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SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
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Company Information

SEC Registration No. 0000026126
Company Name HOLCIM PHILIPPINES, INC.
Industry Classification
Company Type Stock Corporation

Document Information

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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. October 9, 2014
Date of Report (Date of earliest event reported)
2. SEC Identification Number 26126 3. BIR Tax Identification No. 000-121-507-000
4. Holcim Philippines, Inc.
Exact name of issuer as specified in its charter
5. Philippines
Province, country or other jurisdiction of incorporation
6. [REDACTED] (SEC Use Only)
Industry Classification Code:
7. 7th Floor Two World Square, McKinley Hill, Fort Bonifacio, Taguig City 1634
Address of principal office Postal Code
8. (632) 4593333
Issuer's telephone number, including area code
9. Not applicable
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	6,452,099,144
11. Indicate the item numbers reported herein: Item 9. Other Events

th

Item 9. Other Events

Please be advised that the Securities and Exchange Commission ("SEC") approved on October 9, 2014 the amendment of the Articles of Incorporation and By-Laws of Holcim Philippines, Inc. ("Company") reducing the number of directors of the Company from ten to seven.

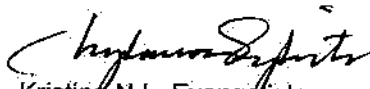
Attached are copies of the amended Articles of Incorporation and By-Laws approved by the SEC.

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.

Holcim Philippines, Inc.
Issuer

October 10, 2014
Date


Kristine N.L. Evangelista
Corporate Secretary



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

COMPANY REG. NO. 26126

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

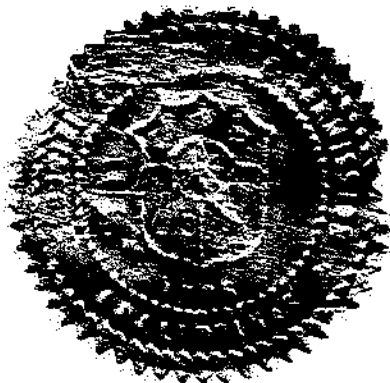
This is to certify that the amended articles of incorporation of the

HOLCIM PHILIPPINES, INC.
[Amending Article VI thereof.]

copy annexed, adopted on February 10, 2014 by majority vote of the Board of Directors and on May 16, 2014 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 9th day of October, Twenty Fourteen.




FERDINAND B. SALES
Director
Company Registration and Monitoring Department

AMENDED ARTICLES OF INCORPORATION

HOLCIM PHILIPPINES, INC.
(Formerly Union Cement Corporation)

KNOW ALL MEN BY THESE PRESENTS:

That we, all of legal age, majority of whom are citizens and residents of the Republic of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Republic of the Philippines.

AND WE HEREBY CERTIFY:

FIRST - That the name of said corporation shall be:

HOLCIM PHILIPPINES, INC.
(As amended on September 3, 2004 by the Board of Directors and
on November 15, 2004 by Shareholders)

SECOND - That the purpose for which the corporation is formed are:

Primary Purpose

To engage in the business of manufacture, production and merchandising, whether domestically or for export, of cement, cement products and by-products, including its derivatives, and any and all kinds of minerals and building materials. (As amended on March 31, 2011 by the Board of Directors and on May 12, 2011 by the Shareholders)

Secondary Purposes

1. To engage in the business of purchasing, developing, selling, exchanging and holding for investment or otherwise, real estate of all kinds; (As amended on March 31, 2011 by the Board of Directors and on May 12, 2011 by the Shareholders)
2. Handling, treatment, thermal destruction, utilization, and disposal or sorted, unrecycled, uncomposted municipal, bio-medical, hazardous, pathological and infectious wastes through the use of environmentally-sound and safe non-burn technologies; (As amended on February 5, 2009 by the Board of Directors and on May 21, 2009 by the Shareholders)
3. To locate, lease, purchase, and otherwise acquire, sell, exchange, mortgage and other dispose of mining claims and concessions containing lime, limestone, marble, granite and other minerals and to undertake all such work for the development and exploitation of any and all raw materials that may be required or necessary for the attainment of the objects herein stated;

4. To secure from any governmental, provincial, municipal or other authority, the rights, power, privileges, franchises and concessions needed for its operations;

5. To acquire, construct, maintain and operate mills, factories, kilns, works machinery, appliances, and warehouses which may be used in the manufacture, production and merchandising of cement, cement products, and by-products, and all other kinds classes of building materials;

6. To buy, manufacture, repair, alter and exchange, let or hire, import, export, sell at wholesale and deal in and with kinds of articles and things which may be acquired for the business of the corporation;

7. As principal or agent, to acquire by purchase or otherwise own, hold, take or lease, exchange, mortgage, let, sell, or dispose of any and all real and personal property, rights and privileges, suitable or convenient for any of the purposes or business of the corporation and to acquire by purchase or otherwise, own, hold, take or lease, mortgage, sell or otherwise dispose of, erect, construct, make, alter, enlarge, improve, and aid or subscribe toward the construction, acquisition or improvement of any factory, shop, storehouse, building, manufacturing and commercial establishment, and any other structure of every character, including all equipment, fixtures, machinery, implements and supplies necessary or incidental to, or connected with any of the purposes or business of the corporation;

8. To have one or more branch offices or agencies, and to carry on any or all of its operations and business without any restrictions except those imposed by law as to place or amount including the right to hold, purchase, or otherwise deal in and with real and personal property anywhere within or without the Philippines;

9. To apply for, or join in applying for, purchase or otherwise acquire, sell, exchange, assign or otherwise dispose of, and protect, prolong, extend and renew any patent, patent rights, inventions, improvements, processes, licenses, trademarks, trade names, business names, marks or designs, protections and concessions used in connections with or secured under letter patents of the Philippines and other countries, and to use and turn to accounts, and to manufacture under or grant licenses or privileges to enter into obligations and contracts, agreements and cooperative relations not contrary to law, in respect of the same, with any person, natural, judicial, governmental, municipal or otherwise;

10. To make, accept, indorse, guarantee, execute, and issue promissory notes, bills of exchange, bonds, debentures and other obligations from time, for the purchase of property or for any purpose in or about the business of the corporation insofar as the same is permissible under the Philippine Corporation Law and other laws, and to secure the payment of any such obligation by mortgage, pledge, deed of trust or otherwise;

11. To purchase, acquire, hold, pledge, sell and dispose of the shares of stock, bonds and other evidence of indebtedness and other obligations of any corporation, domestic or foreign, and to possess and exercise in respect to such stock of other corporation thus acquired, all rights, powers and privileges, of individual owners or holders thereof, and to exercise any and all voting powers incident to the ownership thereof;

12. To purchase, retire, redeem, hold, pledge, sell, reissue and otherwise dispose of the shares of stock, bonds or other obligations of the corporation in such manner and

upon such terms as the Board of Directors may deem expedient and insofar as may be permitted by law;

13. As may be necessary or desirable to the purpose for which this corporation is organized, to lend and advance money or give credit, whether by long, medium or short term loans, to persons, firms, entities and corporations with such security and on such terms and conditions as the Board of Directors may think fit; and

14. To do any or all of the things herein set forth and generally, to do any and everything necessary, suitable and proper for the accomplishment of any of the objects of the corporations.

The foregoing clauses shall be construed both as purposes and powers, and it is hereby expressly provided that the foregoing enumeration of specific purposes and powers shall not be held to limit or restrict in any manner the general purposes and power of the corporation nor shall the expression of one thing be deemed to exclude another, although it be of like nature, not expressed.

THIRD - That the place where the principal office of the corporation is to be established or located is at the 7th Floor Two World Square, McKinley Hill, Fort Bonifacio, Taguig City, Philippines. *(As amended on February 5, 2009 by the Board of Directors and on May 21, 2009 by the Shareholders)*

FOURTH - That the term for which said corporation is to exist is extended for another FIFTY (50) YEARS from November 12, 2014. *(As amended on March 31, 2011 by the Board of Directors and on May 12, 2011 by the Shareholders)*

FIFTH - That the names, citizenship and residence of the incorporators of said corporation are as follows:

Name	Citizenship	Residence
Alberto M. Meer	Filipino	40 Pili Ave., Makati, Rizal
Alberto O. Villaraza	Filipino	141 Don Manuel St., Quezon City
Ramon O. Reynoso, Jr.	Filipino	Andrea Vill. 1, Cavite City
Pedro T. Macatangay, Jr.	Filipino	2352 M. Colayco St., Pasay City
Senen M. Castillo	Filipino	120 Moana St., Pasay City

SIXTH - That the number of the directors of said corporation shall be SEVEN (7), and the names, citizenship, and residences of the directors of the corporation, who are to serve until their successors are duly elected and qualified as provided by the By-Laws, are as follows: *(As amended on February 10, 2014 by the Board of Directors and on May 16, 2014 by the Shareholders)*

Name	Citizenship	Residence
Antonio de las Alas	Filipino	22 Karlaon St., Quezon City
Alfonso T. Yuchengco	Filipino	47 McKinley Road, Makati, Rizal
George F. Lee	Filipino	3537 Sining St., Sta. Mesa, Manila
Alberto M. Meer	Filipino	40 Pili Ave., Makati, Rizal
Alberto O. Villaraza	Filipino	141 Don Manuel St., Quezon City
Ramon O. Reynoso, Jr.	Filipino	Andrea Vill. 1, Cavite City
Pedro T. Macatangay, Jr.	Filipino	2352 M. Colayco St., Pasay City

Senen M. Castillo
Efren C. Gutierrez

Filipino
Filipino

120 Moana St., Pasay City
1114 A. Francisco St., Singalong,
Manila

SEVENTH - That the total authorized capital stock of this corporation is **TEN BILLION PESOS (₱ 10,000,000,000.00)**, Philippine Currency. Said capital stock shall be divided into two classes, viz:

1. **Nine Billion Nine Hundred Eighty Million (9,980,000,000) shares of the par value of One Peso (₱1.00) each, Philippine currency, to be known as Common Stock; and (As amended on September 14, 1999)**
2. **Twenty Million (20,000,000) shares of the par value of One Peso (₱1.00) Philippine currency, each to be known as Preferred Stock.**

The holder of common shares shall not be entitled to pre-emptive rights to subscribe to any issues or preferred shares, neither shall the holders of preferred shares be entitled to pre-emptive rights to subscribe to any issues of common shares.

The aforesaid Preferred Stock may be issued from time to time in one or more series as the Board of Directors may determine, and authority is hereby expressly granted to the Board of Directors to establish and designate each particular series of Preferred Stock, to fix the number of shares to be included in each of such series, and to determine, among others, the price, cash dividend rate, amount or period, and the manner of redemption of shares for each of such series. To the extent not set forth in this Article Seventh, the specific terms and restrictions of each series Preferred Stock shall be specified in such resolution(s) as may be adopted by the Board of Directors prior to the issue of each such series ("the Enabling Resolutions"), which resolution(s) shall be filed and approved by the Securities and Exchange Commission and thereupon be deemed part of these Articles of Incorporation.

The holders of Preferred Stock of each and any series shall be entitled to receive as and when declared by the Board of Directors cash dividends at such rate or amount and period as may be fixed in the Enabling Resolutions for each series. Such dividends shall be cumulate from and after the date of issue thereof, whether or not in any period the amount thereof is covered by available retained earnings. No dividends shall be declared or paid on the common shares unless full accumulated dividends on all series of Preferred Stock for all past dividend periods and for the then current dividend period shall have been declared and/or paid by the Corporation. The holders of Preferred Stock of any series shall not be entitled to any participation or share in retained earnings remaining after payments shall have been made on the Preferred Stock.

The holders of Preferred Stocks shall not be entitled to vote except in those cases expressly provided by the law.

The Preferred Stock shall not be convertible to any other class of shares.

The Preferred Stock of any series shall be redeemable by and at the option of the Corporation at such price and within such period and in such manner as may be fixed in the Enabling Resolutions.

In the event of liquidation, dissolution, bankruptcy or winding up of the affairs of the Corporation, except in cases of merger or consolidation, the holders of Preferred Stock shall be entitled to be paid in full or ratably insofar as the assets of the Corporation will permit the redemption price as fixed in the Enabling Resolutions for each share held plus all unpaid accumulated dividends up to the then current dividend period before any assets of the Corporation shall be paid or distributed to the holders of common shares. (As amended on June 19, 1997 and June 27, 1997)

EIGHTH - That the amount of said capital stock which has been actually subscribed is FOUR MILLION PESOS (P4,000,000.00), and the following persons have subscribed for the number of shares and the amount of the capital stock set out after their respective names:

Name	Kind & Number of Shares Subscribed		Amount of Capital Subscribed
	Common Voting	Common Non-Voting	
Alfonso T. Yunchengco	1,043,996	1,120,000	P2,163,996.00
Antonio de las Alas	612,000		612,000.00
George F. Lee	612,000		612,000.00
Alberto M. Meer	611,999		611,999.00
Alberto O. Villaranza	1		1.00
Ramon O. Reynoso, Jr.	1		1.00
Pedro T. Macatangay	1		1.00
Senen M. Castillo	1		1.00
Efren C. Gutierrez	1		1.00
TOTAL	2,880,000	1,120,000	P4,000,000.00

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

Name	Kind & Number of Shares Subscribed		Amount of Capital Subscribed
	Common Voting	Common Non-Voting	
Alfonso T. Yunchengco	P244,996.00	280,000.00	P624,996.00
Antonio de las Alas	125,000.00		125,000.00
George F. Lee	125,000.00		125,000.00
Alberto M. Meer	124,999.00		124,999.00
Alberto O. Villaranza	1.00		1.00
Ramon O. Reynoso, Jr.	1.00		1.00
Pedro T. Macatangay	1.00		1.00
Senen M. Castillo	1.00		1.00
Efren C. Gutierrez	1.00		1.00
TOTAL	P720,000.00	P280,000.00	P1,000,000.00

TENTH - That ALBERTO M. MEER has been elected by the subscribers as Treasurer of the corporation, to act as such until his successor is duly elected and qualified in accordance with the By-laws, and that as such Treasurer, he has been authorized to receive for the corporation and to receipt in its name all subscribed paid in the said subscriber.

IN WITNESS WHEREOF, we have here unto set our hands on his 18th day of August 1964, at Manila, Philippines.

(SGD.) ALBERTO M. MEER

(SGD.) ALBERTO O. VILLARAZA

(SGD.) RAMON O. REYNOSO JR.

(SGD.) PEDRO T. MACATANGAY, JR.

(SGD.) SENEN M. CASTILLO

Signed in the presence of:

(SGD.) ELENA GUEVARA

(SGD.) ANGELITO D. MENDOZA

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

BEFORE ME, a Notary Public in and for the city of Manila, Philippines, on this
18th day of August 1964, personally appeared:

Name	Residence Certificate		Place
	Number	Date	
Alberto M. Meer	A-0170895	1-26-64	Manila
Alberto O. Villaraza	A-3942654	1-02-64	Majayjay, Laguna
Ramon O. Reynoso	A-3056108	3-03-64	Daet, Cam. Sur
Pedro T. Macatangay, Jr.	A-4308670	1-02-64	Pasay City
Senen M. Castillo	A-0063574	1-09-64	Manila

all known to me and to me known to be the same persons who executed the foregoing
Articles of Incorporation and they acknowledge to me that the same is their own free
and voluntary act and deed.

WITNESS MY HAND AND SEAL at the place and on the date first above
written.

(SGD.) EFREN C. GUTIERREZ
Notary Public

Doc No. 155;
Page No. 32;
Book No. III;
Series of 1964.

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

SECRETARY'S CERTIFICATE

I, KRISTINE N.L. EVANGELISTA, Filipino, of legal age, with office address at 7th Floor, Two World Square Bldg., McKinley Hill, Fort Bonifacio, Taguig City, having been duly sworn in accordance with law, hereby certify that:

1. I am the duly appointed and incumbent Corporate Secretary of **HOLCIM PHILIPPINES, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines with principal office address at 7th Floor, Two World Square Bldg., McKinley Hill, Fort Bonifacio, Taguig City.

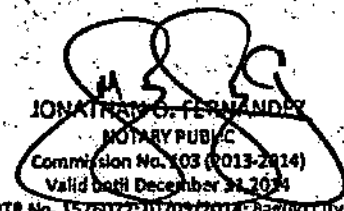
2. To the best of my knowledge, no action or proceedings has been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers.

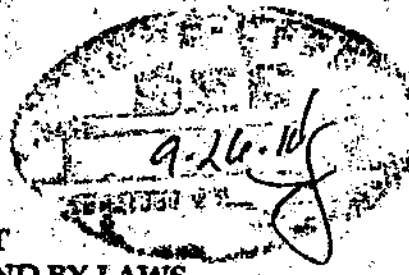
IN WITNESS WHEREOF, I have hereunto set my hand this JUL 24 2014
in TAGUIG CITY


KRISTINE N.L. EVANGELISTA
Corporate Secretary

SUBSCRIBED AND SWORN to before me this JUL 24 2014 at
TAGUIG CITY, affiant exhibiting her TIN 235-928-333.

Doc. No. 132
Page No. 28
Book No. 111
Series of 2014.


JONATHEA G. FERNANDEZ
NOTARY PUBLIC
Commission No. 103 (2013-2014)
Valid until December 31, 2014
PTR No. 1576077; 01/03/2014; Baguio City
Lifetime IBP No. 08909; Bag-Beng Chapter
Roll No. 52589
MCLE Compliance No. 003272
7th Floor Two World Square,
McKinley Hill Fort Bonifacio, Taguig City



**CERTIFICATE OF AMENDMENT
OF THE ARTICLES OF INCORPORATION AND BY-LAWS**

OF

HOLCIM PHILIPPINES, INC.

KNOW ALL MEN BY THESE PRESENTS:

The undersigned Corporate Secretary and a majority of the Board of Directors of **HOLCIM PHILIPPINES, INC.** (hereafter, the "Corporation") do hereby certify that at a meeting of the Board of Directors held on February 10, 2014 at the principal office of the Corporation, these amendments were unanimously approved, and at the annual meeting of the shareholders of the Corporation held on May 16, 2014 at the Ballroom 2, 2nd Level of the Fairmont Makati, 1 Raffles Drive, Makati Avenue, 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 the Corporation be, as it is hereby, authorized and empowered to amend the Sixth Article of the Amended Articles of Incorporation to reduce the number of the members of the Board of Directors from ten (10) to seven (7), which amendment shall read as follows:

'SIXTH - That the number of the directors of said corporation shall be **SEVEN (7)**, and the names, citizenship, and residences of the directors of the corporation, who are to serve until their successors are duly elected and

qualified as provided by the By-Laws, are as follows:

x x x'

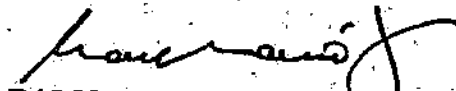
"RESOLVED, FURTHER, that the Corporation be, as it is hereby, authorized and empowered to amend Section 1, Article II, of the Amended By-Laws to reflect the reduction in the number of the members of the Board of Directors from eleven (11) to seven (7), which amendment shall read as follows:

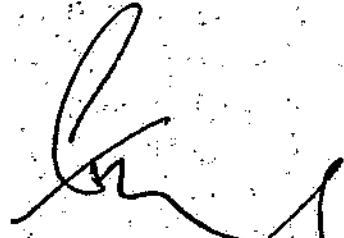
'SECTION 1. Board of Directors. - The business and property of the Corporation shall be managed by a Board of SEVEN (7) Directors who shall be stockholders and who shall be elected annually by the stockholders for a term of one year and shall serve until the election and acceptance of their duly qualified successors.'

"RESOLVED, FINALLY, that any one of the President, Corporate Secretary or any Director of the Corporation be authorized and empowered to submit or cause the submission of a copy of the Amended Articles of Incorporation and the Amended By-Laws of the Corporation, certified by a majority of the directors and the Corporate Secretary, to the Securities and Exchange Commission, to sign, execute and deliver any and all documents, and to do any and all acts, necessary and proper, to give the foregoing resolutions force and effect."

Copies of the Amended Articles of Incorporation and the Amended By-Laws of the Corporation embodying the foregoing amendments is hereto attached.


IN WITNESS WHEREOF, we have hereto signed these presents on
this JUL 24 2014 in TAGUIG CITY Metro
Manila.


RAMON R. DEL ROSARIO, JR.
Chairman
TIN 108-160-999

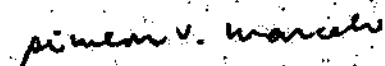

IAN S. THACKWRAY
Director
TIN 247-875-573

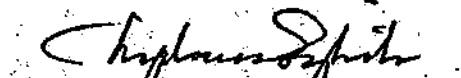

TOMAS I. ALCANTARA
Director
TIN 105-252-550


EDUARDO A. SAHAGUN
Director
TIN 101-603-443


DANIEL N. BACH
Director
TIN 255-685-298


YASUO KITAMOTO
Director
TR1069275


SIMEON V. MARCELO
Director
TIN 105-823-146

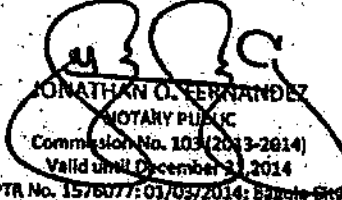

KRISTINE N.L. EVANGELISTA
Corporate Secretary
TIN 235-928-333

SUBSCRIBED AND SWORN to before me this
JUL 24 2014, affiants exhibiting to me their valid identification
to wit:

<u>Name</u>	<u>Valid I.D.</u>
Ramon R. Del Rosario, Jr.	TIN 108-160-999
Ian S. Thackwray	TIN 247-875-573
Tomas I. Alcantara	TIN 105-252-550
Eduardo A. Sahagun	TIN 101-603-443
Daniel N. Bach	TIN 255-685-298
Yasuo Kitamoto	TR1069275
Simeon V. Marcelo	TIN 105-823-146
Kristine N.L. Evangelista	TIN 235-928-333

WITNESS MY HAND AND SEAL, this JUL 24 2014 in
TAGUIG CITY, Metro Manila, Philippines.

Doc No. 140 ;
Page No. 29 ;
Book No. 10 ;
Series of 2014.



JONATHAN O. FERNANDEZ
NOTARY PUBLIC
Commission No. 103 (2013-2014)
Valid until December 31, 2014
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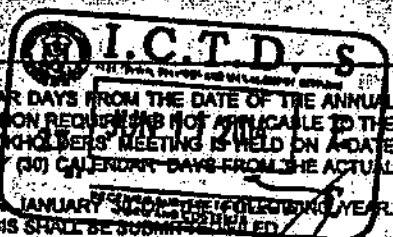
Republic of the Philippines
Department of Finance
Securities and Exchange Commission
SEC Bldg. EDSA, Greenhills, Mandaluyong City



ROUTING SLIP

NAME OF CORP.	HOLCIM PHILIPPINES, INC.	SEC No.	0000028126
PURPOSE:	CG Clearance		
DEPARTMENT:	Corporate Governance and Finance Department		
Date Received:	Date Released:	Processed/Verified by:	
September 24, 2014	September 24, 2014	M. SALUD	
REMARKS :			
This department interposes no objection to the company's application for Amended Articles of Incorporation and By-Laws.			
 JUSTINA F. CALLANGAN Director			

GENERAL INFORMATION SHEET (GIS)
FOR THE YEAR 2014
STOCK CORPORATION



GENERAL INSTRUCTIONS:

- FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N.A." IF THE INFORMATION REQUESTED IS NOT APPLICABLE TO THE CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL STOCKHOLDERS' MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE ACTUAL DATE OF THE ANNUAL STOCKHOLDERS' MEETING.
- IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 31 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED.
- THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE CORPORATE SECRETARY OF THE CORPORATION.
- THE SEC SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE. FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS, THE CORPORATION SHALL SUBMIT ONLY THE AFFECTED PAGE OF THE GIS THAT RELATES TO THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED BY THE CORPORATE SECRETARY OF THE CORPORATION. THE PAGE OF THE GIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURRED OR BECAME EFFECTIVE.
- SUBMIT FOUR (4) COPIES OF THE GIS TO THE CENTRAL RECEIVING SECTION, GROUND FLOOR, SEC BLDG., EDSA, MANDALUYONG CITY. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER WITH A STANDARD COVER PAGE. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE. CORPORATIONS SUBMITTING A COPY OF THEIR GIS ONLINE OR VIA INTERNET SHALL SUBMIT ONE (1) HARD COPY OF THE GIS, TOGETHER WITH A CERTIFICATION UNDER OATH BY ITS CORPORATE SECRETARY THAT THE COPY SUBMITTED ONLINE CONTAINS THE EXACT DATA IN THE HARD COPY.
- ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.
- THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS.

PLEASE PRINT LEGIBLY

CORPORATE NAME: HOLCIM PHILIPPINES, INC. (formerly Union Cement Corporation)	DATE REGISTERED: 12-Nov-84
BUSINESS/TRADE NAME: HOLCIM PHILIPPINES, INC.	FISCAL YEAR END: 31-Dec
SEC REGISTRATION NUMBER: 28128	CORPORATE TAX IDENTIFICATION NUMBER (TIN): 908-121-887
DATE OF ANNUAL MEETING PER BY-LAWS: second Thursday of May of each year	WEBSITE/URL ADDRESS: http://www.holcim.ph
ACTUAL DATE OF ANNUAL MEETING: 18-May-14	E-MAIL ADDRESS:
COMPLETE PRINCIPAL OFFICE ADDRESS: 7F Two World Square McKinley Hill, Fort Bonifacio, Taguig City	FAX NUMBER: (02) 4593422
COMPLETE BUSINESS ADDRESS: 7F Two World Square McKinley Hill, Fort Bonifacio, Taguig City	TELEPHONE NUMBER(S): (02) 4593333
NAME OF EXTERNAL AUDITOR & ITS SIGNING PARTNER: SGV & Company / Ms. Catherine E. Lopez, Partner	SEC ACCREDITATION NUMBER (if applicable): 8468-AR-2 (Group A)
PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN: To engage in the business of manufacture, production and merchandising, whether domestically or for export of cement, cement products and by-products, including its derivatives, and any and all kinds of minerals and building materials.	INDUSTRY CLASSIFICATION: Cement Manufacturing
GEOGRAPHICAL CODE:	

INTERCOMPANY AFFILIATIONS

PARENT COMPANY	SEC REGISTRATION NO.	ADDRESS
Union Cement Holdings Corporation	A1985-7936	7F Two World Square McKinley Hill, Fort Bonifacio, Taguig City
SUBSIDIARY/AFFILIATE	SEC REGISTRATION NO.	ADDRESS
Holcim Phil Manufacturing Corp.	34371	Lugait, Misamis Oriental
Excel Concrete Logistic, Inc.	CS201214489	7F Two World Square, McKinley Hill, Taguig City
Holcim Mining & Dev. Corp.	144882	7F Two World Square, McKinley Hill, Taguig City
Holcim Resources Dev. Corp.	CS200907787	7F Two World Square, McKinley Hill, Taguig City
HPBusiness Service Center		7F Two World Square, McKinley Hill, Taguig City

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GENERAL INFORMATION SHEET

STOCK CORPORATION
PLEASE PRINT LEGIBLY

Corporate Name: **Holcim Philippines, Inc.**

A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9150/9164/10167/10365) Yes No

Please check the appropriate box:

1.

- a. Banks
- b. Offshore Banking Units
- c. Quasi-Banks
- d. Trust Entities
- e. Non-Stock Savings and Loan Associations
- f. Pawnshops
- g. Foreign Exchange Dealers
- h. Money Changers
- i. Remittance Agents
- j. Electronic Money Issuers
- k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.

2.

- a. Insurance Companies
- b. Insurance Agents
- c. Insurance Brokers
- d. Professional Reinsurers
- e. Reinsurance Brokers
- f. Holding Companies
- g. Holding Company Systems
- h. Pre-need Companies
- i. Mutual Benefit Association
- j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)

3.

- a. Securities Dealers
- b. Securities Brokers
- c. Securities Salesman
- d. Investment Houses
- e. Investment Agents and Consultants
- f. Trading Advisors
- g. Other entities managing Securities or rendering similar services
- h. Mutual Funds or Open-end Investment Companies
- i. Close-end Investment Companies
- j. Common Trust Funds or issuers and other similar entities
- k. Transfer Companies and other similar entities
- l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on
- m. Entities administering or otherwise dealing in valuable objects
- n. Entities administering or otherwise dealing in cash substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC)

4. Jewelry dealers in precious metals, who, as a business, trade in precious metals

5. Jewelry dealers in precious stones, who, as a business, trade in precious stone

6. Company service providers which, as a business, provide any of the following services to third parties:

- a. acting as a formation agent of juridical persons
- b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons
- c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement
- d. acting as (or arranging for another person to act as) a nominee shareholder for another person

7. Persons who provide any of the following services:

- a. managing of client money, securities or other assets
- b. management of bank, savings or securities accounts
- c. organization of contributions for the creation, operation or management of companies
- d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities

8. None of the above

Describe nature of business: **Cement Manufacturing**

B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS? Yes No

GENERAL INFORMATION SHEET
STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: **Holcim Philippines, Inc.**

CAPITAL STRUCTURE

AUTHORIZED CAPITAL STOCK

	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (Php) (No. of shares X Par/Stated Value)
	Common	8,880,000,000	1.00	8,880,000,000.00
		20,000,000	1.00	20,000,000.00
TOTAL		10,000,000,000	TOTAL P	10,000,000,000.00

SUBSCRIBED CAPITAL

FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (Php)	% OF OWNERSHIP
	5,820	Common	4,511,070,839		1.00	4,511,070,839	69.92
TOTAL			4,511,070,839	TOTAL	TOTAL P	4,511,070,839	69.92

FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (Php)	% OF OWNERSHIP
	44	Common	1,941,028,305		1.00	1,941,028,305	30.08
TOTAL			1,941,028,305	TOTAL	TOTAL P	1,941,028,305	30.08

Percentage of Foreign Equity: **TOTAL 1,941,028,305 TOTAL TOTAL P 1,941,028,305 30.08**
TOTAL SUBSCRIBED P 6,452,099,144.00 100.00

PAID-UP CAPITAL

FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (Php)	% OF OWNERSHIP
	5,820	Common	4,511,070,839	1.00	4,511,070,839	69.92
TOTAL			4,511,070,839	TOTAL P	4,511,070,839	69.92

FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (Php)	% OF OWNERSHIP
	44	Common	1,941,028,305	1.00	1,941,028,305	30.08
TOTAL			1,941,028,305	TOTAL P	1,941,028,305	30.08
TOTAL PAID-UP P					6,452,099,144.00	100.00

NOTE: USE ADDITIONAL SHEET IF NECESSARY

* Common, Preferred or other classification

** Other than Directors, Officers, Shareholders owning 10% of outstanding shares.

AMENDED BY-LAWS

HOLCIM PHILIPPINES, INC.

(Formerly Union Cement Corporation)

(As amended on September 3, 2004 by the Board of Directors and on November 15, 2004 by the Shareholders)

ARTICLE I

STOCKHOLDERS' MEETING

SECTION 1. Annual Meetings. - The annual regular meetings of the stockholders shall be held at the principal office of the Corporation in Metro Manila, Philippines on the second Thursday of May of each year for the purpose of electing directors and for the transaction of such other business as may be properly brought before the meeting. *(As amended on March 31, 2011 by the Board of Directors and on May 12, 2011 by the Shareholders)*

SECTION 2. Special Meetings. - Special meetings of the stockholders may be called at the principal office of the Corporation at any time by resolution of the Board of Directors or by order of the President and must be called upon the written request of stockholders registered as the owners of one-third (1/3) of the total outstanding stock.

SECTION 3. Notice of Meetings. - Notice of meetings written or printed for every regular or special meeting of the stockholders shall be prepared and mailed to the registered post office address of each stockholder not less than fifteen (15) working days prior to the date set for such meeting, and if for a special meeting, such notice shall state the object or objects of the same. No failure or irregularity of notice of any meeting shall invalidate such meeting at which all stockholders are present or represented and voting without protest. *(As amended March 31, 2011 by the Board of Directors and on May 12, 2011 by the Shareholders)*

SECTION 4. Quorum. - Unless otherwise prescribed by the Philippine Corporation Law, a quorum at any meeting of the stockholders shall consist of a majority of the entire subscribed capital stock of the Corporation represented in person or by proxy, and a majority of such quorum shall decide any question that may come before the meeting, save and except in those several matters in which the laws of the Philippines require the affirmative vote of a greater proportion. *(As amended by the Board of Directors on March 3, 2003 and on April 16, 2003 by the Stockholders)*

SECTION 5. Voting. - Stockholders may vote at all meetings the number of shares registered in their respective names, either in person or by proxy duly given in writing and duly presented to the Secretary for inspection and recorded at or prior to the opening of said meeting. No proxy bearing a signature which is not legally acknowledged shall be recognized at any meeting unless such signature is known and recognized by the Secretary of the meeting.

All proxies shall be in writing, signed by the stockholders and filed in the office of the Corporate Secretary at least five (5) days before the meeting. *(As amended on November 13, 1995)*

SECTION 6. Election of Directors. - Election of Directors shall be held at each annual meeting and shall be conducted in the manner provided by the Philippine Corporation Law, and with such formalities and manner as the presiding officer at the meeting shall then and there determine.

SECTION 7. Order of Business. - Order of business at the annual meeting, and as far as practicable at all other meetings of the stockholders, shall be as follows:

1. Calling the roll
2. Secretary's proof of due notice of the meeting
3. Reading and disposal of any unapproved minutes
4. Reports of officers, annual and otherwise
5. Election of Directors
6. Unfinished business
7. New business
8. Adjournment

ARTICLE II

DIRECTORS

SECTION 1. Board of Directors. - The business and property of the Corporation shall be managed by a Board of SEVEN (7) Directors who shall be stockholders and who shall be elected annually by the stockholders for a term of one year and shall serve until the election and acceptance of their duly qualified successors. *(As amended on February 10, 2014 by the Board of Directors and on May 16, 2014 by the Shareholders)*

No stockholders shall qualify or be eligible nomination or election to the Board of Directors if he is found or determined by a three-fourths vote of the Board to be engaged in any business which is antagonistic to that of the Corporation. Without limiting the generality of the foregoing, a person shall be deemed to be so engaged:

- a) If he is an officer, manager or controlling person of, or the owner (either or record or beneficially) of at least 10% of any outstanding class of shares of any corporation (other than the one in which the corporation owns at least 30% of the capital stock) engaged in a business which the Board, by at least three-fourths vote, determines to be antagonistic to that of the Corporation;
- b) If the Board, in the exercise of its judgement in good faith, determines by at least three-fourths vote that he is the nominee of any person set forth in (a) above.

In determining whether or not a person is a controlling person, beneficial owner, or the nominee of another, the Board may take into account such factors as business and family relationships. For the proper implementation of this provision all nominations for election of Directors by the stockholders shall be submitted in writing to the Corporate Secretary not earlier than forty (40) working days nor later than twenty five (25) working days before the date of annual meeting. *(As amended on March 31, 2011 by the Board of Directors and on May 12, 2011 by the Stockholders)*

SECTION 2. Independent Directors. - As a publicly listed company, the Corporation shall conform with the requirement to have such number of independent directors who are possessed of such qualifications as may be required by law. An "independent director" is a person who, apart from his fees and shareholdings, which shareholdings does not exceed two percent (2%) of the shares of the Corporation and/or its related companies or any of its substantial shareholders, is independent of management and free from any business or other relationship which could, or could reasonably be perceived to, materially interfere with his exercise of independent judgment in carrying out his responsibilities as a director of the Corporation, including, among others, any person who:

- i. Is not a director or officer or substantial stockholders of the Corporation or of its related companies or any of its substantial shareholders (other than as an independent director of any of the foregoing);
- ii. Is not relative of any director, officer or substantial shareholder of the Corporation, any of its related companies or any of its substantial shareholders. For this purpose, relatives includes spouse, parent, child, brother, sister, and spouse of such child, brother or sister;
- iii. Is not acting as a nominee or representative of a substantial shareholder of the Corporation, any of its related companies or any of its substantial shareholders;
- iv. Has not been employed in any executive capacity by the Corporation, any of its related companies or by any of its substantial shareholders within the last five (5) years;
- v. Is not retained as professional adviser by the Corporation, any of its related companies or any of its substantial shareholders within the last five (5) year, either personally or through his firm; and
- vi. Has not engaged and does not engage in any transaction with the Corporation or with any of its related companies or with any of its substantial shareholders, whether by himself or with other persons or through a firm of which he is a partner or a company of which he is a director or substantial shareholder, other than transactions which are conducted at arm's length and are immaterial or insignificant.

When used in relation to a company subject to the requirements above, "related company" shall mean another company which is (i) its holding company, (ii) its subsidiary, or (iii) a subsidiary of its holding company; and "substantial shareholder" shall mean any person who is directly or indirectly the beneficial owner of more than ten percent (10%) of any class of its equity security.

The independent director shall have the following qualifications:

- i. He shall have at least one (1) share of stock of the Corporation;
- ii. He shall be at least a college graduate or he shall have been engaged or exposed to the business of the Corporation for at least five (5) years;

iii. He shall possess integrity/probity; and

iv. He shall be assiduous.

An independent director shall be disqualified as such during his tenure under the following instances or causes:

- (i) He becomes an officer or employee of the Corporation, or becomes any of the persons enumerated under Section II (5) of the Code of Corporate Governance;
- (ii) His beneficial security ownership exceeds two percent (2%) of the outstanding capital stock of the Corporation;
- (iii) Fails, without any justifiable cause, to attend at least fifty percent (50%) of the total number of Board meetings during his incumbency;
- (iv) Such other disqualifications which the Manual of Corporate Governance of the Company provides.

Nomination of independent director/s shall be conducted by a Nomination Committee prior to a stockholders' meeting. All nominations of independent directors shall be made in writing and signed by the conformity by the nominating stockholders, and shall include the acceptance and conformity of the would-be nominees.

The Nomination Committee shall pre-screen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent director(s).

After the nomination, the Nomination Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for independent directors (as required under Part IV [A] and [C] of Annex "C" of SRC Rule 12 of the Implementing Rules and Regulations of the Securities Regulation Code), including, but not limited to, the following information: (i) Name, age and citizenship; (ii) List of positions and offices that each such nominee held, or will hold, if known, with the Corporation; (iii) Business experience during the past five (5) years; (iv) directorship held in the other companies; (v) Involvement in legal proceedings; and (vi) Security ownership.

The Final List shall be made available to the Securities and Exchange Commission and to all stockholders through the filing and distribution of the Information Statement or in such other reports required by the Securities and Exchange Commission. The name of the person or group of persons who recommended the nomination of the independent director shall be identified in such report including any relationship with the nominee.

Only nominees whose names appear on the Final List of Candidates shall be eligible for election as independent director/s. No other nominations shall be entertained after the Final List of Candidates shall have been prepared. No further nominations shall be entertained or allowed on the floor during the actual annual stockholders' meeting.

The Chairman of the stockholders' meeting has the responsibility to inform all stockholders in attendance of the mandatory requirement of electing independent directors and to ensure that the independent directors are elected during the stockholders' meeting.

Specific slot/s for independent directors shall not be filled up by unqualified nominees.

In case of failure of election for independent director/s, the chairman of the meeting shall call a separate election during the same meeting to fill up the vacancy.

Any controversy or issue arising from the selection, nomination or election of independent director/s shall be resolved by the Securities and Exchange Commission by appointing independent directors from the list of nominees submitted by the stockholders. *(As amended on February 13, 2012 by the Board of Directors and on May 17, 2012 by the Stockholders)*

SECTION 3. Vacancy. - If any vacancy should occur in the Board of Directors, through death, resignation or otherwise, such vacancy may be filled by the remaining Directors at any meeting at which a quorum shall be continue to act, but if at any time their number be reduced to less than a quorum, the Directors shall call a special meeting of the stockholders for the purpose of filling such vacancies.

SECTION 4. Regular Annual Meeting. - The regular annual meeting of the Board of Directors for the purpose of organization and the transaction of other business shall be held without notice, at the principal office of the Corporation or at such other place as a majority of the Directors may designate immediately after the annual meeting of the stockholders of the Corporation.

SECTION 5. Regular Quarterly Meetings. - The Board shall meet regularly once every quarter as or as often as the Board may deem practicable. *(As amended on March 3, 2003 by the Board of Directors and on April 16, 2003 by the Stockholders)*

SECTION 6. Special Meetings. - Special meeting of the Board of Directors may be called by the Secretary upon order of the President or any two (2) members of the Board of Directors and notice thereof shall be made in the most convenient manner not less than seven (7) days before such special meeting and the notice shall set the object and purpose of the same. A special meeting may be held at any place designated in the call thereof.

SECTION 7. Quorum. - A quorum at any meeting of the Directors shall consist of a majority of the entire membership of the Board. A majority of such quorum shall decide any question that may come before the meeting.

SECTION 8. Election of Officers. - The officers of the Corporation, as provided in these By-Laws, shall be elected by the Board of Directors at their first meeting after the election of the Directors.

SECTION 9. Order of Business. - The order of business of any regular or special meeting of the Board of Directors shall be:

1. Calling the roll
2. Secretary's proof of due notice of meeting
3. Reading and disposal of unapproved minutes

4. Reports of officers
5. If an organization meeting, or a meeting for that purpose, the election of officers
6. Unfinished business
7. New business
8. Adjournment

ARTICLE III

OFFICERS

SECTION 1. Officers. - The officers of the Corporations shall be a Chairman of the Board, a President, a Vice President, a General Manager, a Secretary, a Treasurer and such other officers, the offices of whom may from time to time be created by the Board of Directors as the necessities of the Corporation shall require. Unless there is agreement to the contrary which may be sanctioned by law, these officers shall be elected to hold office for a term of one (1) year until their successors are duly elected and qualified. Any two or more of the above officers may be held by the same person as long as the duties thereof are not incompatible.

SECTION 2. Chairman of the Board. - The Chairman who shall be elected by the Board from their own number shall preside at all meetings of the stockholders and of the Board of Directors and shall perform such other duties incident to his office or are properly required of him by the Board of Directors.

SECTION 3. President. - The President shall be elected by the Board of Directors from their own number. He shall be the chief executive officer of the Corporation; shall have general supervision of the affairs of the Corporation; shall sign all stock certificates and, whenever authorized to do so by the Board of Directors, all approved contracts and other instruments in behalf of the Corporation; shall see that the resolutions of the Board are duly executed and carried out; shall make reports to the Directors and stockholders; and shall perform all such other duties as are incident to his office or are properly required of him by the Board of Directors.

SECTION 4. Vice President. - The Vice President, if qualified, shall exercise all of the functions and perform all the duties of the President in the absence or disability, for any cause, of the latter.

SECTION 5. General Manager. - The General Manager shall look after and supervise all the business operations of the Corporation and, subject to the approval of the President, may employ, suspend and/or discharge any and all employees and/or laborers necessary therefor, recommending their respective compensations and the nature and extent of the work to be performed by each of them. He shall prepare and submit an annual report to the President and to the Board of Directors setting forth the results of the business operations under his charge, together with suggestions designed to improve the business of the corporation or to enhance its finances, and he shall perform such other duties as the President or the Board of Directors may require.

SECTION 6. Secretary. - The Secretary, who shall be a resident and citizen of the Philippines, shall issue notices of all meetings; shall keep their minutes; shall have charge of the seal and corporate books; shall sign with the President the certificates of stock and such

other instruments as require such signature; and shall make such reports and perform such other duties as are incident to his office or are properly required of him by the Board of Directors.

SECTION 7. Treasurer. - The Treasurer shall have the custody of all money, securities and values of the Corporation which come into his possession, and shall keep regular books of accounts. He shall deposit said money, securities and values of the Corporation in such banking institutions as may be designated from time to time by the Board of Directors, subject to withdrawal therefrom only upon the checks or other written demands of the Corporation which shall be signed by at least two of the officers designated by the Board of Directors.

SECTION 8. Compensation. - The compensation of the officers and employees of the Corporation shall be fixed and determined by the Board of Directors. The Board, however, may authorize any officer to appoint and remove subordinate officers and prescribe the powers and duties thereof and fix the compensation of such subordinated officers.

SECTION 9-a. Appointment and Powers of Executive Committee. - There shall be an Executive Committee composed of Directors to be determined and appointed by the Board of Directors, and any vacancy in said committee shall be filled by the Directors at any meeting of the Board at which a quorum shall be present. The members of the Executive Committee may be removed at any time by the Board of Directors. Their compensation shall be determined by the Board of Directors.

The Executive Committee shall advise and aid the officers of the Corporation in all matters concerning its interest and the management of its business and, in the intervals between the meetings of the Board, shall have and may exercise all the powers of the Board of Directors in the management of the business and affairs of the Corporation, except (a) such powers as are granted by statute to the Board of Directors, (b) the power to declare and pay dividends, (c) the power to fill vacancies in the Board of Directors, and (d) such other powers as the Board of Directors may expressly reserve at any time. All matters acted upon by the Executive Committee shall be submitted to the Board at its meeting held next after they have been taken and such transactions of the committee shall be considered ratified by the Board unless otherwise expressly revoked.

SECTION 9-b. Meetings. - The Executive Committee shall meet from time to time and at such places as it may designate upon the call of the Chairman of the committee or of any member thereof. Written notice of any such meeting, stating the place, date and hour thereof, shall be served personally on each member of the Executive Committee at his address recorded in the books of the Corporation or the same shall be telegraphed or telephoned at least twenty-four (24) hours before the meeting.

SECTION 9-c. Quorum. - A majority of the members of the Executive Committee shall constitute a quorum thereof and the affirmative vote of the majority of such quorum shall be necessary for the approval of any action taken at any of its meetings.

SECTION 9-d. Minutes of the Meetings. - The Secretary of the Corporation shall keep the minutes of the meetings of the Executive Committee and cause them to be recorded in a book kept for that purpose. The Corporate Secretary shall present these minutes to the Board of Directors when so requested of directed.

SECTION 10. Nomination Committee. - There shall be a Nomination Committee composed of at least three (3) Directors, one of whom shall be an Independent Director. The Nomination Committee shall review and evaluate the qualifications of all persons nominated to the Board and other appointments that require Board approval, and to assess the effectiveness of the Board's processes and procedures in the election or replacement of directors.

The Nomination Committee shall promulgate the guidelines or criteria to govern the conduct of nomination of directors. The decision of the Nomination Committee, once confirmed by the Board of Directors, shall be final and binding upon the stockholders and may no longer be raised during the stockholders' meeting at which directors shall be elected.
(As amended on February 13, 2012 by the Board of Directors and on May 17, 2012 by the Stockholders)

SECTION 11. Other Committees. - The Board of Directors may create and appoint such other committees as it may consider necessary or advisable for the proper conduct and operation of the affairs of the Corporation and prescribed their respective powers and duties. Said committees shall be composed of Directors and shall be of such numbers as the Board may determine. The members of any such committee created and appointed by the Board of Directors may be removed at any time by the Board and any vacancies in any of said committees shall be filled by the Board of Directors.

ARTICLE IV

CERTIFICATES OF STOCK AND THEIR TRANSFER

SECTION 1. Certificates of Stock. - Each stockholder shall be entitled to one or more certificates of stock showing the number of shares registered in his name. It shall be signed by the President and countersigned by the Secretary of the Corporation and sealed with its corporate seal. The certificates of stock shall be issued in consecutive order and upon the stub of each certificate shall be entered the number of the certificate, date of issue, number of shares, name of stockholder, address and such other pertinent data that may be necessary. The stub shall be signed by the stockholder upon issuance to him of the corresponding certificate and shall be considered, for all purposes of the Corporation, as a valid receipt therefor from the stockholders. The necessary documentary stamps for each certificate of stock shall be borne by the stockholder, purchaser or transferee.

SECTION 2. Cancellation of Stock Certificates and Issuance of New Ones. - Every certificate surrendered for exchange or transfer shall be cancelled and affixed to the original stub in the certificate book and no new certificates shall be issued unless and until the old certificates have been so cancelled returned to the Corporation, or satisfactory proof of their loss is presented.

SECTION 3. Transfer of Stock. - Certificates of stock may be sold, transferred or hypothecated by indorsement or separate deed, but the Corporation shall not consider any transfer effective until the indorsed certificate is submitted for cancellation and a new one issued in the name of the transferee. All certificates submitted for transfer to another name shall be marked "CANCELLED" by the Secretary and attached to its corresponding stub whereon the following data shall be shown:

- a) The date when the shares were transferred
- b) To whom transferred

- c) Number of shares transferred
- d) Number or numbers of the new certificate or certificates

SECTION 4. Lost, Stolen or Destroyed Certificates. - Duplicate certificates of stock may be issued, in lieu of any certificate or certificates alleged to have been lost, stolen, or destroyed, only upon compliance with the requirements of Republic Act No. 201.

SECTION 5. Close of Stock Book or Register. - No transfer of certificates shall be entered on the Stock Book or Register of the corporation within thirty (30) days prior to any stockholders' meeting or at such other date as may be fixed by the Board of Directors. *(As amended on October 30, 1996)*

SECTION 6. Inspection of Stock Book or Register. - The Stock Book or Register shall be available for inspection by any stockholder during the office hours of the Corporation.

SECTION 7. Unpaid Subscriptions. - No interest shall run on unpaid subscriptions until delinquent.

ARTICLE V

DIVIDENDS AND FINANCE

SECTION 1. Accounting Period. - The accounting period of the corporation shall be the calendar year commencing on the first day of January and ending on the thirty-first day of December. *(As amended on July 15, 1999 by the Board of Directors and on November 23, 1999 by the Shareholders)*

SECTION 2. Dividends. - Dividends shall be declared only from the surplus profits and shall be payable at such time and in such manner and in such amounts as the Board of Directors shall determine. No dividend shall be declared which will impair the paid-in capital of the corporation. Stock dividends shall be declared according to law.

SECTION 3. Auditors. - Auditor shall be designated by the Board of Directors prior to the close of business in such fiscal year, who shall audit and examine the books of accounts of the Corporation, and shall certify to the Board of Directors and the shareholders the annual balance of said books which shall be prepared at the close of the said year under the direction of the Treasurer. No Director or officer of the Corporation, and no firm or corporation of which such Director or officer is a member, shall be eligible to discharge the duties of Auditor. The compensation of the Auditor shall be fixed by the Board of Directors.

SECTION 4. Inspection of Corporate Books and Accounts. - Inspection of accounts by any member of the Board of Directors in person may be made at any and all times during business hours of the Corporation, and such inspection may embrace all books, records and vouchers of the Corporation. Inspection of the books, accounts and records of the Corporation by the stockholders shall be limited to office hours of every business day.

ARTICLE VI

SEAL

The corporate seal of the Corporation, unless otherwise ordered by the Board of Directors, shall be circular in form and bearing the words:

"UNION CEMENT CORPORATION"

(As amended on October 19, 1999 by the Board of Directors and on November 23, 1999 by the Shareholders)

ARTICLE VII

AMENDMENTS

These By-Laws may be amended, altered or repealed, in whole or in part, by a majority vote of the entire subscribed capital stock of the Corporation at any regular meeting of the shareholders, or at any special meeting where such action has been announced in the call and notice of such meeting.

The Board of Directors may adopt additional rules in harmony with the foregoing By-Laws and their amendments, but shall not alter, modify or repeal the foregoing By-Laws and their amendments.

ADOPTED on November 17, 1964, by the undersigned stockholders representing at least a majority of all the subscribed capital stock of the Corporation.

(SGD.) ALFONSO T. YUCHENGCO

(SGD.) ANTONIO DE LAS ALAS

(SGD.) ALBERTO M. MEER

(SGD.) ALBERTO O. VILLARAZA

(SGD.) GEORGE F. LEE

(SGD.) PEDRO T. MACATANGAY, JR.

(SGD.) RAMON O. REYNOSO, JR.

(SGD.) SENEN M. CASTILLO

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: **Hoilm Philippines, Inc.**

DIRECTORS / OFFICERS

NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	INC'R	BOARD	SEX	STOCK HOLDER	OFFICER	EXEC. COMML	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
1. RAMON R. DEL ROSARIO, JR. 3 Tyler Street, North Greenhills, San Juan	N	M	M	Y	NA		108-160-999 Filipino
2. IAN S. THACKWRAY Pfadenstrasse 28b, 8304 Wallisellen, Switzerland	N	M	M	Y	Vice-Chairman		247-875-873 British
3. TOMAS I. ALCANTARA 24B Twin Tower, Ayala Avenue, Makati City	N	M	M	Y	NA		105-252-650 Filipino
4. YASUO KITAMOTO 6-28 Rokubancho, Chiyoda-ku, Tokyo Japan	N	I	M	Y	NA		MS 3334977 Japanese
5. SIMEON V. MARCELO 32 Tampingco St., San Lorenzo Village, Makati City	N	I	M	Y	NA		105-823-148 Filipino
6. DANIEL H. BACH 96 Somerset Road #06-10 Pan Pacific Serviced Suites Singapore 238163	N	M	M	Y	NA		255-885-298 Swiss
7. EDUARDO A. SAHAGUN 688 Abalos Street, Jaleville Subd. San Dionisio, Paranaque City	N	M	M	Y	President & CEO		101-603-443 Filipino
8. ANDRE CALLIORI 27a Cameron Tower, Essense, Bonifacio Global City, Taguig City	N	N	M	N	SVP Manufacturing		408-172-700 Swiss
9. ERNESTO C. PAREDES Unit C, #10C, Salvador Street, Varsity Hills, Quezon City	N	N	M	Y	VP-Geocycle		101-648-458 Filipino
10. WILLIAM C. SUMALING B-17 Lot 16, Villa Trinitas Subd., Phase 1B, Bugo, Cagayan de Oro City	N	N	M	N	VP-Commercial		158-087-923 Filipino
11. BASKIA GROEN-T-WOUD Unit 34A North Pacific Plaza Towers Cond. 4th Ave. cor. 25th St., Taguig City	N	N	F	N	VP-Supply Chain		425-648-682 Australian
12. FEDERICO V. SANTIAGO San Ildefonso Bulacan	N	N	M	N	VP-Operations (Bulacan Plant)		102-123-762 Filipino

INSTRUCTIONS:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.
 FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.
 FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.
 FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.
 FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.
 FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: Holcim Philippines, Inc.

DIRECTORS / OFFICERS

NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	INCR	BOARD	SEX	STOCK HOLDER	OFFICER	EXEC. COMM.	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
13. ZITA D. BALOGO Ba. Kang, Davao City	N	N	F	N	VP-Operations (Davao Plant)		101-429-143 Filipino
14. BOBBY R. GARZA 140 Gardet St., Palmira 2 Origas Ave Ext. Taytay Rizal	N	N	M	N	VP-Operations (Lugait Plant)		109-658-488 Filipino
15. ANDREW WHITE 1955 Kasoy St., Dasmariñas Village, Makati City	N	N	M	N	VP-Operations (La Union Plant)		255-018-494 British
16. CARMELA DOLORES S. CALIMBAS #50 Cypress Phase I, Laguna Bel-Air, Sta. Rosa, Laguna	N	N	F	N	VP-Corporate CH&S		140-168-164 Filipino
17. NERISSA V. RONQUILLO 25 Eisenhower St., Greenhills, San Juan City	N	N	F	N	VP-Corporate Communication		109-318-114 Filipino
18. ARACELI E. GONZALES #45 Lister St. Filinvest East Homes, Antipolo City	N	N	F	N	VP-Human Resources		119-142-276 Filipino
19. SHIRLEY S. GO 20708 M. Reyes Street, Bengtal Makati City	N	N	F	N	Treasurer		905-633-651 Filipino
20. KRISTINE N.L. EVANGELISTA 27 Aurelio Reyes Street, La Pinas City	N	N	F	N	Corporate Secretary		205-188-178 Filipino
21. JAN CELINE A. RANADA 7893 Redwood Street, Marcelo Green Village, Parañaque City	N	N	F	N	Assistant Corporate Secretary		235-628-333 Filipino
22.							
23.							
24.							
25.							
26.							
27.							

INSTRUCTIONS:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.

FOR INCR COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.

FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.

FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.

FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER BLASH IF CHAIRMAN AND "M" IF MEMBER.

**GENERAL INFORMATION SHEET
STOCK CORPORATION**

PLEASE PRINT LEGIBLY

CORPORATE NAME: **Holcim Philippines, Inc.**

TOTAL NUMBER OF STOCKHOLDERS: **6,741** NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH: **6,618**

TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS: **Php21,494,891,793.00**

STOCKHOLDER'S INFORMATION

NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (Php)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (Php)	% OF OWNER-SHIP		
1. Union Cement Holdings Corporation FILIPINO 7th Floor Two World Square, McKinley Hill, Fort Bonifacio, Taguig City	COMMON	3,906,426,608	3,906,426,609.00	80.55	3,906,426,609.00	201-156-674
	TOTAL	3,906,426,608	3,906,426,609.00			
2. B.V. Holderin DUTCH De Larieestraat 128 HS 1075 HJ Amsterdam, The Netherlands	COMMON	1,148,728,044	1,148,728,044.00	17.80	1,148,728,044.00	235-872-405
	TOTAL	1,148,728,044	1,148,728,044.00			
3. Sumitomo Osaka Cement Co., Ltd. JAPANESE 6-25, Rokubancho, Chiyoda-Ku, Tokyo 102-8463	COMMON	894,952,725	894,952,725.00	9.22	894,952,725.00	409-992-842
	TOTAL	894,952,725	894,952,725.00			
4. Cemco Holdings, Inc. FILIPINO Salvador S Associates, Rooms 815 Tower One Ayala Ave., Makati City	COMMON	456,689,660	456,689,660.00	7.08	456,689,660.00	202-748-449
	TOTAL	456,689,660	456,689,660.00			
5. PCD Nominee Corp (Non-Filipino) Foreign 57/F The Enterprise Center, Ayala Ave., Makati	COMMON	196,216,141	196,216,141.00	3.04	196,216,141.00	004-774-849
	TOTAL	196,216,141	196,216,141.00			
6. PCD Nominee Corp (Filipino) FILIPINO 57/F The Enterprise Center, Ayala Ave., Makati	COMMON	111,518,967	111,518,967.00	1.73	111,518,967.00	004-774-849
	TOTAL	111,518,967	111,518,967.00			
7. FEDERAL HOMES, INC. FILIPINO 7/F Metrobank Plaza Sen. OJ Puyat Ave., Makati City	COMMON	4,064,064	4,064,064.00	0.06	4,064,064.00	000-159-013
	TOTAL	4,064,064	4,064,064.00			
TOTAL AMOUNT OF SUBSCRIBED CAPITAL						
TOTAL AMOUNT OF PAID-UP CAPITAL						

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDC Nominee included in the list, please indicate further the beneficial owners owning more than 1% of any class of the company's voting securities. Attach separate sheet, if necessary.

GENERAL INFORMATION SHEET
STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: Holcim Philippines, Inc.						
TOTAL NUMBER OF STOCKHOLDERS: 5,743			NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH: 5,585			
TOTAL ASSETS BASED ON LATEST AUDITED FS: Pnp2,494,581,788.00						
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (Pnp)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (Pnp)	% OF OWNER-SHIP		
1. ANTONIO M. DUMALIANG & OR ROSALINDA S. DUMALIANG 89 Dao St., Camella Homes V Phang Lupa, Las Pinas City	COMMON	822,363	822,363.00	0.01	822,363.00	123-636-884
	TOTAL	822,363	822,363.00			
8. LEONCIO TUI FILIPINO 822 Nueva St., Binondo, Manila	COMMON	705,000	705,000.00	0.01	705,000.00	100-772-676
	TOTAL	705,000	705,000.00			
10. KAKIGARA AOKIHO JAPANESE 2-30-23 Habetsuki-Mae, Habetsuki, Fukuoka City	COMMON	559,580	559,580.00	0.01	559,580.00	TIN100481
	TOTAL	559,580	559,580.00			
11. LUIS CO CHE KIAT FILIPINO #1414 Union Street, Pasay, Manila	COMMON	511,242	511,242.00	0.01	511,242.00	
	TOTAL	511,242	511,242.00			
12. JOAQUIN O. TAH FILIPINO 2052 Lumbang Street, Deamartina Village, Makati City	COMMON	380,000	380,000.00	0.01	380,000.00	105-343-112
	TOTAL	380,000	380,000.00			
13. LUIS ROLANDO GARCIA FADRIGO FILIPINO No. 14 Posdam Street, Cubao, Quezon City	COMMON	294,065	294,065.00	0.00	294,065.00	109-349-839
	TOTAL	294,065	294,065.00			
14. AMERICAN WIRE & CABLE CO., INC. FILIPINO 8508 Km. 16 South Superhighway Parañaque City	COMMON	290,993	290,993.00	0.00	290,993.00	000-405-554-000
	TOTAL	290,993	290,993.00			
TOTAL AMOUNT OF SUBSCRIBED CAPITAL						
TOTAL AMOUNT OF PAID-UP CAPITAL						
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS						
Note: For PDTC Member included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.						

GENERAL INFORMATION SHEET
STOCK CORPORATION

PLEASE PRINT LEGIBLY

CORPORATE NAME: Holcim Philippines, Inc.						
TOTAL NUMBER OF STOCKHOLDERS: 8,741			NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH: 8,416			
TOTAL ASSETS BASED ON LATEST AUDITED FS: Php24,494,891,789.00						
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (P&P)	TAX IDENTIFICATION NO. (TIN) FOR FILIPINOS AND FOREIGNERS
	TYPE	NUMBER	AMOUNT (P&P)	% OF OWNERSHIP		
16. CIPRIANO VILLANUEVA AMANDO FILIPINO 18 Kinapeody Street, Sta Cecilia Village, Paranaque, Las Pinas City	COMMON	262,137	262,137.00	0.96	262,137.00	107-154-346
	TOTAL	262,137	262,137.00			
16. CORAZON V. DOMINGUEZ FILIPINO 236 Andrew St., Ayala Mabang Village, Makati City	COMMON	221,081	221,081.00	0.96	221,081.00	200-255-227
	TOTAL	221,081	221,081.00			
17. UNIVERSITY OF SANTO TOMAS FILIPINO España, Manila	COMMON	190,760	190,760.00	0.96	190,760.00	000-608-837-000
	TOTAL	190,760	190,760.00			
18. RAMON C. CHAN FILIPINO 83 Capt V. Rox St., Cogon, Cagayan de Oro City	COMMON	185,189	185,189.00	0.96	185,189.00	
	TOTAL	185,189	185,189.00			
19. FRANCIS L. ESCALER FILIPINO 844 National Life Insurance Bldg., 6762 Ayala Ave. Makati City	COMMON	168,936	168,936.00	0.96	168,936.00	
	TOTAL	168,936	168,936.00			
20. ISABELA CULTURAL CORPORATION 2307 Pedro Gil Street Sta. Ana, Manila	COMMON	158,439	158,439	0.96	158,439.00	
	TOTAL	158,439	158,439			
21. OTHERS (indicate the number of the remaining stockholders)		20,511,463	20,511,463.00	0.96	20,511,463.00	
	TOTAL					
TOTAL AMOUNT OF SUBSCRIBED CAPITAL						
TOTAL AMOUNT OF PAID-UP CAPITAL						
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS						
<i>Note: For PDTC Members included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.</i>						

**GENERAL INFORMATION SHEET
STOCK CORPORATION**

===== PLEASE PRINT LEGIBLY =====			
CORPORATE NAME: Holcim Philippines, Inc.			
1. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION	AMOUNT (Php)	DATE OF BOARD RESOLUTION	
1.1 STOCKS	N.A.		
1.2 BONDS/COMMERCIAL PAPER (Issued by Private Corporations)	N.A.		
1.3 LOANS/ CREDITS/ ADVANCES	N.A.		
1.4 GOVERNMENT TREASURY BILLS	N.A.		
1.5 OTHERS	N.A.		
2. INVESTMENT OF CORPORATE FUNDS IN ACTIVITIES UNDER ITS SECONDARY PURPOSES (PLEASE SPECIFY):	DATE OF BOARD RESOLUTION	DATE OF STOCKHOLDERS RATEIFICATION	
N.A.			
3. N.A.	NO. OF SHARES	% AS TO THE TOTAL NO. OF SHARES ISSUED	
	151,884	6.00	
4. UNRESTRICTED/UNAPPROPRIATED RETAINED EARNINGS AS OF END OF LAST FISCAL YEAR: Php5,239,855,713.00			
5. DIVIDENDS DECLARED DURING THE IMMEDIATELY PRECEDING YEAR:			
TYPE OF DIVIDEND	AMOUNT (Php)	DATE DECLARED	
5.1 CASH	Php0.70 per share	18-May-14	
5.2 STOCK			
5.3 PROPERTY			
TOTAL P			
6. ADDITIONAL SHARES ISSUED DURING THE PERIOD:			
DATE	NO. OF SHARES	AMOUNT	
SECONDARY LICENSE/REGISTRATION WITH SEC AND OTHER GOVT AGENCY:			
NAME OF AGENCY:	SEC	BSP	IC
TYPE OF LICENSE/REGN.	SEC-CFD Order No. 58860		
DATE ISSUED:	22-Dec-85		
DATE STARTED OPERATIONS:	12-Nov-84		
TOTAL ANNUAL COMPENSATION OF DIRECTORS DURING THE PRECEDING FISCAL YEAR (in Php):	TOTAL NO. OF OFFICERS:	TOTAL NO. OF RANK & FILE EMPLOYEES:	TOTAL MANPOWER COMPLEMENT:
Php16,427,500.00	60	1,225	1,884
NOTE: USE ADDITIONAL SHEET IF NECESSARY			

I, **KRISTINE N.L. EVANGELISTA**, CORPORATE SECRETARY OF THE ABOVE-MENTIONED CORPORATION
(NAME) (POSITION)

THE PENALTY OF PERJURY, THAT ALL MATTERS SET FORTH IN THIS GENERAL INFORMATION SHEET WHICH CONSISTS OF (10) PAGES HAVE BEEN MADE IN GOOD FAITH, DULY VERIFIED BY ME AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, ARE TRUE AND CORRECT.

I UNDERSTAND THAT THE FAILURE OF THE CORPORATION TO FILE THIS GIS FOR FIVE (5) CONSECUTIVE YEARS SHALL BE CONSTRUED AS NON-OPERATION OF THE CORPORATION AND A GROUND FOR THE REVOCATION OF THE CORPORATIONS CERTIFICATE OF INCORPORATION. IN THIS EVENTUALITY, THE CORPORATION HEREBY WAIVES ITS RIGHT TO A HEARING FOR THE SAID REVOCATION.

DONE THIS JUN 09 2014 DAY OF JUN 09 2014 IN TAGUIG CITY


(SIGNATURE)

SUBSCRIBED AND SWORN TO BEFORE ME IN TAGUIG CITY, PHILIPPINES ON JUN 09 2014
AFFIANT PERSONALLY APPEARED BEFORE ME AND EXHIBITED TO ME HER COMPETENT EVIDENCE OF IDENTITY
PASSPORT NO. EB8978388 ISSUED AT DFA-MANILA ON Aug. 24, 2013.


JONATHAN O. FERNANDEZ
NOTARY PUBLIC

DOC. NO. 45 :
PAGE NO. 10 :
BOOK NO. III :
SERIES OF 2014 :

NOTARY PUBLIC
Notarial Commission No. _____ Commission expires on December 31, 2014
PTR No. 137507210103/2014, Sagula City
Roll of Attorney Number _____ Lifetime IAP No. 06902, East-Sang Chapter
PTR No. _____ RSO No. 82589
IBP No. _____ MCLE Compliance No. 003272
Office Address: _____ 7th Floor Two World Square,
Victoria Park Fort Bonifacio, Taguig City

REPUBLIC OF THE PHILIPPINES)

) S.S.

TAGUIG CITY

UNDERTAKING

On behalf of Holcim Philippines, Inc. (the "Company"), the undersigned, as Corporate Secretary, undertakes to continue diligent efforts to obtain the taxpayer identification number ("TIN") of Messrs. Kakugara Akihiko, Luis Co Chi Kiat, Ramon C. Chan and Francis L. Escaler and of Isabela Cultural Corporation, five of the Top 20 Stockholders of the Company, and to submit an amended General Information Sheet for 2014 once the Company obtains their TIN details.

JUN 09 2014

IN WITNESS WHEREOF, I have hereunto set my hand this _____ at

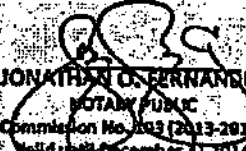
TAGUIG CITY


KRISTINE N. L. EVANGELISTA
Corporate Secretary

JUN 09 2014

SUBSCRIBED AND SWORN to before me on this _____, affiant exhibiting to me her Passport No. EB8978388 issued at DFA Manila on August 24, 2013.

Doc No. 44
Page No. 11
Book No. 11
Series of 2014.


JONATHAN O. FERNANDEZ
NOTARY PUBLIC
Commission No. 103 (2013-2014)
Valid until December 31, 2014
PTR No. 1576077-01/02/2014; Baguio City
Lifetime IDP No. 08909; Bag-Beng Chapter
Roll No. 52329
MCLE Compliance No. 003272
7th Floor Two World Square,
McKinley Hill Fort Bonifacio, Taguig City



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, Metro Manila

COMPANY REG. NO. 26126

**CERTIFICATE OF FILING
OF
AMENDED BY-LAWS**

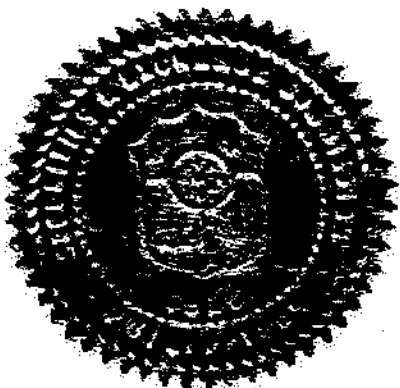
KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the Amended By-Laws of

HOLCIM PHILIPPINES, INC.

copy annexed, adopted on February 10, 2014 by majority vote of the Board of Directors and on May 16, 2014 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 9th day of October, Twenty Fourteen.




FERDINAND B. SALES
Director

Company Registration and Monitoring Department