

REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Ground Floor, Secretariat Building, PICC
City Of Pasay, Metro Manila

COMPANY REG. NO. 13174

**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

LEISURE & RESORTS WORLD CORPORATION
(Amending Article VII Reclassification of Shares thereof)

copy annexed, adopted on June 15, 2021 by majority vote of the Board of Directors and on July 30, 2021 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 15 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing/lending company and time shares/club shares/membership certificates issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 20th day of May, Twenty Twenty Two.


DANIEL P. GABUYO
Assistant Director
SO Order 1188 Series of 2018

RAV/qba

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Name of Application

**Amended Articles of
Incorporation (Article VII)**

SEC Registration Number

1	3	1	7	4					
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Former Company Name

L	E	I	S	U	R	E		&		R	E	S	O	R	T	S		W	O	R	L	D						
C	O	R	P	O	R	A	T	I	O	N																		

AMENDED TO:
New Company Name

Principal Office (No./Street/Barangay/City/Town/Province)

2	6	/	F		W	E	S	T		T	O	W	E	R	,		P	S	E		C	E	N	T	E	R		
E	X	C	H	A	N	G	E		R	O	A	D	,		O	R	T	I	G	A	S							
C	E	N	T	E	R	,		P	A	S	I	G		C	I	T	Y											

COMPANY INFORMATION

Company Email Address

--

Company's Telephone Number/s

8637.5291-93

Mobile Number

--

CONTACT PERSON INFORMATION

The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person

**Atty. Kristine Margaret
Delos Reyes**

Email Address

corp.compliance@lrwc.
com.ph

Telephone Number/s

8637.5291-93

Mobile Number

--

Contact Person's Address

--

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor:

Document I.D.

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Received by **Corporate Filing and Records Division (CFRD)**

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Forwarded to:

- ☐ Corporate and Partnership Registration Division
- ☐ Green Lane Unit
- ☐ Financial Analysis and Audit Division
- ☐ Licensing Unit

DIRECTORS' CERTIFICATE



KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the Directors and the Corporate Secretary of **LEISURE & RESORTS WORLD CORPORATION** (the "Corporation"), do hereby certify that the Articles of Incorporation of the said corporation was amended by at least a majority vote of the directors and the vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a meeting held on 15 June 2021 and 30 July 2021, respectively, at the principal office of the Corporation.

The amended provision of the attached Amended Articles of Incorporation refers to the **SEVENTH ARTICLE**, to read as follows:

SEVENTH: That the capital stock of the Corporation is Five Billion Pesos (P5,000,000,000.00) and said capital stock is divided into Four Billion (4,000,000,000) shares of Common Stock of the par value of One Peso (P1.00) each and One Billion (1,000,000,000) shares of Preferred Stock with par value of One Peso (P1.00) per share."

We further certify that the attached Amended Articles of Incorporation is a true and correct copy thereof.

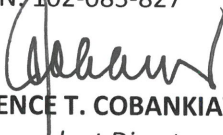
IN WITNESS WHEREOF, we have hereunto signed this certificate this ____ day of ____
2021 at PASIG CITY.

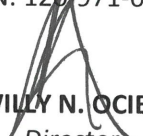
DEC 09 2021

A handwritten signature in blue ink, located at the bottom right of the page.

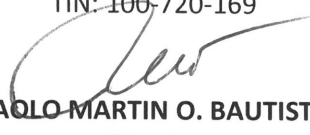

EUSEBIO H. TANCO
Chairman
TIN: 141-978-255


WINSTON A. CHAN
Independent Director
TIN: 102-083-827

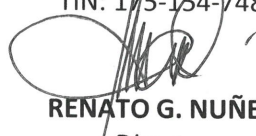

LAWRENCE T. COBANKIAT
Independent Director
TIN: 120-971-010

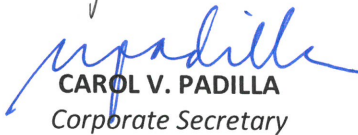

WILLY N. OCIER
Director
TIN: 101-934-954


RESTITUTO O. BUNDOC
Director
TIN: 100-720-169


PAOLO MARTIN O. BAUTISTA
Director
TIN: 186-074-793


MARDOMEO N. RAYMUNDO JR.
Director
TIN: 175-154-748


RENATO G. NUÑEZ
Director
TIN: 110-182-328


CAROL V. PADILLA
Corporate Secretary
TIN: 271-536-697

SUBSCRIBED AND SWORN to before me this DEC 09 2021, at
PASIG CITY by the above-named persons who exhibited to me their valid
government identification cards s indicated below:

<u>Name</u>	<u>Competent Evidence of Identity</u>
Eusebio H. Tanco	TIN: 141-978-255
Paolo Martin O. Bautista	TIN: 186-074-793
Restituto O. Bundoc	TIN: 100-720-169
Mardomeo N. Raymundo Jr.	TIN: 175-154-748
Willy N. Ocier	TIN: 101-934-954
Renato G. Nuñez	TIN: 110-182-328
Lawrence T. Cobankiat	TIN: 120-971-010
Winston A. Chan	TIN: 102-083-827
Carol V. Padilla	TIN: 271-536-697

Doc. No.: 105;
Page No.: 22;
Book No.: 99;
Series of 2021.

ATTY. FERDINAND D. AYAHAO
Notary Public
Until December 31, 2021
Appointment No. 184 (2020-2021)
For Pasig City, Pateros and San Juan City
Roll No. 46377; MCLE VI-0025705; 04-02-19
IBPLRN 02459, C.R. No. 535886; 06-21-2001
TIN 123-011-785; PTR 7206699; 01-06-21; Pasig
Unit 5, West Tower P&L Exchange Road
Ortigas Center, Pasig City Tel. +632-86314090

AMENDED
ARTICLES OF INCORPORATION
OF
LEISURE & RESORTS WORLD CORPORATION
(formerly, Atlas Fertilizer Corporation)

KNOW ALL MEN BY THESE PRESENTS:

That We, a majority of whom are residents of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines.

FIRST. That the name of the said corporation shall be:

LEISURE & RESORTS WORLD CORPORATION
(formerly, Atlas Fertilizer Corporation)

SECOND. That the purpose or purposes for which the said corporation is incorporated are:

PRIMARY PURPOSE

To purchase, acquire, own, use, improve, construct, develop, maintain, subdivide, sell, dispose of, exchange, lease and hold for investment, or otherwise deal with real estate and personal property of all kinds, including the management and operation of the activities conducted therein pertaining to general amusement and recreation enterprises, such as, but not limited to resorts, golf courses, clubhouses and sport facilities, hotels and gaming facilities, including but not limited to bingo parlors with all the apparatus, equipment and other appurtenances as may be related thereto or in connection therewith.

SECONDARY PURPOSE

AN IN FURTHERANCE OF THE FOREGOING PURPOSES, the Corporation shall have the power –

1. To construct, build, purchase, lease or otherwise acquire, equip, hold, own, improve, develop, maintain, control, operate, lease, mortgage, create security interest in, create liens upon sell, convey or otherwise dispose of any and all plants machinery, works, implements and things or property, real and personal, of every kind and description, incidental to, connected with, or suitably necessary, or convenient for, any of the purposes above enumerated, including all or any part of the properties, assets, business and goodwill of any person, firm, association or corporation;

2. 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;

3. To purchase or otherwise acquire the whole or any part of the property, assets, business, franchises, goodwill and rights, and to undertake or assume the whole or any part of the bonds, mortgages, franchises, leases, contracts, indebtedness, guarantees, liabilities, and obligations of any person, business, firm, association, corporation or organization, and to pay for the same or any part or combination thereof in cash, property, shares of stock, bonds, debentures, notes and other obligations or by undertaking and assuming the whole or any part of the liabilities or obligations of the transfer; and to hold or in any lawful manner dispose of the whole or any part of the property and assets so acquired or purchased and to conduct in any lawful manner the whole or any part of the business so acquired and to exercise all the powers necessary or convenient in and about the conduct, management, and carrying on of such business;

In the purchase or acquisition of property, business, rights or franchises or for additional working capital, or for any other object or purpose in or about its business or affairs, borrow and secure the payment of money in any lawful manner including the issues and sale or other disposition of bonds, warrants, debentures, indebtedness of all kinds whether secured or not, mortgages, pledges, deed of trust or otherwise;

4. To purchase, own, sell, assign, negotiate, mortgage, pledge, or otherwise dispose of accounts receivable, notes receivable, negotiable instruments, letters of credit and other evidence of indebtedness or other obligations for the payment of money owed by any person, partnership, corporation or association, or to undertake, under such terms and conditions as the Corporation may deem fit, the collection of such accounts receivable, notes receivable, negotiable instruments, letter of credit and other evidences of indebtedness or other obligations for the payment of money, provided that this Corporation will not engage in the financing business;

5. To apply for, register, purchase or otherwise acquire, use, manufacture under, protect and renew or in any manner dispose of and deal and contract with reference to any letters patents, patent rights, licenses, concessions, trademarks, copyrights, inventions, formulas, designs, labels, brands, processes and similar rights and privileges or any interest therein granted or recognized by or existing under the laws of the Republic of the Philippines or of any foreign country, used or capable or being used in connection with any of the business of the Corporation the acquisition of which may directly or indirectly benefit the Corporation the acquisition, or which may directly or indirectly benefit the Corporation, and to use, exercise, develop, sell, assign or otherwise dispose of or grant licenses in respect of the property, rights, trademarks, or other information so acquired and to spend money in experimenting upon, and testing and improving any patents, inventions or rights which the Corporation may acquire or propose to acquire;

6. To enter into contracts and arrangements of every kind and description for any lawful purpose with any person, firm, association, corporation, municipality, body politic, country, territory, province, state, government or colony of dependency thereof, obtain from any government or authority any rights, privileges, contracts and concessions which the Corporation may deem desirable to obtain, carry out, perform or comply with and to hire the services or architects, engineers, technicians as may be necessary to accomplish the purposes for which the Corporation is organized;

7. To establish and operate one or more offices or agencies and to carry on any or all of its operations and business without restrictions as to place or amount including the right to hold, purchase, or otherwise acquire, lease, mortgage, pledge, and convey or otherwise deal in and with real and personal property anywhere within the Philippines; and to hold directors' and stockholders' meetings, and keep such books of the Corporation outside the Philippines as be permitted by law;

8. To do in the Philippines, and in any other country, state or locality, either as principal or agent and either alone or in connection with other corporations, firms or individuals all and everything necessary, suitable, convenient or proper for the accomplishment of any of the purpose or attainment of any one or more of the objects herein enumerated or incidental to the powers herein specified or which shall at any time appear conducive in or expedient for the accomplishment or attainment of any objects or purposes hereinabove enumerated not inconsistent with the laws of the Republic of the Philippines, and to execute from time to time such general or special powers of attorney to such persons as the Board of Directors may approve granting to such persons all powers, either in the Philippines, or in any other country, state or locality which the Board of Directors may deem proper, and to revoke such powers of attorney whenever the Board of Directors may deem proper;

It is the intention that the foregoing clauses shall be construed as powers as well as objects and purposes, and the foregoing enumeration of specific powers shall not be held limit or restrict in any manner the general power of the Corporation, and generally, the Corporation shall be authorized to exercise and enjoy all other powers, rights and privileges now or hereafter granted by the laws of the Republic of the Philippines, or of any country, state, or corporations of the character of this Corporation; Provided, however, that the Corporation shall not in any state, territory,

or country carry any business, exercise any powers, which a corporation organized under the laws of the said state, territory or country could not carry on or exercise, except to extent permitted or authorized by the laws of such state, territory or country.

THIRD. That the place where the principal office of the corporation is to be established at the 26th Floor West Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City. (As amended on 25 July 2014)

FOURTH. That the term for which said corporation is to exist for another fifty years from 10 October 2007. (As amended on 30 September 2005)

FIFTH. That the name and residences of the incorporators of said Corporation are as follows:

Name	Nationality	Residence
Jose M. Soriano	American	#40 McKinley Road, Forbes Park, Makati, Metro Manila
Andres Soriano Jr.	American	#40 McKinley Road, Forbes Park, Makati, Metro Manila
Raoul E. Kahn	Filipino	#47 Amorsolo St., San Lorenzo Village, Makati, Metro Manila
Sebastian Ugarte	Filipino	8 Bauhinia Road, Makati, Metro Manila
Marcelo Karaan	Filipino	#2492 Rosa Malo Street, Manila

SIXTH. That the number of directors of said corporation shall be eleven (11) and that the names and residences of the directors of the Corporation who are to serve until their successors are elected and qualified as provided by the By-laws are as follows, to wit:

Name	Nationality	Residence
Col. Andres Soriano	American	1987 Roberts Street, Pasay City

Jose M. Soriano	American	#40 McKinley Road, Forbes Park, Makati, Metro Manila
Andres Soriano Jr.	American	#40 McKinley Road, Forbes Park, Makati, Metro Manila
Col. Charles M. Smith	American	Toledo City, Cebu
Raoul E. Kahn	Filipino	#47 Amorsolo St., San Lorenzo Village, Makati, Metro Manila
Col. Bernard L. Anderson	American	#55 Tamarind Road, Forbes Park, Makati, Metro Manila
Sebastian Ugarte	Filipino	8 Bauhinia Road, Makati, Metro Manila
Juan de Ibazeta	Filipino	195 Ortega St., San Juan, Rizal
Jesus Urbina	Filipino	1173 Consuelo Street, Manila
Col. Lee Telesco	American	420 Protacio Street, Pasay City
Marcelo Karaan	Filipino	#2492 Rosa Malo Street, Manila

SEVENTH. That the capital stock of the Corporation is Five Billion Pesos (P5,000,000,000.00) and said capital stock is divided into **Four Billion (4,000,000,000) shares of Common Stock of the par value of One Peso (P1.00) each and One Billion (1,000,000,000) shares of Preferred Stock** with par value of One Peso (P1.00) per share. *(As amended on 30 July 2021 by Stockholders and on 15 June 2021 by the Board of Directors)*

The preferred shares may be issued in tranches or series and shall be non-voting, non-participating, entitled to preferential and cumulative dividends at the rate not exceeding 12% per annum, and shall have such other, rights, preferences, restrictions and qualifications consistent with law and these articles of incorporation,

as may be fixed by the Board of Directors at their issuance. (As amended on 22 March 2013).

The Corporation may at any time issue, option for sale, and sell or dispose any part of stock or of any other securities convertible into or carrying options or warrants to purchase stock of the Corporation, whether out of the unissued authorized capital stock or future increases thereof, pursuant to a resolution of its Board of Directors to such persons and upon such terms as such Board may deem proper, without first offering such stock or securities or any part thereof to existing stockholders. No stockholder shall because of his/its ownership of stock, have a pre-emptive or other right to the said unissued authorized capital stock or future increases thereof.

EIGHTH. That the amount of said capital stock which has been actually subscribed is TWO HUNDRED THOUSAND ONE HUNDRED PESOS (P200,100.00) and the following persons have subscribed for the number of shares and the amount of capital stock set out after their respective names:

Name	Residence	No. of Shares	Amount
Col. Andres Soriano	1987 Roberts Street, Pasay City	10,000	Php100,000.00
Jose M. Soriano	#40 McKinley Road, Forbes Park, Makati, Metro Manila	3,000	30,000.00
Andres Soriano Jr.	#40 McKinley Road, Forbes Park, Makati, Metro Manila	3,000	30,000.00
Col. Charles M. Smith	Toledo City, Cebu	500	5,000.00
Raoul E. Kahn	#47 Amorsolo St., San Lorenzo Village, Makati, Metro Manila	500	5,000.00
Col. Bernard L. Anderson	#55 Tamarind Road, Forbes Park, Makati, Metro Manila	500	5,000.00
Sebastian Ugarte	8 Bauhinia Road, Makati, Metro Manila	500	5,000.00
Juan de Ibazeta	195 Ortega St., San Juan, Rizal	500	5,000.00
Jesus Urbina	1173 Consuelo Street, Manila	500	5,000.00
Col. Lee Telesco	420 Protacio Street, Pasay City	500	5,000.00
Marcelo Karaan	#2492 Rosa Malo Street, Manila	500	5,000.00
Atlas Consolidated Mining & Development Corp.	5 th Flr. Soriano Building, Manila	10	100.00
	TOTAL	20,010	Php200,100.00

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:

Name	Residence	Amount
Col. Andres Soriano	1987 Roberts Street, Pasay City	Php25,000.00
Jose M. Soriano	#40 McKinley Road, Forbes Park, Makati, Metro Manila	7,500.00
Andres Soriano Jr.	#40 McKinley Road, Forbes Park, Makati, Metro Manila	7,500.00
Col. Charles M. Smith	Toledo City, Cebu	1,250.00
Raoul E. Kahn	#47 Amorsolo St., San Lorenzo Village, Makati, Metro Manila	1,250.00
Col. Bernard L. Anderson	#55 Tamarind Road, Forbes Park, Makati, Metro Manila	1,250.00
Sebastian Ugarte	8 Bauhinia Road, Makati, Metro Manila	1,250.00
Juan de Ibazeta	195 Ortega St., San Juan, Rizal	1,250.00
Jesus Urbina	1173 Consuelo Street, Manila	1,250.00
Col. Lee Telesco	420 Protacio Street, Pasay City	1,250.00
Marcelo Karaan	#2492 Rosa Malo Street, Manila	1,250.00
Atlas Consolidated Mining & Development Corp.	5 th Flr. Soriano Building, Manila	100.00
	TOTAL	Php50,010.00

TENTH. That **MR. JUAN DE IBAZETA** has been elected by the subscribers as Treasurer of the Corporation to act as such until her successor is duly elected and qualified in accordance with the By-Laws, and that as such Treasurer he has been authorized to receive for the Corporation, and to receipt in its name for all all subscriptions paid in by the subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands and seal this 8th day of October 1957.

(SGD.) JOSE M. SORIANO

(Typed) JOSE M. SORIANO

(SGD.) ANDRES SORIANO JR.

(Typed) ANDRES SORIANO JR.

(SGD.) RAOUL E. KAHN

(Typed) RAOUL E. KAHN

(SGD.) SEBASTIAN UGARTE

(Typed) SEBASTIAN UGARTE

(SGD.) MARCELO P. KARAAN

(Typed) MARCELO P. KARAAN

SIGNED IN THE PRESENCE OF:

(SGD.) C.U. INFANTE

(SGD.) ELVIRA SILOS-ANDRES

REPUBLIC OF THE PHILIPPINES)

CITY OF MANILA) S.S.

BEFORE ME, a Notary Public in and for the City of Manila, Philippines, personally appeared Messrs. Jose M. Soriano, Andres Soriano Jr., Raoul E. Kahn, Sebastian Ugarte and Marcelo P. Karaan, all known to me and to me known to be the same persons who executed the foregoing instrument and acknowledged before me that their execution of the same is their free will and voluntary act and deed, for the purposes and uses therein stated.

The parties hereto have exhibited their Residences Certificates set after their respective names:

Name	Residence Certificate No.	Place and Date
Jose M. Soriano	None	Exempt
Andres Soriano Jr.	A-0006401	Manila, Jan. 2, 1957
Raoul E. Kahn	A-0008409	Manila, Jan. 2, 1957
Sebastian Ugarte	A-00077599	Manila, Jan. 2, 1957
Marcelo P. Karaan	A-0001412	Manila, Jan. 2, 1957

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused my notarial seat to be affixed at the City of Manila, Philippines, this 8th day of October 1957.

Doc No. 162;
Page No. 6;
Book No. IV;
Series of 1957.

(Sgd.) ESCOLASTICA R. CRUZ
Notary Public
Until December 31, 1957

CERTIFICATION

I, **CAROL V. PADILLA**, Corporate Secretary of **LEISURE & RESORTS WORLD CORPORATION** (the "Corporation"), a corporation organized and existing under the laws of the Republic of the Philippines, with principal office at 2601 West Tower, Philippine Stock Exchange Centre Exchange Road, Ortigas Center, Pasig City, do hereby certify that:

1. On 30 July 2021, the Stockholders of **Leisure World Resorts Corporation** ("LRWC") representing eight two and 87/100 percent (82.87%) of the outstanding capital stock approved the **reclassification of LRWC's 1,500,000,000 Preferred Shares to Common Shares**, which was approved by the Board of Directors on 15 June 2021 (the "1st Reclass").
2. On 7 January 2022, the Stockholders representing seventy nine and 72/100 percent (79.72%) of the outstanding capital stock approved the **reclassification of LRWC's remaining 1,000,000,000 Preferred Shares to Common Shares**, which was approved by the Board of Directors on 22 November 2021 (the "2nd Reclass").
3. The capital structure of LRWC, including the Treasury Shares, before and after the First and Second Reclassification is as follows:

	BEFORE 1st RECLASS <i>(As of July 29, 2021)</i>	AFTER 1st RECLASS <i>(As of July 30, 2021)</i>	BEFORE 2nd RECLASS <i>(As of January 6, 2022)</i>	AFTER 2nd RECLASS <i>(As of January 7, 2022)</i>
Authorized				
Common	2,500,000,000	4,000,000,000	4,000,000,000	5,000,000,000
Preferred	2,500,000,000	1,000,000,000	1,000,000,000	0
Total	5,000,000,000	5,000,000,000	5,000,000,000	5,000,000,000
Subscribed				
Common	2,417,500,000	2,417,500,000	2,444,106,666	2,444,106,666
Preferred	0	0	0	0
Total	2,417,500,000	2,417,500,000	2,444,106,666	2,444,106,666
Paid-Up				
Common	2,417,500,000	2,417,500,000	2,444,106,666	2,444,106,666
Preferred	0	0	0	0
Total	2,417,500,000	2,417,500,000	2,444,106,666	2,444,106,666
Treasury				
Common	0	1,500,000,000	1,500,000,000	1,650,000,000
Preferred	1,650,000,000	150,000,000	150,000,000	0
Total	1,650,000,000	1,650,000,000	1,650,000,000	1,650,000,000

4. The summary of stockholders of record per nationality as of July 29, 2021 (Before 1st Reclass); July 30, 2021 (After 1st Reclass); January 6, 2022 (Before 2nd Reclass); and January 7, 2022 (After 2nd Reclass) are attached as **Annexes "A" to "D,"** respectively.
5. On September 29, 2021, 26,606,666 shares were issued out of the unissued common shares pursuant to a conversion of warrants, thus resulting in a subscribed capital stock of **2,444,106,666 common shares.** The subscription was paid in cash.

This Certification is issued in compliance with the requirements of the Securities and Exchange Commission in relation to LRWC's application for the amendment of its Articles of Incorporation.

APR 28 2022

PASIG CITY

Signed this _____ in _____.


CAROL V. PADILLA
Corporate Secretary

APR 28 2022

SUBSCRIBED AND SWORN TO by the affiant before me this _____ in PASIG CITY and affiant exhibited to me her Tax Identification Number 271-536-697 as competent evidence of her identity.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my Notarial Seal on the date and place first above written.

Doc. No. 90 ;
Page No. 20 ;
Book No. 146;
Series of 2022.

ATTY. FERDINAND D. AYALAO
Notary Public
Appointment No. 184 (2020-2021)
Extended Until June 30, 2022
For Pasig City, Pateros and San Juan City
Roll No. 46377; MCLE Exemption No. VII-BEP003710; 03-24-22
TBP LRN 02459; O.P. No. 575886; 06-21-2001
TRN 123-011-785; PIR 9129084; 01-05-22; Pasig
Unit 5, G/F West Tower JSC Bldg., Exchange Road
Ortigas Center, Pasig City Tel. 0285452321

Stock Transfer Service Inc.
LEISURE & RESORTS WORLD CORP. (FORMERLY ATLAS FERTILIZER)
Summary of Shareholdings by Nationality
As of 07/29/2021

Page No. 1

Nationality	No. of sth.	Filipino Shares	Foreign Shares	Total Shares	%T-Shr to G-Shr
AMERICAN	10	0	141,117	141,117	00.01%
BRITISH	1	0	13,619	13,619	00.00%
CHINESE	75	0	3,140,621	3,140,621	00.13%
FILIPINO	1,725	1,483,770,209	0	1,483,770,209	61.38%
FOREIGN	2	0	930,413,928	930,413,928	38.49%
GERMAN	1	0	1,064	1,064	00.00%
SPANISH	2	0	19,442	19,442	00.00%
Sub-Total :	1,816	1,483,770,209	933,729,791	2,417,500,000	100.00%
U.S. REGISTRY	0	0	0	0	00.00%
Sub-Total :	0	0	0	0	00.00%
Grand Total :	1,816	1,483,770,209	933,729,791	2,417,500,000	100.00%

Nationality	No. of Sth.	Filipino Shares	Foreign Shares	Total Shares	%T-Shr to G-Shr
AMERICAN	10	0	141,117	141,117	00.01%
BRITISH	1	0	13,619	13,619	00.00%
CHINESE	75	0	3,140,621	3,140,621	00.13%
FILIPINO	1,725	1,453,620,893	0	1,453,620,893	60.13%
FOREIGN	2	0	960,563,244	960,563,244	39.73%
GERMAN	1	0	1,064	1,064	00.00%
SPANISH	2	0	19,442	19,442	00.00%
Sub-Total :	1,816	1,453,620,893	963,879,107	2,417,500,000	100.00%
U.S. REGISTRY	0	0	0	0	00.00%
Sub-Total :	0	0	0	0	00.00%
Grand Total :	1,816	1,453,620,893	963,879,107	2,417,500,000	100.00%

LEISURE & RESORTS WORLD CORP. (FORMERLY ATLAS FERTILIZER)
Summary of Shareholdings by Nationality
AS of 01/06/2022

Nationality	No. of Sth.	Filipino Shares	Foreign Shares	Total Shares	%T-Shr to G-Shr
AMERICAN	10	0	141,117	141,117	00.01%
BRITISH	1	0	13,619	13,619	00.00%
CHINESE	74	0	2,879,565	2,879,565	00.12%
FILIPINO	1,731	1,474,704,028	0	1,474,704,028	60.34%
FOREIGN	2	0	966,347,831	966,347,831	39.54%
GERMAN	1	0	1,064	1,064	00.00%
SPANISH	2	0	19,442	19,442	00.00%
Sub-Total :	1,821	1,474,704,028	969,402,638	2,444,106,666	100.00%
U.S. REGISTRY	0	0	0	0	00.00%
Sub-Total :	0	0	0	0	00.00%
Grand Total :	1,821	1,474,704,028	969,402,638	2,444,106,666	100.00%

Stock Transfer Service Inc.
LEISURE & RESORTS WORLD CORP. (FORMERLY ATLAS FERTILIZER)
Summary of Shareholdings by Nationality
AS of 01/07/2022

Nationality	No. of sth.	Filipino Shares	Foreign Shares	Total Shares	%T-Shr to G-Shr
AMERICAN	10	0	141,117	141,117	00.01%
BRITISH	1	0	13,619	13,619	00.00%
CHINESE	74	0	2,879,565	2,879,565	00.12%
FILIPINO	1,731	1,474,704,028	0	1,474,704,028	60.34%
FOREIGN	2	0	966,347,831	966,347,831	39.54%
GERMAN	1	0	1,064	1,064	00.00%
SPANISH	2	0	19,442	19,442	00.00%
Sub-Total :	1,821	1,474,704,028	969,402,638	2,444,106,666	100.00%
U.S. REGISTRY	0	0	0	0	00.00%
Sub-Total :	0	0	0	0	00.00%
Grand Total :	1,821	1,474,704,028	969,402,638	2,444,106,666	100.00%

Republic of the Philippines)
) S.S.

PASIG CITY

SECRETARY'S CERTIFICATE

I, **CAROL V. PADILLA**, of legal age, Filipino, and with office address at 26th Floor West Tower, Philippine and Stock Exchange Center, Exchange Road, Ortigas Center, Pasig City, after having been duly sworn to in accordance with law depose and state that:

1. I am the duly elected Corporate Secretary of **LEISURE & RESORTS WORLD CORPORATION** (the "Corporation"), a corporation duly organized and existing under and by virtue of the Republic of the Philippines, with principal business address at 26th Floor West Tower, Philippine and Stock Exchange Center, Exchange Road, Ortigas Center, Pasig City;
2. To the best of my knowledge, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or claim by any person or group against the Board of Directors, individual directors and/or major corporate officers of the Corporation as its duly elected and/or appointed directors or officers or vice versa.

DEC 09 2021

IN WITNESS WHEREOF, have here unto set my hand on this _____ in

PASIG CITY

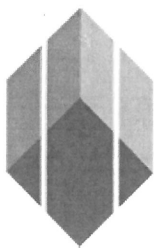

CAROL V. PADILLA
Corporate Secretary

DEC 09 2021

SUBSCRIBED AND SWORN to before me this _____ at
PASIG CITY, affiant exhibiting to me her Tax Identification Number 271-536-697.

Doc No.: 104;
Page No.: 22;
Book No.: 99;
Series of 2021

ATTY. FERDINAND D. AYAHAO
Notary Public
Until December 31, 2021
Appointment No. 184 (2020-2021)
For Pasig City, Rizal and San Juan City
Roll No. 46377; Office, Pasig City, 04-02-19
IBF LRN 02430, OJT No. 0000-06-21-2001
TIN 123-011-011, Office, Pasig City, 04-05-21; Pasig
Unit 5, Exchange Road
Ortigas Center, Pasig City Tel. +632-86314090



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
Secretariat Building PICC Complex, Roxas Boulevard
Pasay City, 1307

CORPORATE STATUS

Date: 4 April 2022
SEC Registration No. : 0000013174
Company Name: LEISURE & RESORTS WORLD CORP.
Entity Type: Stock Corporation; With secondary license
Printed by: Rose Ann Austria-Valerio

Department	Status	Remarks	Date
HEAD OFFICE			
CRMD			
CMD	Cleared		Apr 1 2022
CPRD	Cleared		Apr 1 2022
CFRD	Cleared		Apr 1 2022
FAAD	Cleared		Apr 1 2022
LU	Cleared		Apr 1 2022
CGFD	Cleared		Apr 1 2022
MSRD	Cleared		Apr 1 2022
EIPD	Cleared		Apr 1 2022
OGC	Cleared		Apr 1 2022
SOs			
SOs	Cleared		Apr 1 2022
EOs			
EOs	Cleared		Apr 1 2022