





## SECURITIES AND EXCHANGE COMMISSION

SECBuilding, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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Company Information

SEC Registration No. 0000102415

Company Name ZEUS HOLDINGS INC.

Industry Classification

Company Type Stock Corporation

#### **Document Information**

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### **COVER SHEET**

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|         | (Company's Full Name)  2 0 / F                                     |         |   |          |          |          |          |         |   |   |   |      |     |      |       |       |      |            |       |          |      |         |      |       |        |      |       |          |              |      |     |           |
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| _       | (Business Address: No. Street City/Town/Province)                  |         |   |          |          |          |          |         |   |   |   |      |     |      |       |       |      |            |       |          |      |         |      |       |        |      |       |          |              |      |     |           |
| <u></u> | ATTY. DAISY L. PARKER (Contact Person)  (Company Telephone Number) |         |   |          |          |          |          |         |   |   |   |      |     |      |       |       |      |            |       |          |      |         |      |       |        |      |       |          |              |      |     |           |
| -       | (Company receptoric Number)  |         |   |          |          |          |          |         |   |   |   |      |     |      |       |       |      |            |       |          |      |         |      |       |        |      |       |          |              |      |     |           |
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| L       | <u> </u>   | <u></u> | D                                       | ocur     | nent     | ID       | <u> </u> | 1       |   | ] |   |      |     |      | Ca    | shier |      |            |       |          | -    |         |      |       |        |      |       |          |              |      |     |           |
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## SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C

# CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

| 1.  | 5 December 2014 Date of Report (Date of earliest event report                      | ted)   |
|-----|--|--|
| 2.  | SEC Identification Number 102415   | 3. BIR Tax Identification No. 000-056-514                                      |
| 4.  | ZEUS HOLDINGS, INC. Exact name of issuer as specified in its cha-                  | rter   |
| 5.  | Metro Manila, Philippines Province, country or other jurisdiction of incorporation | 6. (SEC Use Only) Industry Classification Code:                                |
| 7.  | 20/F, LKG Tower, 6801 Ayala Ave., Maka<br>Address of principal office              | ti City 1226<br>Postal Code  |
| 8.  | (632) 884-1106 Issuer's telephone number, including area of                        | code   |
| 9.  | N/A Former name or former address, if changed                                      | I since last report  |
| 10. | Securities registered pursuant to Sections 8                                       | 3 and 12 of the SRC or Sections 4 and 8 of the RSA                             |
|     | Title of Each Class  | Number of Shares of Common Stock<br>Outstanding and Amount of Debt Outstanding |
| (As | of 30 November 2014)   |  |
|     | Common   | 2,737,044,807  |
|     | Outstanding loans  | Nil  |

11. Indicate the item numbers reported herein: Item 9

In compliance with the Disclosure Rules of the Securities & Exchange Commission (SEC) and the Philippine Stock Exchange, we hereby inform you that on 4 December 2014, Zeus Holdings, Inc. (ZHI) received the Certificate of Filing of Amended Articles of Incorporation (AOI) (a copy of which is attached hereto) issued by the SEC on 3 December 2014, in which the SEC approved ZHI's amendment of Article Third of its AOI, changing its office address from "Metropolitan Manila area, Philippines" to "20th Floor, LKG Tower, 6801 Ayala Avenue, Makati City".

#### **SIGNATURE**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**ZEUS HOLDINGS, INC.** 

Issuer

DAISY L. PARKER
Corporate Secretary

Date: 5 December 2014



# REPUBLIC OF THE PHILIPPINES SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. 102415

# 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

#### ZEUS HOLDINGS, INC.

(Amending Article III thereof.)

copy annexed, adopted on November 14, 2014 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this \_\_\_\_\_ day of December, Twenty Fourteen.

FERDINAND B. SALES

Director

Company Registration and Monitoring Department

# 2

# COVER SHEET COMPANY REGISTRATION AND MONITORING DEPARTMENT

| Nature of Application SEC Registration Number                                     |   |          |          |                  |          |          |          |           |         |          |      |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
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|   | Former Company Name                           |          |          |                  |          |          |          |           |         |          |      |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
| [ -   |   |          |          |                  |          |          |          |           |         |          |      |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
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| AMENDED TO:   |   |          |          |                  |          |          |          |           |         |          | L    |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
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| Principal Office (No./Street/Barangay/City/Town/Province)                         |   |          |          |                  |          |          |          |           |         |          |      |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
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|   | COMPANY INFORMATION                           |          |          |                  |          |          |          |           |         |          |      |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
| Company's Email Address Company's Telephone Number/s Company's FascimilecNumber/s |   |          |          |                  |          |          |          |           |         |          |      | 7     |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
| info@zeusholdingsinc.com 884-1106 884-1409  |   |          |          |                  |          |          |          |           |         |          |      |       | ]     |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
| CONTACT PERSON INFORMATION  |   |          |          |                  |          |          |          |           |         |          |      |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
|   |   |          | С        | ontac            | Pers     | on       |          | -,        |         | 7        | Г    |       | E     | mail A   | \ddre: | \$5      |          |         | 1          |          | eleph    | one N    | lumbe    | eris     | ]        | <u>F</u> | acsin    | nile N      | ımber | ris      |
|   | Δ   | (TT)     | /, D.    | AIS              | Y L.     | PAI      | RKE      | R         |         |          | d    | oark  | er@   | )pri     | med    | orio     | n.cc     | m       |            |          | 88       | 4-14     | 450      |          | ]        | L_       |          |             |       |          |
|   |   |          |          |                  |          |          |          |           |         |          |      | Conta | ect P | ersor    | 's Ac  | idres    | s        |         |            |          |          |          |          |          |          |          |          |             |       |          |
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|   |   |          |          |                  |          |          |          |           |         | To b     | e ac | com   | olish | ed b     | y CR   | MDI      | Pers     | onne    | el<br>Date |          |          |          |          |          | s        | Signate  | ure      |             |       |          |
| Ass   | gned  | Proce    | essor    |                  |          |          |          |           |         |          |      | _     |       |          |        |          |          |         | pare       |          |          |          | -        |          |          |          |          |             | _     |          |
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| Do  | cun   | nent     | I.D.     |                  |          |          |          |           |         |          |      |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
|   |   |          |          | <u></u>          |          |          |          |           |         |          |      |       |       | j        |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |
| Rec   | eived   | by C     | огро     | rate F           | iling    | and i    | Reco     | rds C     | )ivisi  | on (C    | RFD) |       |       |          |        | _        | -        |         |            |          |          |          | -        |          | -        |          |          |             | -     |          |
| Fon   | varde   | d to:    | <b></b>  |                  |          |          | alia D   |           | ntan (  | Shilata  | _    |       |       |          |        |          |          |         |            |          |          |          | -        | _        |          | •        |          |             | -     |          |
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|   | Licensing Unit Compliance Monitoring Division |          |          |                  |          |          |          |           |         |          |      |       |       |          |        |          |          |         |            |          |          |          |          |          |          |          |          |             |       |          |

#### AMENDED

#### ARTICLES OF INCORPORATION

OF

#### ZEUS HOLDINGS INC.\*

(formerly, JR Garments Corporation)

#### KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are of legal age, residents of the Philippines, have on this date, voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

#### AND WE HEREBY CERTIFY:

FIRST: That the corporate name of the said corporation shall be "ZEUS HOLDINGS, INC." (formerly, JR Garments Corporation)\*\*

SECOND: That

That the purpose for which the said corporation is formed are:

#### PRIMARY PURPOSE

To purchase, subscribe for or otherwise acquire and own, hold, use, manage, develop, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real and personal property of every kind and description, including but not limited to shares of stock, debentures, notes, evidences of indebtedness and other securities, contracts or obligations of any corporation or corporations, association or associations, domestic or foreign, and to pay therefor in whole or in part, in cash or by exchanging therefor stocks, bonds or other evidences of indebtedness or securities of this or any other corporation, while the owner or holder of any such real or personal property, to collect, receive and dispose of the interest, dividends and income arising from such property and to possess and exercise in respect thereof all the rights, powers

<sup>\* (</sup>As amended on 30 August 1996)

<sup>&</sup>quot;" (As amended on 30 August 1996)

and privileges of ownership, including all voting powers on any stock so owned, without however engaging in dealership in securities or in the stock brokerage business or in the business of an investment company under the Investment Company Act and to do any act designed to protect, preserve, improve or enhance the value of, any real or personal property at any time held or controlled by the corporation or in which it at that time may be interested.

#### Secondary Purposes

- 1. To locate, purchase, lease and otherwise acquire mineral claims and/or petroleum concessions anywhere in the Philippines, and to hold and operate such claims and petroleum concessions; to acquire, own and use water rights, mill sites and mills incident to the treatment of gold and other mineral bearing ores or petroleum and earth; and to do all things incident to the general business of mining;
- 2. To purchase, acquire, own, lease, sell and convey real properties such as lands, buildings, factories and warehouses and machineries, equipment and other personal properties as may be necessary or incidental to the conduct of the corporation business, and to pay in cash, shares of its capital stock, debentures and other evidences of indebtedness, or other securities, as may be deemed expedient, for any business or property acquired by the corporation;
- 3. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust, lien upon the properties of the corporation or to issue pursuant to law shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the corporation or for money borrowed in the process of its lawful business.
- 4. To invest and deal with the money and properties of the corporation in such manner as may from time to time be considered wise or expedient for the advancement

of its interests and to sell, dispose of or transfer the business, properties and goodwill of the corporation or any part thereof for such consideration and under such terms as it shall see fit to accept;

- 5. To aid in any manner any corporation, association or trust, estate, domestic or foreign, or any firm or individual, any shares of stock in which or any bonds, debentures, notes, securities, evidences of indebtedness, contracts, or obligations of which are held by or for this corporation, directly or indirectly or through other corporations or otherwise;
- 6. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farmout agreement, reciprocal concession or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purposes of this corporation.
- 7. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the corporation;
- 8. To establish and operate one or more branch offices or agencies and to carry on any or all of its operations and business without any restrictions as to place or amount;
- 9. To distribute the surplus profits of the corporation to the stockholders thereof in cash or in kind, namely properties of the corporation, particularly any shares of stock, debentures or securities of other companies belonging to this corporation; and
- 10. To conduct and transact any and all lawful business, and to do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or

without the Philippines, and in any and all foreign countries, and to do everything necessary, desirable or incidental to the accomplishment of the purposes or the exercise of any one of more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of this corporation.\*

\*\*THIRD: That the place where the principal office of the corporation is to be located is at 20th Floor, LKG Tower, Ayala Avenue, Makati City.

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

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

| <u>Names</u>           | Citizenship | Residence  |
|------------------------|-------------|--|
| PAZ O. VALENZUELA      | Filipino    | Valenzuela, Bulacan  |
| ALICIA C. MACLAN       | Filipino    | Arellano Street, Malabon<br>Metro Manila                       |
| REYNALDO DE LOS SANTOS | Filipino    | 1231-B.F. Huertas<br>Street, Sta. Cruz, Manila                 |
| PAULINO C. PETRALBA    | Filipino    | 138 H. V. dela Costa<br>Street, Salcedo Village<br>Makati City |
| REMIE A. NOVAL         | Filipino    | 138 H.V. dela Costa<br>Street, Salcedo Village<br>Makati City  |

SIXTH: That number of directors of said corporation shall be nine (9) and that the names and residences of the initial set of directors of said corporation who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

<sup>\* (</sup>As amended on 30 August 1996)

<sup>\*\*</sup> As amended at the Regular Meeting of the Board of Directors and Annual Stockholders' Meeting both held on 14 November 2014.

#### **NAMES**

#### RESIDENCES

PAZ C. VALENZUELA Valenzuela, Bulacan

ALICIA C. MACLAN Arellano Street, Malabon,

Metro Manila

REYNALDO DE LOS SANTOS 1231 B.F. Huertas

Street, Sta. Cruz, Manila

PAULINO C. PETRALBA 138 H.V. Dela Costa

Street, Salcedo Village,

Makati City

REMIE A. NOVAL 138 H.V. Dela Costa

Street, Salcedo Village,

Makati City

SEVENTH: That the capital stock of said Corporation is THREE BILLION PESOS (P3,000,000,000.00), Philippine Currency, and said capital stock is divided into THREE BILLION SHARES (3,000,000,000) with the par value of One Peso (P1.00) per share.\*

No transfer of stock or interest which will reduce 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 the corporation and this restrictions shall be indicated in all the stock certificates issued by the corporation.

No stockholder shall, because of his ownership of stock of the Corporation, have any preemptive right or other preferential right to purchase, subscribe for, or take any part of any stock or of any other securities convertible into or carrying option or warrants to purchase stock of the Corporation. Any part of any such stock or other securities may at any time be issued, optioned for sale, and sold or disposed of by the Corporation pursuant to a resolution of its Board of Directors, without first offering such stock or securities or any part thereof to existing stockholders of the Corporation.\*

EIGHTH: That the amount of the capital stock which has been actually subscribed is TWO HUNDRED FIFTY THOUSAND PESOS (P250,000,00), and the following persons have subscribed for the number of shares and the amount of capital stock set out after their names:

<sup>\* (</sup>As amended on 21 March 1991 and 14 October 1996)

<sup>\* (</sup>As amended on 30 August 1996)

| <u>NAME</u>                           | NO. OF<br>SHARES | AMOUNT                  |
|---------------------------------------|------------------|-------------------------|
| PAZ O. VALENZUELA<br>ALICIA C. MACLAN | 500<br>500       | P50,000.00<br>50,000.00 |
| REYNALDO DE LOS SANTOS                | 500              | 50,000.00               |
| PAULINO C. PETRALBA                   | 500              | 50,000.00               |
| REMIE A. NOVAL                        | 500              | 50,000.00               |
| Total                                 | 2,500            | 250,000.00              |

NINTH: That the following persons have paid on the shares of capital stock for which they have subscribed the amount set out after their respective names:

| <u>NAME</u>            | AMOUNT PAID ON SUBSCRIPTION |
|------------------------|-----------------------------|
| PAZ O. VALENZUELA      | P12,500.00                  |
| ALICIA C. MACLAN       | 12,500.00                   |
| REYNALDO DE LOS SANTOS | 12,500.00                   |
| PAULINO C. PETRALBA    | 12,500.00                   |
| REMIE A. NOVAL         | 12,500.00                   |
| Total                  | P62,500.00                  |

TENTH: That ALICIA C. MACLAN has been elected by the subscribers as Treasurer of the corporation to act as such until her successor has been duly elected and qualified in accordance with the by-laws; and, as such Treasurer, she has been authorized to receive for the corporation and to receipt in its name for all the subscriptions paid by the subscribers.

Amendment Articles of Incorporation Zeus Holdings, Inc. Page 8

REMIE A. NOVAL

14276152

2/11/81 Makati

all known to me and to me known to be the same persons who executed the foregoing instrument and they acknowledged to me that the same is their free act and voluntarily act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal this 9th day of December 1981 at Makati, Metro Manila, Philippines.

(SGD.) SOFRONIO A. LARCIA NOTARY PUBLIC Until December 31, 1982 PTR # 0721543 issued on 1/6/81 at Makati

Doc. 188; Page No. 38; Book No. II; Series of 1981.

#### ZEUS HOLDINGS, INC.

20/F LKG Tower, 6801 Ayala Avenue, Makati City Tel. No. 884-1106 / Fax No. 884-1409

25 November 2014

#### SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA Mandaluyong City

Attention

ATTY. FERDINAND B. SALES

Director

Company Registration and Monitoring Department

Re

Zeus Holdings, Inc. (ZHI)

- Amendment of the Articles of Incorporation (AOI)

#### Gentlemen:

We write in connection with the proposed amendment of Article Third of the AOI of ZHI to change its corporate address from "Metropolitan Manila area, Philippines" to "20th Floor, LKG Tower, 6801 Ayala Avenue, Makati City".

In support of this request, enclosed are the following documents:

- 1. Director's Certificate of Amendment of the AOI of ZHI with attached Amended AOI; and
- ZHI Secretary's Certificate that no action or proceeding has been filed or is pending before any court involving any intra-corporate dispute and/or claim by any person or group against the ZHI Board of Directors, individual directors and/or major corporate officers or viceversa.

We trust that you will give this request your prompt and favorable action. Thank you.

Very truly yours,

DAISY LAPARKER / ALVIN T. PAGAYATAN

Corporate Secretary / Asst. Corporate Secretary

#### SECRETARY'S CERTIFICATE

- I, DAISY L. PARKER, of legal age, Filipino, under oath, hereby depose and say that:
- I am the duly elected Corporate Secretary of ZEUS HOLDINGS, INC. (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal address at 20/F LKG Tower, 6801 Ayala Avenue, Makati 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 of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this \_\_\_\_ of \_\_\_\_\_, in Makati City.

DAISY L. PARKER Corporate Secretary

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_\_\_\_, in Makati City, affiant exhibiting to me her Philippine Passport No. No. EB1284390 issued on 3 November 2010 in the City of Manila.

Doc. No. // //
Page No.

Book No.

Series of 2014.

NOTARY PUBLIC

PTR NO. 1413105 2014 MLA PTR NO. 1413105 2014 MLA IBP NO. 943983 1:014 MLA. ROLLNO. 24655/TIN NO. 141-519-066

COMMISSION NO. 2013-023





WE, the undersigned Directors constituting all the members of the Board of Directors of Zeus Holdings, Inc. (hereinafter the "Corporation"), a corporation duly organized and incorporated under and by virtue of the laws of the Republic of the Philippines, with SEC Reg. No. 102415, hereby certify that the attached document is a true and correct copy of the Amended Articles of Incorporation of the Corporation.

The amendment in the Articles of Incorporation refers to Article Third, specifically, the change in the office address from "Metro Manila" to "20th Floor, LKG Tower, 6801 Ayala Avenue, Makati City."

We further certify that the said Amended Articles of Incorporation was approved by the majority members of the Board of Directors at its meeting held on 14 November 2014 at Neilson Room, Escolta Restaurant, The Manila Peninsula Hotel, Ayala Avenue corner Makati Avenue, Makati City and by the Stockholders of the Corporation representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation at their meeting held on the same date at NEDA Sa Makati Building, 106 Amorsolo Street, Legaspi Village, Makati City.

IN WITNESS WHEREOF, we have hereunto set our hands this <u>NOVENBER 25,294</u> in MANILA

FELIPE U. YAP

Director /Chairman

TIN 108-774-914

ARTEMIO F. DISINI

Director

TIN 117-434-713

STEPHEN Y. YAP

Director/

TIN 103/919-443

JESUS CLINTO, ARANAS

Independent Director

TIN #02-986-810

YUEN PO SENG

Director

IN 171-125-713

JOSE G. CERVANTES

Director

TIN 107-718-992

RONALDY SUGARONG

Director

TIN 109-228-708

TOMAS/CÁRMELO T. ARANETA

Independent Director

IN 149-950-579

DAISY L. PARKER

Director/Corporate Secretary

TIN 144-907-5/78

Directors' Certificate of Amendment of the Articles of Incorporation of Zeus Holdings, Inc. Page 2

SUBSCRIBED AND SWORN to before me this 2 5 2014 affiants exhibited to me their respective competent evidence of identity, to wit:

| Name                  | Identification    | Date / Place of Issuance        |
|-----------------------|-------------------|---------------------------------|
| Felipe U. Yap         | Ppt#EB3713140     | 9-22-2011/Manila                |
| Yuen Po Seng          | Ppt#A25169994     | 10-25-2011/Georgetown, Malaysia |
| Artemio F. Disini     | DL#N11-65-012901  | 6/6/2012/Quezon City            |
| Jose G. Cervantes     | DL#N03-67-016379  | 9/19/2013/Quezon City           |
| Stephen Y. Yap        | SSS#03-89595599-3 |                                 |
| Ronald P. Sugapong    | Ppt#EB7054522     | 1-3-2013/Manila                 |
| Daisy L. Parker       | Ppt#EB1284390     | 11-3-2010/Manila                |
| Jesus Clint O. Aranas | Ppt#EB932394      | 10-8-2013/Manila                |
|                       |                   |                                 |

Postal ID#2953790

Page No. Book No.

Tomas Carmelo T. Araneta

Series of 20

COMMISSION NO 2013-023



# Republic of the Philippines Department of Finance Securities and Exchange Commission SEC Bidg. EDSA, Greenhills, Mandaluyong City



### ROUTING SLIP

| NAME OF CORP.   | ZUES HOLDINGS, INC.                         | SEC No.    | 102415        |  |  |  |  |  |  |  |  |
|---|---|------------|---------------|--|--|--|--|--|--|--|--|
| PURPOSÉ:  | CG Clearance                                | <u> </u>   |               |  |  |  |  |  |  |  |  |
| DEPARTMENT:   | Corporate Governance and Finance Department |            |               |  |  |  |  |  |  |  |  |
| Date Received:  | Date Released:                              | Processed/ | /Verified by: |  |  |  |  |  |  |  |  |
| November 26, 2014   | November 2 3-2014                           | N          | n, SALUD      |  |  |  |  |  |  |  |  |
| REMARKS: The above-mentioned company is compliant with Corporate Governance Requirements as of November 26, 2014. |   |            |               |  |  |  |  |  |  |  |  |
| Justina F. Gallangan Director   |   |            |               |  |  |  |  |  |  |  |  |



# Republic of the Philippines Department of Finance

## Securities and Exchange Commission

SEC Building, EDSA, Greenhills, Mandaluyong City

## MARKETS AND SECURITIES REGULATION DEPARTMENT

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JOBNES AVE TOWN

November 27, 2014

ZEUS HOLDINGS, INC. (ZHI) 20<sup>th</sup> Floor LKG Tower 6801 Ayala Avenue, Makati City

Thru:

MR. ZALDY AGUILA

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Company Representative

Attention:

MR. YUEN PO SENG

A ...

President ( , bc.)

Subject:

REQUEST FOR COMMENT/RECOMMENDATION

Gentlemen:

This is in connection with your request for comment/or recommendation relative to your company's application for approval of its Amended Articles of Incorporation (re: Article III, Change of Address).

We do not interpose any objection to your application provided that once the application has been approved ZHI shall file a duly accomplished **Current Report (SEC Form 17-C)** disclosing therein the Commission's approval of said amendment with the Commission's Central Receiving and Records Division, within five (5) days from the approval of the Amended Articles of Incorporation.

The company is also reminded to file an amended General Information Sheet (GIS) within seven (7) days after such change occurred or became effective

Our Department, nonetheless defers to the discretion of the Commission's Company Registration and Monitoring Department (CRMD) considering that it has primary jurisdiction over registration of corporations and partnerships in general, as well as amendments to Articles of Incorporation and By-laws. Furthermore, our comments or recommendations are limited merely to this Department's regulatory requirements and do not cover the substance of the application with respect to compliance with the Corporation Code of the Philippines.

This comment is without prejudice to the prerogative of this Department to act later against the subject entity, if warranted, to ensure full compliance with the provisions of the Securities Regulation Code, its implementing rules and regulations, and other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstances.

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Very truly yours,

VICENTE GRACIANO P. FELIZMENIO JE

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ord (1994)); Mario Salatates

Director

RECEIVED BY:

## SIGNATURE OVER PRINTED NAME OF AUTHORIZED REPRESENTATIVE

COMPANY NAME/DATE RECEIVED

Cc:

Director Justina F. Callangan
CORPORATE GOVERNANCE & FINANCE DEPARTMENT
11<sup>th</sup> Floor SEC Building, EDSA
Greenhills, Mandaluyong City

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Director Ferdinand B. Sales
COMPANY REGISTRATION AND MONITORING DEPARTMENT
2nd Floor SEC Building, EDSA
Greenhills, Mandaluyong City

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