



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. CN200400368

Securities and
Exchange
Commission
PHILIPPINES

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

INSTITUTE OF CORPORATE DIRECTORS, INC.
(Amending Article II Primary Purpose thereof)

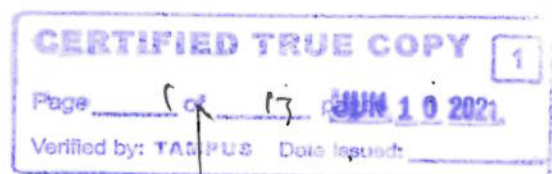
copy annexed, adopted on November 18, 2016 majority vote of the Board of Trustees and on June 13, 2017 by the vote of two-thirds of the members of the corporation, and certified under oath by the Corporate Secretary and a majority of the said board was approved by the Commission on this date pursuant to the provisions of Section 16 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 Pasay City, Metro Manila, Philippines, this 29th day of April Twenty Eighteen.


FERDINAND B. SALES
Director

Company Registration and Monitoring Department

OL/mii



39899 0097 0002

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

012024100398

Former Company Name

INSTITUTE OF CORPORATION
DIRECTORS INC.

AMENDED TO:
New Company Name

[Empty grid for New Company Name]

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

14TH FLOOR TRIDENT TOWER
CONDOMINIUM H.V. DELA COSTA ST
SALCEDO VILLAGE MAKATI

Company Email Address

law-dom@yahoo.com

COMPANY INFORMATION

Company's Telephone Numbers

687-7900

Mobile Number

09980471163

CONTACT PERSON INFORMATION

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

Name of Contact Person

daniel o. marcial

Email Address

law-dom@yahoo.com

Telephone Numbers

6877900

Mobile Number

09980471163

Contact Person's Address

2106A West Tower, PSEC, Exchange Rd. Ortigas Ctr. Pasig City

To be accomplished by CRMD Personnel

Assigned Processor

Atty. Bayayo

Date

2/23/16

Signature

Document ID.

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Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

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

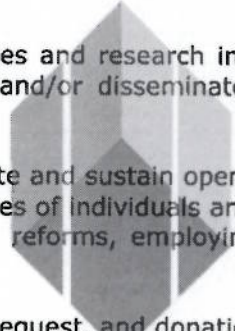
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Date: 2021-06-08 Time: 09:08:54 AM

Username: Patricia Anne Mendoza

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Page 3 of 103 pages
JUN 10 2021
Verified by: TAMP Date: []

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Securities and
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4. To undertake studies and research in director issues and governance trends to publish communicate and/or disseminate its research and development work and studies;
5. To organize, activate and sustain open networks, advocacies and other collaborative and strategic alliances of individuals and institutions towards a common agenda of corporate governance reforms, employing the tools of mass media and information technology;
6. To accept grants, bequest, and donations of properties whether in cash or other property, movable or immovable, in fee simple or in trust, and in the latter case, under such terms and conditions as may be imposed by the donor or grantor; Provided that, these are not contrary to the purposes for which the corporation is organized;
7. To receive assignment of copyrights and other intellectual property rights grant exclusive rights to their use and to charge and collect reasonable fees or charges for their uses;
8. To provide consultancy services including the formulation and implementation of improvement programs in corporate governance to such members, entities, and networks, if necessary to promote the primary purposes; to engage the services of consultants, advisors and other professionals as may be necessary in furtherance hereof;
9. To purchase, lease or otherwise acquire such lands, with or without buildings and other improvements as the foundation may require; to sell, mortgage, or dispose of and transfer such land or portions thereof, together with its improvements, for such consideration and under terms, stipulations and conditions as the Board of Trustees may deem necessary, proper or convenient in carrying out its corporate objectives;
10. To lease grounds, buildings or equipment to any institution engaged in activities which are within the specific aims and purposes of the Foundation;
11. To contract for the purchase, lease, or hire of such rights, leases, licenses, franchises, certificates, or permits of such equipment, materials, or supplies as said Foundation may desire or need for its undertakings;
12. To receive, take title, to hold and use the proceeds and income of stocks, bonds, obligations or other securities of any entity, organization or association, domestic or foreign;
13. To enter into, perform and carry out contracts of every kind and description pertaining to the purposes of this corporation and for any lawful purpose necessary or expedient thereto with any person, firm, association or corporation; to borrow or raise money without limit as to amounts, with or without collateral, if and when necessary to promote the best interest of the corporation and consistent with its purposes as above set forth;.

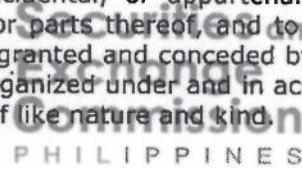
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by: TAMPA

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NECESSARY AND INCIDENTAL: To do and perform all and everything necessary and proper for the attainment of the purposes, or the furtherance of any of the purposes above set forth; and to do every act or acts incidental, or appurtenant to, or connected with the aforesaid powers, or any part or parts thereof, and to exercise and enjoy all the powers, authorities and privileges granted and conceded by laws of the Republic of the Philippines to the corporations organized under and in accordance with said laws, and in particular, unto corporations of like nature and kind.



THIRD: That the principal office of the corporation is to be established in-at the 14th Floor Trident Tower Condominium, H. V. Dela Costa Street, Salcedo Village, Makati City, but the corporation may establish branch offices in any other part of the Philippines as may be needed from time to time;

FOURTH: That the term for which said corporation is to exist is fifty (50) years from and after the date of incorporation.

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

<i>Name</i>	<i>Nationality</i>	<i>Residence</i>
1. JOSE L. CUISIA	Filipino	626 Adelfa St., Ayala Alabang, Muntinlupa City
2. ALFREDO ANTONIO	Filipino	25 San Rafael St., Kapitolyo, Pasig City
3. FRANCIS ESTRADA	Filipino	45-A South Tower, Pacific Plaza Towers Fort Bonifacio, Taguig, Metro Manila
4. ADELITA VERGEL DE DIOS	Filipino	66 Baler St. San Francisco del Monte, Quezon City
5. JOEL VALDES	Filipino	512 Adams St. Extension, Don Antonio Royale estate Old Balara, Quezon City
6. JESUS P. ESTANILAO	Filipino	5386 Amorsolo St., Legaspi Village, Makati City
7. JESUS ZULUETA	Filipino	17 Pandan St., North Forbes, Makati City
8. JAVIER JOSE CALERO	Filipino	174 B, Alexandra, meralco Avenue, Pasig City
9. ALFREDO GO	Filipino	880 A.S. Fortuna St., Banilad, Mandaue City
10. FRANCISCO EIZMENDI, JR.	Filipino	34 Celery Drive, Valle Verde 5, Pasig City

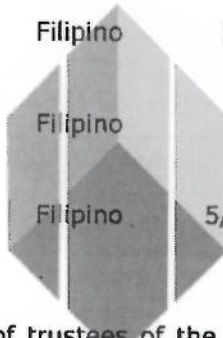
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- 11. JESUS ALCORDO Filipino 239 Anahaw St., Ayala Alabang, Muntinlupa City
- 12. RENE BENITEZ Filipino 35 Aries St., Bel Air Village, Makati City
- 13. CONCHITA MANABAT Filipino 5/F Salamin Bldg., 197 Salcedo St. Legaspi Village, Makati City

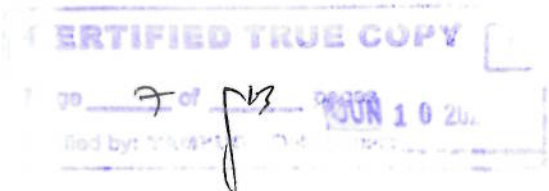


SIXTH: That the number of trustees of the association shall be Twelve (12) and that the names, nationalities and residences of the first trustees of the association are as follows.

<i>Name</i>	<i>Nationality</i>	<i>Residence</i>
1. JOSE L. CUISIA	Filipino	626 Adelfa St., Ayala Alabang, Muntinlupa City
2. ALFREDO ANTONIO	Filipino	25 San Rafael St., Kapitolyo, Pasig City
3. FRANCIS ESTRADA	Filipino	45-A South Tower, Pacific Plaza Towers Fort Bonifacio, Taguig, Metro Manila
4. ADELITA VERGEL DE DIOS	Filipino	66 Baler St. San Francisco del Monte, Quezon City
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10. FRANCISCO EIZMENDI, JR.	Filipino	34 Celery Drive, Valle Verde 5, Pasig City
11. JESUS ALCORDO	Filipino	239 Anahaw St., Ayala Alabang, Muntinlupa City
12. RENE BENITEZ	Filipino	35 Aries St., Bel Air Village, Makati City

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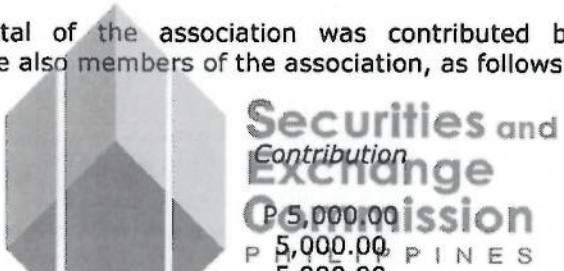
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SEVENTH: That the capital of the association was contributed by the incorporators and trustees who are also members of the association, as follows:

Name	Contribution
1. JOSE L. CUISIA	P 5,000.00
2. ALFREDO ANTONIO	5,000.00
3. FRANCIS ESTRADA	5,000.00
4. ADELITA VERGEL DE DIOS	5,000.00
5. JOEL VALDES	5,000.00
6. JESUS P. ESTANILAO	5,000.00
7. JESUS ZULUETA	5,000.00
8. JAVIER JOSE CALERO	5,000.00
9. ALFREDO GO	5,000.00
10. FRANCISCO EIZMENDI, JR.	5,000.00
11. JESUS ALCORDO	5,000.00
12. RENE BENITEZ	5,000.00
13. CONCHITA MANABAT	5,000.00
Total . . .	P 65,000.00



EIGHTH: That the net income of the corporation shall be used exclusively for the non-profit purposes for which it is organized and no part of its net income shall inure to the benefit of any member trustee, or officer. Provided; That: not more than thirty (30%) percent of all donations or gifts received by the association for any taxable year shall be used for administrative expenses; provided; Further: That the level of administrative expenses on an annual basis shall in no case exceed thirty (30%) percent of the total expenses for any taxable year.

NINTH: That GIL L. GONZALES, has been elected by the members as Treasurer of the association to act as such until his/her successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, he has been authorized to receive for and in the name and for the benefit of the association all contributions or donations paid or given by the members.

WITNESS OUR HANDS, on this 18th day of December 2003 in Marikina City, Philippines.

(Sgd.) JOSE L. CUISIA	(Sgd.) ALFREDO ANTONIO
(Sgd.) FRANCIS ESTRADA	(Sgd.) ADELITA VERGEL DE DIOS
(Sgd.) JOEL VALDES	(Sgd.) JESUS P. ESTANILAO
(Sgd.) JESUS ZULUETA	(Sgd.) JAVIER JOSE CALERO
(Sgd.) ALFREDO GO	(Sgd.) FRANCISCO EIZMENDI, JR.

Date: 2021-06-08 Time: 09:08:54 AM
(Sgd.) JESUS ALCORDO

Username: Patricia Anne Mendoza
(Sgd.) RENE BENITEZ



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(Sgd.) CONCHITA MANABAT

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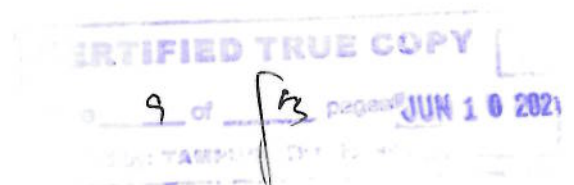
In the presence of:

(Sgd.) CHARO FACUNDO

(Sgd.) ADRIAN YAO

Date: 2021-06-08 Time: 09:08:54 AM

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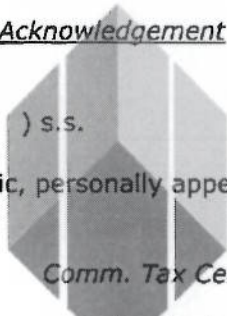


REPUBLIC OF THE PHILIPPINES)
City of Marikina) s.s.

Acknowledgement

REPUBLIC OF THE PHILIPPINES)
City of Marikina) s.s.

BEFORE ME, a Notary Public, personally appeared:



Securities and
Exchange
Commission
PHILIPPINES
Comm. Tax Certif. Place & Date

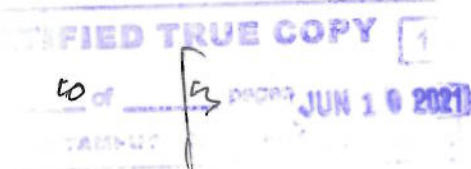
Name	Comm. Tax Certif.	Place & Date
1. JOSE L. CUISIA	15492713	Manila, Feb. 21, 2003
2. ALFREDO ANTONIO	13248781	Manila, Feb. 11, 20013
3. FRANCIS ESTRADA	208271131	Taguig, Feb. 26, 2003
4. ADELITA VERGEL DE DIOS	12249820	Quezon City, Jan. 16, 2003
5. JOEL VALDES	2251737	Quezon City, Jan. 2, 2003
6. JESUS P. ESTANILAO	14389808	Makati City, Jan. 20, 2003
7. JESUS ZULUETA	12729509	Makati City, Jan. 15, 2003
8. JAVIER JOSE CALERO	15094034	Pasig City, Feb. 9, 2003
9. ALFREDO GO	06578623	Mandaue City, Jan 16, 2003
10. FRANCISCO EIZMENDI, JR.	21210441	Pasig City, Feb. 24, 2003
11. JESUS ALCORDO	15444379	Quezon City, Jan. 16, 2003
12. RENE BENITEZ	05108638	Makati City, Jan. 6, 2003
13. CONCHITA MANABAT	12904081	Binan, Laguna, Jan. 27, 2003

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

WITNESS MY HAND AND SEAL on the place and date above written.

(Sgd.) JENNIFER S. STA. ANA
Notary Public
Commission Expires Dec. 31, 2004
IBP 562244, 1-6-2003, Q.C.
PTR 36883339 1-3-03, Q.C.

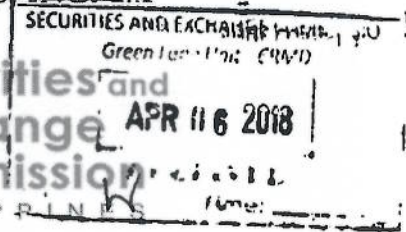
Doc. No. 211; Page No. 43;
Book No. 9; Series of 2003.



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INSTITUTE OF CORPORATE DIRECTORS, INC.

TRUSTEES' CERTIFICATE
ON AMENDMENT TO THE
ARTICLES OF INCORPORATION



WE, THE UNDERSIGNED, constituting majority of the Board of Trustees, and the undersigned Corporate Secretary of the Institute of Corporate Directors, Inc. (the "Corporation") hereby certify that in a duly called meeting of the Board of Trustees held at the principal office of the Corporation, on November 18, 2016, with a quorum present, at least the majority the Board of Trustees approved the resolutions to amend the Corporation's *Articles of Incorporation*, which read as follows:

THE ARTICLES OF INCORPORATION

Primary Purposes

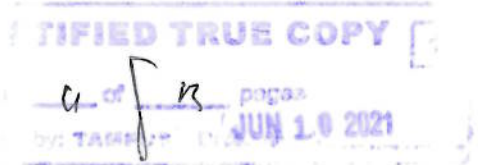
3. To design, develop, promote, ~~provide, and undertake:~~ professional development programs; and, capability building programs, ~~for all kinds of entities, institutions and organizations, including corporations, cooperatives, government owned and controlled corporations, non profit organizations or foundations, financial and micro-financial institutions, and others,~~ in the practice of corporate directorship in the Philippines in line with global principles of modern corporate governance, and in furtherance thereof, apply internationally recognized systems and standards of accreditation and certification in corporate governance;

as amended on November 18, 2016

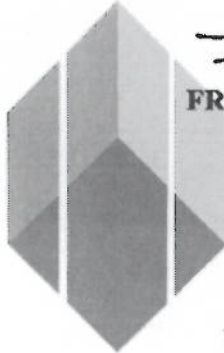
We further certify that the above-mentioned amendment was approved by at least two-thirds (2/3s) of the entire Membership of the Corporation in a meeting duly called for such purpose, held on 13 June 2017 at the Salceda Fountain Room, Makati Diamond Residences, 118 Legazpi Street, Legazpi Village, Makati City, with a quorum present.

Date: 2021-06-08 Time: 09:08:54 AM

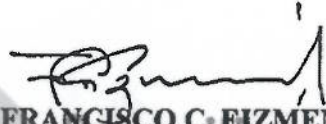
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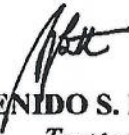



FRANCIS G. ESTRADA
Chairman/Trustee
TIN: 377-521-930


FRANCISCO C. EIZMENDI, JR.
Trustee
TIN: 132-505

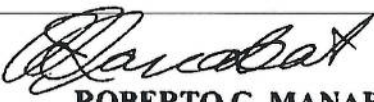

REX C. DRILON II
Trustee
TIN: 166-840-354


PEDRO H. MANIEGO, JR.
Trustee
TIN: 130-488-850

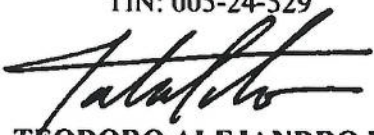

BIENVENIDO S. BAUTISTA
Trustee
TIN: 117-425-255


EMELDA C. TIONGSON
Trustee
TIN: 173-306-652

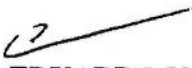

FE B. BARIN
Trustee
TIN: 135-911-342


ROBERTO G. MANABAT
Trustee
TIN: 005-24-529


SHERISA P. NUESA
Trustee
TIN: 132-204-906


TEODORO ALEJANDRO Y. KALAW IV
Trustee
TIN: 165-602-672


FRANK D. NUMANN
Trustee
TIN: 416-019-122


EDUARDO V. FRANCISCO
Trustee
TIN: 107-467-133

Attested as true and correct by:


SHENNAN A. SY
Corporate Secretary
TIN: 186-080-564

Date: 2021-06-08 Time: 09:08:54 AM

Username: Patricia Anne Mendoza

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JUN 10 2021
J. TAMBUNAN

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ACKNOWLEDGMENT

Securities and Exchange Commission PHILIPPINES

REPUBLIC OF THE PHILIPPINES)) S.S.

BEFORE ME, a Notary Public in and for _____, Philippines, this _____ day of FEB 21 2018 personally appeared: _____

Table with 3 columns: Name, Competent Evidence of Identity, Date and Place Issued. Lists names like REX C. DRILON II, FRANCIS G. ESTRADA, etc., with their TINs and BIR status.

who were personally identified by me, through their competent evidence of identity, to be the same persons described in the foregoing instrument, who personally acknowledged before me that their signatures on this Certificate were voluntarily affixed by them for the purposes stated therein, and who personally declared to me that they personally executed this Certificate as their free and voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

Doc. No. 43 ; Page No. 9 ; Book No. 30 ; Series of 2018

Notary Public ATTY. JAMES K. ABUGAN NOTARY PUBLIC Until Dec. 31, 2018 IBP No. 021498/1-3-2018 Rizal Chapter Roll No. 268-D MCLE No. V-0004484-10210014 PTR # 3369955 - 01-03-2018 Mandaluyong City TIN # 116-239-956 Tel. 631-4890

Date: 2021-06-08 Time: 09:08:54 AM

Name: Patricia Anne Mendoza

NOTIFIED TRUE COPY 13 of 13 JUN 10 2021