T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
CHERRY ANNE T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City

SEVENTH: The authorized capital stock of said Corporation is **ONE HUNDRED MILLION PESOS (P100,000,000.00)**, in lawful money of the Philippines, divided into **ONE MILLION (1,000,000)** shares with the par value of **ONE HUNDRED PESOS (P100.00)** per share.

EIGHTH: At least twenty-five percent (25%) of the authorized capital stock above-stated has been subscribed and at least twenty-five percent (25%) of the total subscription has been paid as follows:

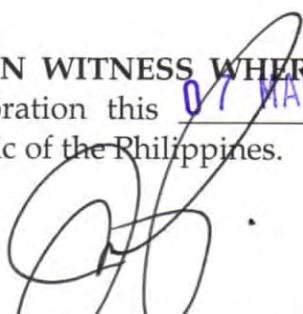
<u>Name</u>	<u>Nationality</u>	<u>No. of Shares Subscribed</u>	<u>Amount Subscribed</u>	<u>Amount Paid</u>
Industry Holdings and Development Corporation	Filipino	237,500	23,750,000.00	8,750,000.00
FRANCIS LLOYD T. CHUA	Filipino	2,500	250,000.00	250,000.00
MANUEL A. CHUA	Filipino	2,500	250,000.00	250,000.00
THERESA T. CHUA	Filipino	2,500	250,000.00	250,000.00
DOMINIC VAN T. CHUA	Filipino	2,500	250,000.00	250,000.00
CHERRY ANNE T. CHUA	Filipino	2,500	250,000.00	250,000.00
		250,000	P25,000,000.00	P10,000,000.00
		=====	=====	=====

NINTH: No transfer of stock or interest which will 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 to be recorded in the proper books of the Corporation, and this restriction shall be indicated in all the stock certificates issued by the Corporation.

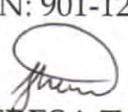
TENTH: That **THERESA T. CHUA** has been elected by the subscribers as Treasurer of the Corporation, to act as such until her successor is duly elected and qualified in accordance with the By-Laws, and that, as such Treasurer, she has been authorized to receive for and in the name and for the benefit of the Corporation all subscriptions paid by the subscribers.

ELEVENTH: That the Corporation manifests its willingness to change its corporate name, as herein provided or as amended thereafter, 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 as misleading, deceptive, confusingly similar to another registered name, or contrary to public morals, good customs, or public policy.

IN WITNESS WHEREOF we have hereunto signed these Articles of Incorporation this 07 MAR 2018 in MAKATI CITY, Republic of the Philippines.


FRANCIS LLOYD T. CHUA
TIN: 901-128-486


MANUEL A. CHUA
TIN: 101-720-135


THERESA T. CHUA
TIN: 116-609-339


DOMINIC VAN T. CHUA
TIN: 901-128-478


CHERRY ANNE T. CHUA
TIN: 901-129-156

SIGNED IN THE PRESENCE OF:

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)

_____ MAKATI CITY _____) S.S.

BEFORE ME, this 07 MAR 2018 in MAKATI CITY,
personally appeared:

<u>Name</u>	<u>Document and No.</u>
FRANCIS LLOYD T. CHUA	TIN: 901-128-486
MANUEL A. CHUA	TIN: 101-720-135
THERESA T. CHUA	TIN: 116-609-339
DOMINIC VAN T. CHUA	TIN: 901-128-478
CHERRY ANNE T. CHUA	TIN: 901-129-156

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation as identified through their competent evidence of identity as defined by the Rules on Notarial Practice and they acknowledged to me that the same is their free and voluntary act and deed.

This instrument refers to the **ARTICLES OF INCORPORATION** of **Concrete Stone Corp.** which consists of six (6) pages including the page wherein the acknowledgment is written.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

Doc. No. 90 ;
Page No. 19 ;
Book No. I ;
Series of 2018.


VANESSA GAYE A. DE VEYRA
NOTARY PUBLIC FOR MAKATI CITY
Appointment No. M-435
Until 31 December 2018
PTR No. 6415074/ 03 MAR 2018 / Makati City
Lifetime IBP No. 015008 / Makati City
Roll No. 66300
4th & 6th Floors, Filipino Bldg., 135 Dela Rosa St.,
corner Legaspi Streets, Legaspi Village, Makati City



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

COMPANY REG. NO. CS201805464

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

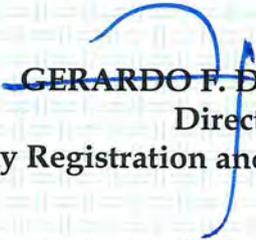
CONCRETE STONE CORP.

[Amending Articles II Primary Purpose, III, IV (term of existence),
VI, and VII thereof]

copy annexed, adopted on December 1, 2020 by a 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 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 company, pre-need plan issuer, general agent in pre-need plans 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 hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 13th day of July, Twenty Twenty One.


GERARDO F. DEL ROSARIO
Director
Company Registration and Monitoring Department

AMENDED ARTICLES OF INCORPORATION

OF

Concrete Stone Corp.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age and a majority of whom are residents of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines;

AND WE HEREBY CERTIFY:

FIRST: That the name of this corporation shall be:

CONCRETE STONE CORP.

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

PRIMARY PURPOSE

To engage in the business of the manufacture, production, distribution, merchandising, and sale, whether domestically or for export, of construction aggregates, precast, construction solutions and supplies, and its by-products, including its derivatives, and any and all kinds of minerals, construction, and building materials.

(As amended by resolutions duly adopted by at least a majority of the Board of Directors and stockholders representing at least 2/3 of the Corporation's outstanding capital stock at the joint special meeting held on 01 December 2020.)

SECONDARY PURPOSES

- a. To purchase, import and/or lease vessels, crushing equipment, heavy equipment, transport equipment, tools and materials in relation with the business of quarrying and the production of rocks, stones and other related products, as well as the purchase, importation, selling and trading of things pertaining to or useful in connection with the operation, repair and maintenance of the said equipment, tools and materials for the performance of all acts and things necessary or proper or incidental for the accomplishment of the primary purposes;
- b. To purchase, acquire, own, lease (except financial leasing), sell and convey real properties such as lands, buildings, factories and warehouses necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness or other securities, as may be deemed expedient, for any business or property acquired by the corporation;
- c. To borrow or raise money from not more than nineteen (19) lenders including its stockholders, necessary to meet the financial requirements of its business by the

issuance of bonds, promissory notes and other evidences of 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, indebtedness and other evidences in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business;

- d. To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interests and to sell, dispose of or transfer the business, properties and goodwill of the corporation or any part thereof for such terms as it shall see fit to accept;
- e. To aid in any manner any corporation, association, trust or estate, domestic or foreign or any firm or individual, any shares of stock in which or any bonds debentures, notes, securities, evidences of indebtedness, contracts or obligations or which are held by or for this corporation, directly or indirectly or through other corporations or otherwise;
- f. To enter into any lawful arrangement of sharing profits, union of interest, unitization or farm-out agreement, reciprocal concession, or cooperation, with any corporation or association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation;
- g. To establish and operate one or more branch offices or agencies and to carry on any or all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property anywhere within the Philippines;
- h. To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation, and without engaging in investment, solicitation nor investment taking activity from the public; and
- i. To exercise such powers as may be essential or necessary to carry out the purposes stated above, including, but not limited to, the powers enumerated in Section 36 of the Corporation Code of the Philippines.

THIRD: The principal office of the Corporation is located in **PMI Tower, Cabanillas Corner, 273 Pablo Ocampo Sr. Ext, Makati, 1203 Metro Manila, Philippines** without

prejudice to the opening or maintenance of such branches or correspondent or representative offices in or outside the Republic of the Philippines as the exigencies of the business or operations of the Corporation may require from time to time.

(As amended by resolutions duly adopted by at least a majority of the Board of Directors and stockholders representing at least 2/3 of the Corporation's outstanding capital stock at the joint special meeting held on 01 December 2020.)

FOURTH: That the Corporation shall have perpetual existence.

(As amended by resolutions duly adopted by at least a majority of the Board of Directors and stockholders representing at least 2/3 of the Corporation's outstanding capital stock at the joint special meeting held on 01 December 2020.)

FIFTH: That the names, nationalities, and residences of the incorporators majority of whom are residents of the Philippines, are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
FRANCIS LLOYD T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
MANUEL A. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
THERESA T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
DOMINIC VAN T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
CHERRY ANNE T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City

SIXTH: That the number of directors of the corporation shall be **SEVEN (7)**; and the names, nationalities and residences of the first directors of the corporation, majority of whom are residents of the Philippines, are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
FRANCIS LLOYD T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
MANUEL A. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
THERESA T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
DOMINIC VAN T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
CHERRY ANNE T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City

(As amended by resolutions duly adopted by at least a majority of the Board of Directors and stockholders representing at least 2/3 of the Corporation's outstanding capital stock at the joint special meeting held on 01 December 2020.)

SEVENTH: The authorized capital stock of the corporation is TWO BILLION PESOS (P2,000,000,000.00), in lawful money of the Philippines, divided into TWENTY MILLION (20,000,000) shares with the par value of ONE HUNDRED PESOS (P100.00) per share.

(As amended by resolutions duly adopted by at least a majority of the Board of Directors and stockholders representing at least 2/3 of the Corporation's outstanding capital stock at the joint special meeting held on 01 December 2020.)

EIGHTH: At least twenty-five percent (25%) of the authorized capital stock above-stated has been subscribed and at least twenty-five percent (25%) of the total subscription has been paid as follows:

<u>Name</u>	<u>Nationality</u>	<u>No. of Shares Subscribed</u>	<u>Amount Subscribed</u>	<u>Amount Paid</u>
Industry Holdings and Development Corporation	Filipino	237,500	23,750,000.00	8,750,000.00
FRANCIS LLOYD T. CHUA	Filipino	2,500	250,000.00	250,000.00
MANUEL A. CHUA	Filipino	2,500	250,000.00	250,000.00
THERESA T. CHUA	Filipino	2,500	250,000.00	250,000.00
DOMINIC VAN T. CHUA	Filipino	2,500	250,000.00	250,000.00
CHERRY ANNE T. CHUA	Filipino	2,500	250,000.00	250,000.00
		250,000	P25,000,000.00	P10,000,000.00

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

TENTH: That **THERESA T. CHUA** 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 and in the name and for the benefit of the corporation, all subscriptions paid by the subscribers.

ELEVENTH: That the Corporation manifests its willingness to change its corporate name, as herein provided or as amended thereafter, 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 as 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 07 Mar 2018 in Makati City, Republic of the Philippines.

(SGD.) FRANCIS LLOYD T. CHUA
TIN: 901-128-486

(SGD.) MANUEL A. CHUA
TIN: 101-720-135

(SGD.) THERESA T. CHUA
TIN: 116-609-339

(SGD.) DOMINIC VAN T. CHUA
TIN: 901-128-478

(SGD.) CHERRY ANNE T. CHUA
TIN: 901-129-156

SIGNED IN THE PRESENCE OF:

ACKNOWLEDGEMENT

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

BEFORE ME, this 07 Mar 2018 in MAKATI CITY, personally appeared:

Name	Document and No.
FRANCIS LLOYD T. CHUA	TIN: 901-128-486
MANUEL A. CHUA	TIN: 101-720-135
THERESA T. CHUA	TIN: 116-609-339
DOMINIC VAN T. CHUA	TIN: 901-128-478
CHERRY ANNE T. CHUA	TIN: 901-129-156

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation as identified through their competent evidence of identity as defined by the Rules on Notarial Practice and they acknowledged to me that the same is their free and voluntary act and deed.

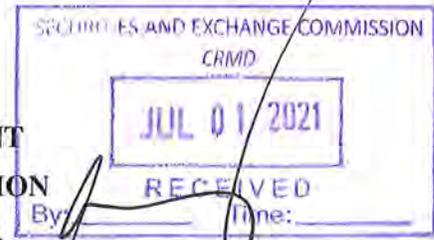
IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

Doc No. 90;
Page No. 19;
Book No. I;
Series of 2018.

(SGD.) VANESSA GAYE A. DE VEYRA

NOTARY PUBLIC FOR MAKATI CITY
Appointment No. M-435
Until December 2018
PTR No. 6615074/ 05 JAN 2018/ MAKATI CITY
Lifetime IBP No. 015008/ Makati City
Roll No. 66300
4th & 6th Floors, Filipino Bldg., 135 Dela Rosa St.,
Corner Legaspi Streets, Legaspi Village, Makati City

**CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION
OF CONCRETE STONE CORP.**



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned members of the Board of Directors (“**Board**”) of **CONCRETE STONE CORP.** (“**Corporation**”), and the Secretary of the Joint Special Meeting of the Stockholders and Board of Directors of said Corporation held on **December 1, 2020**, and conducted virtually via remote communication, do hereby certify that:

1. On December 1, 2020, a Joint Special Meeting of the Stockholders and Board of Directors was duly called for the purpose of, among others, amending the Articles of Incorporation (AOI), specifically:
 - a. Article II to reflect the change in the primary purpose of the Corporation;
 - b. Article III to reflect the change in principal office of the Corporation;
 - c. Article IV to reflect the change in the term of existence of the Corporation;
 - d. Article VI to reflect the increase of the number of directors of the Corporation, and;
 - e. Article VII to reflect the increase in the Authorized Capital Stock.

Notice of which was duly sent to each stockholder and director in accordance with the By-laws of the Corporation. The notice requirements for the said meeting have been duly waived by the Stockholders and Board of Directors attending such meeting.

2. All stockholders of the Corporation’s issued and outstanding shares were present at the meeting, and all of the members of the Board of Directors were present at the meeting.
3. At said meeting, and upon motion duly made and seconded, the following resolutions were duly adopted by the unanimous vote of stockholders representing one hundred percent (100%) the entire issued and outstanding capital stock of the Corporation and by all of the members of the Board of Directors:

“RESOLVED, that subject to the approval of the Securities and Exchange Commission, the stockholders and directors of the Corporation hereby authorize the amendment of ARTICLE II of its Articles of Incorporation (“AOI”) to read as follows:

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

PRIMARY PURPOSE

To engage in the business of the manufacture, production, distribution, merchandising, and sale, whether domestically or for export, of construction aggregates, precast, construction

solutions and supplies, and its by-products, including its derivatives, and any and all kinds of minerals, construction, and building materials.

“**RESOLVED FURTHER**, that subject to the approval of the Securities and Exchange Commission, the stockholders and directors of the Corporation hereby authorize the amendment of ARTICLE III of its Articles of Incorporation (“AOI”) to read as follows:

THIRD: The principal office of the Corporation is located in PMI Tower, Cabanillas Corner, 273 Pablo Ocampo Sr. Ext, Makati, 1203 Metro Manila, Philippines without prejudice to the opening or maintenance of such branches or correspondent or representative offices in or outside the Republic of the Philippines as the exigencies of the business or operations of the Corporation may require from time to time.

“**RESOLVED FURTHER**, that the stockholders and directors of the Corporation authorizes and approves the amendment of ARTICLE IV of its AOI to read as follows:

FOURTH: That the Corporation shall have perpetual existence.

“**RESOLVED FURTHER**, that the stockholders and directors of the Corporation authorizes and approves the amendment of ARTICLE VI of its AOI to read as follows:

SIXTH: That the number of directors of the corporation shall be **SEVEN (7)** and the names, nationalities and residences of the first directors of the corporation, majority of whom are residents of the Philippines, are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
FRANCIS LLOYD T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
MANUEL A. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
THERESA T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
DOMINIC VAN T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City
CHERRY ANNE T. CHUA	Filipino	Dona Feliza Mejia Subdivision, Ormoc City

“**RESOLVED FURTHER**, that the stockholders and directors of the Corporation authorizes and approves the increase in the authorized capital stock from One Hundred Million Pesos (Php100,000,000.00) divided into One Million (1,000,000) common shares at a par value of One Hundred Pesos (Php100.00) per share, to Two Billion Pesos (Php 2,000,000,000.00)

divided into Twenty Million (20,000,000) common shares at a par value of One Hundred Pesos (Php100.00) per share.

“RESOLVED FURTHER, that to reflect the said increase, the present provision of Article VII of the Articles of Incorporation of the Corporation be amended to read as follows:

SEVENTH: The authorized capital stock of the corporation is **TWO BILLION PESOS (P2,000,000,000.00)**, in lawful money of the Philippines, divided into **TWENTY MILLION (20,000,000)** shares with the par value of **ONE HUNDRED PESOS (P100.00)** per share.

“RESOLVED FINALLY, that the directors and/or officers of the Corporation be as they are hereby authorized to apply, file, sign, execute and deliver the necessary documents, deeds, and certifications necessary to accomplish the foregoing.”

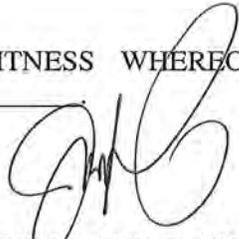
4. All requirements for the amendment of the Articles of Incorporation of the Corporation as provided for under Section 15 of the Revised Corporation Code of the Philippines have been complied with.
5. The amount of the said increase in the authorized capital stock of the Corporation is One Billion Nine Hundred Million Pesos (Php1,900,000,000.00) divided into Nineteen Million (19,000,000) common shares at a par value of One Hundred Pesos (Php100.00) per share. In respect of the proposed increase by One Billion Nine Hundred Million Pesos (Php1,900,000,000.00) in the authorized capital stock of the Corporation, the following subscribers have subscribed and paid their subscription, the details are as follows:

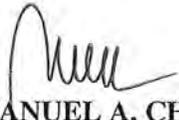
<u>Name</u>	<u>Nationality</u>	<u>No. of Shares Subscribed</u>	<u>Amount Subscribed</u>	<u>Amount Paid</u>
Industry Holdings and Development Corporation	Filipino	4,750,000	475,000,000.00	118,750,000.00
Total		4,750,000	475,000,000.00	118,750,000.00

6. That the Corporation has complied with the requirements of Section 38 of the Corporation Code with regards to the increase in the authorized capital stock of the Corporation.
7. A correct and true copy of the Amended Articles of Incorporation, reflecting the foregoing resolutions and as approved by all the directors and stockholders representing one hundred percent (100%) of the entire issued and outstanding capital stock of the Corporation, is hereto attached as Annex “A.”

[Signature Page Follows]

IN WITNESS WHEREOF, we have hereunto affixed our signatures this


FRANCIS LLOYD T. CHUA
Director
TIN: 901-128-486


MANUEL A. CHUA
Director
TIN: 101-720-135


THERESA T. CHUA
Director
TIN: 116-609-339


DOMINIC VAN T. CHUA
Director
TIN: 901-128-478


CHERRY ANNE T. CHUA
Director
TIN: 901-129-156


JILA H. PALCO
Corporate Secretary
TIN: 186-772-369

REPUBLIC OF THE PHILIPPINES)

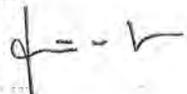
QUEZON CITY) S.S.

SUBSCRIBED AND SWORN to before me this 14 day of APR 2021
2020 in _____ exhibiting their valid identification cards as follows:

Name	Document and No.
FRANCIS LLOYD T. CHUA	TIN: 901-128-486
MANUEL A. CHUA	TIN: 101-720-135
THERESA T. CHUA	TIN: 116-609-339
DOMINIC VAN T. CHUA	TIN: 901-128-478
CHERRY ANNE T. CHUA	TIN: 901-129-156

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and place first above written.

Doc. No. 11 ;
Page No. 3 ;
Book No. 11 ;
Series of 2020.


ATTY. JESSELA L. TARIMAN
Notary Public for Quezon City
Admin Matter No. NP-133
Until December 31, 2022
PTR No. 9344556 Jan 6, 2020 QC