REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, 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 VII thereof)

copy annexed, adopted on May 3, 2023 by a majority vote of the Board of Directors and on June 14, 2023 by the vote of the stockholders owning or representing ninety and ninety-eight hundredths percent (90.98%) 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 The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 20th day of May, Twenty Twenty-Four.

GERARDO F. DEL ROSARIO
Director
Company Registration and Monitoring Department

RAV/ioo

AMENDED

ARTICLES OF INCORPORATION

OF

RFM CORPORATION

(formerly Republic Flour Mills, Inc.)

(As amended on 14 June 2023)

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 purposes:

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; to process, preserve, can, pack, manufacture, produce, buy, sell at wholesale, import, export and deal in all kinds of food products, such as but not limited to fresh, processed, canned and prepared foods, fruits, vegetables and other agricultural crops and

products of land, including by-products thereof, to acquire, construct, own, lease, charter, establish, maintain and operate canneries, factories, plants, vessels, warehouses and other machineries, equipment, apparatus and appliances as may be required in the conduct of its business. (As amended on 7 September 2018)

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)

Secondary Purposes
(As amended on 7 September 2018)

1. To develop, manage, operate, sell, convey, lease, mortgage, or otherwise deal with all or any part of the real estate property of the corporation; to enter into lease contracts; and to do any and everything necessary or proper, to the extent permitted by law, with the above-described real estate, other real properties, rights and interests, buildings, facilities, establishments and projects, including providing shared services in the areas of logistics, human relations, warehousing, quality control, and maintenance to lessees and other occupants of its real property.

2. To invest in, purchase, or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and 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, association or associations, domestic or foreign, for whatever lawful purpose or purposes the same may have been organized and to pay therefor in money or by exchanging therefor stocks, bonds, or other evidences of indebtedness or securities of this or any other corporation, stocks, bonds, debentures, contracts, or obligations, to receive, collect and dispose of the interest, dividends, and income arising from such property; and to possess and exercise in respect thereof all the rights, powers and privileges of ownership, including all voting powers of any stock so owned, except to act as a stockbroker or dealer in securities.

3. To purchase, acquire, own, lease, sell and convey real properties such as lands, buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporate business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness, or other securities, as may be deemed expedient, for any business or property acquired by the corporation.

4. To borrow or raise money from not more than nineteen (19) persons including its stockholders, necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes, and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lieu upon the properties of the corporation or to issue pursuant to law shares of its capital stock, debentures and other evidences of indebtedness in payment for properties, acquired by the corporation or for money borrowed in the prosecution of its lawful business;

5. To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement of its interest and to sell, dispose of or transfer the business, properties and goodwill of the corporation or any part thereof for such consideration and under such terms as it shall see fit to accept;

6. To aid in any manner any corporation, association, or trust estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise.

7. To enter into any lawful arrangement for sharing profits, union or interest, unitization or farmout agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or government, municipal or public authority, domestic or foreign in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purpose of this corporation;

8. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the corporation;

9. To establish and operate one or more branch offices of agencies and to carry on any of all of its operations and business without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real and personal property, anywhere within the Philippines;

10. To conduct and transact any and all lawful activities, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines and in any and all foreign countries, and to do everything necessary desirable or incidental to the accomplishment of the purposes or the exercise of any one of more of the powers herein enumerated or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.

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 Eight Hundred Twenty Seven Million Six Hundred Forty Seven Thousand Five Hundred Eighty One (Php3,827,647,581.00), Philippine Currency, divided into Three Billion Eight Hundred Twenty Seven Million Six Hundred Forty Seven Thousand Five Hundred Eighty One (3,827,647,581) common shares, with a par value of One Peso (Php1.00) per share. (As amended by the Board of Directors on 3 May 2023 and Stockholders on 14 June 2023)

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.

DIRECTORS' CERTIFICATE OF AMENDMENT OF THE ARTICLES OF INCORPORATION

of

RFM Corporation
SEC Registration No. 12998



KNOW ALL MEN BY THESE PRESENTS

We the undersigned, constituting at least a majority of the members of the Board of Directors, the Chairman, and the Corporate Secretary of RFM CORPORATION (the "Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with office located at RFM Corporate Center, corner Pioneer and Sheridan Sts., Mandaluyong City, do hereby certify that:

I.

The accompanying document, attached as Annex "A", is a true and correct copy of the Amended Articles of Incorporation of the Corporation embodying the amendment to the Seventh Article thereof for the decrease of authorized capital stock of the Corporation from 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, to Three Billion Eight Hundred Twenty-Seven Million Six Hundred Forty-Seven Thousand Five Hundred Eighty-One (Php3,827,647,581.00), Philippine Currency, divided into Three Billion Eight Hundred Twenty-Seven Million Six Hundred Forty-Seven Thousand Five Hundred Eighty-One (3,827,647,581) common shares, with a par value of One Peso (Php1.00) per share.

II.

A special meeting of the Board of Directors was held on May 3, 2023 at the principal office of the Corporation for the purpose of amending the Seventh Article of the Amended Articles of Incorporation of the Corporation. During the aforesaid special meeting, majority of the members of the Board of Directors of the Corporation were present in person or in proxy.

III.

At the special meeting of the Board of Directors which was held on May 3, 2023 and upon motion duly made and seconded, the following resolutions were adopted by the vote of at least majority of the members of the Board of Directors, to wit:

> "RESOLVED, that the Board of Directors of RFM Corporation (the "Corporation") approve, as it hereby approves, the decrease in the authorized capital stock of the Corporation from 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 to Three Billion Eight Hundred Twenty Seven Million Six Hundred Forty Seven Thousand Five Hundred Eighty One (Php3,827,647,581.00), Philippine Currency, divided into Three Billion Eight Hundred Twenty Seven Million Six Hundred Forty Seven Thousand Five Hundred Eighty One (3,827,647,581) common shares, with a par value of One Peso (Php1.00) per share.

RESOLVED, FURTHER, That pursuant to the foregoing, the Seventh Article of the Amended Articles of Incorporation of the Corporation be amended as follows:

SEVENTH: That the capital stock of said corporation is Three Billion Eight Hundred Twenty Seven Million Six Hundred Forty Seven Thousand Five Hundred Eighty One (Php3,827,647,581.00), Philippine Currency, divided into Three Billion Eight Hundred Twenty Seven Million Six Hundred Forty Seven Thousand Five Hundred Eighty One (3,827,647,581) common shares, with a par value of One Peso (Php1.00) per share.

RESOLVED FINALLY, That the officers of the Corporation be authorized to sign, execute and deliver any and all agreements and documents and perform all acts necessary and desirable, for and on behalf of the Corporation, in order to effectuate the foregoing resolution."

IV.

The annual meeting of the stockholders was held on June 14, 2023 at the principal office of the Corporation. During the meeting, the stockholders representing 90.98% of the outstanding capital stock were present either in person or by proxy.

V.

At the above-mentioned annual meeting of the stockholders, the following resolutions were approved by the stockholders owning or representing 90.98% of the issued and outstanding capital stock of the Corporation, to wit:

"RESOLVED, that RFM Corporation (the "Corporation") approve, as it hereby approves, the decrease in the authorized capital stock of the Corporation from 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 to Three Billion Eight Hundred Twenty Seven

Million Six Hundred Forty Seven Thousand Five Hundred Eighty One (Php3,827,647,581.00), Philippine Currency, divided into Three Billion Eight Hundred Twenty Seven Million Six Hundred Forty Seven Thousand Five Hundred Eighty One (3,827,647,581) common shares, with a par value of One Peso (Php1.00) per share.

RESOLVED, FURTHER, That pursuant to the foregoing, the Seventh Article of the Amended Articles of Incorporation of the Corporation be amended to read as follows:

'SEVENTH: That the capital stock of said corporation is THREE BILLION EIGHT HUNDRED TWENTY SEVEN MILLION SIX HUNDRED FORTY SEVEN THOUSAND FIVE HUNDRED EIGHTY ONE PESOS (Php3,827,647,581.00), Philippine Currency, divided into THREE BILLION EIGHT HUNDRED TWENTY SEVEN MILLION SIX HUNDRED FORTY SEVEN THOUSAND FIVE HUNDRED EIGHTY ONE (3,827,647,581) common shares, with a par value of ONE PESO (Php1.00) per share.'

RESOLVED FINALLY, That the officers of the Corporation be authorized to sign, execute and deliver any and all agreements and documents and perform all acts necessary and desirable, for and on behalf of the Corporation, in order to effectuate the foregoing resolution."

VI.

As of date of said stockholders' meeting, the list of stockholders of record of the Corporation and their respective subscribed and paid-up capital stock is hereby attached as Annex "B".

VII.

As of the date of said stockholders' meeting, the Corporation has no bonded indebtedness, and it has not incurred, created or increased any bonded indebtedness thereafter.

VIII.

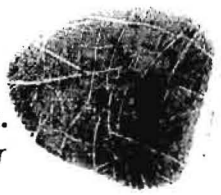
This Certificate is issued for purposes of submission to the Securities and Exchange Commission for approval of the above-stated amendment to the Corporation's Amended Articles of Incorporation and for such other legal purposes it may serve.

[*Signature page follows*]

IN WITNESS WHEREOF, we have hereunto set our hands this 11 SEP 2023 day of August 2023 in MAKATI CITY Philippines.

JOSE MA. A CONCEPCION III
Chairman/President & CEO
TIN: 118-626-873

JOSE S. CONCEPCION, JR.
Chairman Emeritus/Director
TIN: 105-347-995



ERNEST FRITZ D. SERVER
Vice Chairman
TIN: 115-593-009

JOHN MARIE A. CONCEPCION
Managing Director & CEO, Ice Cream
TIN: 118-628-147

MARIA VICTORIA HERMINIA C. YOUNG
SVP & General Manager – Consumer Group
TIN: 165-927-865

JOSE MA. CHRISTIAN O. CONCEPCION IV
Director
TIN: 245-025-333

FRANCISCO A. SEGOVIA
Director
TIN: 101-109-554

BURTON JOSEPH D. SERVER, JR.
Director
TIN: 122-507-842-000

ROMEO L. BERNARDO
Independent Director
TIN: 124-135-081

LILIA R. BAUTISTA
Independent Director
TIN: 120-436-749

FELICISIMO M. NACINO, JR.
Independent Director
TIN: 145-446-195

MITCHIE VANESSA T. MAGOMNANG
Corporate Secretary
TIN: 916-225-448-000

ACKNOWLEDGMENT

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

BEFORE ME, a Notary Public in and for MAKATI CITY this 11 SEP day of 2023 August 2023 personally appeared:

Name	Competent Proof of Identity	Nationality	Date/Place of Issue
Jose Ma. A Concepcion III		Filipino	
Jose S. Concepcion, Jr.		Filipino	
Ernest Fritz D. Server		Filipino	
John Marie A. Concepcion		Filipino	
Maria Victoria Herminia C. Young		Filipino	
Jose Ma. Christian O. Concepcion IV		Filipino	
Francisco A. Segovia		Filipino	
Burton Joseph D. Server, Jr.		Filipino	
Romeo L. Bernardo		Filipino	
Lilia R. Bautista		Filipino	
Felicisimo M. Nacino, Jr.		Filipino	
Mitchie Vanessa Magomnang		Filipino	

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 free and voluntary act and deed.

Doc. No. 50;
Page No. 11;
Book No. I;
Series of 2023.

LEW EARVIN H. MANARIN
Appointment No. M-546
Notary Public for Makati City
Until December 31, 2024
Unit 1002, One Corporate Plaza
845 A. Arnaiz Ave., Legaspi Village,
Makati City 1229
Roll of Attorneys No. 86423
IBP No. 337134/Makati City/05-04-2023
PTR No. 9740233/Makati City/05-10-2023