



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

COMPANY REG. NO. 23580

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

CARD PIONEER MICROINSURANCE INC.
(Amending Article VII thereof)

copy annexed, adopted on July 19, 2019 by a 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 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 company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 20th day of September, Twenty Twenty One.

GERARDO E. DEL ROSARIO

Director

Company Registration and Monitoring Department

**AMENDED
ARTICLES OF INCORPORATION OF
CARD PIONEER MICROINSURANCE INC.**

KNOW ALL MEN BY THESE PRESENT:

That we, all of whom are of legal age, citizens in the Philippines, on this date had 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 said Corporation shall be:

CARD PIONEER MICROINSURANCE INC.

(As amended on June 26, 2013)

Second: - That the purpose for which said Corporation is formed are:

(a) To insure houses, tenements, merchandise, and all other property and effects, real and personal against loss or damage by fire, storm, earthquakes, accidental or otherwise, and to carry on the ordinary business of fire insurance in all aforesaid branches. To rebuild, repair, replace or reinstate houses, buildings, machinery and every other description of property which may be insured by the Company and to carry on any kind of business necessary or expedient for any such purpose.

(b) To insure against every description of marine risk, which may be legally undertaken, relating to the perils of the sea, fire, war, reprisals, and all other risks of a like nature incidental to the seas, ships, vessels, and water craft of all descriptions, and also the freights, goods, or board of the same, whether the property of the stockholders of the Corporation or not, so far as the same may be affected or made by according to law. To insure all other matters and things which lawfully may or can be, from time to

time, insured or be the subject of insurance against perils of the sea, and also generally to carry on other branches and departments of the insurance business.

(c) To grant either in the Philippines or abroad, policies or other instruments of insurance against or insuring compensation or payment in case of death or injury to health or limb by railway or airplane accident or shipwreck or other perils of the land, sea, air or any other accident or misadventure, or violence during any journey or voyage by land or water or air, or during any other limited or specified period; and to prepare, provide and supply medicine and surgical aid and treatment or any other assistance in case of accident or harm to any person whom the Company shall insure or to any person dwelling or staying in the house of such person insured.

(d) To reinsure any or all rights of the Company and to undertake all kinds of reinsurance and counter-insurance connected with the business of any other Company.

(e) To guarantee the fidelity of persons holding places of public or private trust and to agree to the faithful performance of any contract or undertaking made with any public authority.

(f) To guarantee the performance of contracts, agreements, agreements, undertakings, obligations, promises or duties, of all kinds other than in insurance policies.

(g) To guarantee the performance of insurance contracts where surety bonds are accepted for such purpose.

(h) To guarantee title to property.

(i) To execute and guarantee bonds and 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, boards, or bodies, whether administrative, executive or legislative or judicial.

(j) To guarantee and indemnify professional practitioners from loss, damage or liability unto third persons in relation to the exercise of their profession.

(k) To guarantee and indemnify merchants, traders, and those engage in business and giving credits, from loss or damage by reason of giving or extending such credit to their customers or persons dealing with them.

(l) To indemnify against loss by burglary, theft, forgery, embezzlement, or by any one or more of such happenings.

(m) To insure glass against breakage.

(n) To guarantee and indemnify the owners and users of steam boilers and pipes, or fly wheels, engines of all kinds or machinery, against explosion or other accident and against loss or damage to life or property resulting therefrom, and against loss of use or occupancy caused thereby, and against liability unto third persons by any of said causes; and to make inspection of, and to issue certificates of inspection upon such boilers, pipes, fly wheels, engines or machinery.

(o) 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.

(p) Insofar as may be necessary to accomplish its purpose, to lend money on such terms as may be expedient, subject to the requirements of law.

(q) To purchase or otherwise acquire and undertake all or any part of the business, property and liabilities of any person or company carrying on any business which this Company is authorized to carry on or possess or properly suitable for the purposes of this Company.

(r) To acquire by purchase and to invest in, hold, sell, or otherwise dispose of the stocks or bonds, or any interests in either, or any obligations or evidences of indebtedness of any corporation or corporations, domestic or foreign, or the bonds of other obligations or evidences of indebtedness, or any person, firm or corporation and while the owner of such stocks, bonds, or interests therein, or other obligations or evidence and privileges of ownership including the right to vote thereon or consent in respect thereof for any and all purposes.

(s) To purchase or otherwise acquire, sell, lease, convey, mortgage, and otherwise deal with any property or interest therein, or easement right or privilege over or in respect of any property, real or personal, as may be permitted by law and as may be reasonably necessary to enable it to carry out the purposes for which the Corporation is created as may now or hereafter be permitted by law.

(t) To procure the Company to be registered or recognized or to be permitted or allowed to carry on its business or any branch or branches thereon in any state, territory, or possession of the United States and/or in any foreign country or places; and carry on its business to do any and all acts and things and exercise any and all powers which a natural person could do or exercise which now is or may, hereafter, be authorized by law.

(u) To do all or any of the above things in any place in which the Company may determine as principals, agents, contractors, trustees or otherwise, and by or through trustees, agents, or otherwise and either alone or in conjunction with others.

(v) To do all or any other of the above things as are incidental or conducive to the attainment of the above objects.

(w) To do and perform any and all of the acts and things and to exercise all of the general powers conferred by law upon Corporations similarly organized and usually and ordinarily incidental to companies of like nature and kind.

(x) And in general, to engage in the business of insurance and guarantee in any branches except in life insurance business, or a consideration, to indemnify any person, firm or corporation against loss, damage or liability arising from an unknown or contingent event, and to guarantee liabilities and obligations of any person, firm or corporation, and to act as agent of other insurance or surety companies, in any of its branches, including life insurance.

Third: - That the place where the principal office of the corporation is to be established, or located at Pioneer House Makati, 108 Paseo de Roxas, Legaspi Village, Makati City. (As amended on 26 June 2014)

Fourth: - That the term for which said Corporation is to exist is for another fifty (50) years from August 15, 2013 as amended on June 26, 2013.

Fifth: - That the name, citizenships, and residences of the incorporators of said Corporation are as follows:

Name	Residence	Citizenship
Dr. J. Ortafiez		
Mrs. Juliana S. Ortafiez		

Atty. Jose A. Garcia
Mr. Felipe A. Castro

Atty. Alfredo O. Felizardo

Sixth: - That the number of directors of said Corporation shall be nine (9) and that the names and residences of the directors of said Corporation who are to serve until next successors are elected qualified as provided by the By-Laws are as follows:

Name	Residence
Dr. J. Ortañez	
Mrs. Juliana S. Ortañez	
Atty. Jose A. Garcia	
Mr. Felipe A. Castro	

Atty. Alfredo O. Felizardo

Seventh: - That the capital stock of said Corporation is **ONE BILLION PESOS (P1,000,000,000.00)**, Philippine Currency, and that the capital stock is divided into **TEN MILLION (10,000,000,)** common shares at the par value of **ONE HUNDRED PESOS (P100.00)** per share. (As Amended on July 19, 2019)

Eight: - That the amount of said capital stock which has been actually subscribed is **FIVE HUNDRED THOUSAND PESOS (P500,000.00)**, and that the following persons have subscribed for the number of shares and the amount of capital stock set out after their respective names, and have furthermore agreed to pay an amount equal to twenty percent (20%) of their subscribed capital stock to form a "contributed surplus fund". Thus:

Name	Shares	Amount of Subscription	Contributed Surplus
D.J Ortañez	958	P479,000.00	P95,800.00
Mrs. Juliana S. Ortañez	30	P15,000.00	P3,000.00
Atty. J.A. Garcia	10	P5,000.00	P1,000.00
Mr. Felipe A. Castro	1	P500.00	P100.00
Atty. A.O. Felizardo	1	P500.00	P100.00
TOTAL	1,000	P500,000.00	P100,000.00

The contributed surplus paid in by the subscribers shall, with the approval of the Secretary of Finance upon recommendation of the Insurance Commissioner, be repaid in cash to the contributing stockholders in the same amount and without interest, as soon as the earned surplus reserve of the Corporation as may be provided in the By-laws shall, in the judgment of the Board of Directors, justify it.

Ninth: - That the following persons have paid for the shares of capital stock for which they have subscribed and as their share in the "contributed surplus fund", the amount set out opposite their respective names:

Name	Amount Paid on	Contributed Surplus
D.J Ortanez	P239,500.00	P95,800.00
Mrs. Juliana S. Ortanez	P7,500.00	P3,000.00
Atty. J.A. Garcia	P2,500.00	P1,000.00
Mr. Felipe A. Castro	P250.00	P100.00
Atty. A.O. Felizardo	P250.00	P100.00
TOTAL	P250,000.00	P100,000.00

Tenth: - That Mrs. Juliana S. Ortanez has been elected by the subscribers as the 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 receive in its name for all its subscriptions paid in by the said subscribers.

IN WITNESS WHEREOF, we have hereunto signed these presents at the City of Manila, Philippines, on this 10th day of May 1963.

(SGD.) J. ORTANEZ

(SGD.) JULIANO S. ORTANEZ

(SGD.) J.A. GARCIA

(SGD.) FELIPE A. CASTRO

(SGD.) A.O. FELIZARDO

Signed in the presence of:

(SGD.) A. M. SARMIENTO

(SDG.) PAZ DUCUSIN

ACKNOWLEDGMENT

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

BEFORE ME, A Notary Public in and for the City of Manila, Philippines, on this 10th day of May 1963, personally appeared the following persons, their residence certificates numbers, dates and places of issue set out after their respective names, to wit:

Name	Res. Cert. No.	Date	Place
Dr. J. Ortañez			
Mrs. Juliana ^c Ortañez			
Atty. J.A. Garcia			
Mr. Felipe A. Castro			
Atty. A.O. Felizardo			

All known to me and to me known to be with the same persons who executed the foregoing document and they acknowledged to me that the same is their own free and voluntary act and deed.

WITNESS MY HAND AND SEAL.

Doc. No. _____
Page No. _____
Book No. _____
Series of 2019.

(SGD.) H.R. VICENCIO
Notary Public
Until December 31, 1964

DIRECTORS' CERTIFICATE



KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned Directors constituting all of the members of the Board of Directors of **CARD PIONEER MICROINSURANCE INC.** (hereinafter referred to as the "Corporation"), a corporation organized and existing under and by virtue of the laws of the Philippines, with principal office at Pioneer House Makati, 108 Paseo de Roxas, Legaspi Village, Makati City, do hereby certify that:

1. The attached amended Articles of Incorporation is a true and correct copy of the Articles of Incorporation of the Corporation, as amended by all the members of the Board of Directors at the regular meeting held at its principal office on July 19, 2019 and by the affirmative vote of the stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held at the principal office of the Corporation on July 19, 2019; and

2. The amendment particularly refers to:

"ARTICLE SEVENTH: That the capital stock of said Corporation is One Billion (P1,000,000,000.00), Philippine Currency, and that the capital stock is divided into TEN MILLION (10,000,000) common shares at the par value of ONE HUNDRED PESOS (P100.00) per share." (As Amended on July 19, 2019)

IN WITNESS WHEREOF, we have hereunto set our hands this 9th day of September 2019 at Makati City.

DAVID C. COYUKIAT
Director

MAY S. DAWAT
Chairman
TIN: 912-284-161

LORENZO O. CHAN, JR.
Director
TIN: 122-359-182

VENER S. ABELLERA
Director
TIN: 162-653-314

VITALIANO N. NAÑAGAS II
Director

JOMER H. AQUINO
Director

MA. OLIVIA C. VALERA
Corporate Secretary

SUBSCRIBED AND SWORN TO before me this FEB 07 2020 day of September 2019 at Makati City, affiants exhibiting to me their respective Tax Identification details as follows:

Name	Government Issued ID	Validity
David C. Coyukiat		
May S. Dawat		
Lorenzo O. Chan, Jr.		
Vener S. Abelera		
Jomer H. Aquino		
Vitaliano N. Nanagas II		

who are personally known to me to be the same persons who presented the foregoing instrument and signed the same in my presence, and who took an oath before me as to such instrument.

WITNESS my hand and seal at the place and date first above written.

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Book No. I
Series of 2020


JOAQUIN BALAYANTE
Notary Public
My Comm. Expires September 31, 2020
My Reg. No. 01-03-2020
My Reg. No. 01-02-2020
My Reg. No. VI 0007162
My Reg. No. 39346
My Reg. No. 208 Paredes de Roxas
My Reg. No. 208 Paredes de Roxas
My Reg. No. 208 Paredes de Roxas

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

SECRETARY'S CERTIFICATE

I, **MA. OLIVIA C. VALERA**, of legal age, Filipino, with business address at Pioneer House Makati, 108 Paseo de Roxas, Legaspi Village, Makati City, after having been sworn to in accordance with law, hereby depose and state:

1. I am the duly elected and qualified Corporate Secretary of **Card Pioneer Microinsurance Inc.** ("Corporation"), a corporation organized and existing under the laws of the Philippines, with principal office at Pioneer House Makati, 108 Paseo de Roxas, Legaspi Village, Makati City.
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 of vice-versa.

FEB 07 2020
February _____ 2020, Makati City.

MA. OLIVIA C. VALERA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this 07 day of February 2020 in Makati City by the above-named person who exhibited to me her Driver's License ID with No. N01-89-088611 valid until December 18, 2023.

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Series of 2020

JOANNE P. SALVANTE

Admission: _____
ID No: _____
ATK: _____
No. _____
Pioneer House, 108 Paseo de Roxas
Legaspi Village, Makati City

September 16, 2021

SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex,
Roxas Boulevard, Pasay City, 1307

Attention: **GERARDO F. DEL ROSARIO**
Director
Company Registration and Monitoring Department

Subject: **Increase in the Authorized Capital Stock and Amendment of Articles of Incorporation**

Dear Sir,

In the meeting of the Board of Directors of the Company held on July 19, 2019, the following resolutions were approved and ratified:

The Amendment particularly refers to:

1. Articles of Incorporation, Article 7, to reflect the increase in the authorized capital stock is FIVE HUNDRED MILLION PESOS (P500,000,000.00), Philippine Currency, divided into FIVE MILLION (5,000,000) common shares at the par value of ONE HUNDRED PESOS (P100.00) per share, to ONE BILLION PESOS (P1,000,000,000.00), Philippine Currency, and that the capital stock is divided into TEN MILLION (10,000,000) common shares at the par value of ONE HUNDRED PESOS (P100.00) per share.

After the online approval of our application, we are hereby submitting our original hard copies for the amendment of our corporate papers.

Attached for your reference are the following documents:

1. Certificate of Increase
2. Amended Articles of Incorporation
3. Notarized Directors' Certificate
4. IC Endorsement
5. SEC Monitoring Clearance
6. Latest Articles of Incorporation
7. Latest By-Laws
8. Latest GIS
9. Latest Audited Financial Statement

- 
10. Statement of Management's Responsibility for Financial Statements for 2019
 11. Reconciliation of Retained Earnings based on 2018 Audited Financial Statement
 12. List of stockholders with their respective subscribed capital stock
 13. Analysis of Capital Structure
 14. Board Resolution
 15. Sworn Statement of Nominee Shareholders
 16. Payment Assessment Form
 17. Official Receipt as proof of payment

Thank you.

Respectfully,

CARD PIONEER MICROINSURANCE INC.

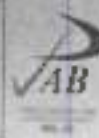
By:

MA. OLIVIA C. VALERA

Corporate Secretary



Republic of the Philippines
Department of Finance
INSURANCE COMMISSION
1071 United Nations Avenue
Manila



1st ENDORSEMENT
— October 2020

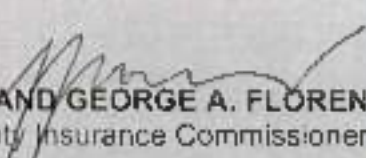
Respectfully endorsed to the Securities and Exchange Commission, (SEC), Ground Floor, Secretariat Building, PICC Complex, Roxas Boulevard, City of Pasay, Metro Manila the attached amended Articles of Incorporation of **CARD PIONEER MICROINSURANCE INC.** with office address at Pioneer House Makati, 108 Paseo de Roxas, Legaspi Village, Makati City with the advise that this Commission has no objection to its registration with the SEC.

AMENDED ARTICLES OF INCORPORATION

Seventh. - That the capital stock of said corporation is **ONE BILLION PESOS (P1,000,000,000.00)** Philippine Currency and that the capital stock is divided into **TEN MILLION (10,000,000)** common shares at the par value of **ONE HUNDRED PESOS (P100.00)** per share. *(As Amended on July 19, 2019)*

This Endorsement should be submitted to the SEC by the applicant together with the same documents as presented to this Commission.

By Authority of the Insurance Commissioner


FERDINAND GEORGE A. FLORENDO
Deputy Insurance Commissioner



Republic of the Philippines
Department of Finance
Securities and Exchange Commission

Company Registration and Monitoring Department
Compliance Monitoring Division
MONITORING SHEET

Corporate Name	CARD PIONEER MICROINSURANCE INC.		
Registration No.	23580	Date of Registration	AUGUST 16, 1963
Term of Existence	50 YEARS W/EXT OF TERM	Annual Meeting	FIRST FRIDAY OF MAY
Principal Office	PIONEER HOUSE MAKATI, 108 PASEO DE ROXAS LEGASPI VILLAGE MAKATI CITY	Actual Meeting	MAY 08, 2020
No. of Directors/Trustees	9	Fiscal Year	DECEMBER 31

☐ STOCK CORPORATION	☐ NON-STOCK CORPORATION		
Authorized Capital Stock	P 500,000,000.00		
Paid-Up Capital Stock	P	Equity/Fund Balance	P
Retained Earnings	P 910,705,433.00	Negative Fund Balance	P
Deficit	P		
Capital Deficiency	P	Fiscal Year ended	
Fiscal Year ended	DECEMBER 31, 2019		
Fine: P 10000 per year, per report		Fine: P/per year, per report	

COMPUTATION OF FINES					
YEAR	General Information Sheet		Financial Statements		FINE
2014	MONITORED	10-20-14	OT		
2015	OT		OT		
2016	OT		OT		
2017	OT		OT		
2018	OT		OT		
2019	OT		OT		
2020	OT				
Additional charges (% violation)					
Stock and Transfer Book / Membership Book MONITORED					
Memorandum Circular No. 8, series of 2009 (Material Deficiency in the AFS 2019 SMR not signed by the prescribed signatories and no Supplemental Written Statement)					4,000.00
Other Violation:					
TOTAL					4,000.00

Assessed By:	<i>[Signature]</i> J.C. LUNZAGA/CMD	DATE 08/28/2020 RESUB: 01/29/2021 RESUB: 04/07/2021	OR NO.	
OT - On time				
NF - Not Filed	Reviewed By:	<i>[Signature]</i> L.P. GALANG/CMD	DATE: 8/28/2020 RESUB: 01/29/2021 RESUB: 04/16/2021	DATE OF PAYMENT
FL/RL - Filed/Registered Late				



Certification Issuance System-Unified Reference Database - CLEARED as of 16 APRIL 2021.

PLEASE RETURN TO CMD AFTER PAYMENT.

Confirmation of Payments of Fines:

The finding/assessment is based on the documents/reports available in the SEC database and the documents presented by the party to the monitor as of _____

ATTY. KENNETH JOY A. QUIMIO
Assistant Director

2021

Authorized Representative

Note:

This assessment does not constitute as waiver of any fine or penalty for deficiencies in reportorial requirements due from, or may hereafter be assessed against, the corporation nor does it preclude the institution of any action against the corporation for violation of any of the provisions of the Corporation Code of the Philippines, the Securities Regulation Code, and its implementing rules and regulations, and other pertinent laws, rules and regulations implemented by the Commission.
MS-P, v.2019

ACTION ON YOUR REQUEST SHALL BE HELD IN ABEYANCE UNTIL YOUR COMPLIANCE