



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



Securities
Exchange
Commission
PHILIPPINES

COMPANY REG. No. 14782

**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

**LIBERTY FLOUR MILLS, INC.
(Amending Articles III & VII thereof)**


copy annexed, adopted on July 30, 2014 by a majority vote of the Board of Directors and on September 24, 2014 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 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 Mandaluyong City, Metro Manila, Philippines, this 26th day of November, Twenty Fourteen.

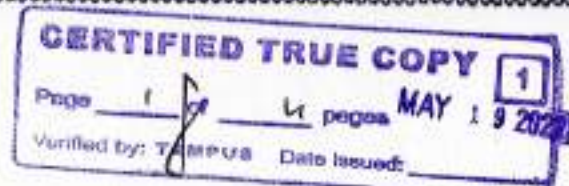
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FERDINAND B. SALES
Director

Company Registration and Monitoring Department

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AMENDED
ARTICLES OF INCORPORATION
OF
LIBERTY FLOUR MILLS, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are of legal age, citizens 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 THAT:

FIRST: - That the name of said corporation shall be:

LIBERTY FLOUR MILLS, INC.

SECOND: That the principal purpose for which the corporation is organized is to engage in the manufacture of flour, the utilization of its by-products and the distribution and sale of its produce.

The corporation shall have the following secondary purposes and powers:

1. To issue bonds, debentures, securities, collaterals, and other obligations or otherwise incur indebtedness in such manner as may be ascertained by the corporation;
2. To carry on a general import and export business dealing in goods, wares and merchandise of any kind and nature whatsoever;
3. To invest in other corporations, business or enterprises within the limits allowed by law;
4. To lease out equipments, machineries, or any other property including services and to otherwise dispose of them by sale, assignment, mortgage and other forms of dispositions;
5. To engage in the manufacture, processing, preservation, packing and canning of foodstuffs;
6. To engage or otherwise be interested in the cultivation and production of wheat.
7. To acquire by purchase of lease, or otherwise, lands and to own, hold, improve, develop and manage any real estate so acquired and to erect or cause to be erected on any lands owned, hold or occupied by the corporation, buildings or other structures with their appurtenances, plant crops, grow livestock or place an other agricultural improvements on said lands to

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Verified by: TAMPUS Date Issued: MAY 19 2023



mortgage, sell, lease or otherwise dispose of any lands or interest in lands and in buildings or other structures or agricultural improvements at any time owned or held by the corporation. (as amended on Nov. 7, 1979)

Incidental to the above powers and purposes:

1. To purchase machineries, equipments, tools, materials, supplies, as may be necessary in the conduct of the business of the corporation;
2. To engage the service of such workers, technicians, employees or agents as may be desired or needed in the conduct of the business of the corporation;
3. To purchase, lease, or otherwise acquire such ground or building as the corporation may need in its operation;
4. To enter into; make, perform and carry out contracts of every kind and nature which may be necessary or convenient for the business of the corporation;
5. In general, to do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers herein before set forth, either alone or in connection with other corporations, firms, or individuals, and either as principals or agents, and to do every act, things, incidental or appurtenant to or growing out of or connected with the aforesaid subject, purposes or powers or any of them.

THIRD: - That the place where the principal office of the corporation is to be established or located in Liberty Building 835 A. Arnaiz Avenue, Makati City.¹

FOURTH: - That the term for which said corporation is to exist is for another fifty (50) years from and after December 26, 2008 which is the date when the original term of the corporation shall expire.

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

<u>NAMES</u>	<u>RESIDENCES</u>
Jose Soriano	1633 Dakota, Malate, Manila
Teofilo Reyes, Jr.	350 Quezon Blvd., Quezon City
Augusto Kalaw	Villamor Court, Parañaque, Rizal
Jose Gana	2241 Taft Avenue, Manila
Felix D. Maramba	19 Lourdes St., Pasay City
Eduardo Lopez	1633 Dakota, Malate, Manila
Eduardo Kalaw	2160 Taft Ave. Ext. Pasay City

¹ As approved by the Board of Directors on May 28, 2014 and at least 2/3 of the outstanding capital stock in the Stockholders' Meeting held on May 28, 2014.



Vincent Recto
Romeo V. Gonzales

391 Morales Compound, Quezon City
1533 Union, Paco, Manila



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SIXTH: - That the number of directors of said corporation shall be eleven (11) and that the names and residences 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, to wit:

<u>NAMES</u>	<u>RESIDENCES</u>
Jose Soriano	1633 Dakota, Malate, Manila
Jesus Jalandoni	1633 Dakota, Malate, Manila
Augusto Kalaw	Villamar Court, Parañaque, Rizal
Felix D. Maramba	19 Lourdes St., Pasay City
Eduardo Kalaw	2160 Taft Ave. Ext. Pasay City
Vincent Recto	391 Morales Compound, Quezon City
Romeo V. Gonzales	1533 Union, Paco, Manila
Teofilo Reyes, Jr.	350 Quezon Blvd.
Jose Gana	2241 Taft Avenue, Manila

SEVENTH: The capital stock of said corporation is TWO BILLION (P 2,000,000,000) PESOS, and said capital stock divided into TWO HUNDRED MILLION (200,000,000) shares with a par value of TEN (P 10.00) PESOS per share.²

EIGHTH: - That the amount of capital stock which has been actually subscribed is EIGHT HUNDRED THOUSAND (P 800,000.00) PESOS, of the common stock and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

<u>NAMES</u>	<u>RESIDENCES</u>	<u>NUMBER OF COMMON SHARES</u>	<u>AMOUNT CAPITAL STOCK SUBSCRIBED</u>
Jose Soriano	1633 Dakota, Manila	21,714	P 217,140.00
Julio Soriano	1633 Dakota, Manila	1,143	11,430.00
Pacita Soriano	1633 Dakota, Manila	2,284	22,840.00
Angel Vargas	1633 Dakota, Manila	1,143	11,430.00
Edgardo Jalandoni	1633 Dakota, Manila	1,143	11,430.00
Jesus Jalandoni	1633 Dakota, Manila	4,684	46,840.00
Juan Jalandoni	1633 Dakota, Manila	2,286	22,860.00
Cesar Lopez	c/o Z. Lopez, Pili Ave. Forbes Park, Makati, Rizal	569	5,690.00
Ma. T. Vda. de Kalaw	300 Nebraska, Manila	3,000	30,000.00
Eduardo Lopez	Pili Avenue, Forbes Park Makati, Rizal	6,476	64,760.00
Edgardo Kalaw	2160 Taft Ave. Ext. Pasay	1,000	10,000.00

² As approved by the Stocholders on September 24, 2014 and at least 2/3 of the outstanding capital stock in the Stockholders' Meeting held on May 28, 2014.



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Edgardo Kalaw, in trust			
for			
Paula Kalaw	2160 Taft Ave. Ext.	800	8,000.00
Ma. Victoria Kalaw	2160 Taft Ave. Ext.	800	8,000.00
E. Kalaw, Jr.	2160 Taft Ave. Ext.	800	8,000.00
Maximo Kalaw, Jr.	300 Nebraska, Manila	3,400	34,000.00
Erlinda K. Ilusorio	Villamar Court, Parañaque		
	Rizal	1,000	10,000.00
Lita Sison Kalaw	Villamar Court, Parañaque		
	Rizal	1,216	12,160.00
Augusto Kalaw	Villamar Court, Parañaque		
	Rizal	1,000	10,000.00
Socorrow Kalaw	2160 Taft Ave. Ext.	311	3,110.00
Socorro Vda. De Araneta	2160 Taft Ave. Ext.	960	9,600.00
Loila de Rosario	188 Ortega, San Juan, Rizal	80	800.00
Daniel K. Maramba	19 Lourdes St., Pasay City	1,172	11,720.00
Federico Maramba	19 Lourdes St., Pasay	800	8,000.00
Soledad Maramba	19 Lourdes St., Pasay	1,867	18,670.00
Felix Maramba	19 Lourdes St., Pasay	1,600	16,000.00
Jose G. Gana	2241 Taft Ave., Manila	1,494	14,940.00
Benjamin Gana	1749 Indiana, Manila	404	4,040.00
Filomena Gana	Mirasol St. Pasay City	3,004	30,040.00
Ma. Paz Gana	1749 Indiana, Manila	195	1,950.00
Clotildo Vda. de Arevalo	2241 Taft Ave., Manila	464	4,640.00
Renato Arevalo	Corner Wrigh-Tennessee	667	6,670.00
Vincent Recto	Quezon Blvd., Quezon City	2,400	24,000.00
Alice M. Recto	Juan Luna, San Lorenzo		
	Makati	133	1,330.00
Romeo Gonzalez	1533 Union, Paco Manila	600	6,000.00
Beatriz Gonzalez	1533 Union, Paco Manila	600	6,000.00
Romeo Gonzales in trust			
for:			
B. Gonzalez	1533 Union, Paco, Manila	282	2,820.00
F. Gonzalez	1533 Union, Paco, Manila	200	2,000.00
N. Gonzalez	1533 Union, Paco, Manila	200	2,000.00
Henry Qua	c/o Basilio King, Hillcrest		
	Quezon City	3,708	37,080.00
Maria Escoda Roxas	c/o Rosepack, Vito Cruz	2,400	24,000.00
Teofilo Reyes, Jr.	350 Quezon Blvd., Q.C.	1,334	13,340.00
Afonso Tan	c/o Plastics, Inc. Q.C.	667	6,670.00
		<u>80,000</u>	<u>P800,000.00</u>

NINTH : - That the following persons have paid on the shares of capital for which they have subscribed the amounts set out after their respective names:

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<u>NAMES</u>	<u>RESIDENCES</u>	<u>AMOUNT PAID ON</u>
		<u>SUBSCRIPTION</u>
Jose Soriano	1633 Dakota, Manila	P 54,283.00



Julio Soriano	1633 Dakota, Manila	2,857.00
Pacita Soriano	1633 Dakota, Manila	5,710.00
Angel Vargas	1633 Dakota, Manila	2,857.50
Edgardo Jalandoni	1633 Dakota, Manila	2,857.50
Jesus Jalandoni	1633 Dakota, Manila	11,710.00
Juan Jalandoni	1633 Dakota, Manila	5,715.00
Cesar Lopez	c/o E. Lopez, Pili Road Forbes Park, Makati, Rizal	1,422.00
Eduardo Lopez	Pili Ave., Makati, Rizal	16,190.00
Maria T. Vda. de Kalaw	300 Nebraska, Manila	7,500.00
Edgardo Kalaw	2160 Taft Ave. Ext. Pasay	2,500.00
Edgardo Kalaw, in trust for:		
Paula Kalaw	2160 Taft Ave. Ext.	2,000.00
Ma. Victoria Kalaw	2160 Taft Ave. Ext.	2,000.00
E. Kalaw, Jr.	2160 Taft Ave. Ext.	2,000.00
Maximo Kalaw, Jr.	300 Nebraska, Manila	8,500.00
Erlinda K. Ilusorio	Villamar Court, Parañaque Rizal	2,500.00
Lita, Sison Kalaw	Villamar Court, Parañaque Rizal	3,040.00
Augusto Kalaw	Villamar Court, Parañaque Rizal	2,500.00
Socorro Vda. De Araneta	2160 Taft Ave., Pasay City	2,400.00
Socorow Kalaw	2160 Taft Ave., Pasay City	77.50
Daniel Maramba	19 Lourdes St., Pasay City	2,930.00
Zoila del Rosario	188 Ortega San Juan, Rizal	200.00
Federico Maramba	19 Lourdes St., Pasay City	2,000.00
Soledad Maramba	19 Lourdes St., Pasay City	4,667.50
Felix Maramba	19 Lourdes St., Pasay City	4,000.00
Jose G. Gana	2241 Taft Ave., Manila	3,735.00
Benjamin Gana	1749 Indiana, Manila	1,910.00
Filomena Gana	Mirasol St. Pasay City	7,510.00
Maria Paz Gana	1749 Indiana, Manila	487.50
Clotilde Vda. de Arevalo	2241 Taft Ave., Manila	1,160.00
Renato Arevalo	Corner Wright-Tennessee, Mla.	1,667.50
Vincent Recto	Quezon Blvd., Quezon City	6,000.00
Alice M. Recto	Juan Luna, San Lorenzo, Mkt	33.50
Remeo V. Gonzalez	1533 Union, Paco Manila	1,500.00
Beatriz Gonzalez	1533 Union, Paco Manila	1,500.00
Romeo Gonzales in trust for:		
B. Gonzalez	1533 Union, Paco Manila	705.00
F. Gonzalez	1533 Union, Paco Manila	500.00
N. Gonzalez	1533 Union, Paco Manila	500.00
Henry Qua	c/o Basilio King, Hillcrest, Q.C.	9,270.00
Ma. Escoda Roxas	c/o Rosepack, Vito Cruz, Manila	6,000.00
Teofilo Reyes, Jr.	350 Quezon Blvd., Q.C.	3,335.00
Alfonso Tan	c/o Plastics, Inc. España Ext. Quezon City	1,667.50

P 200,000.00

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TENTH: - That JOSE GANA 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



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with the by-laws and that as such treasurer he has been authorized to receive for the corporation and to receipt in its name for all subscription paid in by said subscribers.

IN WITNESS WHEREOF, we have hereunto hands on this 13th day of December, 1968, in the City of Manila.

(SGD.) JOSE SORIANO
JOSE SORIANO

(SGD.) AUGUSTO KALAW
AUGUSTO KALAW

(SGD.) JOSE GANA
JOSE GANA

(SGD.) FELIX D. MARAMBA
FELIX D. MARAMBA

(SGD.) EDUARDO LOPEZ
EDUARDO LOPEZ

(SGD.) VINCENT RECTO
VINCENT RECTO

(SGD.) ROMEO GONZALEZ
ROMEO GONZALEZ

(SGD.) TEOFILO REYES, JR.
TEOFILO REYES, JR.

SIGNED IN THE PRESENCE OF :

(SGD.) TOMAS V. CLEMENTE

(SGD.) WILFREDO L. LABAYEN

ACKNOWLEDGEMENT

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

BEFORE ME personally appeared:

NAMES	NUMBER	DATE	RESIDENCE CERTIFICATES PLACE
Jose Soriano	A-1229674	2-5-58	La Castellana, Negros Occidental
Jose Gana	A-0009690 B-0552625	1-3-58 2-21-58	Manila Mandaluyong, Rizal
Felix D. Maramba	A-4702891 B-0601297	2-25-58 2-25-58	Pasay City Pasay City
^{pru 6secexpress} Vincent Recto	A-0001726 B-0098265	1-3-58 2-19-58	08:11:55 AM 05/17/2022 Manila Manila



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Augusto Kalaw	A-2699256 B-0392214	1-28-58 2-19-58	Calapan, Or. Mindoro Calapan, Or. Mindoro
Eduardo Lopez	A-0015422 B-0348400	2-4-58 2-4-58	Manila Manila
Romeo Gonzalez	A-3933939	2-7-58	Bacolor, Pampanga
Teofilio Reyes, Jr.	A-4625970 B-0594823	1-28-58 3-3-58	Quezon City Quezon City

Known to me and to me know to be the same persons who subscribed and executed the foregoing Articles of Incorporation and each of them acknowledged to me that he freely and voluntarily executed the same.

WITNESS my hand and seal this 13th day of December, 1958. City of Manila, Philippines.

Doc. No. 735 ;
Page No. 48 ;
Book No. II ;
Series of 1958.

(SGD.) BONIFACIO SISON
BONIFACIO SISON
Notary Public
Until December 31, 1959



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SEC REGISTRATION NUMBER 14782

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DIRECTOR'S CERTIFICATE



KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned majority of the Board of Directors and Secretary of LIBERTY FLOUR MILLS, INC. (the "Corporation"), do hereby certify that the attached Articles of Incorporation of the Corporation was amended by a majority of the directors of the Corporation on September 24, 2014 at the principal office of the Corporation and the stockholders of the Corporation owning and representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held for that purpose on September 24, 2014 at the principal office of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 25 SEP 2014 at Makati City.

WILLIAM CARLOS UY
Director
TIN 123-282-691

BENJAMIN S. JALANDONI
Director
TIN 114-002-471

VICENTE S. VARGAS
Director
TIN 110-124-587

JOSE A. FERIA, JR.
Director
TIN 107-793-149

DAVID NG
Director
TIN 119-867-317

JOSE MA. S. LOPEZ
Director
TIN 125-278-912

JOHN CARLOS UY
Director
TIN 123-205-149

WILLIAM ANG
Director
TIN 123-205-116

JESUS S. JALANDONI, JR.
Director
TIN 108-130-694

DANIEL R. MARAMBA
Director
TIN 912-522-680-000

SANDRA JUDY UY
Director
TIN 212-186-898

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Attested by:

WILLIAM CARLOS UY
Chairman and President



Securities and Exchange Commission
PHILIPPINES

VICENTE S. YARGAS
Corporate Secretary

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
City of Makati

BEFORE ME, a Notary Public in and for the City of Makati, Philippines, personally appeared the following persons each of whom exhibited to me a competent evidence of their respective identities as follows:

Name	Identification document
Vicente S. Vargas	SSS No. 03-5142687-0
William Carlos Uy	SSS No. 03-08422644-1
Jose Ma. S. Lopez	TIN 123-278-912
Benjamin S. Jalandoni	TIN 114-002-471
John Carlos Uy	TIN 123-205-149
William Ang	TIN 123-205-116
Jose A. Fera, Jr.	TIN 107-793-449
Jesus S. Jalandoni, Jr.	TIN 108-130-694
David Ng	TIN 119-867-317
Daniel R. Maramba	TIN 912-522-680-000
Sandra Judy Uy	TIN 212-186-898

all known to me and by me known 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.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my notarial seal this 25 SEP 2014 in the City of Makati, Philippines.

Doc. No. 19
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Book No. XXIV
Series of 2014

MARIA KATRINA C. FRANCO
Notary Public for Makati City
Appointment No. M-58
Until December 31, 2014
IBP No. LFN-87159-1.11.2008-Rizal
PTR No. 4224389-1.2.2014-Makati City
Roll No. 53651
8th Floor DPC Place
2322 Chino Roces Avenue, Makati City

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Verified by: TAMPO Date Issued: MAY 19

Republic of the Philippines
SECURITIES and EXCHANGE COMMISSION

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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 ensure data integrity, consisting of ELEVEN (11) page (s); and (b) at all material times, the SEC System for Records Retrieval, Storage and Maintenance were operating in a manner that did not affect the integrity of the electronic document.

LIBERTY FLOUR MILLS, INC.

Verified by: LOURENCE N. TAMPUS

Fees Php 200 paid under

O.R. No. 2136087

Dated: MAY 19 2022



**Documentary
Stamp Tax
PAID**

ROMEO B. CAMANO

SEC Administrative Officer IV

Electronic Records Management Division

Information and Communication Technology Department