



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209, Metro Manila



COMPANY REG. NO.: PW00001093

**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

**CENTRO ESCOLAR UNIVERSITY
(Increase in the number of the Board)**

copy annexed, adopted on August 30, 2024 by majority vote of the Board of Directors and on October 25, 2024 by the vote of the stockholders owning or representing at least two-thirds (2/3) 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 The SEC Headquarters, 7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City, 1209, Metro Manila, this 29th day of August, Two Thousand Twenty-Five.



BAGONG PILIPINAS

DANIEL P. GABUYO

Assistant Director

Company Registration and Monitoring Department



SEC Main Office
The SEC Headquarters
7907 Makati Avenue, Salcedo Village, Barangay Bel-Air, Makati City , 1209

electronic Official Receipt

Transaction Details

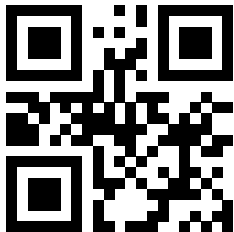
eOR Number	20250820-PM-0110240-40
Transaction Number	20250820121212800110170227916327302
Payment Date	August 20, 2025 08:54 AM
Payment Scheme	gcash
Status	COMPLETED
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20250817-13346838
PAF Date	2025-08-17 23:04:24
Payor Name	CENTRO ESCOLAR UNIVERSITY
Payor Address	9 MENDIOLA ST., CITY OF MANILA NCR

#	Nature of Collection	Account Code	Amount
1	Amended Articles of Incorporation	4020102000(606)	1,000.00
2	Amended By Laws	4020102000(606)	1,000.00
3	Legal Research Fee (A0823)	2020105000(131)	20.00
4	Documentary Stamp Tax	4010401000(4010401)	60.00
TOTAL			2,080.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.



Machine Validation:

VALID UNTIL: AUGUST 27, 2025

Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
The SEC Headquarters
7907 Makati Avenue, Salcedo Village,
Barangay Bel-Air, Makati City, 1209

**PAYMENT ASSESSMENT FORM**

No. 20250817-13346838

DATE 08/17/2025	RESPONSIBILITY CENTER CRMD
PAYOR: CENTRO ESCOLAR UNIVERSITY 9 MENDIOLA ST., CITY OF MANILA NCR	

NATURE OF COLLECTION	QUANTITY	ACCOUNT CODE	AMOUNT
Amended Articles of Incorporation	1	4020102000 (606)	1,000.00
Amended By Laws	1	4020102000 (606)	1,000.00
Legal Research Fee (A0823)	2	2020105000 (131)	20.00
Documentary Stamp Tax	2	4010401000 (4010401)	60.00
----NOTHING FOLLOWS----			

TOTAL AMOUNT TO BE PAID	Php 2,080.00
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Assessed by: eamend	Amount in words: TWO THOUSAND EIGHTY PESOS AND 00/100
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Remarks:

PAYMENT OPTIONS

- Online payment thru eSPAYSEC at
 - <https://espaysec.sec.gov.ph>
- Over the Counter Payments at any LandBank branch nationwide **from 8:30 am up to 3:00 pm only**

NOTES:

A. The Payment Assessment Form (PAF) is valid until AUGUST 27, 2025.

B. Accepted modes of payment at Landbank branches:

- Cash
- Manager's/Cashier's Check payable to the Securities and Exchange Commission

C. For check payment, please prepare separate Manager's checks per fund account as indicated on the breakdown summary.

D. For over the counter payment at LandBank:

- Print 2 copies of PAF, 1 Client Copy, 1 LandBank copy
- Accomplish the **onColl Payment slip per fund account** as indicated on the breakdown summary.
Use the correct Fund Account and Account No. and provide the below information:
 - Reference Number 1 - PAF No.
 - Reference Number 2 - Name of Payor appearing on the PAF
- Present OnColl Payment Slip, together with the PAF, to the LandBank Teller

E. You may generate the electronic official receipt (eOR) by visiting <https://espaysec.sec.gov.ph/eor>

- Payment thru ESPAYSEC – eOR available upon payment
- LandBank OTC - eOR available within two (2) business days after the payment

F. ANY ALTERATIONS WILL INVALIDATE THIS FORM

BREAKDOWN SUMMARY

FUND ACCOUNT	AMOUNT	ACCOUNT #
SEC RCC Current Account	2,000.00	3752-2220-44
SEC BIR - DST	60.00	3752-2220-60
SEC BTR Account - LRF	20.00	3402-2319-20
TOTAL	Php 2,080.00	

VALID UNTIL: AUGUST 27, 2025

**for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT**

P	W	0	0	0	0	1	0	9	3
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AMENDED
ARTICLES OF INCORPORATION
OF
CENTRO ESCOLAR UNIVERSITY

KNOW ALL MEN BY THESE PRESENTS:

That we, all of whom are residents of the Philippine Islands, have this day voluntarily associated ourselves for the purpose of forming a stock corporation under the laws of the Philippine islands.

AND WE HEREBY CERTIFY:

FIRST: That the name of the corporation shall be

CENTRO ESCOLAR UNIVERSITY

SECOND: That the purposes for which the corporation is formed is to establish, maintain, and operate an educational institution or institutions for the instruction and training of the youth in all branches of the arts and sciences, offering classes in primary and secondary instruction as well as university and collegiate courses; and for the said purpose, to acquire, possess, administer or in any manner to dispose of all kinds of property, real or persona, which may be necessary or convenient to carry into effect the purpose for which the said corporation s formed; to borrow money and to issue bond, debentures or other instruments or credits, to raise money for the purposes of the corporation, and in general to carry out such incidental activities as may be necessary, convenient or related to the primary purpose of the corporation.

THIRD: That the place where the principal office of the corporation will be established is at **9 Mendiola St., San Miguel, Manila (As amended on July 22, 2014).**

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

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

<u>NAME</u>	<u>RESIDENCE</u>
Librada Avelino	Centro Escolar de Senoritas, Manila
Carmen de Luna	Centro Escolar de Senoritas, Manila
Maria Francisco Villaceran	182 Calle Castanos, Manila
Felisa Guerrero	116 Calle Cortada, Manila
Alberto Campos	2060 Azcarraga, Manila
Josue Soncuya	106 Tanduay, Manila
Sofia R. de Veyra	803 Taft Avenue, Manila
Aurora A. de Quezon	Robet St., Pasay, Rizal
Amanda T. Abad Santos	805 Taft Avenue, Manila
Teodorica Vda. De Jose	227 Alhambra, Manila

SIXTH: That the number of directors of the corporation shall be ~~ten (10).~~ That the names and residences of the directors of the corporation which shall serve until their successors shall have been duly elected and qualified as provided in the By-Laws of the corporation are as follows: *(As amended by the majority of the Board of Directors on 30 August 2024 in a regular board meeting held at the principal office of the University and the stockholders owning at least 2/3 of the outstanding capital stock of the University in the Annual Stockholders' Meeting held on 25 October 2024 via teleconference.)*

<u>NAME</u>	<u>RESIDENCE</u>
Librada Avelino	Centro Escolar de Senoritas, Manila
Carmen de Luna	Centro Escolar de Senoritas, Manila
Maria Francisco Villaceran	182 Calle Castanos, Manila
Felisa Guerrero	116 Calle Cortada, Manila
Alberto Campos	2060 Azcarraga, Manila
Josue Soncuya	106 Tanduay, Manila
Sofia R. de Veyra	803 Taft Avenue, Manila
Aurora A. de Quezon	Robet St., Pasay, Rizal
Amanda T. Abad Santos	805 Taft Avenue, Manila
Teodorica Vda. De Jose	227 Alhambra, Manila

SEVENTH: That the capital stock of said corporation shall be Six Hundred Thousand Pesos (₱600,000.00), Philippine Currency, represented by two classes of stock consisting of the following: Five Hundred (500) shares of preferred stock having a par value of One Hundred Pesos (₱100.00) each, and the balance in Class "A" and Class "B" stock, the former (Class "A" Stock) to consist of Five Thousand (5,000) shares of the par value of One Hundred Pesos (₱100.00) each, and the latter, (Class "B" Stock) to consist of Five Thousand (5,000) shares of the par value of ₱10.00 each, PROVIDED MOREOVER, That Class "B" common stock shall have no voting power but in all other respects shall be equal in privileges as Class "A" common stock and PROVIDED, FURTHER, That Class "B" common stock may be exchanged for Class "A" common stock at the rate of 10.00 of said stock to each share of the latter class, and that upon such exchange Class "A" common stock so issued shall have the same rights and privileges as all other common stock of that class. All the common stock to be issued hereunder shall be subject to all preference rights herein granted to the preferred stock, shall be issued in accordance with and subject to the following terms and conditions:

The preferred stock to be issued hereunder, except as hereinafter provided, shall have no right to vote; shall be entitled to a preferred dividend of 8% per annum payable from the surplus profits of the Corporation at the end of each fiscal year, said dividend, however, to be non-cumulative: the corporation reserves the right to retire the preferred stock issued hereunder at a date not prior to July 1st, 1939. Retirement of said stock to be at the rate of 105% of its par value plus such dividends as the said stock may have earned prior to its retirement. In the event that the corporation shall have filed to pay for six consecutive years any preferred dividends on the preferred stock so issued within one hundred twenty (120) days after the close of the last fiscal year, then the holders of preferred stock, with the exclusion of the holders of another class of stock, shall have the right to elect a new board of directors of the corporation to take charge of the affairs of said corporation in accordance with law. In this last mentioned case, the President of the corporation, upon petition of shareholders representing not less than 25% of the preferred stock then issued and outstanding, shall call a special meeting of holders of said stock. Upon the election of the directors by the holders of preferred stock, the directors which, at that time, may have been acting as such, shall cease to be directors of the corporation. As soon as the corporation shall have provided for the payment of preferred dividends of the preferred stock and has created a sinking fund sufficient to pay at least one yearly dividend on said stock, the voting powers herein conferred to the preferred stock shall cease immediately and the President, upon petition of holders of common stock representing at least 25% of said common stock then issued and outstanding, shall call a meeting of said class of stockholders in order to elect a new board to act as such until the next general meeting of stockholders.

The holders of preferred stock, in case of dissolution, shall have the preferred right over and above the holders of common stock for the payment up to the part value of their stock from the assets of the corporation.

EIGHT: That the amount of the capital stock which has actually been subscribed is One Hundred Twenty Two Thousand Pesos (₱122,000.00) and the following persons have subscribed for the number of shares and amount of said capital stock set forth after their respective name:

<u>NAME</u>	<u>RESIDENCE</u>	<u>NO. OF SHARES "CLASS A"</u>	<u>AMT. OF CAPITAL STOCK SUBSCRIBED</u>
Carmen de Luna	2265 Azcarraga, Manila	5	₱ 500.00
Sofia R. de Veyra	809 Taft Ave., Manila	150	15,000.00
Felisa Guerrero	116 Cortada, Manila	150	15,000.00
Pilar H. Lim	168 Vito Cruz Manila	150	15,000.00
Aurora A. de Quezon	Roberts, Pasay, Rizal	10	1,000.00
Amanda T. Abad Santos	Sn. Juan, Rizal	5	500.00
Teodorica Vda. De Jose	225 Alhambra, Manila	1	100.00
Concepcion A. Aguila	2265 Azcarraga, Manila	100	10,000.00
Generosa de Leon	2265 Azcarraga, Manila	150	15,000.00
Alberto Campos	2272 Azcarraga, Manila	100	10,000.00
Valerio Jarhling	520 Sto. Sepulcro Manila	10	1,000.00
Filomena Hidalgo	2265 Azcarraga, Manila	10	1,000.00
Rosario A. de Ong	467 Nueva, Manila	1	100.00
Romana de Martinez	Balayan, Batangas	1	100.00
Bartolome Agustin	Malolos, Bulacan	1	100.00
Alfonso Aguila	San Jose, Batangas	3	300.00
Loreta Aguila	San Jose, Batangas	2	200.00
Juanito Angeles	Boac, Marinduque	1	100.00
Vicente Avelino	2272 Azcarraga, Manila	11	1,100.00
Melchora Barrion	Taal, Batangas	1	100.00
Manuela borbon	Batangas, Batangas	1	100.00
Francisco Buencamino	639 P. Noval, Manila	2	200.00
Esperanza Castro	2265 Azcarraga, Manila	2	200.00
Nicanor Cortez	Bu. of Pub. Works, Manila	1	100.00
Rosa Chiong	Malolos, Bulacan	1	100.00
Magdalena de Cuaycong	Cadiz, Occ. Negros	1	100.00
Maria E. de Duque	851 Lepanto, Manila	1	100.00
Dorotea de Estacion	Tanza, Cavite	2	200.00
Tomas Earnshaw	26 Hipodromo, Manila	1	100.00
Estanislao Feliciano	655 Mabolo, Manila	1	100.00
Carmen Fule	San Pablo, Laguna	1	100.00
Lucia Francisco	832 O'Donnel, Manila	1	100.00
Felisa de Fernandez	San Juan, Rizal	1	100.00
Minerva Guysayko	Naga, Camarines Sur	1	100.00
Cristina Gueco	Angeles, Pampanga	1	100.00
Pilar Gregorio	Umingan, Pangasinan	1	100.00
Soledad Geron	Batangas, Batangas	1	100.00
Cristeta de Granada	Isable, Occ. Negros	1	100.00
Victor Z. Gomez	Stotsenberg, Pampanga	1	100.00
Ricardo Gonzaga	Victorias, Occ. Negros	1	100.00
Concepcion Guidote	San Francisco, Rizal	1	100.00
Jose Hontiveros	Capiz, Capiz	1	100.00
Eulalia de Hidalgo	168 Vito Cruz, Manila	20	2,000.00

Lourdes Hidalgo	Boac, Marinduque	1	100.00
Hernando Ignacio	Malabon, Rizal	1	100.00
Arsenia M. Ilagan	Taal, Batangas	1	100.00
Antonio D. Isidro	Col. of Educ. U. P.	1	100.00
Concepcion Jaramillo	1040 Penn. Manila	2	200.00
Filomena Javellana	Bago, Occ. Neg.	1	100.00
Salud Jimenez	Cabanatuan, N. E.	1	100.00
Purificacion Ladia	Guiwan, Samar	2	200.00
Maria Ladia	Guiwan, Samar	2	200.00
Aurelia La O	Angeles, Pampanga	1	100.00
Remedios Benito	Legaspi, Albay	1	100.00
Santiago Lucero	Phil. Senate, Manila	1	100.00
Galicano Limjoco	Lian, Batangas	2	200.00
Felicidad de Reyes	Baliwag, Bulacan	1	100.00
Fordinia Luna	San Jose, Batangas	1	100.00
Encarnacion Lasala	Taal, Batangas	1	100.00
Jose Locsin	Silay, Occ. Negros	1	100.00
Josefina T. de Lacaon	Silay, Occ. Negros	1	100.00
Feliza Lizares	Talisay, Occ. Negros	1	100.00
Pedro Madlangbayan	Batangas, Batangas	1	100.00
Concepcion Maravilla	Saravia, Neg. Occ.	1	100.00
Sra. de Pablo	J. Luna, Tondo, Manila	1	100.00
Salud N. de Pison	Molo, Iloilo	1	100.00
Gerardo Naling	953 Magallanes, Manila	1	100.00
Felisa O. de Ilagan	Calawag, Tayabas	1	100.00
Luz de Oca	Talisay, Occ. Negros	1	100.00
Leonardo de Ocampo	Cabanatuan, N. E.	1	100.00
Anita S. de Palanca	Coron, Palawan	1	100.00
Salud Ponce	Baliwag, Bulacan	2	200.00
Candelaria R. Palanca	Coron, Palawan	1	100.00
Andres Pascual	Navotas, Rizal	1	100.00
Luisa Parungao	Malabon, Rizal	1	100.00
Amado Reyes	181 Magallanes, Manila	2	200.00
Maria L. de Ramos	Balayan, Batangas	1	100.00
Anastacia Ramos	Balayan, Batangas	1	100.00
Josefina Rodrigo	Bulacan, Bulacan	2	200.00
El Retono	91 S. Rafael, Manila	2	200.00
N. M. de Rodriguez	Cebu, Cebu	1	100.00
Benito Reyes	Lipa, Batangas	1	100.00
Solomon Russell	Batangas, Batangas	1	100.00
Nieves R. de Sison	339 Antipolo	1	100.00
Marcelino Robles	Malolos, Bulacan	1	100.00
Socorro A. de Ramos	7 Paris, Manila	1	100.00
Mercedes Ramos	Balayan, Batangas	1	100.00
Jesusa Sandoval	Coron, Palawan	1	100.00
Ricardo Siga	933 Ongpin, Manila	3	300.00
Filomena Solis	Cabanatuan, N. E.	1	100.00
Salvacion N de Sojo	Saravia, Occ. Negros	1	100.00
Calixto de la Sonta	Boac, Marinduque	1	100.00
Pelagia Suarez	Angeles, Pampanga	1	100.00
Pedro Santos	Porac, Pampanga	1	100.00
Emiliano T. Tirona	543 Dimasalang, Manila	1	100.00
Fidelina de Tolentino	Unisan, Tayabas	1	100.00
Francisco Torres	523 Alvarez, Manila	1	100.00
Belen T. de Torres	San Fernando, Pampanga	1	100.00
Herminio Velarde	495 Tenn., Manila	1	100.00

Fernando Villacorta	Baliwag, Bulacan	1	100.00
Catalina Villamin	168 Vito Cruz, Manila	2	200.00
Virginia Villamin	168 Vito Cruz, Manila	2	200.00
Ursula Villamin	168 Vito Cruz, Manila	8	800.00
Rosario Villamin	Mendiola, Manila	1	100.00
Eusebia H. de Valdez	Angeles, Pampanga	2	200.00
Eutiquio Feliciano	Concepcion, Tarlac	1	100.00
Fermina Ampil	2250 Juan Luna	1	100.00
Remedios J. Valdex	Angeles, Pampanga	1	100.00
Ursula Vichangco	U.P., Manila	1	100.00
Francisco Robles	2265 Azcarraga, Manila	3	300.00
Gil Robles	Sta. Ignacia, Tarlac	9	900.00
Amado Bonus	Labores, Pandacan	3	300.00
Adolfo Bonus	Labores, Pandacan	3	300.00
Adelina Bonus	Labores, Pandacan	3	300.00
Jose Bonus	Labores, Pandacan	3	300.00
Angelina Santos	2028 Felix Huerta	1	100.00
Primitiva Remigio	105 Bambang, Manila	1	100.00
Emila Warren	263 Solocan, Manila	1	100.00
Amada R. de Reyes	603 Cataluna, Manila	1	100.00
Paz de Leon	1578 Washington, Manila	1	100.00
Modesta Arkoncel	2265 Azcarraga, Manila	1	100.00
Felicidad Fontanilla	Agoo, La Union	1	100.00
Simon Teopaco	San Fernando, Pampanga	1	100.00
Pas Vda de Perez	La Carlota, Occ. Negros	1	100.00
M. Ocampo de Lardizabal	563 Penafrancia, Manila	1	100.00
Gloria Posadas	2527 Ave. Rizal, Manila	1	100.00
Josefina Linao	2265 Azcarraga, Manila	1	100.00
Susulo Wewaki	34 Balmes, Manila	1	100.00
Su Cheng Yu	307 San Rafael, Manila	1	100.00
Ester Zalmea	Pangsanjan, Laguna	1	100.00
Tomasa A de Pena	31 Sta. Mesa, Manila	2	200.00
Rosalia Ongkiko	138 Gunao, Manila	1	100.00
Amparo Almazar	1551 Felix Huertas	1	100.00
Lorenza de Jesus	911 Bilbao, Manila	1	100.00
Avelina Francia	257 Maria Clara, Manila	1	100.00
Lucia Dominguez	259 San Anton, Manila	1	100.00
Luisa Marasigan	Gumaca, Tayabas	1	100.00
Angeles de Leon	730 San Sebastian	1	100.00
Elena Largado	Boac, Marinduque	1	100.00
Paz Monroy	534 Evangelista, Manila	1	100.00
Jayme Pelejo	Alejandro VI, Manila	1	100.00
Remedios Zaballero	Alejandro VI, Manila	1	100.00
Elena Francia	2265 Azcarraga, Manila	4	400.00
Gregorio Perfecto	306 Tanduay, Manila	1	100.00
Felix Bautista	Bureau of Justice, Manila	3	300.00
Paz Pamintuan Faustino	Aviles, Manila	10	1,000.00
Sinforosa de Andico	Rosario, Cavite	20	2,000.00
Anastacia Pascual	825 Moriones, Manila	1	100.00
Adelaida Lorenzo	1405 Gen. Luna, Manila	1	100.00
Patrocinio Bernal	330 P. Campa, Manila	1	100.00
Elena Caoibes	1330 Misericordia	1	100.00
Pedro V. de Dios	447 Evangelista, Manila	2	200.00
Juan Salcedo	158 Libertad, Pasay	2	200.00
Encarnacion P. Laygo	Mendiola, Manila	1	100.00
Elena Perez	Mendiola, Manila	1	100.00

Julita S. Reyes	Paranaque, Rizal	1	100.00
Lourdes Guzman	57 Gral. Solano, Manila	2	200.00
Miguel Galvez	Digas, Bulacan	2	200.00
Porfirio de Guia	252 Lardizabal, Manila	2	200.00
Encarnacion Buenavista	1427 O'Donnel, Manila	1	100.00
Justo Gonzales	Arias Bldg., Manila	2	200.00
Severina Ignacio	Mendiola, Manila	1	100.00
Maria R. Reyes	Mendiola, Manila	1	100.00
Aniceto Fabia	44 Concepcion, Manila	3	300.00
Rosenda Warren	263 Solocan, Manila	1	100.00
Emilia R. Villaceren	182 Castanos, Manila	1	100.00
Felipe Concepcion	439 San Gregorio, Manila	2	200.00
Rosario Cordero	Mendiola, Manila	5	500.00
Encarnacion Vda. De Panlilio	Mexico, Pampanga	1	100.00
Florentina S. Vda de Limjoco	Lian, Batangas	2	200.00

NINTH: That the following have actually paid on account of the shares of stock subscribed by them the amounts set forth after their respective names:

<u>NAME</u>	<u>RESIDENCE</u>	<u>AMT. PAID ON SUBSCRIPTION</u>
Carmen de Luna	2265 Azcarraga, Manila	<u>P</u> 100.00
Sofia R. de Veyra	809 Taft Ave., Manila	400.00
Felisa Guerrero	116 Cortada, Manila	300.00
Pilar H. Lim	168 Vito Cruz Manila	200.00
Aurora A. de Quezon	Roberts, Pasay, Rizal	1,000.00
Amanda T. Abad Santos	Sn. Juan, Rizal	500.00
Teodorica Vda. De Jose	225 Alhambra, Manila	100.00
Concepcion A. Aguila	2265 Azcarraga, Manila	2,000.00
Generosa de Leon	2265 Azcarraga, Manila	4,000.00
Alberto Campos	2272 Azcarraga, Manila	100.00
Valerio Jarhling	520 Sto. Sepulcro Manila	500.00
Filomena Hidalgo	2265 Azcarraga, Manila	800.00
Rosario A. de Ong	467 Nueva, Manila	100.00
Romana de Martinez	Balayan, Batangas	100.00
Bartolome Agustin	Malolos, Bulacan	100.00
Alfonso Aguila	San Jose, Batangas	300.00
Loreta Aguila	San Jose, Batangas	200.00
Juanito Angeles	Boac, Marinduque	100.00
Vicente Avelino	2272 Azcarraga, Manila	1,100.00
Melchora Barrion	Taal, Batangas	100.00
Manuela Borbon	Batangas, Batangas	100.00
Francisco Buencamino	639 P. Noval, Manila	200.00
Esperanza Castro	2265 Azcarraga, Manila	200.00
Nicanor Cortez	Bu. of Pub. Works, Manila	100.00
Rosa Chiong	Malolos, Bulacan	100.00
Magdalena de Cuaycong	Cadiz, Occ. Negros	100.00
Maria E. de Duque	851 Lepanto, Manila	100.00
Dorotea de Estacion	Tanza, Cavite	200.00
Tomas Earnshaw	26 Hipodromo, Manila	100.00
Estanislao Feliciano	655 Mabolo, Manila	100.00
Carmen Fule	San Pablo, Laguna	100.00
Lucia Francisco	832 O'Donnel, Manila	100.00
Felisa de Fernandez	San Juan, Rizal	100.00

Minerva Guysayko	Naga, Camarines Sur	100.00
Cristina Gueco	Angeles, Pampanga	100.00
Pilar Gregorio	Umingan, Pangasinan	100.00
Soledad Geron	Batangas, Batangas	100.00
Cristeta de Granada	Isable, Occ. Negros	100.00
Victor Z. Gomez	Stotsenberg, Pampanga	100.00
Ricardo Gonzaga	Victorias, Occ. Negros	100.00
Concepcion Guidote	San Francisco, Rizal	100.00
Jose Hontiveros	Capiz, Capiz	100.00
Eulalia de Hidalgo	168 Vito Cruz, Manila	2,000.00
Lourdes Hidalgo	Boac, Marinduque	100.00
Hernando Ignacio	Malabon, Rizal	100.00
Arsenia M. Ilagan	Taal, Batangas	25.00
Antonio D. Isidro	Col. of Educ. U. P.	100.00
Concepcion Jaramillo	1040 Penn. Manila	200.00
Filomena Javellana	Bago, Occ. Neg.	100.00
Salud Jimenez	Cabanatuan, N. E.	100.00
Purificacion Ladia	Guiwan, Samar	200.00
Maria Ladia	Guiwan, Samar	200.00
Aurelia La O	Angeles, Pampanga	100.00
Remedios Benito	Legaspi, Albay	100.00
Santiago Lucero	Phil. Senate, Manila	100.00
Galicano Limjoco	Lian, Batangas	200.00
Felicidad de Reyes	Baliwag, Bulacan	100.00
Fordinia Luna	San Jose, Batangas	25.00
Encarnacion Lasala	Taal, Batangas	25.00
Jose Locsin	Silay, Occ. Negros	100.00
Josefina T. de Lacaon	Silay, Occ. Negros	100.00
Feliza Lizares	Talisay, Occ. Negros	100.00
Pedro Madlangbayan	Batangas, Batangas	100.00
Concepcion Maravilla	Saravia, Neg. Occ.	100.00
Sra. De Pablo	J. Luna, Tondo, Manila	100.00
Salud N. de Pison	Molo, Iloilo	100.00
Gerardo Naling	953 Magallanes, Manila	100.00
Felisa O. de Ilagan	Calawag, Tayabas	100.00
Luz de Oca	Talisay, Occ. Negros	100.00
Leonardo de Ocampo	Cabanatuan, Nueva Ecija	100.00
Anita S. de Palanca	Coron, Palawan	100.00
Salud Ponce	Baliwag, Bulacan	200.00
Candelaria R. Palanca	Coron, Palawan	100.00
Andres Pascual	Navotas, Rizal	100.00
Luisa Parungao	Tanong, Malabon, Rizal	100.00
Amado Reyes	181 Magallanes	200.00
Maria L. de Ramos	Balayan, Batangas	100.00
Anastacia Ramos	Balayan, Batangas	100.00
Josefina Rodrigo	Bulacan, Bulacan	200.00
El Retono	91 San Rafael, Quiapo	200.00
N. M. de Rodriguez	Cebu, Cebu	100.00
Benito Reyes	Lipa, Batangas	25.00
Solomon Russell	Batangas, Batangas	100.00
Nieves R. de Sison	339 Antipolo	100.00
Marcelino Robles	Malolos, Bulacan	100.00
Socorro A. de Ramos	7 Paris, Manila	100.00
Mercedes Ramos	Balayan, Batangas	100.00
Jesusa Sandoval	Coron, Palawan	100.00
Ricardo Siga	933 Ongpin	300.00

Filomena Solis	Cabanatuan, Nueva Ecija	100.00
Salvacion N de Sojo	Saravia, Occ. Negros	100.00
Calixto de la Sonta	Boac, Marinduque	100.00
Pelagia Suarez	Angeles, Pampanga	100.00
Pedro Santos	Porac, Pampanga	100.00
Emiliano T. Tirona	543 Dimasalang	100.00
Fidelina de Tolentino	Unisan, Tayabas	100.00
Francisco Torres	523 Alvarez	100.00
Belen T. de Torres	San Fernando, Pampanga	100.00
Herminio Velarde	495 Tennessee	100.00
Fernando Villacorta	Baliwag, Bulacan	100.00
Catalina Villamin	168 Vito Cruz	200.00
Virginia Villamin	168 Vito Cruz	200.00
Ursula Villamin	168 Vito Cruz	800.00
Rosario Villamin	Mendiola St., Manila	100.00
Eusebia H. de Valdez	Angeles, Pampanga	200.00
Remedios J. Valdex	Angeles, Pampanga	100.00
Ursula Vichangco	U.P., Manila	100.00
Francisco Robles	2265 Azcarraga, Manila	300.00
Gil Robles	Sta. Ignacia, Tarlac	900.00
Amado Bonus	Labores, Pandacan	250.00
Adolfo Bonus	Labores, Pandacan	250.00
Adelina Bonus	Labores, Pandacan	250.00
Jose Bonus	Labores, Pandacan	250.00
Angelina Santos	2028 Felix Huerta, Manila	100.00
Primitiva Remigio	105 Bambang, Manila	10.00
Emila Warren	263 Solocan, Manila	10.00
Amada R. de Reyes	603 Cataluna, Manila	20.00
Paz de Leon	1578 Washington, Manila	20.00
Modesta Arkoncel	2265 Azcarraga, Manila	20.00
Felicidad Fontanilla	Agoo, La Union	20.00
Simon Teopaco	San Fernando, Pampanga	20.00
Pas Vda de Perez	La Carlota, Occ. Negros	10.00
M. Ocampo de Lardizabal	563 Penafrancia, Manila	100.00
Gloria Posadas	2527 Ave. Rizal, Manila	100.00
Josefina Linao	2265 Azcarraga, Manila	10.00
Susulo Wewaki	34 Balmes, Manila	100.00
Su Cheng Yu	307 San Rafael, Manila	10.00
Ester Zalmea	Pangsanjan, Laguna	10.00
Tomasa A de Pena	31 Sta. Mesa, Manila	200.00
Rosalia Ongkiko	138 Gunao, Manila	100.00
Amparo Almazar	1551 Felix Huertas	10.00
Lorenza de Jesus	911 Bilbao, Manila	100.00
Avelina Francia	257 Maria Clara, Manila	60.00
Lucia Dominguez	259 San Anton, Manila	100.00
Luisa Marasigan	Gumaca, Tayabas	100.00
Angeles de Leon	730 San Sebastian	100.00
Elena Largado	Boac, Marinduque	100.00
Paz Nonroy	534 Evangelista, Manila	100.00
Jayme Pelejo	Alejandro VI, Manila	50.00
Remedios Zaballero	Alejandro VI, Manila	10.00
Elena Francia	2265 Azcarraga, Manila	200.00
Gregorio Perfecto	306 Tanduay, Manila	100.00
Felix Bautista	Bureau of Justice, Manila	300.00
Paz Pamintuan Faustino	Aviles, Manila	200.00
Sinforosa de Andico	Rosario, Cavite	2,000.00

Patrocinio Bernal	330 P. Campa, Manila	100.00
Fermin Ampil	2250 Juan Luna, Manila	100.00
Eutiquio Feliciano	Concepcion, Tarlac	100.00
Florentina S. Vda de Limjoco	Lian, Batangas	<u>200.00</u>
T O T A L - - - - -		<u>₱ 31,790.00</u>

TENTH: That Miss Generosa de Leon has been elected by stockholders as Treasurer of the corporation, to act as such until her successor shall have been duly elected and qualified, in accordance with the By-Laws of the corporation, and that as such Treasurer she has been authorized to accept in the name and for the benefit of the corporation for all subscription paid in by the subscribers

IN WITNESS WHEREOF, we have hereunto set out hands and seals this 31st day of March, in the year nineteen hundred and thirty-two.

(SGD) LIBRADA AVELINO

CARMEN DE LUNA

FOR (SGD) TEODORICA R. DE JOSE

SIGNED IN THE PRESENCE OF:

(SGD) JOSE SONCUYA

(SGD) PAS DE PASICOLAN

MARIA FRANCISCO VILLACERAN

(SGD) ANGELINA SANTOS

FOR (SGD) ALBERTO CAMPOS

(SGD) FELISA GUERRERO

(SGD) ROBERTO CAMPOS

(SGD) SOFIA R. DE VEYRA

(SGD) AURORA A. QUEZON

(SGD) AMANDA TO. ABAD SANTOS

(SGD) TEODORICA R. DE JOSE

INCORPORATORS

Republic of the Philippines)
_____, **MANILA**) S.S.

SECRETARY'S CERTIFICATE

I, **Sergio Antonio F. Apostol**, legal age, a Filipino, and with office address at #9 Mendiola Street, City of Manila, First District, National Capital Region (NCR), after having been sworn to in accordance with law hereby depose and state that:

I am the duly elected and qualified Corporate Secretary of **Centro Escolar University** (the "Corporation"), a corporation duly registered with the Commission and in good standing, with principal office at #9 Mendiola St., City of Manila, First District, National Capital Region (NCR).

To the best of my knowledge, from the date of approval of the amendments by the Board of Directors in regular meetings held on August 30, 2024 and September 24, 2024 held at the principal office of the Corporation and the Annual Stockholders' Meeting held on October 25, 2024 via teleconference up to the date of filing of the application for amendment of Articles of Incorporation and By-Laws with the Commission, no action or proceeding has been filed or is pending before any Court involving an intra-corporate dispute and/or any claim by any person or group against the board of directors, individual director and/or major corporate officer/s of the Corporation as its duly elected and/or appointed director or officer or vice versa.

IN WITNESS WHEREOF, I hereby signed this _____ at _____

Sergio Antonio F. Apostol

SUBSCRIBED AND SWORN to before me this _____ in
_____ **MANILA** affiant exhibited to me his Identification Documents/Government
issued ID/s as follows:

Doc. No. 137;
Page No. 28;
Book No. XXII;
Series of 2025.

ATTY. MARIELLE JENELLE L. LAGUERTA
Notary Public for City of Manila - Until Dec. 31, 2025
Notarial Commission No. 2024-179
Tower 3, 3K, No. 181 N. Lopez St., Ermita, Manila
I.B.P. NO. 488207- Dec. 27, 2024 for the year 2025
PTR. NO. 2041441- Jan. 2, 2025 at Manila
MCLE NO. VIII-0010660- Valid until 4-14-2028 Roll No. 88314

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

DIRECTOR'S CERTIFICATE



We, the undersigned members of the Board of Directors, Chairman and Corporate Secretary of **CENTRO ESCOLAR UNIVERSITY** (the "University"), a corporation duly organized and existing by virtue of the laws of the Republic of the Philippines, with business address #09 Mendiola Street, San Miguel, Manila, do hereby certify that amendment of the Articles of Incorporation of the Corporation was approved by a majority vote of the directors in the regular meeting held on August 30, 2024 held at the principal office of the University and the vote of stockholders representing at least two-thirds (2/3) of the outstanding capital stock at a special meeting held on 25 October 2024 via teleconference.

The current provision of the Articles of Incorporation provides:

SIXTH: That the number of directors of the corporation shall be nine (9). That the names and residences of the directors of the corporation which shall serve until their successors shall have been duly elected and qualified as provided in the By-Laws of the corporation are as follows: (As amended on March 17, 2000).

<u>Name</u>	<u>Residence</u>
Librada Avelino	Centro Escolar de Senoritas, Manila
Carmen de Luna	Centro Escolar de Senoritas, Manila
Maria Francisco Villaceran	182 Calle Certada, Manila
Felisa Guerrero	116 Calle Certada, Manila
Josue Soncuya	103 Tanduay, Manila
Alberto Campos	2060 Azcarraga, Manila
Sofia R. De Veyra	803 Taft Avenue, Manila
Concepcion A. Aguila	2265 Azcarraga, Manila
Generoso de Leon	2265 Azcarraga, Manila
Filomena Hidalgo	2265 Azcarraga, Manila

The amended provisions of the University's Articles of Incorporation refer to the SIXTH Article thereof, to wit:


SIXTH: That the number of directors of the corporation shall be ten (10). That the names and residences of the directors of the corporation which


shall serve until their successors shall have been duly elected and qualified as provided in the By-Laws of the corporation are as follows: (As amended by the majority of the Board of Directors on 30 August 2024 in a regular board meeting held at the principal office of the University and the stockholders owning at least 2/3 of the outstanding capital stock of the University in the Annual Stockholders' Meeting held on 25 October 2024 via teleconference)


<u>Name</u>	<u>Residence</u>
Librada Avelino	Centro Escolar de Senoritas, Manila
Carmen de Luna	Centro Escolar de Senoritas, Manila
Maria Francisco Villaceran	182 Calle Certada, Manila
Felisa Guerrero	116 Calle Certada, Manila
Josue Soncuya	103 Tanduay, Manila
Alberto Campos	2060 Azcarraga, Manila
Sofia R. De Veyra	803 Taft Avenue, Manila
Concepcion A. Aguila	2265 Azcarraga, Manila
Generoso de Leon	2265 Azcarraga, Manila
Filomena Hidalgo	2265 Azcarraga, Manila

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

WITNESS OUR HAND this ____ day of JUL 09 2025 at MAKATI CITY City.


BASILIO C. YAP
Chairman and Director
TIN: 132-309-833

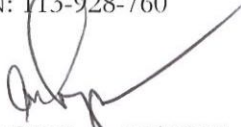

DANILO L. CONCEPCION
President and Director
TIN: 107-439-095


LOPE M. YUVIENCO
Independent Director
TIN: 106-906-834


SERGIO ANTONIO F. APOSTOL
Corporate Secretary
TIN: 104-085-655



EMIL Q. JAVIER
Independent Director
TIN: 113-928-760



ALEJANDRO C. DIZON
Director
TIN: 133-702-918



MARIA CORAZON M. TIONGCO
Director
TIN: 201-365-671



BENJAMIN C. YAP
Director
TIN: 101-360-781



EMILIO C. YAP III
Director
TIN: 151-261-897

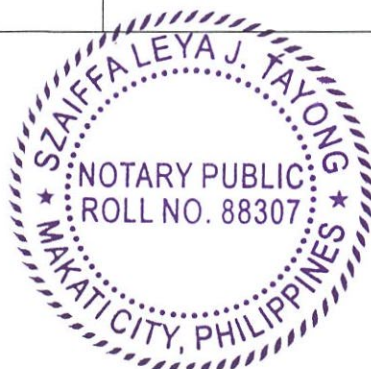


JOHNNY C. YAP
Director
TIN: 151-261-901

SUBSCRIBED AND SWORN to before me this 09 day of JUL 09 2025 in **MAKATI CITY**, affiants who are personally known to me to be the same persons who executed the foregoing instrument exhibited to me competent evidence of their identities as follows:

Name	Valid Government I.D.	Valid Until/Place Issued
Basilio C. Yap	132-309-833	
Danilo L. Concepcion	107-439-095	
Lope M. Yuvienco	106-906-834	
Sergio Antonio F. Apostol	104-085-655	
Emil Q. Javier	113-928-760	
Benjamin C. Yap	101-360-781	
Alejandro C. Dizon	133-702-918	
Emilio C. Yap III	151-261-897	
Maria Corazon M. Tiongco	201-365-671	
Johnny C. Yap	151-261-901	

Doc. No. 28;
Page No. 7;
Book No. II;
Series of 2025.



SZAIFFA LEYA J. TAYONG

Commission No. M-198
Notary Public for Makati City
Until December 31, 2026
6/F Don Pablo Bldg., 114 Amorsolo St.,
Legaspi Village, Makati City 1229
PTR No. 10473089 / 01-06-2025 / Makati City
IBP No. 510818 / 12-16-2024 / Quezon City
MCLE No. VIII-0019651 / 01-14-2025 / Pasig City
Roll No. 88307



MARKETS AND SECURITIES REGULATION DEPARTMENT

August 11, 2025

CENTRO ESCOLAR UNIVERSITY
9 Mendiola St., San Miguel, Manila 1005
Email: josramos@ceu.edu.ph

ATTENTION: DR. MA. CRISTINA D. PADOLINA
President/Chief Academic Officer

SUBJECT: REQUEST FOR COMMENTS RECOMMENDATION
Amendment of Articles of Incorporation and By-Laws

Gentlemen:

This is in connection with Centro Escolar University's (the "Company") request for comments/or recommendation regarding the proposed amendments of its Articles of Incorporation ("AOI") and By-Laws ("BL"), to wit:

I. AMENDMENTS TO THE ARTICLES OF INCORPORATION

Section	Current Provision	Amendment
Article VI	SIXTH: That the number of Directors of the corporation shall be TEN (10). That the names and residences of the Directors of the corporation which shall serve until their successors shall have been duly elected and qualified, as provided in the By-Laws of the corporation, are as follows:	SIXTH: That the number of directors of the corporation shall be ten (10) . That the names and residences of the directors of the corporation which shall serve until their successors shall have been duly elected and qualified as provided in the By-Laws of the corporation are as follows: <i><u>(As amended by the majority of the Board of Directors on 30 August 2024 in a regular board meeting held at the principal office of the University and the stockholders owning at least 2/3 of the outstanding capital stock of the University in the Annual Stockholders' Meeting held on 25 October 2024 via teleconference.)</u></i>

II. NEW BY-LAWS



Section	Current Provision	Proposed Change
Article I, Section 3	<p>Section 3- Voting. – Except as otherwise provided by the Corporation Law, at each meeting of the stockholders, every stockholder entitled to vote thereat shall be entitled to one vote in person or by proxy for each share of stock of the University subscribed for by him and registered in his name on the books of the University, it being understood, however, that in case of election of directors, every stockholder entitled to vote shall have the right to cumulate his shares, and give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares shall equal. In any meeting of the stockholders, stockholder entitled to vote can delegate the power to vote to another provided the latter has express written authority from the stockholder or his representative duly authorized in writing for the purpose. The document delegating the power to vote shall be presented to the Secretary and to the election inspectors, and shall be left in the custody of the Secretary. At any meeting of the stockholders, the holders of a majority of the subscribed capital stock entitled to vote and present in person or represented by proxy shall, unless otherwise required by law, constitute a quorum, if the holder of the amount necessary to constitute a quorum shall fail to attend in person or by proxy on the date and place of the meeting, the meeting may be adjourned and transferred to another date.</p>	<p>Section 3 - Voting. – Except as otherwise provided by the Corporation Law, at each meeting of the stockholders, every stockholder entitled to vote thereat shall be entitled to one vote in person or by proxy for each share of stock of the University subscribed for by him and registered in his name on the books of the University, it being understood, however, that in case of election of directors, every stockholder entitled to vote shall have the right to cumulate his shares, and give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares shall equal. In any meeting of the stockholders, stockholder entitled to vote can delegate the power to vote to another provided the latter has express written authority from the stockholder or his representative duly authorized in writing for the purpose. The document delegating the power to vote shall be presented to the Secretary and to election inspectors, and shall be left in the custody of the Secretary. At any meeting of the stockholders, the holders of a majority of the subscribed capital stock entitled to vote and present in person or represented by proxy shall, unless otherwise required by law, constitute a quorum, if the holder of the amount necessary to constitute a quorum shall fail to attend in person or by proxy on the date and place of the meeting, the meeting may be adjourned and transferred to another date.</p> <p><u>A stockholder has the option to avail of attendance via remote communication (As amended by the majority of the Board of Directors on 24 September 2024 in a regular board meeting held at the principal office of the University and the stockholders owning at least 2/3 of the outstanding capital stock of the University in the Annual Stockholders' Meeting held on 25 October 2024 via teleconference) and/or voting in absentia via remote communication during Stockholders Meetings, subject to the procedures as may be issued by the Board of Directors. (As amended by the majority of the Board of Directors on 30</u></p>

Section	Current Provision	Proposed Change
		<u>August 2024 in a regular board meeting held at the principal office of the University and the stockholders owning at least 2/3 of the outstanding capital stock of the University in the Annual Stockholders' Meeting held on 25 October 2024 via teleconference).</u>
Article 1, Section 7	<p>Section 7. Election of Independent Director/s. – Pursuant to Section 38 of the Securities Regulation Code, the University is required to have at least two independent directors or at least 20% of its size, whichever is the lesser.</p> <p>The Chairman of the Meeting shall inform all stockholders in attendance of the mandatory requirement of electing independent director/s.</p> <p>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. (As amended on July 22, 2003).</p>	<p>Section 7. Election of Independent Director/s. – <u>The University is required to have at least three (3) independent directors or at least 30% of its board size, whichever is lesser. (As amended by the majority of the Board of Directors on 30 August 2024 in a regular board meeting held at the principal office of the University and the stockholders owning at least 2/3 of the outstanding capital stock of the University in the Annual Stockholders' Meeting held on 25 October 2024 via teleconference).</u></p>

Upon review of the request and documents annexed thereto, and the Company records, it appears that the proposed amendments are consistent with the disclosure made by the Company, hence, on this basis, the Department **does not interpose no objection** to the application for amendments of the AOI and BL. Thus, within five (5) days from approval of the application, The Company shall (1) a duly accomplished Current Report (SEC Form 17-C), disclosing therein the Commission's approval of the AOI and BL and upload the same on the PSE Edge and (2) an Amended General Information Statements (GIS that reflects the new information, together with a cover letter signed by the Corporate Secretary (if applicable).

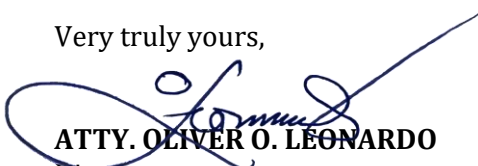
The Corporation is likewise advise to seek clearance from the Corporate Governance and Finance Department ("CGFD") relative to some amendments of its By-Laws in compliance with the Manual on Corporate Governance ("MCG") and SRC Rule 38.

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

However, any infraction/violation of the subject corporation as far as monitoring and reportorial requirements as a holder of a secondary license supervised by our Department is concerned shall be deal with separately and independently from the application applied for.

This comment is without prejudice to the prerogative of this Department to act later against the subject entity, if warranted, to ensure full compliance with the provisions of the Securities Regulation Code, its implementing rules and regulations, and other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstances. Additionally, if the clearance relates to or gives rise to any other application, corporate action, or transaction which are or will be submitted for the approval or notice of the Commission, then we reserve the right to review and comment on matters that fall within the jurisdiction of this Department.


Very truly yours,



ATTY. OLIVER O. LEONARDO
Director



CORPORATE GOVERNANCE AND FINANCE DEPARTMENT

NAME OF CORP.	Centro Escolar University	SEC	PW00001093
PURPOSE:	CG Clearance		
DEPARTMENT:	Corporate Governance and Finance Department		
Date Received:	Date Released:	Processed/Verified by:	
14 August 2025	14 August 2025	 L.J.A. CADUNOG	
REMARKS: We interpose no objection to the subject company's request for certificate of good standing insofar as the matters under the CGFD are concerned. However, this is without prejudice to the prerogative of this Department to act later against the subject entity, if warranted, to ensure full compliance with the provision of the Securities Regulation Code, its implementing rules and regulations, and other pertinent laws, rules and regulations, as may be necessary and applicable under the circumstance.			



ANNEX "D" - ANNOTATION

ARTICLES OF INCORPORATION

ORGANIZATIONAL DETAIL

TRN-R062025-SECE1NRMMHA0D

Corporate Name	CENTRO ESCOLAR UNIVERSITY
Date of Approval by the Commission	
Approved by majority of the Directors	30 August 2024
Approved by the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock	25 October 2024
Subject of Amendment	Increase / Decrease in the number of the Board

TO 10

FROM 9

BY-LAWS

ORGANIZATIONAL DETAIL

TRN-R062025-SECE1NRMMHA0D

Corporate Name	CENTRO ESCOLAR UNIVERSITY
Date of Approval by the Commission	
Delegated by at least 2/3 of the outstanding capital stock	No
Approved by majority of the Directors	30 August 2024
Approved by the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock	25 October 2024
Subject of Amendment	Others: Article I

TO ARTICLE I
 Section 7. Election of Independent Director/s.- The University is required to have at least three (3) independent directors or at least 30% of its board size, whichever is lesser. (As amended by the majority of the Board of Directors on 30 August 2024 in a regular board meeting and the stockholders owning at least 2/3 of the outstanding capital stock of the Corporation in a special meeting both held on 24 October 2024 via teleconference). The Chairman of the Meeting shall inform all stockholders in attendance of the mandatory requirement of electing independent director/s. 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. (As amended on July 22, 2003).

FROM ARTICLE I

Section 7. Election of Independent Director/s.- Pursuant to Section 38 of the Securities Regulation Code, the University is required to have at least two independent directors or at least 20% of its board size, whichever is lesser. The Chairman of the Meeting shall inform all stockholders in attendance of the mandatory requirement of electing independent director/s. 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. (As amended on July 22, 2003).

ORGANIZATIONAL DETAIL

TRN-R062025-SECE1NRMMHA0D

Corporate Name	CENTRO ESCOLAR UNIVERSITY
Date of Approval by the Commission	
Delegated by at least 2/3 of the outstanding capital stock	No
Approved by majority of the Directors	30 August 2024
Approved by the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock	25 October 2024
Subject of Amendment	The Form for Proxies of Stockholders/Members and the Manner of Voting Them

TO Section 3. Voting- Except at otherwise provided by the Corporation Law, at each meeting of the stockholders, every stockholder entitled to vote thereat shall be entitled to one vote in person or by proxy for each share of stock of the University subscribed for by him and registered in his name on the books of the University, it being understood, however, that in case of election of directors, every stockholder entitled to vote shall have the right to cumulate his shares, and give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares shall equal. In any meeting of the stockholders, stockholder entitled to vote can delegate the power to vote to another provided the latter has express written authority from the stockholder or his representative duly authorized in writing for the purpose. The document delegating the power to vote shall be presented to the Secretary and to the election inspectors, and shall be left in the custody of the Secretary. At any meeting of the stockholders, the holders of a majority of the subscribed capital stock entitled to vote and present in person or represented by proxy shall unless otherwise required by law, constitute a quorum. If the holder of the amount necessary to constitute a quorum shall fail to attend in person or by proxy on the date and place of the meeting, the meeting may be adjourned and transferred to another date.

A stockholder has the option to avail of attendance via remote communication (As amended by the majority of the Board of Directors on 24 August 2024 in a regular board meeting and the stockholders owning at least 2/3 of the outstanding capital stock of the Corporation in a special meeting both held on 24 October 2024 via teleconference) and/or voting in absentia via remote communication during Stockholders Meetings, subject to the procedures as may be issued by the Board of Directors. (As amended by the majority of the Board of Directors on 30 August 2024 in a regular board meeting and the stockholders owning at least 2/3 of the outstanding capital stock of the Corporation in a special meeting both held on 24 October 2024 via teleconference).

FROM Section 3. Voting- Except at otherwise provided by the Corporation Law, at each meeting of the stockholders, every stockholder entitled to vote thereat shall be entitled to one vote in person or by proxy for each share of stock of the University subscribed for by him and registered in his name on the books of the University, it being understood, however, that in case of election of directors, every stockholder entitled to vote shall have the right to cumulate his shares, and give one candidate as many votes as the number of directors to be elected, multiplied by the number of his shares shall equal. In any meeting of the stockholders, stockholder entitled to vote can delegate the power to vote to another provided the latter has express written authority from the stockholder or his representative duly authorized in writing for the purpose. The document delegating the power to vote shall be presented to the Secretary and to the election inspectors, and shall be left in the custody of the Secretary. At any meeting of the stockholders, the holders of a majority of the subscribed capital stock entitled to vote and present in person or

represented by proxy shall unless otherwise required by law, constitute a quorum. If the holder of the amount necessary to constitute a quorum shall fail to attend in person or by proxy on the date and place of the meeting, the meeting may be adjourned and transferred to another date.



SEC HEADQUARTERS - MAIN OFFICE
AFFIDAVIT OF UNDERTAKING

I, SERGIO ANTONIO F. APOSTOL, of legal age, Filipino and with address at #9 MENDIOLA ST., CITY OF MANILA, FIRST DISTRICT, NATIONAL CAPITAL REGION (NCR), on oath state that:

1. I am the Corporate Secretary/Authorized Representative of CENTRO ESCOLAR UNIVERSITY, a corporation duly organized and existing under Philippine laws under SEC Registration No. PW00001093, with office address at 9 MENDIOLA ST., CITY OF MANILA, FIRST DISTRICT, NATIONAL CAPITAL REGION (NCR);
2. The Corporation has a pending application for amendment of Articles of Incorporation and/or By-laws with the Company Registration and Monitoring Department (CRMD);
3. One of the requirements for the processing of the said application is a Monitoring Clearance issued by the Compliance Monitoring Division (CMD) of the CRMD.
4. In view of the foregoing, the Corporation undertakes to comply with the Monitoring Clearance requirement immediately and pay the assessed fines and penalties, if any;
5. Consequently, the Corporation consents to the post-evaluation of its application for amendment and shall thereby comply with whatever directive the Commission may provide. Otherwise, the approved amendment to the Articles of Incorporation and/or By-laws may be deemed cancelled and the amount paid in relation thereto shall be forfeited in favor of the Commission.
6. I am authorized by the board of directors to execute this undertaking pursuant to a resolution duly approved at the regular/special meeting held on AUGUST 30, 2024 at the principal office of the corporation.

I declare under the penalties of perjury, that these statements have been made in good faith, verified by me and I attest to the correctness and completeness of the declaration therein.


SERGIO ANTONIO F. APOSTOL

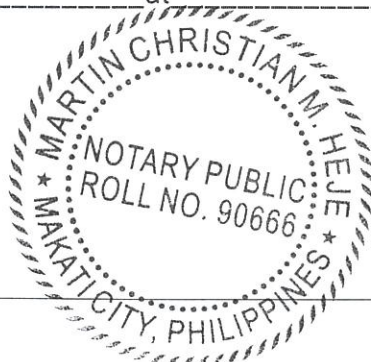
Corporate Secretary/Authorized Representative

AUG 15 2025

SUBSCRIBED AND SWORN TO before me on this _____ day of _____ 20 ____ in
MAKATI CITY

his/her TIN 104-085-677 Philippines, affiant exhibiting to me
on _____ at _____

Doc.No. 123
Page No. 26
Book No. J
Series of 2025



NOTARY PUBLIC

MARTIN CHRISTIAN M. HEJE

Commission No. M-197

Notary Public for Makati City

Until December 31, 2026

6/F Don Pablo Bldg., 114 Amorsolo St.,
Legaspi Village, Makati City 1229

PTR No. 10473091 / 01-06-2025 / Makati City

IBP No. 510820 / 12-16-2024 / Makati City

MCLE No. VIII-0019652 / 01-14-2025 / Pasig City
Roll No. 90666