



**OFFICIAL RECEIPT**  
Republic of the Philippines  
DEPARTMENT OF FINANCE  
SECURITIES AND EXCHANGE COMMISSION  
Secretariat Building, PICC Complex  
Roxas Boulevard, Pasay City, 1307



Accountable Form No. 51 Revised 2006	<b>ORIGINAL</b>
DATE November 10, 2021	No. <b>2066360</b>

**PAYOR** FPG INSURANCE CO., INC.  
MAKATI CITY

NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
Amended Articles of Incorporation	4020102000(606)	CRMD	1,000.00
Documentary Stamp Tax	4010401000(4010401)		30.00
Legal Research Fee (A0823)	2020105000(131)		10.00
<b>TOTAL</b>			<b>PHP 1,040.00</b>
<b>AMOUNT IN WORDS</b> ONE THOUSAND FORTY PESOS AND 00/100			
<b>Received</b> <input type="checkbox"/> Cash <input type="checkbox"/> Treasury Warrant <input checked="" type="checkbox"/> Check <input type="checkbox"/> Money Order			<b>Received the Amount Stated Above</b>  OFELIA A. CAPISPISAN COLLECTING OFFICER
Treasury Warrant, Check, Money Order Number MC-40655			
Date of Treasury Warrant, Check, Money Order MC-2021-11-08			O.R. No. 2066360

**NOTE:** Write the number and date of this receipt on the back of treasury warrant, check or money order received.





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

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

COMPANY REG. NO. 14025

**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

**FPG INSURANCE CO., INC.**  
(Amending Article VI thereof)

copy annexed, adopted on April 05, 2021 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 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 Pasay City, Metro Manila, Philippines, this 17<sup>th</sup> day of November, Twenty Twenty One.

  
DANIEL P. GABUYO

Assistant Director

SO Order 1188 Series of 2018

PGA/qba



# COVER SHEET

## for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT- ARTICLE VI  
OF ARTICLES OF INC.

SEC Registration Number

1 4 0 2 5

Former Company Name

F P G I N S U R A N C E C O . I N C .

AMENDED TO:  
New Company Name

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

6/f Z U E L L I G B L D G . M A K A T I A V E .

C O R N E R P A S E O D E R O X A S M A K A T I

ZIP CODE

C I T Y

### COMPANY INFORMATION

Company Email Address

aperalta@zuelligpharma.com

Company's Telephone Number/s

8 7893 403

Mobile Number

0917 866 7321

### CONTACT PERSON INFORMATION

The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name/Contact Person

ANA LIZA A. PERALTA

Contact No.

8 7893 402

Email Address

aperalta@zuelligpharma.com

Mobile No.

0917 8667321

Contact Person's Address

Km. 14, West Service Road, South Superhighway corner Edison Avenue, Sun Valley, Paranaque City

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

**DIRECTORS' CERTIFICATE ON THE AMENDMENT  
OF THE ARTICLES OF INC.**

OF

**FPG INSURANCE CO., INC.**



KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned Corporate Secretary and majority of the Board of Directors of **FPG INSURANCE CO., INC.** do hereby certify:

That at the Annual Meeting of the Stockholders held via teleconference on April 5, 2021, stockholder representing more than two-thirds (2/3) of the Corporation's outstanding capital stock, resolve to amend the Articles of Incorporation of the Corporation, to read as follows:

“RESOLVED, that the stockholders of **FPG INSURANCE CO., INC.** (the “Corporation”) unanimously approved the amendment of the Corporation's Articles of Incorporation, particularly the Sixth Article, reducing the number of the Corporation's board of directors from Seven (7) to Five (5);

RESOLVED FURTHER, that ARTICLE SIXTH of the Corporation's Articles of Incorporation be, as it hereby is amended to read as follows:

SIXTH: That the number of directors of said corporation shall be FIVE (5), who shall serve as Directors until their successors are elected and qualified, as provided in the By-Laws.”

That the above amendment was approved by a unanimous vote of the members of the Board of Directors of the Corporation and by a vote of the stockholders representing more than two-thirds (2/3) of the Corporation's total stock on April 5, 2021, in accordance with Section 17 of the Revised Corporation Code of the Philippines.

We do hereby certify that the attached document is a true and correct copy of the Articles of Incorporation, as amended.



IN WITNESS WHEREOF, we hereby set our hands and affixed our signatures this \_\_\_\_\_

day of JUN 25 2021 at Makati City, Philippines.

  
**DAVID ZUELLIG**

Director

TIN- 108-151-569

  
**KASIGOD V. JAMIAS**

Director

TIN- 106-178-264

  
**GENEROSA PIO DE RODA-REYES**

Director

TIN- 106-905-791

  
**RICARDO J. ROMULO**

Director

TIN - 130-998-357

  
**AVELINO M. SEBASTIAN, JR.**

Director

TIN - 107-277-748

Attested by:

  
**DAVID ZUELLIG**

Chairman

TIN - 108-151-569

  
**ANA LIZA A. PERALTA**

Corporate Secretary

TIN-171-458-067

REPUBLIC OF THE PHILIPPINES)

**MAKATI CITY** ) SS.

SUBSCRIBED AND SWORN to before me this JUN 25 2021 day of \_\_\_\_\_ at  
**MAKATI CITY**, affiant exhibiting to me their Passports, as follows:

PASSPORT DETAILS				PLACE OF
NAME	NO.	DATE ISSUED	VALID UNTIL	ISSUE
Ricardo J. Romulo	P3989237A	8-10-2017	8-9-2022	DFA, Manila
Kasigod V. Jamias	P0451899B	1/29/2019	1/28/2029	DFA, Manila
Generosa Pio de Roda Reyes	P5505579A	1/3/2018	1/2/2028	DFA, Manila



David Zuellig	P2468520A	3-24-2017	3/23/2022	DFA, Manila
Avelino M, Sebastian, Jr.	P1090545B	3-18-2019	3-17-2029	DFA, NCR Central
Ana Liza A. Peralta	P3809614A4	7/26/2017	7/25/2022	DFA, Manila

Doc. No. 32;  
 Page No. 8;  
 Book No. 1;  
 Series of 2021.

**KRISTINE SHERIKA P. CHY**

Attorney Roll No. 72131

Appointment No. M-141

Notary Public-Makati City; Until 31 December 2022

Meneses Gonzalez & Gupit Law Offices

18/F 88 Corporate Center, Valero cor. Sedeño Sts., Makati City

PTR No. 8533063 / 04 January 2021 Makati City

IBP No. 137466 / 04 January 2021 / Makati City Chapter



**AMENDED ARTICLES OF INCORPORATION**

**OF**

**FPG INSURANCE CO., INC.**

(Formerly: Federal Phoenix Assurance Company, Inc.)

As amended on November 19, 2014

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are citizens and/or residents of the Philippines, on this date have voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY:

First: That the name of said corporation shall be:

FPG INSURANCE CO., INC.

(As amended on November 19, 2014)

Second: That the purpose for which said corporation is formed are:

(a) To insure houses, tenements, motor vehicles, merchandise, and all other property and effects, real and personal, against loss or damage by fire, storm, earthquake, accident or otherwise, and to carry on the ordinary business of fire insurance in all the aforesaid branches. To rebuild, repair, replace or reinstate houses, buildings, machinery and every other description of property which may be insured by the company and to carry on any kind of business necessary or expedient for any such purpose;

(b) To insure against every description of marine risk, which may legally be undertaken, relating to the perils incidental to the seas, ships, vessels, and water craft of all descriptions, and also the freights, goods, merchandise, cargo and all property whatsoever in or on board of the same, whether the same may be effected or made according to law. To insure all other matters and things which lawfully may or can be, from time to time, insured or be the subject of insurance against perils of the sea, and also generally to carry on other branches and departments of the insurance business;

(c) To grant either in the Philippines or abroad, policies or other instruments of insurance against or insuring competition of payment in case of death or injury to health or limb by railway or airplane accident or shipwreck or other perils of the land, sea or air, or any other accident or misadventure or violence during any journey or voyage by land or water or air, or during any



other limited or specific period; and to prepare, provide and supply medicine and surgical aid and treatment of any other assistance and all remedies and requirements in case of accident or harm to any person or the family and household of any person whom the company shall insure or to any person dwelling or staying in the house of such person insured;

(d) To reinsure any or all rights of the company and to undertake all kinds of reinsurance and counter-insurance connected with the business of any other company. To conclude reciprocal reinsurances and treaties on all kinds of insurance.

(e) To guarantee the fidelity of persons holding places of public or private trust and to agree to the faithful performance of any contract or undertaking made with any public authority;

(f) To guarantee the performance of contracts, agreements, undertakings, obligations, promises or duties, of all kinds other than insurance policies;

(g) To guarantee title to property;

(h) To guarantee the performance of insurance contracts where surety bonds are acceptable for such purpose;

(i) To execute and guarantee bonds and undertakings of all kinds, required or permitted to be taken in any or all actions, proceedings, negotiations, importations, exportations, or other transactions or operations, either by private individuals, or by heads of departments courts, judges, officers, boards or bodies, whether administrative, executive, legislative or judicial;

(j) To guarantee and indemnify merchants, traders and those engaged in business and giving credits, from loss or damage by reason of giving and extending such credit to their customers or persons dealing with them;

(k) To guarantee and indemnify professional practitioners from loss, damage or liability unto third persons in relation to the exercise of their profession;

(l) To indemnify against loss or burglary, theft, forgery, embezzlement, or by any one or more of such happenings;

(m) To insure glass against breakage;

(n) To guarantee and indemnify the owners and users of steam boilers and pipes, of fly wheels, engines of all kinds or machinery, against explosion, or other accident and against loss or damage in life or property resulting therefrom, and against loss of use or occupancy caused thereby, and against liability unto third persons or by any of said causes; and to make inspection of, and to insure certificates of inspection upon such boilers, pipes, fly wheels, engines and machinery;



(o) And, generally, to execute, sign and carry out fidelity bonds and surety undertakings of every nature and kind usual in the business of fidelity and surety companies, or permitted by law unto such companies;

(p) To carry on the business of life insurance in all its branches and in particular to grant or effect assurances of all kinds for payment of money by way of single payment or by several payments, or by way of immediate or deferred annuities upon the death of or upon the attainment of a given age by any person or persons subject or not to such death or attainment of a given age happening in the lifetime of any other person or persons, or upon the birth or failure, without prejudice to the generality of the foregoing words, to do all or any of the following things:

- (1) To grant annuities, immediate or deferred, payable between any fixed dates or contingent as to their commencement or determination upon any event dependent upon human life or the birth or failure of issue or otherwise;
- (2) To carry on the business of insurance against personal injuries by accident either in connection with life policies or other related business activities either in connection with life policies or other related business activities;
- (3) To carry on the business of insurance against loss of health, or incapacity from physical causes of any description, either alone or in combination with life insurance;
- (4) To acquire or extinguish by purchase or surrender any policy or grant issued by the company;
- (5) To create or set aside part of the capital or revenue of the company a special fund or special funds and to give to any class of its policyholders annuitants or creditors any preferential rights over any fund or funds so created, and for such or any other purpose of the company to place any portion of the Company's property in the name or names of within the control of any or more trustee or trustees, or to give to any class of insurers a right to participate in the profit of the company or of any branch of its business;
- (6) To reinsure all or any of the risk of the company and to undertake any authorized risks either by way of reinsurance;
- (7) To lend money on such terms as may be deemed expedient subject to the requirements of law. (As amended on April 21, 1994)



(q) To lend money on such terms as may seem expedient, subject to the requirements of law;

(r) To purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any person or company carrying on any business which this company is authorized to carry on or possess or property suitable for the purposes of this company;

(s) To acquire by purchase and to invest in, hold, sell or otherwise dispose of the stocks or bonds, or any interest in either, or any obligations or evidences of any person, firm or corporation and which the owner of such stocks, bonds or indebtedness of any corporation or corporations, domestic or foreign, or the bonds or other obligations or evidences of indebtedness, to interest therein or other obligations or evidence of indebtedness, and exercise all the rights, powers and privileges of ownership including the right to vote thereon or consent in respect thereof for any and all purposes;

(t) To purchase or otherwise acquire, sell, lease, convey, mortgage, encumber and otherwise deal with any property or interest therein, or easement, right or privilege over or in respect of any property, real or personal, as may be permitted by law and as may be reasonably necessary to enable it to carry out the purposes for which the corporation is created as may now hereafter be permitted by law;

(u) To procure the company to be registered or recognized or to be permitted to or allowed to carry on its business or any branch or branches thereof in any foreign country or place; and in carrying out on its business to do any and all acts and things and exercise any and all powers which a natural person could do or exercise or which now is or may, thereafter, be authorized by law;

(v) To do all or any of the above things in any place in which the company may determine as principals, against contractors, trustees or otherwise, and by or through trustees, agents or otherwise and either alone or in conjunction with others;

(w) To do all such other things as are incidental or conducive to the attainment of the above objects;

(x) To do and perform any and all of the acts and things and to exercise all of the general powers conferred by law upon corporations similarly organized and usually and ordinarily incidental to companies of like nature and kind;

(y) And, in general, to engage in the business of insurance and guaranty in any branches, for a consideration to indemnify any person, firm, corporation, or government entity against loss, damage or liability arising from an unknown or contingent event, and to guarantee liabilities and

obligations of any person, firm, corporation or government entity, and to act as agent of other insurance or surety companies, in any of its branches.

Third: That the place where the principal office of the corporation is to be established or located is at the 6<sup>th</sup> Floor, Zuellig Building, Makati Avenue corner Paseo de Roxas, Makati City 1225.

(As amended on August 17, 2012);

Fourth: That the term for which said corporation is to exist, is extended for another fifty (50) years from its original expiry date. (As amended on November 12, 2007).

Fifth: That the names and residences of the incorporators of said corporation are as follows:

Name	Residence	Citizenship
Laureano Araullo	449 Palmera, Sampaloc, Manila	Filipino
Franz Rudmann	1167 Pasong Tamo, Makati, Rizal	Swiss
Alberto Sevilla	6 Zobel Roxas, Makati, Rizal	Filipino
Kurt Gantner	43 Pili Avenue, Forbes Park Makati, Rizal	Swiss
Wilfrido S. Lopez	203 Martinez, Mandaluyong Rizal	Filipino

Sixth: That the number of directors of said corporation shall be FIVE (5), who shall serve as Directors until their successors are elected qualified as provided by the By-Laws. (As amended on April 5, 2021)

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Amended at the Annual Stockholders' Meeting held on April 5, 2021 via teleconference



Seventh: That the authorized capital stock of the Corporation is Seven Hundred Million Pesos (P700,000,000.00), Philippine Currency, and said capital stock is divided into Fifty Six Million (56,000,000) Class "A" stock and Fourteen Million (14,000,000) Class "B" stock, with par value of Ten Pesos (P10.00) each. The shares of Class "A" stock and Class "B" stock shall be entitled, in all respects, to equal rights and privileges provided, however, that Class "A" shall have no voting rights except in those cases expressly provided by law. (As amended on December 10, 2019)

Eight: That the amount of said capital stock which has been actually subscribed is Five Hundred Thousand Pesos (P500,000.00), and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names and have furthermore agreed to pay an amount equal to ten percent (10%) of their subscribed capital stock to form a "contributed surplus fund:

Name	No. of Shares	Amount of Subscription	Contributed Surplus
Gilbert Zuellig	49,960	P499,600	49,960
Franz Rudmann	10	100	10
Alberto Sevilla	10	100	10
Kurt Gantner	10	100	10
Wilfrido S. Lopez	10	100	10
<b>TOTAL</b>	<b><u>50,000</u></b>	<b><u>P500,000</u></b>	<b><u>50,000</u></b>

The contributed surplus paid in by the subscriber shall, with the approval of the Insurance Commissioner, be repaid in cash to the contributing stockholders in the same amount and without interest, as soon as the earned surplus reserve of the corporation as may be provided in the by-laws shall, in the judgment of the Board of Directors, justify it.

Ninth: That the following persons have paid for the shares of capital stock for which they have subscribed and as their share in the "contributed surplus fund", the amount shall set out opposite their respective names:

Name	Amount Paid on Subscription	Contributed Surplus
Gilbert Zuellig	P249,800	P49,960
Franz Rudmann	50	10
Alberto Sevilla	50	10
Kurt Gantner	50	10
Wilfrido S. Lopez	50	10
TOTAL	<u>P250,000</u>	<u>P50,000</u>

Tenth: That Mr. Kurt Gantner has been elected by the subscribers as the 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 receipt in its name for all subscriptions paid by said subscribers.

IN WITNESS WHEREOF, we have signed these presents at Manila, Philippines, this 28<sup>th</sup> day of May, 1958.

(Sgd.) LAUREANO ARAULLO

(Sgd.) FRANZ RUDMANN

(Sgd.) ALBERTO SEVILLA

(Sgd.) KURT GANTNER

(Sgd.) WILFRIDO S. LOPEZ



Signed in the presence of:

(Sgd.) PIO MARIANO

(Sgd.) MIGUEL HERERA

REPUBLIC OF THE PHILIPPINES)  
CITY OF MANILA ) SS.

BEFORE ME, the undersigned Notary Public in and for the City of Manila, on this day  
personally appeared:

Name	Res. Cert.	Date/Place of Issue
Laureano Araullo	A-0382820	May 232, 1958/Manila
Franz Rudmann	A-0114127	Jan. 08, 1958/Manila
Albert Sevilla	A-0114100	Jan. 14, 1958/Manila
Kurt Gantner	A-0114089	Jan. 13, 1958/Manila
Wilfrido S. Lopez	A-0114084	Jan. 13, 1958/Manila

all of whom are known to me and to me known to be the same persons whose names are subscribed  
to and who executed the foregoing Articles of Incorporation, and acknowledged to me that they  
executed the same as an act of their free will and deed.

In testimony whereof, I have hereunto set my hand and affixed my notarial seal at Manila,  
Philippines, this 28<sup>th</sup> day of May, 1958.

(Sgd.) BERMUNDO S. SIMBULAN  
Notary Public  
Until December 31, 1958

Doc. No. 302;  
Page No. 62;  
Book No. III;  
Series of 1958.

REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY ) SS.

### SECRETARY'S CERTIFICATE

I, **ATTY. ANA LIZA A. PERALTA**, Corporate Secretary of **FPG INSURANCE CO., INC.**, a corporation duly organized and existing under and by virtue of the Philippine Laws, with principal office and place of business at the 6/F Zuellig Building, Makati Avenue corner Paseo de Roxas, Makati City, after having been duly sworn in accordance with law, hereby certify that the Board of Directors in its Special Meeting held via teleconference on April 5, 2021, at which meeting a quorum was present and acting throughout, unanimously approved the following resolutions:

FPG Insurance Co., Inc.  
Circular Resolution No. 4-5-2021(12)

"RESOLVED, that the Board of Directors of **FPG INSURANCE CO., INC.** (the "Corporation") unanimously approved Management's recommendation to amend the Corporation's Articles of Incorporation, particularly the Sixth Article, reducing the number of the Corporation's board of directors from Seven (7) to Five (5);

RESOLVED, that **ARTICLE SIXTH** of the Corporation's Articles of Incorporation be, as it hereby is amended to read as follows:

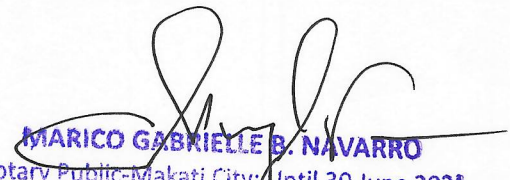
SIXTH: That the number of directors of said corporation shall be FIVE (5), who shall serve as Directors until their successors are elected and qualified, as provided in the By-Laws."

IN WITNESS WHEREOF, I have hereto affixed my signature this JUN 14 2021 day of May, 2021 at Makati City, Philippines.

  
**ANA LIZA A. PERALTA**  
Corporate Secretary

JUN 14 2021 SUBSCRIBED AND SWORN to before me a Notary Public, for and in Makati City, this day of May, 2021, affiant exhibiting to me her Passport under Passport No. P3809614A issued in DFA, Manila on July 26, 2017 and valid until July 25, 2022, bearing the affiant's photograph and signature.

Doc. No. 469;  
Page No. 91;  
Book No. 1;  
Series of 2021.

  
**MARICO GABRIELLE B. NAVARRO**  
Notary Public-Makati City, Until 30 June 2021  
Attorney Roll No. 72109 Appointment No. M-463  
MENESES GONZALEZ & GUPIT LAW OFFICES  
18/F 88 Corporate Center, Valero cor. Sedeño Sts., Makati City  
PTR No. 8533062 / 04 January 2021 / Makati City  
IBP No. 137465 / 04 January 2021/ Makati Chapter 1



REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY ) SS.

### SECRETARY'S CERTIFICATE

I, **ATTY. ANA LIZA A. PERALTA**, Corporate Secretary of **FPG INSURANCE CO., INC.**, a corporation duly organized and existing under and by virtue of the Philippine Laws, with principal office and place of business at the 6/F Zuellig Building, Makati Avenue corner Paseo de Roxas, Makati City, after having been duly sworn in accordance with law, hereby certify that the Stockholders in its Annual Meeting held via teleconference on April 5, 2021, at which meeting a quorum was present and acting throughout, unanimously approved the following resolutions:

FPG Insurance Co., Inc,  
Circular Resolution No. 4-5-2021(16)

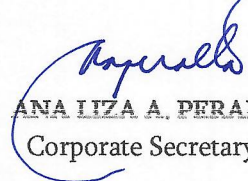
"RESOLVED, that the stockholders of **FPG INSURANCE CO., INC.** (the "Corporation") unanimously approved the amendment of the Corporation's Articles of Incorporation, particularly the Sixth Article, reducing the number of the Corporation's board of directors from Seven (7) to Five (5);

RESOLVED FURTHER, that ARTICLE SIXTH of the Corporation's Articles of Incorporation be, as it hereby is amended to read as follows:

SIXTH: That the number of directors of said corporation shall be FIVE (5), who shall serve as Directors until their successors are elected and qualified, as provided in the By-Laws."

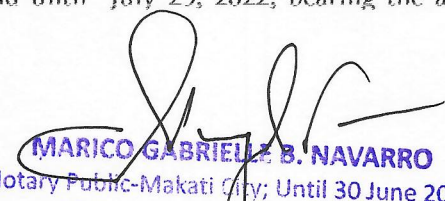
JUN 14 2021

IN WITNESS WHEREOF, I have hereto affixed my signature this \_\_\_\_\_ day of May, 2021 at Makati City, Philippines.

  
**ANA LIZA A. PERALTA**  
Corporate Secretary

JUN 14 2021 SUBSCRIBED AND SWORN to before me a Notary Public, for and in Makati City, this \_\_\_\_\_ day of May, 2021, affiant exhibiting to me her Passport under Passport No. P3809614A issued in DFA, Manila on July 26, 2017 and valid until July 25, 2022, bearing the affiant's photograph and signature.

Doc. No. 468;  
Page No. 95;  
Book No. 1;  
Series of 2021.

  
**MARICO GABRIELLE B. NAVARRO**  
Notary Public-Makati City; Until 30 June 2021  
Attorney Roll No. 72109/Appointment No. M-463  
MENESES GONZALEZ & GUPIT LAW OFFICES  
18/F 88 Corporate Center, Valero cor. Sedeño Sts., Makati City  
PTR No. 8533062 / 04 January 2021 / Makati City  
IBP No. 137465 / 04 January 2021/ Makati Chapter

REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY ) SS.

**SECRETARY'S CERTIFICATE**

I, **ATTY. ANA LIZA A. PERALTA**, of legal age, Filipino, with business and postal address at Km. 14, West Service Road, South Superhighway corner Edison Street, Sun Valley, Paranaque City, being duly sworn, depose and state that:

1. I am the duly elected and qualified Corporate Secretary of **FPG INSURANCE CO., INC.**, a corporation organized and existing under the laws of the Philippines (hereinafter, the "Corporation") with address at the 6/F Zuellig Building Makati Avenue corner Paseo de Roxas, 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 is duly elected and/or appointed directors or officers or vice-versa.

IN WITNESS WHEREOF, I have hereunto set my hand this 15 day of June, 2021 at Makati City.

**JUN 15 2021**

  
**ANA LIZA A. PERALTA**  
Corporate Secretary

SUBSCRIBED AND SWORN to before me, a Notary Public for and in the City of Makati, Philippines, this 15 day of June, 2021, affiant who is personally known to me and whose identity I have confirmed through her Passport under Passport No. P3809614A issued in DFA, Manila on July 26, 2017 and valid until July 25, 2022, bearing the affiant's photograph and signature.

  
**KRISTINE SHERIKA P. CHY**

Attorney Roll No. 72131,  
Appointment No. M-141

Notary Public-Makati City; Until 31 December 2022

Meneses Gonzalez & Gupit Law Offices

18/F 88 Corporate Center, Valero cor. Sedeño Sts., Makati City

PTR No. 8533063 / 04 January 2021 Makati City

IBP No. 137466 / 04 January 2021 / Makati City Chapter

Doc. No. 11;  
Page No. 4;  
Book No. 1;  
Series of 2021.