



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

COMPANY REG. NO. AS94002733

**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

EAST WEST BANKING CORPORATION
(Amending Articles VI and VII thereof)

copy annexed, adopted on July 13, 2017 by a majority vote of the Board of Directors and on August 30, 2017 by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the 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 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and Section 14 of R.A. 8791 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 company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/membership certificates issuers or selling agents thereof. 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 hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 28th day of February, Twenty Eighteen.



FERDINAND B. SALES
Director

Company Registration and Monitoring Department

MY/mcf

Date: 2018-04-12 Time: 15:35:11 PM

Username: Aaron Paul Pagkatipuna

SEC 1234

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT



Nature of Application

SEC Registration Number

AMENDED ADI & BY-LAWS / ICS

A S 0 9 4 0 0 2 7 3 3

Former Company Name

E A S T W E S T B A N K I N G C O R P O R A T I O N

AMENDED TO:
New Company Name

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

T H E B E A U F O R T 5 T H A V E N U E C O R .
2 3 R D S T . B O N I F A C I O G L O B A L C I T Y

ZIP CODE

COMPANY INFORMATION

Company Email Address

Company's Telephone Number/s

Mobile Number

[Empty box for Company Email Address]

[Empty box for Company's Telephone Number/s]

[Empty box for Mobile Number]

CONTACT PERSON INFORMATION

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

Name of Contact Person

Email Address

Telephone Number/s

Mobile Number

ATTY. BENEDICTO M. VALERIO, JR.

[Empty box for Email Address]

575-3871

[Empty box for Mobile Number]

Contact Person's Address

T H E B E A U F O R T , 5 T H A V E N U E , C O R . 2 3 R D S T . B O N I F A C I O G L O B A L C I T Y , T A G U I G C I T Y

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor _____

Document I.D.

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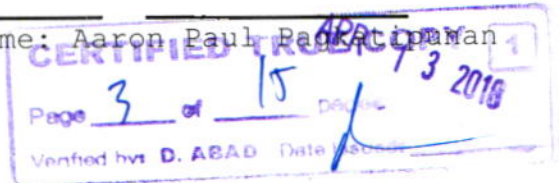
Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

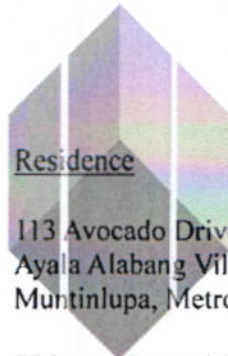
- Corporate and Partnership Registration Division
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit
- Compliance Monitoring Division

Date: 2018-04-12 Time: 15:35:11 PM

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SECURITIES AND EXCHANGE COMMISSION



Securities and Exchange Commission
PHILIPPINES

<u>Name</u>	<u>Residence</u>	<u>Citizenship</u>
Efren C. Gutierrez	113 Avocado Drive Ayala Alabang Village Muntinlupa, Metro Manila	Filipino
Josephine G. Yap	776 cor. Harvard & Princeton Filipino Sts., Mandaluyong, MM	
David M. Consunji	4688 Pasay Road Dasmariñas Village Makati, MM	Filipino
Luis T. Fernandez	141 Pinaglabanan St. San Juan, MM	Filipino
Marianna G. Uykimpang	951 Luna Mencias St. Mandaluyong, MM	Filipino

SIXTH – The number of directors of said corporation shall be eleven (11) and the names, residences and citizenship of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the By-Laws are as follows (Amended as of August 30, 2017):

<u>Name</u>	<u>Residence</u>	<u>Citizenship</u>
David M. Consunji	4688 Pasay Road Dasmariñas Village Makati, MM	Filipino
Luis T. Fernandez	141 Pinaglabanan St. San Juan, MM	Filipino
Marianna G. Uykimpang	951 Luna Mencias St. Mandaluyong, MM	Filipino
Estelito P. Mendoza	9 Encarnacion St. Magallanes Village Makati, Metro Manila	Filipino
Efren C. Gutierrez	113 Avocado Drive Ayala Alabang Village Muntinlupa, MM	Filipino



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with existing BSP regulations.

- h) Preference in liquidation – In the event of any dissolution or liquidation or winding up, whether voluntary or involuntary, of the Corporation, except in connection with a merger or consolidation, the Holders of Preferred shares of stock shall be entitled to be paid in full, or ratably insofar as the assets of the Corporation will permit, before any distribution shall be made to the holders of the Common shares of stock.

The foregoing provision must be specifically stated in the certificate of preferred shares of stock

No stockholder of the Corporation shall, because of his ownership of stock, have preemptive right or rights to purchase, subscribed for, or take any stock or any part of the notes, debentures, bonds or other securities convertible into a carrying option or warrant to purchase stock of the Corporation issued, optioned or sold by it after its incorporation. Any part of the capital stock and any part of the notes, debentures, bonds or other securities convertible into carrying option or warrant to purchase stock of the Corporation may be issued, optioned for sale and sold or dispose of by the Corporation pursuant to the resolution of its Board of Directors for such person and upon terms as may to such Board seems proper without first offering such stock or securities or any part thereof to existing stockholder. (Amended as of January 6, 2012)

No transfer of stock or interest which reduces the ownership of Filipino citizens to less than the required percentage of capital stock shall be allowed or permitted to be recorded in the books of the Corporation. The foregoing restriction shall be printed in all articles of stock to be issued by the Corporation. Any violation of the foregoing restrictions shall be treated as null and void.

EIGHT – The amount of said capital stock has which has been actually subscribed is SEVEN HUNDRED FIFTY MILLION PESOS (P750,000,000.00) and the following persons have subscribed for the number of shares and the amount of capital stock set out after their respective names:

Name	Citizenship	No. of Shares Subscribed		
		Common	Preferred	Amount
David M. Consunji	Filipino	300,000		P 30,000,000.00
Luis T. Fernandez	Filipino	300,000		30,000,000.00
Mariana G. Uykim pang	Filipino	300,000		30,000,000.00
Josephine G. Yap	Filipino	300,000		30,000,000.00
Efren C. Gutierrez	Filipino	149,999		14,999,900.00
Estelito P. Mendoza	Filipino	1		100.00
Filinvest Dev't. Corp.	Filipino	6,000,000		600,000,000.00

Date: 2018-04-13 Time: 15:35:11 PM

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Dante T. Ramos, Efren M.

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 Auth'd by: D. AP

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Reyes & Elsa Marquez
in trust for Filinvest
Retirement Fund

Filipino

150,000

Securities and
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Commission
PHILIPPINES

15,000,000.00

TOTAL

1,500,000

6,000,000

P750,000,000.00

NINTH – That the total amount of PESOS: ONE HUNDRED EIGHTY SEVEN MILLION FIVE HUNDRED THOUSAND (P187,500,000.00) has been paid on account of the foregoing subscriptions, and the following persons have paid on the shares of capital stock for which they have subscribed, the amounts set out after their respective names:

Amount Paid on Subscription

<u>Name</u>	<u>Common</u>	<u>Preferred</u>	<u>Total</u>
David M. Consunji	P 100.00	P -	P 100.00
Luis T. Fernandez	100.00		100.00
Mariana G. Uykimpang	100.00		100.00
Josephine G. Yap	100.00		100.00
Efren C. Gutierrez	100.00		100.00
Estelito P. Mendoza	100.00		100.00
Filinvest Dev't. Corp.		172,499,400.00	172,499,400.00
Dante T. Ramos, Efren M. Reyes & Elsa Marquez in trust for Filinvest Retirement Fund	<u>15,000,000.00</u>		<u>15,000,000.00</u>
	P15,000,600.00	P 172,499,400.00	P187,500,000.00

TENTH – Mr. LUIS T. FERNANDEZ, 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 that such Treasurer, he has been authorized to receive for the corporation and to issue receipts in its name for all subscription paid in by the subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands on this 23rd day of February 1994 at San Juan, Metro Manila.

Sgd.
EFREN C. GUTIERREZ

Sgd.
JOSEPHINE G. YAP

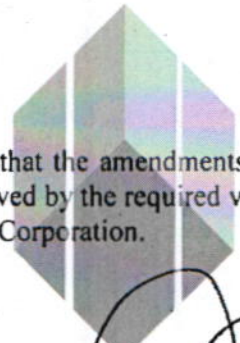
Sgd.
DAVID M. CONSUNJI

Sgd.
LUIS T. FERNANDEZ Paul Pagkatipunan

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I hereby certify under oath that the amendments under the foregoing Articles of Incorporation have been duly approved by the required vote of the Board of Directors and Stockholders of East West Banking Corporation.

[Handwritten Signature]

BENEDICTO M. VALERIO, JR.
Corporate Secretary

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

SEP 0 5 2017 **SUBSCRIBED AND SWORN** to before me in Makati City, this _____, by Atty. Benedicto M. Valerio, Jr., personally known to me, who is the same person who personally signed before me the foregoing affidavit and acknowledged that he executed the same.

Doc. No. 121 ;
Page No. 35 ;
Book No. XX ;
Series of 2017.

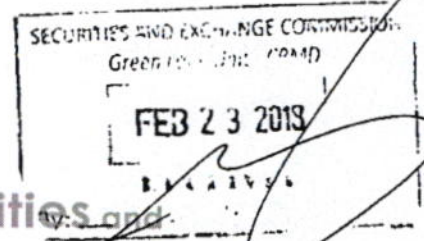
[Handwritten Signature]
ATTY. LOURDES A. OÑA
NOTARY PUBLIC FOR MAKATI CITY
Appointment No. M-68 until December 31, 2017
Roll No. 38397 / IBP Lifetime No. 02701
PTR No. 5909138 January 3, 2017

Date: 2018-04-12 Time: 15:35:11 PM

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Verified by D. ABAD

2023.04.29.0011



DIRECTORS CERTIFICATE

Securities Exchange Commission

WE, the undersigned consisting of all the members of the Board of Directors and the Corporate Secretary of East West Banking Corporation do hereby certify that the Articles of Incorporation/By Laws of the said corporation was amended by a majority vote of the directors in a meeting held on July 13, 2017 at the Corporation's principal office and the vote of the stockholders representing two-thirds (2/3) of the outstanding capital stock at a meeting held on August 30, 2017 at Crimson Hotel, Filinvest Corporate City, Muntinlupa City.

The Amended Provisions of the attached Articles of Incorporation refers to the following, to wit:

"SIXTH - The number of directors of said corporation shall be eleven (11) and the names, residences and citizenship of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the By-Laws are as follows:

xxx xxx xxx"

(Amended as of August 30, 2017)

"SEVENTH. - The total authorized capital stock of the Corporation is Pesos: FIFTY BILLION Philippine currency (Php 50,000,000,000.00) and said capital shall consist of FOUR BILLION FIVE HUNDRED MILLION (4,500,000,000) common shares with par value of Php 10.00 per share and FIVE HUNDRED MILLION (500,000,000) preferred shares with par value of Php 10.00 per share;

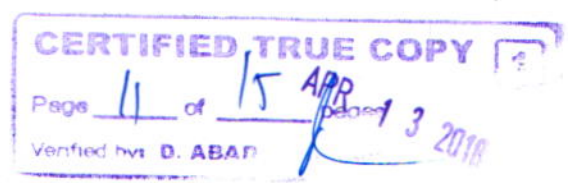
Classes of Share	No. of Shares	Par Value	Total Par Value
Common	4,500,000,000	P10.00	P45,000,000,000.00
Preferred	500,000,000	P10.00	5,000,000,000.00
Total	5,000,000,000		P50,000,000,000.00

xxx xxx xxx"

(Amended as of August 30, 2017)

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Securities and
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PHILIPPINES

The Amended Provisions of the attached By-Laws refers to the following, to wit:

ARTICLE V OFFICERS

Section 1. General Provisions. The officers of the Corporation shall be: a Chief Executive Officer a President, one or more Executive Vice Presidents, one or more Senior Vice Presidents, one or more First Vice presidents, one or more Vice Presidents, the Treasurer, Internal Auditor, the Corporate Secretary and one more Assistant Vice Presidents. These officers shall be appointed, and their duties and compensation determined, by the Board of Directors.

The Chief Executive Officer and the President shall be director of the Corporation while the others need not be directors. Two or more offices maybe held by the same person, provided they are not incompatible positions.

Section 2. The Board of Directors is empowered to create additional offices and elect or appoint officers to fill the positions, as they may deem necessary.

(Amended as of August 30, 2017)

ARTICLE VI

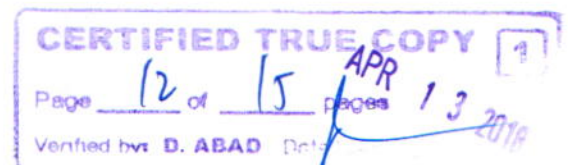
POWERS AND DUTIES OF THE OFFICERS

Section 1. The Chief Executive Officer. The Chief Executive Officer of the Corporation shall be responsible for the general supervision, administration and management of the Corporation. The Chief Executive Officer shall focus on the macro perspective of the Corporation.

Section 2. The President. The President shall execute and administer the policies approved by the Board of Directors. He shall also exercise such powers as may be vested upon him by the Board of Directors not incompatible with law or this By-laws.

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Securities and Exchange Commission PHILIPPINES

IN WITNESS WHEREOF, WE have signed this Directors Certificate this SEP 15 2011 at MAKATI CITY, Philippines.

JONATHAN T. GOTIANUN TIN NO. 107-995-683

M.T.G. MERCEDES T. GOTIANUN TIN NO. 170-374-584

L. JOSEPHINE GOTIANUN-YAP TIN NO. 107-996-643

ANTONIO C. MONCUPA, JR. TIN NO. 107-196-627

JESUS ROBERTO S. REYES TIN NO. 106-905-979

WILSON L. SY TIN NO. 122-113-170-00

PAUL A. AQUINO TIN NO. 101-500-043

JOSE S. SANDEJAS TIN NO. 103-177-273

CARLOS L. ALINDADA TIN NO. 105-332-794

8/9

COUNTERSIGNED:

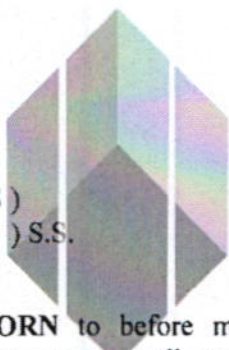
BENEDICTO M. VALERIO, JR. Corporate Secretary

Date: 2018-04-12 Time: 15:35:11 PM

Username: Aaron Paul Pagkatipunan

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Securities and Exchange Commission PHILIPPINES

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

SUBSCRIBED AND SWORN to before me in MAKATI CITY, this SEP 15 2017, the following persons personally appeared before me:

Name	Government Issued ID
JONATHAN T. GOTIANUN	Passport No. EB9194744
MERCEDES T. GOTIANUN	Passport No. P0296578A
L. JOSEPHINE GOTIANUN-YAP	Passport No. P1463447A
ANTONIO C. MONCUPA, JR.	Passport No. EC4231868
JESUS ROBERTO S. REYES	Passport No. EC1629748
WILSON L. SY	Passport No. EC3833686
JOSE S. SANDEJAS	Passport No. EC1485958
PAUL A. AQUINO	Passport No. EC0067879
CARLOS L. ALINDADA	Passport No. EB8591905
BENEDICTO M. VALERIO, JR.	Passport No. EC1321279

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Page No. 20 ;
Book No. XIX ;
Series of 2017.

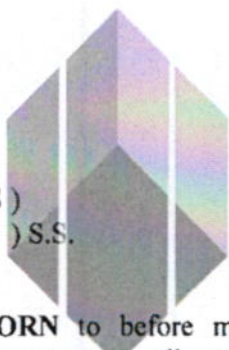
[Handwritten Signature]
ATTY. MA. ANNA LOURDES DIMAANO-PAMFILO
NOTARY PUBLIC FOR MAKATI CITY
Appointment No. M-30 until December 31, 2018
Roll No. 36260 / IBP Lifetime No. 070E3
PTR No. 0099137 January 2, 2017

Date: 2018-04-12 Time: 15:35:11 PM

Username: Aaron Paul Pagkatipunan

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Securities and Exchange Commission PHILIPPINES

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

SUBSCRIBED AND SWORN to before me in MAKATI CITY, this SEP 15 2017, the following persons personally appeared before me:

Name	Government Issued ID
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JOSE S. SANDEJAS	Passport No. EC1485958
PAUL A. AQUINO	Passport No. EC0067879
CARLOS L. ALINDADA	Passport No. EB8591905
BENEDICTO M. VALERIO, JR.	Passport No. EC1321279

Doc. No. 188 ;
Page No. 20 ;
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[Signature]
ATTY. MA. ANNA LOURDES DIMAANO-PAMFILO
NOTARY PUBLIC FOR MAKATI CITY
Appointment No. M-30 until December 31, 2018
Roll No. 36260 / IBP Lifetime No. 070E3
FTM No. 6309137 January 2, 2017

Date: 2018-04-12 Time: 15:35:11 PM

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