

# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)  
Mar 31, 2022
2. SEC Identification Number  
12942
3. BIR Tax Identification No.  
000-104-320-000
4. Exact name of issuer as specified in its charter  
Marcventures Holdings Inc.
5. Province, country or other jurisdiction of incorporation  
Metro Manila, Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
4th Floor BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati  
City  
Postal Code  
1227
8. Issuer's telephone number, including area code  
632-88314479
9. Former name or former address, if changed since last report  
-
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON	3,014,820,305

11. Indicate the item numbers reported herein  
Item 9 Other Events

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*

# Marcventures Holdings, Inc.

## MARC

### PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation

*References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules*

**Subject of the Disclosure**

Amendments to Articles of Incorporation

**Background/Description of the Disclosure**

The amendment to Article Sixth of the Articles of Incorporation reducing the number of board seats from eleven (11) directors to nine (9) directors was already approved by the stockholders on September 3, 2021.

<b>Date of Approval by Board of Directors</b>	Jun 25, 2021
<b>Date of Approval by Stockholders</b>	Sep 3, 2021
<b>Other Relevant Regulatory Agency, if applicable</b>	The Securities and Exchange Commission
<b>Date of Approval by Relevant Regulatory Agency, if applicable</b>	Mar 28, 2022
<b>Date of Approval by Securities and Exchange Commission</b>	Mar 28, 2022
<b>Date of Receipt of SEC approval</b>	Mar 31, 2022

**Amendment(s)**

Article No.	From	To
Sixth	The number of directors of the said corporation shall be eleven (11) and the names and residences of the directors who are to serve until their successors are elected and qualified, as provided by the By-Laws, are as follows: (Amended on November 14, 2014; and October 23, 2017).	The number of directors of the said corporation shall be nine (9) and the names and residences of the directors who are to serve until their successors are elected and qualified, as provided by the By-Laws, are as follows: (Amended on November 14, 2014; October 23, 2017; and by the Board of Directors on June 25, 2021 and by the Stockholders representing at least 2/3 of the outstanding capital stock on September 3, 2021.)

**Rationale for the amendment(s)**

The Articles of Incorporation is being amended in order to reduce the number of seats in the Board of Directors to facilitate compliance with SEC-recommended best practices on corporate governance and to make it easier for the Company to reach quorum in Board meetings.

**The timetable for the effectivity of the amendment(s)**

<b>Expected date of filing the amendments to the Articles of Incorporation with the SEC</b>	Mar 3, 2022
<b>Expected date of SEC approval of the Amended Articles of Incorporation</b>	Mar 28, 2022

**Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any**

The amendment on reduction of seats in the Board of Directors is not expected to have any material adverse effect on the business, operations and/or capital structure of the Issuer.

**Other Relevant Information**

Amended to provide the date of approval by SEC and date of receipt of SEC approval. Please see attached.

**Filed on behalf by:**

<b>Name</b>	Maila Lourdes De Castro
<b>Designation</b>	Co-Assistant Corporate Secretary/Co-Compliance Officer/Corporate Information Officer/Data Privacy Officer/Vice-President and Head of Legal



REPUBLIC OF THE PHILIPPINES  
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. 12942

CERTIFICATE OF FILING  
OF  
AMENDED ARTICLES OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

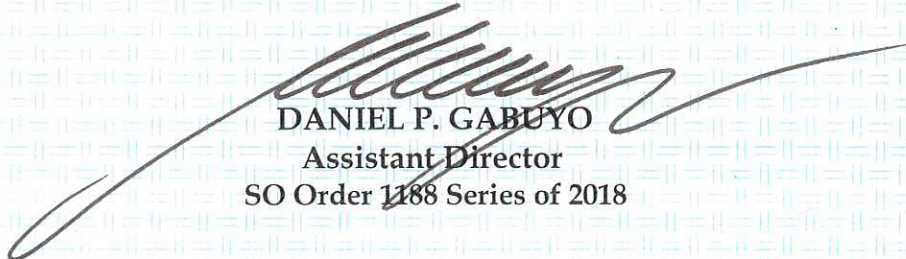
This is to certify that the amended articles of incorporation of the

**MARCVENTURES HOLDINGS, INC.**  
(Amending Article VI thereof)

copy annexed, adopted on June 25, 2021 by majority vote of the Board of Directors and on September 03, 2021 by the vote of the stockholders owning or representing at least seventy-three percent (73%) 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 28<sup>th</sup> day of March, Twenty Twenty Two.

  
DANIEL P. GABUYO  
Assistant Director  
SO Order 1188 Series of 2018

# COVER SHEET

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SEC Registration Number

M	A	R	C	V	E	N	T	U	R	E	S	H	O	L	D	I	N	G	S	,	I	N	C	.					
(	F	O	R	M	E	R	L	Y	:	A	J	O	.	N	E	T	H	O	L	D	I	N	G	S	,	I	N	C	.)

(Company's Full Name)

U	N	I	T	4	-	3	4	T	H	F	L	R	.	B	D	O	T	O	W	E	R	S							
P	A	S	E	O	(	F	O	R	M	E	R	L	Y	:	C	I	T	I	B	A	N	K	C	E	N	T	E	R	)
8	7	4	1	P	A	S	E	O	D	E	R	O	X	A	S	M	A	K	A	T	I	C	I	T	Y				

(Business Address: No. Street City/Town/Province)

**MAILA G. DE CASTRO**

Contact Person

**8831-4479**

Company Telephone Number

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*Month*      *Day*  
Fiscal Year

**AMENDED ARTICLES OF INCORPORATION**

FORM TYPE

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*Month*      *Day*  
Annual Meeting

N/A

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles  
Number/Section

Total No. of Stockholders

nil

Domestic

Total Amount of Borrowings

Foreign

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To be accomplished by SEC Personnel concerned

File Number

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LCU

Document I.D.

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Cashier

**STAMPS**

Remarks = pls. Use black ink for scanning purposes

AMENDED  
ARTICLES OF INCORPORATION  
OF  
MARCVENTURES HOLDINGS, INC.  
(Formerly: AJO.NET HOLDINGS, INC.)

**KNOWN ALL MEN BY THESE PRESENTS:**

THAT WE, all of whom are residents of the Republic of the Philippines, have on this date voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Republic of the Philippines.

**AND WE DO HEREBY CERTIFY:**

**FIRST:** The name of the said corporation shall be:

**"Marcventures Holdings, Inc."**  
(amended on February 10, 2010)

**SECOND:** The purpose for which said corporation is formed are as follows:

Primary purpose: The primary purposes for which this said corporation is formed is to acquire by purchase, exchange, assignment, gift or otherwise, and to hold, own and use for investment or otherwise, and to sell, assign, transfer, exchange, lease, let, develop, mortgage, pledge, traffic, deal in, and with, and otherwise operate, manage, enjoy and dispose of any and all properties of every kind and description and wherever situated, including land, (amended on November 26, 2001; February 10, 2010) as and to the extent permitted by law, including but not limited to, buildings, tenements, warehouses, factories, edifices and structures and other improvements and bonds, debentures, promissory notes, shares of stock, or other securities or obligations, created, negotiated or issued by any corporation, association, or other entity, foreign or domestic and while the owner, holder or possessors 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 the capital stock, and upon any bonds, debentures, or other securities having voting power, so owned or held; and provided that it shall not engage in the business of an open-end or close-end investment company as defined in the Investment Company Act (Republic Act 2629), or act as securities broker or dealer; to aid either by guaranty and/or surety, any subsidiary and/or affiliate of the corporation. (Amended on November 14, 2014).

Secondary purposes: The secondary purposes for which this said corporation is formed are: to embark in the discovery, exploration, development and exploitation of mineral oils, petroleum in its natural state, rock or carbon oils, natural gas, other volatile minerals substances and salt, as well as other minerals of whatever nature whether similar or dissimilar to those listed

herein, or to mine, dig for or otherwise obtain from the earth the same substances as aforementioned and to manufacture, refine, prepare for market, buy, sell, and transport the same, their products, compounds and derivatives, and other mineral and chemical substances, in crude or refined condition; to embark in the discovery, exploration, development and exploitation of minerals in all other forms and to engage in deep sea fishing and its related industries in the Philippines and elsewhere and the business of mining in general in all of its phases and branches with all of its auxiliaries together with the businesses which are necessary and convenient to the efficient and economical prosecution of the above purposes.

In pursuance of such purposes, the corporation shall have the power:

1. To acquire petroleum, gas and oil lands, leaseholds, franchises, privileges, concessions and other interests in real estate and gas, oil and other rights;
2. To construct, maintain, and operate gas wells, oil wells, and refineries and water wells and to buy, sell, and otherwise deal in gas, oils and salts and their derivatives or products;
3. To construct and maintain conduits, pipelines and lines of tubing and water wells for the public generally as well as for the use of said corporation and to lay, rig, buy, lease, sell, and otherwise contract for, and operate said conduits, pipelines and lines of tubings and water wells as storage tanks, railways, tramways, roadways, and tracks, for the purpose of transporting and storing oil and gas, and of operating a general pipeline and storage business;
4. To acquire, construct and maintain, buildings, dwellings, stores, warehouses, machineries, plants boats, roads and bridges, mills, works and workshops, laboratories, power plants, derricks, drills, sawmills and other effects whatsoever which the corporation may think proper to be acquired, constructed and/or operated for the pursuance of any of the purposes and to construct, maintain and operate telegraph and telephone lines convenient for the prosecution of its business;
5. To purchase, lease or otherwise acquire such real and personal property in any part of the Philippines or elsewhere, as the purposes for which the corporation is formed may permit, and as may be reasonably required for the transaction of its lawful business; and to hold, maintain, conduct, use and operate and to lease, sell, mortgage, or otherwise dispose of any such real or personal property of any character owned or in any manner held by it, upon any terms; and obtain and prepare for market such other valuable minerals or materials may be discovered in developing the lands of company;
6. To have one or more offices the Philippines and to conduct its business and exercise its powers in any part thereof or in any other country; and to register the corporation, or to secure a license to do business, in any foreign country of place;
7. To carry on in connection with any or all of the aforementioned purposes the business of importing, buying, selling, and otherwise dealing with equipment, machinery, supplies

and accessories and to transact all business properly connected with or incidental to any or all of said objects and purposes;

8. To purchase or otherwise acquire the whole or any part of the goodwill, property and assets, and to undertake all or any part of the business, property and liabilities of any person, partnership, corporation or other associations, carrying on any business similar to that for which this corporation is authorized to carry on, or possession of property suitable for the purpose of the corporation, and to pay for the same in cash, or in stock, bonds or other securities of the corporation or otherwise.
9. To buy or otherwise acquire any inventions, improvements and processes relating to the refining of petroleum or the processing of its products, secured under letters patent or licenses in respect of the same, and to use, exercise, develop and sell such inventions, improvements and processes and to grant licenses of the things respecting the same;
10. To borrow or raise money for the purpose of the corporation by making, issuing, accepting, indorsing and executing promissory notes, bills of exchange, bonds, debentures, certificates of indebtedness and other negotiable instruments but not exclusive of such other means or manner as the corporation's Board of Directors shall think fit; and to secure payment of said obligations or any of them by mortgage, pledge, letters of hypothecation, other liens or charges upon all or any of the undertakings, revenues, rights and property of the corporation, and to exchange or vary from time to time any of such securities, and to redeem on any terms, the debts of obligations secured by them before the same shall due, if it shall see fit to do so.
11. To engage in e-commerce, to conduct, operate, carry on and maintain the business of trading, importing, exporting, buying, selling, repacking, delivering, transporting, distributing, marketing, promoting or otherwise dealing in all kinds of merchandise, industrial products, raw materials for manufacturers and processors, semi-finished articles, goods and wares of all kinds and descriptions which are the lawful objects of commerce, including food, beverages, clothing, and accessories, as well as the provisions of services which are desirable, necessary, related and /or incident thereto (Amended on November 26, 2001, December 11, 2000)

In general, but in connection with the foregoing, the company may carry on any other business not prohibited to mining companies or the corporation by-laws of the Philippines and have and exercise all powers otherwise conferred by the laws of the Philippines upon like or anywise similar corporation formed under the Corporation Law of the Philippines, it being provided that the foregoing enumeration of specific power shall not be held to limit or restrict in any manner the general powers of the company and that any and all the rights, powers and privileges in this Articles of Incorporation granted and contained, conferred, or imposed, may be amended, altered, changed in any manner and to any extent and its authorized capital increased



or enlarged by certificate of amendment or Amended Articles of Incorporation is made, executed, authorized and filed in any manner now or hereafter permitted or authorized by the laws of the Philippines.

Generally, also, to do all such other things and to transact all business as may be directly or indirectly incidental or conducive to the attainment of the above objects, or any of them respectively.

THIRD: That the place where the principal office of the corporation is to be established is at the 4th Floor, Citibank Center, 8741 Paseo de Roxas, Makati City and it may establish and maintain branch offices anywhere in the Philippines, as necessity thereof arises from time to time. (Amended on November 29, 1999; and on November 14, 2014).

FOURTH: The term for which said corporation is to exist is until August 7, 2057 (Amended on May 18, 2007)

FIFTH: The names and residences of the incorporators of said corporation are as follows:

	<u>Nationality</u>	
Mrs. E. A. Zamora	Filipino	[REDACTED]
Jesus S. Cabarrus	Filipino	[REDACTED]
Jacob E. Cabarrus	Filipino	[REDACTED]
Ricardo Ledesma	Filipino	[REDACTED] City
L. W. Shaner	American	[REDACTED]
L. L. Recio	Filipino	[REDACTED]
Dee K. Chiong	Filipino	[REDACTED]
Cu Ching Yan	Chinese	[REDACTED]
Karl Landahl	German	[REDACTED]

SIXTH: The number of directors of the said corporation shall be nine (9) and the names and residences of the directors who are to serve until their successors are elected and qualified,

as provided by the By-Laws, are as follows: (Amended on November 14, 2014; October 23, 2017; and by the Board of Directors on June 25, 2021 and by the Stockholders representing at least 2/3 of the outstanding capital stock on September 3, 2021.)

<u>Name</u>	<u>Nationality</u>	<u>Residence</u>
Mrs. E. A. Zamora	Filipino	[REDACTED]
Jesus S. Cabarrus	Filipino	[REDACTED]
Jacob E. Cabarrus	Filipino	[REDACTED]
Ricardo Ledesma	Filipino	[REDACTED]
L. L. Recio	Filipino	[REDACTED]
Dee K. Chiong	Filipino	[REDACTED]
L. W. Shaner	American	[REDACTED]

SEVENTH: That the capital stock of the corporation is FOUR BILLION PESOS (P4,000,000,000.00) and said capital stock is divided into FOUR BILLION (4,000,000,000) shares of the par value of One Peso (P1.00) each. (Amended on October 28, 1997; November 26, 2001; February 10, 2010; September 16, 2010; and October 23, 2017).

No stockholder shall, because of his ownership of stock, have a pre-emptive or other right to purchase, subscribe for or take any part of any stock or of any other securities convertible into or carrying options or warrant to purchase stock of the corporation, whether out of its unissued authorized capital stock of the corporation, whether out of its unissued authorized capital stock or any future increases thereof. Any part of such stock or other securities may at any time be issued, optioned for sale, and sold or disposed of the Corporation pursuant to resolution of its Board of Directors, to such persons and upon such terms Board may deem proper, without first offering such stock or securities or any part thereof to existing stockholders.

No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of capital stock shall be allowed or permitted to be recorded in the proper books of the Corporation.

The foregoing restriction shall be indicated in the certificates to be issued by the Corporation.

EIGHTH: The amount of said capital stock which has been actually subscribed is TWO MILLION PESOS (P2,000,000.00) and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

<u>Name</u>	<u>Residence</u>	No. of Shares <u>Subscribed</u>	Amount of Capital Stock <u>Subscribed</u>
E. A. Zamora		30,000,000	P300,000.00
Jesus Cabarrus		30,000,000	P300,000.00
Jacob E. Cabarrus		16,800,000	P168,000.00
Ricardo Ledesma		30,000,000	P300,000.00
L. W. Shanner		16,800,000	P168,000.00
L. L. Recio		16,800,000	P168,000.00
Dee K. Chiong		16,800,000	P168,000.00
Cu Ching Yan		16,800,000	P168,000.00
Karl Ladahl		26,000,000	P260,000.00
		200,000,000	P2,000,000.00

NINTH: The following persons have paid on the shares of the capital stock of which they have subscribed in cash in the amount set out opposite their respective names:

<u>Name</u>	<u>Residence</u>	Amount Paid on <u>Subscription</u>
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E. A. Zamora		P75,000.00
Jesus S. Cabarrus		P75,000.00
Ricardo Ledesma		P42,000.00
L. W. Shaner		P75,000.00
L. L. Recio		P42,000.00
Dee K. Chiong		P42,000.00
Cu Ching Yan		P42,000.00
Karl Ladahl		P65,000.00
Total		<hr/> P500,000.00

TENTH: Mr. Ricardo Ledesma 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 as such Treasurer, he has been authorized to receive for the corporation and to receipt in its name all subscriptions paid in by the said subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands in the City of Manila, Philippines, this July 10, 1957.

(Sgd.) MRS. E. A. ZAMORA

Incorporator

(Sgd.) JACOB E. CABARRUS

Incorporator

(Sgd.) L. W. SHANER

Incorporator

(Sgd.) DEE K. CHIONG

Incorporator

(Sgd.) JESUS S. CABARRUS

Incorporator

(Sgd.) RICARDO LEDESMA

Incorporator

(Sgd.) L. L. RECIO

Incorporator

(Sgd.) CU CHING YAN

Incorporator

(Sgd.) KARL LANDAHL

Incorporator

SIGNED IN THE PRESENCE OF:

(Sgd.) ILLEGIBLE

(Sgd.) ILLEGIBLE

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

In the City of Manila, Philippines, on this 10th day of July, 1957, before the undersigned Notary Public in and for the said City, personally appeared E. A. ZAMORA, JESUS S. CABARRUS, JACOB E. CABARRUS, RICARDO LEDESMA, L. W. SHANER, L. L. RECIO, DEE K. CHIONG, CU CHING YAN and KARL LANDAHL, all of whom are known to me and to me known to be the persons whose names are subscribed to and who executed the foregoing articles of incorporation, and each of them acknowledged to me that he/she freely and voluntarily executed the same. The above named parties exhibited to me their respective Residence Certificates, as follows:

Name	Residence Certificate No.	Issued at	Date of Issue
Mrs. E. A. Zamora	[REDACTED]	Manila	Jan. 10, 1957
		Manila	Feb. 26, 1957
Jesus Cabarrus	[REDACTED]	Manila	Jan. 02, 1957
		Manila	Feb. 19, 1957
Jacob E. Cabarrus	[REDACTED]	Manila	Jan. 02, 1957
		Manila	Feb. 16, 1957
Ricardo Ledesma	[REDACTED]	Manila	Jan. 14, 1957
		Manila	Feb. 13, 1957
L. W. Shaner	[REDACTED]	Sta. Cruz Zambales	Jan. 26, 1957
		Sta. Cruz Zambales	Jan. 26, 1957
L. L. Recio	[REDACTED]	Manila	Jan. 05, 1957
		Manila	Mar. 14, 1957
Dee K. Chiong	[REDACTED]	Manila	Jan. 02, 1957
		Manila	Feb. 26, 1957
Cu Ching Yan	[REDACTED]	Manila	Jan. 07, 1957
		Manila	Mar. 06, 1957
Karl Ladahl	[REDACTED]	Manila	Jan. 03, 1957
		Manila	Feb. 12, 1957

IN TESTIMNY WHEREOF, I have hereunto set my hand and affixed my official seal  
the day and year first above written.

(Sgd.) PEDRO C. CARAG  
Notary Public  
Until December 31, 1957

Doc. No. 247-C;  
Page No. 54;  
Book No. I;  
Series of 1957.

SCHEDULE OF EXCLUDED PROPERTY

SCHEDULE OF EXCLUDED LIABILITIES



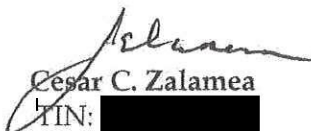
REPUBLIC OF THE PHILIPPINES)  
CITY OF MAKATI ) S.S


**DIRECTORS' CERTIFICATE  
ON THE AMENDMENT OF THE AMENDED ARTICLES OF INCORPORATION  
OF MARCVENTURES HOLDINGS, INC.**

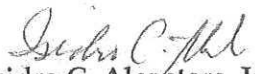
We, the undersigned, being at least a majority of the members of the Board of Directors and the Co-Assistant Corporate Secretary of **MARCVENTURES HOLDINGS, INC.** (the "**Corporation**"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office at the 4<sup>th</sup> Floor, BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City, do hereby certify that:

1. During the Regular Meeting of the Board of Directors on June 25, 2021 held via remote communication and hosted at the Corporation's principal office, the Board of Directors of the Corporation, by a majority vote, approved the amendment of Article Sixth of the Amended Articles of Incorporation of the Corporation to reduce the number of the directors from eleven (11) to nine (9).
2. During the Annual Stockholders' Meeting on September 3, 2021 held via remote communication at the Corporation's principal office located at the 4<sup>th</sup> Floor, BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City, stockholders owning and/or representing 2,200,718,570 shares representing at least 73% of the outstanding capital stock of the Corporation voted in favor of the amendment of Article Sixth of the Amended Articles of Incorporation of the Corporation to reduce the number of directors from eleven (11) to nine (9).
3. Attached hereto is a true and correct copy of the Amended Articles of Incorporation of the Corporation incorporating the amendment to Article Sixth.

IN WITNESS WHEREOF, we have hereunto set our hand and affixed our signatures this \_\_\_\_\_ day of OCT 27 2021 at MAKATI CITY.


  
Cesar C. Zalamea  
TIN: [REDACTED]  
Chairman/Director

  
Carlos Alfonso T. Ocampo  
TIN: [REDACTED]  
Independent Director


  
Isidro C. Alcantara, Jr.  
TIN: [REDACTED]  
Director


  
Michael Escaler  
TIN: [REDACTED]  
Director


  
Marianne Regina T. Dy  
TIN: [REDACTED]  
Director

  
Anthony M. Te  
TIN: [REDACTED]  
Director

  
Augusto C. Serafica, Jr.  
TIN: [REDACTED]  
Director

  
Ruby K. Sy  
TIN: [REDACTED]  
Director

  
Kwok Yam Ian Chan  
TIN: [REDACTED]  
Independent Director

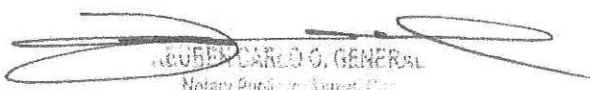
**CORPORATE SECRETARY**  
  
MAILA LOURDES G. DE CASTRO  
Co-Asst. Corporate Secretary  
Signature Over Printed Name

OCT 27 2021  
SUBSCRIBED AND SWORN to before me this \_\_\_ day of \_\_\_\_\_, at  
MAKATI CITY by the above-named persons who exhibited to me their valid government  
identification cards as indicated below:

Name	ID	Date and Place Issued
Atty. Maila Lourdes G. De Castro	Driver's License	[REDACTED]

Doc. No. 99  
Page No. 21  
Book No. II  
Series of 2021.

**NOTARY PUBLIC**

  
RUBY CARLO G. GENERAL  
Notary Public in Makati City  
Appt. No. 11-136 Under Sec. 2601  
Roll of Attorneys no. 3906  
IBP Membership No. 143731, 02/23/11  
PGR No. MKR-0397403MC-171150017  
MCLC Compliance No. V-0071172-1002019  
4F BDO Tower 37th Pasay, Pasay, Manila

SECRETARY'S CERTIFICATE

I, **MAILA LOURDES G. DE CASTRO**, of legal age, Filipino, with office address at 4<sup>th</sup> Floor BDO Towers Paseo (formerly Citibank Center), 8741 Paseo de Roxas, Makati City after having been duly sworn to in accordance with law, do hereby depose and state that:

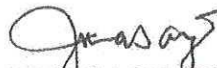
1. I am the duly elected and qualified Co-Assistant Corporate Secretary of **MARVENTURES HOLDINGS, INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines with principal office address at 4<sup>th</sup> Floor BDO Towers Paseo (formerly Citibank Center), 8741 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, tribunal, agency, or forum 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.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_\_ day of OCT 27 2021 2021 at MAKATI CITY



**MAILA LOURDES G. DE CASTRO**  
Co-Assistant Corporate Secretary

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of OCT 27 2021 2021 at MAKATI CITY, affiant exhibited to me her Driver's License No. [REDACTED]



**MARJORIE A. SAN JUAN**  
Notary Public for Makati City  
Appt. No. M-135 Until 31 Dec. 2021  
Roll of Attorneys No. 71296  
IBP Membership No. 153408; 01/18/2021  
PTR No. MKT-8547468ME; 01/15/2021; Makati City  
MCLE Compliance No. VI-0013795; 10/12/2018;  
4F BDO Towers (formerly Citi Center),  
8741 Paseo de Roxas, Makati City

Doc. No. 503 ;  
Page No. 102 ;  
Book No. I ;  
Series of 2021.