



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

COMPANY REG. NO. 40938

**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

UNITED PARAGON MINING CORPORATION
(Amending Article III thereof.)

copy annexed, adopted on August 27, 2014 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 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 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 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 October, Twenty Fourteen.


FERDINAND B. SALES
Director

Company Registration and Monitoring Department



COVER SHEET

- 4 0 9 3 8 -
SEC Registration Number

UNITED PARAGON MINING
CORPORATION

(Company's Full Name)

5th / F QUAD ALPHA CENTRUM, 125
PIONEER ST MANDALUYONG CITY
(Business Address: No., StreetCity / Town / Province)

Mr. Gilbert V. Rabago
Contact Person

636-5133 / 34
Company Telephone Number

AMENDED ARTICLES OF INCORPORATION

1 2 3 1
Month Day
Fiscal Year

FORM TYPE

Month Day
Annual Meeting

Secondary License Type, If Applicable

Dept Requiring this Doc

III
Amended Articles Number / Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

AMENDED
ARTICLES OF INCORPORATION
OF
UNITED PARAGON MINING CORPORATION

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are legal age, Filipinos and residents of the Philippine Islands have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Republic of the Philippines,

AND WE DO CERTIFY:

FIRST: That the name of the corporation shall be **UNITED PARAGON MINING CORPORATION.**

SECOND: That the primary purposes for which said corporation is formed is to embark in the discovery, exploration, development and exploitation of minerals in all other forms in the Philippines and elsewhere and the business of mining in general in all of the phases and branches with all of its auxiliaries together with the businesses which are necessary and convenient to the efficient and economic prosecution of the above purpose.

SECONDARY PURPOSES: That the secondary purpose for which the said corporation is formed are:

a. To embark in the discovery, exploration, development, exploitation of geothermal energy, minerals oils, petroleum in its natural state, rock or carbon oils, natural gas, other volatile mineral substances, and salt, or to mine, dig for or otherwise obtain from the earth the same substances as aforementioned and to manufacture, refine or prepare for market, buy and sell and transport the same in crude and refined condition; and to engage, as may be permitted by law, in the business of, and/or investing in, mining, manufacturing, logging, contracting and servicing to oil exploration.

b. To carry on a general import and export business in goods, wares, and merchandise of any and all kinds and nature whatsoever; to make and enter into all kinds of contracts, agreements and obligations with any person or persons, corporation or corporations or other association for the purchasing, acquiring, selling or otherwise disposing of goods, wares, and merchandise of all kinds either as principal or agent, upon commission, consignment, or indent orders, to act as agent or representative of corporations, business, transaction, or operation commonly carried on by manufacturers' agents; to purchase, hold, convey, sell, lease, let, mortgage, encumber, and otherwise deal with such real and personal property as the transaction of the lawful business of the corporation may reasonably and necessarily require and generally to perform any and all acts connected with the business above defined or arising therefrom or incidental thereto.

c. Conformably with law to undertake and carry on any business venture or enterprise whether manufacturing, agricultural, petrochemical, mercantile, trading, real

estate, fiduciary, or otherwise which is or may be undertaken and carried on by persons as capitalist, merchants, contractors, agriculturist, agents, factors, or otherwise, either directly itself in any other business venture or enterprise established for or carried on to engage in any such pursuit or pursuits; and so to do not only for its own benefit, but also in the capacity of agent, contractor, attorney for any other person, or firm or corporation.

That in the pursuance of such purposes, the corporation shall have the following powers:

1. The searching and prospecting for ores and minerals and location, leasing and registering and patenting of mineral claims of all sorts; the purchasing, leasing or exchanging or otherwise acquiring or taking an option of mineral properties, claims, rights, concessions, licenses and grants; the securing from the government of the Philippines or from any other authority or individual, municipal or otherwise, of easements, timber or water rights, or privileges, licenses and concessions, and the performance and the fulfillments of the conditions thereof; the carrying on the of the business of metallurgists, contractors, assayers, manufacturers, importers, exporters, merchants, factors, agents, commission merchants and general brokers; the carrying on and engaging in the business of milling, concentrating, converting, smelting, treating, preparing for market, manufacturing, buying and selling, exchanging and otherwise producing and dealing in ores, minerals and metals;
2. To carry on the business of exploring for mining, producing, acquiring, developing, manufacturing, storing, extracting, separating, refining, purifying, drilling, combining, mixing, marketing, distributing, buying, and selling and otherwise dealing in and turning into account, oil of all kinds and grades, petroleum, gas gasoline, carbon and hydro carbon products of all kinds, mineral ores, and the elements, constituents, products and by-products thereof;
3. To buy, exchange, contract for, lease, and in any all other ways acquire, take, held and own, and to deal in, sell, mortgage, lease or otherwise dispose, of lands, mining claims, rights, oil wells, gas wells, oil lands, gas lands, and other real property, and the rights and interests in and to real property, and to manager, operate, maintain, improve, and develop the said properties, and each and all of them;
4. To acquire gas and oil lands, leaseholds and other interest; to construct and maintain conduits and lines, tubing and piping for general purposes as well as for the use of the said corporation; to transport such oil and gas by means of such pipes, tank cars or otherwise, and to sell and supply pipes, pipelines and storage to be used for the purposes of transporting and storing oil and gas, and to do a general pipe line and storage business;
5. To purchase, take, hold, own, lease, exchange or otherwise acquire, and develop, sell, mortgage, let and deal in oil bearing, wells, and rights, and any and all interest whatsoever therein or thereto;
6. To construct and maintain gas well, oil wells and refineries, and to buy, sell, deal in gas, oil and salt; to construct and maintain all railways, transways; to acquire, construct, and maintain, buildings, dwellings, stores, warehouses, machineries, plants, boats road and bridges, drills, sawmills and other effects whatsoever which the corporation may think proper to be acquired, constructed and/or operated for the pursuance of any of its purposes; to construct, maintain and operate telegraph and telephone lines convenient for the prosecution of business; to obtain and prepare for market such other valuable minerals as may be discovered in developing lands of the corporation;
7. To refine and manufacture petroleum oil into several products, and to transport, market, sell and dispose of the same. And to that end, build, construct, buy lease

is in any way interested; and to do any other acts or things for the preservation, protection, improvement or enhancement of the value of any such stocks, bonds, or other obligations to exercise all the rights, powers, privilege or ownership thereof, and to exercise any and all voting powers thereon;

16. To purchase, become interested in, receive, own, hold, invest, and reinvest in, sell, negotiate, exchange, transfer, assign, mortgage, pledge, turn to account, realize upon, and otherwise acquire and dispose of securities of every kind, character and description, issued or created by, or secured upon the property, income or revenues of individual, associations, public and private corporations, the Philippines its agencies, and instrumentalities, or any territory, state, country, city, towns, district or other political subdivision, and to acquire or become interested in any such securities by subscription, purchase, exchange, or otherwise. The term "securities" whenever used herein, shall consistent with the content and without limiting the generality of the foregoing, include shares of stock (preferred, common and debentures), scrip, purchase or subscription warrants, option or other rights, voting trust certificates, certificates of interest or participation in any such profit sharing agreements or participation in any such profit sharing agreements or preorganization certificates, fractional or individual interest in oil, gas or mineral rights, investment contracts, evidences of interest, ownership, or indebtedness, call or time loans, notes, acceptances, bill of exchange, commercial paper, chose in action bonds, debentures, mortgages, collaterals trust certificates, and in general any interest or instrument commonly known as securities, or any certificate for, or receipt for, any of the foregoing, and any security, negotiable, secured or unsecured, and however described provided that the corporation shall not act as stock brokers;

17. To buy, sell, mortgage, encumber, hold, own, exchange, or rent or otherwise acquire and dispose of, and to develop, improve, manage, subdivide, and generally to deal and trade in real properties, improved and unimproved, wheresoever situated' and to build, erect, construct, alter and maintain buildings, structures, and other improvements on real property;

18. To borrow and raise money for any of the purposes of the corporation, and from time to time with limit as to amount, to draw, make, accept, endorse, execute and issue bonds, debentures, notes, drafts, acceptances, bill of exchanges, warrants and other negotiable or non-negotiable instruments and evidences of indebtedness and other securities; and to secure the payment thereof and of the interest thereon by mortgages upon or pledge of, or conveyance or assignment in trust of the whole or any part of the property and franchises of the corporation, real, personal or mixed, tangible or intangible, and wheresoever situated; whether at the time owned or thereafter acquired; and to issue, sell, negotiate, pledge or otherwise dispose of such bonds or other obligations of the corporations for its corporate purposes.

19. To acquire all or any part of the goodwill, rights, property and business of any individual, association or corporation; to pay for the same in case or in shares, of stocks, bonds, notes or other obligations of corporation, or otherwise. To hold, utilize, operate, reorganize, liquidate, and in any manner dispose of the whole or any part of the good will, rights, property and business so acquired; to assume in connection therewith the whole or any part of the liabilities and obligations of any such persons, association or corporation; and to conduct in any lawful manner the whole of any part of the business thus acquired.

20. To have one or more outside office in the Philippines and to conduct its business and exercise its powers in any part thereof or in any country; to purchase, hold, convey, sell, lease, rent, mortgage, encumber or otherwise deal in such real and personal properties in any part of the Philippines or elsewhere as the purpose for which this

corporation is formed may permit, and as may reasonably and necessarily required for the transaction of the lawful business of the corporation.

21. The purchasing and otherwise acquiring, the holding, operating, selling, and otherwise dealing in so far as the law permits of the units, stocks, securities, properties and assets, business goodwill, rights, franchises, contracts, and the assuming of liabilities and obligations of any person or persons, firm, association or corporation, or organization.

22. The borrowing of money with or without security; the issuing of warrants, bonds, debentures, and other negotiable and transferable instruments, secured or unsecured for such amounts or in exchange of or such properties as may be found advisable.

23. Without in any way particularly limiting any of the objects or purposes of the corporation, the corporation shall from time to time do any one or more or all of the acts, things and businesses in any manner connected therewith, or necessary, incidental convenient or auxiliary thereto, or calculated directly or indirectly to promote the interests of the corporation or enhance the value of or render profitable any of its properties or rights as such corporation may lawfully do; and in carrying on its business or for the purpose of attaining or furthering any of its objects, to do any and all acts and to exercise any and all other powers which a corporation or a natural person could do and exercise and which now and hereafter may be authorized by law, trustees, contractors, factors, lessors, lessees or otherwise either alone or in contractors conjunction with others and in any part of the world and in addition to have and to exercise all the rights, powers and privileges now or hereafter belonging or conferred upon corporations organized under the provisions of the law authorizing the formation of such corporation.

24. The foregoing clauses shall each be constructed as purposes, objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific purposes, objects and powers shall not be held to limit or restrict in any manner the powers of the corporation, and that they are in furtherance of, and in addition to, and not in limitation of, the general powers conferred upon the corporation by laws of the Philippines of otherwise; nor shall the enumeration of one thing be deemed to exclude another, although it be of like nature, not expressed.

THIRD: That the place where the principal office of the corporation is to be established or located shall be in Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong City, Philippines. *(As amended by the Board of Directors and stockholders on August 27, 2014)*

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 residences of the incorporators of said corporation are as follows:

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Fr. Florencio D. Samus	Filipino	Cabagan, Isabela
Teofilo Reyes, Jr.	Filipino	513 Buendia Ave., Ext. North Forbes Park Makati City

Lydia V. Reyes	Filipino	513 Buendia Ave., Ext. North Forbes Park Makati City
Abelardo Valenzuela, Sr.	Filipino	584 MacArthur Highway Valenzuela, Bulacan
Teofilo D. Reyes, Sr.	Filipino	307 Quezon Blvd. Ext. Quezon City
Amando G. Reyes	Filipino	47 Timog Avenue Quezon City
Alfred Valenzuela	Filipino	30 Eugenio Perez Quezon City
Domingo F. de Guzman	Filipino	1251 Governor Forbes Sampaloc, Manila
Rafael G. Reyes	Filipino	66 Timog Avenue Quezon City
Pedro Manalac	Filipino	31 Nicanor Reyes Loyola Heights Quezon City
Ponciano Samus	Filipino	San Pablo, Isabela
Eddie Manalac	Filipino	31 Nicanor Reyes Loyola Heights Quezon City
Rose Marie K. Lazaro	Filipino	48 Joaquin San Lorenzo Village, Makati City
Encarnacion Hernandez	Filipino	109 K-2 nd Kamuning Quezon City
Magdalena Dizon	Filipino	55 A. Roces Avenue Quezon City

SIXTH: That the number of directors of said corporation shall be nine (9) and that the names and residences of the directors of the said corporation who are to serve until their successors are elected and qualified as provided by the by-laws are as follows, to wit: *(As amended by the Board of Directors and stockholders on August 6, 2010)*

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
Teofilo Reyes, Jr.	Filipino	513 Buendia Ave., Ext. North Forbes Park Makati City
Jesus Lim	Filipino	2421 Leon Guinto Street

		Malate, Manila
Wellington Sy	Filipino	1565-G Matienza Street Manila
Bin Lim	Filipino	58-C Sta. Monica Street Pasay City
Jose Sy	Filipino	3951 Dangal Street Sta. Mesa
P. Florencio Samus	Filipino	17 Dr. Lazcano Street Quezon City
David Yu	Filipino	8 Wyndham Street Central, Hongkong

SEVENTH: That the capital stock of the corporation is FOUR BILLION PESOS (P 4,000,000,000.00), Philippine Currency, and said capital stock is divided into (a) Common Stock consisting of 397,325,000,000 shares of the par value of P0.01 each share; (b) Class "A" Preferred Stock consisting of 13,500,000 shares of the par value of P0.50 each share; and (c) Class "B" Preferred Stock consisting of 400,000 shares of the par value pf P50.00 each shares. *(As amended on July 30, 2004)*

Shares of stock of the corporation shall be subject to the following conditions:

1. Holders of common stock shall be the only stockholders entitle to vote, except as provided by law.

2. The holders of Class "A" preferred stock shall be entitled to be paid a cumulative yearly dividend at the rate of twenty percent (20%) per year, and no more, payable annually, on the dates to be fixed by the directors. Each certificate of Class "A" preferred stock shall be subject to redemption, and may at the option of the directors, on any dividend date, at any time before May 5, 1992, be called and retired at the price of P0.01 for each share and the amount of dividends accrued and unpaid at the date of redemption.

3. The holders of Class "B" preferred stock shall not be entitled to any dividend . Each certificate of Class "B" preferred stock shall be subject to redemption at any time before April 10, 1994 at the price of P100 for each share.

4. Preferred stock shall have the following rights, privileges and restrictions:

(a) Notices of intention to call and retire a certificate shall be given to the holder thereof thirty (30) days before the same is retired. Such notice shall be deemed given when served personally upon the owner of the certificate, or when placed in an envelope, postage prepaid, addressed to the holder of the certificate at his address as it appears in the books of the corporation and deposited in any Philippine post office.

(b) The holders of preferred stock shall not be entitled to any voice in the management of the corporation or to any voting powers at the stockholders meeting. The sole management of the corporation shall be in the hands of the holders of common stock, and they alone shall be entitled to vote at any meeting of the stockholders of the corporation.

- (c) Preferred stock shall be non-participating but shall be convertible into any other stock or security of the corporation if authorized by the Board of Directors.

5. That no holder of the capital stock (common or preferred) whether said stock is now or hereafter authorized, shall have any right, as such stockholders to purchase or subscribe for any share of the capital stock, whether such shares of capital stock are no or hereafter authorized by the corporation.

6. That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock shall be allowed or permitted to be recorded in the proper book, and this restriction shall also be indicated in all its stock certificates.

All the foregoing conditions shall be printed on the stock certificates to be issued by the corporation.

EIGHT: That the amount of said capital stock which has been subscribed is ONE MILLION PESOS (1,000,000.00) Philippine Currency, consisting of One Hundred Million shares and the following persons have subscribed for the number of shares with indication of the amount of capital stock set out after their respective names:

<u>Name</u>	<u>No. of Shares</u>	<u>Subscribed</u>	<u>Paid-Up</u>
Fr. Florencio D. Samus	15,000,000	150,000.00	37,500.00
Teofilo Reyes, Jr.	15,000,000	150,000.00	37,500.00
Lydia V. Reyes	10,000,000	100,000.00	25,000.00
Abelardo Valenzuela, Sr.	5,000,000	50,000.00	12,500.00
Teofilo D. Reyes, Sr.	5,000,000	50,000.00	12,500.00
Amando G. Reyes	5,000,000	50,000.00	12,500.00
Alfred Valenzuela	5,000,000	50,000.00	12,500.00
Domingo F. de Guzman	5,000,000	50,000.00	12,500.00
Rafael G. Reyes	5,000,000	50,000.00	12,500.00
Pedro Manalac	5,000,000	50,000.00	12,500.00
Ponciano Samus	5,000,000	50,000.00	12,500.00
Eddie Manalac	5,000,000	50,000.00	12,500.00
Rose Marie K. Lazaro	5,000,000	50,000.00	12,500.00
Encarnacion Hernandez	5,000,000	50,000.00	12,500.00
Magdalena Dizon	5,000,000	50,000.00	12,500.00
Total	<u>100,000,000</u>	<u>P 1,000,000.00</u>	<u>P 250,000.00</u>

NINTH: That Fr. Florencio Samus has been elected by the members as Treasurer of the corporation to act as such until his successors are duly elected and qualified in accordance with the By-Laws; and that as such Treasurer, he has been authorized to receive for the corporation and to receipt its name for all subscriptions paid in said subscribers.

IN WITNESS WHEREOF, we have hereunto signed this 7th day of April 1970 in Quezon City, Philippines.

(SGD.) FR. FLORENCIO D. SAMUS

(SGD.) TEOFILO REYES, JR.

(SGD.) LYDIA V. REYES

(SGD.) ABELARDO VALENZUELA, SR.

(SGD.) TEOFILO D. REYES, SR.

(SGD.) AMANDO G. REYES

(SGD.) ALFRED VALENZUELA

(SGD.) DOMINGO F. DE GUZMAN.

(SGD.) RAFAEL G. REYES

(SGD.) PEDRO MANALAC.

(SGD.) PONCIANO SAMUS

(SGD.) EDDIE MANALAC

(SGD.) ROSE MARIE K. LAZARO

(SGD.) ENCARNACION HERNANDEZ

(SGD.) MAGDALENA DIZON

SIGNED IN THE PRESENCE OF:

(SGD) _____

(SGD) _____

ACKNOWLEDGMENT

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

BEFORE ME, this 7th day of April 1970 personally appeared:

<u>NAME</u>	<u>RES. CERT. NO.</u>	<u>ISSUED AT</u>	<u>DATE</u>
Fr. Florencio D. Samus	82902	Manila	Jan. 3, 1970
Teofilo Reyes, Jr.	82910	Manila	Jan. 7, 1970
Lydia V. Reyes	82920	Manila	Jan. 16, 1970
Abelardo Valenzuela, Sr.	82911	Manila	Jan. 7, 1970
Teofilo D. Reyes, Sr.	4307560	Q.C	Jan. 15, 1970
Amando G. Reyes	19447	Manila	Jan. 2, 1970
Alfred Valenzuela	5876153	Manila	May 23, 1970
Domingo F. de Guzman	4291665	Angat, Bulacan	Jan. 19, 1970
Rafael G. Reyes	4707564	Q.C	Jan. 14, 1970
Pedro Manalac	4278119	Q.C	Jan. 7, 1970
Ponciano Samus	3049179	San Pablo Isabela	March 25, 1970
Eddie Manalac	4041556	Q.C	Jan. 7, 1970
Rose Marie K. Lazaro	82901	Manila	Jan. 3, 1970

Encarnacion Hernandez	82907	Manila	Jan. 7, 1970
Magdalena Dizon	82916	Manila	Jan. 14, 1970

all of whom are known to me and to me known to be the same persons whose names are subscribed and who executed the foregoing Articles of Incorporation, and acknowledged to me that they executed the same as an act of their free will and deed.

WITNESS MY HAND AND SEAL this 20th day of January, 1968 at Makati, Rizal.

(SGD) M.M. TABUSO
Notary Public
Until December 31, 1971

Doc. No. 144
Page No. 30
Book No. 46;
Series of 1970.

SECRETARY'S CERTIFICATE

I, **IRIS MARIE U. CARPIO-DUQUE**, Filipino, of legal age, married, with address at Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong City, being duly sworn, depose and say:

1. I am the duly elected Corporate Secretary of **United Paragon Mining Corporation** (the "Corporation").

2. The stockholders of the Corporation representing at least two-thirds of the outstanding capital stock of the Corporation at the annual meeting held on August 27, 2014 at The Legend Villas, Mandaluyong City, as well as a majority of the board of directors at its organizational meeting on August 27, 2014 held also at The Legend Villas, have approved the change in principal office address of the Corporation from Metropolitan Manila to Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong City.

3. I further certify from the time of such stockholders and directors' approval of the change in principal office address up to the filing with the Commission of the application for amendment of the articles of incorporation and by-laws to change the principal office address of the Corporation, to the best of my knowledge, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice-versa.

IN WITNESS WHEREOF, I have here unto set my hand on this SEP 16 2014 2014 in Mandaluyong City, Philippines.


IRIS MARIE U. CARPIO-DUQUE
Corporate Secretary

SUBSCRIBED AND SWORN to before me this SEP 16 2014 2014 in MANILA Mandaluyong City, affiant exhibiting to me her Philippine Passport No. EB7104606 issued at DFA NCR Central and to expire on January 08, 2018.

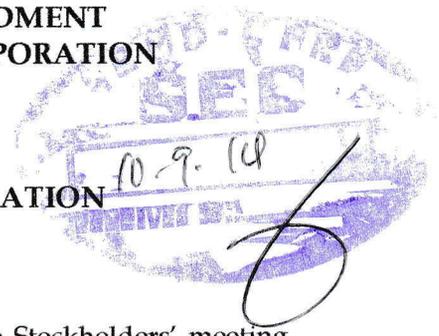
Doc. No. Ind
Book No. Ind
Page No. Ind
Series of 2014.


ATTY. DELFIN R. AGCAOILI JR.
NOTARY PUBLIC
UNTIL DECEMBER 31, 2014
PTR NO. 2113105 / 2014 MLA
IBP NO. 943989 / 2014 MLA
ROLL NO. 24655 / TIN NO. 144-519-066
MCLE III - 001555
COMMISSION NO. 2013-023

**DIRECTORS' CERTIFICATE OF AMENDMENT
OF THE AMENDED ARTICLES OF INCORPORATION**

OF

UNITED PARAGON MINING CORPORATION



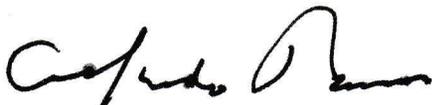
KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned Chairman and Secretary of the Stockholders' meeting held on August 27, 2014, and at least a majority of the members of the Board of Directors of **UNITED PARAGON MINING CORPORATION** (the "Company") hereby certify that the attached document is a true and correct copy of the Amended Articles of Incorporation of the Company.

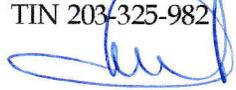
The amendment is in the Third Article to change the principal office address of the Company from Metropolitan Manila to Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong City.

We further certify that the said amendments were unanimously approved by: the stockholders owning at least two-thirds (2/3) of the outstanding capital stock during the annual meeting held on August 27, 2014 at The Legend Villas, Pioneer Street, Mandaluyong City; and by a majority vote of the Board of Directors at its organizational meeting held on August 27, 2014, held also at The Legend Villas.

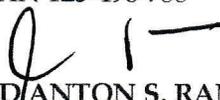
IN WITNESS WHEREOF, we have hereunto set our hands on this SEP 16 2014 2014 in Mandaluyong City.


ALFREDO C. RAMOS
Chairman of the Stockholders' Meeting
TIN 132-017-513

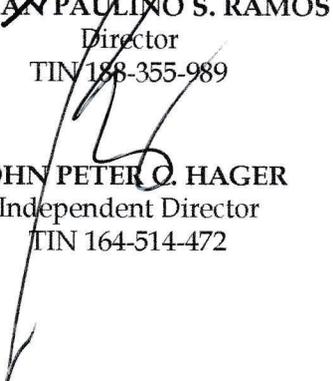

IRIS MARIE U. CARPIO-DUQUE
Secretary of the Stockholders' Meeting
TIN 203-325-982


CHRISTOPHER M. GOTANCO
Director
TIN 125-114-467


PRESENTACION S. RAMOS
Director
TIN 125-496-733


GERARD ANTON S. RAMOS
Director
TIN 160-302-347


ADRIAN PAULINO S. RAMOS
Director
TIN 188-355-989


JOHN PETER C. HAGER
Independent Director
TIN 164-514-472

SEP 16 2014

SUBSCRIBED AND SWORN to before me this _____ 2014 at _____ affiants having exhibited to me their proof of identification as follows:

Name	I.D. No.	Date of Expiry/Place of Issue
Alfredo C. Ramos	Passport No. EB1471488	04 March 2017/ DFA Manila
Presentacion S. Ramos	Passport No. EC1538607	03 July 2019 / DFA NCR East
Gerard Anton S. Ramos	Passport No. EC1487341	26 June 2019 / DFA NCR Central
Adrian Paulino S. Ramos	Passport No. EB3171638	25 July 2016/ DFA Manila
Christopher M. Gotanco	Passport No. EC0206506	03 Feb 2019 / DFA Manila
John Peter C. Hager	Driver's License #NO3-86-03320	14 Sept 2015 / LTO QC
Iris Marie U. Carpio-Duque	Passport No. EB7104606	08 Jan 2018 / DFA NCR Central

Doc. No. 125
Page No. 1
Book No. 1
Series of 2014.

Delina S. Sacaoli Jr.
 ATTY. DELINA SACAOLI JR.
 NOTARY PUBLIC
 UNTIL DECEMBER 31, 2014
 PTR NO. 24/3108/2014 MLA
 IBP NO. 94342/2014 MLA
 ROLL NO. 24655/2014 519-096
 MCLE III
 COMMISSION NO. 2-1-1023



Republic of the Philippines
Department of Finance
Securities and Exchange Commission
SEC Building, EDSA, Greenhills, Mandaluyong City

MARKETS AND SECURITIES REGULATION DEPARTMENT

October 2, 2014

UNITED PARAGON MINING CORPORATION
5th Fl., Quad Alpha Centrum
125 Pioneer Street
Mandaluyong City

Attention: **MR. ALFREDO C. RAMOS**
President

Subject: **REQUEST FOR COMMENT/RECOMMENDATION**

Gentlemen:

This is in connection with your company's application for registration of the amendments in Article Third of the Articles of Incorporation and Article I of the By-laws, which pertains to the change in the company's principal office address from Metropolitan Manila to Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong City.

We do not interpose any objection to your application provided that once the application has been approved, the company shall file a duly accomplished **Current Report (SEC Form 17-C)** disclosing therein the Commission's approval of said amendment with the Commission's Central Receiving and Records Division, within five (5) days from the approval of the Amended Articles of Incorporation.

The company is also reminded to file an amended General Information Sheet (GIS) within seven (7) days after such change occurred or become effective.

Our Department, nonetheless defers to the discretion of the Commission's Company Registration and Monitoring Department (CRMD) considering that it has primary jurisdiction over registration of corporations and partnerships in general, as well as amendments to Articles of Incorporation. Furthermore, our comments or recommendations are limited merely to this Department's regulatory requirements and does not cover the substance of the application with respect to compliance with the Corporation Code of the Philippines.

This comment is without prejudice to the prerogative of this Department to act later against the subject entity, if warranted, to ensure full compliance with the provisions of the Securities Regulation Code, its implementing rules and regulations, and other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstances.

Very truly yours,


VICENTE GRACIANO P. FELIZMENIO, JR.
Director

RECEIVED BY:

SIGNATURE OVER PRINTED NAME OF
AUTHORIZED REPRESENTATIVE

COMPANY NAME/DATE RECEIVED



109222014000487



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

Barcode Page

The following document has been received:

Receiving Officer/Encoder : Darwin San Jose
Receiving Branch : SEC Head Office
Receipt Date and Time : September 22, 2014 09:57:16 AM
Received From : Head Office

Company Representative

Doc Source

Company Information

SEC Registration No. 0000040938
Company Name UNITED PARAGON MINING CORP.
Industry Classification
Company Type Stock Corporation

Document Information

Document ID 109222014000487
Document Type GENERAL INFORMATION SHEET
Document Code GIS
Period Covered August 27, 2014
No. of Days Late 0
Department CED/CFD/CRMD/MRD
Remarks With CD and Letter



UNITED PARAGON
MINING CORPORATION
Head Office
5th Floor, Quad Alpha Centrum Bldg.
125 Pioneer Street, Mandaluyong City,
Philippines Tel. no. (632) 636-5133
Fax No. (632) 636-4923
www.unitedparagon.com

September 17, 2014

Securities and Exchange Commission

Attn: Ms. Justina F. Callangan
Director, Corporation Finance Department
SEC Building, EDSA, Mandaluyong City

Gentlemen:

In compliance with the disclosure requirements of the Exchange we submit the updated General Information Sheet (GIS) of United Paragon Mining Corporation within thirty (30) days from the date of its Annual Stockholders' Meeting held on August 27, 2014.

We regret however that despite diligent efforts on the part of the Corporation, we were not able to obtain the TIN numbers of some of our stockholders per SEC Memorandum Circular No. 6, series of 2006.

We hereby attached a copy of the Certification from our stock transfer agent indicating no record on file of the TIN numbers of said stockholders. Also attached are letters we sent via courier service to said stockholders, requesting for their updated information. One refused to give us information and another moved out of the address we have on record.

The foregoing premises considered, we respectfully request that the attached GIS 2014 be deemed sufficient compliance with the Commission's requirements.

We trust that this matter will merit your favorable consideration.

Thank you very much.

Very truly yours,

Iris Marie U. Carpio-Duque
Corporate Secretary / Compliance Officer /
CIO - Alternate



UNITED PARAGON
MINING CORPORATION
Head Office
 5th Floor, Quad Alpha Centrum Bldg.
 125 Pioneer Street, Mandaluyong City, Philippines
 Tel. No. (632) 636-5133 Fax No. (632) 636-4923
 www.unitedparagon.com

CERTIFICATION

In compliance with Memorandum Circular No. 02 dated March 12, 2001 issued by the SECURITIES and EXCHANGE COMMISSION (SEC) requiring the submission by registered corporations of SEC reportorial requirements, I submit herewith the CD containing the GENERAL INFORMATION SHEET of UNITED PARAGON MINING CORPORATION as of September 16, 2014.

I hereby certify that CD contains the same data in the four (4) hard copies submitted to the SEC.

Mandaluyong City, Philippines, September 18, 2014.

IRIS MARIE U. CARPIO-DUQUE
 Corp. Secretary / Compliance Officer /
 CIO - Alternate

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in the City of QUEZON CITY, Philippines, this SEP 18 2014, affiant who is personally known to me and whose identity I have confirmed through her Passport No. EB7104606 issued on January 09, 2013, in DFA NCR Central, bearing the affiant's photograph and signature and who showed to me her Driver's License No.D16-126793 issued on May 31, 2013.

ATTY. TOMAS F. DULAY JR.
 NOTARY PUBLIC
 Until December 31, 2014
 ADM MATTER #. NP-061-2014-201,
 PTR# 904238301-02 /01-J7-14 Q.C.
 IBP# 915073 CY-2014 Q.C.
 Roll No. 16583/03/13-61
 N# 410225916

Doc. No. 72
 Page No. 15
 Book No. 211
 Series of 2014.

GENERAL INFORMATION SHEET (GIS)

FOR THE YEAR 2014

STOCK CORPORATION

GENERAL INSTRUCTIONS:

1. FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL STOCKHOLDERS' MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE ACTUAL DATE OF THE ANNUAL STOCKHOLDERS' MEETING.
2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED.
3. THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE CORPORATE SECRETARY OF THE CORPORATION.
4. THE SEC SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE. FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS, THE CORPORATION SHALL SUBMIT ONLY THE AFFECTED PAGE OF THE GIS THAT RELATES TO THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED BY THE CORPORATE SECRETARY OF THE CORPORATION. THE PAGE OF THE GIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURRED OR BECAME EFFECTIVE.
5. SUBMIT FOUR (4) COPIES OF THE GIS TO THE CENTRAL RECEIVING SECTION, GROUND FLOOR, SEC BLDG., EDSA, MANDALUYONG CITY. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER WITH A STANDARD COVER PAGE. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE. CORPORATIONS SUBMITTING A COPY OF THEIR GIS ONLINE OR VIA INTERNET SHALL SUBMIT ONE (1) HARD COPY OF THE GIS, TOGETHER WITH A CERTIFICATION UNDER OATH BY ITS CORPORATE SECRETARY THAT THE COPY SUBMITTED ONLINE CONTAINS THE EXACT DATA IN THE HARD COPY.
6. ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.
7. THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME: UNITED PARAGON MINING CORPORATION	DATE REGISTERED: 10 April 1970
BUSINESS/TRADE NAME: UNITED PARAGON MINING CORPORATION	FISCAL YEAR END: 31 DECEMBER
SEC REGISTRATION NUMBER: 40938	CORPORATE TAX IDENTIFICATION NUMBER (TIN): 041-000-169-117
DATE OF ANNUAL MEETING PER BY-LAWS: Month of May	WEBSITE/URL ADDRESS: www.unitedparagon.com
ACTUAL DATE OF ANNUAL MEETING: August 27, 2014	E-MAIL ADDRESS: gilbert.rabago@unitedparagon.com
COMPLETE PRINCIPAL OFFICE ADDRESS: Metro Manila	FAX NUMBER: 636-4923
COMPLETE BUSINESS ADDRESS: 5F Quad Alpha Centrum, 125 Pioneer Street, Mandaluyong city	TELEPHONE NUMBER(S): 636-5133 / 34
NAME OF EXTERNAL AUDITOR & ITS SIGNING PARTNER: Sycip Gorres Velayo & Co. - John Villa	SEC ACCREDITATION NUMBER (if applicable): 0464-A
PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN: Gold Mining	INDUSTRY CLASSIFICATION: Mining
	GEOGRAPHICAL CODE: NA

===== INTERCOMPANY AFFILIATIONS =====

PARENT COMPANY	SEC REGISTRATION NO.	ADDRESS
SUBSIDIARY/AFFILIATE	SEC REGISTRATION NO.	ADDRESS

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

Corporate Name:

UNITED PARAGON MINING CORPORATION

A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9160/9164/10167/10365)

Yes No

Please check the appropriate box:

<p>1.</p> <p><input type="checkbox"/> a. Banks</p> <p><input type="checkbox"/> b. Offshore Banking Units</p> <p><input type="checkbox"/> c. Quasi-Banks</p> <p><input type="checkbox"/> d. Trust Entities</p> <p><input type="checkbox"/> e. Non-Stock Savings and Loan Associations</p> <p><input type="checkbox"/> f. Pawnshops</p> <p><input type="checkbox"/> g. Foreign Exchange Dealers</p> <p><input type="checkbox"/> h. Money Changers</p> <p><input type="checkbox"/> i. Remittance Agents</p> <p><input type="checkbox"/> j. Electronic Money Issuers</p> <p><input type="checkbox"/> k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.</p>	<p>4. <input type="checkbox"/> Jewelry dealers in precious metals, who, as a business, trade in precious metals</p>
<p>2.</p> <p><input type="checkbox"/> a. Insurance Companies</p> <p><input type="checkbox"/> b. Insurance Agents</p> <p><input type="checkbox"/> c. Insurance Brokers</p> <p><input type="checkbox"/> d. Professional Reinsurers</p> <p><input type="checkbox"/> e. Reinsurance Brokers</p> <p><input type="checkbox"/> f. Holding Companies</p> <p><input type="checkbox"/> g. Holding Company Systems</p> <p><input type="checkbox"/> h. Pre-need Companies</p> <p><input type="checkbox"/> i. Mutual Benefit Association</p> <p><input type="checkbox"/> j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)</p>	<p>5. <input type="checkbox"/> Jewelry dealers in precious stones, who, as a business, trade in precious stone</p> <p>6. Company service providers which, as a business, provide any of the following services to third parties:</p> <p><input type="checkbox"/> a. acting as a formation agent of juridical persons</p> <p><input type="checkbox"/> b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons</p> <p><input type="checkbox"/> c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement</p> <p><input type="checkbox"/> d. acting as (or arranging for another person to act as) a nominee shareholder for another person</p>
<p>3.</p> <p><input type="checkbox"/> a. Securities Dealers</p> <p><input type="checkbox"/> b. Securities Brokers</p> <p><input type="checkbox"/> c. Securities Salesman</p> <p><input type="checkbox"/> d. Investment Houses</p> <p><input type="checkbox"/> e. Investment Agents and Consultants</p> <p><input type="checkbox"/> f. Trading Advisors</p> <p><input type="checkbox"/> g. Other entities managing Securities or rendering similar services</p> <p><input type="checkbox"/> h. Mutual Funds or Open-end Investment Companies</p> <p><input type="checkbox"/> i. Close-end Investment Companies</p> <p><input type="checkbox"/> j. Common Trust Funds or Issuers and other similar entities</p> <p><input type="checkbox"/> k. Transfer Companies and other similar entities</p> <p><input type="checkbox"/> l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on</p> <p><input type="checkbox"/> m. Entities administering or otherwise dealing in valuable objects</p> <p><input type="checkbox"/> n. Entities administering or otherwise dealing in cash Substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC)</p>	<p>7. Persons who provide any of the following services:</p> <p><input type="checkbox"/> a. managing of client money, securities or other assets</p> <p><input type="checkbox"/> b. management of bank, savings or securities accounts</p> <p><input type="checkbox"/> c. organization of contributions for the creation, operation or management of companies</p> <p><input type="checkbox"/> d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities</p> <p>8. <input type="checkbox"/> None of the above</p>
<p>Describe nature of business: Gold Mining</p>	

B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS?

Yes No

GENERAL INFORMATION SHEET
STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME:		UNITED PARAGON MINING CORPORATION					
CAPITAL STRUCTURE AS OF JUNE 27, 2014							
AUTHORIZED CAPITAL STOCK							
		TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE		AMOUNT (PhP) (No. of shares X Par/Stated Value)	
		COMMON	397,325,000,000	0.01		3,973,250,000.00	
		PREFERRED "A"	13,500,000	0.50		6,750,000.00	
		PREFERRED "B"	400,000	50.00		20,000,000.00	
		TOTAL	397,338,900,000	TOTAL P		4,000,000,000.00	
SUBSCRIBED CAPITAL							
FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP
	1,232	COMMON	245,620,975,385	42,570,402,194	0.01	2,456,209,753.85	93.99%
	5	PREFERRED "A"	9,365,000		0.50	4,682,500.00	76.76%
	3	PREFERRED "B"	120,000		50.00	6,000,000.00	30.00%
		TOTAL	245,630,460,385	TOTAL	TOTAL P	2,466,892,253.85	
FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP
American	3	COMMON	21,750,000	21,750,000	0.01	217,500.00	0.01%
Chinese	14	COMMON	8,206,250	8,206,250	0.01	82,062.50	0.00%
British	1	COMMON	1,250,000	1,250,000	0.01	12,500.00	0.00%
Others	4	COMMON	15,662,615,445	15,662,615,445	0.01	156,626,154.45	5.99%
Others	1	PREFERRED "A"	2,835,000		0.50	1,417,500.00	23.24%
Others	1	PREFERRED "B"	280,000		50.00	14,000,000.00	70.00%
Percentage of Foreign Equity :			TOTAL	15,698,936,695	TOTAL P	172,355,716.95	
						TOTAL SUBSCRIBED P	2,639,247,970.80
PAID-UP CAPITAL							
FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE		AMOUNT (PhP)	% OF OWNERSHIP
	1,232	COMMON	245,620,975,385	42,570,402,194	0.01	2,456,209,753.85	93.99%
	5	PREFERRED "A"	9,365,000		0.50	4,682,500.00	76.76%
	3	PREFERRED "B"	120,000		50.00	6,000,000.00	30.00%
		TOTAL	245,630,460,385	TOTAL P		2,466,892,253.85	
FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE		AMOUNT (PhP)	% OF OWNERSHIP
American	3	COMMON	21,750,000	21,750,000	0.01	217,500.00	0.01%
Chinese	14	COMMON	8,206,250	8,206,250	0.01	82,062.50	0.00%
British	1	COMMON	1,250,000	1,250,000	0.01	12,500.00	0.00%
Others	4	COMMON	15,662,615,445	15,662,615,445	0.01	156,626,154.45	5.99%
Others	1	PREFERRED "A"	2,835,000		0.50	1,417,500.00	23.24%
Others	1	PREFERRED "B"	280,000		50.00	14,000,000.00	70.00%
6.53 %			TOTAL	15,698,936,695	TOTAL P	172,355,716.95	
						TOTAL PAID-UP P	2,639,247,970.80
NOTE: USE ADDITIONAL SHEET IF NECESSARY							
* Common, Preferred or other classification							
** Other than Directors, Officers, Shareholders owning 10% of outstanding shares.							

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME:

UNITED PARAGON MINING CORPORATION

DIRECTORS / OFFICERS

NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	INC'R	BOARD	SEX	STOCK HOLDER	OFFICER	EXEC. COMM.	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
1. ALFREDO C. RAMOS Filipino 125 Pioneer Street, Mandaluyong City	N	C	M	Y	Chairman / President	NA	132-017-513
2. CHRISTOPHER M. GOTANCO Filipino 125 Pioneer Street, Mandaluyong City	N	M	M	Y	Director	CRC/AC	125-114-467
3. ADRIAN PAULINO S. RAMOS Filipino 125 Pioneer Street, Mandaluyong City	N	M	M	Y	Treasurer	CRC/AC	188-355-989
4. GERARD ANTON S. RAMOS Filipino 125 Pioneer Street, Mandaluyong City	N	M	M	Y	Vice - President	NC/CRC	160-302-347
5. EDUARDO B. CASTILLO Filipino 300 Alitagtag cor. Batangas North Ayala Alabang Village, Muntinlupa City	N	M	M	Y	Director	AC	122-287-460
6. CARLOS G. DOMINGUEZ Filipino 151 Saranggani Street, Ayala Alabang, Muntinlupa City	N	M	M	Y	Independent Director	CRC/AC	105-272-055
7. FRANCISCO A. NAVARRO Filipino 125 Pioneer Street, Mandaluyong City	N	M	M	Y	Director	NC	100-717-372
8. PRESENTACION S. RAMOS Filipino 125 Pioneer Street, Mandaluyong City	N	M	F	Y	Director	NC	125-496-782
9. JOHN PETER C. HAGER Filipino No. 7A Socorro Fernandez Street, Addition Hills, Mandaluyong City	N	M	M	Y	Independent Director	NC/AC	164-514-472
10. IRIS MARIE U. CARPIO-DUQUE Filipino 125 Pioneer Street, Mandaluyong City	N	N	F	N	Corp. Sec. / Compliance Officer / CIO		203-325-982

INSTRUCTIONS:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.
 FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.
 FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.
 FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.
 FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER,
 SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.
 FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION
 AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME:

UNITED PARAGON MINING CORPORATION

DIRECTORS / OFFICERS

NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	INC'R	BOARD	SEX	STOCK HOLDER	OFFICER	EXEC. COMM.	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
11. GILBERT V. RABAGO Filipino 125 Pioneer Street, Mandaluyong City	N	N	M	N	Finance, Admin & Purchasing Manager / CIO - alternate	NA	922-708-646
12.							
13.							
14.							
15.							
16.							
17.							
18.							
19.							
20.							

INSTRUCTIONS:

- FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.
- FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.
- FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.
- FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.
- FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.
- FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GENERAL INFORMATION SHEET

STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====	
CORPORATE NAME:	UNITED PARAGON MINING CORPORATION
TOTAL NUMBER OF STOCKHOLDERS:	1,232
NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES	1231
TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS:	

STOCKHOLDER'S INFORMATION

NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP		
1. PCD NOMINEE CORPORATION (F) Filipino G/F MSE BLDG. 6767 AYALA AVE., MAKATI CITY	Common	242,572,552,585	3,153,443,183.61		3,153,443,183.61	044-774-849
	TOTAL	242,572,552,585	3,153,443,183.61			
2. PCD NOMINEE CORPORATION (F) Filipino G/F MSE BLDG. 6767 AYALA AVE., MAKATI CITY	Common	10,426,915,045	135,549,895.59		135,549,895.59	044-774-849
	TOTAL	10,426,915,045	135,549,895.59			
3. LANCASTER HOLDINGS LIMITED FOREIGN BAHAMAS	Common	5,235,537,900	68,061,992.70		68,061,992.70	Not available in BIR
	TOTAL	5,235,537,900	68,061,992.70			
4. CAMARINES MINERALS, INC. Filipino 8767 Paseo de Roxas Ave. Philamlife Tower 45th Floor Makati City	Common	1,252,097,050	16,277,261.65		16,277,261.65	110-194-000
	TOTAL	1,252,097,050	16,277,261.65			
5. ALAKOR SECURITIES CORPORATION Filipino 125 Pioneer Street, Mandaluyong City	Common	210,403,850	2,735,250.05		2,735,250.05	003-461-151
	TOTAL	210,403,850	2,735,250.05			
6. LUIS P. LORENZO JR. Filipino 2283 PASONG TAMO EXTENSION, MAKATI CITY	Common	109,250,000	1,420,250.00		1,420,250.00	121-597-750
	TOTAL	109,250,000	1,420,250.00			
7. SY TIONG SHIOU & / OR JUANITA S. TAN Filipino 455 T. Pinpin St. Manila	Common	93,500,000	1,215,500.00		1,215,500.00	104-359-804
	TOTAL	93,500,000	1,215,500.00			
TOTAL AMOUNT OF SUBSCRIBED CAPITAL			3,378,703,333.59			
TOTAL AMOUNT OF PAID-UP CAPITAL					3,378,703,333.59	

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.

GENERAL INFORMATION SHEET
STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME:		UNITED PARAGON MINING CORPORATION				
TOTAL NUMBER OF STOCKHOLDERS:		1,232	NO. OF STOCKHOLDERS WITH 100 OR MORE SHARE		1,231	
TOTAL ASSETS BASED ON LATEST AUDITED FS:						
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP		
8. Valmorra Investment & Management Filipino 10TH FLR.PHILCOM BLDG.MAKATI CITY	Common	80,000,000	1,040,000.00		1,040,000.00	000-509-580
	TOTAL	80,000,000	1,040,000.00			
9. EDUARDO B. CASTILLO Filipino 8757 Paseo de Roxas Ave. Philamlife Tower 45th Floor Makati City	Common	54,375,000	706,875.00		706,875.00	122-287-460
	TOTAL	54,375,000	706,875.00			
10. ISA F. CASTANEDA Filipino #93 EAST MAYA ST. PHIL-AM HOMES QUEZON CITY	Common	50,000,000	650,000.00		650,000.00	107-184-165
	TOTAL	50,000,000	650,000.00			
11. KERRY SECURITIES (PHILS.) INC. Filipino 15/F, TOWER 1 & EXCHANGE PLAZA AYALA AVE. COR. PASEO DE ROXAS, MAKATI CITY	Common	49,250,000	640,250.00		640,250.00	321-000-128-303
	TOTAL	49,250,000	640,250.00			
12. ERNESTO CHUA CHIACO Filipino 223 RECOLETOS ST. URDANETA VILL. MAKATI CITY	Common	27,000,000	351,000.00		351,000.00	100-181-208
	TOTAL	27,000,000	351,000.00			
13. STATE INVESTMENT TRUST, INC. Filipino G/F GREENBELT MANSION, 106 PER ST., LEGASPI VILLAGE, MAKATI CITY	Common	23,750,000	308,750.00		308,750.00	000-821-755
	TOTAL	23,750,000	308,750.00			
14. JOSE A. LIM III Filipino SAN ROQUE J.P. LAUREL AVE. DAVAO CITY	Common	22,500,000	292,500.00		292,500.00	124-928-369
	TOTAL	22,500,000	292,500.00			
TOTAL AMOUNT OF SUBSCRIBED CAPITAL			3,989,375.00			
TOTAL AMOUNT OF PAID-UP CAPITAL					3,989,375.00	
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS						
Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.						

GENERAL INFORMATION SHEET
STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME:		UNITED PARAGON MINING CORPORATION				
TOTAL NUMBER OF STOCKHOLDERS:		1,232	NO. OF STOCKHOLDERS WITH 100 OR MORE SHARE		1,231	
TOTAL ASSETS BASED ON LATEST AUDITED FS:						
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP		
8. ANTONIO SEBASTIAN T. CORRO Filipino 2406 WESTGATE PLAZA, 120 H.V. DELA COSTA ST. SALCEDO VILLAGE, MAKATI CITY	Common	20,000,000	260,000.00		260,000.00	192-322-609
	TOTAL	20,000,000	260,000.00			
9. BENITO KEH Filipino 68 JUPITER ST. BEL-AIR MAKATI CITY	Common	18,000,000	234,000.00		234,000.00	103-873-122
	TOTAL	18,000,000	234,000.00			
10. PONIO, BEN AZEL S. Filipino UNIT 210 ASIAN MANSION COND. DELA ROSA ST., PASEO, MAKATI CITY	Common	17,500,000	227,500.00		227,500.00	Not available in BIR
	TOTAL	17,500,000	227,500.00			
11. CHU, BERNARD Filipino #1547 L. GUINTO ST., PEDRO GIL MANILA	Common	15,000,000	195,000.00		195,000.00	120-239-169
	TOTAL	15,000,000	195,000.00			
12. CHIU, JOHNSON CHIU &/OR VICKY Filipino C/O WESTMONT BANK FUENTE OSMENA, CEBU CITY	Common	15,000,000	195,000.00		195,000.00	114-623-580
	TOTAL	15,000,000	195,000.00			
13. LEE, DANIEL U. Filipino 13-A DON RAMON STREET TALAYAN VILLAGE, QUEZON CITY	Common	12,687,500	164,937.50		164,937.50	Not available in BIR
	TOTAL	12,687,500	164,937.50			
14.						
	TOTAL					
TOTAL AMOUNT OF SUBSCRIBED CAPITAL			117,276,437.50		3,989,375.00	
TOTAL AMOUNT OF PAID-UP CAPITAL					3,383,457,888.59	
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS						
Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.						

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: UNITED PARAGON MINING CORPORATION

1. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION	AMOUNT (PhP)	DATE OF BOARD RESOLUTION
1.1 STOCKS	NONE	N/A
1.2 BONDS/COMMERCIAL PAPER (Issued by Private Corporations)	NONE	N/A
1.3 LOANS/ CREDITS/ ADVANCES	NONE	N/A
1.4 GOVERNMENT TREASURY BILLS	NONE	N/A
1.5 OTHERS	NONE	N/A

2. INVESTMENT OF CORPORATE FUNDS IN ACTIVITIES UNDER ITS SECONDARY PURPOSES (PLEASE SPECIFY:)	DATE OF BOARD RESOLUTION	DATE OF STOCKHOLDERS RATIFICATION
NONE	N/A	N/A

3. TREASURY SHARES	NO. OF SHARES	% AS TO THE TOTAL NO. OF SHARES ISSUED
NONE	None	N/A

4. UNRESTRICTED/UNAPPROPRIATED RETAINED EARNINGS AS OF END OF LAST FISCAL YEAR: None

5. DIVIDENDS DECLARED DURING THE IMMEDIATELY PRECEDING YEAR: None

TYPE OF DIVIDEND	AMOUNT (PhP)	DATE DECLARED
5.1 CASH	None	N/A
5.2 STOCK	None	N/A
5.3 PROPERTY	None	N/A
TOTAL	None	N/A

6. ADDITIONAL SHARES ISSUED DURING THE PERIOD:		
DATE	NO. OF SHARES	AMOUNT
	None	

SECONDARY LICENSE/REGISTRATION WITH SEC AND OTHER GOV'T AGENCY: None

NAME OF AGENCY:	SEC	B S P	I C
TYPE OF LICENSE/REGN.	Certificate of Permit to Offer Securities for Sale	N/A	N/A
DATE ISSUED:	15-Sep-70	N/A	N/A
DATE STARTED OPERATIONS:	1-Aug-88	N/A	N/A

TOTAL ANNUAL COMPENSATION OF DIRECTORS DURING THE PRECEDING FISCAL YEAR (in PhP) 55,000.00	TOTAL NO. OF OFFICERS 6	TOTAL NO. OF RANK & FILE EMPLOYEES 6	TOTAL MANPOWER COMPLEMENT 12
--	----------------------------	---	---------------------------------

NOTE: USE ADDITIONAL SHEET IF NECESSARY

I, IRIS MARIE U. CARPIO-DUQUE, Corporate Secretary OF THE ABOVE-MENTIONED
(NAME) (POSITION)

CORPORATION DECLARE UNDER THE PENALTY OF PERJURY, THAT ALL MATTERS SET FORTH IN THIS GENERAL INFORMATION SHEET WHICH CONSISTS OF NINE (9) PAGES HAVE BEEN MADE IN GOOD FAITH, DULY VERIFIED BY ME AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, ARE TRUE AND CORRECT.

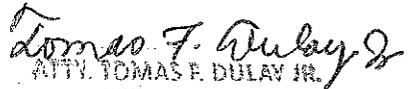
I UNDERSTAND THAT THE FAILURE OF THE CORPORATION TO FILE THIS GIS FOR FIVE (5) CONSECUTIVE YEARS SHALL BE CONSTRUED AS NON-OPERATION OF THE CORPORATION AND A GROUND FOR THE REVOCATION OF THE CORPORATIONS CERTIFICATE OF INCORPORATION. IN THIS EVENTUALITY, THE CORPORATION HEREBY WAIVES ITS RIGHT TO A HEARING FOR THE SAID REVOCATION.

DONE THIS SEP 18 2014 DAY OF SEPTEMBER 2014 IN QUEZON CITY


IRIS MARIE U. CARPIO-DUQUE
(SIGNED)

SUBSCRIBED AND SWORN TO BEFORE ME IN QUEZON CITY CITY/PROVINCE, PHILIPPINES ON

SEP 18 2014, AFFIANT PERSONALLY APPEARED BEFORE ME AND EXHIBITED TO ME HIS/HER COMPETENT EVIDENCE OF IDENTITY / PASSPORT NO. EB7104606 ISSUED ON JANUARY 09, 2013, in DFA NCR CENTRAL


ATTY. TOMAS F. DULAY JR.

NOTARY PUBLIC FOR _____ NOTARY PUBLIC/PROVINCE
Notarial Commission No. _____ Until December 31, 2014
Commission expires on December 31, 2014
Roll of Attorney Number _____
PTR No. _____
IBP No. _____
Office Address: _____

DOC. NO: 79
PAGE NO. 15
BOOK NO. 241
SERIES OF 2014

NUM MATTER #. NP-061-2014-201
PTR# 004238701-02/01-07-14-Q.C.
IBAN 015923-CY-2014-Q.C.
Roll No. 16583/03/13-61
MH 410225916



**UNITED PARAGON
MINING CORPORATION**
Head Office

5th Floor, Quad Alpha Centrum Bldg.
125 Pioneer Street, Mandaluyong City,
Philippines Tel. no. (632) 636-5133
Fax No. (632) 636-4923
www.unitedparagon.com

RECEIVING COPY

September 01, 2014

LEE, DANIEL U.
13-A DON RAMON STREET
TALAYAN VILLAGE, QUEZON CITY

RE: Top 20 Stockholders' Information

Gentlemen:

The Company recently held its Annual Stockholders' Meeting on August 27, 2014. As per SEC Memorandum Circular No. 6, series of 2006, the Company is required to submit an updated General Information Sheet (GIS) containing all the necessary information, within thirty (30) days therefrom. Included in the requirements to be submitted is the information on the Company's Top 20 stockholders. As you are one of the Top 20 stockholders of the Company as of meeting date, we would like to request for your TIN number so that we can file our GIS with complete information as required. Otherwise, the Company shall be subjected to stiff administrative penalties.

In this regard, you may reach us at (632) 6365133 c/o Ms. Peng D. Doña, or you may send the information through fax at (632) 6364923 or email us at upmcmnl@unitedparagon.com.

To give us ample time to prepare the GIS, we hope to hear from you on or before September 22, 2014.

Thank you very much.

Very truly yours,

IRIS MARIE U. CARPIO-DUQUE
Corporate Secretary / Compliance Officer /
Corporate Information Officer

Ferdinand Roque

RECEIVED
by F.U. DOQUE

Contact No.
Email Address:

Primer 9/4

14-07/4



UNITED PARAGON
MINING CORPORATION
8th Floor, Quad Alpha Centrum
125 Pioneer Street, Mandaluyong City
Philippines

PONIO, BEN AZEL S.
UNIT 210 ASIAN MANSION COND.

MOVED OUT PERSON
ACCORDING BY RG ANCHETA

9/5/14

2