



**DOCUMENT VERIFICATION REPORT
 ON THE REQUIREMENTS SUBMITTED BY
 THE PROVISIONAL NEW MAJOR PLAYER**

12 November 2018

In accordance with Section 7.5 of NTC Memorandum Circular (MC) No. 09-09-2018, the requirements submitted by the Provisional New Major Player (NMP) shall be subjected to the Document Verification Phase of the NMP Selection Process.

The Provisional NMP is identified as follows:

Congressional Franchise Holder	1. Mindanao Islamic Telephone Company, Inc. (MISLATEL)
Other Parties to the Bidding Agreement / Committed Investors	2. Udenna Corporation 3. Chelsea Logistics Holdings Corp. 4. China Telecommunications Corporation

DOCUMENTS SUBMITTED FOR VERIFICATION:

I. FIRST SUBMISSION PACKAGE

Document Description	Document Verification	Findings
A. Company Profile/s:	Annex "A"	
A.1 MISLATEL		Verified
A.2.a Udenna Corporation		Verified
A.2.b Chelsea Logistics Holdings Corp.		Verified
A.2.c China Telecommunications Corporation		Verified
B. The Bidding Agreement	Annex "B"	Verified
C. Latest Audited Financial Statements (AFS)	Annex "C"	
C.1 MISLATEL		Verified
C.2.a Udenna Corporation		Verified
C.2.b Chelsea Logistics Holdings Corp.		Verified
C.2.c China Telecommunications Corporation		Verified
C.3 Summary Sheet of the latest Audited Financial Statements		Verified
D. Latest Annual Audited Financial Statements (AAFS) for the last three (3) years	Annex "D"	
D.1 MISLATEL		Verified
D.2.a Udenna Corporation		Verified
D.2.b Chelsea Logistics Holdings Corp.		Verified
D.2.c China Telecommunications Corporation		Verified
E. Certification of Technical Capability	Annex "E"	Verified

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Document Description	Document Verification	Findings
F. A copy of the Congressional Franchise	Annex "F"	Verified
G. NTC Certificate of No Outstanding Liabilities	Annex "G"	Verified
H. SEC issued and certified documents (i.e. Certificate of Incorporation/Registration, Articles of Incorporation, By-Laws, and Latest General Information Sheet or Equivalent Documents)	Annex "H"	
H.1 MISLATEL		Verified
H.2.a Udenna Corporation		Verified
H.2.b Chelsea Logistics Holdings Corp.		Verified
H.3.c China Telecommunications Corporation		Verified
I. Omnibus Sworn Statement (OSS)	Annex "I"	Verified
J. Sworn Undertaking [Sec. 8.3 (i) of ITP]	Annex "J"	Verified
K. Participation Security	Annex "K"	Verified
L. Undertaking in favor of the Philippine Competition Commission	Annex "L"	Verified
M. Two (2) USB Flash Drives	Annex "M"	Verified


II. SECOND SUBMISSION PACKAGE:

Document Description	Document Verification Report	Findings
A. Printout of NMP Selection Documents Form A	Annex "N"	Verified
B. Printout of NMP Selection Documents Form B		
C. Two (2) USB Flash Drives		

SUMMARY OF FINDINGS:

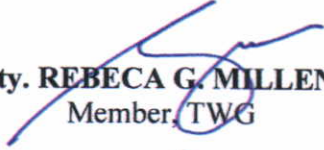
1. The existence and authenticity of all documents in the First and Second Submission Packages were verified, validated and ascertained during the Document Verification Phase.
2. All documents and requirements submitted are confirmed **COMPLETE, VALID** and **DULY EXECUTED** in accordance with NTC MC 09-09-2018, the Instructions to Participants, and Bulletins.

SUBMITTED BY:

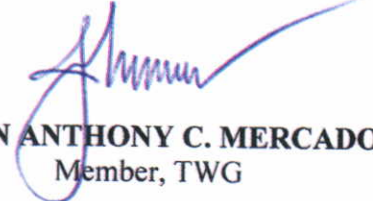

Engr. IMELDA R. WALCIEN, PECE
 Chairperson, TWG


Engr. ROBERTO P. TOLENTINO, PECE
 Vice-Chairperson, TWG

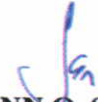




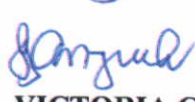
Atty. **REBECA G. MILLENA**
Member, TWG



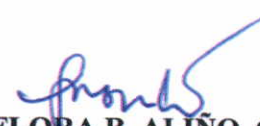
Engr. **GLENN ANTHONY C. MERCADO, PECE**
Member, TWG



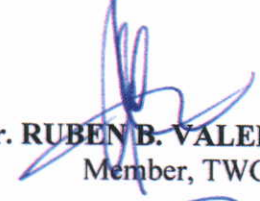
Ms. **JOWEE ANN O. SANTOS, CPA**
Member, TWG



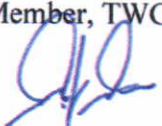
Engr. **MA. VICTORIA G. VALENZUELA, PECE**
Member, TWG



Ms. **FLORA B. ALIÑO, CPA**
Member, TWG




Engr. **RUBEN B. VALEROS, PECE**
Member, TWG




Ms. **DONABELLE H. INANDAN, CPA**
Member, TWG



Engr. **RONALD B. CABUTE, PECE**
Member, TWG




Ms. **MICHELLE DC. GALLEBO, CPA**
Member, TWG



Engr. **VANESSA J. FLAMINIAN, PECE**
Member, TWG



Ms. **JELLY ANN C. CRUZ, CPA**
Member, TWG

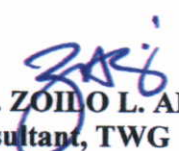


Engr. **WENDELL V. BERNARDO, ECE**
Member, TWG

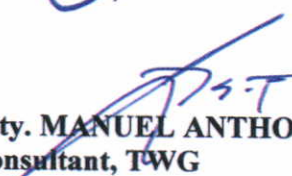
REVIEWED BY:



Atty. **DOUGLAS MICHAEL N. MALLILLIN**
Consultant, TWG



Atty. **ZOILLO L. ANDIN, JR.**
Consultant, TWG



Atty. **MANUEL ANTHONY S. TAN**
Consultant, TWG

Document Verification of: COMPANY PROFILE	ANNEX "A"
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REQUIREMENT	DOCUMENTS SUBMITTED
<p>MC Sec. 6.2</p> <p>Company profile of all the members of the Participant under Section 1.10 (b)</p> <p>- A Congressional Franchise holder covered by a binding Bidding Agreement entered into by committed investors seeking to become part of the NMP.</p>	<p>The following documents were submitted:</p> <ol style="list-style-type: none"> 1. MISLATEL – A brochure containing the basic information on its business and franchise was submitted. 2. UDENNA – A copy of its 2017 Annual Report was submitted. 3. CHELSEA - A copy of its 2017 Annual Report was submitted. 4. CHINA TELECOM – A brochure containing general information about the company. It is provided in the Chinese and English languages.

FINDINGS:

1. The Company Profiles provided a general background of the respective companies.
2. In addition to the individual Company Profiles, the Provisional NMP also submitted a *Profile Summary of the Participant and its Committed Investors* detailing the contact information and a brief overview of the companies involved.
3. These documents need not be notarized.

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Document Verification of: BIDDING AGREEMENT	ANNEX "B"
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REQUIREMENT	DOCUMENT SUBMITTED												
<p>MC Sec. 6.2(b) & ITP Sec. 8.3(b)</p> <p>Original and clear and legible copies of the Bidding Agreement of Participants as defined under MC Section 1.10 (b).</p>	<p>An Original Copy of the Bidding Agreement was submitted.</p> <p>It was signed on 06 November 2018 in Makati City.</p> <p>The Bidding Agreement was executed by the following:</p> <ol style="list-style-type: none"> 1. Udenna Corporation represented by Adel A. Tamano; 2. Chelsea Logistics Holdings Corp., represented by Chryss Alfonsus V. Damuy; 3. China Telecommunications Corporation represented by Wang Qiyu; and 4. Mindanao Islamic Telephone Company, Inc. represented by Nicanor L. Escalante. 												
<p>Minimum Required Provisions of Bidding Agreement pursuant to MC Sec. 1.10 & ITP Sec. 4.1</p> <p>1. The Congressional Franchise holder shall increase its authorized capital stock to the levels required to comply with the terms, conditions, and obligations imposed on the NMP, in the event that it is selected as the NMP;</p>	<p><i>The submitted Bidding Agreement contained the following provisions:</i></p> <p>"1. Description of Financial Investment and Financial Plan</p> <p>a. The investment to be financed consists of equity investment in MISLATEL for the purpose of raising its paid-up capital to enable MISLATEL to comply with the capitalization requirements of an NMP, which is currently set at PESOS: TEN BILLION (Php10,000,000,000.00).</p> <p>For the avoidance of doubt, the obligations of the Parties as provided in this Section would only arise upon the issuance by the NTC En Banc of the Confirmation Order² in favor of MISLATEL as the selected NMP.</p> <p>b. Within the period required in the TOR, MISLATEL shall: (i) cause the increase of its existing capitalization to:</p> <table border="1" style="margin-left: 40px;"> <thead> <tr> <th></th> <th style="text-align: center;">No. of Shares</th> <th style="text-align: center;">Amount (Php)</th> </tr> </thead> <tbody> <tr> <td>Authorized Capital Stock</td> <td style="text-align: center;">10,200,000,000</td> <td style="text-align: center;">Php10,200,000,000</td> </tr> <tr> <td>Subscribed Capital Stock</td> <td style="text-align: center;">10,050,003,000</td> <td style="text-align: center;">Php10,050,003,000</td> </tr> <tr> <td>Paid-Up Capital Stock</td> <td style="text-align: center;">10,032,503,000</td> <td style="text-align: center;">Php10,032,503,000</td> </tr> </tbody> </table> <p>(ii) obtain all required approvals from all relevant government agencies (including, but not limited to, the Securities and Exchange Commission), in order to give full effect to such increase in capitalization; and (iii) ensure strict and full compliance with all the requirements of existing laws and regulations in undertaking to increase its existing capitalization.</p>		No. of Shares	Amount (Php)	Authorized Capital Stock	10,200,000,000	Php10,200,000,000	Subscribed Capital Stock	10,050,003,000	Php10,050,003,000	Paid-Up Capital Stock	10,032,503,000	Php10,032,503,000
	No. of Shares	Amount (Php)											
Authorized Capital Stock	10,200,000,000	Php10,200,000,000											
Subscribed Capital Stock	10,050,003,000	Php10,050,003,000											
Paid-Up Capital Stock	10,032,503,000	Php10,032,503,000											

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2. The details of the number, amount and schedule of payments of parties to the Binding Agreement in the event that the Congressional Franchise holder is selected as the NMP; and

“1. Description of Financial Investment and Financial Plan

-X-X-X-

- c. From MISLATEL’s increase in authorized capital stock, the Parties agree as follows:
 - i. Udenna shall invest the amount of PESOS: THREE BILLION FIVE HUNDRED MILLION (Php3,500,000,000.00), in MISLATEL, by subscribing and paying for in full in Pesos, at the subscription share price of PESOS: THREE BILLION FIVE HUNDRED MILLION (Php3,500,000,000.00) for PESOS: ONE (Php1.00) per share, representing THREE BILLION FIVE HUNDRED MILLION shares (Php3,500,000,000.00)¹ with par value of ONE Peso only (Php1.00) each.
 - ii. Chelsea shall invest the amount of PESOS: TWO BILLION FIVE HUNDRED MILLION (Php2,500,000,000.00), in MISLATEL, by subscribing and paying for in full in Pesos, at the subscription share price of PESOS: TWO BILLION FIVE HUNDRED MILLION (Php2,500,000,000.00) for PESOS: ONE (Php1.00) per share, representing TWO BILLION FIVE HUNDRED MILLION shares (2,500,000,000.00) with par value of ONE Peso only (Php1.00) each.
 - iii. CT shall invest the amount of PESOS: FOUR BILLION (Php4,000,000,000.00), in MISLATEL, by subscribing and paying for in full in Pesos, at the subscription share price of PESOS: FOUR BILLION (Php4,000,000,000.00) for PESOS: ONE (Php1.00) per share, representing FOUR BILLION (4,000,000,000.00) shares with par value of ONE Peso only (Php1.00) each.

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- j. Upon the increase in MISLATEL’s capitalization, the shareholding structure of MISLATEL shall be as follows:

Share-holders	Subscribed		Paid-Up		% Ownership
	No. of Shares	Amount	No. of Shares	Amount	
Udenna	3,500,000,000	Php3,500,000,000.00	3,500,000,000	Php3,500,000,000.00	34.83%
Chelsea	2,500,000,000	Php2,500,000,000.00	2,500,000,000	Php2,500,000,000.00	24.88%
CT	4,000,000,000	Php4,000,000,000.00	4,000,000,000	Php4,000,000,000.00	39.80%
Other Share-holders	50,003,000	Php50,003,000.00	32,503,000	Php32,503,000.00	00.49%

3. The parties of the Bidding Agreement acknowledged and recognized that the Congressional Franchise holder shall be sole entity to be declared as the NMP and the recipient of the CPCN and related permits and licenses and bear the obligations arising thereto.

“4. Undertaking of the Parties

- a. Each Party acknowledges and recognizes that MISLATEL shall be the sole entity to be declared as the NMP and the recipient of the CPCN and related permits and licenses and bear the obligations arising thereto.”

¹ Typographical error. It should not be in Php.

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FINDINGS:

1. The Bidding Agreement dated 06 November 2018 contained the minimum required provisions in accordance with Section 1.10(b) of MC 09-09-2018.
2. The Bidding Agreement dated 06 November was executed by duly authorized representatives of the parties in the Bidding Agreement.
3. The Bidding Agreement dated 06 November 2018 was notarized by Atty. Roxanne Viel C. Santos on same date in Makati City as entered in her Notarial Book (Doc. No. 373, Page No. 076, Book No. II, Series of 2018).
4. To confirm due execution of the Bidding Agreement dated 06 November 2018, the following documents were obtained:
 - a. A Letter dated 10 November 2018 by Atty. Roxanne Viel C. Santos confirming that the Bidding Agreement dated 06 November 2018 was sworn before her (**Appendix 1**);
 - b. A photocopy of the Notarial Book Entry (**Appendix 2**); and
 - c. A Letter dated 12 November 2018 by Ms. Feliciano C. Servidad, Records Officer II, OIC- Notarial Section, RTC Makati Office of the Clerk of Court, confirming Atty. Santos' Notarial Commission (**Appendix 3**).

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**Document Verification of:
LATEST AUDITED FINANCIAL STATEMENTS**

ANNEX "C"

REQUIREMENTS:

Requirements under Section 8.3 (g) of the ITP – Clear and legible copies of the latest audited financial statements for 2018;

1. The latest audited financial statements showing that the Participant under Sec. 4.1(a) of this ITP has a paid capital of at least ₱10 B. The financial statements must be duly certified as true copies by the SEC;
2. Philippine-registered parties to the Bidding Agreement under Sec. 4.1(b) of this ITP must submit the financial statements duly certified as true copies by the SEC. For the foreign investors, they shall submit equivalent documents, duly certified as true copies by the appropriate governmental regulator equivalent to the SEC; and
3. For Participants as defined under Sec. 4.1(b) of this ITP, the latest audited financial statements of the parties to the Bidding Agreement must show an aggregate paid capital of at least ₱10 B. The Participant shall also provide a summary sheet which summary shall be validated during the detailed evaluation phase of the selection process.

Requirement	Parties To The Bidding Agreement			
	Mindanao Islamic Telephone Company, Inc.	Udena Corporation	Chelsea Logistics Holdings Corp.	China Telecommunications Corporation
Latest Audited Financial Statements	Audited Annual Financial Comparative Statements for 31 December 2017 and 2016	Audited Annual Financial Comparative Statements for 31 December 2017 and 2016	Audited Annual Financial Comparative Statements for 31 December 2017 and 2016	Audit Report (Consolidated) 31 December 2017
No. Pages	17 pages	142 pages	50 pages	173 pages (English)
Certified True Copy by	SEC	SEC	SEC	Notarial Certificate by Notary: Wu Jun
Summary Sheet of the Latest Audited Financial Statement	The paid capital as of financial year 2017	The paid capital as of financial year 2017	The paid capital as of financial year 2017	The paid capital as of financial year 2017
Paid Capital (at par) (in Philippine Pesos)	32,503,000.00	2,000,000,000.00	1,821,977,615.00	1,657,001,670,000.00
Additional Paid Capital (premium)/ Capital Reserve (in Philippine Pesos)	0.00	0.00	9,998,370,157.00	377,131,185,272.59
Treasury Shares	0.00	0.00	0.00	0.00
Total Paid Capital (in Philippine Pesos)	32,503,000.00	2,000,000,000.00	11,820,347,772.00	2,034,132,855,272.59

Aggregate	Paid Capital (at par) (in Philippine Pesos)	Additional Paid Capital (premium)/ Capital Reserve (in Philippine Pesos)	Treasury Shares	Total Paid Capital (in Philippine Pesos)
	1,660,823,647,615.00	387,129,555,429.59	0.00	2,047,985,706,044.59

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FINDINGS:

1. Mr. Daniel P. Gabuyo, Assistant Director of the Corporate Filing and Records Division of the Securities and Exchange Commission (SEC) issued a Certification dated 09 November 2018 (*copy hereto attached as Appendix 4*) certifying that the documents pertaining to the following corporations are authentic reproductions of the official records on file:

<u>Corporations</u>	<u>Documents</u>
Mindanao Islamic Telephone Company, Inc.	Audited Financial Statements for 2017, 2016 and 2015
Chelsea Logistic Holdings Corp.	Audited Financial Statements for 2017 and 2016
Udenna Corporation	2017, 2016 and 2015 Audited Financial Statements

2. “In China, in the ordinary course of business, the Audited Financial Statements (“AFS”) of unlisted corporations such as China Telecommunications Corporation, are not required to be submitted to the State Administration for Market Regulation or its local agencies, the Chinese government equivalent to the Philippine SEC, which performs equivalent functions. Instead, the AFS shall be submitted to the State Administration of Taxation or its local agencies, the Chinese government equivalent to the Philippine Bureau of Internal Revenue (“BIR”), which performs equivalent functions. However, the State Administration of Taxation or its local agencies, the Chinese government equivalent to the Philippine BIR which performs equivalent functions, does not certify as true copies of the AFS which is submitted to it.” (*refer to Item 5 of the duly signed and sealed Certification from the Ambassador of the Embassy of the People’s Republic of China in the Philippines, JIANHUA ZHAO dated 25 October 2018*) –
 - Mr. Jin Yuan, the Counsellor of the Chinese Embassy, noted on a photocopy of the Certification issued by H.E. Ambassador Jianhua Zhao, that: “*This is a true document issued by Chinese embassy.*” (**Appendix 5**)
3. “In China, the legitimate, valid manner for certifying copies of documents as certified true copy, as it is understood to be required in the Philippines, is by a notarization by qualified notary public in China that a copy is a certified true copy.” (*refer to Item 6 of the duly signed and sealed Certification from the Ambassador of the Embassy of the People’s Republic of China in the Philippines, JIANHUA ZHAO dated 25 October 2018*)
 - Mr. Jin Yuan, the Counsellor of the Chinese Embassy, noted on a photocopy of the Certification issued by H.E. Ambassador Jianhua Zhao, that: “*This is a true document issued by Chinese embassy.*” (**Appendix 5**)
4. Clarificatory Bulletin No. 2 dated 16 October 2018 in response of Query No. 14 recognizes and allows the Certifications issued by H.E. JIANHUA ZHAO, Ambassador of the Embassy of the People’s Republic of China in the Philippines, as equivalent documents.

Document Verification of:**ANNUAL AUDITED FINANCIAL STATEMENTS****ANNEX "D"****REQUIREMENTS:**

Requirement under MC Sec. 6.2(g) & ITP Sec. 8.3(g) - Annual Audited Financial Statements (AAFS) for the last three (3) years, ex. 2015, 2016, and 2017, duly certified true copies by the SEC. (-x-x-x-)

Party to the Bidding Agreement: Mindanao Islamic Telephone Company, Inc.

Documents Submitted	Annual Audited Financial Statements For The Last Three Years		
	31 December 2017 and 2016	31 December 2016 and 2015	31 December 2015 and 2014
Comparative For the Years ended	31 December 2017 and 2016	31 December 2016 and 2015	31 December 2015 and 2014
Number of Pages	17 pages	14 pages	16 pages
Certified True Copy by	SEC	SEC	SEC
Document consists of:			
Securities and Exchange Commission Barcode page	included	included	included
Cover sheet for Audited Financial Statements	included	included	included
Statement of Management's Responsibility for Financial Statements	included	included	included
Independent Auditor's Report	included	included	included
Statement of Financial Position	included	included	included
Statement of Comprehensive Income	included	included	included
Statement of Changes in Equity	included	included	included
Statement of Cash Flows	included	included	included
Notes to Financial Statements	included	included	included
Paid Capital (at par)	32,503,000.00	21,253,000.00	21,253,000.00

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Party to the Bidding Agreement: Udenna Corporation

Documents Submitted	Annual Audited Financial Statements For The Last Three Years			
	Comparative For the Years ended	31 December 2017 and 2016	31 December 2016 and 2015	31 December 2015 and 2014
Number of Pages	142 pages	132 pages	121 pages	
Certified True Copy by	SEC	SEC	SEC	
Document consists of:				
Securities and Exchange Commission Barcode page	included	included	included	
Cover sheet for Audited Financial Statements	included	included	included	
Statement of Management's Responsibility for Financial Statements	included	included	included	
Independent Auditor's Report	included	included	included	
Statement of Financial Position	included	included	included	
Statement of Comprehensive Income	included	included	included	
Statement of Changes in Equity	included	included	included	
Statement of Cash Flows	included	included	included	
Notes to Financial Statements	included	included	included	
Paid Capital (at par)	2,000,000,000.00	600,000,000.00	600,000,000.00	

Party to the Bidding Agreement: Chelsea Logistics Holdings Corp.

Documents Submitted	Annual Audited Financial Statements For The Last Three Years			
	Comparative For the Years ended	31 December 2017 and 2016	26 August 2016 to 31 December 2016 only	The Corporate Secretary of Chelsea Logistics Holdings Corp. ("the Company"), Ma. Henedina V. San Juan, certified that the Company has no AAFS for the year 2015 given that the Company was incorporated only on 26 August 2018.
Number of Pages	50 pages	36 pages		Certification is duly notarized.
Certified True Copy by	SEC	SEC		
Document consists of:				
Securities and Exchange Commission Barcode page	included	included		
Cover sheet for Audited Financial Statements	included	included		
Statement of Management's Responsibility for Financial Statements	included	included		
Independent Auditor's Report	included	included		
Statement of Financial Position	included	included		
Statement of Comprehensive Income	included	included		
Statement of Changes in Equity	included	included		
Statement of Cash Flows	included	included		
Notes to Financial Statements	included	included		
Paid Capital (at par)	1,821,977,615.00	500,000,000.00		
Additional Paid Capital (premium)/Capital Reserve	9,998,370,157.00	---		
Total Paid Capital	11,820,347,772.00	500,000,000.00		

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Party to the Bidding Agreement: China Telecommunications Corporation

Documents Submitted	Annual Audited Financial Statements For The Last Three Years		
	31 December 2017	31 December 2016	31 December 2015
Audit Report (Consolidated)			
Number of Pages	173 pages (English)		
Notarial Certificate by	Notary: Wu Jun On 25 October 2018	Notary: Wu Jun On 25 October 2018	Notary: Wu Jun On 25 October 2018
Documents consists of:			
I. Audit Report	included	included	included
II. Audited Financial Statement	included	included	included
1. Consolidated Balance Sheet	included	included	included
2. Consolidated Income Statement	included	included	included
3. Consolidated Cash Flow Statement	included	included	included
4. Consolidated Statement of Changes in Owner's Equity	included	included	included
5. Consolidated Statement of Provision for Impairment of Asset	included	included	included
6. Balance Sheet	included	included	included
7. Income Statement	included	included	included
8. Cash Flow Statement	included	included	included
9. Statement of Changes in Owner's Equity	included	included	included
10. Statement of Provision for Impairment of Assets	included	included	included
11. Notes to Financial Statements	included	included	included
Paid Capital (at par)	Php1,657,001,670,000.00 ¹	CNY221,728,486,371.08 ³	CNY221,728,486,371.08 ³
Additional Paid Capital (premium)/Capital Reserve	Php377,131,185,272.59 ²	CNY39,716,474,844.54 ⁴	CNY45,102,394,241.73 ⁴
Total Paid Capital	Php2,034,132,855,272.59	CNY261,444,961,215.62	CNY266,830,880,612.81

Notes:

¹ Read as CNY 213,100,000,000 and converted to Philippine Peso.

² Read as CNY 48,501,252,012.37 and converted to Philippine Peso.

³ Paid Capital for the years 2015 and 2016 were presented in Yuan.

⁴ Additional Paid Capital for the years 2015 and 2016 were presented in Yuan.

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FINDINGS:

1. Mr. Daniel P. Gabuyo, Assistant Director of the Corporate Filing and Records Division of the Securities and Exchange Commission, issued a Certification dated 09 November 2018 (*copy hereto attached as Appendix 5*) certifying that the documents pertaining to the following corporations are authentic reproductions of the official records on file:

<u>Corporations</u>	<u>Documents</u>
Mindanao Islamic Telephone Company, Inc.	Audited Financial Statements for 2017, 2016 and 2015
Chelsea Logistics Holdings Corp.	Audited Financial Statements for 2017 and 2016
UDENNA Corporation	2017, 2016 and 2015 Audited Financial Statements

2. "In China, in the ordinary course of business, the Audited Financial Statements ("AFS") of unlisted corporations such as China Telecommunications Corporation, are not required to be submitted to the State Administration for Market Regulation or its local agencies, the Chinese government equivalent to the Philippine SEC, which performs equivalent functions. Instead, the AFS shall be submitted to the State Administration of Taxation or its local agencies, the Chinese government equivalent to the Philippine Bureau of Internal Revenue ("BIR"), which performs equivalent functions. However, the State Administration of Taxation or its local agencies, the Chinese government equivalent to the Philippine BIR which performs equivalent functions, does not certify as true copies of the AFS which is submitted to it." (*refer to Item 5 of the duly signed and sealed Certification from the Ambassador of the Embassy of the People's Republic of China in the Philippines, JIANHUA ZHAO dated 25 October 2018*)
 - Mr. Jin Yuan, the Counsellor of the Chinese Embassy, noted on a photocopy of the Certification issued by H.E. Ambassador Jianhua Zhao, that: "This is a true document issued by Chinese embassy." (**Appendix 4**)
3. "In China, the legitimate, valid manner for certifying copies of documents as certified true copy, as it is understood to be required in the Philippines, is by a notarization by qualified notary public in China that a copy is a certified true copy." (*refer to Item 6 of the duly signed and sealed Certification from the Ambassador of the Embassy of the People's Republic of China in the Philippines, JIANHUA ZHAO dated 25 October 2018*).
 - Mr. Jin Yuan, the Counsellor of the Chinese Embassy, noted on a photocopy of the Certification issued by H.E. Ambassador Jianhua Zhao, that: "This is a true document issued by Chinese embassy." (**Appendix 4**)
5. Clarificatory Bulletin No. 2 dated 16 October 2018 in response of Query No. 14 recognizes and allows the Certifications issued by H.E. JIANHUA ZHAO, Ambassador of the Embassy of the People's Republic of China in the Philippines, as equivalent documents.

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Document Verification of: CERTIFICATION OF TECHNICAL CAPABILITY	ANNEX "E"
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REQUIREMENT	DOCUMENT SUBMITTED
<p>MC Sec. 6.2(c) & ITP Sec. 8.3(c)</p> <ul style="list-style-type: none"> - Certification of technical capability from the respective official telecommunications regulatory agency of any of the countries where the Participant's committed investors are operating as required in Sec. 2.3 - The Participant under Sec. 1.10(a) or one of its members under Sec. 1.10(b) shall have experience in the provisioning, delivery and operations of telecommunications services for the last ten (10) years on a national scale. The Participant and/or its members shall submit a certification to this effect from the official telecommunications agency of any of the countries where the Participant or any of its members operate. <p>The term "national scale" shall refer to the provisioning, delivery and operation of telecommunications services for a country, or particular regions thereof, as geographically designated by the telecommunications authority of that country.</p>	<p>The Ministry of Industry and Information Technology of the People's Republic of China issued a Certification dated 27 October 2018 to CHINA TELECOMMUNICATIONS CORPORATION for <i>"continuously providing, delivering and operating telecommunications services in the People's Republic of China for the last ten (10) years on a national scale."</i></p>

FINDINGS:

1. The Ministry of Industry and Information Technology (MIIT) of the People's Republic of China was established in 2008 as a department under the State Council responsible for the administration of China's industrial branches and information industry. (http://english.gov.cn/state_council/2014/08/23/content_281474983035940.htm)
2. The Embassy of the People's Republic of China in the Philippines certified that: "the MIIT has jurisdiction over the Chinese Telecommunications industry and China Telecom." A copy is attached herein as **Annex E-1**.

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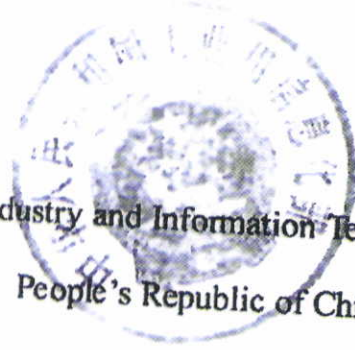
中华人民共和国工业和信息化部

CERTIFICATION

This is to certify that China Telecommunications Corporation, a corporation organized and incorporated in People's Republic of China, with registered address at No.31 Jinrong street, Xicheng District, Beijing, People's Republic of China, has been continuously providing, delivering, and operating telecommunications services in the People's Republic of China for the last ten(10)years on a national scale.

Issued on 27 Oct.2018

At Beijing China



Ministry of Industry and Information Technology of the People's Republic of China

To: National Telecommunication Commission

We certify that MIIT has jurisdiction over Chinese Telecommunications industry and China Telecom.



Embassy of the People's Republic of China in the Republic of Philippines

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Document Verification of: CONGRESSIONAL FRANCHISE	ANNEX "F"
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REQUIREMENT	DOCUMENT SUBMITTED
<p>Requirement under Sec. 6.2 (d) of M.C. No. 09-09-2018</p> <ul style="list-style-type: none"> - For the Participant Congressional Franchise Holder, clear and legible copy of the Congressional Franchise 	<p>The submitted copy of the Congressional Franchise, Republic Act No. 8627 (<i>An Act Granting the Mindanao Islamic Telephone Company, Inc., a Franchise to Construct, Establish, Install, Maintain and Operate Wire and/or Wireless Telecommunications Systems in the Philippines</i>), is certified as true copy by Ms. Divina N. Sawit-Medina, Executive Director, Archives and Museum Management Bureau, Legislative Information Resources Management Department, House of Representatives</p>

FINDINGS:

1. RA 8627 grants to Mindanao Islamic Telephone Company, Inc. (MISLATEL) a telecommunications franchise for a period of twenty-five (25) years from the date of its effectivity.
2. Based on a copy obtained from the official website of the House of Representatives², it was found out that RA 8627 lapsed into law on 19 April 1998 without the signature of the President of the Philippines in accordance with Article VI, Section 27 (1) of the Constitution.
3. Director Divina S. Medina issued a Certification of Authenticity dated 12 November 2018 certifying the authenticity of her signature appearing on the submitted copy of Republic Act No. 8627. A copy is attached herein as **Annex F-1**.

² http://www.congress.gov.ph/legisdocs/ra_10/RA08627.pdf

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ANNEX F-1

Republic of the Philippines
House of Representatives
Quezon City, Metro Manila

Divina S. Medina
Executive Director
Archives and Museum Mgt. Bureau

CERTIFICATION OF AUTHENTICITY

This is to certify that the signature in certifying the copy of Republic Act No. 8627 is authentic and was signed by me on October 29, 2018.

12 November 2018

8 1/2 p from a J de yu m... [unclear]

MDI [unclear]

Document Verification of: CERTIFICATE OF NO OUTSTANDING LIABILITIES	ANNEX "G"
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REQUIREMENT	DOCUMENT SUBMITTED
<p>Requirement under Sec. 6.2 (e) of M.C. No. 09-09-2018</p> <ul style="list-style-type: none"> - For the Participant Congressional Franchise Holder, original and clear and legible copies of a Certificate of No Outstanding Liabilities as issued, and copies duly certified as true copies, by the NTC Regulation Branch. 	<p>The submitted document is an Original copy of Certificate of No Outstanding Liabilities [<i>As defined in Section 1.11 and required under Section 6.2(e) of NTC Memorandum Circular No. 09-09-2018</i>] issued to MISLATEL on 18 October 2018 by the Regulation Branch of the National Telecommunications Commission, with stamp of certification payment under OR No. 1317157 dated 19 October 2018 in the amount of ₱150.00.</p>

FINDINGS:

1. The Certificate was validated with the Cashier Section of NTC – Central Office that the same was stamped paid by Ms. Jocelyn P. Manuel, Administrative Officer I. Ms. Manuel presented the duplicate copy of the Official Receipt issued to Mindanao Islamic Telephone Company, Inc. (MISLATEL).
2. A duplicate copy of OR No. 1317157 dated 19 October 2018 is attached herein as **Annex G-1**.

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ANNEX G-1

5



REPUBLIC OF THE PHILIPPINES
NATIONAL TELECOMMUNICATIONS COMMISSION
NTC Building, 808 Road, East Triangle, Diliman, Quezon City
Email: ntc@ntc.gov.ph website: www.ntc.gov.ph

CERTIFICATE OF NO OUTSTANDING LIABILITIES
(As defined in Section 1.11 and required under Section 4.2(a) of NTC Memorandum Circular No. 09-09-2018)

THIS CERTIFIES THAT, **MINDANAO ISLAMIC TELEPHONE COMPANY, INC.**, with office at Unit 1402, 10th Fl., 139 Corporate Center, 139 Valero St., Makati City, has no unmet obligations to the NTC as of 01 October 2018, i.e., Depreciation and Regulation Fees (DRF), Spectrum User Fees (SUF), including penalties, surcharges and interests.

ISSUED this 10th of October 2018 upon the request of **MINDANAO ISLAMIC TELEPHONE COMPANY, INC.**

For DRF
[Signature]
MARLE J. RABENAGA, Jr.
Chief,
Services and Interconnection Division

For SUF
[Signature]
MA. VICTORIA G. VALENZUELA
Officer-in-Charge,
Networks and Facilities Division
9/27

[Signature]
EMILDA K. WALCIEN
Acting Director II,
Regulation Branch

OR NO. 1877/187
DATE 20/10/2018
AMOUNT P. 100,000.00
ACCEPTED: *[Signature]*
Administrative Officer

OFFICIAL RECEIPT
REPUBLIC OF THE PHILIPPINES
NATIONAL TELECOMMUNICATIONS COMMISSION
DUPLICATE NO. 1317157A
ISSUED
PAYER: **MINDANAO ISLAMIC TELEPHONE COMPANY, INC.**
BENEFICIARY OF PAYMENT:
AMOUNT:
REMARKS:
DATE: 20/10/2018
OFFICIAL RECEIPT

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Document Verification of: SEC ISSUED AND CERTIFIED DOCUMENTS	ANNEX "H"
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REQUIREMENT:

Requirement under MC Sec. 6.2(f) & ITP Sec.8.3(f) - Clear and legible copies of Securities and Exchange Commission (SEC) Certificate of Incorporation or Registration, Articles of Incorporation and By Laws, and the latest General Information Sheet (GIS), duly certified true copies by the SEC. For foreign investors who are parties to the Bidding Agreement under Sec. 1.10(b), they shall submit equivalent documents, duly certified as true copies by the appropriate governmental equivalent of the Philippine SEC.

Party to the Bidding Agreement: Mindanao Islamic Telephone Company, Inc. (MISLATEL)

DOCUMENTS SUBMITTED	
<ul style="list-style-type: none"> - Certificate of Incorporation - Articles of Incorporation - By Laws 	<p>SEC Reg. No.: A199718540</p> <p>Certificate of Incorporation, Articles of Incorporation, and By-Laws of MINDANAO ISLAMIC TELEPHONE COMPANY, INC. (Issued On: 25 September 1997; 21 pages)</p> <p>Primary Purpose: "To establish, maintain and operate commercial telephone and telecommunications systems xxx."</p> <p><u>Amendments:</u></p> <p>Certificate of Filing of Amended Articles of Incorporation of MINDANAO ISLAMIC TELEPHONE COMPANY, INC. (Amending Article III and VII thereof. Dated 22 July 2015; 11 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of MINDANAO ISLAMIC TELEPHONE COMPANY, INC. (Amending Article III thereof. Dated 19 January 2018; 10 pages)</p>
<ul style="list-style-type: none"> - General Information Sheet (GIS) 	<p>Latest General Information Sheet with SEC Barcode page: 9 pages</p> <p>Date of GIS: 17 October 2018</p> <p>Corporate Name: MINDANAO ISLAMIC TELEPHONE COMPANY, INC.</p> <p>Company Type: Stock Corporation</p> <p>Date Registered: 25 September 1997</p> <p>Total Paid-Up Capital: Php32,503,000.00</p> <p>Subsidiary/Affiliate: none</p>



 Page 17
 MDI 



Party to the Bidding Agreement: Udenna Corporation

DOCUMENTS SUBMITTED	
<ul style="list-style-type: none"> - Certificate of Incorporation - Articles of Incorporation - By Laws 	<p>SEC Reg. No.: D20020030</p> <p>Certificate of Incorporation, Articles of Incorporation, and By-Laws of UDENNA HOLDINGS CORPORATION. (Issued on 19 March 2002; 18 pages)</p> <p><u>Amendments:</u></p> <p>Certificate of Filing of Amended Articles of Incorporation of UDENNA HOLDINGS CORPORATION (Amending Article II by adding a secondary purpose thereof. Dated 23 September 2002; 10 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of UDENNA HOLDINGS CORPORATION (Amending paragraph (b) of Article II thereof. Dated 10 February 2003; 9 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of UDENNA CORPORATION formerly: Udenna Holdings Corporation (Amending Articles I, III and thereof. Dated 8 July 2004; 7 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of PHILSUMMIT CORPORATION formerly: Udenna Corporation (Amending Articles I thereof. Dated 29 May 2007; 8 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of UDENNA CORPORATION formerly: Philsummit Corporation (Amending Articles I thereof. Dated 10 August 2007; 8 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of UDENNA CORPORATION (Amending Art. VII by increasing the authorized capital stock thereof. Dated August 2007; 7 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of UDENNA CORPORATION (Amending Article II by modifying the primary purpose thereof. Dated 14 April 2014; 8 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of UDENNA CORPORATION (Amending Article III thereof. Dated 19 May 2014; 9 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of UDENNA CORPORATION (Amending Article II Primary Purpose thereof. Dated 24 January 2017; 9 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of <u>UDENNA CORPORATION</u> (Amending Article VI thereof. Dated 14 September 2017; 9 pages)</p>
<ul style="list-style-type: none"> - General Information Sheet (GIS) 	<p>Latest General Information Sheet with SEC Barcode page: 10 pages</p> <p>Date of GIS : 24 April 2018</p> <p>Corporate Name: UDENNA CORPORATION</p> <p>Company Type: Stock Corporation</p> <p>Date Registered: 19 March 2002</p> <p>Total Paid-Up Capital: Php2,000,000,000.00</p> <p>Subsidiary/Affiliate: Udenna Management & Resources Corp. Udenna Water Integrated Services, Inc. Phoenix Petroleum Holdings, Inc. Chelsea Logistics Holdings Corp. PH Travel and Leisure Holdings Corp.</p>


 Page 18
 MDI 



	Udenna Development (UDEVCO) Corporation Udenna Infrastructure Corp. Udenna Trade Corporation Le Penseur, Inc.
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Party to the Bidding Agreement: Chelsea Logistics Holdings Corp.

DOCUMENTS SUBMITTED	
<ul style="list-style-type: none"> - Certificate of Incorporation - Articles of Incorporation - By Laws 	<p>SEC Reg. No.: CS201619734</p> <p>Certificate of Incorporation, Articles of Incorporation, and By-Laws of CHELSEA SHIPPING GROUP CORP. (Issued on 26 August 2016; 21 pages)</p> <p><u>Amendments:</u></p> <p>Certificate of Filing of Amended Articles of Incorporation of CHELSEA LOGISTICS CORP. formerly: Chelsea Shipping Group Corp. (Amending Article I & VI thereof. Dated 21 December 2016; 12 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of CHELSEA LOGISTICS HOLDINGS CORP. formerly: Chelsea Logistics Corp. (Amending Article I & II Primary and Secondary Purposes thereof. Dated 27 June 2017; 16 pages)</p> <p>Certificate of Filing of Amended By-Laws of CHELSEA LOGISTICS HOLDINGS CORP. formerly: Chelsea Logistics Corp. (Dated 27 June 2017; 28 pages)</p> <p>Certificate of Filing of Amended Articles of Incorporation of <u>CHELSEA LOGISTICS HOLDINGS CORP.</u> (Amending Articles II Primary Purposes & VII Reclassification of P10,000,000.00 Common Shares to Non-voting, Non-Convertible Redeemable Preferred Shares thereof. Dated 18 June 2018; 16 pages)</p>
<ul style="list-style-type: none"> - General Information Sheet (GIS) 	<p>Latest General Information Sheet with SEC Barcode page: 10 pages</p> <p>Date of GIS : 27 June 2018</p> <p>Corporate Name: CHELSEA LOGISTICS HOLDINGS CORP</p> <p>Company Type: Stock Corporation</p> <p>Date Registered: 26 August 2016</p> <p>Total Paid-Up Capital: Php1,821,977,615.00</p> <p>Parent Company : Udenna Corporation</p> <p>Subsidiary/Affiliate: Chelsea Shipping Corp. Trans-Asia Shipping Lines, Inc. Starlite Ferries, Inc. Worklink Services, Inc. Udenna Investments BV Phoenix Petroleum Holdings, Inc. Udenna Management & Resources Corp. Philippine H2O Ventures Corp. Udenna Development (UDEVCO) Corporation Denna Infrastructure Corp. Le Pensur Inc. PH Travel and Leisure Holdings Corp.</p>

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Party to the Bidding Agreement: China Telecommunications Corporation

DOCUMENTS SUBMITTED	
<p>Certification</p>	<p>Duly signed and sealed <i>Certification</i> from the Ambassador of the embassy of the People's Republic of China ("China") in the Philippines, JIANHUA ZHAO dated 25 October 2018.</p>
<p>Documents consists of:</p>	
<ul style="list-style-type: none"> - Business License (equivalent document for Certificate of Incorporation/Registration) - Articles of Association (equivalent document for the Articles of Incorporation) - No equivalent statutory document for By-Laws and General Information Sheet 	<p>BUSINESS LICENCE with the following information, among others: Unified Social Credit Code: 91110000100017707H Name of Company: China Telecommunications Corporation Type of Company: Limited liability company Registered Capital: CNY 213,100,000,000.00 Date of Incorporation : 27 April 1995 Business Scope: Basic telecommunication services; value-added telecommunications services, etc.</p> <p>Note: One (1) page Business Licence in Chinese and one (1) page English translation with enclosed Notarial Certificate in Chinese with English translation</p> <p>ARTICLES OF ASSOCIATION for China Telecommunications Corporation</p> <p>Note: 26-page document in Chinese and 23-page document in English; with enclosed Notarial Certificate in Chinese with English translation</p> <p>In China, the Business Licence and Articles of Association are submitted to the State Administration for Market Regulation (SAMR) or its local agencies, which performs, among other functions, the function of companies' registration and market regulation, which are equivalent to the functions of Philippines Securities and Exchange Commission. However, unlike the Philippine SEC or its local agencies does not certify as true copies of the Business Licence or the Articles of Association which is submitted to it. (<i>refer to Item 4 of the Certification</i>)</p> <p>In China, the legitimate, valid manner for certifying copies of documents as certified true copy, as it is understood to be required in the Philippines, is by a notarization by qualified notary public in China that a copy is a certified true copy. (<i>refer to Item 6 of the Certification</i>)</p>

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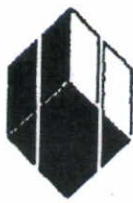
FINDINGS:

1. Mr. Daniel P. Gabuyo, Assistant Director of the Corporate Filing and Records Division of the Securities and Exchange Commission issued a Certification dated 09 November 2018 (*copy hereto attached as Annex H-1*) certifying that the documents pertaining to the **Mindanao Islamic Telephone Company, Inc., Udenna Corporation, and Chelsea Logistic Holdings Corp.** are authentic reproductions of the official records on their file.
2. For **China Telecommunications Corporation**, all submitted documents are with Notarial Certificates issued by the Notary Public.
3. For further information, SEC provided copies of the following documents submitted by **Udenna Corporation** regarding its increase in Capital Stock:
 - a. **SEC Certificate of Approval of Increase of Capital Stock dated 31 March 2017** – Capital Stock increased from P600,000,000.00 divided into 600,000,000 shares of the par value of P1.00 to P2,000,000,000.00 divided into 2,000,000,000 shares of the par value of P1.00 (**Annex H-2**)
 - b. **SEC Certificate of Filing of Amended Articles of Incorporation dated 14 September 2017** – Amending Article VI.

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ANNEX H-1



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City of Pasay, Metro Manila
Securities and Exchange Commission
PHILIPPINES
COMPANY REG. NO. D200200330

CERTIFICATE OF APPROVAL OF INCREASE OF CAPITAL STOCK

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the increase of capital stock of the

UDENNA CORPORATION

from P600,000,000.00 divided into 600,000,000 shares of the par value of P1.00 each, to P2,000,000,000.00 divided into 2,000,000,000 shares of the par value of P1.00 each, approved 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 at a meeting held on July 18, 2016 certified to by the Chairman and the Secretary of the stockholders meeting and a majority of the Board of Directors of the corporation, was approved by the Commission on the date indicated hereunder in accordance with the provision of Section 38 of the Corporation Code of the Philippines (Batas Pambansa Blg. 68), approved on May 1, 1980. A copy of the Certificate of Increase of Capital Stock filed with the Commission is attached hereto.

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 31st day of March, Twenty Seventeen.


FERDINAND B. SALES
Director
Company Registration and Monitoring Department

RWmcf

Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

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39713 0093



Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES & EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, 1554



Securities and
Exchange
Commission

9

PAYMENT ASSESSMENT FORM

No. 03272017-785395 INES

DATE 03/27/2017	RESPONSIBILITY CENTER (DEPARTMENT) CRMD
PAYOR: UDENNA CORP DAVAO	

NATURE OF COLLECTION	ACCOUNT CODE	AMOUNT
LRF (A0823)	131	28,010.00
INCREASE/DECREASE CAPITAL STOCK	606	2,800,000.00
AMENDED ARTICLES	606	1,000.00

TOTAL AMOUNT TO BE PAID Php 2,829,010.00

Assessed by:
ENAT

DR# 1525350 Mar 27, 2017 11:27AM SEC No: null
06mjsdominguez PHP 2,829,010.00*****

Machine Validation:

1CS-2170329-87
ENC-2170329-88

Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

http://150.150.150.130:8686/secireport/epayment/downloadforms.sx

3/27/2017

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SECURITIES AND EXCHANGE COMMISSION

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

SEC Registration Number
Securities and Exchange Commission
PHILIPPINES

Nature of Application
AMENDMENT

Former Company Name
UDENNA CORDORATA COX

AMENDED TO:
New Company Name

Principal Office (No./Street/Barangay/City/Town)Province
STELLA HIZON RIVER ROAD, BGO.
PAMPANCA, DAVAO CITY

Company Email Address: N/A
COMPANY INFORMATION
Company's Telephone Number/s: (02) 9039015
Mobile Number: N/A

CONTACT PERSON INFORMATION
The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation
Name of Contact Person: MA. HELENNA V. SANJAN
Email Address: N/A
Telephone Number/s: (02) 9039015
Mobile Number: N/A
Contact Person's Address: 12TH FLOOR FORT HELEND TOWER 3RD ME. COR. 31st ST., BGO.

To be accomplished by CRMD Personnel
Assigned Processor: ENAT
Date: 12-27-16
Signature: _____

Document I.D. _____

Received by Corporate Filing and Records Division (CFRD)

- Forwarded to:
- Corporate and Partnership Registration Division
 - Green Lane Unit
 - Financial Analysis and Audit Division
 - Licensing Unit
 - Compliance Monitoring Division

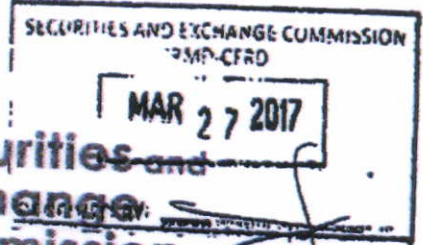
Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

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



**CERTIFICATE OF INCREASE
OF THE AUTHORIZED CAPITAL STOCK
OF
UDENNA CORPORATION**

We, the undersigned, a majority of the Board of Directors of UDENNA CORPORATION (the "Corporation"), and the Chairman and Secretary of the Special Board of Directors' and Stockholders' Meetings both held on 18 July 2016, do hereby certify that:

1. A special meeting of the Board of Directors of the Corporation was duly called and held on 18 July 2016 at Stella Hizon Reyes Road, Bo. Pampanga, Davao City, to consider the increase in the authorized capital stock of the Corporation from Six Hundred Million Pesos (P600,000,000.00) to Two Billion Pesos (P2,000,000,000.00) divided into Two Billion (2,000,000,000) shares with the par value of One Peso (P 1.00) per share, and to amend for this purpose, Article Seven of the Corporation's Articles of Incorporation.

2. At said special Board of Directors' meeting, on motion made and duly seconded, the following Resolution was unanimously adopted:

"RESOLVED, That the authorized capital stock of the Corporation of Six Hundred Million Pesos (P600,000,000.00), divided into Six Hundred Million (600,000,000) shares with the par value of One Peso (P1.00) per share shall be increased to Two Billion Pesos (P2,000,000,000.00), divided into Two Billion (2,000,000,000) shares with the par value of One Peso (P1.00) per share, and for this purpose, Article Seven of the Articles of Incorporation of the Corporation shall be amended as follows:

"SEVENTH: That the authorized capital stock of the Corporation is TWO BILLION PESOS (P2,000,000,000.00) in lawful money of the Philippines, divided into TWO BILLION (2,000,000,000) shares with the par value of ONE PESO (P1.00) per share."

3. After the adjournment of the Board of Directors' meeting, a special Meeting of the Stockholders of the Corporation was called and held also at the abovementioned address to consider the above Resolution adopted by the Board of Directors. Written notices of the time and place of the said special Stockholders' meeting were sent to each and every stockholder in the manner and within the period provided in the By-Laws of the Corporation.

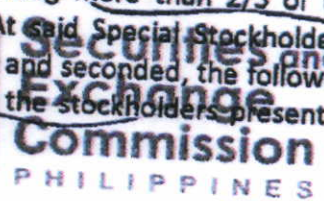
Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

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33213.0093.0004



4. At the Special Stockholders' meeting, there appeared in person or in proxy, Stockholders of the Corporation owning and representing more than 2/3 of the entire outstanding capital stock of the Corporation. At said Special Stockholders' meeting, after due discussion and on motion duly made and seconded, the following Resolution was adopted by the unanimous vote of all the stockholders present in person or by proxy:

"RESOLVED, That the Stockholders of Udenna Corporation (the "Corporation") shall approve, as they hereby approve, the recommendation of the Board of Directors to increase the authorized capital stock of the Corporation from Six Hundred Million Pesos (P600,000,000.00), divided into Six Hundred Million (600,000,000) shares with the par value of One Peso (P1.00) per share, to Two Billion Pesos (P2,000,000,000.00), divided into Two Billion (2,000,000,000) shares with the par value of One Peso (P1.00) per share, and the amendment for this purpose of Article Seven of the Articles of Incorporation of the Corporation as follows:

"SEVENTH: That the authorized capital stock of the Corporation is TWO BILLION PESOS (P2,000,000,000.00) in lawful money of the Philippines, divided into TWO BILLION (2,000,000,000) shares with the par value of ONE PESO (P1.00) per share."

5. No bonded indebtedness was created, incurred or increased during the said meeting.

6. The actual indebtedness of the Corporation as of 31 July 2016 amounts to P2,030,241,395.44.

7. All the requirements of Sections 16 and 38 of the Corporation Code of the Philippines have been complied with.

8. Of the increase in the authorized capital stock of One Billion Four Hundred Million Pesos (P1,400,000,000.00), Four Hundred Million Pesos (P400,000,000.00) worth of shares have been subscribed and One Hundred Fifty Million Pesos (P150,000,000.00) have been paid to the Corporation by way of conversion of Advances into equity of the Corporation, as follows:

<u>Name</u>	<u>No. of Shares Subscribed</u>	<u>Amount Subscribed</u>	<u>Amount Paid-Up</u>
Dennis A. Uy	280,000,000	P 280,000,000.00	P 105,000,000.00
Cherylyn C. Uy	120,000,000	120,000,000.00	45,000,000.00
	<u>400,000,000</u>	<u>P 400,000,000.00</u>	<u>P 150,000,000.00</u> ✓

Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

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35213.0000

9. The attached Amended Articles of Incorporation of Udenna Corporation incorporating the amendment of Article Seven thereof pursuant to the above Resolution, is a true copy of the Amended Articles of Incorporation of the Corporation.

IN WITNESS WHEREOF, we have hereunto set our hands this 01 day of December 2016.

Securities and Exchange Commission PHILIPPINES

DENNIS A. UY
DIRECTOR / CHAIRMAN OF THE DIRECTORS AND STOCKHOLDERS' MEETINGS

CHERYLYN C. UY
DIRECTOR

CHRYSS ALFONSUS V. DAMUY
DIRECTOR

SOCORRO ERMAC CABREROS
DIRECTOR

IGNACIA S. BRAGA IV
DIRECTOR

MA. HENEDINA V. SAN JUAN
SECRETARY OF THE DIRECTORS' AND STOCKHOLDERS' MEETING

DEC 01 2016

SUBSCRIBED AND SWORN to before me this 01 day of September 2016 at TAGUIG CITY, affiants exhibiting to me their respective Identification documents, to wit:

Name	TIN No.
Dennis A. Uy	172-020-135
Cherylyn C. Uy	209-221-478
Chryss Alfonsus V. Damuy	913-898-959
Ignacia S. Braga IV	108-038-078
Socorro Ermac Cabrerros	111-790-618
Ma.Henedina V. San Juan	120-130-044

Doc.No. 388A
Page No. 79
Book No. 46
Series of 2016.

ATTY. JOWEL A. MENDOZA
NOTARY PUBLIC FOR AND IN TAGUIG CITY, PASIG, PATEROS, SAN JUAN METRO MANILA UNTIL DEC. 31, 2016
APPT. NO. 254(2015-2016)
PTR No. 1382551, 1/4/2016 PASIG CITY
IBP No. 1031952, 2/19/2016
ROLL NO. 59661
MILE COMPLIANCE NO. 0017486-4/19/13
32ND ST. CAR PLAZA BONIFACIO GLOBAL, TAGUIG CITY
Rosalina V. Pascua

Date: 2018-11-08 Time: 15:27:49 PM

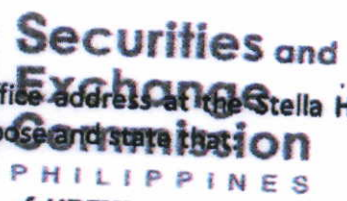
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332130930000

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

TREASURER'S AFFIDAVIT



I, CHERYLYN C. UY, of legal age, Filipino and with office address at the Stella Hizon Reyes Road, Bo. Pampanga, Davao City, under oath, hereby depose and state that:

1. I am the duly elected and qualified Treasurer of UDENNA CORPORATION, a corporation duly organized and existing under the laws of the Republic of the Philippines with principal office at Stella Hizon Reyes Road, Bo. Pampanga, Davao City;
2. As such Treasurer, I am authorized to receive for and on behalf of the Corporation, all payments on the subscriptions to the proposed increase in the authorized capital stock of the Corporation;
3. At the special meeting of the Stockholders of the Corporation held on 18 July 2016, Stockholders representing at least 2/3 of the outstanding capital stock approved and ratified the action of the Board of Directors of amending Article Seventh of the Articles of Incorporation, increasing the authorized capital stock of the Corporation from Six Hundred Million Pesos (P600,000,000.00) to Two Billion Pesos (P2,000,000,000.00) divided into Two Billion (2,000,000,000) shares with a par value of One Peso (P1.00) each;
4. Of the increase in the authorized capital stock amounting to One Billion Four Hundred Million Pesos (P1,400,000,000.00), Four Hundred Million (400,000,000) shares worth Four Hundred Million Pesos (P400,000,000.00) have actually been subscribed and that, of said subscription, One Hundred Fifty Million Pesos (P150,000,000.00) has actually been paid to the Corporation by way of conversion of Advances into equity of the Corporation, as follows:

Name	No. of Shares Subscribed	Amount Subscribed	Amount Paid-up
Dennis A. Uy	280,000,000	P280,000,000	P105,000,000
Cherylyn C. Uy	120,000,000	120,000,000	45,000,000
	400,000,000	P400,000,000	P150,000,000

Thus, at least twenty-five percent (25%) of the total increase in the authorized capital has been subscribed and that at least twenty-five per centum (25%) of such subscription has been actually paid.

IN WITNESS WHEREOF, I have hereunto set my hand this _____ day of August 2016 in _____

CHERYLYN C. UY
Treasurer

Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

33213 . 0053 . 0007

TAGUIG CITY

SUBSCRIBED AND SWORN to before me this DEC 01 2016 day of August 2016, affiant exhibiting to me her TIN 209-221-478.



Securities and Exchange Commission
PHILIPPINES

Doc. No. 390
Page No. 79
Book No. 76
Series of 2016.

ATTY. JOWELL A. MENDOZA
NOTARY PUBLIC FOR AND IN
TAGUIG CITY, PASIG, PATEROS,
SAN JUAN METRO MANILA
UNTIL DEC. 31, 2016
APPT. NO. 254(2015-2016)
PTR No. 1383551, 1/4/2016 PASIG CITY
IBP No. 1031952, 2/19/2016
ROLL NO. 59661
MCLE COMPLIANCE NO. IV-0017486-4/19/13
32ND ST. CAR PLAZA BONIFACIO
GLOBAL, TAGUIG CITY

Date: 2018-11-08 Time: 15:27:49 PM.

Username: Rosalina V. Pascua

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UDENNA CORPORATION
LIST OF STOCKHOLDERS
 As of 18 July 2016

Authorized Capital Stock Before the Increase: P600,000,000.00
 Authorized Capital Stock After the Increase: P2,000,000,000.00

Nationalities	BEFORE THE INCREASE IN AUTHORIZED CAPITAL STOCK				AFTER THE INCREASE IN AUTHORIZED CAPITAL STOCK			
	No. of Shares Subscribed	Amount Subscribed	Amount Paid		No. of Shares Subscribed	Amount Subscribed	Amount Paid	
Dennis A. Uy	420,000,000	Php420,000,000.00	Php420,000,000.00		700,000,000	Php700,000,000.00	Php525,000,000.00	
Cherylyn C. Uy	179,999,997	Php179,999,997.00	Php179,999,997.00		299,999,997	Php299,999,997.00	Php224,999,997.00	
Ignacia S. Braga IV	1	Php1.00	Php1.00		1	Php1.00	Php1.00	
Chryst Alfronsus V. Darnuy	1	Php1.00	Php1.00		1	Php1.00	Php1.00	
Socorro Ermac Cabrerios	1	Php1.00	Php1.00		1	Php1.00	Php1.00	
	600,000,000	600,000,000	600,000,000		1,000,000,000	1,000,000,000	750,000,000	

Certified Correct:

[Signature]
MA. HENEDINA V. SAN JUAN
 Corporate Secretary

DEC 23 2016

SUBSCRIBED AND SWORN to before me this _____ of December 2016 at Taguig City, affiant exhibited to me her Driver's License No. NOG-84-035705 valid until 01 Sept. 2017.

Doc. No. 394
 Page No. 80
 Book No. 48
 Series of 2016.

ATTY. JOWELL A. MENDOZA

NOTARY PUBLIC FOR AND IN
 TAGUIG CITY PASIG, PATEROS,
 SAN JUAN, METRO MANILA
 UNTIL DEC. 31, 2016

APPT. NO. 254(2015-2016)
 PTR No. 1303551, 1/4/2016 PASIG CITY
 BR No. 1031952, 2/19/2016

ROLL NO. 59661
 MCLE COMMISSIONER NO. IV-0017486-4/19/13
 37th ST. CAJ. PLAZA BONIFACIO
 GLOBAL, TAGUIG CITY

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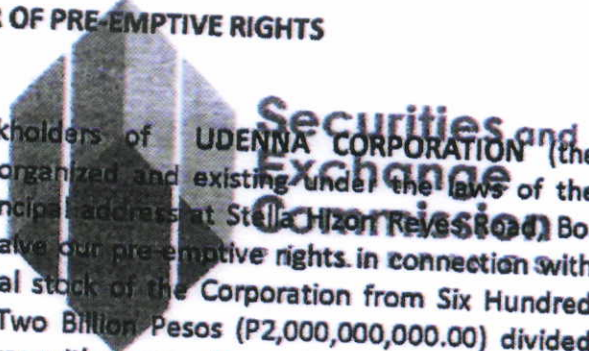
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Username: Rosalina V. Pascua

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JOINT WAIVER OF PRE-EMPTIVE RIGHTS



WE, the undersigned stockholders of UDENNA CORPORATION (the "Corporation"), a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal address at Stella Maris Road, Bo. Pampanga, Davao City, do hereby waive our pre-emptive rights in connection with the increase in the authorized capital stock of the Corporation from Six Hundred Million Pesos (P600,000,000.00) to Two Billion Pesos (P2,000,000,000.00) divided into Two Billion (2,000,000,000) shares with a par value of One Peso (P1.00) each share, as approved by the Board of Directors at a special meeting held on 18 July 2016 at the principal office of the Corporation, and ratified by the Stockholders representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at a special meeting likewise held on 18 July 2016.

IN WITNESS WHEREOF, we have hereunto set our hands this ____ day of August 2016 at _____.

[Signature]
CHRYS ALFONSUS V. DAMUY
[Signature]
SOCORRO ERMAC CABREROS

[Signature]
IGNACIA S. BRAGATV

SUBSCRIBED AND SWORN to before me this DEC 01 2016 day of August 2016 in TAGUIG CITY, by the following persons with respective identification:

Chryss Alfonsus V. Damuy TIN 913-898-959
Ignacia S. Braga IV TIN 108-038-078
Socorro Ermac Cabrerros TIN 111-790-618

Doc. No. 389
Page No. 79
Book No. 46
Series of 2016.

ATTY. JOWEL A. MENDOZA
NOTARY PUBLIC FOR AND IN
TAGUIG CITY, PASIG, PATEROS,
SAN JUAN METRO MANILA
UNTIL DEC. 31, 2016
APPT. NO. 254(2015-2016)
PTR No. 1335551, 1/4/2016 PASIG CITY
IBP No. 1031952, 2/19/2016
ROLL NO. 59661
MCLE COMPLIANCE NO. IV-0017486-4/19/18
32ND ST. CAFE PLAZA BONIFACIO
GLOBAL, TAGUIG CITY

Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

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35213.0053.0010

DEED OF ASSIGNMENT OF ADVANCES/DEPOSITS

KNOW ALL MEN BY THESE PRESENTS:

This Deed of Assignment, made and executed this 24 day of NOV 2016, at Makati City, by and between:



Securities and Exchange Commission PHILIPPINES

DENNIS A. UY, Filipino, of legal age, with address at Lots 2-4, Tulip Lane, Ladislawa Garden Village, Davao City (hereinafter, referred to as "ASSIGNOR");

- and -

UDENNA CORPORATION, a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at Stella Hizon Reyes Road, Bo. Pampang, Davao City, represented herein by its Officer-In-Charge, CHRYS ALFONSUS V. DAMUY (hereinafter, referred to as the "ASSIGNEE")

WITNESSETH: That -

WHEREAS, the ASSIGNOR has made several advances/deposits to the ASSIGNEE, which as of 31 July 2016 amounted to PESOS: Two Hundred Twenty Million Five Hundred Eighty Three Thousand Three Hundred 95/100 (P220,583,340.95) (hereinafter referred to as the "ADVANCES/DEPOSITS").

WHEREAS, the ASSIGNOR has subscribed to TWO HUNDRED EIGHTY MILLION (280,000,000) shares with a par value of ONE PESO (P1.00) per share, or a total of PESOS: TWO HUNDRED EIGHTY MILLION (P280,000,000.00) worth of shares of the ASSIGNEE out of the increase in capital of the ASSIGNEE at a subscription price equivalent to ONE PESO (P1.00) per share or a total subscription of PESOS: TWO HUNDRED EIGHTY MILLION (P280,000,000.00), and the ASSIGNOR has offered to pay PESOS: ONE HUNDRED FIVE MILLION (P105,000,000.00) for said subscription by assigning the aforesaid amount of ADVANCES/DEPOSITS to the ASSIGNEE, and the latter has agreed to the same.

WHEREAS, the ASSIGNOR desires to convert portion of the said ADVANCES/DEPOSITS in the amount of PESOS: ONE HUNDRED FIVE MILLION (P105,000,000.00) into equity of the ASSIGNEE, and the ASSIGNEE is willing to accept the assignment and convert the aforesaid amount of ADVANCES/DEPOSITS into equity;

NOW THEREFORE, the ASSIGNOR hereby assigns, transfers, and conveys in favor of the ASSIGNEE all the former's rights, title and interest in and to the ADVANCES/DEPOSITS in the amount of PESOS: ONE HUNDRED FIVE MILLION

Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

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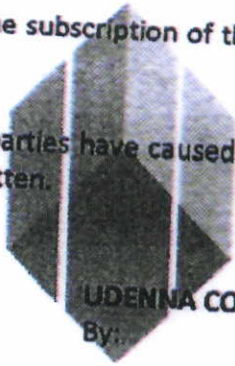
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39213.0093.0011

(P105,000,000.00), in ^{partial} payment of the subscription of the ASSIGNOR to the increase in capital stock of the ASSIGNEE.

IN WITNESS WHEREOF, the parties have caused these presents to be signed on the date and place first above written.



Securities and Exchange Commission PHILIPPINES

UDENNA CORPORATION

By:

DENNIS A. UY

CHRYSS ALFONSUS V. DAMUY
Officer In Charge

SIGNED IN THE PRESENCE OF:

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
Makati City

) S.S.

NOV 24 2016

BEFORE ME, a Notary Public for and in Makati City, this _____ day of _____, personally appeared:

Name

Tax Identification Number

Dennis A. Uy
Chriss Alfonsus V. Damuy

172-020-135
913-898-959

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 and the free and voluntary act and deed of the corporations which they represent.

IN WITNESS WHEREOF, I have hereunto set my hand this NOV 24 2016 24th day of August 2016 at Makati City.

Doc. No. 477
Page No. 97
Book No. 449
Series of 2016.

ATTY. VIRGILIO R. BATALLA
NOTARY PUBLIC FOR MAKATI CITY
Appointment No. M32
Until December 31, 2016
Roll of Atty. No. 48348
MCLE COMPLIANCE NO. IV-0016333/4-10-2013
IBP NO. 7084762-LIFETIME MEMBER JAN. 29, 2007
PTR NO 5323505 JAN 04, 2016 MAKATI CITY
EXECUTIVE BLDG. CENTER
EXECUTIVE BLDG. CENTER
MAKATI AVE. COR. JUPITER ST. MAKATI CITY
Pascua

Date: 2018-11-08 Time: 15:27:49 PM

MDI 18

35713 . 0053 . 0012

DEED OF ASSIGNMENT OF ADVANCES/DEPOSITS

KNOW ALL MEN BY THESE PRESENTS:

This Deed of Assignment, made and executed this 24th day of NOV 2016 at Makati City, by and between:



Securities and Exchange Commission PHILIPPINES

CHERYLYN C. UY, Filipino, of legal age, with address at Lots 2-4, Tulip Lane, Ladislawa Garden Village, Davao City (hereinafter, referred to as "ASSIGNOR");

- and -

UDENNA CORPORATION, a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address at Stella Hizon Reyes Road, Bo. Pampanga, Davao City, represented herein by its Officer-In-Charge, CHRYS ALFONSUS V. DAMUY (hereinafter, referred to as the "ASSIGNEE")

WITNESSETH: That -

WHEREAS, the ASSIGNOR has made several advances/deposits to the ASSIGNEE, which as of 31 July 2016 amounted to PESOS: Ninety Four Million Five Hundred Thirty Five Thousand Seven Hundred Seventeen and 55/100 (P94,535,717.55) (hereinafter referred to as the "ADVANCES/DEPOSITS").

WHEREAS, the ASSIGNOR has subscribed to ONE HUNDRED TWENTY MILLION (120,000,000) shares with a par value of ONE PESO (P1.00) per share, or a total of PESOS: ONE HUNDRED TWENTY MILLION (P120,000,000.00) worth of shares of the ASSIGNEE out of the increase in capital of the ASSIGNEE at a subscription price equivalent to ONE PESO (P1.00) per share or a total subscription of PESOS: ONE HUNDRED TWENTY MILLION (P120,000,000.00), and the ASSIGNOR has offered to pay PESOS: FORTY FIVE MILLION (P45,000,000.00) for said subscription by assigning the aforesaid amount of ADVANCES/DEPOSITS to the ASSIGNEE, and the latter has agreed to the same.

WHEREAS, the ASSIGNOR desires to convert portion of the said ADVANCES/DEPOSITS in the amount of PESOS: FORTY FIVE MILLION (P45,000,000.00) into equity of the ASSIGNEE, and the ASSIGNEE is willing to accept the assignment and convert the aforesaid amount of ADVANCES/DEPOSITS into equity;

NOW THEREFORE, the ASSIGNOR hereby assigns, transfers, and conveys in favor of the ASSIGNEE all the former's rights, title and interest in and to the ADVANCES/DEPOSITS in the amount of PESOS: FORTY FIVE MILLION

Date: 2018-11-08 Time: 15:27:49 PM

Username: Rosalina V. Pascua

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[Handwritten initials]

39213 0033 0013

(P45,000,000.00), in ^{partial} payment of the subscription of the ASSIGNOR to the increase in capital stock of the ASSIGNEE.

IN WITNESS WHEREOF, the parties have caused these presents to be signed on the date and place first above written.



Securities and Exchange Commission PHILIPPINES

UDENNA CORPORATION

By:

[Signature]
CHERYLYN C. UY

[Signature]
CHRYSS ALFONSUS V. DAMUY
Officer-In-Charge

SIGNED IN THE PRESENCE OF:

[Signature] _____

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
Makati City) S.S.

NOV 24 2016

BEFORE ME, a Notary Public for and in Makati City, this ___ day of _____, personally appeared:

<u>Name</u>	<u>Tax Identification Number</u>
Cherylyn C. Uy	209-221-478
Chryss Alfonsus V. Damuy	913-898-959

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 and the free and voluntary act and deed of the corporations which they represent.

IN WITNESS WHEREOF, I have hereunto set my hand this NOV 24 2016 th day of August 2016 at Makati City.

Doc. No. 479
Page No. 18
Book No. 379
Series of 2016.

ATTY. VIRGILIO R. BATALLA
NOTARY PUBLIC FOR MAKATI CITY
Appointment No. M32
Until December 31, 2016
Roll of Atty. No. 48348

MCLE COMPLIANCE NO. IV-0016333/4-10-2013
IBP NO. 7064762-LIFETIME MEMBER JAN. 29, 2007
PTR. NO. 5323505 JAN 04, 2016 MAKATI CITY

EXECUTIVE BLDG. CENTER
MAKATI AVE. COR. JUPITER ST. MAKATI CITY
Resalina V. Pascua

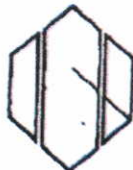
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ANNEX A-2



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. D200200330

Securities and
Exchange
Commission
PHILIPPINES

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

UDENNA CORPORATION
(Amending Article VI thereof.)

copy annexed, adopted on July 19, 2017 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 Pasay City, Metro Manila, Philippines, this 14th day of September, Twenty Seventeen.


FERDINAND B. SALES

Director

Company Registration and Monitoring Department

chr/cpr

Date: 2018-11-08 Time: 15:27:19 PM

Username: Rosalina V. Pascua

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39545.0001.0002

COVER SHEET



Securities and Exchange Commission
SEC Registration Number
200300330

UDENNA CORPORATION
PHILIPPINES

(Company's Full Name)

Stella Hizon Reyes Rd.
Bo. Pampanga Davao City

(Business Address: No. Street City/Town/Province)

Atty. Ma. Henedina V. San Juan
(Contact Person)

4034015
(Company Telephone Number)

12 31
Month Day
(Fiscal Year)

AAOI
(Form Type)

03 31
Month Day
(Annual Meeting)

Not Applicable
(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Article Sixth
Amended Articles Number/Section

Five (5)
Total No. of Stockholders

Total Amount of Borrowings
Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

with certification of Good Standing dated June 28, 2017 w/ CAS who

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Chana

8.30.17

Date: 2018-11-08 Time: 15:27:19 PM

Sworn photo copy of ADI approved on March 27, 2017

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AMENDED ARTICLES OF INCORPORATION
OF
UDENNA CORPORATION
(Formerly: Philsummit Corporation)

KNOW ALL MEN BY THESE PRESENTS:

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

THAT WE HEREBY CERTIFY:

FIRST: That the name of said corporation shall be

UDENNA CORPORATION
(formerly: Philsummit Corporation)
(As amended on June 29, 2007)

SECOND: A. That the primary purpose of this corporation is:

To purchase, acquire, take over and manage all or any part of the rights, assets, business and property of any person, firm, association, partnership, syndicate or corporation, carrying on any business which the corporation is authorized to carry on, or possessed of property, cash, checks, bonds, stock, debentures or other obligations of the corporation; and to undertake and assume the liabilities of any person, firm, association, partnership, syndicate or corporation including those whose property or business may be taken over, or shares of whose capital stock may be acquired or owned by the corporation, but only to the extent permitted by law, and to act as corporate surety for these entities; to conduct in any lawful manner the whole or any part of any business so acquired, and to exercise all powers necessary or convenient in and about the conduct and management of such business, except for the management of funds, securities portfolio and other assets of the managed entity. (As amended on 16 December 2013)

Secondary Purpose

B. To act as guarantor or co-obligor or assume any obligation of any person, corporation, company, or entity, domestic or foreign, in which this corporation or any of its stockholders may have an interest or relation, directly or indirectly, whether as an affiliate or otherwise, without necessarily engaging in the surety business. (As amended on 05 December 2016)

C. To engage in the distribution, selling, importation, installation of pollution control devices, units and services, and all other pollution control related products; and to engage in the operation of private emission testing center and all other pollution control related services. (Amended on February 4, 2003)

D. That the corporation shall have all the express powers of corporation as provided for under Section 36 of the Corporation Code of the Philippines.

Date: 2018-11-08 Time: 15:27:19 PM

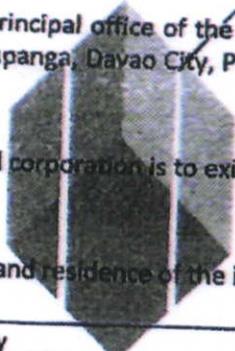
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Securities and Exchange Commission
PHILIPPINES

THIRD: That the place where the principal office of the Corporation is to be established or located at Stella Hizon Reyes Road, Bo. Pampanga, Davao City, Philippines. (As amended on 10 April 2014)

FOURTH: That the term for which said corporation is to exist is FIFTY (50) years from and after the date of incorporation.

FIFTH: That the names, nationality and residence of the incorporators are as follows:

Name	Nationality	Residence
Dennis A. Uy	Filipino	Insular Vill., Lanang, Davao City
Dorelane U. Bosquit	Filipino	Insular Vill., Lanang, Davao City
Debbie A. Uy	Filipino	Insular Vill., Lanang, Davao City
Darlene Joy A. Uy	Filipino	Insular Vill., Lanang, Davao City
Domingo T. Uy	Filipino	Insular Vill., Lanang, Davao City

SIXTH: That the number of Directors of said corporation shall be nine (9) who are also the incorporators and that the names, nationalities and residences of the first directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows: (As amended on 18 July 2017)

Name	Nationality	Residence
Dennis A. Uy	Filipino	Insular Vill., Lanang, Davao City
Dorelane U. Bosquit	Filipino	Insular Vill., Lanang, Davao City
Debbie A. Uy	Filipino	Insular Vill., Lanang, Davao City
Darlene Joy A. Uy	Filipino	Insular Vill., Lanang, Davao City
Domingo T. Uy	Filipino	Insular Vill., Lanang, Davao City

SEVENTH: That the authorized capital stock of the corporation is TWO BILLION PESOS (P2,000,000,000.00) in lawful money of the Philippines, divided into TWO BILLION (2,000,000,000) shares with par value of ONE PESO (P1.00) per share. (As amended on 18 July 2016)

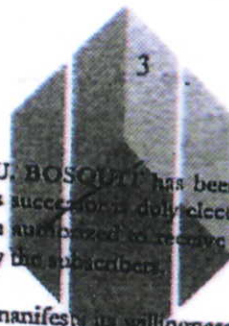
EIGHT: That the subscribers to the capital stock and the amount paid-in to their subscriptions are as follows:

Name of Subscriber	Nationality	No. of Shares Subscribed	Amount Subscribed	Total Paid-in
Dennis A. Uy	Filipino	1,200,000	P1,200,000.00	P1,200,000.00
Dorelane U. Bosquit	Filipino	12,500	12,500.00	12,500.00
Debbie A. Uy	Filipino	12,500	12,500.00	12,500.00
Darlene Joy A. Uy	Filipino	12,500	12,500.00	12,500.00
Domingo T. Uy	Filipino	12,500	12,500.00	12,500.00
Dennis A. Uy	Filipino	12,500	12,500.00	12,500.00
TOTAL		1,250,000	P1,250,000.00	P1,250,000.00

NINTH: That no 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 books of corporation and this restriction shall be indicated in the stocks certificate issued by the corporation.

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39545 0001 0005



Securities and Exchange Commission PHILIPPINES

TENTH: That DORELANE U. BOSQUIT has been elected by the subscribers as Treasurer of the Corporation to act as such until his successor is duly elected 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 subscription paid by the subscribers.

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

IN WITNESS WHEREOF, we have set our hands this 6th day of March 2002 in Davao City.

(Sgd)
DENNIS A. UY
TIN 172-020-135

(Sgd)
DORELANE U. BOSQUIT
TIN 189-544-516

(Sgd)
DEBBIE A. UY
TIN 193-295-901

(Sgd)
DARLENE JOY A. UY
TIN 926-193-944

(Sgd)
DOMINGO T. UY
TIN 140-162-193

SIGNED IN PRESENCE OF:

(Sgd)
Evelyn N. Dejarne

(Sgd)
Regina Celis

ACKNOWLEDGEMENT

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

BEFORE ME, a Notary Public for and in Davao City, Philippines, this 6th day of March 2002, personally appeared:

Name	Com. Tax Cert. No.	Date & Place Issued
Dennis A. Uy	02652903	01-16-02/ Davao City
Dorelane U. Bosquit	02662671	01-17-02/ Davao City

Date: 2018-11-08 Time: 15:27:19 PM

Username: Rosalina V. Pascua

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MDI *Handwritten initials.*

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Securities and Exchange Commission
PHILIPPINES

Debbie A. Uy
Darlene Joy A. Uy
Domingo T. Uy

All known to me and to 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.

(Sgd)
PRIMO S. DE LOS REYES
Notary Public
Until December 31, 2003
PTR No. 6272376, 01-02-02, D.C.
IBP No. 16955, 12-28-02, D.C.
TIN 113-105-270-607

Doc. No. .75
Page No. 35
Book No. LXIII
Series of 2002

Date: 2018-11-08 Time: 15:27:19 PM

Username: Rosalina V. Pascua

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39545.0001.0007

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



Securities and Exchange Commission
PHILIPPINES

SECRETARY'S CERTIFICATE

I, **MA. HENEDINA V. SAN JUAN**, of legal age, Filipino, and with office address at the 26th Floor, Fort Legend Tower, 3rd Ave. corner 31st St., Bonifacio Global City, Taguig City, after being duly sworn in accordance with law, hereby depose and state:

1. I am the duly elected Corporate Secretary of **UDENNA CORPORATION** (the "Corporation"), a corporation duly organized and existing under Philippine laws with office address at the Stella Hizon Reyes Road, Bo. Pampanga, Davao 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 or vice versa.

IN WITNESS WHEREOF, I have hereunto affixed my signature this AUG 29 2017 day of August 2017 in Taguig City.

MA. HENEDINA V. SAN JUAN
Corporate Secretary

AUG 29 2017

SUBSCRIBED AND SWORN to before me this _____ of August 2017 at Taguig City, affiant exhibited to me her Driver's License No. NO6-84-035705 valid until 01 Sept. 2017.

Doc. No. 398
Page No. 81
Book No. 78
Series of 2017.

ATTY. JOWELL A. MENDOZA
NOTARY PUBLIC FOR TAGUIG CITY
UN. DL DEC. 31, 2018
APP. NO. 20 (2016-2018)
PTR No. 25,2930, 01/4/2017, PASIG CITY
IBF No. 1053109, 1/6/2017
ROLL NO. 59661
MCLE COMPLIANCE NO. V-0023127-7/23/16
32ND ST. CAR PLAZA BONIFACIO
GLOBAL, TAGUIG CITY

Date: 2018-11-08 Time: 15:27:19 PM

Username: Rosalina V. Pascua

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Handwritten initials 'R'.

39545 . 0001 . 0000

DIRECTORS' CERTIFICATE TO THE AMENDED ARTICLES OF INCORPORATION



SECURITIES AND EXCHANGE COMMISSION
AUG 31 2017

Securities and Exchange Commission PHILIPPINES

KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned members of the Board of Directors, and Corporate Secretary of UDENNA CORPORATION, a domestic corporation organized and existing under the laws of the Republic of the Philippines with principal address at Stella Hizon Reyes Road, Bo. Pampanga, Davao City:

DO HEREBY CERTIFY:

1. That a special meeting of the stockholders of UDENNA CORPORATION (the "Corporation") was held on 19 July 2017 at the Corporation's principal office in Davao City, to consider and approve the recommendation of its Board of Directors to increase the number of Directors from five (5) to nine (9), and the amendment for this purpose of Article 6 of the Articles of Incorporation;

2. That at said special meeting of Stockholders on motion made and duly seconded, the following Resolution was adopted by the affirmative vote of the stockholders present in person and represented by duly elected proxies and owning at least two-thirds of the outstanding capital stock of the Corporation:

"RESOLVED, That the Stockholders of UDENNA CORPORATION (the "Corporation") shall approve, as they hereby approve, the recommendation of the Board of Directors to increase the number of Directors from five (5) to nine (9), and the amendment for this purpose of Article 6 of the Articles of Incorporation."

3. That the increase in the number of Directors was approved by the majority vote of the Board of Directors in an earlier meeting also held on 19 July 2017 at Davao City.

4. That attached herewith is a copy of the Amended Articles of Incorporation incorporating the amendment of Article 6 thereof.

IN WITNESS WHEREOF, the undersigned Directors together with the Chairman and Corporate Secretary of UDENNA CORPORATION have hereunto set their hands.

DENNIS A. UY
Director/Chairman & President
TIN 172-020-135

CHERYLYN C. UY
Director/Treasurer
TIN 209-221-478

Date: 2018-11-08 Time: 15:27:19 PM

Username: Rosalina V. Pascua

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39545 . 0001 . 0009

CHRYSS ALFONSUS V. DAMUY
Director
TIN 913-898-989

Socorro Ermac Cabreros
SOCORRO ERMAC CABREROS
Director
TIN 111-790-618



Securities and Exchange Commission
PHILIPPINES

Ignacia S. Braga IV
IGNACIA S. BRAGA IV
Director
TIN 108-038-078

Ma. Henedina V. San Juan
MA. HENEDINA V. SAN JUAN
Corporate Secretary
TIN 120-130-044

SUBSCRIBED AND SWORN to before me this AUG 29 2017 day of July 2017 TAGUIG CITY by the persons stated above with their respective competent evidences of identity.

Doc. No. 397
Page No. 81
Book No. 77
Series of 2017.

ATTY. JOVELL A. MENDOZA
NOTARY PUBLIC FOR TAGUIG CITY
TERM DEC. 31, 2018
APP. NO. 20 (2016-2018)
PTR No. 20-2930, 9/4/2017, PASIG CITY
IBP No. 1058109, 1/6/2017
ROLL NO 59,61
MCLE COMPLIANCE NO. V-0023127-7/23/16
3RD ST. CAR PLAZA HONIFACIO
GLOBAL, TAGUIG CITY

Date: 2018-11-08 Time: 15:27:19 PM

Username: Rosalina V. Pascua

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Document Verification of:

OMNIBUS SWORN STATEMENT

ANNEX "I"

REQUIREMENT	DOCUMENT SUBMITTED
<p>MC Sec. 6.2(h) & ITP Sec. 8.3(h)</p> <ul style="list-style-type: none">- Omnibus Sworn Statement (OSS), duly executed by Participant under Sec. 1.10(a) and of the parties to the Bidding Agreement participating under Sec. 1.10(b).- Format of OSS is attached as ITP Annex - 4 of the ITP	<p>An original copy of the Omnibus Sworn Statement (OSS), dated 06 November 2018 signed and executed by Ronaldo Modesto J. Ventura, as the duly authorized representative of Udenna Corporation, Chelsea Logistics Holdings., Corp., China Telecommunications Corporation, and Mindanao Islamic Telephone Company, Inc.</p> <p>Attached as Annex "A" to the OSS is a Resolution dated 06 November 2018 executed by Adel A. Tamano, on behalf of Udenna Corporation, Chryss Alfonsus V. Damuy on behalf of Chelsea Logistics Holdings Corporation, Wang Qiyu on behalf of China Telecommunications Corporation (CT), and Nicanor L. Escalante on behalf of Mindanao Islamic Telephone Company, Inc. (MISLATEL) collectively appointing Ronaldo Modesto J. Ventura as their duly authorized representative.</p> <p>The attachments of the Resolution dated 06 November 2018 are as follows:</p> <p>Annex "A" is a Secretary's Certificate executed by Leandro E. Abarquez, Corporate Secretary of Udenna Corporation, stating that the Board of Directors of the Corporation held a special meeting on 25 October 2018 and authorizing Adel A. Tamano and Leandro E. Abarquez, or any of them, to appoint any representative to perform acts necessary for the implementation and accomplishment of the requirements under the Memorandum Circular. The Secretary's Certificate was duly notarized on 03 November 2018 in Makati City by Atty. Roxanne Viel C. Santos under Doc. No. 368, Page No. 075, Book No. II, and Series of 2018.</p> <p>Annex "B" is a Secretary's Certificate executed by Ma. Henedina V. San Juan, Corporate Secretary of Chelsea Logistics Holdings Corp., stating that the Board of Directors of the Corporation held a special meeting on 06 November 2018 and appointed Chryss Alfonsus V. Damuy and Ignacia S. Braga IV, or any of them, to appoint any representative to perform acts necessary for the implementation and accomplishment of the requirements under the Memorandum Circular. The Secretary's Certificate was duly notarized on 06 November 2018 in Makati City by Atty. Roxanne Viel C. Santos under Doc. No. 371, Page No. 076, Book No. II, and Series of 2018.</p> <p>Annex "C" is a Special Power of Attorney dated 31 October 2018 issued by China Telecommunications Corporation in favor of Xiao Wei and Wang Qiyu, or any of their representatives. It also consents to the appointment of Mr.</p>

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	<p>Ventura as its authorized representatives to sign and execute documents.</p> <p>Annex "D" is a Secretary's Certificate executed by Mabelle Grace A. Palay, Corporate Secretary of Mindanao Islamic Telephone Company, Inc., stating that the Board of Directors of the Corporation held a special meeting on 08 October 2018 and appointed and designated NICANOR L. ESCALANTE or any of them, to appoint any representative to perform acts necessary for the implementation and accomplishment of the requirements under the Memorandum Circular. The Secretary's Certificate was duly notarized on 31 October 2018 in Makati City by Atty. Steffi C. Sales under Doc. No. 133, Page No. 028, Book No. III, and Series of 2018.</p>
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FINDINGS:

1. An original copy of the Omnibus Sworn Statement (OSS) dated 06 November 2018 was submitted and it contained all the mandatory provisions pursuant to Section 6.2 (h) of Memorandum Circular No. 09-09-2018.
2. The OSS was duly notarized on 06 November 2018 in Makati City by Atty. Roxanne Viel C. Santos and entered in her Notarial Book (Doc. No. 374, Page No. 076, Book No. II, and Series of 2018).
3. The Resolution dated 06 November 2018 attached to the OSS was notarized by Atty. Roxanne Viel C. Santos, in Makati City and was entered in her Notarial Book (Doc. No. 372, Page No. 076, Book No. II, and Series of 2018).
4. To confirm due execution of the OSS dated 06 November 2018, the following documents were obtained:
 - a. A Letter dated 10 November 2018 by Atty. Roxanne Viel C. Santos confirming that the OSS dated 06 November 2018 was sworn before her (**Appendix 1**);
 - b. A photocopy of the Notarial Book Entry (**Appendix 2**); and
 - c. A Letter dated 12 November 2018 by Ms. Feliciano C. Servidad, Records Officer II, OIC- Notarial Section, RTC Makati Office of the Clerk of Court, confirming Atty. Santos' Notarial Commission (**Appendix 3**).

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**Document Verification of:
SWORN UNDERTAKING**

ANNEX "J"

REQUIREMENT	DOCUMENT SUBMITTED
<p>Requirement under Section 6.2 (i) of MC 09-09-2018</p> <ul style="list-style-type: none"> - Sworn Undertaking, duly executed by Participant under Sec. 1.10(a) and of the parties to the Bidding Agreement participating under Sec. 1.10(b). - Format of Sworn Undertaking is attached as ITP Annex – 5 of the ITP 	<p>The submitted original document SWORN UNDERTAKING dated 06 November 2018 was executed by RONALDO MODESTO J. VENTURA, duly authorized representative of Udenna Corporation, Chelsea Logistics Holdings., Corp., China Telecommunications Corporation, and Mindanao Islamic Telephone Company, Inc.</p> <p>Attached as Annex "A" to the Sworn Undertaking is a Resolution dated 06 November 2018 executed by Adel A. Tamano, on behalf of Udenna Corporation, Chrissy Alfonsus V. Damuy on behalf of Chelsea Logistics Holdings Corporation, Wang Qiyu on behalf of China Telecommunications Corporation (CT), and Nicanor L. Escalante on behalf of Mindanao Islamic Telephone Company, Inc. (MISLATEL) collectively appointing Ronaldo Modesto J. Ventura as their duly authorized representative.</p> <p>The attachments of the Resolution dated 06 November 2018 are as follows:</p> <p>Annex "A" is a Secretary's Certificate executed by Leandro E. Abarquez, Corporate Secretary of Udenna Corporation, stating that the Board of Directors of the Corporation held a special meeting on 25 October 2018 and authorizing Adel A. Tamano and Leandro E. Abarquez, or any of them, to appoint any representative to perform acts necessary for the implementation and accomplishment of the requirements under the Memorandum Circular. The Secretary's Certificate was duly notarized on 03 November 2018 in Makati City by Atty. Roxanne Viel C. Santos under Doc. No. 368, Page No. 075, Book No. II, and Series of 2018.</p> <p>Annex "B" is a Secretary's Certificate executed by Ma. Henedina V. San Juan, Corporate Secretary of Chelsea Logistics Holdings Corp., stating that the Board of Directors of the Corporation held a special meeting on 06 November 2018 and appointed Chrissy Alfonsus V. Damuy and Ignacia S. Braga IV, or any of them, to appoint any representative to perform acts necessary for the implementation and accomplishment of the requirements under the Memorandum Circular. The Secretary's Certificate was duly notarized on 06 November 2018 in Makati City by Atty. Roxanne Viel C. Santos under Doc. No. 371, Page No. 076, Book No. II, and Series of 2018.</p>

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	<p>Annex "C" is a Special Power of Attorney dated 31 October 2018 issued by China Telecommunications Corporation in favor of Xiao Wei and Wang Qiyu, or any of their representatives. It also consents to the appointment of Mr. Ventura as its authorized representatives to sign and execute documents.</p> <p>Annex "D" is a Secretary's Certificate executed by Mabelle Grace A. Palay, Corporate Secretary of Mindanao Islamic Telephone Company, Inc., stating that the Board of Directors of the Corporation held a special meeting on 08 October 2018 and appointed and designated NICANOR L. ESCALANTE or any of them, to appoint any representative to perform acts necessary for the implementation and accomplishment of the requirements under the Memorandum Circular. The Secretary's Certificate was duly notarized on 31 October 2018 in Makati City by Atty. Steffi C. Sales under Doc. No. 133, Page No. 028, Book No. III, and Series of 2018.</p>
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FINDINGS:

1. An original copy of the Sworn Undertaking dated 06 November 2018 was submitted. It contained all the mandatory provisions pursuant Section 6.2 (i) of Memorandum Circular No. 09-09-2018.
2. The Sworn Undertaking dated 06 November 2018 was duly notarized on 06 November 2018 in Makati City by Atty. Roxanne Viel C. Santos and entered in her notarial book (Doc. No. 375, Page No. 076, Book No. II, and Series of 2018).
3. The Resolution dated 06 November 2018 attached to the Sworn Undertaking dated 06 November 2018 was notarized by Atty. Roxanne Viel C. Santos in Makati City and entered into her notarial book (Doc. No. 372, Page No. 076, Book No. II, and Series of 2018).
4. To confirm due execution of the Sworn Undertaking dated 06 November 2018, the following documents were obtained:
 - a. A Letter dated 10 November 2018 by Atty. Roxanne Viel C. Santos confirming that the Bidding Agreement dated 06 November 2018 was sworn before her (**Appendix 1**);
 - b. A photocopy of the Notarial Book Entry (**Appendix 2**); and
 - c. A Letter dated 12 November 2018 by Ms. Feliciano C. Servidad, Records Officer II, OIC- Notarial Section, RTC Makati Office of the Clerk of Court, confirming Atty. Santos' Notarial Commission (**Appendix 3**).

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Document Verification of:
PARTICIPATION SECURITY

ANNEX "K"

REQUIREMENT	DOCUMENT SUBMITTED
<p>Requirement under SEC. 6.2(j) of MC 09-09-2018</p> <p>1. Amount and Validity Period of Participation Security</p> <p>The Participant shall post a Participation Security in favor of the "National Telecommunications Commission" with a face value of P700 M equivalent to one-half percent (0.5%) of the minimum Capital and Operational Expenditure at the end of the Commitment Period. The Participation Security shall be valid for one hundred eighty (180) calendar days from the date for the submission and opening of the Selection Documents. The Selection Committee shall issue a written request if it needs the Participants to extend the validity of their Participation Security.</p> <p>2. Form of Participation Security</p> <p>The Participation Security shall be in the form of Cash or cashier's/manager's check, draft or irrevocable letter of credit issued by a universal or commercial bank in the Philippines: Provided, however, that, if issued by a foreign bank, it shall be confirmed or authenticated by a universal or commercial bank in the Philippines. The Participants have the option to select the form of the Participation Security.</p>	<p>The Bank of China Manila Branch issued an Irrevocable Standby Letter of Credit No. LG5113218000204 dated 05 November 2018, in the amount of PHP700,000,000.00 in favor of the National Telecommunications Commission and for the account of Mindanao Islamic Telephone Company, Inc., in connection with the Selection Process for the New Major Player in the Philippine Telecommunications Market, valid and effective for a period of One Hundred and Eighty (180) calendar days from 07 November 2018 and until 06 May 2019.</p> <p>The signatories of the Irrevocable Standby Letter of Credit are Ms. Joanna Patricia S. Paraiso and Mr. Chen Xiang.</p> <p>Atty. Steffi C. Sales notarized the instrument on 05 November 2018.</p> <p>Attached as Annex A: Demand for Sight Payment</p>

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FINDINGS:

1. To verify the authenticity and due execution of the Irrevocable Standby Letter of Credit, Atty. Ella Blanca Lopez, Chairperson of the Selection Committee, sent a letter to the Bank of China Manila Branch informing them that members of the Technical Working Group (TWG) will be coordinating with them on the said matter.
2. On 08 November 2018, members of the Technical Working Group met with Ms. Joanna Patricia S. Paraiso, Head, Operations Department of the Bank to verify the Irrevocable Standby Letter of Credit submitted.
3. Ms. Paraiso confirmed the authenticity of the Irrevocable Standby Letter of Credit and identified her signature, as one of the signatories thereto.
4. Mr. Deng Jun, Country Head of the Bank, issued a *Certification* dated 08 November 2018, certifying the authority of Mr. Chen Xiang and Ms. Joanna Patricia S. Paraiso to sign the Irrevocable Standby Letter of Credit in favor of NTC. A copy of the Certification dated 08 November 2018 is attached herein as **Annex K-1**.
5. A *Certificate of Appearance* dated 08 November 2018 was issued by Ms. Paraiso to certify that the members of the TWG personally appeared in the Bank for the purpose of validating the authenticity of the Irrevocable Standby Letter of Credit. A copy of the Certificate of Appearance dated 08 November 2018 is attached as **Annex K-2**.
6. To confirm due execution of the Irrevocable Standby Letter of Credit dated 05 November 2018, the following documents were obtained:
 - a. A Letter dated 10 November 2018 by Atty. Steffi C. Sales confirming that the Irrevocable Standby Letter of Credit dated 05 November was sworn before her (**Annex K-3**);
 - b. A photocopy of the Notarial Book Entry (**Annex K-4**); and
 - c. A Letter dated 12 November 2018 by Ms. Feliciano C. Servidad, Records Officer II, OIC-Notarial Section, RTC Makati Office of the Clerk of Court, confirming Atty. Santos' Notarial Commission (**Appendix 3**).

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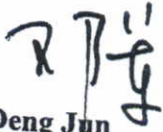
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CERTIFICATION

By my authority as Country Head of Bank of China Limited – Manila Branch (“**Bank**”), as set forth under a Deed of Delegation executed by GAO YINGXIN, BANK OF CHINA (HONG KONG) LIMITED (“**BOCHK**”) Chief Executive on 17 January 2018, himself acting under a Special Power of Attorney dated 1 January 2018 from BOCHK, I hereby certify that **Mr. Chen Xiang and Ms. Joanna Patricia S. Paraiso**, are authorized to sign the **Standby Letter of Credit no. LG5113218000204** in favor of the **National Telecommunications Commission** for the account of **Mindanao Islamic Telephone Company, Inc.**

This certificate is being issued upon request for whatever legal purpose it may serve.

Issued this 8 November 2018, in Taguig City.


Deng Jun
Country Head
Bank of China Limited – Manila Branch

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CERTIFICATE OF APPEARANCE

This is to certify that the representatives of the National Telecommunications Commission ("NTC") listed below personally appeared in Bank of China Limited Manila Branch's ("Bank") office at 28th Floor, the Finance Centre, 26th Street corner 9th Avenue, Bonifacio Global City, Taguig City on 8 November 2018 for the purpose of validating the authenticity of the SBLC for PhP700mio issued by the Bank in favor of NTC for the account of Mindanao Islamic Telephone Company, Inc.:

Atty. Rebecca G. Millena
Ms. Flora B. Alino
Engr. Glenn Anthony C. Mercado

This certificate is being issued upon request for whatever legal purpose it may serve.

Issued this 8 November 2018, in Taguig City.


Joanna Patricia S. Paraiso
Head, Operations Department
Bank of China Limited – Manila Branch

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12 November 2018

ROMULO *

ROMULO MABANTA BUENAVENTURA
SAYOC & DE LOS ANGELES

Attorneys at Law

NMP Selection Committee
National Telecommunications Commission
NTC Building, BIR Road, East Triangle,
Diliman, Quezon City 1104

ANNEX K-3

Attention: Atty. Ella Blanca B. Lopez

Re: Verification of Due Execution of Documents Submitted

Dear Atty. Lopez,

In response to your letter dated 08 November 2018 regarding the verification of the due execution of documents submitted by Mindanao Islamic Telephone Company, Inc. as the provisional New Major Player in the Philippine telecommunications market on 7 November 2018, we hereby transmit the following documents:

1. Confirmation Letter from Atty. Steffi Sales and photocopy of Notarial Book of Entries for the following documents:
 - a. MISLATEL Secretary's Certificate dated 31 October 2018
 - b. Bank of China Letter of Credit dated 5 November 2018
2. Confirmation Letter from Atty. Roxanne Santos and photocopy of Notarial Book of Entries for the following documents:
 - a. Bidding Agreement dated 6 November 2018
 - b. Omnibus Sworn Statement dated 6 November 2018
 - c. Sworn Undertaking dated 6 November 2018
 - d. Philippine Competition Commission (PCC) Undertaking dated 6 November 2018
 - e. Chelsea Logistics Holdings Corp. Secretary's Certificate dated 6 November 2018
 - f. Udenna Corporation Secretary's Certificate dated 3 November 2018
 - g. Resolution dated 6 November 2018, and
 - h. Authorization dated 6 November 2018

Please feel free to contact us for any further questions or clarifications.

MANILA
24th Floor, One World Trade Center
1201 P.O. Box 1000
Manila, Philippines 1000
Tel: +63 2 8768 0104
Fax: +63 2 8768 0105

CEBU

HONG KONG

Makati, Philippines
1201 P.O. Box 1000

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ROMULO MABANTA BUENAVENTURA
SAYOC & DE LOS ANGELES

Very truly yours,

ROMULO MABANTA BUENAVENTURA
SAYOC AND DE LOS ANGELES

By:


STEFFI C. SALES
Associate

8 1/2 p from the J de su m of (i) mm

 MDI 18

12 November 2018

NMP Selection Committee
National Telecommunications Commission
NTC Building, BIR Road, East Triangle,
Diliman, Quezon City 1104

Attention: Atty. Ella Blanca B. Lopez

Re: Verification of Due Execution of Documents Submitted

Dear Atty. Lopez,

I confirm receipt of your request dated 8 November 2018 regarding the verification of the due execution of documents submitted by Mindanao Islamic Telephone Company, Inc. ("MISLATEL") as the provisional New Major Player in the Philippine telecommunications market on 7 November 2018.

Pursuant to the foregoing, I write to confirm the due execution of the following documents sworn before me:

1. MISLATEL Secretary's Certificate dated 31 October 2018
2. Bank of China Letter of Credit dated 5 November 2018

I have also attached for your reference a photocopy of the Notarial Book of Entries reflecting the entry of the enumerated documents above.

Please feel free to contact me for any further questions or clarifications.

Thank you.

Kind regards,


Steffi C. Sales



MDI 

ANNEX K-4

NOTARIAL REGISTER of Mr. _____
 REGISTRADO NOTARYAL NI G. _____
 Under appointment made on the _____ of _____,
 o nombramiento na ginawa noong _____ ng _____,

ENTRY NUMBER	TITLE/DESCRIPTION OF INSTRUMENT	NAMES & ADDRESSES OF PARTIES	NAMES & ADDRESSES OF WITNESSES
136			
137			
138	LETTER OF CREDIT	<i>Jessica L. Pacion</i> JESSICA PATRICIA S. PACION <i>[Signature]</i> CHEN, XIANG	
139			
140			

JUDICIAL FORM No. 143, AS AMENDED
 PORMULARIONG PANGHUKUMAN BLG. 143

of _____
 ng _____
 and expiring December 31
 na magtatapos sa Disyembre 31,

ATTY. STEFFI C. SALES
 Commission No. M-551
 Notary Public for Makati City
 Until December 31, 2018
 21st Floor Philamlife Tower
 8767 Paseo de Roxas, Makati City

_____, Philippines, for the year
 Pilipinas, para sa taon

29
 MDI

COMPETENT EVIDENCE OF IDENTITY	DATE & TIME OF NOTARIZATION	ROLL No. 69303 TYPE OF NOTARIAL ACT IBP No. 003302 / LIFETIME / Makati City	FEES & O.R. NO.	OTHER PLACE OF NOTARIZATION OTHER THAN OFFICE OF NOTARY PUBLIC AND/OR REMARKS
AP#-01530644 NOUNDO 17 JAN 2017 AT OFANCP 104TH NOUNDO 26 MAY 2014 AT CHINA	NOV 05 2018			<i>[Signature]</i> <i>[Signature]</i> <i>[Signature]</i>

I HEREBY CERTIFY that during the past week
 Pinatutunayan ko na noong nakaraang linggo

{

 _____}

instruments were
 ang mga kasulatang

{
 executed
 isinagawa
 sworn to
 pinanumpaan
 acknowledged
 tinanggap

before me.
 sa harapan ko.

Date
 Petsa

Whether acknowledgment, oath, jurat, signature witnessing or copy certification

Notary Public
 Notaryo Publiko

[Handwritten signatures and notes in the right margin]

NOTARIAL REGISTER of Mr. _____
 REHISTRO NOTARYAL NI G. _____
 Under appointment made on the _____ of _____,
 Sa nombramiento na ginawa noong _____ ng _____,

ENTRY NUMBER	TITLE/DESCRIPTION OF INSTRUMENT	NAMES & ADDRESSES OF PARTIES	NAMES & ADDRESSES OF WITNESSES
131			
132			
133		<i>Mabelle Grace A. Dalay</i>	
134	MINDANAO KRAMIC TRADING COMPANY INC. (MTC)	MABELLE GRACE A. DALAY	
135			

JUDICIAL FORM No. 143, AS AMENDED
 PORMULARIONG PANGHUKUMAN BLG. 143

ATTY. STEFFI C. SALES
 Commission No. M-551
 Notary Public for Makati City
 Until December 31, 2018
 21st Floor Philamlife Tower
 8767 Paseo de Roxas, Makati City
 Roll No. 69303

_____, Philippines, for the year _____
 Pilipinas, para sa taon _____

of _____
 ng _____
and expiring December 31
 na magtatapos sa Disyembre 31,

COMPETENT EVIDENCE OF IDENTITY	DATE & TIME OF NOTARIZATION	TYPE OF NOTARIAL ACT	OTHER PLACE OF NOTARIZATION OTHER THAN OFFICE OF NOTARY PUBLIC AND/OR REMARKS
IBP# 192655	OCT 31 2018		

HEREBY CERTIFY that during the past week
 Pinagtatunayan ko na noong nakaraang linggo

{

_____}

instruments were
ang mga kasulatang

executed
isinagawa
sworn to
pinasampaan
acknowledged
tinanggap

before me.
sa harapan ko.

Date
Paksa

Whether acknowledgment, oath, jurat, signature witnessing or copy certification

Notary Public

28
MDI

[Handwritten signatures and initials]

Document Verification of: PCC UNDERTAKING	ANNEX "L"
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REQUIREMENT	DOCUMENT SUBMITTED
<p>MC Section 8.3 (k) of the ITP</p> <ul style="list-style-type: none"> - NMP Undertaking to PCC - Format of the PCC Undertaking is attached as Annex "PCC UNDERTAKING" of the ITP 	<p>The PCC Undertaking dated 06 November 2018 was signed and executed by:</p> <ol style="list-style-type: none"> 1. Udenna Corporation represented by Adel A. Tamano; 2. Chelsea Logistics Holdings Corp., represented by Chryst Alfontus V. Damuy; 3. China Telecommunications Corporation represented by Wang Qiyu; and 4. Mindanao Islamic Telephone Company, Inc. represented by Nicanor L. Escalante.

FINDINGS:

1. An original copy of the PCC Undertaking dated 06 November 2018 was submitted and it contains all the mandatory provisions pursuant Section 8.3 (k) of Memorandum Circular No. 09-09-2018 the format of which was as provided as Annex "PCC UNDERTAKING" of the Invitation to Participants.
2. The PCC Undertaking was notarized by Atty. Roxanne Viel C. Santos, on 06 November 2018 in Makati City and entered in her Notarial Book (Doc. No. 376, Page No. 077, Book No. II, Series of 2018).
3. To confirm due execution of the PCC Undertaking dated 06 November 2018, the following documents were obtained:
 - a. A Letter dated 10 November 2018 by Atty. Roxanne Viel C. Santos confirming that the PCC Undertaking dated 06 November 2018 was sworn before her (**Appendix 1**);
 - b. A photocopy of the Notarial Book Entry (**Appendix 2**); and
 - c. A Letter dated 12 November 2018 by Ms. Feliciano C. Servidad, Records Officer II, OIC-Notarial Section, RTC Makati Office of the Clerk of Court, confirming Atty. Santos' Notarial Commission (**Appendix 3**).

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Document Verification of: TWO (2) USB FLASH DRIVES	ANNEX "M"
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REQUIREMENT	REQUIREMENT SUBMITTED
<p>MC Sec. 6.1 & ITP Sec. 8.2</p> <p>-x-x-x-</p> <p>The Participant shall also submit scanned or digitized copies of its Selection Process Qualification Documents in searchable and non-editable PDF Files stored in two (2) flash drives contained in a duly marked sealed envelope.</p> <p>-x-x-x-</p>	<p>Two USB Flash drives are placed in anti-static bags</p>

FINDINGS:

1. USBs submitted contained the required PDF Files.
2. It contains 55 individual PDF of the documents submitted and a consolidated PDF file.

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Document Verification of: PRINTOUT OF NMP SELECTION DOCUMENTS FORM A AND FORM B	ANNEX "N"
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REQUIREMENT	DOCUMENTS SUBMITTED
<p>MEMORANDUM CIRCULAR</p> <p>6.4 CONTENTS OF THE SECOND SUBMISSION PACKAGE:</p> <p>Without prejudice to such other additional documents as may be specified in the Instructions to Participants, the Second Submission Package shall contain the following:</p> <p>a. NMP Selection Documents Form A is the filled-in electronic template of the specific barangays to be covered and the year of coverage, which shall also be stored in a suitable flash drive tagged as "Form A of (Name of Participant)" containing both the electronic spreadsheet (MS Excel) and searchable and non-editable PDF file. The electronic media shall be accompanied by a printout of all the sheets which shall be signed on each and every page by the duly authorized representative of the Participant which shall be contained in an envelope or box marked as "Form A hardcopies of (Name of Participant)".</p> <p>b. NMP Selection Documents Form B is the Participant's Annual Bids and Weight, on the selection criteria which shall be signed on each and every page by the authorized representative of the Participant.</p> <p>INSTRUCTIONS TO PARTICIPANTS Amendatory/Clarificatory Bulletin No. 06</p> <p>a. CONTENTS OF THE SECOND SUBMISSION PACKAGE:</p> <p>The Second Submission Package shall contain the following:</p> <p>a. NMP Selection Documents Form A is the filled-in electronic template of the specific barangays to be covered and the year of coverage, which shall also be stored in a suitable flash drive tagged as "Form A of (Name of Participant)" containing both the electronic spreadsheet (MS Excel) searchable and non-editable PDF file. The filled-in electronic template shall be</p>	<p>Printed and signed/initialed copies of MISLATEL's Second Submission Package:</p> <p>a) Form A print-outs Minimums Province Level City_Municipal_Level PSGC Coding form</p> <p>b) Form B and other print-outs Form B Form A Summary Regional Level</p> <p>USB flash drives</p> <p>a) two (2) USB flash drives with pdf files of scanned copies of Form A print-outs and Form B and other print-outs</p> <p>b) one (1) USB flash drive with MS Excel spreadsheet files of entire Form A. File name: <i>Form-A-Website-20181006-1830.xlsx</i></p>

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accompanied by a printout of all the sheets which shall be signed on each and every page by the duly authorized representative/s of the Participant which shall be contained in an envelope or box marked as "Form A hardcopies of (Name of Participant)".

b. The following documents shall be (1) contained in a separate sealed envelope with marking "NMP SELECTION DOCUMENTS FORM B OF (NAME OF PARTICIPANT), FORM A SUMMARY SHEET, REGIONAL LEVEL, AND" (2) included inside the Second Submission Package of the Participant:

(1) NMP Selection Documents Form B Print-Out duly signed by the Participant's Authorized Representative (1 page),

(2) NMP Selection Documents Form A Summary sheet Print-Out duly signed/initialed by the Participant's Authorized Representative/s (1 page),

(3) NMP Selection Documents Regional Level sheet duly signed/initialed by the Participant's Authorized Representative/s (1 page).

The remaining filled in NMP Selection Documents Form A printed sheets, i.e. Minimums, Provincial Level, City_Municipality Level, PSGC Coding Form, shall be signed on each and every page by the authorized representative/s of the Participant.

xxx

g. Any changes or modifications other than the required encoding of text and values (year covered in PSGC Coding Form, Speed, Capex/Opex) and refreshing of pivot tables found on the electronic sheets and resulting print-outs which shall significantly change the HCLoS points that should be earned shall be deemed as false information or falsified documents.

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FINDINGS:

1. The results of MISLATEL's electronic file Form-A-Website-20181006-1830.xlsx was compared to all the print-outs of all the sheets as signed/initialed and are confirmed as the print-outs submitted.
2. MISLATEL's electronic file Form-A-Website-20181006-1830.xlsx was compared to NMP Form A template for audit purposes to check on encoding and possible revisions on the sheets and formulas. Using the tool MS Excel Add-In *Inquire*, there were no material revisions (only formatting revisions) on any of the sheets, i.e. formulas to compute CLoS points and summary results from pivot table sheets: Regional Level, Province Level, and City_Municipal_Level sheets. (Please refer to audit results, hardcopy and spreadsheet files attached herein as **Annex N-1**).

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ANNEX N-1

NMP Form A Template

versus

MISLATEL Form A

Results of audit of Participant MISLATEL's Form A (Form-A-Website-20181006-1830.xlsx) for encoding and workbook/sheet revisions.
Audit Tool: MS Excel COM-Add In **Inquire**

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Home

Compare Files Show Formulas Show Workbook Formatting Export Results Copy Results to Clipboard Options Help

Compare view Export information

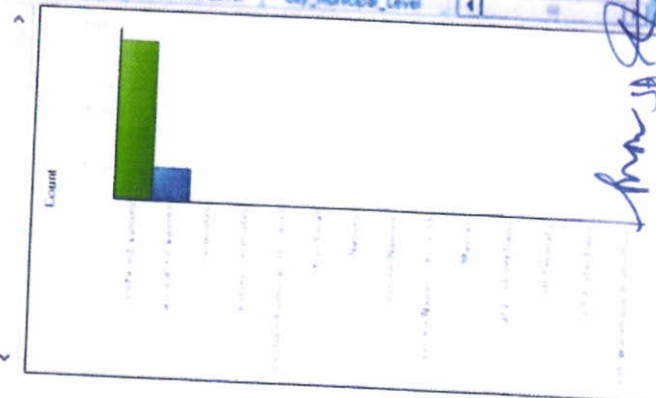
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34	2018-11-13									
35										
36	[Signature									
37										
38	[Name of A									

Form B Results

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31	Participant									
32	Mindanao I									
33										
34	2018-11-13									

Form B Form A Summary Minimums Region Level Province Level City_Municipal_Level

Enable	Option	Sheet	Cell	Value 1	Value 2	Change Description
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<input checked="" type="checkbox"/>	Calculated Values	Form B				Added Row 34
<input checked="" type="checkbox"/>	Formulas	Form B	A32	[Name of Partic	Mindanao Islan	Entered Value Changed
<input checked="" type="checkbox"/>	SysGen Formulas	Form B	A32	Background co	Background co	Cell Formatting Changed
<input checked="" type="checkbox"/>	SysGen Formulas Errors	Form B	A33	Background co	Background co	Cell Formatting Changed
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<input checked="" type="checkbox"/>	SysGen Names	Form B	C32	Background co	Background co	Cell Formatting Changed
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<input checked="" type="checkbox"/>	Regions	Form B	D32	Background co	Background co	Cell Formatting Changed
<input checked="" type="checkbox"/>	SysGen Regions	Form B	D33	Background co	Background co	Cell Formatting Changed
<input checked="" type="checkbox"/>	Provinces	Form B	E32	Background co	Background co	Cell Formatting Changed
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<input checked="" type="checkbox"/>	Cities/Municipalities	Form B	F32	Background co	Background co	Cell Formatting Changed
<input checked="" type="checkbox"/>	SysGen Cities/Municipalities	Form B	F33	Background co	Background co	Cell Formatting Changed



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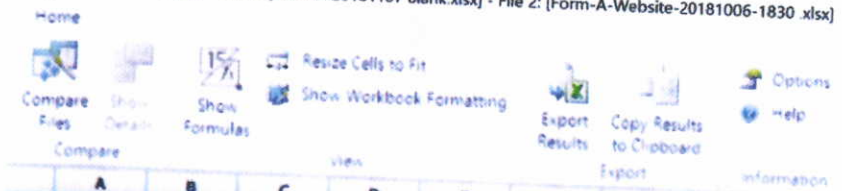
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do you have a copy of this form?

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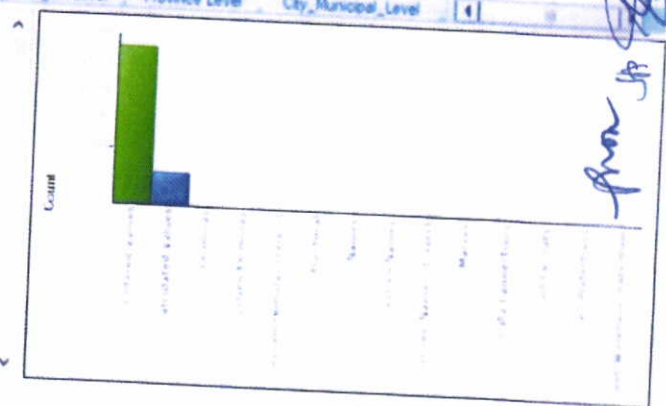
Form A Results

Criteria, Poi	FY 1	FY 2	FY 3	FY 4	FY 5	Not Covere	Grand Total
Coverage (8.00%	8.00%	8.00%	8.00%	8.00%	100.00%	100.00%
Cumulative	8.00%	8.00%	8.00%	8.00%	8.00%		
Coverage P	.00 pts	.00 pts	.00 pts	.00 pts	.00 pts		
Speed							
Speed Poin	.00 pts	.00 pts	.00 pts	.00 pts	.00 pts		
Capex/Ope							
Cumulative	Bn	Bn	Bn	Bn	Bn		
Capex/Ope	.00 pts	.00 pts	.00 pts	.00 pts	.00 pts		
Annual Rati	.00 pts	.00 pts	.00 pts	.00 pts	.00 pts		
Weight	100%	140%	130%	70%	60%		
Final Bid R	.00 pts	.00 pts	.00 pts	.00 pts	.00 pts		

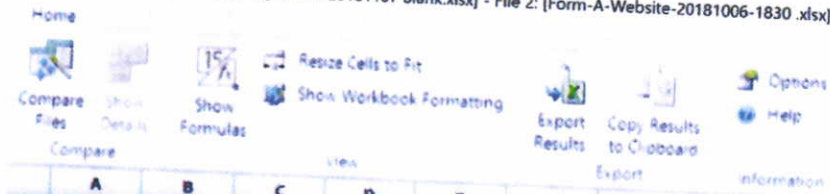
Criteria, Poi	FY 1	FY 2	FY 3	FY 4	FY 5	Not Covere	Grand Total
Coverage (	37.81%	13.99%	18.99%	19.60%	4.00%	15.99%	100.00%
Cumulative	37.81%	51.81%	70.81%	90.41%	94.41%		
Coverage P	27.00 pts	31.00 pts	40.00 pts	40.00 pts	34.00 pts		
Speed	7 Mbps	33 Mbps	35 Mbps	16 Mbps	33 Mbps		
Speed Poin	13.00 pts	25.00 pts	25.00 pts	28.00 pts	25.00 pts		
Capex/Ope	150 Bn	47 Bn	27 Bn	27 Bn	27 Bn		
Cumulative	150 Bn	176 Bn	203 Bn	230 Bn	257 Bn		
Capex/Ope	35.00 pts	35.00 pts	35.00 pts	35.00 pts	35.00 pts		
Annual Rati	73.00 pts	91.00 pts	100.00 pts	100.00 pts	94.00 pts		
Weight	100%	140%	130%	70%	60%		
Final Bid R	73.00 pts	127.40 pts	136.00 pts	79.00 pts	56.40 pts		456.80 pts

Ready - File 1: [Form A 20181107 Blank.xlsx] - File 2: [Form-A-Website-20181006-1830 .xlsx] - Total Displayed Items: 33539

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Minimums

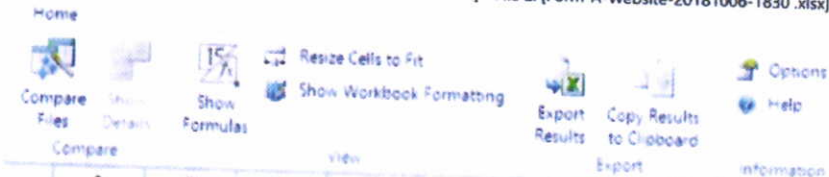
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3	Coverage	50%	60%	70%	80%	90%
4	Speed Mini	5 Mbps	5 Mbps	5 Mbps	5 Mbps	5 Mbps
5	Speed Maxi	55 Mbps	55 Mbps	55 Mbps	55 Mbps	55 Mbps
6	Capex/Ope	40 Bn	65 Bn	90 Bn	115 Bn	140 Bn
7	Capex/Ope	140 Bn	165 Bn	190 Bn	215 Bn	240 Bn
9	MINIMUM					
10	Coverage					
11	Speed					
12	Capex/Ope					
14	Violate Mini					

	A	B	C	D	E	F
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2	Coverage	10%	20%	30%	40%	50%
3	Coverage	50%	60%	70%	80%	90%
4	Speed Mini	5 Mbps	5 Mbps	5 Mbps	5 Mbps	5 Mbps
5	Speed Maxi	55 Mbps	55 Mbps	55 Mbps	55 Mbps	55 Mbps
6	Capex/Ope	40 Bn	65 Bn	90 Bn	115 Bn	140 Bn
7	Capex/Ope	140 Bn	165 Bn	190 Bn	215 Bn	240 Bn
9	MINIMUM					
10	Coverage					
11	Speed					
12	Capex/Ope					
14	Violate Mini					

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<input checked="" type="checkbox"/>	Formulas	Form B	A:32	[Name of Partic	Mindanao Islam	Entered Value Changed
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<input checked="" type="checkbox"/>	SysGen Formulas Errors	Form B	A:33	Background co	Background co	Cell Formatting Changed
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<input checked="" type="checkbox"/>	SysGen Names	Form B	C:32	Background co	Background co	Cell Formatting Changed
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Province Level

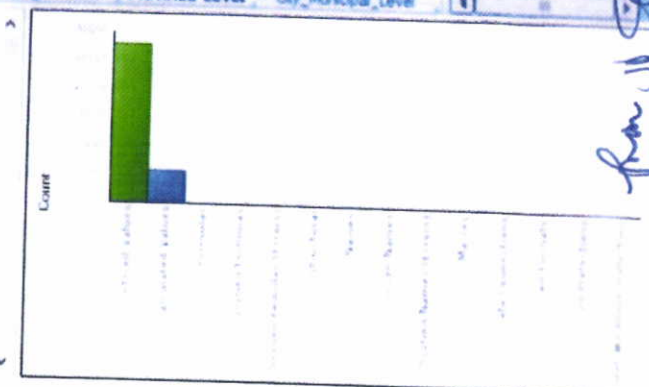
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2											
3		Sum of PO									
4	Reg_Code	Reg_Name	Prov_Code	Prov_Name	Fiscal Year	1	2	3	4	5	Not Covered
5	010000000	REGION I (	012800000	ILOCOS NO							593,081
6			012900000	ILOCOS SU							689,668
7			013300000	LA UNION							786,653
8			015500000	PANGASIN							2,956,726
9	010000000										5,026,128
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11			021500000	CAGAYAN							1,199,320
12			023100000	ISABELA							1,593,566
13			025000000	NUEVA VIZ							452,287
14			025700000	QUIRINO							188,991
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16	030000000	REGION III	030800000	BATAAN							780,650
17			031400000	BULACAN							3,292,071
18			034900000	NUEVA ECI							2,151,461
19			035400000	PAMPANGA							2,609,744
20			036900000	TARLAC							1,366,027
21	030000000		037100000	ZAMBALES							823,888
											823,888

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2											
3		Sum of PO									
4	Reg_Code	Reg_Name	Prov_Code	Prov_Name	Fiscal Year	1	2	3	4	5	Not Covered
5	010000000	REGION I (	012800000	ILOCOS NO			159,823	343,598	55,882	4,127	30,551
6			012900000	ILOCOS SU			204,857	274,828	119,414	14,460	76,909
7			013300000	LA UNION			8,464	356,354	214,589	135,850	833
8			015500000	PANGASIN			2,335,785	77,833	181,255	255,758	2,840
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13			025000000	NUEVA VIZ				88,728	231,451		6,278
14			025700000	QUIRINO				15,990	99,933		431
15	020000000						1,477	648,597	1,347,902	32,819	163,806
16	030000000	REGION III	030800000	BATAAN				747,446	4,455	467	1,056,309
17			031400000	BULACAN				1,215,444	45,578	467	8,242
18			034900000	NUEVA ECI				1,737,492	93,771	146,620	9,678
19			035400000	PAMPANGA				2,353,503	181,759	59,726	78,175
20			036900000	TARLAC				516,115	181,371	350,926	14,707
21	030000000		037100000	ZAMBALES				773,211	21,790	16,172	55,458
											1,366,027
											823,888

Enable Option

- Select All
- Deleted Values
- Calculated Values
- Formulas
- SysGen Formulas
- SysGen Formulas Errors
- Background
- Names
- SysGen Names
- SysGen Names Error
- Merged

Sheet	Cell	Value 1	Value 2	Change Description
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Form B				Deleted Row 38
Form B				Added Row 34
Form B	A32	[Name of Partic	Mindanao Islam	Entered Value Changed
Form B	A32	Background co	Background co	Cell Formatting Changed
Form B	A33	Background co	Background co	Cell Formatting Changed
Form B	B32	Background co	Background co	Cell Formatting Changed
Form B	B33	Background co	Background co	Cell Formatting Changed
Form B	C32	Background co	Background co	Cell Formatting Changed
Form B	C33	Background co	Background co	Cell Formatting Changed
Form B	D32	Background co	Background co	Cell Formatting Changed
Form B	D33	Background co	Background co	Cell Formatting Changed
Form B	E32	Background co	Background co	Cell Formatting Changed
Form B	E33	Background co	Background co	Cell Formatting Changed



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from JJ

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Home

Compare Files, Show Details, Show Formulas, Resize Cells to Fit, Show Workbook Formatting, Export Results, Copy Results to Clipboard, Options, Help

City_Municipal_Level

	A	B	C	D	E	F	G	H	I	J	K
1											
2											
3		Sum of PO									
4	Reg_Code	Reg_Name	Prov_Code	Prov_Name	CityMun_C	CityMun_n	Fiscal Year				
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6					012802000	BACARRA					
7					012803000	BADOC					
8					012804000	BANGUI					
9					012805000	CITY OF B					
10					012806000	BURGOS					
11					012807000	CARASI					
12					012808000	CURRIMAO					
13					012809000	DINGRAS					
14					012810000	DUMALNEG					
15					012811000	BANNA (ES					
16					012812000	CITY OF LA					
17					012813000	MARCOS					
18					012814000	NUEVA ER					
19					012815000	PAGUDPUD					
20					012816000	PAQAY					
21					012817000	PASQUIN					

	A	B	C	D	E	F	G	H	I	J	K
1											
2											
3		Sum of PO									
4	Reg_Code	Reg_Name	Prov_Code	Prov_Name	CityMun_C	CityMun_n	Fiscal Year				
5	010000000	REGION I (	012800000	ILOCOS NO	012801000	ADAMS	1	2	3	4	5
6					012802000	BACARRA			1,792		
7					012803000	BADOC		11,201	21,814	1,997	
8					012804000	BANGUI		7,963	21,666	5,825	
9					012805000	CITY OF B		2,176	6,871	945	
10					012806000	BURGOS		15,319	37,801	445	566
11					012807000	CARASI			3,287	5,113	1,377
12					012808000	CURRIMAO					
13					012809000	DINGRAS		541	4,812	7,831	
14					012810000	DUMALNEG		7,966	26,773	4,708	
15					012811000	BANNA (ES			2,947		
16					012812000	CITY OF LA				16,582	
17					012813000	MARCOS		64,265	46,868		
18					012814000	NUEVA ER			4,488	18,545	
19					012815000	PAGUDPUD					2,184
20					012816000	PAQAY		5,478	18,292		
21					012817000	PASQUIN		2,538	17,653	1,970	

Form A Summary, Minimus, Region Level, Province Level, City_Municipal_Level, PSGC

Enable	Option	Sheet	Cell	Value 1	Value 2	Change Description
<input checked="" type="checkbox"/>	Select All	Form B				Deleted Row 36
<input checked="" type="checkbox"/>	Entered Values	Form B				Deleted Row 30
<input checked="" type="checkbox"/>	Calculated Values	Form B				Added Row 34
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<input checked="" type="checkbox"/>	SysGen Formulas	Form B	A32	Background co	Background co	Cell Formatting Changed
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<input checked="" type="checkbox"/>	SysGen Names Errors	Form B	C33	Background co	Background co	Cell Formatting Changed
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<input checked="" type="checkbox"/>	SysGen Names Errors	Form B	E33	Background co	Background co	Cell Formatting Changed



MDI
 [Handwritten signatures and initials]

12 November 2018

ROMULO ✱

ROMULO TABARNA SUENAVENTURA
NATIONAL BAR OF LOS ANGELES

Attorneys at Law

NMP Selection Committee
National Telecommunications Commission
NTC Building, BIR Road, East Triangle,
Diliman, Quezon City 1104

Appendix 1

Attention: Atty. Ella Blanca B. Lopez

Re: Verification of Due Execution of Documents Submitted

Dear Atty. Lopez,

In response to your letter dated 08 November 2018 regarding the verification of the due execution of documents submitted by Mindanao Islamic Telephone Company, Inc. as the provisional New Major Player in the Philippine telecommunications market on 7 November 2018, we hereby transmit the following documents:

1. Confirmation Letter from Atty. Steffi Sales and photocopy of Notarial Book of Entries for the following documents:
 - a. MISLATEL Secretary's Certificate dated 31 October 2018
 - b. Bank of China Letter of Credit dated 5 November 2018

2. Confirmation Letter from Atty. Roxanne Santos and photocopy of Notarial Book of Entries for the following documents:
 - a. Bidding Agreement dated 6 November 2018
 - b. Omnibus Sworn Statement dated 6 November 2018
 - c. Sworn Undertaking dated 6 November 2018
 - d. Philippine Competition Commission (PCC) Undertaking dated 6 November 2018
 - e. Chelsea Logistics Holdings Corp. Secretary's Certificate dated 6 November 2018
 - f. Udenna Corporation Secretary's Certificate dated 3 November 2018
 - g. Resolution dated 6 November 2018, and
 - h. Authorization dated 6 November 2018

Please feel free to contact us for any further questions or clarifications.

[Handwritten signature]

[Handwritten initials]

MDI/15

ROMULO MABANTA BUENAVENTURA
SAYOC AND DE LOS ANGELES

Very truly yours,

ROMULO MABANTA BUENAVENTURA
SAYOC AND DE LOS ANGELES

By:


STEFFI C. SALES
Associate

8/18/18 from SA [unclear] de [unclear] [unclear]

[Handwritten initials]

MDI [unclear]

10 November 2018

NMP Selection Committee
National Telecommunications Commission
NTC Building, BIR Road, East Triangle,
Diliman, Quezon City 1104

Attention: Atty. Ella Blanca B. Lopez

Re: Verification of Due Execution of Documents Submitted

Dear Atty. Lopez,

I confirm receipt of your request dated 8 November 2018 regarding the verification of the due execution of documents submitted by Mindanao Islamic Telephone Company, Inc. as the provisional New Major Player in the Philippine telecommunications market on 7 November 2018.

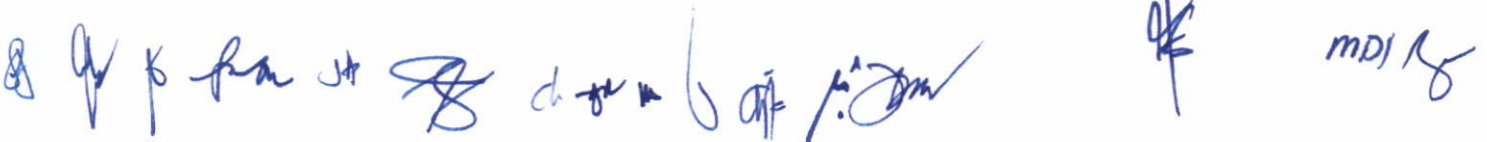
Pursuant to the foregoing, I write to confirm the due execution of the following documents sworn before me:

1. Bidding Agreement dated 6 November 2018
2. Omnibus Sworn Statement dated 6 November 2018
3. Sworn Undertaking dated 6 November 2018
4. Philippine Competition Commission (PCC) Undertaking dated 6 November 2018
5. Chelsea Logistics Holdings Corp. Secretary's Certificate dated 6 November 2018
6. Udenna Corporation Secretary's Certificate dated 3 November 2018
7. Resolution dated 6 November 2018, and
8. Authorization dated 6 November 2018

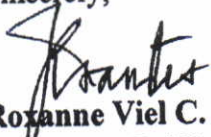
I have also attached for your reference a photocopy of the Notarial Book of Entries reflecting the entry of the enumerated documents above.

Please feel free to contact me for any further questions or clarifications.

Thank you.

A series of handwritten signatures and initials in blue ink are located at the bottom of the page. From left to right, there are several distinct signatures, including one that appears to be 'MDJ' followed by a stylized flourish.

Sincerely,


Roxanne Viel C. Santos
Notary Public

8 p p from the [unclear] do not to [unclear] [unclear]

 MDI 

Appendix 2

NOTARIAL REGISTER of Mr.

NOTARIAL NI G.

appointment made on the

of

Commission No. M-491
 Notary Public for Makati City
 Until December 31, 2018
 21st Floor, Philamille Tower
 8751 Paseo de Roxas, Makati City
 Philippines, para sa taon
 2018

ARTICLE NO.	TITLE/DESCRIPTION OF INSTRUMENT	NAMES & ADDRESSES OF PARTIES	NAMES & ADDRESSES OF WITNESSES
367			
368	DEED OF SALE	Handwritten signature	
369	MEMORANDUM OF AGREEMENT	Handwritten signature	
370			

COMPETENT EVIDENCE OF IDENTITY	DATE & TIME OF NOTARIZATION	TYPE OF NOTARIZATION FIR No. 021186/10-JAN-2018 / RSN	OTHER PLACE OF NOTARIZATION OTHER THAN OFFICE OF NOTARY PUBLIC AND/OR REMARKS
Handwritten signature	NOV 03 2018		

I HEREBY CERTIFY that during the past week
 Practising as a notary public in the

Instrument were
 acknowledged

executed
 sworn to
 acknowledged
 in my presence

Date

Notary Public

Whether acknowledgment, oath, jurat, signature witnessing or copy certification

Handwritten signature and date

NOTARIAL REGISTER of Mr.

REHISTRO NOTARYAL NI G.

Under appointment made on the _____ of _____,

Sa nomenclamento na ginawa noong _____ ng _____,

ENTRY NUMBER	TITLE/DESCRIPTION OF INSTRUMENT	NAMES & ADDRESSES OF PARTIES	NAMES & ADDRESSES OF WITNESSES
371	HECK CITY CHELSEA LOGISTICS HOLDINGS CORP.	MA. HENEDINA V. SAN JUAN	
372	RESOLUTION	Adel A. Tamar ADEL A. TAMAR CHARIS ALFONSO V. DAMILY MAYC CITY	RICANOR L. MORALES RONALDO MODESTO V. VENTURA LINA ALONSO V. SENA LEONILLO S. MORALES
373	BIDDING AGREEMENT	LEONILLO S. MORALES CHARIS ALFONSO V. DAMILY MAYC CITY RICANOR L. MORALES	
374	OWNERS' WORK AGREEMENT	Ronaldo Modesto RONALDO MODESTO V. VENTURA	
375	WORK UNDERTAKING	Ronaldo Modesto RONALDO MODESTO V. VENTURA	STEVE SALES CATERINE O. KINGKAY

ATTY. ROXANNE VIEL C. SANTOS

Commission No. M-491

Notary Public for Makati City

Until December 31, 2018

21st Floor, Philamlife Tower

8767 Paseo de Roxas, Makati City

Philippines, for the year
Pilipinas, para sa taon

of _____
ng _____
and expiring December 31
na matatapos sa Disyembre 31,

COMPETENT EVIDENCE OF IDENTITY	DATE & TIME OF NOTARIZATION	Roll No. 69028 PTR No. 101-101-101-101-101 IBP No. 025186 / 10-JAN-2018 / RSM	OTHER PLACE OF NOTARIZATION OTHER THAN OFFICE OF NOTARY PUBLIC AND/OR REMARKS
OL# N10-84-03570 VALUO UNTIL 01 SEPT 2022	NOV 06 2018		
PR# D156708A VALU UNTIL 01 SEPT 2022 PR# C177100B VALU UNTIL 30 NOV 2019 PR# C177100C VALU UNTIL 30 APRIL 2021 PR# C177100D VALU UNTIL 14 MAY 2021 PR# B156708A VALU UNTIL 26 MARCH 2020 PR# B156708B VALU UNTIL 26 MARCH 2020 PR# B156708C VALU UNTIL 26 MARCH 2020	NOV 06 2018		
PR# B156708D VALU UNTIL 30 NOV 2019 PR# B177100B VALU UNTIL 30 NOV 2019 PR# B156708E VALU UNTIL 26 OCT 2017 / CANTON PR# B177100C VALU UNTIL 14 MAY 2021	NOV 06 2018		
PR# B156708F VALU UNTIL 26 MARCH 2020 AT BRANCO CANTON	NOV 06 2018		
PR# B156708G VALU UNTIL 26 MARCH 2020 AT BRANCO CANTON	NOV 06 2018		

I HEREBY CERTIFY that during the past week
Pinatutunayan ko sa noong nakaraang linggo

{

_____}

instruments were
nag mga kasulatang

{
executed
isinagawa
sworn to
pinaunpaan
acknowledged
tinanggap

before me.
sa harapan ko.

Date _____
Petsa _____

Notary Public
Notaryo Publiko

*Whether acknowledgment, oath, jurat, signature witnessing or copy certification

8
of p from 10
of p from 10
of p from 10

NOTARIAL REGISTER of Mr. _____
REHISTRO NOTARYAL NI G. _____
Under appointment made on the _____ of _____,
Sa nombramiento na ginawa noong _____ ng _____,

FORMULARIONG PANGHUKUMAN BLG. 143
ATTY. ROXANNE VIEL C. SANTOS
 Commission No. M-491
 Notary Public for Makati City
 Until December 31, 2018
 21st Floor, Philamlife Tower
 8767 Paseo de Roxas, Makati City
 , Philippines, for the year
 Pilipinas, para sa taon
 11
 MD/RS

ENTRY NUMBER	TITLE/DESCRIPTION OF INSTRUMENT	NAMES & ADDRESSES OF PARTIES	NAMES & ADDRESSES OF WITNESSES
376	" UNDERSTANDING	Adil A. Tamon Adil A. TAMANO CHERRIE ANTONIO J. RAMON MAG. SANTI MICHAEL L. EXCELLENTE	
377	AUTHORIZATION	Ronald Modesto J. Ventura RONALDO MODESTO J. VENTURA	
378			
379			
380			

COMPETENT EVIDENCE OF IDENTITY	DATE & TIME OF NOTARIZATION	PTN No. 661925 / 10-JAN-2018 / MAKATI CITY IBP No. 025186 / 10-JAN-2018 / RSM	O.R. NO.	OTHER PLACE OF NOTARIZATION OTHER THAN OFFICE OF NOTARY PUBLIC AND/OR REMARKS
PHILIPPINE PASSPORT VALID UNTIL 10/09/2021 AT DPA MANILA OFFICER: T. T. T. T. VALID UNTIL 14 MAY 2021 AT DPA MNL NORTH HALL MISDP: 67-4621-002 VALID UNTIL 02/09/2021	NOV 06 2018			
PHILIPPINE PASSPORT VALID UNTIL 26 MARCH 2020 AT DPA MNL CENTRAL	NOV 06 2018			

I HEREBY CERTIFY that during the past week
 Pinatunayan ko sa noong nakaraang linggo

_____ instruments were
 _____ ang mga kasulatang

_____ executed
 _____ isinagawa

_____ sworn to
 _____ pinanumpa

_____ acknowledged
 _____ tinanggap

before me.
 sa harapan ko.

Date _____
 Petsa _____

Notary Public
 Notaryo Publiko

11
 MD/RS
 from [Signature]

*Whether acknowledgment, oath, jurat, signature witnessing or copy certification



Appendix

COMPANY REGISTRATION AND MONITORING DEPARTMENT

CERTIFICATION

This is to certify that the documents pertaining to the following corporations are authentic reproduction of the official records on file with the Securities and Exchange Commission:

A. Mindanao Islamic Telephone Company, Inc.
SEC Reg. No. A199718540

- 1) Certificate of Filing of Amended Articles of Incorporation (Amending Article III thereof)
Approved on 19 January 2018
- 2) Certificate of Filing of Amended Articles of Incorporation (Amending Articles III and VII thereof)
Approved on 22 July 2015
- 3) Certificate of Incorporation, Articles of Incorporation and By-laws
Approved on 25 September 1997
- 4) General Information Sheet dated 2 April 2018
- 5) Audited Financial Statements for 2017, 2016 and 2015

B. Chelsea Logistics Holdings Corp.
SEC Reg. No. CS201619734

- 1) Certificate of Filing of Amended Articles of Incorporation (Amending Articles II primary purposes and VII Reclassification of P10,000,000.00 common shares to Non-voting, Non-convertible Redeemable Preferred Shares thereof)
Approved on 18 June 2018
- 2) Certificate of Filing of Amended Articles of Incorporation (Amending Articles I and II (Primary and Secondary Purposes thereof)
Approved on 27 June 2017 (change of name from Chelsea Logistics Corp. to Chelsea Logistics Holdings Corp.)
- 3) Certificate of Filing of Amended Articles of Incorporation (Amending Articles I and VI thereof)
Approved on 21 December 2016 (change of name from Chelsea Shipping Group Corp. to Chelsea Logistics Corp.)

[Handwritten signatures and initials]

[Handwritten initials] MDI *[Handwritten initials]*

CERTIFICATION

I, Jianhua Zhao, of legal age, with address at 4896 Pasay Road, Dasmarinas Village, Makati City, Metro Manila, Republic of the Philippines, after being duly sworn in accordance with law, hereby depose and state that:

1. I am the Ambassador of the embassy of the People's Republic of China ("China") in the Philippines;
2. In China, the equivalent documents for the Certificate of Incorporation/Registration and the Articles of Incorporation are the following:
 - i) Business Licence (营业执照) as the equivalent document for Certificate of Incorporation/Registration; and
 - ii) Articles of Association (公司章程) as the equivalent document for the Articles of Incorporation.
3. In China, China Telecommunications Corporation's ("CT") country of registration and operations, there are no equivalent statutory documents of the following documents as required for the corporations to be registered or established in the Philippines in order for CT to be duly registered or established in China:
 - i) By-Laws; and
 - ii) General Information Sheet.
4. In China, the business licence and articles of association are submitted to the State Administration for Market Regulation (SAMR, 国家市场监督管理总局 in Chinese) or its local agencies, which performs, among other functions, the function of companies' registration and market regulation, which are equivalent to the functions of Philippine Securities and Exchange Commission ("SEC"). However, unlike the Philippine SEC, SAMR or its local agencies does not certify as true copies of the Business Licence or the Articles of Association which is submitted to it;
5. In China, in the ordinary course of business, the Audited Financial Statements ("AFS") of unlisted corporations such as CT, are not required to be submitted to the SAMR or its local agencies, the Chinese government equivalent to the Philippine SEC, which performs equivalent functions. Instead, the AFS shall be submitted to the State Administration of Taxation or its local agencies, the Chinese government equivalent to the Philippine Bureau of Internal Revenue ("BIR"), which performs equivalent functions. However, the State Administration of Taxation or its local agencies, the Chinese government equivalent to the Philippine BIR which performs equivalent functions, does not certify as true copies of the AFS which is submitted to it;
6. In China, the legitimate, valid manner for certifying copies of documents as certified true copy, as it is understood to be required in the Philippines, is by a notarisation by qualified notary public in China that a copy is a certified true copy.

I am executing this certification on behalf of the Chinese Embassy in the Philippines and as part of CT's submission of Selection Documents pursuant to Memorandum Circular No. 09-09-18, Instructions to Participants, and all other issuances of the National Telecommunications Commission in relation to the selection process of the "New Major Player" in the Philippine telecommunications industry, and for whatever other legal purpose it may serve.

IN WITNESS WHEREOF, I have hereunto set my hand this OCT 25 2018 day of 2018 in Makati City.

this is a true document issued by Chinese embassy

Jianhua Zhao, Ambassador of the Chinese Embassy

