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

COMPANY REG. NO. 12998

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

RFM CORPORATION
(Amending Article III thereof.)

copy annexed, adopted on July 02, 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, this 8th day of September, Twenty Fourteen.

FERDINAND B. SALES
Director
Company Registration and Monitoring Department

BUWIS
DS2014
04107156

AMENDED
ARTICLES OF INCORPORATION
OF
RFM CORPORATION
(formerly Republic Flour Mills, Inc.)
(As amended on 02 July 2014)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are residents of the Philippines and citizens thereof, except E.M. Grimm, who is an American citizen, have this day voluntarily associated together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY:

FIRST: That the name of the said corporation shall be the

RFM CORPORATION

SECOND: That the Corporation is organized to be a dynamic factor in the rapid economic progress of the country and to be effective in the social improvement and lasting welfare of the employees and laborers and the people of the Philippines, and to that end, the corporation shall have the following primary purpose:

A. To manufacture, market, process, preserve, can, pack, buy, sell at wholesale, distribute, import, export and deal in all kinds of food and beverage, such as but not limited to flour, cake mixes, pasta, meat and other meat products, poultry and poultry products, agricultural products, ice cream, milk and other dairy products, non-alcoholic drinks, juices, tea and other beverages.

B. That the corporation shall have all the express powers of a corporation as provided for under Section 36 of the Corporation Code of the Philippines. (As amended on 28 June 2007)

THIRD: That the place where the principal office of the corporation is to be established shall be at RFM Corporate Center, Pioneer corner Sheridan Streets, Mandaluyong City, Philippines, 1550. (As amended on 02 July 2014)

FOURTH: That the term for which said corporation is to exist shall be extended for another Forty Nine (49) years from 22 August 2007 or until 13 October 2056. (As amended on 27 September 2006)

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

	Name	Residence
1.	Salvador Araneta	Admiral Apartments, Manila
2.	Jose Concepcion	Banaba Road, Makati, Rizal
3.	E.M. Grimm	Cordillera St., Sta. Mesa, Manila
4.	Zoilo C. Alberto	Binan, Laguna
5.	Albino Sycip	40 Tamarind Road, Makati
6.	Victoria L. Araneta	Admiral Apartments, Manila
7.	B.J. Server	43 McKinley Road, Makati
8.	Francisco Gamboa	Angela Apts. M.H. del Pilar, Manila
9.	Leonardo C. Eugenio	Grace Building,Rizal Avenue, Manila

SIXTH: That the number of directors of said corporation shall be eleven (11) and the names and residences of the directors of the corporation who are to serve until their successors are duly elected and qualified as provided by the By-Laws are the same nine incorporators listed in the preceding paragraph.

SEVENTH: That the capital stock of said corporation is THREE BILLION NINE HUNDRED SEVENTY EIGHT MILLION TWO HUNDRED SIXTY FIVE THOUSAND TWENTY FIVE PESOS (Php3,978,265,025.00), Philippine Currency, divided into THREE BILLION NINE HUNDRED SEVENTY EIGHT MILLION TWO HUNDRED SIXTY FIVE THOUSAND TWENTY FIVE (3,978,265,025) Common shares, with a par value of ONE PESO (Php1.00) per share. (As amended on 25 June 2008)

EIGHT: That the amount of capital stock which has actually been subscribed is THREE MILLION (P3,000,000.00) PESOS, and the persons who have subscribed to the capital stock, the number of shares and the amount respectively paid on the shares subscribed are set out after the respective names of the stockholders as follows:

Name	Residence	Shares	Amount of Capital Stock Subscribed	Amount Paid on Subscription
Jose Concepcion	Banaba Rd.	50,000	P500,000.00	P125,000.00
E.M. Grimm	Cordillera Sta. Mesa	50,000	500,000.00	125,000.00
Victoria L. Araneta	Admiral Apts. Manila	50,000	500,000.00	125,000.00
Salvador Araneta	-do-	44,000	440,000.00	110,000.00
B.J. Server	43 Mc Kinley Makati	30,000	300,000.00	75,000.00
Francisco Gamboa	Angela Apts. Rizal Ave. Makati	27,500	275,000.00	68,750.00
Leonardo Eugenio	Garcia Bldg. Rizal Ave. Makati	10,000	100,000.00	25,000.00
Cirilo Mapa	11 Sierra Madre Quezon City	10,000	100,000.00	25,000.00
Florentino Genato	1075 R. Hidalgo Manila	10,000	100,000.00	25,000.00
Victoria A. Concepcion	F. Park Makati	8,000	80,000.00	20,000.00
Zoilo Alberto	Binan Laguna	2,000	20,000.00	5,000.00

Ernesto Tan Chi	Wilson Bldg.	2,000	20,000.00	5,000.00
David Sycip	Northern Motors, Isaac Pearl Harbor Manila	2,000	20,000.00	5,000.00
Chua Limco	310 Azcarraga Manila	1,000	10,000.00	2,500.00
T. Shen Wang	China Banking Corp.	1,000	10,000.00	2,500.00
Albino Sycip	-do-	1,000	10,000.00	2,500.00
Wilfredo Tecson	-do-	500	5,000.00	1,250.00
Yap Tian Sang	-do-	500	5,000.00	1,250.00
Lee Siau Tong-do-	-do-	500	5,000.00	1,250.00

NINTH: That SALVADOR ARANETA has been elected by the subscribers as Treasurer of the corporation to act as such until his successor shall have been 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 receive in its name for all subscriptions paid in by the subscribers.

TENTH: The stockholders shall have no pre-emptive rights to all issuances or dispositions of any class of shares of the Corporation, unless otherwise prescribed by the Board of Directors.

IN WITNESS WHEREOF, we have hereunto set our hands on this 15th day of August, 1957, in the City of Manila, Philippines.

(SGD.) SALVADOR ARANETA

(SGD.) FRANCISCO GAMBOA

(SGD.) ZOILO C. ALBERTO

(SGD.) LEONARDO C. EUGENIO

(SGD.) B.J. SERVER

(SGD.) E.M. GRIMM

(SGD.) JOSE CONCEPCION

(SGD.) VICTORIA L. DE ARANETA
(Wife of Incorporator Salvador Araneta)

SIGNED IN THE PRESENCE OF:

(SGD.) CRESENCIO MAGBAG (SGD) JOSE CONCEPCION JR.

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

A C K N O W L E D G M E N T

On this ___ day of August 1957, before me, a notary public in and for the City of Manila, personally appeared:

Name	Res. Cert. No.	Issued At	Date of Issue
Salvador Araneta	0139502	Manila	Jan. 10, 1957
Jose Concepcion	0015803	Manila	Jan. 05, 1957
E.M. Grimm	0013561	Manila	Jan. 02, 1957
Zoilo C. Alberto	4158180	Binan, Laguna	Jan. 18, 1957
Albino Sycip	0185346	Manila	Jan. 14, 1957
Victoria L. Araneta	0139501	Manila	Jan. 10, 1957
B.J. Server	4608779	Mandaluyong	Jan. 19, 1957
Francisco Gamboa	0080080	Manila	Jan. 05, 1957
Leonardo C. Eugenio	0142400	Manila	Jan. 12, 1957

known to me to be the same persons whose names are subscribed and who executed the foregoing Articles of Incorporation and each of them acknowledged to me that they freely and voluntary executed the same.

WITNESS MY HAND AND SEAL, this 13th day of August, 1957, at Manila, Philippines.

(SGD.) CLETO T. VILLATUYA
NOTARY PUBLIC
Until December 31, 1957

Doc. No. 318
Page No. 65
Book No. I
Series of 1957.