



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

COMPANY REG. NO. CN202052859

**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

Philippines Recorded Music Rights Inc.
(Amending Article III thereof)

copy annexed, adopted on March 03, 2021 by majority vote of the Board of Trustees and by the vote of two-thirds of the members of the corporation, and certified under oath by the Corporate Secretary and a majority of the said board was approved by the Commission on this date pursuant to the provisions 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.

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 5th day of May, Twenty Twenty One.


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

BA/qba

COVER SHEET

For applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

Amendment of Articles of Incorporation
(Article Three – Corporate Name), and By-Laws
(Section One, Article Two – Definition of Terms;
Section Three, Article Two – Rights of Members;
Section Two, Article Five – Elections of Members;
Section Five, Article Five – Disqualification of Trustees;
Section Three, Article Eight – Disqualification of Officers)

SEC Registration Number

C N 2 0 2 0 5 2 8 5 9

Company Name

P H I L I P P I N E S R E C O R D E D M U S I C
R I G H T S I N C .

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

P - 5 Y U L O P L A Z A T O W N H O M E S D O N
B O S C O C O R N E R C H I N O R O C E S S T S .
B R G Y . B A N G K A L M A K A T I C I T Y

Company's Email Address

N/A

COMPANY INFORMATION
Company's Telephone Number/s

N/A

Mobile Number

N/A

CONTACT PERSON INFORMATION

Name of Contact Person

Alan David M. Orquinaza

Email Address

alanorquinaza@gselawfirm.com

Telephone Number/s

8633-9757 to 58

Cellphone Number

0917 184 5733

Contact Person's Address

Suite 2801 Discovery Center, 25 ADB Avenue, Ortigas Center, Pasig City

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor:

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

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

**Amended
Articles of Incorporation**

of

PHILIPPINES RECORDED MUSIC RIGHTS INC.

KNOWN ALL PERSONS BY THESE PRESENTS:

The undersigned incorporators, all of legal age, have voluntarily agreed to form a non-stock and non-profit corporation under the laws of the Republic of the Philippines and certify the following:

FIRST: That the name of the said corporation shall be

“PHILIPPINES RECORDED MUSIC RIGHTS INC.”

SECOND: That the purposes for which such corporation is formed are:

- (a) To manage in the Philippines rights for the collective benefit of domestic and international performers and producers of recorded music the corporation represents in a fair, transparent, effective and non-discriminatory manner by effectively collecting remuneration and/or license fees for the use of recorded music, taking enforcement actions with respect to the rights it manages in its own name, and distributing the collected revenues to performers and producers of recorded music.
- (b) To obtain authorization from performers and producers of recorded music either directly, through their representatives, or through bi-lateral agreements with other collective management organizations to grant licenses and collect fees, and remuneration for the use of their recordings in indirect or direct public performance, radio and television broadcasting, re-broadcasting, cable retransmission, or other uses of recorded music as the corporation may from time to time be authorized to manage within the scope determined by its members;
- (c) To develop tariffs for the use of rights of the performers and producers of recorded music that the corporation represents that are adequate in relation to the economic value of the use of the rights in trade and the benefits to the users from the services provided by the corporation, as well as negotiate and agree with said users on the terms and conditions of such use;
- (d) To make applications to the court or other competent authority in respect of the exercise and/or enforcement of the rights the corporation manages, and to defend or otherwise participate in any other relevant proceedings

to the extent necessary to effectively carry out the rights management services;

- (e) To promote reforms in the law with respect to copyrights and related rights and ratification of respective international conventions or treaties.
- (f) To promote and foster by all lawful means the common interests of performers and producers of recorded music with respect to the collective management of their rights;
- (g) To the extent permitted by law, to acquire, own, hold, sell, convey, lease, lot, mortgage, or otherwise deal with such property, real, personal and mixed as may be necessary, advantages or convenient in the conduct of its operations and within the framework of adopted policies;
- (h) To borrow or raise money from not more than nineteen (19) members, including its members, for any of the purposes or objects of the corporation, and in pursuance thereof, to make, accept, endorse and issue any instruments and evidences of indebtedness of whatsoever nature and to execute and pledge, mortgage, deed of trust, or issue debentures, bonds, letters of hypothecation, or liens or obligations of the corporation, either at par, premium, or discount, secured by all or any part of the undertakings, revenues, rights and properties of the corporation, and to exchange or vary from time to time any such security.
- (i) To enter into agreements with other similar societies, associations or other organization in foreign countries providing for the reciprocal protection of the rights of the members of each society, association or other organization; and
- (j) To do any and all other acts and things and to exercise any and all powers which may be necessary or convenient in carrying out any of the purposes of the corporation or in protecting or furthering its interests or the interests of its members.

The term "members", as hereinabove used, is deemed to comprise performers and producers of recorded music who meet the separate eligibility criteria and who directly and indirectly entrust the management of their recorded performances and sound and/or video recordings to the corporation.

THIRD. That the principal office of the corporation is located at Suite 2802 Discovery Center, 25 ADB Avenue, Ortigas Center, Brgy. San Antonio, Pasig City 1605. (As amended on 03 March 2021)

FOURTH. That the corporation shall have perpetual existence.

FIFTH. That the names, nationalities, and residences of the incorporations of the corporation are as follows:

Name	Nationality	Residences
Ricardo R. Blancaflor	Filipino	804-B Skyland Plaza 2302 Sen. Gil Puyat Ave., Makati
Roslyn Marie Reyes Pineda	Filipino	PYP Mansion 1, 78 Mayor I.S. Diaz Street, Cubao, Quezon City, 1109 Metro Manila, Philippines
Christian Collas Monsod III	Filipino	8 Magdalena Street, Magallanes Village, Makati City 1232
<u>Josemaria</u> Lorenzo S. Valdez (<i>As amended on 03 March 2021</i>)	Filipino	602B Landmark Villa 1 Gate 1, Kaimito St., Valle Verde 2, Pasig City, Metro Manila, Philippines 1604
Julian P. Singson III	Filipino	B3 L10 Brentwood Avenue, Brentwood Park Homes, Sumulong Highway, Barangay Mambungan, Antipolo City
Gino Gonzalez Cruz	Filipino	557 Batangas East St., Ayala Alabang Village, Muntinlupa City
Joshua Rafael P. Buizon	Filipino	Unit H3B, #8 Katubusan St., Brgy. Rivera, San Juan City
Jose Luis J. Ocampo	Filipino	596 Colgate St., Greenhills East, Mandaluyong City
Nino Del Mar C. Volante	Filipino	106 Don Bosco St., corner Peru St., Better Living Subdivision, Parañaque City
Antonio M. Ocampo	Filipino	17 Chestnut St., West Fairview, Quezon City
Ma. Victoria A. Benedicto	Filipino	70 P. Paterno St., E. Rodriguez Sr. Avenue, Quezon City

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

Name	Nationality	Residences
Ricardo R. Blancaflor	Filipino	804-B Skyland Plaza 2302 Sen. Gil Puyat Ave., Makati
Roslyn Marie Reyes Pineda	Filipino	PYP Mansion 1, 78 Mayor I.S. Diaz Street, Cubao, Quezon City, 1109 Metro Manila, Philippines
Christian Collas Monsod III	Filipino	8 Magdalena Street, Magallanes Village, Makati City 1232
<u>Josemaria</u> Lorenzo S. Valdez (<i>As amended on 03 March 2021</i>)	Filipino	602B Landmark Villa 1 Gate 1, Kaimito St., Valle Verde 2, Pasig City, Metro Manila, Philippines 1604
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Antonio M. Ocampo	Filipino	17 Chestnut St., West Fairview, Quezon City
Ma. Victoria A. Benedicto	Filipino	70 P. Paterno St., E. Rodriguez Sr. Avenue, Quezon City

SEVENTH. That the corporation shall be a non-stock and non-profit corporation and shall be financed and maintained by means of membership dues, fees, and deductions from the collected sums to cover the appropriate costs of managing the rights of represented performers and producers of recorded music, and fines and forfeitures as the Board of Trustees may provide from time to time. It shall have no shares of capital stock and no part of the properties or net income of the corporation shall inure to the benefit of any of its members, trustees, officers, organizer or any individual person. All members of the Board of Trustees of the corporation shall not receive compensation or remuneration for their service to the corporation.

EIGHT. That in the event of, or upon the legal dissolution of the corporation, all of its assets, after paying its debts and liabilities, shall be distributed amongst the members of the corporation as at the time of such winding up or dissolution or as the case might be shall be distributed by a competent court in special manner as in judgment of said court shall best accomplish the general purpose of which the dissolved organization was organized.


NINTH. The level of administrative expenses shall be reasonable in relation to the services provided by the corporation to performers and producers of recorded music and shall not exceed the justified and documented costs incurred by the corporation in managing the rights, and in any event shall not exceed 25% of its total revenue, during the taxable year without the approval of the Board of Trustees.

TENTH. That Christian Collas Monsod III has been elected by the members as Treasurer of the corporation to act as such until after the successor is duly elected and qualified in accordance with the By-laws that as Treasurer, authority has been given to receive in the name and for the benefit of the corporation, all contributions or donations paid or given by the members.

ELEVENTH. That the incorporators undertake to change the name of the corporation immediately upon receipt of notice from the Commission that another corporation, partnership, or person has acquired a prior right to the use of such name, that the name has been declared not distinguishable from a name already registered or reserved for the use of another corporation, or that it is contrary to law, public morals, good customs or public policy.

IN WITNESS WHEREOF, we have signed these Articles of Incorporation this
day of _____, in the City of _____, Philippines.


[signature pages follow]

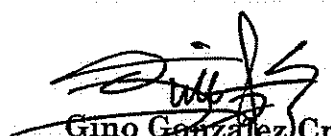

Ricardo R. Blancaflor
T.I.N. 102-325-805-000

Roslyn Marie Reyes Pineda
T.I.N. 101-838-452

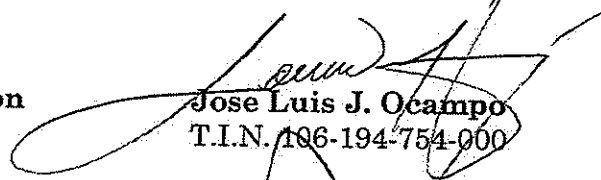

Christian Collas Monsod III
T.I.N. 900 226 511

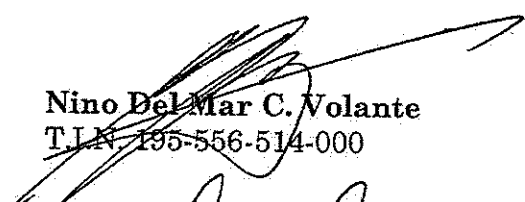

Jose Ma. Lorenzo S. Valdez
T.I.N. 217-416-213-000



Julian P. Singson III
T.I.N. 210-774-007-000

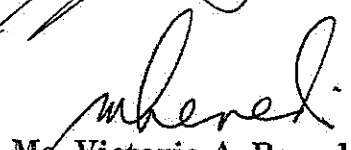

Gino Gonzalez Cruz
T.I.N. 202-832-500-000


Joshua Rafael P. Buizon
T.I.N. 709-958-066-000


Jose Luis J. Ocampo
T.I.N. 196-194-754-000


Nino Del Mar C. Volante
T.I.N. 195-556-514-000



Antonio M. Ocampo
T.I.N. 129-099-250-000


Ma. Victoria A. Benedicto
T.I.N. 184-482-107-000


Roslyn Marie Reyes Pineda

[Note: Kindly have the document notarized and authenticated]

Witness the signature of Roslyn Marie Reyes Pineda :-


NG HON YING
Notary Public, Hong Kong SAR
10/F, Henan Building,
90 Jaffe Road, Wanchai,
Hong Kong SAR
Date: 15th July 2020

This Apostille only certifies the authenticity of the signature and the capacity of the person who has signed the public document, and, where appropriate, the identity of the seal or stamp which the public document bears. This Apostille does not certify the content of the document for which it was issued. To verify the issuance of this Apostille, see
"https://www.judiciary.hk/en/court_services_facilities/apostille_verification.html"
此項文件加簽僅就公共文件上簽署的真確性、簽署人的身分及，如適用的話，文件上的蓋章和蓋印予以證明。此項文件加簽並不就文件的內容作出證明。就發出此文件加簽之查證，見 "https://www.judiciary.hk/zh/court_services_facilities/apostille_verification.html"

APOSTILLE (Convention de La Haye du 5 octobre 1961)			
1. Country: 國家/地區	Hong Kong, China 中國香港		
This public document 此公共文件			
2. has been signed by 簽署人為	Ng Hon Ying		
3. acting in the capacity of 其行事的身分為	Notary Public 公證人		
4. bears the seal / stamp of 蓋有的蓋章/蓋印	Ng Hon Ying		
Certified 加簽證明			
5. at 在	High Court 高等法院	6. the 於	17 JUL 2020 2020 年 07 月 17 日
7. by 由	Simon KWANG Registrar, High Court 鄭卓宏 高等法院司法常務官		
8. No 編號	28854 / 2020		
9. Seal / stamp: 蓋章/蓋印	10. Signature: 簽署		



ACKNOWLEDGMENT

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

BEFORE ME, a Notary Public for and in MAKATI CITY on this OCT 13 2020
_____ appeared the following persons:

Name of Signatory	Government I.D.
Jose Ma. Valdez	T.I.N. 217-416-213-000
Christian C. Monsod	T.I.N. 900 226 511
Ricardo R. Blancaflor	T.I.N. 102-325-805-000
Julian P. Singson III	T.I.N. 210-774-007-000
Gino Gonzalez Cruz	T.I.N. 202-832-500-000
Joshua Rafael P. Buizon	T.I.N. 709-958-066-000
Jose Luis J. Ocampo	T.I.N. 106-194-754-000
Nino Del Mar C. Volante	T.I.N. 195-556-514-000
Antonio M. Ocampo	T.I.N. 129-099-250-000
Ma.Victoria A. Benedicto	T.I.N. 184-482-107-000

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

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

NOTARY PUBLIC

Doc. No. 263
Page No. 54
Book No. 219
Series of 2020.

FELIPE I. LEDAN JR.
Notary Public for and in Makati City,
Until Dec. 31, 2020. APN No. M-02
Roll No. 13625, PIN 130297808
Rm 412, 4th Flr VGP Center, Ayala, Makati City
2020 PTR MLA 00000412/00019/MIA
IBP No. 10-00011 3/5/2016
MCLE Comp. VI-8012666, 9/1/2019