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

COMPANY REG. NO. 9170

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

UNIVERSAL ROBINA CORPORATION

(Amending Article II Primary and Secondary Purposes thereof)

copy annexed, adopted on July 17, 2020 and March 18, 2021 by majority vote of the Board of Directors and on May 13, 2021 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 2nd day of November, Twenty Twenty One.

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

JS/qba

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amended Articles of Incorporation

SEC Registration Number

9170

Former Company Name

UNIVERSAL ROBINA CORPORATION

AMENDED TO:

New Company Name

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

8TH FLOOR, TERA TOWER, BRIDGETOWNE E. RODRIGUEZ, JR. AVENUE (C5 ROAD) UGONG NORTE, QUEZON CITY, METRO MANILA

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Company's Facsimile Number/s
corporatesecretary@urc.com.ph	633-7631 to 40	

CONTACT PERSON INFORMATION

Name of Contact Person	Email Address	Telephone Number/s	Facsimile Number/s
Atty. Maria Celia H. Fernandez-Estavillo Corporate Secretary		633-7631	395-2608

Contact Person's Address

40th Floor Robinsons Equitable Tower, ADB Avenue corner Poveda St., Ortigas Center, Pasig City

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To be accomplished by CRMD Personnel

	Date	Signature
Assigned Processor		

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		

AMENDED ARTICLES OF INCORPORATION

OF

UNIVERSAL ROBINA CORPORATION

(Formerly UNIVERSAL CORN PRODUCTS, INC.)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age and residents 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. That the name of the said corporation shall be

UNIVERSAL ROBINA CORPORATION
(As amended on September 25, 1969)

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

P R I M A R Y

1. To engage in the manufacture, production, processing, packing, preserving, distribution, and marketing, and selling at wholesale and import and export of any and all goods, commodities, wares and merchandise of every nature and description, including but not limited to, all kinds of food and food-related products such as:

a. Consumer food products such as variety of snack foods, instant noodles, candies, cereals, pasta, bread, cakes, tomato-based products, non-dairy coffee creamers, coffee products, chocolates, confectionaries, ice cream and other frozen confectioneries, biscuits and crackers, and powdered milk, and all kinds of consumer drinks and beverages;

b. Agro-industrial products and all kinds of livestock and poultry such as chickens, pigs, ducks, hogs, cattle and other livestock, livestock feeds, meat and processed meat products, eggs, corn products, vegetable oils, and

veterinary compounds and animal food and non-food products; and

c. Commodity food products such as flour, sugar, rice and such other products derived therefrom, including the operation of sugar, rice and flour milling and refining, and sugar cane plantations;

2. To engage in the distribution, and tolling of foods and food-related products stated in item 1 of the primary purpose, and other related services. (As amended on May 13, 2021 by stockholders representing at least two-thirds of the outstanding capital stock and on March 18, 2021 by the unanimous vote of the Board of Directors)

3. To acquire by purchase, manufacture, or otherwise, all machinery, devices, boxes, packages, wrappings, materials, supplies and other articles necessary or convenient for the use in carrying on the business mentioned;

4. To purchase, build, lease, construct or otherwise acquire land, buildings, factories, warehouse, plants and offices as may be necessary or useful to carry out the objects and purposes of this corporation;

5. To buy, lease, acquire, own, hold, sell, let or otherwise dispose of property of all kinds, both real and personal, that may be necessary, incidental or convenient to the carrying on of the business of this corporation;

6. To buy, acquire, purchase, or otherwise, corn grains and all other, direct or indirect raw materials necessary for the production and/or manufacture of corn starch and its by-products;

7. To import machinery, direct and indirect, raw materials necessary in the production and/or manufacture of corn starch and its by-products and to export production;

8. To apply for, obtain, register, purchase, lease or otherwise acquire, and to the extent authorized by law, to hold, use, own, operate, develop, introduce, sell, assign and otherwise dispose of and traffic in any trademarks, tradenames, distinctive marks, patents, inventions, improvements and processes, used in connection with or secured under letters patent of the Philippines or elsewhere or otherwise, and to use, exercise, grant licenses in respect of, and otherwise turn to account, any patents, inventions, processes and the like or any such property or rights;

9. To do and perform any and all things reasonably and usually appurtenant and relative to the foregoing purposes, necessary, or proper for the carrying out of the foregoing objects and exercise and enjoy all the powers, authorities and privileges granted and conceded by the laws of the Philippines to corporations organized under and in accordance with said laws and in particular, unto corporations of like nature and kind.

S E C O N D A R Y

1. To conduct, operate and maintain the business of distributing, selling, buying, or otherwise dealing in meat, animal, dairy and poultry productions, produced or resulting in whole or in part from slaughtered chicken, cattle, hogs, sheep and other kinds of livestock or poultry, as well as in other food products or preparations of all kinds and descriptions, including seafoods, vegetable and fruits and their by-products, and in connection therewith to acquire, operate and maintain factories, packing houses, refrigeration and cold storage plants with all the machinery, equipments and facilities required for such manufacturing operations;

2. To breed, raise, buy, sell and otherwise, deal and trade in chickens, hogs, cattle and other livestock, dairy products and other agricultural or manufactured goods produced or resulting in whole or in part from slaughtered agricultural livestock, to compound, manufacture or produce the same and to store or keep the same and in connection therewith to purchase, acquire, maintain and manage poultry farms, grazing and pasture lands for the raising of all kinds of livestock and fowls;

3. To acquire, hold, sell, exchange and invest in stocks, bonds or securities of any public or private corporation, person, firm, association or other organization, entitled in the same manner and to the same extent as a juridical person might, could or would do and while the owner of such stocks or interest therein, or other obligations or evidence of indebtedness, to 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 to the extent permitted by law. In no case shall corporation engage in business as broker or dealer in securities;

4. To invest and deal with the moneys and properties of the company in such manner as may from time to time be considered wise and expedient for the advancement of its interest, and to sell, dispose of or transfer the business, goodwill, properties, and undertakings of the company or any part thereof for such consideration and under such terms as the company shall see fit to accept;

5. To engage in the business of general merchandising, trading, or dealing in all kinds of goods and articles of commerce, products of agriculture, and industries, and in the manufacture of any and all

materials, substance, commodities and their by-products, and generally to engage in and carry on any mercantile or commercial business and industries at wholesale and retail including importation and exportation, as are not contrary to law;

6. To engage in manufacturing and mercantile pursuits, and for this purpose to acquire, contract, maintain, lease or sublease, and operate mills of any kind, including flour mills, and other factories suitable in the prosecution of said purpose;

7. To buy, sell, assign, transfer, mortgage, pledge or otherwise dispose of shares, interests or participations in other corporation, firms, and other businesses;

8. To engage in the business of producing fuel ethanol and other similar products and to carry on all activities and services incidental and/or ancillary for such production including, without limitation, the following: (a) the acquisition, design, leasing, construction, assembly, rehabilitation, expansion, commissioning, operation and maintenance of fuel ethanol plants and related facilities, and any and all kinds of machines and equipment; (b) the selling, supply and distribution of such products to any person or entities through markets by trading or by contracts; and (c) the importation of machines, equipment, tools, spare parts and other necessary and related materials or chemicals. (As amended on April 18, 2012 by stockholders representing at least two-thirds of the outstanding capital stock and on February 10, 2012 by majority of the Board of Directors)

9. To carry on the business of generating, producing, selling, supplying and distributing electricity, including the exploration, development and utilization of renewable energy, and to carry on all activities and services incidental and/or ancillary thereto including, without limitation, the following: (a) the financing, design, acquisition, leasing, construction, assembly, testing, commissioning, operation, maintenance, rehabilitation and management of power generating plants, substations and related facilities, turbines, boilers, poles, pole wires, any and all kinds of mechanical and electrical equipment; (b) the importation of machines, equipment, motor vehicles, tools, appurtenant spare parts, and other necessary and related materials or chemicals; and (c) the execution and entering into contracts either alone or jointly with any other companies or persons for the purpose of carrying out the foregoing activities. (As amended on January 24, 2013 by stockholders representing at least two-thirds of the outstanding capital stock and on November 26, 2012 by majority of the Board of Directors)

10. To purchase, hire, construct, operate and maintain mean of conveyance for the transportation of any and all kinds of materials and products to and from vessels or ships, ports or terminals, warehouses, buildings, and/or factories, by land and water. (As amended on May 27, 2015 by stockholders representing at least two-thirds of the outstanding

capital stock and on March 30, 2015 by the unanimous vote of the Board of Directors)

11. To engage in the business of producing and manufacturing pharmaceutical grade alcohol and other similar products and to carry on all activities and services incidental and/or ancillary for such production and manufacturing including, without limitation, the following: (a) the acquisition, design, leasing, construction, assembly, rehabilitation, expansion, commissioning, operation and maintenance of manufacturing plants and related facilities, and any and all kinds of machines and equipment; (b) the selling, supply and distribution of such pharmaceutical grade alcohol and related products to any person or entities; and (c) the importation of machines, equipment, tools, spare parts and other necessary and related materials or chemicals.(As amended on May 13, 2021 by stockholders representing at least two-thirds of the outstanding capital stock and on July 17, 2020 by the unanimous vote of the Board of Directors)

12. Generally, to do and perform all acts and things properly and reasonably necessary in carrying all purposes and objects of the corporation. (As further amended on September 25, 1969.)

THIRD. That the principal office of the corporation shall be located at the 8th Floor, Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila but the corporation may establish factories and branch offices elsewhere as the exigencies of the business may command. (As amended on January 15, 2016 by the vote of more than majority of the Board of Directors and on March 9, 2016 by stockholders representing more than two-thirds of the outstanding capital stock)

FOURTH. That the term for said corporation to exist shall be extended for another 50 years from and after the date of expiration of the initial corporate life or existence. (As amended on March 19, 2001 and June 1, 2001.)

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

NAME	NATIONALITY	RESIDENCE
1. FELISA GO		
2. JUANITA M. LIM		
3. JOHN GOKONGWEI, JR.		
4. HENRY L. GO		
5. BENITO LO		

SIXTH. That the number of directors of said corporation shall be NINE (9) and that the names, nationalities and residence of the directors of the corporation who are to serve until their successors are elected and qualified as provided for in the by-laws are as follows: (As amended on March 11, 2002 and May 28, 2002)

NAME	NATIONALITY	RESIDENCE
1. FELISA GO		
2. JUANITA M. LIM		
3. JOHN GOKONGWEI, JR.		
4. HENRY L. GO		
5. BENITO LO		

SEVENTH. That the capital stock of the said corporation is Pesos Three Billion (PhP3,000,000,000.00) divided into Two Billion Nine Hundred Ninety Eight Million (2,998,000,000) common shares with a par value of One Peso (PhP1.00) per share and Two Million (2,000,000) preferred shares with a par value of One Peso (PhP1.00) per share. (As amended on November 22, 2005 by stockholders representing more than 2/3 of the outstanding capital stock and on October 7, 2005 by majority of the Board of Directors)

The rights, preferences and restrictions of preferred shares are as follows:

a. The holders of preferred shares shall be entitled to receive dividends at the rate of 12% yearly on the par value thereof for each share;

b. Dividends on the said preferred shares shall be preferential and cumulative, but non-participating;

c. In case of dissolution and liquidation of the Corporation, holders of the preferred shares shall be entitled to be paid an amount equal to the par value of the shares or ratably insofar as the assets of the Corporation may warrant plus accrued and unpaid dividends thereon, if any, before the holders of the common shares can be paid their liquidating dividends;

d. The holders of preferred shares shall not be entitled to be voted as directors of the Corporation nor to any voting rights or privileges save in those cases expressly provided by law, provided, that in the event that the Corporation fails to pay the aforesaid preferential dividends for three (3) years such failure being due to any cause other than force majeure, said preferred shares shall acquire temporary voting rights until they have been paid.

   After the payment of said preferential dividends, the holders of the preferred shares shall automatically lose the temporary voting rights acquired.

   The above conditions shall be printed on the preferred stock certificates to be issued by the Corporation.

Provided that no shareholder of any class shall be entitled to any pre-emptive right to subscribe for, purchase or receive any part of the shares of the Corporation, whether issued from its unissued capital or its treasury stock. (As amended on April 21, 1997 and on April 24, 1997.)

EIGHT. That the amount of said capital stock which has been actually subscribed is SIX HUNDRED THOUSAND (P600,000.00) PESOS and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

NAME	RESIDENCE	NO. OF SHARES	AMOUNT
1. FELISA GO		4,800	P480,000.00
2. JUANITA M. LIM		400	40,000.00
3. JOHN GOKONGWEI, JR.		400	40,000.00
4. HENRY L. GO		380	38,000.00
5. BENITO LO		20	2,000.00
		6,000	P600,000.00

NINTH. That the following persons have paid on the shares of the capital stock for which they have subscribed the amount set out after their respective names, to wit:

NAME	RESIDENCE	AMOUNT PAID
1. FELISA GO		P120,000.00
2. JUANITA M. LIM		10,000.00
3. JOHN GOKONGWEI, JR.		10,000.00
4. HENRY L. GO		9,500.00
5. BENITO LO		500.00
		P150,000.00

TENTH. That JUANITA M. LIM has been elected by the subscribers as TREASURER of the corporation and to act as such until her successor is duly elected and qualified in accordance with the By-Laws, and as such Treasurer, she has been authorized to receive for the corporation and to receipt in its name for all subscriptions paid in by said subscribers.

IN WITNESS WHEREOF, Felisa Go, Juanita M. Lim, and Benito Lo have hereunto set their hands on the 15th day of September, 1954 at the City of Cebu, Philippines; John Gokongwei, Jr., and Henry L. Go, on the 6th day of August, 1954, at the City of Manila, Philippines.

(sgd) FELISA GO

(sgd) JUANITA M. LIM

IN THE PRESENCE OF:

(sgd) ILLEGIBLE
(sgd) JOHN GOKONGWEI, JR.

(sgd) ILLEGIBLE
(sgd) HENRY L. GO

IN THE PRESENCE OF:

(sgd) ILLEGIBLE

(sgd) ALFREDO FERRER

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

In the City of Cebu, Philippines, on this 15th day of September, 1954, before me, the undersigned Notary Public in and for the City of Cebu, personally appeared Felisa Go with Res. Cert. No. A-1600532 issued at Cebu City on April 12, 1954; Juanita M. Lim with Res. Cert. No. A-1393550 issued at Cebu City on February 23, 1954, and Alien Certificate of Registration No. A-73927 issued at Cebu City on November 25, 1950 and Benito Lo with Res. Cert. No. A-1593632 issued at Cebu City on February 22, 1954, and Alien Certificate of Registration No. A-76371 issued at Cebu City on December 29, 1950, 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 each of them acknowledged to me that he or she freely and voluntarily executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed by Official Seal the day and the year first above written.

(sgd) NICOLAS JUMAPAO
Notary Public

Doc. No. 366;
Page No. 72;
Book No. V;
Series of 1954.

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

In the City of Manila, Philippines, on this 6th day of August, 1954, before me, the undersigned Notary Public in and for the said City, personally appeared John Gokongwei, Jr. with Res. Cert. No. A-0340186 issued at Manila on June 30, 1954 and Alien Cert. Of Reg. No. A-75874 issued at Cebu City on Jan. 4,1951; and Henry L. Go, with Res. Cert. No. A-1578085 issued at Cebu city on Jan. 19, 1954 and Alien Cert. Reg. No. A-78928 issued at Cebu City on Sept. 3, 1954; both 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 each of them acknowledged to me that they voluntarily executed the same.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my Official Seal the day and year first above written.

(sgd) ANTONIO C. CARAG
Notary Public

Doc. No. 529;
Page No. 7;
Book No. II;
Series of 1954.

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

JUANITA M. LIM, being first duly sworn, deposes and says:

That on the 15th day of September, 1954, she was duly elected by the subscribers named in the foregoing Articles of Incorporation as Treasurer of the corporation to act as such until her successor has been duly elected and qualified in accordance with the By-Laws of the corporation and that as such treasurer she has been authorized by the subscribers to receive for the corporation all subscriptions paid in by the subscribers for the capital stock; that for Six Thousand (6,000) Shares of stock, SIX HUNDRED THOUSAND (P600,000.00) PESOS, Philippine Currency, has been actually subscribed, and that of said subscription, ONE HUNDRED FIFTY THOUSAND (P150,000.00) PESOS, Philippine Currency, has been actually paid to her in trust and received by her in cash for the benefit and to the credit of the corporation, which has been deposited in a bank in the Philippines, and that more than twenty per centum (20%) of the entire number of authorized shares of the capital stock has been actually subscribed and at least twenty-five per centum (25%) of the subscribed has been actually paid to her in trust and received by her in cash for the benefit and to the credit of the corporation.

(sgd) JUANITA M. LIM

SUBSCRIBED AND SWORN to before me at Cebu City, Philippines, on this 15th day of September, 1954, affiant exhibited to me her Res. Cert. No. A-5193350 issued at Cebu City on February 23, 1954.

(sgd) NICOLAS JUMAPAO
Notary Public
Until December 31, 1955

Doc. No. 367;
Page No. 73;
Book No. V;
Series of 1954.

..HANGE COMMISSION
CRMD
OCT 21 2021
RECEIVED
Time:

UNIVERSAL ROBINA CORPORATION

DIRECTORS' CERTIFICATE

We, the undersigned, being the Chairman of the Board, the Corporate Secretary, and the majority of the members of the Board of Directors of UNIVERSAL ROBINA CORPORATION (the "Corporation"), hereby certify that:

1. The Amended Articles of Incorporation of the Corporation was amended by the majority vote of the Board of Directors on July 17, 2020 by the vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at the annual meeting of the stockholders held on May 13, 2021 via remote communication whereby the following resolutions were adopted:

"RESOLVED, that the following amendments to Article Second of the Amended Articles of Incorporation of UNIVERSAL ROBINA CORPORATION (the "Corporation") are hereby approved:

a) inserting a new paragraph 11 to include the business of producing and manufacturing pharmaceutical-grade alcohol; and
b) re-numbering of paragraph 11 to paragraph 12;

and that the Secondary Purpose in Article Second shall read as follows:

'SECOND, That the purpose or purposes for which said corporation is formed are as follows:

PRIMARY

[xxx]

SECONDARY

1. To conduct, operate and maintain the business of distributing, selling, buying, or otherwise dealing in meat, animal, dairy and poultry productions, produced or resulting in whole or in part from slaughtered chicken, cattle, hogs, sheep and other kinds of livestock or poultry, as well as in other food products or preparations of all kinds and descriptions, including seafoods, vegetable and fruits and their by-products, and in connection therewith to acquire, operate and maintain factories, packing houses, refrigeration and cold storage plants with all the machinery, equipments and facilities required for such manufacturing operations;

[xxx]

11. To engage in the business of producing and manufacturing pharmaceutical grade alcohol and other similar products and to carry

on all activities and services incidental and/or ancillary for such production and manufacturing including, without limitation, the following: (a) the acquisition, design, leasing, construction, assembly, rehabilitation, expansion, commissioning, operation and maintenance of manufacturing plants and related facilities, and any and all kinds of machines and equipment; (b) the selling, supply and distribution of such pharmaceutical grade alcohol and related products to any person or entities; and (c) the importation of machines, equipment, tools, spare parts and other necessary and related materials or chemicals.

12. Generally, to do and perform all acts and things properly and reasonably necessary in carrying all purposes and objects of the corporation.'

RESOLVED, FURTHER, that each of Mr. Lance Y. Gokongwei, Chairman, and/or Mr. Irwin C. Lee, President and Chief Executive Officer of the Corporation, are hereby authorized to do any and all acts necessary and proper to give the foregoing resolutions full force and effect;

RESOLVED, FINALLY, that the Corporate Secretary is hereby authorized to do the necessary filing of the Amended Articles of Incorporation of the Corporation with, and for the approval of, the Securities and Exchange Commission."

2. The Amended Articles of Incorporation of the Corporation was further amended by the majority vote of the Board of Directors on March 18, 2021 and by the vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at the annual meeting of the stockholders held on May 13, 2021 via remote communication, whereby the following resolutions were adopted:

"RESOLVED, that the following amendments to the Primary Purpose under Article Second of the Articles of Incorporation of UNIVERSAL ROBINA CORPORATION (the "Corporation") are hereby approved:

a) include additional products for manufacture by the Corporation;
b) insert a new paragraph 2 to include the business of distribution and tolling activities; and
c) re-number the succeeding paragraphs;

and that the Primary Purpose in Article Second shall read as follows:

'SECOND, That the purpose or purposes for which said corporation is formed are as follows:

PRIMARY

1. To engage in the manufacture, production, processing, packing, preserving, distribution, and marketing, and selling at wholesale and import and export of any and all goods, commodities, wares and merchandise of every nature and description, including but not limited to, all kinds of food and food-related products such as:

   a. Consumer food products such as a variety of snack foods, instant noodles, candies, cereals, pasta, bread, cakes, tomato-based products, non-dairy coffee creamers, coffee products, chocolates, confectionaries, ice cream, and other frozen confectioneries, biscuits, and crackers, powdered milk, and all kinds of consumer drinks and beverages;

   b. Agro-industrial products and all kinds of livestock and poultry such as chickens, pigs, ducks, hogs, cattle and other livestock, livestock feeds, meat and processed meat products, eggs, corn products, vegetable oils, and veterinary compounds, and animal food and non-food products; and

   c. Commodity food products such as flour, sugar, rice and such other products derived therefrom, including the operation of sugar, rice and flour milling and refining and sugar cane plantations;

2. To engage in the distribution, and tolling of foods and food-related products stated in item 1 of the primary purpose, and other related services.

3. To acquire by purchase, manufacture, or otherwise all machinery, devices, boxes, packages, wrappings, materials, supplies and other articles necessary or convenient for the use in carrying on the business mentioned;

4. To purchase, build, lease, construct or otherwise acquire land, buildings, factories, warehouse, plants and offices as may be necessary or useful to carry out the objects and purposes of this corporation;

5. To buy, lease, acquire, own, hold, sell, let or otherwise dispose of property of all kinds, both real and personal, that may be necessary, incidental or convenient to the carrying on of the business of this corporation;

6. To buy, acquire, purchase, or otherwise corn grains and all other, direct or indirect raw materials necessary for the production and/or manufacture of corn starch and its by-products;

7. To import machinery, direct and indirect, raw materials necessary in the production and/or manufacture of corn starch and its by-products and to export production;

8. To apply for, obtain, register, purchase, lease or otherwise acquire, and to the extent authorized by law, to hold, use, own, operate, develop, introduce, sell, assign, and otherwise dispose of and traffic in any trademarks, tradenames, distinctive marks, patents, inventions, improvements and processes, used in connection with or secured under letters patent of the Philippines or elsewhere or otherwise, and to use, exercise, grant licenses in respect of, and otherwise turn to account, any patents, inventions, processes and the like or any such property or rights;

9. To do and perform any and all things reasonably and usually appurtenant and relative to the foregoing purposes, necessary or proper for the carrying out of the foregoing objects and exercise and enjoy all the powers, authorities and privileges granted and conceded by the laws of the Philippines to corporations organized under and in accordance with said laws and in particular, unto corporations of like nature and kind.

[xxx]'

RESOLVED, FURTHER, that each of Mr. Lance Y. Gokongwei, Chairman, and/or Mr. Irwin C. Lee, President and Chief Executive Officer of the Corporation, are hereby authorized to do any and all acts necessary and proper to give the foregoing resolutions full force and effect;

RESOLVED, FINALLY, that the Corporate Secretary is hereby authorized to do the necessary filing of the Amended Articles of Incorporation of the Corporation with, and for the approval of, the Securities and Exchange Commission."

3. The attached is a full, complete, true and correct copy of the Amended Articles of Incorporation of the Corporation, as further amended.

IN WITNESS WHEREOF, we have signed this Certificate this _____ at Pasig City, Philippines.

(signature page follows)

JAMES L. GO
Director

LANCE Y. GOKONGWEI
Chairman of the Board
Chairman of the Annual Meeting of

IRWIN C. LEE
Director

PATRICK HENRY C. GO
Director

CESAR V. PURISIMA
Director

JOHNSON ROBERT G. GO, JR.
Director

CHRISTINE MARIE B. ANGCO
Director

ANTONIO JOSE U. PERIQUET, JR.
Director

MARIA CELIA H. FERNANDEZ-ESTAVILLO
Corporate Secretary
Secretary of the Annual Meeting of
Stockholders

RIZALINA G. MANTARING
Director

SUBSCRIBED AND SWORN TO before me this 19 JUL 2021 at PASIG CITY affiants exhibiting to me their following identification cards:

Name	I.D.
JAMES L. GO	
LANCE Y. GOKONGWEI	
IRWIN C. LEE	
PATRICK HENRY C. GO	
JOHNSON ROBERT G. GO, JR.	
CESAR V. PURISIMA	
RIZALINA G. MANTARING	
CHRISTINE MARIE B. ANGCO	
JOSE ANTONIO U. PERIQUET, JR.	
MARIA CELIA H. FERNANDEZ-ESTAVILLO	

known to me to be the same persons who executed the foregoing instrument, and who acknowledged to me that the same is their free and voluntary act and deed.

WITNESS my hand and seal at the place and date first above written.

Doc No. 224;
Page No. 46;
Book No. 3;
Series of 2021.

ATTY. EUNICE ANNE C. IGNACIO
Notary Public for Pasig, San Juan, and Pateros
Appointment No. 51; Until December 31, 2021
40F Robinsons Equitable Tower
ADB Ave., Ortigas Center, Pasig City
Roll of Attorneys No. 70210; June 2, 2017
PTR No. 8575402; January 28, 2021, Makati City
IBP No. 145094; January 8, 2021 Makati Chapter
MCLE Compliance No. VI-0007698; April 14, 2022

UNIVERSAL ROBINA CORPORATION

CERTIFICATE

I, MARIA CELIA H. FERNANDEZ-ESTAVILLO, of legal age, Filipino, with office address at the 40th Floor, Robinsons Equitable Tower, ADB Avenue corner Poveda Street, Ortigas Center, Pasig City, Metro Manila, after having been duly sworn in accordance with law, hereby certify that:

1. I am the duly elected and qualified Corporate Secretary of UNIVERSAL ROBINA CORPORATION (the "Corporation") with office address at 8th Floor, Tera Tower, Bridgetowne, E. Rodriguez, Jr. Avenue (C5 Road), Ugong Norte, Quezon City, Metro Manila.

2. To the best of my 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.

MARIA CELIA H. FERNANDEZ-ESTAVILLO
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this 12 OCT 2021 in Pasig City, Philippines, affiant exhibited to me her Social Security System ID with no.
She is personally known to me to be the same person who executed the foregoing Secretary's Certificate and acknowledged to me that the same is her free act and deed.

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Series of 2021.

ANDRE RIA B. BOZETA-ACERO
Notary Public for Pasig, San Juan, and Pateros
Notarial Commission No. 248 extended until December 31, 2021
pursuant to SC En Banc Reso dated June 22, 2021 on Bar Matter 3795
40th Floor Robinsons Equitable Tower, ADB Ave.
cor. Poveda Road, Ortigas Center, Pasig City 1605
Roll of Attorneys No. 55199
MCLE Compliance No. VI- 0007682 valid until April 14, 2022
PTR No. 8540878/01-11-2021/Makati City
IBP Receipt No. 144096/01-05-2021/Rizal Chapter