



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

COMPANY REG. NO. 7443

CERTIFICATE OF APPROVAL OF INCREASE OF CAPITAL STOCK

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Increase of capital stock of the

VULCAN INDUSTRIAL & MINING CORPORATION

from P600,000,000.00 divided into 600,000,000 shares of the par value of P1.00 each to P4,000,000,000.00 divided into 4,000,000,000 shares of the par value of P1.00 each, approved by a majority of the Board of Directors on October 22, 2012 and the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock at a meeting held on May 29, 2013 certified to by the Chairman and the Secretary of the stockholders meeting and a majority of the Board of Directors of the corporation, was approved by the Commission on the date indicated hereunder in accordance with the provision of Section 38 of the Corporation Code of the Philippines (Batas Pambansa Blg. 68), approved on May 1, 1980. A copy of the Certificate of Increase of Capital Stock filed with the Commission is attached hereto.

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 30th day of October, Twenty Fourteen.




FERDINAND B. SALES
Director

Company Registration and Monitoring Department

COVER SHEET

COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

SEC Registration Number

Increase of Authorized Capital Stock

7443

Former Company Name

V	U	L	C	A	N	I	N	D	U	S	T	R	I	A	L	&	M	I	N	I	N	G
C O R P O R A T I O N																						

AMENDED TO:

New Company Name

Q	U	A	D	A	L	P	H	A	C	E	N	T	R	U	M	,	1	2	5	P	I	O	N	E	E	R	
S T R E E T , M A N D A L U Y O N G C I T Y																											

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

COMPANY INFORMATION

Company's Email Address

irisduque@alakorcorp.com

Company's Telephone Numbers

6318173/6365133

Company's Facsimile Number/s

CONTACT PERSON INFORMATION

Name of Contact Person

Atty. Ana Maria A. Katigbak

Email Address

Ana.katigbak@cltpsi.com.ph

Telephone Number/s

8176794

Facsimile Number/s

8192724

Contact Person's Address

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

DOCUMENT ID

Received by Corporate Filing and Records Division (CFRD)

FORWARDED TO:

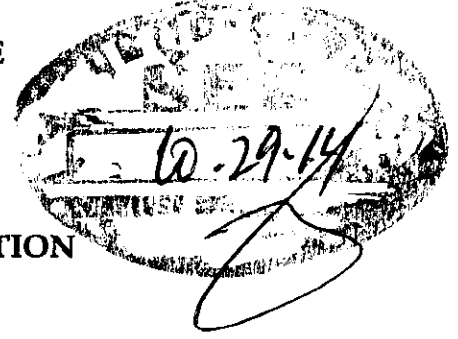
- Corporate and Partnership Registration Division
- Green Lane Unit
- Financial Analysis and Audit Division
- Licensing Unit
- Compliance Monitoring Division

Handwritten signature and date

**DIRECTORS' CERTIFICATE OF INCREASE
OF AUTHORIZED CAPITAL STOCK**

OF

VULCAN INDUSTRIAL & MINING CORPORATION



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being at least a majority of the Board of Directors of **VULCAN INDUSTRIAL & MINING CORPORATION** (the "Company"), together with the Chairman and Secretary of the meeting of the Stockholders of said Company duly held on May 29, 2013, at the place of principal office of the Company, do hereby certify that:

I

At the annual meeting of stockholders of the Company held on May 29, 2013, the stockholders approved the increase of the authorized capital stock of the Company from Six Hundred Million Pesos (Php600,000,000.00) divided into Six Hundred Million (600,000,000) shares with a par value of One Peso (Php1.00) per share, to Four Billion Pesos (Php4,000,000,000.00) divided into Four Billion (4,000,000,000) shares with a par value of One Peso (Php1.00) per share, and that all the requirements of Section 38 of Batas Pambansa Blg. 68, otherwise known as the "Corporation Code of the Philippines," have been complied with.

II

The stockholders owning at least two-thirds (2/3) of the entire issued and outstanding capital stock of the Company were present or represented at the stockholders' meeting of May 29, 2013.

III

At said stockholders' meeting, the stockholders owning or representing at least two-thirds (2/3) of the issued and outstanding capital stock of the Company approved a resolution increasing the authorized capital stock of the Company from Six Hundred Million Pesos (Php600,000,000.00) divided into Six Hundred Million (600,000,000) common shares with a par value of One Peso (Php1.00) per share, to Four Billion Pesos (Php4,000,000,000.00) divided into Four Billion (4,000,000,000) common shares with a par value of One Peso (Php1.00) per share, by way of: (i) assignment of deposits for future subscriptions of National Book Store, Inc., in the amount of Three Hundred Sixty Three Million Nine Hundred Forty Four Thousand Three Hundred Thirty Eight Pesos (Php363,944,338.00) in full payment for Three Hundred Sixty Three Million Nine

as of

Hundred Forty Four Thousand Three Hundred Thirty Eight (363,944,338) common shares; and (ii) subscription by National Book Store, Inc. to Four Hundred Eighty Six Million Fifty Five Thousand Six Hundred Sixty Two (486,055,662) shares at the subscription price of One Peso (Php1.00) per share, or the total subscription price of Four Hundred Eighty Six Million Fifty Five Thousand Six Hundred Sixty Two Pesos (P486,055,662.00).

IV

At the Board of Directors' meeting held on October 22, 2012, whereat a quorum was present, the Board of Directors of the Corporation unanimously approved the increase in the Company's authorized capital stock from Six Hundred Million Pesos (Php600,000,000.00) divided into Six Hundred Million (600,000,000) common shares with a par value of One Peso (Php1.00) per share, to Four Billion Pesos (Php4,000,000,000.00) divided into Four Billion (4,000,000,000) common shares with a par value of One Peso (Php1.00) per share, by way of: (i) assignment of deposits for future subscriptions of National Book Store, Inc., as of December 31, 2012, which amounts to Three Hundred Sixty Three Million Nine Hundred Forty Four Thousand Three Hundred Thirty Eight Pesos (Php363,944,338.00) and represents full payment for Three Hundred Sixty Three Million Nine Hundred Forty Four Thousand Three Hundred Thirty Eight (363,944,338) common shares; and (ii) subscription by National Book Store, Inc. to Four Hundred Eighty Six Million Fifty Five Thousand Six Hundred Sixty Two (486,055,662) common shares at the subscription price of One Peso (Php1.00) per share or the total subscription price of Four Hundred Eighty Six Million Fifty Five Thousand Six Hundred Sixty Two Pesos (Php486,055,662.00).

V

The amount of said increase in authorized capital stock of the Company is Three Billion Four Hundred Million Pesos (Php3,400,000,000.00) divided into Three Billion Four Hundred Million (3,400,000,000) common shares with a par value of One Peso (Php1.00) per share or an aggregate par value of Three Billion Four Hundred Million Pesos (Php3,400,000,000.00).

VI

Out of the increase in the authorized capital stock of Three Billion Four Hundred Million Pesos (Php3,400,000,000.00), Eight Hundred Fifty Million (850,000,000) common shares worth Eight Hundred Fifty Million Pesos (Php850,000,000.00), representing at least 25% of the increase, has been subscribed and partially paid up through: (i) the assignment of deposits for future subscriptions of National Book Store, Inc., in the amount of Three Hundred Sixty Three Million Nine Hundred Forty Four Thousand Three Hundred Thirty Eight Pesos (Php363,944,338.00) in full payment for Three Hundred Sixty Three Million Nine Hundred Forty Four Thousand Three Hundred Thirty Eight (363,944,338) shares; and (ii) the subscription by National Book Store, Inc. to Four Hundred Eighty Six Million Fifty Five Thousand Six Hundred Sixty Two

(486,055,662) shares at the subscription price of One Peso (Php1.00) per share or the total subscription price of Four Hundred Eighty Six Million Fifty Five Thousand Six Hundred Sixty Two Pesos (Php486,055,662.00) of which Php24,302,783.10 has been paid up in cash which represents fresh and additional paid-up capital of the Company.

VII

The capital structure of the Company as of the day of the stockholder's meeting on March 29, 2013, appears in Annex "A" hereof.

VIII

No bonded indebtedness has been incurred, created or increased as of the date of the stockholders' meeting.

IX

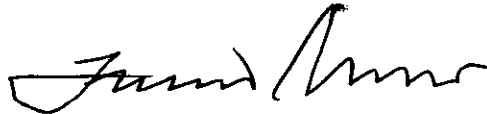
The actual indebtedness of the Company at the day of the meeting amounted to approximately Php408,688,842.

SEP 04 2014

IN WITNESS WHEREOF, we have hereunto set our hands on this ____ day of August 2014 at PASIG CITY.



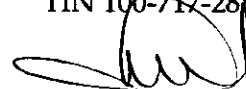
ALFREDO C. RAMOS
Chairman of the Stockholders' Meeting
TIN 132-017-513



FRANCISCO A. NAVARRO
Director
TIN 100-717-288



ROBERTO V. SAN JOSE
Director / Secretary of the Stockholders'
Meeting
TIN 126-470-483



CHRISTOPHER M. GOTANCO
Director
TIN 125-114-467



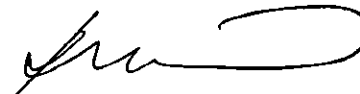
PRESENTACION S. RAMOS
Director
TIN 125-496-733



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


ADRIAN S. ARIAS
Director
TIN 107-439-052


IRIS MARIE CARPIO-DUQUE
Director
TIN 203-325-982


RENATO C. VALENCIA
Independent Director
TIN 118-457-420


CARMELITO R. ZAPANTA
Independent Director
TIN 106-712-954



ANA MARIA A. KATIGBAK
Director
TIN 173 - 182 -955

SEP 04 2014

SUBSCRIBED AND SWORN to before me this ___ day of August 2014 at PASIG CITY, affiants having exhibited to me their proof of identification as follows: AND TIN BELOW THEIR NAMES;

Name	Competent Proof of Identification	Place of Issue / Date of Issue or Expiry
Alfredo C. Ramos	Passport No. EB1471488	March 4, 2017/DFA Manila
Francisco A. Navarro	TIN - 100 - 717 - 788	
Christopher M. Gotanco	Passport No. EC0206506	Feb. 2, 2019/DFA Manila
Presentacion S. Ramos	Passport No. EC1538607	July 3, 2019/DFA Manila
Adrian Paulino S. Ramos	Passport No. EB3171638	July 25, 2016/DFA Manila
Adrian S. Arias	Passport No. EC0251131	Feb. 7, 2019/DFA NCR East
Iris Marie Carpio-Duque	Passport No. EB7104606	Jan. 8, 2018/DFA NCR Central
Renato C. Valencia	TIN - 118 - 457 - 420	
Carmelito R. Zapanta	Passport No. EB6792678	Nov. 19, 2017/DFA NCR East
Roberto V. San Jose	TIN - 126 - 470 - 483	
Ana Maria A. Katigbak	TIN - 173 - 182 - 955	

Doc. No. 14 :
Page No. 25 :
Book No. 34 :
Series of 2014.


GAUDENCIO A. BARBOZA, JR.
NOTARY PUBLIC
Until December 31, 2014
PTR No. 3673780 / 01-03-13 MKT
IBP No. 911640 / 12-26-12 RSM
ROLL No. 41969
MCLE Comp. III-0019855
Appointment No. 92 (2013-2014)
No. 11, Unit-J Freemont Arcade Bldg.
Shaw Blvd. Brgy. San Antonio Pasig City

*Directors' Certificate of Increase
of Authorized Capital Stock
Annex "A"*

CAPITAL STRUCTURE AS OF MAY 29, 2013

Authorized Capital Stock:	Six Hundred Million (Php600,000,000.00) divided into Six Hundred Million (600,000,000) common shares with a par value of One Peso (Php1.00) per share
Outstanding Capital Stock:	Five Hundred Ninety Two Million Two Hundred Seventy One Thousand Seven Hundred Thirty Nine (592,271,739) shares
Issued and Paid-up Capital Stock:	Five Hundred Ninety Two Million Two Hundred Seventy One Thousand Seven Hundred Thirty Nine (592,271,739) shares
Partially Paid Shares:	None
Percentage of Foreign Equity:	11,978,618 common shares representing 2.02%
Percentage of Filipino Equity:	580,293,121 common shares representing 97.98%

