



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

COMPANY REG. NO. AS9508814A

CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

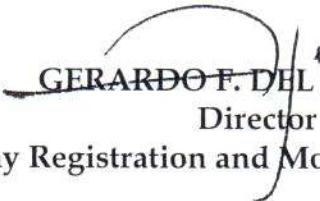
THIS IS TO CERTIFY that the amended articles of incorporation of the

CTBC BANK (PHILIPPINES) CORP.
(Amending Article VII thereof)

copy annexed, adopted on April 30, 2019 by a majority vote of the Board of Directors and on July 25, 2019 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 Section 14 of R.A. 8791 (The General Banking Law of 2000) 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 6th day of March, Twenty Twenty.


GERARDO F. DEL ROSARIO
Director

Company Registration and Monitoring Department

**AMENDED ARTICLES OF INCORPORATION
OF
CTBC BANK (PHILIPPINES) CORP.**

(Formerly: CHINATRUST (PHILIPPINES) COMMERCIAL BANK CORPORATION)

KNOW ALL MEN BY THESE PRESENTS:

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

AND WE HEREBY CERTIFY:

FIRST: The name of the said Corporation shall be:

CTBC BANK (PHILIPPINES) CORP.
(As Amended on 27 June 2013)

SECOND: The purpose for which the Corporation is formed is to carry on and engage in the business of commercial banking; to have and exercise, subject to the laws of the Philippines, all rights, privileges, powers and attributes of a commercial bank as provided by law, and with the approval of the Monetary Board of Bangko Sentral ng Pilipinas, to engage in and carry on the business of a trust company.

THIRD: That the place where the principal office of the corporation is to be established or located is at Fort Legend Towers, Third Avenue corner 31st Street, Bonifacio Global City, Taguig City. (As amended on 22 June 2011)

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

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

<u>NAME</u>	<u>CITIZENSHIP</u>	<u>ADDRESS</u>
WILLIAM B. GO	FILIPINO	2277 Magnolia Street, Dasmariñas Village, Makati City

NG MENG TAM	FILIPINO	13 Lawson Street, Mandaluyong, Metro Manila
RICARDO S. PO	FILIPINO	28 Jackson Street, West Greenhills, San Juan, Metro Manila
LARRY T. VILLAREAL	FILIPINO	32 Jackson Street, West Greenhills, San Juan, Metro Manila
JERRY C. ANGPING	FILIPINO	Suite 2202 B, Skyland Plaza, Sen. Gil J. Puyat Avenue, Makati City, Metro Manila
FERDINAND T. SANTOS	FILIPINO	12 Oliva Street, Valle Verde IV, Pasig City, Metro Manila

SIXTH: That the Number of Directors of the Corporation shall be eight (8) and that the names, nationalities and residences of the first directors who are to serve until their successors are elected and qualified as provided by the By-Laws, are as follows: (As amended on 19 May 1998, 21 June 2001, 21 June 2005 and 5 July 2018).

<u>NAME</u>	<u>CITIZENSHIP</u>	<u>ADDRESS</u>
WILLIAM B. GO	FILIPINO	2277 Magnolia Street, Dasmariñas Village, Makati City
NG MENG TAM	FILIPINO	13 Lawson Street, Mandaluyong, Metro Manila
RICARDO S. PO	FILIPINO	28 Jackson Street, West Greenhills, San Juan, Metro Manila
LARRY T. VILLAREAL	FILIPINO	32 Jackson Street, West Greenhills, San Juan, Metro Manila
JERRY C. ANGPING	FILIPINO	Suite 2202 B, Skyland Plaza, Sen. Gil J. Puyat Avenue, Makati City, Metro Manila
FERDINAND T. SANTOS	FILIPINO	12 Oliva Street, Valle Verde IV, Pasig City, Metro Manila

SEVENTH: That the capital stock of the Bank is **FOUR** BILLION PESOS (P 4,000,000,000.00) and said capital stock is divided into **Four** Hundred Million (400,000,000) Common Stock with a par value of Ten Pesos (P 10.00) each. (As amended on 25 July 2019)

EIGHTH: That the amount of said capital stock to be subscribed is NINE HUNDRED SEVENTY FIVE MILLION PESOS (P 975,000,000.00), and the following persons have subscribed for the number of shares and the amount of capital stock set out after their respective names:

<u>NAME</u>	<u>CITIZENSHIP</u>	<u>NO. OF SHARES</u>	<u>AMOUNT SUBSCRIBED</u>
JERRY C. ANGPING	FILIPINO	19,500,000	P 195,000,000.00
WILLIAM B. GO	FILIPINO	19,000,000	190,000,000.00
LARRY T. VILLAREAL	FILIPINO	18,500,000	185,000,000.00
RICARDO S. PO	FILIPINO	16,500,000	165,000,000.00
FERDINAND T. SANTOS	FILIPINO	15,000,000	150,000,000.00
NG MENG TAM	FILIPINO	8,500,000	85,000,000.00
ANGPING SECURITIES	FILIPINO	500,000	5,000,000.00
		<u>97,500,000</u>	<u>P 975,000,000.00</u>

NINTH: That the following persons, with their respective nationalities and residences above given, have agreed to pay on the shares of capital stock for which they subscribed the amount set out after their respective names upon issuance of the corresponding certificate of authority for registration of these Articles by the Monetary Board:

<u>NAME</u>	<u>AMOUNT SUBSCRIBED</u>
JERRY C. ANGPING	P 195,000,000.00
WILLIAM B. GO	190,000,000.00

LARRY T. VILLAREAL	185,000,000.00
RICARDO S. PO	165,000,000.00
FERDINAND T. SANTOS	150,000,000.00
NG MENG TAM	85,000,000.00
ANGPING SECURITIES	5,000,000.00
	<u>P 975,000,000.00</u>

TENTH: That **LARRY T. VILLAREAL** has been elected by the subscribers as Treasurer of the Bank to act as such until his/her successor is duly elected and shall have qualified in accordance with the By-Laws; and that, as such Treasurer, he/she has been authorized to receive for the Bank, and to receive in its name all subscriptions paid in by said subscribers.

ELEVENTH: Unless otherwise determined by the Board of Directors, no holder of stock of the Bank shall be entitled as such, as a matter of right, to purchase or subscribe for any stock of any class which the Bank may issue or sell, whether or not exchangeable for any stock of the Bank of any class or classes and whether out of unissued shares authorized by the articles of incorporation of the Bank as originally filed or by any amendment thereof or out of shares of stock of the Bank acquired by it after the issue thereof, and whether issued for cash, labor done, personal property, or real property, or leases thereof. Nor, unless otherwise determined by the Board of Directors, shall any holder of any shares of the capital stock of the Bank be entitled as such, as a matter of right, to purchase or subscribe for any obligation which the Bank may issue or sell that shall be convertible into or exchangeable for any shares of stock of the Bank of any class or classes, or to which shall be attached or appurtenant to any warrant or warrants or any other instrument or instruments that shall confer upon the holder or holders of such obligation the right to subscribe for or purchase from the Bank any shares of its capital stock of any class or classes. (As amended on 24 May 1999).

IN WITNESS WHEREOF, we have set hereunto our hands at Makati City,
Philippines, on this 6th day of September 1995.

(Sgd.)
WILLIAM B. GO
TIN: 122-821-281

(Sgd.)
JERRY C. ANGPING
TIN: 138-556-435

(Sgd.)
LARRY T. VILLAREAL
TIN: 102-646-867

(Sgd.)
RICARDO S. PO
TIN: 105-633-454

(Sgd.)
FERDINAND T. SANTOS
TIN: 106-808-161

(Sgd.)
NG MENG TAM
TIN: 115-867-386

SIGNED IN THE PRESENCE OF:

(Sgd.)

(Sgd.)

ACKNOWLEDGMENT

BEFORE ME, a Notary Public in and for the City of Makati, Philippines, personally appeared the following persons with their respective community tax certificates, to wit:

<u>Name</u>	<u>Res. Cert. No.</u>	<u>Date & Placed Issued</u>
JERRY C. ANGPING	9513303	April 4, 1995 / Makati City
WILLIAM B. GO	6764766	February 23, 1995 / Manila
LARRY T. VILLAREAL	1336787	March 3, 1995 / Quezon City
RICARDO S. PO	5837976	March 29, 1995 / Taguig
FERDINAND T. SANTOS	2026250	February 23, 1995 / Antipolo
NG MENG TAM	509356B	February 20, 1995 / Manila

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

(Sgd.)
MA. LOURDES A. PASCUAL
Notary Public
Until December 31, 1995
PTR No. 4672017; 01-26-95; Makati
IBP No. 387705; 02-23-95

Doc. No. 382;
Page No. 178;
Book No. II;
Series of 1995.