



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

COMPANY REG. NO. A199806865

**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

APOLLO GLOBAL CAPITAL, INC.
(Amending Article VI thereof)

copy annexed, adopted on October 19, 2018 by majority vote of the Board of Directors and on December 20, 2018 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 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, 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 2nd day of August, Twenty Nineteen.


DANIEL P. GABUYO
Assistant Director
SO Order 1188 Series of 2018

WT/qba



OFFICIAL RECEIPT
Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City, 1307



Accountable Form No. 51
Revised 2006

ORIGINAL

DATE

July 26, 2019

No.

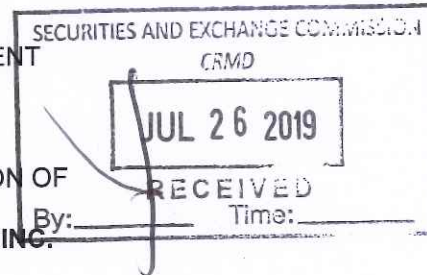
1814464

PAYOR APOLLO GLOBAL CAPITAL, INC.
QUEZON CITY

NATURE OF COLLECTION	ACCOUNT CODE	RESPONSIBILITY CENTER	AMOUNT
Amended Articles of Incorporation	4020102000(606)	GRMD	1,000.00
Documentary Stamp Tax	4010400000(6010401)		30.00
Legal Research Fee	4020102000(606)		10.00
TOTAL PHP			1,040.00
AMOUNT IN WORDS ONE THOUSAND FORTY PESOS AND 00/100			
Received <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Treasury Warrant <input type="checkbox"/> Check <input type="checkbox"/> Money Order		Received the Amount Stated Above	
Treasury Warrant, Check, Money Order Number		RENE B. TAN COLLECTING OFFICER	
Date of Treasury Warrant, Check, Money Order		O.R. No. 1814464	

NOTE: Write the number and date of this receipt on the back of treasury warrant, check or money order received.

CERTIFICATE OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION OF
APOLLO GLOBAL CAPITAL, INC.



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned, being the Secretary and at least a majority of the members of the Board of Directors of **APOLLO GLOBAL CAPITAL, INC.** (the "Corporation"), do hereby certify that the accompanying copy of the Amended Articles of Incorporation of the Corporation, embodying the underscored amendments to the SIXTH Article, are true and correct and were approved by the affirmative vote of at least a majority of the members of the Board of Directors at their meeting held on 19 October 2018 at their principal place of business and by the affirmative vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their meeting held on and by the affirmative vote of stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their meeting held 2018 at the Tandang Sora Conference Room, Quezon City Sports Club, E. Rodriguez Sr. Ave, Quezon City, Metro Manila

The amendments to the SIXTH Article of the Articles of Incorporation which were approved as aforesaid, are as follows:

SIXTH: That the number of directors of said corporation shall be Eleven (11).

[The remainder of this page is intentionally left blank.]

IN WITNESS WHEREOF, we have hereunto signed this Certificate of Amendment of the Articles of Incorporation this ____ day of **JUN 28 2019** 2019 in Makati City, Philippines.


VITTORIO LIM

Director

TIN: 239-269-242


RAYMOND RICAFORT

Independent Director

TIN: 117-677-419


NORMAN DE LEON

Director

TIN: 441-209-897


SALVADOR ARANETA SANTOS-OCAMPO

Chairman

TIN: 219-879-396


KRISTINA JOYCE C. CARO-GANGAN

Corporate Secretary

TIN: 303-689-577


KLARENCE TAN DY

Independent Director

TIN: 115-748-085


LLOYD REAGAN TABOSO

Director

TIN: 201-659-491


CHRISTOPHER GO

Director

TIN: 141-971-650


LUCKY T. UY

Director

TIN: 219-879-396

JUN 28 2019

SUBSCRIBED AND SWORN to before me this ____ day of _____,
affiants exhibiting to me the following:

Name	Competent Evidence of Identity	Date and Place Issued
Lloyd Reagan Taboso	Passport No. P9543909A	14 Nov. 2018/DFA Manila
Norman de Leon	Passport No. P0063325A	26 Aug. 2016/DFA Angeles
Christopher Go	Passport No. P1142307A	9 Dec. 2016/DFA NCR East
Lucky T. Uy	SSS ID No. 33-9707722-2	
Salvador Araneta Santos-Ocampo	SSS ID No. 336881735-6	
Vittorio Paulo P. Lim	Passport No. EC8102283	24 Jun 2016/DFA NCR East
Klarence Dy	Passport No. P1260017A	17 Dec. 2016/DFA Manila
Raymond Ricafort	Passport No. EC3250569	24 Jan. 2015/DFA Manila
Kristina Joyce C. Caro-Gangan	Passport No. P5562137A	9 Jan. 2018/DFA Manila

Doc. No. 30;
Book No. 73;
Page No. I;
Series of 2019.


RALPH MICHAEL V. LORILLA
Appointment No. M-290
Notary Public for Makati City
Until December 31, 2020
Liberty Center-Picazo Law
104 H. V. Dela Costa Street, Makati City
Roll No. 71946
PTR No. 7339299/Makati City/01-06-2019
IBP No. 069586/Makati City/01-16-2019
MCLE Compliance No. VI-0019660/03-26-2019

AMENDED
ARTICLES OF INCORPORATION
OF
APOLLO GLOBAL CAPITAL, INC.
(formerly Yehey! Corporation)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age, citizens and residents of the Republic 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:

FIRST: That the name of the Corporation shall be:

APOLLO GLOBAL CAPITAL, INC.¹

SECOND: That the purposes for which the said corporation is formed are:

A. That the primary purpose of this Corporation is to invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, lease, mortgage, guarantee, exchange, develop or otherwise dispose of real or personal property of every kind and description, including shares of stock, bonds, debentures, notes, evidences of indebtedness, and other securities or obligations of any corporation or corporations, associations, domestic or foreign, and to possess and exercise in respect thereof all the rights, powers and privileges of ownership, including all voting powers of

¹ As amended by the Stockholders upon recommendation of the Board of Directors during their joint meeting held on 11 April 2003, and approved by the Securities and Exchange Commission on 12 August 2003; and as further amended and approved by the Board of Directors of the Company on 7 December 2015 and by the Stockholders of the Corporation on 11 December 2015, and approved by the Securities and Exchange Commission on 7 October 2016.

any stock so owned; provided it shall not engage as a stock broker or dealer of securities.²

B. That the Corporation shall have all the express powers of the corporation as provided for under Section 36 of the Corporation Code of the Philippines and the power to guarantee, for and in behalf of the Corporation, obligations of other corporations or entities in which it has lawful interest.³

THIRD: That the principal office of the corporation is located at Unit 1204, Galleria Corporate Center, EDSA corner Ortigas Ave., Brgy. Ugong Norte, Quezon City.⁴

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

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

Name	Citizenship	Address
WILLIAM L. CHUA	Filipino	No. 5 Regidor Street, San Juan, Metro Manila
DELIA C. GUTIERREZ	Filipino	No. 105 Elizalde Street, BF Homes, Paranaque, Metro Manila
ALISTAIR E.A. ISRAEL	Filipino	23-C Gen. Ricarte Street, Katarungan Village, Antipolo, Rizal
DAVID Q. QUITORIANO	Filipino	No. 13 Louis XIV Street, Kingsville Subdivision, Antipolo, Rizal

² As amended by the Stockholders upon recommendation of the Board of Directors during their joint meeting held on 27 December 1999, and approved by the Securities and Exchange Commission on 8 June 2000; and as further amended and approved by the Board of Directors of the Company on 7 December 2015 and by the Stockholders of the Corporation on 11 December 2015, and approved by the Securities and Exchange Commission on 7 October 2016.

³ As amended and approved by the Board of Directors of the Company on 7 December 2015 and by the Stockholders of the Corporation on 11 December 2015, and approved by the Securities and Exchange Commission on 7 October 2016.

⁴ As amended by the Board of Directors during their meeting on 3 May 2013 and ratified by the stockholders during their meeting on 3 August 2013; and as further amended and approved by the Board of Directors on 14 December 2016 and by the Stockholders on 14 December 2016.

PO WAH WONG	Filipino	No. 2021 M.H. Del Pilar Apt. 122, Malate, Manila
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SIXTH: That the number of directors of said corporation shall be Eleven (11).⁵

SEVENTH: That the authorized capital stock of said corporation is SIX BILLION PESOS (P6,000,000,000.00) in lawful money of the Philippines, and said capital stock is divided into SIX HUNDRED BILLION (600,000,000,000) SHARES with a par value of ONE CENTAVO (P0.01) each.⁶

No stockholder shall have a right to purchase or subscribe to any additional share of the capital stock of the corporation whether such shares of capital stock are now or hereafter authorized, whether or not such stock is convertible into or exchangeable for a common share of the Corporation or of any other class, and whether out of the number of shares authorized by the Articles of Incorporation of the Corporation as originally filed, or by any amendment thereof, or out of shares of the capital stock of any class of the Corporation acquired by it after the issue thereof; nor shall any holder of any such stock of any class, as such holder, have any right to purchase or subscribe for any obligation which the Corporation may issue or sell that shall be convertible into, or exchangeable for, any shares of the capital stock of any class of the Corporation or to which shall be attached or appertain any warrant or warrants or any instrument or instruments that shall confer upon the owner of such obligation, warrant or instrument the right to subscribe for, or to purchase from the Corporation, any shares of its capital stock of any class.

⁵ As last amended by the Stockholders during their Special Stockholders' Meeting held on 24 June 2005 upon recommendation of the Board of Directors during its Board Meeting held on 30 May 2005; and approved by the Securities and Exchange Commission on 10 November 2005; and as last amended and approved by the Board of Directors on 19 October 2018 and by the Stockholders on 20 December 2018.

⁶ As amended by the Stockholders upon recommendation of the Board of Directors during their joint meeting held on 16 November 2006; as further amended by the Stockholders upon recommendation of the Board of Directors during their joint meeting held on 11 April 2003, and approved by the Securities and Exchange Commission on 12 August 2003; as further amended and approved by the Board of Directors of the Company on 7 December 2015 and by the Stockholders of the Corporation on 11 December 2015 and approved by the Securities and Exchange Commission on 7 October 2016; and as last amended and approved by the Board of Directors on 14 December 2016 and by the Stockholders on 14 December 2016.

The Board of Directors may, from time to time, grant stock options, issue warrants, or enter into stock purchase or similar agreement for purposes necessary or desirable for the corporation and allocate, sell or otherwise transfer, convey or dispose of shares of stocks of the corporation of a class or classes and to such persons or entities to be determined by the Board, including, but not limited to employees, officers and directors of the corporation.

These provisions shall be printed in all stock certificates of the corporation.⁷

EIGHT: That the subscribers to the capital stock and the amount paid-in to their subscriptions are as follows:

NAME	CITIZENSHIP	NO. OF SHARES SUBSCRIBED	AMOUNT OF CAPITAL STOCK SUBSCRIBED	AMOUNT PAID
JULIUS J. ALBA	Filipino	416	41,600	41,600.00
RAMON BORJA	Filipino	447	44,700	44,700.00
ALISTAIR E.A. ISRAEL	Filipino	1,200	120,000	120,000.00
DAVID Q. QUITORIANO	Filipino	937	93,700	93,700.00
VOLTAIRE TRINIDAD	Filipino	600	60,000	60,000.00
WS COMPUTER PUBLISHING CORP.	Filipino	8,397	839,700	839,700.00
WILLIAM L. CHUA	Filipino	1	100	100.00
DELA C. GUTIERREZ	Filipino	1	100	100.00
PO WAH WONG	Filipino	1	100	100.00
TOTAL		12,000	1,200,000	1,200,000.00

NINTH: That the transfer of stock or interest which would reduce the stock ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper

⁷ As amended by the Stockholders upon recommendation of the Board of Directors during their joint meeting held on 16 November 2006, and approved by the Securities and Exchange Commission on 6 February 2007.

books of the Corporation and this restriction shall be indicated in all certificates of stock issued by the Corporation.

TENTH: That DELIA C. GUTIERREZ has been elected by the subscribers as Treasurer of the Corporation to set as such until his/her successor is duly elected and shall have qualified in accordance with the by-laws; and that, as such Treasurer, he/she has been authorized to receive for the benefit of the Corporation, all subscriptions paid in by the subscribers.⁸

ELEVENTH: That the Corporation manifests its willingness to change its corporate name in the event another person, or firm, or entity has acquired a prior right to use the said firm name or one deceptively or confusingly similar to it.⁹

⁸ As amended by the Stockholders upon recommendation of the Board of Directors during their joint meeting held on 16 November 2006, and approved by the Securities and Exchange Commission on 6 February 2007.

⁹ As amended by the Stockholders upon recommendation of the Board of Directors during their joint meeting held on 16 November 2006, and approved by the Securities and Exchange Commission on 6 February 2007.

IN WITNESS WHEREOF, we have hereunto set our hands, this April 23, 1998, at
Makati City, Philippines

Sgd.
WILLIAM L. CHUA

Sgd.
DELIA C. GUTIEREZ

Sgd.
ALISTAIR E.A. ISRAEL

Sgd.
DAVID Q. QUITORIANO

Sgd.
PO WAH WONG

SIGNED IN THE PRESENCE OF:

REPUBLIC OF THE PHILIPPINES)

MAKATI CITY) S.S.

ACKNOWLEDGEMENT

BEFORE ME, a Notary Public for and in Makati City, Philippines, this April 23, 1998, personally appeared:

Name	Com. Tax Cert. No.	Date/ Place of Issue
1. WILLIAM L. CHUA	01462494	02-04-98/ Makati
2. DELIA C. GUTIERREZ	01908352	02-06-97/ Makati
3. ALISTAIR E.A. ISRAEL	17361238	01-15-98/ Antipolo
4. DAVID Q. QUITORIANO	17361277	01-15-98/ Antipolo
5. PO WAG WONG	01462486	02-04-98/ Makati

known to me and to me known to be the same persons who executed the foregoing instrument and acknowledged to me that the same is their voluntary act and deed. This instrument consisting of _____ () pages, has been signed on the left side portion on each and every page thereof by all the parties and their subscribing witnesses.

WITNESS MY HAND AND SEAL.

Doc. No. 172:

Page No. 35;

Book No. I;

Series of 1998.

Sgd.

ATTY. DANILO L. PATRON

Notary Public

Until December 31, 1998

PTR #8456133 3-9-1998 / San Juan, M.M.

IBP #454996 2-17-1998 / San Juan, M.M.

TIN: 145-330-542

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

SECRETARY'S CERTIFICATE

I, **KRISTINA JOYCE CARO-GANGAN**, of legal age, Filipino and with office address at Liberty Center-Picazo Law, 104 H.V. Dela Costa Street, Salcedo Village, Makati City, Metro Manila, after having been sworn in accordance with law, hereby certify that:

1. I am the Corporate Secretary of **APOLLO GLOBAL CAPITAL, INC. ("APL" or the "Corporation")**, a corporation duly organized and existing under the laws of the Philippines with principal office at Unit 504 Galleria Corporate Center, EDSA corner Ortigas Avenue, Brgy. Ugong Norte, Quezon City, Philippines.

2. 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 hereunto set my hand on JUN 03 2019 in Makati City, Metro Manila.


KRISTINA JOYCE CARO-GANGAN
Corporate Secretary

SUBSCRIBED AND SWORN to before me this JUN 03 2019 in Makati City, affiant exhibiting to me her Passport No. P5562137A issued on 9 January 2018 by the DFA Manila.

Doc. No. 502 ;
Page No. 102 ;
Book No. I ;
Series of 2019.


KIRSTEN ERIKA A. CASAS
Appointment No. M-143
Notary Public for Makati City
Until December 31, 2019
Liberty Center-Picazo Law
104 H.V. dela Costa Street, Makati City
Roll No. 69265
PTR No. 7339305/Makati City/01-06-2019
IBP No. LRN-002560/RSM/5-11-2017
MCLE Compliance No. VI-0021457/3-26-2019