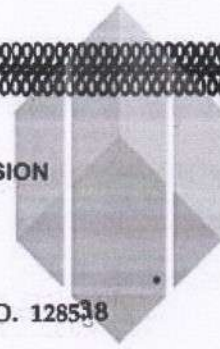


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REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila



Securities and Exchange Commission
PHILIPPINES

COMPANY REG. NO. 128538

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

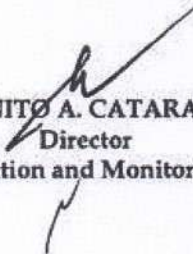
KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Amended By-Laws of

DBP LEASING CORPORATION
(Formerly: DBP MARITIME LEASING CORPORATION)

copy annexed, adopted on November 05, 2009 by majority vote of the Board of Directors and 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 majority of the said Board 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 copies thereof are filed with the Commission.

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 14th day of January, Twenty Ten.


BENITO A. CATARAN
Director

Company Registration and Monitoring Department

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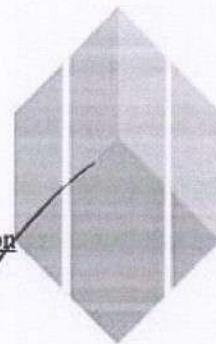
Page 1 of 1 page **SEP 05 2024**
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**Amended BY-LAWS OF
DBP LEASING CORPORATION**
Formerly: DBP Maritime Leasing Corporation
(Amended on November 5, 2009)



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ARTICLE I

SUBSCRIPTION, ISSUANCE AND TRANSFER OF SHARES

Section 1. **Subscription** – Subscribers to the capital stock of the Corporation shall pay to the Corporation the subscription value or price of the stock in accordance with the terms and conditions prescribed by the Board of Directors.

Section 2. **Certificates** – Each stockholder shall be entitled to one or more certificates for such fully paid stock subscriptions registered in his name in the books of the Corporation. The certificates shall contain the matters required by law and the Articles of Incorporation. They shall be in such form and design as may be determined by the Board of Directors and numbered consecutively. The certificates, which must be issued in consecutive order, shall bear the signature or facsimile of the signature of the President, manually countersigned by the Secretary or Assistant Secretary, and sealed with the corporate seal.

Section 3. **Transfer of Shares** – Subject to the restrictions, terms and conditions contained in the Articles of Incorporation, shares may be transferred, sold, ceded, assigned or pledge by delivery of the certificates duly indorsed by the stockholders, his attorney-in-fact, or other legally authorized person. The transfer shall be valid and binding on the Corporation, cancellation of the certificates surrendered to the Secretary, and issuance of a new certificate to the transferee.

No shares of stock against which the Corporation holds unpaid claims shall be transferable in the books of the Corporation.

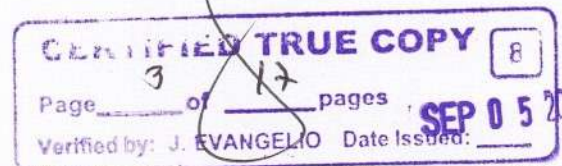
All certificates surrendered for transfer shall be stamped "cancelled" on the face thereon, together with the date of cancellation, and attached to the corresponding stub of the certificates book.

Section 4. **Lost Certificate** – In case any certificate for the capital stock of the Corporation is lost, stolen or destroyed a new certificate may be issued in lieu thereof in accordance with procedure prescribed by law, particularly Section 73 of the Corporate Code of the Philippines.

Section 5. **Fractional Shares** – No certificate shall be issued evidencing ownership of a fractional part of a share.

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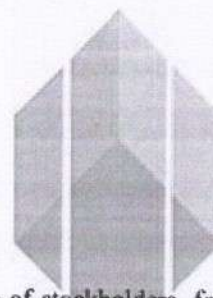
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ARTICLE II

MEETINGS OF STOCKHOLDERS

Section 1. Regular Meetings – The regular meetings of stockholders, for the purpose of electing directors and for the transaction of such business as may properly come before the meeting, shall be held on the second week of March of each year. The Board of Directors may, for good cause, postpone the regular meeting to a reasonable date.

Section 2. Special Meetings – The special meetings of stockholders, for any purpose or purposes, may at any time be called by any of the following: (a) Board of Directors, at its own instance, or at the written request of stockholders representing a majority of the outstanding capital stock; (b) Chairman, or in his absence, the Vice-Chairman of the Board of Directors; or (c) President.

Section 3. Place of Meeting – Stockholders' meetings, whether regular or special, shall be held in the principal office of the Corporation or at any place designated by the Board of Directors in the city or municipality where the principal office of the corporation is located.

Section 4. Notice of Meeting – Notices for regular or special meetings of stockholders may be sent by the Secretary by personal delivery or by mailing the notice at least two (2) weeks prior to the date to each stockholder or record at his last known post office address or by publishing the notice in a newspaper of national circulation. The notice shall state the place, date and hour of the meeting, and the purpose or purposes for which the meeting is called. In case of special meetings, only matters stated in the notice can be the subject of motions or deliberations at such meetings. Notice of any meeting may be waived, expressly or impliedly, by any stockholder, in person or by proxy, before or after the meeting.

When the meeting of stockholders is adjourned to another time or place, it shall not be necessary to give any notice of the adjourned meeting if the adjournment is announced at the meeting at which the adjournment is taken. At the reconvened meeting, any business may be transacted that might have been transacted on the regular date of the meeting.

Section 5. Quorum – Unless otherwise provided by law, in all regular and special meetings of stockholders, a majority of the outstanding stock entitled to vote must be present or represented in order to constitute a quorum. If no quorum is constituted, the meeting shall be adjourned until the requisite amount of stock shall be present. The stockholders present at a duly organized meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough stockholders to leave less than a quorum.

Section 6. Conduct of Meeting – Meetings of the stockholders shall be presided over by the Chairman of the Board, or in his absence, the Vice-Chairman of the Board, or in his absence, the President, or if none of the foregoing is in office and present and acting, by a chairman to be chosen by the stockholders. The Secretary, or in his absence, the Assistant Secretary, shall act as secretary or every meeting, but if

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office address or by publishing the notice in a newspaper of national circulation.

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Section 7. Manner of Voting – At all meetings of stockholders, a stockholder may vote in person or by proxy executed in writing by the stockholder or his duly authorized attorney-in-fact. Unless otherwise provided in the proxy, it shall be valid only for the meeting at which it has been presented to the Secretary. All proxies must be in the hands of the Secretary not later than one week before the date/time set for the meeting. Such proxies filed with the Secretary may be revoked by the stockholders either an instrument in writing duly presented and recorded with the Secretary at least three (3) days prior to a scheduled meeting or by their personal presence at the meeting. The decision of the Secretary on the validity of proxies shall be final and binding until set aside by a court of competent jurisdiction.

Section 8. Closing of Transfer Books or Fixing of Record Date – For the purpose of determining the stockholders entitled to notice of, or to vote at, any meeting of stockholders or any adjournment thereof, or to receive payment of any dividend, or making a determination of stockholders for any other proper purpose, the Board of Directors may provide that the stock and transfer books be closed for a stated period, but not to exceed, in any case, twenty (20) days. If the stock and transfer books be closed for the purpose of determining stockholders entitled to notice of, or to vote at, a meeting of stockholders, such books shall be closed for at least ten (10) working days immediately preceding such meeting. In lieu of closing the stock and transfer books, the Board or Directors may fix in advance a date as the record date for any such determination of stockholders. Such date shall in no case be more than twenty (20) days prior to the date on which the particular action requiring such

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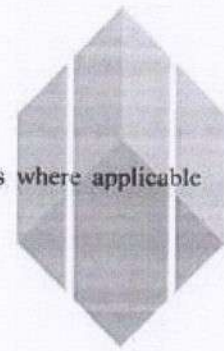
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determination of stockholders is to be taken, except in instances where applicable rules and regulations provide otherwise.



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ARTICLE III

BOARD OF DIRECTORS

Section 1. Powers of the Board - Unless otherwise provided by law, the corporate powers of the Corporation shall be exercised, all business conducted and all property of the Corporation controlled and held by the Board of Directors to be elected by and from the stockholders. Without prejudice to such general powers and such other powers as may be granted by law, the Board of Directors shall have the following express powers:

(a) From time to time, to make and change rules and regulations not inconsistent with these By-laws for the management for the Corporation's business and affairs;

(b) To purchase, receive, take, or otherwise acquire in any lawful manner, for and in the name of the Corporation, any and all properties, rights, interests, or privileges, including securities and bonds of other corporations, as the transaction of the business of the Corporation may reasonably or necessarily, for such consideration and upon such terms and conditions as the Board may deem proper or convenient;

(c) To invest the funds of the Corporation in another corporation or business or for any other purposes other than those for which the Corporation was organized, whenever in the judgment of the Board, the interests of the Corporation would thereby be promoted, subject to such stockholder approval as may be required by law;

(d) To incur such indebtedness as the Board may deem necessary and, for such purpose to make and issue evidence of such indebtedness, including without limitation, notes, deeds of trust, instruments, bonds, debentures, or securities, subject to such stockholder approval as may be required by law, and/or to pledge, mortgage, or otherwise encumber all or part of the properties and rights of the Corporation;

(e) To guarantee, for and in behalf of the Corporation, obligation of other corporations or entities in which it has lawful interest;

(f) To make provisions for the provisions for the discharge of the obligations of the Corporation as they mature, including payment for any property or rights acquired by the Corporation, either wholly or partly in money, property, or in stocks, bonds, debentures, or other securities of the Corporation lawfully issued for the purpose;

(g) To impose conditions as the Board may deem convenient, subject to the limitations prescribed by law, regarding the transfer of shares issued in total or partial payment of debts contracted or properties acquire by, or services rendered to the Corporation;

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(h) To sell, lease, exchange, assign, transfer or otherwise dispose of any property, real or personal, belonging to the Corporation whenever in the Board's judgment, the Corporation's interest would thereby be promoted;

(i) To establish pension, retirement, bonus, profit-sharing, or other types of incentives or compensation plans for the employees, including officers and directors, of the Corporation and to determine the persons to participate in any such plans and the amount of their respective participation;

(j) To prosecute, maintain, defend, compromise or abandon any lawsuit in which the Corporation or its officers are either plaintiffs or defendants in connection with the business of the Corporation, and likewise, to grant installments for the payments or settlement of whatsoever debts are payable to the Corporations;

(k) To delegate from time to time, any of the powers of the Board which can lawfully be delegated in the course of the current businesses of the Corporation to any standing or special committee or to any officer or agent and to appoint any persons to be agents of the CORPORATION with such powers (including the power to sub-delegate), and upon such terms, as may be deemed fit;

(l) To resolve doubts as to the meeting of these By-laws and supply omissions thereof, and giving an account to the general meeting of stockholders.

Section 2. Election and Term - The Board of Directors shall be elected during each regular meeting and shall hold office for one (1) year and until their successors are elected and qualified.

"Section 3. Resignation - Any Member of the Board may resign at any time upon written notice to the Board of Directors of the Corporation. The resignation of the Board Member shall be effective upon acceptance thereof by the Board." (amended on June 12, 2008)

Section 4. Vacancies - Any vacancy occurring in the Board of Directors other than by removal by the stockholders or by expiration of term, may be filled by the vote of at least a majority of the remaining directors, if still constituting a quorum; otherwise, the vacancy must be filled by the stockholders in a regular or special meeting called for than purpose. A director so elected to fill a vacancy shall be elected only for the unexpired term of his predecessor in office.

Any directorship to be filled by reason of an increase in the number of directors shall be filled only by an election at a regular or at a special meeting of stockholders duly called for the purpose, or in the same meeting authorizing the increase of directors if so stated in the notice of the meeting.

The vacancy resulting from the removal of a director by the stockholders in the manner provided may be filled by election at the same meeting of stockholders without further notice, or at any regular or at any special meeting of stockholders called for the purpose, after giving notice as prescribed in these By-laws.

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Section 5. Meetings – Regular meetings of the Board of Directors shall be held once every month on such dates and at such times and places as the Chairman of the Board, or in his absence, the President may determine. (amended on September 20, 2004)

Special meetings of the Board may be called at any time by the Chairman of the Board or, in his absence, by the President, or upon the request of a majority of the directors and shall be held at such places as may be designated in the notice.

Section 6. Notice – Notice of the regular or special meetings of the Board, specifying the date, time and place of the meeting, shall be communicated by the Secretary to each director personally, or by telephone, telex, telegram or by written or oral message, at least twenty-four (24) hours prior to the scheduled meeting. A director may waive this requirement, either expressly or impliedly.

Section 7. Quorum – A majority of the number of directors as fixed in the Articles of Incorporation shall constitute a quorum for the transaction of corporate business, and every decision of at least a majority of the directors present at a meeting at which there is a quorum shall be valid as a corporate act, except for the election of officers which shall require the vote of a majority of all the members of the Board.

Section 8. Conduct of the Meetings – Meeting of the Board of Directors shall be presided over by the Chairman of the Board, or in his absence, the Vice-Chairman of the Board, or in his absence, the President or if none of the foregoing is in office and present and acting, by any other director chosen by the Board. The Secretary, in his absence, the Assistant Secretary, shall act as Secretary of every meeting, but if neither the Secretary nor the Assistant Secretary is present, the chairman of the meeting shall appoint a secretary of the meeting.

Section 9. Compensation – Directors, as such, shall receive such compensation as may be determined by the Board of Directors, subject to the approval by the stockholders of the Corporation.

ARTICLE IV

THE EXECUTIVE COMMITTEE

Section 1. Organization – There shall be an Executive Committee composed of the Chairman, the President and one (1) Director. Alternate Members of the Committee may be designated by the Board who shall act as member in the absence of the principal whom he/she represents upon the recommendation of the Chairman.

Section 2. Powers – Subject at all times to the direction and control of the Board of Directors, the Executive Committee shall have and may exercise any of the powers of the Board in the management of the business and affairs of the Corporation during the intervening period between the Board's meetings.

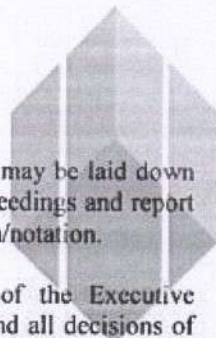
Section 3. Meeting and Report – Except as otherwise provided herein, the Executive Committee shall meet, adjourn or otherwise regulate its meetings or

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proceedings as it may think fit and proper subject to such rules as may be laid down by the Board of Directors. It shall keep regular minutes of its proceedings and report all resolutions adapted by it to the Board of Directors for ratification/notation.

Section 4. **Quorum** – The quorum at any meeting of the Executive Committee shall consist of a majority of the entire membership and all decisions of the Executive Committee shall require the affirmative vote of the majority present in the meeting.

Section 5. **Compensation** – The Board of Directors may from time to time fix and determine the compensation of the members of the Executive Committee.

ARTICLE V

OFFICERS

Section 1. **Executive Officers** – Immediately after their election, the Board of Directors shall formally organize by electing the Chairman, the Vice-Chairman, President and the Treasurer, and a Secretary. Except for the President, the officers need not be directors of the Corporation. At said meeting, the Board may also appoint an Executive Vice-President, one or more Vice-President, Assistant Vice-President/s, Assistant Treasurer, and Assistant Secretary, all of whom need not be directors of the Corporation. (amended September 20, 2004)

The Board may, from time to time, appoint such officers as it may determine to be necessary or proper.

Any two (2) or more positions may be held concurrently by the same person, except that no one shall act as Chairman or President and Treasurer or Secretary at the same time.

Section 2. **Chairman of the Board** – The Chairman of the Board of Directors shall preside at the meetings of the directors and stockholders. He shall also exercise such powers and perform such duties as the Board of Directors may assign to him.

Section 3. **Vice-Chairman** – The Vice-Chairman of the Board shall preside at the meetings of the directors and of the stockholders, in the absence of the Chairman. He shall exercise such powers and perform such duties and functions as the Board of Directors or the Chairman may, from time to time, assign to him.

Section 4. **President** – The President shall be the Chief Executive Officer of the Corporation and shall also have administration and direction of the day-to-day business affairs of the Corporation. He shall exercise the following functions:

- (a) To preside at the meetings of the Board of the Directors and of the stockholders in the absence of the Chairman or Vice-Chairman of the Board of Directors;

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(b) To initiate and develop corporate objectives and policies and formulate long range projects, plans and programs for the approval of the Board of Directors, including those for executive training, development and compensation;

(c) To have general supervision and management of the business affairs and property of the Corporation;

(d) To ensure that the administrative and operational policies of the Corporation are carried out under his supervision and control;

(e) Subject to guidelines prescribed by law, to appoint, remove, suspend or discipline employees of the Corporation, prescribe their duties, and determine their salaries;

(f) To oversee the preparation of the budgets and the statements of accounts of the Corporation;

(g) To prepare such statements and reports of the Corporation as may be required of him by law;

(h) To represent the Corporation at all functions and proceedings;

(i) To execute on behalf of the Corporation all contracts, agreements and other instruments the interests of the Corporation which require the approval of the Board of Directors, except as otherwise directed by the Board of Directors;

(j) To make reports to the Board of Directors and stockholders;

(k) To sign certificate of stock;

(l) To perform such other duties as are incident to his office or are entrusted to him by the Board of Directors. The President may assign the exercise or performance of any of the foregoing powers, duties and functions to any other official subject always to his supervision and control.

Section 5. Executive Vice-President – In the absence or disability of the President, the Executive Vice-President shall if qualified act in his place, exercise his powers and perform his duties pursuant to the By-laws. The Executive Vice-President shall also exercise such powers and perform such duties the President may assign to him.

Section 6. Vice-President(s) – They shall have such powers and shall perform such duties as may from time to time be assigned to them by the Chairman of the Board or the President.

Section 7. The Assistant Vice-President(s) – They shall have such powers and perform such duties as may from time to time be assigned by the Chairman of the Board or by the President.

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Section 8. The Secretary – He shall be the custodian of and shall maintain the corporate books and record and shall be the recorder of the Corporation's formal actions and transactions. He shall have the following specific powers and duties;

- (a) To record or see to proper recording of the minutes and transactions of all meetings of the directors and the stockholders and to maintain minute books of such meetings in the form and manner required by law.
- (b) To keep or cause to be kept record books showing the details required by law with respect to the stock certificates of the Corporation, including ledgers and transfer books showing all shares of the Corporation subscribed, issued and transferred.
- (c) To keep the corporate seal and affix it to all papers and documents requiring a seal, and to attest by his signature all corporate documents requiring the same.
- (d) To attend to the giving and serving of all notices of the Corporation required by law or these By-laws to be given.
- (e) To certify to such corporate acts, countersign corporate documents or certificates, and make reports or statements as may be required of him by law or by government rules and regulations.
- (f) To act as the inspector at the election of directors and, as such, shall determine the number of shares of stock outstanding and entitled to vote, the shares of stock represented at the meeting, the existence or a quorum, the validity and effect of proxies, and shall receive votes, ballots or consents, hear and determine all challenges and questions arising in connection with the right to vote, count and tabulate all votes, ballots or consents, determine the result, and do such acts as are proper to conduct the election or vote. The Secretary may assign the exercise of performance of any or all of the foregoing duties, powers, and functions to any other person or persons, subject always to his supervision and control.
- (g) To perform such other duties as are incident to his office or as may be assigned to him by the Board of Directors, the Chairman or the President.

Section 9: The Assistant Secretary – In the absence of the Secretary, the Assistant Secretary shall act in his place and perform his duties. The Secretary, may at his request or in his disability delegate any or all of his powers, duties and functions to the Assistant Secretary. The Assistant Secretary shall also perform such other duties as may from time to time, be assigned by the President.

Section 10. The Treasurer – The Treasurer of the Corporation shall be its Chief fiscal officer and the custodian of funds, securities and properties. The Treasurer shall have the following specific powers and duties:

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(a) To keep full and accurate accounts of receipts and disbursements in the books of the Corporation;

(b) To have custody of, and be responsible for, all the funds, securities and bonds of the Corporation;

(c) To deposit in the name and to the credit of the Corporation, in such bank(s) as may be designated from time to time by the Board of Directors, all moneys, funds, securities, bonds and similar valuable effects belonging to the Corporation, which may come under his control;

(d) To render an annual statement showing the financial condition of the Corporation and such other financial reports as the Board of Directors, the Chairman, or the President may, from time to time, require;

(e) To prepare such financial reports, statements, certifications and other documents, which may from time to time, be required by government rules and regulation and to submit the same to the proper government agencies;

(f) To exercise such powers and perform such duties and functions as may be assigned to him by the President.

Section 11. The Assistant Treasurer – In the absence of the Treasurer, the Assistant Treasurer shall act in his place and perform his duties. The Treasurer, may, at his request or in his disability, delegate any or all of his power, duties and functions to the Assistant Treasurer. The Assistant Treasurer shall also perform such other duties as may from time to time be assigned to him by the President.

Section 12. Term of Officer – The term of office of all officers shall be coterminous with that of the Board of Directors that elects or appoints them unless such officers are sooner removed for cause.

Section 13. Vacancies – If any of the officers becomes vacant by reason of death, resignation, failure to qualify, disqualification or for any other cause, the Board of Directors may elect a successor who shall hold office for the unexpired term.

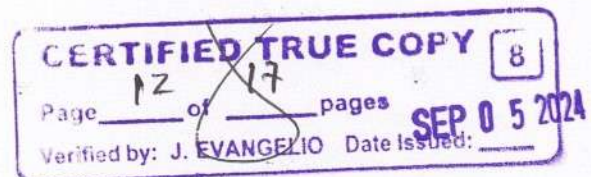
Section 14. Compensation – The President shall receive such remuneration as the Board of Directors may determine. All other officers shall receive such remuneration as the Board of Directors may determine upon the recommendation of the President. A director shall not be precluded from serving the Corporation in any other capacity as an officer, agent or otherwise, and receiving compensation therefore.

ARTICLE VI

INDEMNIFICATION OF DIRECTORS AND OFFICERS

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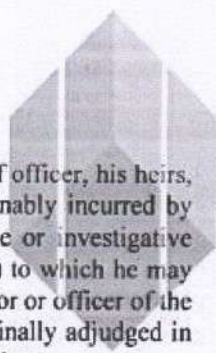
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Section 1. The Corporation shall indemnify every director or officer, his heirs, executors, and administrators against all costs and expenses reasonably incurred by such person in connection with any civil, criminal, administrative or investigative action, suit or proceeding (other than an action by the Corporation) to which he may be, or is made a party by reason of his being or having been a director or officer of the Corporation, except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to be liable for negligence or misconduct.

In the event of a settlement or compromise, indemnification shall be provided only in connection with such matters covered by the settlement as to which the Corporation is advised by counsel that the person to be indemnified did not commit a breach of duty as such director or officer.

The amount payable by way of indemnity shall be determined and paid only pursuant to a resolution adopted by a majority of the members of the Board of Directors.

The costs and expenses incurred in defending the aforementioned action, suit or proceeding may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding as authorized in the manner provided for in the preceding paragraph upon receipt of an undertaking by or on behalf of the director or officer to repay such amount, unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation as authorized in this Article.

ARTICLE VII

OFFICES

Section 1. The principal office of the corporation shall be located in Makati, Metro Manila, Philippines. The Corporation may have such other branch offices, either within or outside Makati, Metro Manila, as the Board of Directors may designate or as the business of the Corporation may, from time to time, require.

ARTICLE VIII

AUDIT OF BOOKS, FISCAL YEAR AND DIVIDENDS

Section 1. External Auditors - At the regular stockholders meeting, the external auditor or auditors of the Corporation for the ensuing fiscal year shall be appointed. The external auditor or auditors shall examine, verify and report on the earnings and expenses of the Corporation and shall certify the annual balance sheets. Such audit shall be made at least once a year. The remuneration of the external auditor or auditors shall be determined by the Board of Directors.

Section 2. Fiscal Year - The fiscal year of the Corporation shall begin on the first day of January and end of the last day of December of each year.

Section 3. Dividends - Dividends shall be declared and paid out of the unrestricted retained earnings (surplus profits) which shall be payable in cash.

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property, or stock to all stockholders on the basis of outstanding stock held by them, as often and at such times as the Board of Directors may determine and in accordance with law and applicable rules and regulations.

ARTICLE IX

AMENDMENTS

Section 1. These By-Laws may be amended or repealed by the vote of a majority of the Board of Directors and by the stockholders and by the stockholders representing a majority of the outstanding capital stock at any stockholders' meeting called for that purpose. However, the power to amend, modify, repeal or adopt new By-Laws may be delegated to the Board of Directors (except with respect to any provision increasing the compensation of the Board of Directors) by the affirmative vote of stockholders representing not less than two-thirds of the outstanding capital stock; provided, however, that any such delegation of powers to the Board of Directors to amend, repeal or adopt new By-Laws may be revoked only by the vote of the stockholders representing a majority of the outstanding stock at a regular or special meeting.

ARTICLE X

SEAL

Section 1. The seal of the Corporation shall be in such design and such features as the Board of Directors may decide. (amended on September 20, 2004)

We, the undersigned directors and stockholders of NATIONAL ALCOHOL CORPORATION, constituting a majority of all outstanding capital stock of the Corporation, have hereunto affixed our signature and approval of the foregoing By-laws of the Corporation, which By-laws were adopted by the affirmative vote of the stockholders representing a majority of all the outstanding capital stock at the meeting of the stockholders on the 12th September 1985, at Makati, Metro Manila, Philippines at the principal office of the Corporation.

(SGD.) JOSE BEN LARAYA

(SGD.) JOHN Y. COCUACO

(SGD.) FLORENTINO Z. VICENTE

(SGD.) HERMENEGILDO C. ZAYCO

(SGD.) PACIFICO A. AGABIN

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SIGNED IN THE PRESENCE OF:

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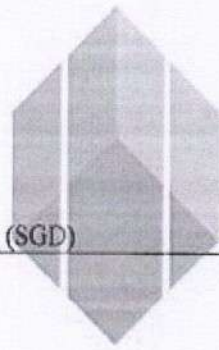
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NOTE: To confirm the original status of the certificate, please email and secure a Certificate from Company Registration (mailto:reg@sec.gov.ph) or visit our application portal (http://www.sec.gov.ph)

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ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)

MAKATI, METRO MANILA) S.S.

BEFORE ME, a Notary Public for and in Makati, Metro Manila on this 10th days of October 1985, personally appeared the following persons:

<u>Name</u>	<u>Residence Certificate</u>	<u>Issued on</u>	<u>Issued at</u>
Jose Ben R. Laraya	16297589-D	Feb. 6, 1985	Makati, Metro Manila
John Y. Cocuaco	33909158-E	Feb. 2, 1985	Mandaluyong, M.M.
Florentino Z. Vicente	3456305-E	Mar. 29, 1985	Makati, Metro Manila
Pacifico Agabin	9497374-D	Jan. 18, 1985	Marikina, Metro Manila
Hermenegildo C. Zayco	3354453-E	Apr. 8, 1985	Makati, Metro Manila

known to me and to me known to be the same persons who executed the foregoing By-Laws, and each of them acknowledged to me that they freely and voluntarily executed the same.

WITNESS MY HAND AND NOTARIAL SEAL, this 10th day of October 1985, at Makati, Metro Manila.

EVELINA GEROCHI VILLEGAS
Notary Public for Makati, M.M.
Until December 31, 1985
PTR NO.
Issued at Rizal
On February 1985

Doc No. 558;
Page No. 21;
Book No. III;
Series of 1985.

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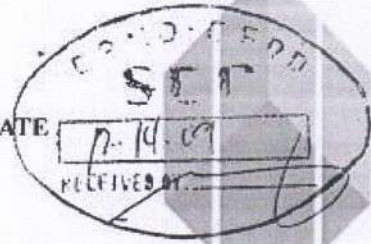
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DIRECTORS' CERTIFICATE



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PHILIP

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, members of the Board constituting the entire membership and the Corporate Secretary of **DBP MARITIME LEASING CORPORATION**, do hereby certify that the Articles of Incorporation and By-Laws of the said Corporation were amended by the affirmative vote of the stockholders owning or representing all of the outstanding capital stock at a meeting held for that purpose at the Development Bank of the Philippines, Sen. Gil Puyat Ave. cor. Makati Ave., Makati City on November 5, 2009.

The amended provision of the attached Amended Articles of Incorporation refers to **Article I** changing the corporate name from **DBP Maritime Leasing Corporation** to **DBP Leasing Corporation**.

The amended portion of the attached Amended By-Laws refers to the change of name of **DBP Maritime Leasing Corporation** to **DBP Leasing Corporation**.

The foregoing Amendments were likewise approved by all of the directors at a meeting held at the Development Bank of the Philippines, Sen. Gil Puyat Avenue, corner Makati Avenue, Makati City on November 5, 2009.

REYNALDO G. DAVID
TIN: 911-650-126
Chairperson

PATRICIA A. STO. TOMAS
TIN: 130-918-344
Director

EDGARDO F. GARCIA
TIN: 120-117-141
Director

ROLANDO S.C. GERONIMO
TIN: 107-175-085
Director

RAMON R. DURANO IV
TIN: 153-782-024
Director

FLORO F. OLIVEROS
TIN: 101-770-753
Director

AGUSTIN R. BENGZON
TIN: 122-892-735
Director

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12802.0054.0016

Countersigned:

Rose Marie Q. Quilantang
ROSE MARIE Q. QUILANTANG
TIN: 120-120-294
Corporate Secretary

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

SUBSCRIBED AND SWORN to before me in Makati City on Nov 5, 2009 the following persons exhibiting to me their respective instrument of identification as follows:

Name	Identification Instrument
Reynaldo G. David	Passport No. RR0040795 issued in Manila to expire on Sept. 13, 2010
Patricia A. Sto. Tomas	DBP I.D. No. 0201616-PAT
Edgardo F. Garcia	Passport No. UU0768876 issued in Manila to expire on July 13, 2012
Rolando S.C. Geronimo	Passport No. XX3410899 issued in Manila to expire on April 1, 2014
Agustin R. Bengzon	Passport No. XX 2488305 issued in Manila to expire on November 13, 2013
Ramon R. Durano IV	Passport No. SS0694559 issued in Manila to expire on March 15, 2011
Floro F. Oliveros	Driver's License No. N16-32-027340 issued in Manila to expire on May 29, 2012,
Rose Marie Q. Quilantang	Passport No. PP0140656 issued in Manila to expire on Sept. 16, 2009

Doc. No. 430 ; Page No. 87 ;
Book No. 1 ; Series of 2009.

Felipe V. Velasco
FELIPE V. VELASCO
NOTARY PUBLIC
Makati City, until December 31, 2012
3rd Floor, DBP Building
Sen. Gil J. Puyat, Ave., Makati City
Roll No. 37090, IAP No. 70661
PTR Exempt Under RA 7160

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NOTE: To confirm the actual status of the corporation, please contact the
Registration and Monitoring Department (Securities and Exchange Commission)

Information and Communication Technology Department
Electronic Records Management Division
SEC Administrative Officer IV

~~ROMEO B. CANNANO~~

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formerly: DBP MARITIME TRADING CORPORATION

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Republic of the Philippines
SECURITIES AND EXCHANGE COMMISSION

I hereby certify that (a) this is a true copy of the document stored in the SEC Official records to which proper security measures were employed to assure the integrity consisting of seven (7) page (s); and (b) at all material times, the SEC System for backup retrieval, storage and maintenance were operating in a manner that did not affect the integrity of the electronic document.

DBP MARITIME TRADING CORPORATION

Verified by: JOSEPH D. EXANGELIO, Fees Php 2,000 paid under
O.R. No. PH-014173-28 Dated SEP 05 2024

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