

# San Miguel Global Power Holdings Corp.

🎱 40 San Miguel Avenue, Mandaluyong City, Metro Manila

(02) 5317 1000

7 November 2024

### MR. ANTONINO A. NAKPIL

President & CEO Philippine Dealing & Exchange Corp. 29/F, BDO Equitable Tower, 8751 Paseo de Roxas, Makati City

# Attention: ATTY. SUZY CLAIRE R. SELLEZA Head - Issuer Compliance and Disclosure Department Philippine Dealing & Exchange Corp.

Subject: Amendments to Articles of Incorporation

Gentlemen:

San Miguel Global Power Holdings Corp. (the "Corporation") hereby reports that on 26 September 2024, the Securities and Exchange Commission ("SEC") approved the amendment of the Amended Articles of Incorporation of the Corporation reflecting the change of principal place of business of the Corporation *from* "5th Floor, C5 Office Building Complex, #100 E. Rodriguez Jr. Ave., C5 Road, Bo. Ugong, Pasig City 1604, Metro Manila" *to* "No. 40 San Miguel Avenue, Wack-Wack Greenhills 1550, City of Mandaluyong, Second District, National Capital Region".

The Corporation received a copy of the Certificate of Filing of the Amended Articles of Incorporation of the Corporation on 21 October 2024, attached herewith for your reference.

Thank you.

Very truly yours,

SAN MIGUEL GLOBAL POWER HOLDINGS CORP.

By: In

**ELENITA D. GO** Corporate Information Officer Senior Vice President and General Manager



#### REPUBLIC OF THE PHILIPPINES SECURITIES AND EXCHANGE COMMISSION The SEC Headquarters 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209, Metro Manila



COMPANY REG. NO.: CS200801099

### CERTIFICATE OF FILING OF AMENDED ARTICLES OF INCORPORATION OF

# San Miguel Global Power Holdings Corp.

## KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Commission has approved the amendment of the <u>Principal Office Address</u> of the above-named Corporation pursuant to the provisions of Section 15 of the Republic Act No. 11232, Revised Corporation Code of the Philippines, which took effect on February 23, 2019.

This amendment was adopted on <u>May 13, 2024</u> by majority vote of the Board of Directors and on <u>June 4, 2024</u> by the vote of at least two-thirds (2/3) of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the Corporation.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this <u>26th</u> day of September, Two Thousand Twenty-Four.



GERARDO F. DEL ROSARIO Director

Company Registration and Monitoring Department This is a computer generated certificate, signature is not required.





# **ANNEX "D" - ANNOTATION**

Approved by at least two-thirds (2/3) of the

ARTICLES OF INCORPORATION						
ORGANIZATIONAL DETAIL	TRN-S082024-CRMD00070N					
Corporate Name	San Miguel Global Power Holdings Corp.					
Date of Approval by the Commission	26 September 2024					
Approved by majority of the Directors	13 May 2024					

04 June 2024

outstanding capital stock Subject of Amendment Change of Principal Office Address

то

40 SAN MIGUEL AVENUE WACK-WACK GREENHILLS 1550 CITY OF MANDALUYONG SECOND DISTRICT NATIONAL CAPITAL REGION (NCR)

FROM 5th Floor, C5 Office Building Complex, #100 E. Rodriguez Jr. Ave., C5 Road, Bo. Ugong, Pasig City 1604, Metro Manila.



\*

SEC Main Office The SEC Headquarters 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209

# electronic Official Receipt

# **Transaction Details**

 eOR Number
 20240926-PM-0125403-11

 Transaction Number
 20240926121212800110170813495700196

 Payment Date
 September 26, 2024 10:59 AM

 Payment Scheme
 gcash

 Status
 COMPLETED

 Payment Status
 PAYMENT\_SUCCESS

# **Payment Assessment Details**

PAF No.	20240926-11434336	
PAF Date	2024-09-26 06:54:32	4
Payor Name	San Miguel Global Power Holdings Corp.	
	5TH FLOOR, C5 OFFICE BUILDING COMPLEX, # 100 E. RODRIGUEZ JR PASIG NCR	. AVE., CITY OF

#	Nature of Collection	Account Code	Amount
1	Amended Articles of Incorporation	4020102000(606)	1,000.00
2	Legal Research Fee (A0823)	2020105000(131)	10.00
3	Documentary Stamp Tax	4010401000(4010401)	30.00
	43	тот	AL 1,040.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.

# **COVER SHEET**

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for Applications at

COMPANY REGISTRATION AND MONITORING DEPARTMENT

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### COMPANY REGISTRATION AND MONITORING DEPARTMENT AMENDMENT FORM (Articles of Incorporation)

Corporate Name: SAN MIGUEL GLOBAL POWER HOLDINGS CORP. Company Type: STOCK CORPORATION Authorized Representative: CHECA, ALMA GONZALES Mobile/Landline No.: 09954130502 SEC Registration No.: CS200801099

Email Address: acheca@sanmiguel.com.ph

Provision for Amendment on Articles of Incorporation: Change of Principal Office Address

From (based from the latest SEC approved Articles of Incorporation (amendments, if any))	То
5th Floor, C5 Office Building Complex, #100 E. Rodriguez Jr. Ave., C5 Road, Bo. Ugong, Pasig City 1604, Metro Manila.	40 SAN MIGUEL AVENUE WACK-WACK GREENHILLS 1550 CITY OF MANDALUYONG SECOND DISTRICT NATIONAL CAPITAL REGION (NCR)

### DIRECTORS' CERTIFICATE

We, the undersigned majority of the Board of Directors and the Corporate Secretary of <u>San Miguel</u> <u>Global Power Holdings Corp.</u>, do hereby certify that the Articles of Incorporation of said corporation was amended by a <u>majority</u> vote of the Board of Directors at a meeting held on <u>May 13, 2024</u>, at which meeting a quorum was present, and ratified by the stockholders owning or representing <u>at least two-</u> thirds (2/3) of the outstanding capital stock at a meeting held on <u>June 4, 2024</u> at the principal office of the corporation.

We further certify that to the best of our knowledge, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

RAMON S. ANG

Chairman of the Board

JOHN PA JL L. ANG Director

AURORA T. CALDERON Director

VIRGILIO S. JACINTO Director, Corporate Secretary and Compliance Officer

APR 1 5 2024

at

Doc. No.: Page No.: 34 Book No.: 11 Series of 2024. ZAMORA 0.0513-23 sion landaluyong City Not ber 31, 2024 Ave., Mandaluyong City SMC, 40 San M Roll of Alomeys No. 61379 NOTARY PUBLIC PTR No. 5427159; 01/02/2024; Mandaluyong City IBP Lifetime Member No. 018307; 12/14/17; RSM ROLL NO. 61379 MCLE Compliance No. VII-0023074; 07/07/22; Pasig City 2

### REPUBLIC OF THE PHILIPPINES) MANDALUYONG CITY ) S.S.

### AFFIDAVIT OF UNDERTAKING

I, IRENE M. CIPRIANO, of legal age, Filipino, with office address at No. 40 San Miguel Avenue, Mandaluyong City, after having been sworn to in accordance with law hereby depose and state:

1. I am the incumbent Assistant Corporate Secretary of **SAN MIGUEL GLOBAL POWER HOLDINGS CORP.** (the "Corporation"), a corporation duly organized and existing under Philippine laws under the SEC Registration No. CS200801099 with office address at 5<sup>th</sup> Floor, C5 Office Building Complex, #100 E. Rodriguez Jr. Ave., C5 Road, Bo. Ugong, Pasig City 1604, Metro Manila.

2. The Corporation has a pending application for amendment of Articles of Incorporation with the Company Registration and Monitoring Department (CRMD).

3. One of the requirements for the processing of the said application is a Monitoring Clearance issued by the Compliance Monitoring Division (CMD) of the CRMD.

4. In view of the foregoing, the Corporation undertakes to comply with the Monitoring Clearance requirement immediately and pay the assessed fines and penalties, if any.

5. Consequently, the Corporation consents to the post-evaluation of its application for amendment and shall thereby comply with whatever directive the Commission may provide. Otherwise, the approved amendment to the Articles of Incorporation may be deemed cancelled and the amount paid in relation thereto shall be forfeited in favor of the Commission.

6. I am authorized by the Board of Directors to execute this undertaking pursuant to a resolution duly approved at the Regular Board Meeting held on 13 May 2024 *via* videoconferencing.

I declare under the penalties of perjury, that these statements have been made in good faith, verified by me and I attest to the correctness and completeness of the declaration therein.

IRENE M. CIPRIANO

Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me on 23 July 2024 at Mandaluvong City, affiant exhibiting to me her

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MA, KRISTINA S. ZAMORA Commission No. 0513-23 Notan Public for Mandaluyong City Until December 31, 2024 SMC, 40 San Miguer Ave., Mandaluyong City Roll of Alforneys No. 61379 PTR No. 5427159; 01/02/2024; Mandaluyong City IBP Lifetime Member No. 018307; 12/14/17; RSM MCLE Compliance No. VII-0023074; 07/07/22; Pasig City