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. CS201200281

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

MEDICARE PLUS, INC.

(Amending Articles II, VI, VII, and by adding new provision designated as XII thereof)

copy annexed, adopted on November 2, 2022 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 The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, Philippines, this 29th day of October, Twenty Twenty-Five.

GERARDO F. DEL ROSARIO
Officer-in-Charge
S.O. Order No. 843, Series of 2025

MLTC/ldsp

AMENDED ARTICLES OF INCORPORATION

OF

MEDICARE PLUS, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned incorporators, all of legal age, and a majority of whom are residents of the Philippines, have this day voluntarily agreed to form a stock of corporation under the laws of the Republic of the Philippines.

AND WE HEREBY CERTIFY:

FIRST: That the name of said corporation shall be **MEDICARE PLUS, INC.**; hereinafter called the Corporation.

SECOND: That the purpose or purposes for which such corporation is Incorporated are as follows:

PRIMARY PURPOSE

To provide, establish, set up, coordinate or otherwise make available comprehensive and integrated medical and preventive health care services and facilities systems including, but not limited to, maternity case, baby care, pre-employment medical check-up, industrial clinic services, surgical attendance of the sick, afflicted, injured or infirm and such other related services to individuals, groups of individuals, associations, firms and other organizations; to conduct research and studies as to nature, cause, prevention, treatment, and care of diseases and to disseminate information resecting the same; to establish, own, operate, manage, maintain, equip, supply, buy into, join with, or otherwise make arrangements with hospitals, medical centers, rehabilitation centers, sanitariums, clinics pharmacies, drug stores, medical and chemical laboratories, and such other enterprises, which may have similar of analogous undertakings or re dedicated to services in connection therewith; provided, the purely professional, medical or surgical services shall be performed in connection therewith and only by duly qualified physicians or surgeons who may or may not be connected with the connection with the corporation and who shall be freely individually contacted by the patients.

SECONDARY PURPOSE

1. To draw, make, issue, accept and endorse, bills of exchange, promissory notes and other evidence of indebtedness insofar as the exigencies of the business for which the Corporation is organized shall require.

2. To purchase, own, hold, convey, sell, lease, mortgage, encumber, administer and otherwise dal in or with lands, buildings, tenements, and other kinds of real estate in the Philippines or elsewhere.

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

4. To enter into, make, perform and carry out contracts that guarantee the obligations of the Corporation's subsidiaries and its affiliates.

5. To enter into, make, perform and carry out contracts of every kind that maybe necessary or convenient for the continued transaction of the lawful business of the Corporation.

6. To enter into joint venture or mergers, as the Corporation may see fit, with other entities to carry out the lawful business of the Corporation.

7. To guarantee, for and in behalf of the Corporation, obligations of other corporations or entities in which it has lawful interest;

8. To borrow or raise money in such a manner as the Corporation shall deem proper by the issuance of bonds, promissory notes and other evidence of indebtedness and to secure the repayment thereof by mortgage, pledge deed of trust, and charge of lien upon the whole or any par of the properties of the Corporation.

9. To carry a general mercantile and commercial business of importing and exporting, buying, acquiring, holding, selling, or otherwise disposing of and dealing in any goods, wares, merchandise and commodities of all kinds and products, natural or artificial of the Philippines or other countries which are or may become articles of commerce.

10. To acquire, construct, maintain and operate factories for the production of all kinds of products, goods and merchandise, and to undertake and carry all kins of manufacturing enterprises.

11. To maintain and keep storage warehouses for the storage deposit of goods and merchandise of all kinds and description, and conduct all business pertaining thereto, including the making of advances on goods stores, and deposited with it.

12. To do and perform all that may be necessary and proper for the attainment of the above-mentioned purposes, in furtherance of any of the powers above set forth, either

alone or in association with other corporation or individuals; and to every act, incidental or appurtenant to, or connected with the aforesaid business or powers, of any part or parts thereof, and to exercise and enjoy all the powers and authorities and privileges granted and conceded by the laws of the Republic of the Philippines to corporations organized under and in accordance with said laws, and in particular, unto corporations of like nature and kind.

INTERPRETATION: It is understood that the preceding clauses shall be construed and interpreted as both purposes and powers, and the matters be in no wise limited by reference to or inference from the terms of any other clause. Such shall be regarded as independent purposes and powers and shall not be construed to limit or restrict in any manner the meaning in general terms of the general powers of the Corporation, nor shall the expression of one thing be deemed to exclude another not expressed if it be like nature.

THIRD: That the place where the principal office of the Corporation is to be established or located at **34TH Floor, Orient Square Building, F. Ortigas Jr. road, Ortigas Center, Pasig City** *as amended on November 2, 2022*. The Corporation may establish and maintain branch offices or agencies elsewhere in the Philippines or in foreign countries whenever warranted by the exigencies of its business.

FOURTH: That the term for which the said Corporation is to exist shall be 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 the corporation are as follows:

NAME	NATIONALITY	RESIDENCE
ARSENIO M. BARTOLOME III	Filipino	19 BAYANI RD. TAGUIG CITY
AURELIO PAULO R. BARTOLOME	Filipino	19 BAYANI RD. TAGUIG CITY
JOSE AUGUSTO G. PASCUAL	Filipino	8 BILAAN ST., LA VISTA SUBD., QUEZON CITY
DR. ABRAHAM F. PASCUAL	Filipino	8 BILAAN ST., LA VISTA SUBD., QUEZON CITY
JOSE ALBERTO T. ALBA	Filipino	NO. 38 MALIPAJO ST., VALLE VERDE III PASIG CITY

SIXTH: That the number of directors of the corporation shall be **eleven (11)** as amended and the names, nationalities, and residence of the first directors of the corporation who are to serve until their successors are elected and qualified as provided by-laws are as follow: *as amended on Nov. 2, 2022*

NAME	NATIONALITY	RESIDENCE
ARSENIO M. BARTOLOME III	Filipino	19 BAYANI RD. TAGUIG CITY
AURELIO PAULO R. BARTOLOME	Filipino	19 BAYANI RD. TAGUIG CITY
JOSE AUGUSTO G. PASCUAL	Filipino	8 BILAAN ST., LA VISTA SUBD., QUEZON CITY
DR. ABRAHAM F. PASCUAL	Filipino	8 BILAAN ST., LA VISTA SUBD., QUEZON CITY
JOSE ALBERTO T. ALBA	Filipino	NO. 38 MALIPAJO ST., VALLE VERDE III PASIG CITY

SEVENTH: That the authorized capital stock of the corporation is **Two Hundred Million Pesos (PHP 200,000,000,000) divided into Two Hundred Million shares (200,000,000) with par value of One Peso (PHP 1.00) per share;** *as amended on Nov. 2, 2022*

EIGHT: That of the authorized capital stock, at least 25% of the authorized capital stock above stated has been subscribed as follows:

NAME	CITIZENSHIP	NO. OF SHARES	AMOUNT SUBSCRIBED
ARSENIO M. BARTOLOME III	Filipino	1	PHP 1.00
AURELIO PAULO R. BARTOLOME	Filipino	18,749,999	PHP 18,749,999.00
JOSE AUGUSTO G. PASCUAL	Filipino	18,749,999	PHP 18,749,999.00
DR. ABRAHAM F. PASCUAL	Filipino	1	PHP 1.00

JOSE ALBERTO T. ALBA	Filipino	1	PHP 1.00

50,000,000 PHP 50,000,000.00

NINTH: That the above-named subscribers have paid at least 25% of the total subscription as follows:

NAME	AMOUNT PAID
ARSENIO M. BARTOLOME III	PHP 1.00
AURELIO PAULO R. BARTOLOME	PHP 7,499,999.00
JOSE AUGUSTO G. PASCUAL	PHP 7,499,999.00
DR. ABRAHAM F. PASCUAL	PHP 1.00
JOSE ALBERTO T. ALBA	PHP 1.00
PRUDENTIAL HEALTHCARE INC.	PHP 4,999,999.00

PHP 20,000,000.00

TENTH: That AURELIO PAULO R. BARTOLOME 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 and in the name and for the benefit of the corporation, all the subscriptions or contributions or donations paid given by the subscribers.

ELEVENTH: That no transfer of stock or interest which will reduce the ownership of Filipino Citizen to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to e recorded in the proper books of the corporation and this restriction shall be indicated in all the stock certificates issued by the corporation.

TWELFTH: That the incorporators and directors undertake to change the name of the corporation as herein provided, or as amended thereafter, immediately upon receipt of notice or directive from the Securities and Exchange Commission that another corporation, partnership or person has acquired a prior right to the use of that name or that the name has been declared as misleading, deceptive, confusingly similar to a registered name of contrary to public morals, good custom or public policy. *(As amended on November 2, 2022)*

IN WITNESS WHEREOF, We have hereunto signed these Articles of Incorporation, this January 05, 2012 in the City of Makati, Republic of the Philippines.

ARSENIO M. BARTOLOME III (Sgd.)

TIN: 110-179-356-000

AURELO PAULO R. BARTOLOME (Sgd.)

TIN: 160-302-572-000

DR. ABRAHAM F. PASCUAL (Sgd.)

TIN: 111-978-170-000

JOSE AUGUSTO G. PASCUAL (Sgd.)

TIN: 196-871-049

JOSE ALBERTO T. ALBA (Sgd.)

TIN: 108-742-632

SIGNED IN THE PRESENCE OF:

(Sgd.) JEANA A. JAO

(Sgd.) HANZEL C. CORTEZ

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)

Taguig city) S.S.

BEFORE ME, a Notary Public in and for Taguig City, Metro Manila, Philippines, this Jan. 05, 2012, personally appeared

NAME	CTC/ Passport No.	DATE & PLACE ISSUED
ARSENIO M. BARTOLOME III	12816746	JAN. 12, 2011 TAGUIG CITY
AURELIO PAULO R. BARTOLOME	12830833	JAN. 20, 2011 TAGUIG CITY
JOSE AUGUSTO G. PASCUAL	15877979	JULY 12, 2011 QUEZON CITY
DR. ABRAHAM F. PASCUAL	15877978	JAN. 12, 2011QUEZON CTY
JOSE ALBERTO T. ALBA	XX3915629	JULY 7, 2009 MANILA

All known to me and by me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their free and voluntary act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above-written.

DOC. NO.: 72;
PAGE NO. 16;
BOOK NO. 53;
SERIES OF 2012

(SGD)
GAUDENCIO BARBOZA JR.
NOTARY PUBLIC
UNTIL DECEMBER 31, 2012
PTR NO. 2642832/ 1-2-11/ MKT
IBP NO. 842139/1-3-11/RSM
ROLL NO. 41969