



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. 3756

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

M PIONEER INSURANCE INC.

(Formerly: REPUBLIC SURETY AND INSURANCE COMPANY, INCORPORATED)
(Amending Article I thereof)

copy annexed, adopted April 26, 2018 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/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. 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 Pasay City, Metro Manila, Philippines, this 3rd day of August, Twenty Eighteen.


FERDINAND B. SALES
Director

Company Registration and Monitoring Department

COVER SHEET

for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

3756

Former Company Name

REPUBLIC SURETY AND INSURANCE

COMPANY INCORPORATED

AMENDED TO:
New Company Name

M PIONEER INSURANCE INC.

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

7th TOWER 1 ROCKWELL BUSINESS

CENTER ORTIGAS AVE PASIG CITY

ZIP CODE

COMPANY INFORMATION

Company Email Address

info@pioneer.com.ph

Company's Telephone Number/s

(02) 470-7742

Mobile Number

CONTACT PERSON INFORMATION

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

Name of Contact Person

Ma. Olivia C. Valera

Email Address

ivi.valera@pioneer.com.ph

Telephone Number/s

812-7777 10021

Mobile Number

Contact Person's Address

Pioneer House 108 Paseo De Roxas, Legaspi Village Makati City

To be accomplished by CRMD Personnel

Assigned Processor

Date

Signature

Document I.D.

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

AMENDED
ARTICLES OF INCORPORATION
OF
M PIONEER INSURANCE INC.

(Formerly: Republic Surety and Insurance Company, Incorporated)

(As Amended on April 26, 2018)

KNOW ALL MEN BY THESE PRESENTS:

That we, all Filipino citizens, a majority of whom are residents of the Philippines, 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 HEREBY CERTIFY:

FIRST: That the name of the company shall be "**M PIONEER INSURANCE INC.**" formerly: Republic Surety and Insurance Company, Incorporated ***(As Amended on April 26, 2018)***

SECOND: That the purpose for which such corporation is formed are:

(a) To engage in the business of undertaking for a consideration to indemnify others against loss, damage or liability arising from unknown or contingent events in the following matters and particulars, to wit:

- (1) To guarantee the fidelity of persons holding positions of public or private trust, and to execute and guarantee bonds or undertakings

in judicial proceedings and to the faithful performance of any contract or undertaking made with any public authority.

- (2) To guarantee the performance of contracts, agreements, undertakings, obligations, promises or duties, of all kinds.
- (3) To guarantee performance of insurance contracts where surety bonds are accepted for such purposes.
- (4) To execute and to guarantee bonds or undertakings of all kinds, required or permitted to be taken in any or all actions, proceedings, negotiations, importations, exportations, or other transactions or operations, either by private individuals, or by heads of departments, courts, judges, officers, board, or bodies, whether executive, legislative or judicial.
- (5) To guarantee to indemnify merchants, traders, and those engaged in business and giving credit, from loss or damage by reason of giving and extending such credit, to their customers or persons dealing with them.
- (6) To indemnify against loss by burglary, theft, forgery, embezzlement, or by any or more such of happenings.
- (7) To guarantee to indemnify the owners and users of steam boilers and pipes, of flywheels, engines of all kinds or machinery, against explosion or other accident and against loss or use or occupancy caused thereby, and against liability unto third persons by any of said causes, and to make inspections of, and to issue certificates of

inspection upon, such boilers, pipes, flywheel, engines and machinery.

- (8) To guarantee to indemnify the owners and users of horses, cattle, and live stock, against loss by death of same, by theft of same, or by disabling accident, or any or all of said causes.
- (9) To guarantee to indemnify the owners and driver's of automobiles or other vehicles against loss or damages to persons or property of third persons resulting from legal maintenance or use of said vehicles.
- (10) And generally to execute, sign and carry out fidelity bonds and surety undertakings of every nature and kind usual in the business of fidelity and surety companies, or permitted by law unto such companies.
 - (a) To carry on the business of fire, marine, typhoon, flood, earthquake, accident, motor car, and all other forms of insurances, except life, under provisions of acts of the Philippines.
 - (b) To purchase or otherwise acquire property suitable for the purpose of this Company.
 - (c) To prosecute the Company to be registered or recognized in or under the laws of any place outside the Philippines, and carrying on its business to do any all acts and things, and exercise any and all powers which a natural person could do or exercise which now, or hereafter, may be authorized by laws.

- (d) To act as agent for insurance companies or every class, and to conduct a general insurance agency and insurance brokerage business.
- (e) To do and perform any all acts and things authorized by the laws of the Philippines unto corporations as organized and under the said laws in general, and unto domestic Insurance Corporation in particular.

THIRD: That the place where the principal office of the corporation is to be established or located is at the 7th Floor, Tower 1, Rockwell Business Center, Ortigas Avenue, Pasig City, Philippines.

FOURTH: By extending the terms of its existence for another period of fifty (50) years from the date of expiration, July 8, 1988.

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

Name	Whose residence is at
FRANCISCO T. KOH	208-210 Koh Bldg., Plaza Sta. Cruz, Manila
LOURDES M. KOH	208-210 Koh Bldg., Sta. Cruz, Manila
MILAGROS C. MERCADO	10 Sto.Tomas, Sta. Mesa Heights, Quezon City
EUGENIO KOH	208-210 Koh Bldg., Plaza Sta. Cruz, Manila
OSCAR S. AGUILAR	1142 Misericordia, Sta, Cruz, Manila

SIXTH: That the number of directors of said corporation shall be nine (9) 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:

Name	Whose residence is at
FRANCISCO T. KOH	208-210 Koh Bldg., Plaza Sta. Cruz, Manila
LOURDES M. KOH	208-210 Koh Bldg., Sta. Cruz, Manila
MILAGROS C. MERCADO	10 Sto.Tomas, Sta. Mesa Heights, Quezon City
EUGENIO KOH	208-210 Koh Bldg., Plaza Sta. Cruz, Manila
OSCAR S. AGUILAR	1142 Misericordia, Sta, Cruz, Manila

SEVENTH: That the capital stock of said corporation is SIX HUNDRED MILLION PESOS P600,000,000.00) and said capital stock is divided into SIX MILLION (6,000,000 shares of the par value of ONE HUNDRED PESOS (P100.00) each.

EIGHT: That the amount of said capital stock which has been actually subscribed is THREE HUNDRED THOUSAND PESOS ONLY (P300,000.00) and the following persons have subscribed for the number of shares set out after their respective names:

<u>NAME</u>	<u>RESIDENCE</u>	<u>NUMBER OF SHARES</u>	<u>AMOUNT SUBSCRIBED</u>
FRANCISCO T. KOH	Koh Bldg., Plaza Sta. Cruz, Manila	1,485	P148,500.00
LOURDES M. KOH	-do-	1,485	148,500.00
MILAGROS C. MERCADO	10 Sto. Tomas, Sta. Mesa Heights, Q.C.	10	1,000

EUGENIO KOH	Koh Bldg., Plaza Sta. Cruz, Manila	10	1,000
OSCAR S. AGUILAR	1142 Misericordia Sta. Cruz, Manila	10	1,000
		<u>3,000</u>	<u>P300,000.00</u>

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

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>	<u>AMOUNT PAID ON SUBSCRIPTION</u>
FRANCISCO T. KOH	FILIPINO	208-210 Koh Bldg., Plaza Sta. Cruz, Manila	P73,500.00
LOURDES M. KOH	FILIPINO	208-210 Koh Bldg. Plaza Sta. Cruz, Manila	73,500.00
MILAGROS C. MERCADO	FILIPINO	10 Sto. Tomas, Sta. Mesa Heights, Q.C.	1,000
EUGENIO KOH	FILIPINO	Koh Bldg., Plaza Sta. Cruz, Manila	1,000
OSCAR S. AGUILAR	FILIPINO	1142 Misericordia Sta. Cruz, Manila	1,000
			<u>P150,000.00</u>

That the subscribers hereby undertake by the present to make further payment of their respective unpaid subscription sufficient to bring the paid up capital to the subscribed THREE HUNDRED THOUSAND PESOS (P300,000.00) within TWELVE (12) months from the date of filing of these articles of incorporation.

TENTH: That MRS. LOURDES M. KOH has been elected by the subscribers as Treasurer of the corporation to act as such until her successor is duly elected and qualified in accordance with the by-laws; and that as such Treasurer, she has been authorized to receive for the corporation and to receipt in its name for all subscriptions paid in by subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands and seal this 16th day of April, 1948.

(SGD.) FRANCISCO T. KOH

(SGD) LOURDES M. KOH

(SGD) MILAGROS C. MERCADO

(Sgd.) EUGENIO KOH

(SGD) OSCAR S. AGUILAR

SIGNED IN THE PRESENCE OF

(SGD) PEDRITO B. MENDOZA

(SGD.) LEON M. CRUZ

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

In the City of Manila, Philippines, on this 18th day of April 1948 before me, the undersigned Notary Public in and for the City of Manila, personally appeared:

Name	Res. Cert. No.	Date Issued	Place Issued
FRANCIS T. KOH	A-163482	Feb. 18, 1948	Manila
LOURDES M. KOH	A-163483	Feb. 18, 1948	Manila
MILAGROS C. MERCADO	A-24438	March 31, 1948	Manila
EUGENIO KOH	A-48557	Jan. 10, 1948	Manila
OSCAR S. AGUILAR	A-161688	Feb. 11, 1948	Manila

all known to me and to me known to be the same persons who executed the within instrument and each of them acknowledged to me that he/she freely and voluntarily executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year first above written.

(Sgd.) FILEMON T. KOH
Notary Public
Until December 31, 1948

Doc No. 283;
Page No. 54;
Book No. III;
Series of 1948.