



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

Company Reg. No. 9170

**CERTIFICATE OF FILING
OF
AMENDED BY-LAWS**

KNOW ALL MEN BY THESE PRESENTS:

This is to certify that the Amended By-Laws of

UNIVERSAL ROBINA CORPORATION

copy annexed, adopted on April 29, 2016 by the Board of Directors pursuant to the authority duly delegated to it by the stockholders owning more than two-thirds of the outstanding capital stock on May 05, 2005 & March 08, 2005, certified by a majority of the Board of Directors and countersigned by the Secretary of the Corporation, was approved by the Commission on this date, pursuant to the provisions of Section 48 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and attached to the other papers pertaining to said corporation.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 20th the day of June, Twenty Sixteen.




FERDINAND B. SALES
Director

Company Registration and Monitoring Department

COVER SHEET
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application
 SEC Registration Number

Amended By-Laws

9 1 7 0

Former Company Name

U N I V E R S A L R O B I N A C O R P O R A T I O N

AMENDED TO:
 New Company Name

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

1 1 0 E . R O D R I G U E Z A V E N U E , B A G U M B A Y A N
Q U E Z O N C I T Y , M E T R O M A N I L A

COMPANY INFORMATION

Company's Email Address: **N/A** Company's Telephone Number/s: **633-7631 to 40** Company's Facsimile Number/s:

CONTACT PERSON INFORMATION

Name of Contact Person: **Atty. Rosalinda F. Rivera
 Corporate Secretary** Email Address: Telephone Number/s: **633-7631** Facsimile Number/s: **395-2608**

Contact Person's Address

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

To be accomplished by CRMD Personnel

Assigned Processor: _____ Date: _____ Signature: _____

Document I. D

Received by: Corporate Filing Records Division (CFRD) _____

Forwarded to

<input type="checkbox"/>	Corporate and Partnership Registration Division	_____	_____
<input type="checkbox"/>	Green Lane Unit	_____	_____
<input type="checkbox"/>	Financial Analysis and Audit Division	_____	_____
<input type="checkbox"/>	Licensing Unit	_____	_____
<input type="checkbox"/>	Compliance Monitoring Division	_____	_____

**AMENDED BY-LAWS OF
UNIVERSAL ROBINA CORPORATION**

ARTICLE I

SUBSCRIPTION, ISSUANCE AND TRANSFER OF SHARES

SECTION 1. SUBSCRIPTIONS. Unpaid subscriptions to the capital stock of the Corporation shall be due and payable in accordance with the terms of the subscription agreement, if provided for, or at any time, or from time to time, as they shall be declared due and payable by the Board of Directors. Unless otherwise provided in the subscription agreement, no interest shall be due on unpaid subscriptions until such subscriptions are declared delinquent.

SECTION 2. CERTIFICATES OF STOCK. Each stockholder shall be entitled to a certificate for fully paid stock subscriptions in his name in the books of the Corporation which shall be signed by the President and countersigned by the Secretary of the Corporation and sealed with the corporate seal certifying the number of fully-paid shares owned by him. All such certificates shall be issued in consecutive order from a certificate book, and shall be numbered and registered in the order in which they are issued, and on the stub of each certificate issued to him. Every certificate returned to the Corporation for the exchange or transfer of shares shall be cancelled, and attached to the stock certificate book from which it originated. No certificate evidencing previously issued shares shall be created until the old certificates corresponding to such shares shall have been cancelled and returned to its stock certificate book. The necessary documentary stamp taxes for the issuance of new certificates arising from the transfer of shares shall be borne by the stockholder in whose favor such shares are assigned or transferred. (As amended on April 21, 1997 and on April 24, 1997)

SECTION 3. TRANSFER OF SHARES. Transfers of shares shall be made only on the books of the Corporation by the holders in person or by attorney authorized by power in writing, so as to show the names and citizenship or nationality of the parties to the transaction, the date of the transfer, the numbers of the certificates and the number of shares transferred and on the surrender of the certificates for such shares properly endorsed. And upon such transfer the old certificate shall be surrendered to the Corporation by delivery thereof to the person in charge of the stock and transfer books and ledgers, or to such other person as the Board of Directors may designate, by whom it shall be cancelled, and new a certificate shall thereupon be issued. All certificates presented for transfer to the Corporation must be stamped "CANCELLED" on the face thereof together with the date of cancellation, and must be immediately attached to the corresponding stub in the stock book. Whenever any transfer of shares shall be made for collateral security; and not absolutely, such fact, if known to the Secretary or to said transfer agent, shall be so expressed in the entry of the transfer. Provided that, no issuance or transfer of shares of stock of the Corporation which would reduce the stock ownership of Filipino citizens to less than the minimum percentage of the outstanding

