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REPUBLIC OF THE PHILIPPINES  
SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills  
City of Mandaluyong, Metro Manila

Company Reg. No. 427-1

CERTIFICATE OF FILING  
OF  
AMENDED BY-LAWS

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Amended By-Laws of

**ATOK BIG WEDGE CO., INC.**

copy annexed, adopted on April 29, 2010 by majority vote of the Board of Directors and on May 28, 2010 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 majority of the said Board was approved by the Commission on this date pursuant to the provisions of Section 48 of the Corporation Code of the Philippines Batas Pambansa Blg. 68, approved on May 1, 1980, and copies thereof are filed with the Commission.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 12<sup>th</sup> day of July, Twenty Ten.

**BENITO A. CATARAN**  
Director

Company Registration and Monitoring Department

JS/nelly

Date: 21-10-2013 Time: 10:27:47 AM

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# COVER SHEET

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S.E.C. Registration Number

A T O K - B I G W E D G E C O . , I N C

(Company's Full Name)

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T O W E R 2 2 5 8 C H I N O R O C E S  
C O R E D S A M A K A T I C I T Y

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

Jonathan T Altubar

Contact Person

300-2161

Company Telephone Number

1 2

Month

3 1

Day

Fiscal Year

Amendment of By-Laws

FORM TYPE

Last Friday of May

Annual Meeting

Secondary License Type, if Applicable

Dept. Requiring this Doc.

Dept. Requiring this Doc.

By-Laws - Art I/Sec 1; Art III/Secs 1, 5, 5-A & 6

Amended Articles Number/Section

Total No. of Stockholders

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

LCU

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Cashier

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CERTIFICATE OF AMENDMENT OF THE  
BY-LAWS  
OF

ATOK-BIG-WEDGE CO., INC.



KNOW ALL MEN BY THESE PRESENTS.

The undersigned Corporate Secretary and majority of the Board of Directors of ATOK-BIG WEDGE CO., INC. (hereinafter, the "Corporation") do hereby certify that at the meeting of the Board of Directors held on April 29, 2010 at Makati City, wherein these amendments were unanimously approved, and at the annual meeting of the Shareholders of the Corporation held on May 28, 2010 at Makati City, at which meeting, shareholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation were present or represented, the following resolutions were, by unanimous vote of the shareholders present/represented, adopted:

"RESOLVED, that Atok-Big Wedge Co., Inc. (the "Corporation") be hereby authorized to amend its By-laws (i) to change the place and date of the Annual Meeting of shareholders to Metro Manila and the last Friday of May, respectively; (ii) to designate the Chairman of the Board of Directors as the Chief Executive Officer of the Corporation; (iii) to provide for the Office of a Vice-Chairman, who will serve as the Chief Executive Officer, in the absence of the Chairman; and (iv) to designate the President as the Chief Operating Officer.

RESOLVED FURTHER, that the Board of Directors of the Corporation approve, as it hereby approves, the following amendments to the By-Laws of the Corporation:

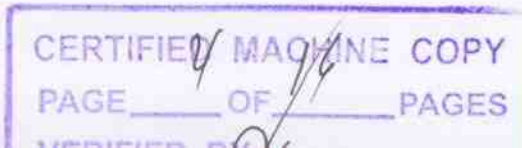
a.) Section 1 of Article I of the By-laws shall be amended to read as follows:

Section 1. ANNUAL MEETING - The Annual meeting of the stockholders shall be held at Makati City, Metro Manila, Philippines on the last Friday of May, unless otherwise set by the Board of Directors to another date for cogent reasons. (as further amended on May 28, 2010)

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b.) Section 1 of Article III of the By-laws shall be amended to read as follows:

Section 1. OFFICERS- Immediately after their election, the Board of Directors shall formally organize by electing the Chairman of the Board, Vice-Chairman, the President, one or more Vice-President, the Treasurer, and the Secretary at said meeting. (as amended on May 28, 2010)

c.) Section 5 of Article III of the By-laws shall be amended to read as follows:

Section 5. CHAIRMAN OF THE BOARD - The Chairman of the Board, who shall also be the Chief Executive Officer of the corporation, shall preside at all meetings of the stockholders and of the Board of Directors. It shall be his responsibility as Chairman of the stockholders meeting to inform all stockholders in attendance of the mandatory requirement of electing independent directors. He shall ensure that the names of the nominated independent directors are submitted for election during the stockholders meeting. (as amended on May 28, 2010)

d.) Section 5-A of Article III of the By-laws shall be added as follows:

Section 5-A. VICE-CHAIRMAN - The Vice-Chairman shall act as the Chief Executive Officer of the Corporation and preside at the meetings of the directors and the stockholders, in the absence of the Chairman. He shall have such powers and shall perform such duties as may from time to time be assigned to him by the Board of Directors or by the Chairman. (as amended on May 28, 2010)

e.) Section 6 of Article III of the By-laws shall be amended to read as follows:

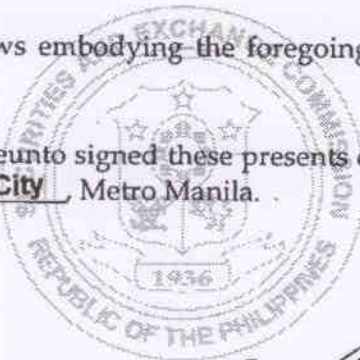
Section 6. PRESIDENT - The President shall be the Chief Operating Officer of the Company. He shall have general supervision of the business, affairs, and property of the Company, and over its several officers and employees. He shall see that all orders and resolutions of the Board of Directors are carried into effect. The President shall submit to the Board of Directors as soon as may be after the close of each fiscal year, and to the stockholders at each annual meeting, a complete report of the operations of the Company for the preceding year and state of its affairs. He shall from time to time report to the Board of Directors all matters within his knowledge which the interests of the Company may require to be brought to their notice. He shall do and perform such other duties as from time to time may be assigned to him by the Board of Directors. (as amended on May 28, 2010)



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A copy of the Amended By-laws embodying the foregoing amendments is hereto attached.

IN WITNESS WHEREOF, we have hereunto signed these presents on this \_\_\_\_ day of JUN 16 2010 2010 at Makati City, Metro Manila.



**ROBERTO V. ONGPIN**  
Chairman and Director  
TIN: 130-725-714

**ERIC O. RECTO**  
Vice Chairman and Director  
TIN: 108-730-891

**WALTER W. BROWN**  
President and Director  
TIN: 128-993-816

**MARIO A. ORETA**  
Vice-President and Director  
TIN: 106-096-040

**DENNIS O. VALDES**  
Treasurer and Director  
TIN: 141-808-058

**DELFIN J. WENCESLAO, JR.**  
Director  
TIN: 133-947-865

**VICTOR R. KALAW**  
Director  
TIN: 102-752-786

**MARIO J. LOCSIN**  
Independent Director  
TIN: 115-142-957

**REYNALDO G. DAVID**  
Independent Director  
TIN: 911-650-126

**RODOLFO M. A. PONFERRADA**  
Corporate Secretary  
TIN: 215-793-472

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SUBSCRIBED AND SWORN to before me this JUN 16 2010 day of \_\_\_\_\_, affiants exhibiting to me their Tax Identification Nos., to wit:

Name	TIN
Roberto V. Ongpin	130-725-714
Eric O. Recto	108-730-891
Walter W. Brown	128-993-816
Mario A. Oreta	106-096-040
Dennis O. Valdes	141-808-058
<del>Delfin J. Wenceslao, Jr.</del>	<del>133-947-865</del>
Victor R. Kalaw	102-752-786
Mario J. Locsin	115-142-957
Reynaldo G. David	911-650-126
Rodolfo Ma. A. Ponferrada	215-793-472

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.

WITNESS MY HAND AND SEAL, this JUN 16 2010 at Makati City, Metro Manila, Philippines.

Doc. No. 144  
Page No. 30  
Book No. 1  
Series of 2010.

JONATHAN T. ALTUBAR  
Notary Public for Makati City  
8<sup>th</sup> Floor Telecoms Plaza Bldg.  
316 Sen. Gil Puyat Ave., Makati City  
Appointment No. MA-352 until 31 December 2010  
Roll of Attorney No. 48247  
IBP No. 714088 / Mis. Occ.  
PTR No. 246522 / 1-D-10 / Makati City  
TIN No. 202-764-869-000 MCLE No. 00001920

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AMENDED BY-LAWS  
OF  
ATOK-BIG WEDGE CO., INC.

ARTICLE I  
MEETING OF STOCKHOLDERS

**SECTION 1. ANNUAL MEETING** - The Annual meeting of the stockholders shall be held at Makati City, Metro Manila, Philippines on the last Friday of May, unless otherwise set by the Board of Directors to another date for cogent reasons. (As amended on August 24, 2007 and as further amended on May 28, 2010)

**SECTION 2. SPECIAL MEETINGS** - Special meetings of the stockholders may be called by the President, or by order of the Board of Directors whenever he or they shall deem it necessary, and it shall be the duty of the President to order and call such special meetings whenever the holder of record of not less than one-fourth of the outstanding capital stock of the Company with voting privilege shall in writing so request.

**SECTION 3. NOTICES** - Notice of the time and place of holding any annual meeting or any special meeting of the stockholders, shall be given either by posting the same enclosed in a postage prepaid envelope addressed to each stockholder of record entitled to vote at the address left by such stockholders with the Secretary of the Company or transfer agent, or at his last known post-office address, or by delivering the same to him in person at least seven days before the date set for such meeting. Every stockholder shall furnish the Secretary of the Company or its transfer agent with the address at which notices of meetings and all other corporate notices may be served upon or mailed to him, and if any stockholder shall fail to furnish such address, notices may be served upon him by mail directed to him at his last post-office address. The notice of every special meeting shall state briefly the objects of the meeting, and no other business shall be transacted at such meeting except by consent of all the stockholders of the Company then present and entitled to vote. No notice of any meeting need be published in any newspaper. A failure to give, or any defect or irregularity in giving the notice of the annual meeting, shall not affect or invalidate the actions taken or proceedings had at such meeting. The stockholders of the Company entitled to vote may by unanimous consent in writing, waive notice of the time, place and purpose of any meeting of stockholders, and any action taken at a meeting held pursuant to such waiver shall be valid and binding.

**SECTION 4. ORDER OF BUSINESS** - The order of business at the annual meeting of the stockholders shall be as follows:

- (a) Proof of required notice of the meeting
- (b) Proof of the presence of a quorum
- (c) Reading of minutes of previous meeting and action thereon
- (d) Report of the President

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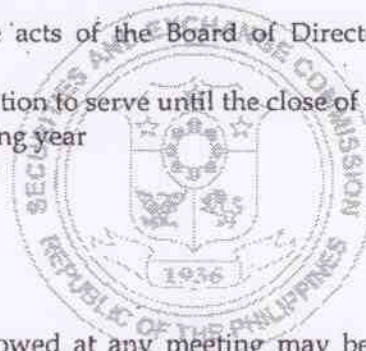
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- (e) Consolidated Financial Report
  - (f) Ratification and approval of the acts of the Board of Directors, Officers and Management
  - (g) Appointment of inspectors of election to serve until the close of the meeting
  - (h) Election of Directors for the ensuing year
  - (i) Appointment of External Auditor
  - (j) Other Matters
  - (k) Adjournment
- (As amended on August 24, 2007)



The order of business to be followed at any meeting may be changed by the presiding officer or by vote of a majority of the Board of Directors. (As amended on August 24, 2007)

**SECTION 5. VOTING** - At every meeting of the stockholders of the Company, every stockholder entitled to vote shall be entitled to one vote for each share of stock standing in his name on the books of the Company; provided, however, that in the case of the election of directors, every stockholder entitled to vote shall be entitled to accumulate his vote in accordance with the provisions of law in such case made and provided. Every stockholder entitled to vote at any meeting of the stockholders may so vote by proxy, provided that the proxy shall have been appointed in writing by the stockholder himself or by his duly authorized attorney. The instrument authorizing a proxy to act shall be exhibited to the Secretary and to the Inspector of election, and shall be ledgered with the Secretary if he shall so request. At any meeting of stockholders, the holders of record for the time being of a majority of the stock of the company then issued and outstanding and entitled to vote, represented in person or by proxy, shall constitute a quorum for the transaction of business, and in the absence of a quorum the stockholders attending or represented at the time and place at which such meeting shall have been called, or to which it may have been adjourned or any officer entitled to preside such meeting or to act as Secretary thereof, may adjourn such meeting for a period not exceeding twenty days.

Stockholders may vote at all meetings either in person or by proxy duly given in writing and presented to the Secretary for inspection, validation and record at least seven (7) days prior to the opening of said meeting. No proxy bearing a signature which is not legally acknowledged shall be recognized by the Secretary. Unless stated in the proxy, said proxy is valid only at the meeting at which it has been presented to the Secretary. (As amended on August 24, 2007)

The conduct of the election of independent directors shall be in accordance with pertinent existing laws and rules and regulations of the Securities and Exchange Commission. Qualified nominees shall fill up specific slots for independent directors. In case of failure of election for independent directors, the Chairman of the meeting shall call a separate election to fill up the vacancy.

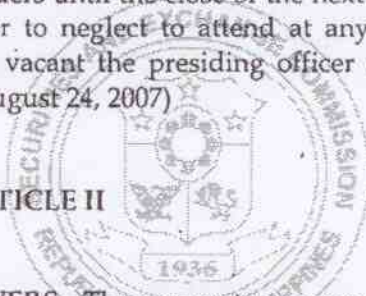
**SECTION 6. ELECTION INSPECTORS** - The presiding officer may, at each annual meeting appoint two persons (who need to be stockholders) to act as inspectors

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of election at all meetings of the stockholders until the close of the next annual meeting. If any inspector shall refuse to serve, or to neglect to attend at any meeting of the stockholders, or his office shall become vacant the presiding officer may appoint an Inspector in his place. (As amended on August 24, 2007)

ARTICLE II



SECTION 1. CORPORATE POWERS- The corporate powers of the Company shall be exercised, its business conducted, and its property controlled by its Board of Directors, who shall be chosen by the stockholders of the Company entitled to vote at the annual meeting and shall office for one year until their successors are elected and shall have qualified.

Without prejudice to the general powers herein-above conferred, the Board shall have the power to create committees and other bodies as it may deem advantageous and necessary in the internal regulation of the Company. (As amended on August 24, 2007)

SECTION 2. QUORUM - The directors shall act only as a Board and the individual Directors shall have no power as such. A majority of the directors of the Company, at a meeting duly assembled shall be necessary to constitute a quorum for the transaction of business, and the act of a majority of a quorum shall so present be valid as a corporate act.

SECTION 3. PLACE OF MEETING - The Board of Directors shall have the power to hold its meetings and to have one or more offices outside of the Philippine Islands at such place or places as may be, from time to time, designated by it.

SECTION 4. ELECTION & MEETING - The Board of Directors shall hold a meeting for organization and for the election of officers immediately after their election, of which meeting no notice is required. Thereafter, the Board of Directors shall hold regular meetings on a particular day of each quarter that it may fix. (As amended on August 24, 2007)

Special meetings of the Board of Directors may be called by the President on one day's notice to each director personally, in writing, by telefacsimile, electronic media or on the written request of two (2) directors and such meeting may be held any place within the Philippines. (As amended on August 24, 2007)

Attendance at board meetings by tele/videoconferencing shall be allowed. (As amended on August 24, 2007)

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SECTION 5. NOMINATION AND ELECTION OF INDEPENDENT DIRECTORS. The Nomination Committee shall conduct the nomination of independent directors prior to every stockholders meeting. The nominations shall be submitted in writing to the Corporate Secretary not later than forty five (45) days prior to the date of

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the meeting. The recommendation shall be signed by the nominating stockholders together with the acceptance and conformity by the nominee. The Nomination Committee shall screen the qualifications of all candidates for independent directors and shall prepare a final list of candidates which shall contain all the information about the nominees, and the names of the stockholders who recommended the nominees including the relationship with the nominees. Only nominees whose names appear on the final list of candidates shall be eligible for election as independent director. No further nominations shall be entertained or allowed on the floor during the actual annual stockholders' meeting. (As amended on August 24, 2007)

SECTION 6. VACANCY - If any vacancy occurs among the Directors by death, resignation, or otherwise, such vacancy may be filled by the remaining Directors at any meeting at which a quorum shall be present. Any such vacancy may also be filled by the stockholders entitled to vote by ballot at any meeting or adjourned meeting held during such vacancy, provided the notice of the meeting shall have mentioned such vacancy or expected vacancy. The stockholders entitled to vote at any such meeting may also, in case of like mention, accept the resignation of any directors and fill the vacancy thereby caused for the unexpired term. In case of a vacancy in the Board, the remaining directors shall continue to act, but if at any time their number be reduced to less than eight, the remaining directors shall forthwith fill the vacancies or call a special meeting of the stockholders entitled to vote for that purpose. (As amended on August 24, 2007)

ARTICLE III  
OFFICERS

SECTION 1. OFFICERS- Immediately after their election, the Board of Directors shall formally organize by electing the Chairman of the Board, Vice-Chairman, the President, one or more Vice-President, the Treasurer, and the Secretary at said meeting. (as amended on May 28, 2010)

SECTION 2. ELECTION - Officers shall be elected by each new Board at the first meeting after its election. If any vacancy shall occur among the officers of the Company, such vacancy shall be filled by the Board of Directors.

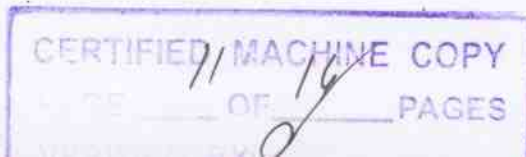
SECTION 3. AGENTS AND EMPLOYEES - The Board of Directors may also appoint from time to time Assistant Secretaries and Assistant Treasurers and delegate to the President the appointment of such other agents and employees of the company as may be deemed proper. Each of such agents and employees shall hold office during the pleasure of the President, or his superior officer, subject, however to any special agreement as to length of time of service. (As amended on August 24, 2007)

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SECTION 4. POWERS, DUTIES & COMPENSATION - The Board of Directors shall from time to time prescribe the powers and duties of the officers, agents and employees of the Company in the management of its property and affairs where such powers and duties are not prescribed by the By-laws. (As amended on August 24, 2007)

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**SECTION 5. CHAIRMAN OF THE BOARD** - The Chairman of the Board, who shall also be the Chief Executive Officer of the corporation, shall preside at all meetings of the stockholders and of the Board of Directors. It shall be his responsibility as Chairman of the stockholders meeting to inform all stockholders in attendance of the mandatory requirement of electing independent directors. He shall ensure that the names of the nominated independent directors are submitted for election during the stockholders meeting. (as amended on May 28, 2010)

**SECTION 5-A. VICE-CHAIRMAN** - The Vice-Chairman shall act as the Chief Executive Officer of the Corporation and preside at the meetings of the directors and the stockholders, in the absence of the Chairman. He shall have such powers and shall perform such duties as may from time to time be assigned to him by the Board of Directors or by the Chairman. (as amended on May 28, 2010)

**SECTION 6. PRESIDENT** - The President shall be the Chief Operating Officer of the Company. He shall have general supervision of the business, affairs, and property of the Company, and over its several officers and employees. He shall see that all orders and resolutions of the Board of Directors are carried into effect. The President shall submit to the Board of Directors as soon as may be after the close of each fiscal year, and to the stockholders at each annual meeting, a complete report of the operations of the Company for the preceding year and state of its affairs. He shall from time to time report to the Board of Directors all matters within his knowledge which the interests of the Company may require to be brought to their notice. He shall do and perform such other duties as from time to time may be assigned to him by the Board of Directors. (as amended on May 28, 2010)

**SECTION 7. VICE PRESIDENT** - Each Vice-President shall have such powers and perform such duties as the Board of Directors may from time to time prescribe, and perform such other duties as may be prescribed by these By-Laws. In case of the absence or inability to act of the President, the Vice-President, or if there be more than one, such Vice-President as the Board of Directors may designate for the purpose, shall have the powers and discharge the duties of the President.

**SECTION 8. SECRETARY** - The Secretary shall keep the minutes of the meetings of the stockholders, Board of Directors and of all committees in a book or books kept for that purpose and shall furnish a copy of all minutes to the President of the Company. In addition to the foregoing, the Secretary shall perform such other duties as the Board of Directors may from time to time direct. He shall keep in safe custody the seal of the Company and when authorized by the Board of Directors, he shall affix such seal to any instrument requiring the same. The corporate seal of the Company so affixed shall always be attested to by the signature of the Secretary or an Assistant Secretary. The Secretary shall have charge of the Stock Certificate Book and such other books and papers as the Board of Directors may direct. He shall attend to the giving and serving of all notices, and he shall have such other powers and perform such other duties as pertain to his office or as the Board of Directors may from time to time prescribe. In the

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absence of the Secretary or his inability to act, the Assistant Secretary, as the Board of Directors may designate, shall have all the foregoing powers and duties.

**SECTION 9. TREASURER** - The Treasurer shall have charge of the funds, securities, receipts and disbursements of the Company. He shall deposit or caused to be deposited all moneys and other valuable effects in the name and to the credit of the Company in such banks and trust companies, or with such bankers or other depositories, as the Board of Directors may from time to time designate. He shall render to the President or the Board of Directors whenever required an account of the financial condition of the Company and all of his transactions as Treasurer as soon as may be after the close of each fiscal year. He shall keep correct books of account of all the business and transactions of the Company. In case of absence of the Treasurer or his inability to act, the Assistant Treasurer or if there be more than one, such Assistant Treasurer as the Board of Directors may designate shall have the foregoing powers and duties.

**ARTICLE IV  
AGREEMENTS, BANKS, DEPOSITORIES, CHECKS AND DRAFTS**

**SECTION 1. INVESTMENTS** - No investment of any character shall be made without the approval of the Board of Directors.

**SECTION 2. FUNDS** - All checks and drafts and all funds of the Company shall be deposited from time to time to the credit of the Company in such banks or trust companies or with such bankers or other depositories as the Board of Directors may from time to time designate. The funds of the Company shall be disbursed by checks or drafts upon the authorized depositories of the Company signed by the Treasurer and the Manager or such other officer or officers as the Board of Directors may from time to time direct. No checks shall be drawn or funds for any purpose other than the corporate business of the Company. Record shall be kept of the purpose and amount for which the checks are drawn.

**ARTICLE V  
SHARES AND THEIR TRANSFERS**

**SECTION 1. ISSUE AND TRANSFER** - The Board of Directors shall provide for the issue and transfer of the capital stock of the Company and prescribe the form of the certificates of stock of the Company certifying the number of shares owned by a stockholder. It shall be signed by the President or Vice-President and countersigned by the Secretary or Assistant Secretary of the Company and sealed with its corporate seal provided, however, that the Board of Directors may, by resolution duly adopted for the purpose, authorize the use of facsimile signatures of said officers and the facsimile seal of the Company by its transfer agent with respect to certificates of stock issued outside of the Philippines. The certificates of stock shall be issued in consecutive order from the certificate books of the Company, and in the certificates shall be entered the name of the person, firm or corporation owning the stock represented by such certificate, the number

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of shares in respect of which the certificate is issued and in case of cancellation, the date of cancellation.

Every certificate surrendered for exchange or transfer of stock shall be cancelled and affixed to the stub in the certificate book and no new certificate shall be issued for exchange of cancelled certificates until the old certificate has been so cancelled or returned to its place in the certificate book, except in cases provided for in Section 3 of this Article V of the By-Laws.

Provided, however that with respect to certificates of stock issued by the Company's transfer agent outside of the Philippines, the requirement regarding the entries to be made in the stub of each certificate shall be excused.

**SECTION 2. STOCK AND TRANSFER BOOK** - There shall, be kept by the Secretary of the Company a book to be known as the "Stock and Transfer Book", containing the names, alphabetically arranged, of the stockholders of the Company showing their places of residence, the number of shares of stock held by them respectively, and the time when they respectively became the owners thereof and the amounts paid thereon, as well all other entries required by law. Transfer of stock shall be made only on the Transfer Books of the Company by the holder in person or by duly authorized Attorney on surrender of the certificate or certificates represented by the stock to be transferred. Every power of attorney or authority to transfer stock shall be in writing, duly executed and filed with the company. The Board of Directors may appoint some suitable bank or trust companies to act as transfer agent and/or registrar to facilitate transfer by stockholders under such regulation as the Board of Directors from time may prescribe.

The Stock and Transfer Book shall be kept open from 9:00 o'clock in the morning to 12:00 o'clock noon on each business day for the inspection of any stockholder of the Company. Said book may be closed for a period of 7 to 12 days at the discretion of the Board of Directors, before each meeting of the stockholders, and during such period no stock may be transferred.

**SECTION 3. LOSS AND DESTRUCTION OF CERTIFICATE** - The issuance of new stock certificates in lieu of those lost, stolen or destroyed, shall be governed by laws and/or rules and regulations promulgated by the government authorities, now in force or which might hereafter be in force. In the absence of such laws and government rules and regulations, the Board of Directors shall establish the procedure and requirements for the replacement of said lost, stolen or destroyed certificates.

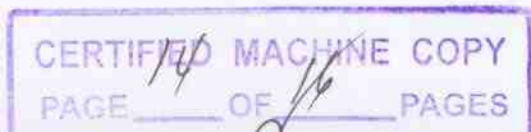
**ARTICLE VI**

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**SECTION 1. DIVIDENDS** - The Board of Directors may declare dividends only from the surplus profits arising from the business of the company in accordance with the preferences constituted in favor of preferred stock when and if such preferred stock be issued and outstanding.

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The Board of Directors may direct the manner and payment of any such dividend including the appointment of one or more dividend disbursing agent.

**ARTICLE VII  
CORPORATE SEAL**

**SECTION 1. SEAL** - The corporate seal of the Company, unless otherwise ordered by the Board of Directors, shall be circular in form and shall bear the words:

**"ATOK-BIG WEDGE CO., INC**

**MANILA, P.I.  
INCORPORATED 1931"**

**ARTICLE VIII  
FISCAL YEAR**

**SECTION 1.FISCAL YEAR** - The fiscal year of the Company shall begin on the first day of January in each year and end on the thirty first day of December following.

**ARTICLE IX  
AMENDMENT OF BY-LAWS**

**SECTION 1. AMENDMENTS** - These By-laws or any of them may be amended or repealed at any regular meeting of the stockholders entitled to vote or Special Meeting duly called for that purpose.

**KNOW ALL MEN BY THESE PRESENTS**

That we, the undersigned stockholders of **BIG-WEDGE MINING COMPANY**, a corporation organized and existing under the laws of the Philippine Islands, representing a majority of all the subscribed capital stock of said corporation, to wit all of the subscribed capital stock thereof, have voted for the foregoing by laws of said corporation in a meeting of stockholders of said corporation this day duly held whereby said by-laws were duly adopted by said corporation.

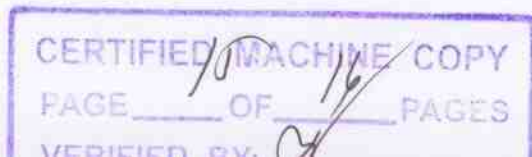
**IN WITNESS WHEREOF**, and in compliance with the requirement of the corporation law of the Philippine Island, we sign these presents at Manila, Philippine Islands, this 9<sup>th</sup> September 1931.

(SGD) **E.J. HARRISON**

(SGD) **H.C. ANDERSON**

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User Name: atok-big



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(SGD) E.E. ELSER

(SGD) R.S. ROGERS

PHILIPPINE ISLANDS)  
CITY OF MANILA ) S.S.



BEFORE ME this day personally appeared E.J. HARRISON, with personal cedula No. F-96916, issued at Manila, P.I. on the 14<sup>th</sup> day of January, 1931; H.C. ANDERSON, with personal cedula No. F-5666, issued at Manila, P.I. on the 2<sup>nd</sup> day of January, 1931; E.E. ELSER, with personal cedula No. F-48, issued at Manila, P.I. on the 2<sup>nd</sup> day of January, 1931; R.S. Rogers, with personal cedula No. F-6643, issued at Manila, P.I. on the 3<sup>rd</sup> day of January, 1931; and GEORGE M. ICARD, with personal cedula No. (overage), issued at Manila, P.I. on the day of \_\_\_\_ 1931; to me known and known to me to be the persons who signed the foregoing instrument, and each of them acknowledged to me that he executed the same as his free and voluntary act and deed, for the purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 17<sup>th</sup> day of August 1931.

Document no. 80, Page 55, Book VI, Series of 1931.

PO 20 Doc Stamps.

On Original

(Sgd) EWALD E. SELPH

Notary Public

My Commission Expires on December 31, 1932

Date: 21-10-2013 Time: 10:28:2 AM

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