



REPUBLIC OF THE PHILIPPINES  
SECURITIES AND EXCHANGE COMMISSION

Ground Floor, Secretariat Building, PICC  
City Of Pasay, Metro Manila

COMPANY REG. NO. 63824

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

**CTS GLOBAL EQUITY GROUP, INC.**

doing business under the names and styles of CTS Global, CTS Global Equities,  
CTS Global Securities, CTS Securities, Citisecurities  
(Formerly: CTS GLOBAL EQUITY GROUP, INC.)  
(Amending Articles I & VII Change in Par Value thereof)

copy annexed, adopted on April 08, 2020 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 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 14<sup>th</sup> day of April, Twenty Twenty One.

  
DANIEL P. GABUYO  
Assistant Director  
SO Order 1488 Series of 2018

CMIE/qba

# COVER SHEET

## COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application  
**DECREASE IN PAR VALUE**

SEC Registration Number  
**0 0 0 0 0 6 3 8 3 4**

Company Name  
**C T S G L O B A L E Q U I T Y G R O U P I N C .**  
**F O R M E R L Y C I T I S E C U R I T I E S I N C .**

Principal Office (No./Street/Barangay/City/Town/Province)  
**2 7 / F E A S T T O W E R P S E C E N T R E**  
**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**  
 ZIP CODE  
**1 6 0 5**

**COMPANY INFORMATION**

Company's Email Address: \_\_\_\_\_  
 Company's Telephone Number/s: \_\_\_\_\_  
 Mobile Number: \_\_\_\_\_

**CONTACT PERSON INFORMATION**

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

Name of Contact Person: **Nathalie M. Garcia**  
 Email Address: **compliance@ctsglobalgroup.com**  
 Telephone Number/s: **8636-5411 loc. 582**  
 Mobile Number: \_\_\_\_\_  
 Contact Person's Address: \_\_\_\_\_

**To be accomplished by CRMD Personnel**

	Date	Signature
Assigned Processor: _____	_____	_____
_____	_____	_____
_____	_____	_____
Document I.D. _____		
Received by Corporate Filing and Records Division (CFRD)	_____	_____
Forwarded to:		
<input type="checkbox"/> Corporate and Partnership Registration Division	_____	_____
<input type="checkbox"/> Green Lane Unit	_____	_____
<input type="checkbox"/> Financial Analysis and Audit Division	_____	_____
<input type="checkbox"/> Licensing Unit	_____	_____

AMENDED  
Articles of Incorporation  
of  
"CTS GLOBAL EQUITY GROUP, INC."  
doing business under the names and styles of  
CTS Global,  
CTS Global Equities,  
CTS Global Securities,  
CTS Securities,  
Citisecurities  
(formerly CITISECURITIES, INC.)

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, all of legal age and residents of the Philippines, have this day voluntarily associated ourselves together for the purpose of forming of a corporation under the laws of the Philippines;

AND WE DO HEREBY CERTIFY:

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

**"CTS GLOBAL EQUITY GROUP, INC."**  
**doing business under the names and styles of**  
**CTS Global,**  
**CTS Global Equities,**  
**CTS Global Securities,**  
**CTS Securities,**  
**Citisecurities**  
(formerly CITISECURITIES, INC.)

*(as amended on 10 May 1986, 28 March 2019, 22 January 2020 and as approved by the Board of Directors on 8 April 2020 and ratified by the stockholders on the same date)*

SECOND: - That the purposes for which said corporation is formed are:

That the corporation shall engage primarily in the business of stock and bond brokers and dealers in securities and in all activities directly or indirectly connected therewith or incidental thereto.

INCIDENTAL PURPOSES

1. To become a member-firm of any stock exchange.
2. To act as a broker and dealer in stocks, bonds, and bullion.

3. To extend margin facilities to customers on such terms as are permitted by the exchange and by law, and in connection therewith, to negotiate with any bank for banking facilities thereto.

4. To buy, sell or otherwise deal in foreign exchange.

5. To the extent permitted by law, to hold interest in any form of association, e.g., an association formed to prospect for mining properties and to explore and develop the same.

6. To the extent permitted by law, to purchase, hire, own, or otherwise acquire and dispose of any lands, tenants, buildings, or property, which may be necessary or convenient for the immediate needs of the corporation and its staff.

In general, to do all things and acts necessary for the conduct and operation of the business of the corporation. *(as approved by the Board of Directors on 16 October 2019 and ratified by the stockholders on the same date)*

THIRD: - That the corporation shall have its principal office at 27/F East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City and may establish any other branch or office anywhere in the Philippines. *(as amended on 02 June 1994 and 23 May 2014)*

FOURTH: - That the corporation shall have a perpetual existence. *(as approved by the Board of Directors on 16 October 2019 and ratified by the stockholders on the same date)*

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

<u>NAME</u>	<u>NATIONALITY</u>	<u>RESIDENCE</u>
MARIANO SUANGCO	FILIPINO	, Manila
ANTONITA SUANGCO	FILIPINO	, Manila
BENITO TAN	CHINESE	, Quezon City
JULIANA CO	CHINESE	Quezon City
CHU SIONG TAY	CHINESE	Quezon City

SIXTH: - That the number of the Directors of said corporation shall be ELEVEN (11), at least two (2) of whom shall be Independent Directors, and that the names and residences of the Directors of the corporation who are to serve until their successors are elected and qualified in accordance with the By-Laws are as follows: *(as amended on 6 November 2013)*

and as approved by the Board of Directors on 14 June 2018 and by the stockholders on the same date)

<u>NAME</u>	<u>RESIDENCE</u>
MARIANO SUANGCO	, Manila
ANTONITA SUANGCO	Manila
BENITO TAN	Quezon City
JULIANA CO	, Quezon City
CHU SIONG TAY	Quezon City

SEVENTH: - That the authorized capital stock of the corporation shall be EIGHT HUNDRED MILLION (P800,000,000.00) PESOS, Philippine Currency, and said capital stock shall be divided into **EIGHT BILLION (8,000,000,000)** SHARES of common stock with par value of **TEN CENTAVOS (0.10)** per share. (as amended on 6 November 2013, 28 March 2019, and as approved by the Board of Directors on 16 October 2019 and ratified by the stockholders on the same date, and as approved by the Board of Directors on 8 April 2020 and ratified by the stockholders on the same date)

That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall also be indicated in all its stock certificates. (as approved by the Board of Directors on 14 June 2018 and by the stockholders on the same date)

**That the corporation shall comply with the lock-up requirements under the Listing Rules of the Philippine Stock Exchange, as the same may be amended from time to time.** (as approved by the Board of Directors on 8 April 2020 and ratified by the stockholders on the same date)

EIGHT: - That the number of shares and amount actually subscribed is ONE MILLION FOUR HUNDRED THOUSAND PESOS (P1,400,000.00) and the following persons subscribed to the number of shares indicated at their respective names to wit:

<u>NAME</u>	<u>NO. OF SHARES</u>	<u>AMOUNT SUBSCRIBED</u>
MARIANO SUANGCO	5,600	P560,000.00
ANTONITA SUANGCO	4,200	P420,000.00

BENITO TAN	2,800	₱280,000.00
JULIANA CO	700	₱70,000.00
CHU SIONG TAY	700	₱70,000.00
TOTAL	<u>14,000</u>	<u>₱1,400,000.00</u>

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

<u>NAME</u>	<u>AMOUNT PAID IN SUBSCRIPTION</u>
MARIANO SUANGCO	₱400,000.00
ANTONITA SUANGCO	₱300,000.00
BENITO TAN	₱200,000.00
JULIANA CO	₱50,000.00
CHU SIONG TAY	₱50,000.00
TOTAL	₱1,000,000.00

TENTH: - That all stockholders of the corporation do not have the pre-emptive right to subscribe to all issues or disposition of shares of any class, in proportion to their respective shareholdings. *(as approved by the Board of Directors on 14 June 2018 and by the stockholders on the same date)*

ELEVENTH: - That MARIANO SUANGCO has been elected by the Subscribers as Treasurer of the corporation to act as such until his successor is duly elected and qualified in accordance with the By-laws, and that as such Treasurer, he has been authorized to receive for the corporation and to receive in his name all subscriptions paid in by said subscribers.

IN WITNESS WHEREOF, the incorporators have hereby set their hands this 23<sup>rd</sup> day of September, 1975, in the City of Manila, Philippines.

(SGD)  
SUANGCO  
TAN  
ICR  
Dtd

MARIANO

- spouses -

(SGD) ANTONITA SUANGCO  
TAN  
ICR  
Dtd

(SGD) BENITO TAN  
TAN  
ACR  
Dtd

- spouses -

(SGD) JULIANA CO  
TAN  
ACR  
Dtd

(SGD) CHU SIONG TAY  
TAN  
ACR  
Dtd

SIGNED IN THE PRESENCE OF:

(SGD)

\_\_\_\_\_

Witness

(SGD)

\_\_\_\_\_

Witness

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

ACKNOWLEDGEMENT

BEFORE ME, this 23<sup>rd</sup> day of September, 1975 at the City of Manila, personally  
appeared:

MARIANO SUANGCO	Jan. 6, 1975	Manila
ANTONITA SUANGCO	Jan. 6, 1975	Manila
BENITO TAN	Jan. 9, 1975	Quezon City
JULIANA CO	Jan. 16, 1975	Manila
CHU SIONG TAY	Jan. 7, 1975	Manila

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

WITNESS MY HAND AND SEAL.

(SGD)  
Notary Public  
Until Dec. 31, 1976

Doc. No. 90  
Page No. 19  
Book No. XXX  
Series of 1975



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

TREASURER'S AFFIDAVIT

MARIANO SUANGCO, being first duly sworn, deposes and says:

That on the 23<sup>rd</sup> day of September, 1975, he was duly elected by the subscribers named in the foregoing Articles of Incorporation to act as Treasurer until his successor is duly elected and qualified in accordance with the By-laws of the corporation and that, as such Treasurer, he has been authorized to receive in the name of the corporation all subscriptions of the capital stock paid in by the subscriber;

That ONE MILLION FOUR HUNDRED THOUSAND PESOS (P1,400,000.00) worth of stock with the par value of ONE HUNDRED (P100.00) PESOS each shares has been actually subscribed, and that of said subscription ONE MILLION PESOS (P1,000,000.00) in cash have been actually paid and transferred to him in trust and received by him for the benefit and to the credit of the corporation;

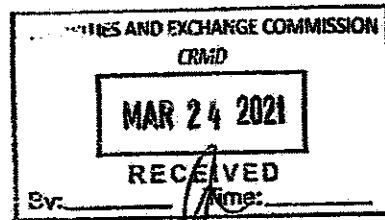
That pursuant to law, he certifies that at least TWENTY PER CENTUM (20%) of the entire number of the authorized shares of capital stock has been subscribed and at least TWENTY FIVE (25%) PER CENTUM of the subscription has been actually paid to him and received by him in trust and for the benefit and to the credit of the corporation.

(SGD) MARIANO  
SUANGCO  
Treasurer

SUBSCRIBED AND SWORN to before me this 23<sup>rd</sup> day of September, 1975, affiant exhibiting to me his Residence Certificate No. issued at Manila on January 6, 1975.

(SGD)  
Notary Public  
Until Dec. 31,  
1976

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Page No. 20  
Book No. XXX  
Series of 1975



**DIRECTORS' CERTIFICATE**

**KNOW ALL MEN BY THESE PRESENTS:**

The undersigned, majority of the members of the Board of Directors and the Corporate Secretary of **CTS GLOBAL EQUITY GROUP, INC.** (formerly Citisecurities, Inc.) (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines, with principal office address at 27/F East Tower, PSE Centre, Exchange Road, Ortigas Center, Pasig City, under oath, do hereby certify that the attached instrument is a true and correct copy of the Amended Articles of Incorporation ("AOP") of the Corporation reflecting the amendments to Articles FIRST and SEVENTH thereof, which read as follows:

FIRST: - That the name of said corporation shall be:  
"CTS GLOBAL EQUITY GROUP, INC."  
doing business under the names and styles of  
CTS Global,  
CTS Global Equities,  
CTS Global Securities,  
CTS Securities,  
Citisecurities  
(formerly CITISECURITIES, INC.)


SEVENTH: - That the authorized capital stock of the corporation shall be EIGHT HUNDRED MILLION (P800,000,000.00) PESOS, Philippine Currency, and said capital stock shall be divided into EIGHT BILLION (8,000,000,000) SHARES of common stock with par value of TEN CENTAVOS (P0.10) per share.

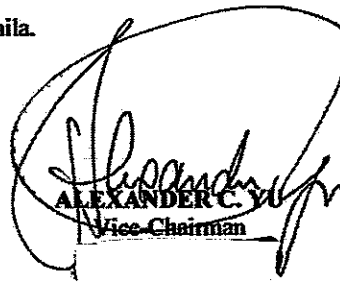
That no transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital stock as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the corporation and this restriction shall also be indicated in all its stock certificates.

That the corporation shall comply with the lock-up requirements under the Listing Rules of the Philippine Stock Exchange, as the same may be amended from time to time.

The foregoing amendments to the Articles of Incorporation were adopted and approved by at least a majority of the Board of Directors in a meeting held on 8 April 2020 at the 27/F East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City. Said amendment was likewise ratified by the stockholders owning at least two-thirds (2/3) of the outstanding capital stock of the Corporation in a meeting held on the same date and at the same place. During both meetings, the required quorum was present and acting throughout.

Done this 3 February 2021 in Pasig City, Metro Manila.

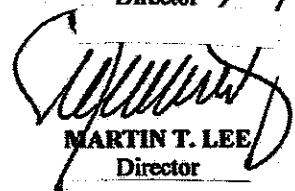
  
**EDWARD K. LEE**  
Director and Chairman

  
**ALEXANDER C. YU**  
Vice Chairman

  
**LAWRENCE C. LEE**  
Director

  
**HERNAN G. LIM**  
Director

  
**RAYMOND C. YU**  
Director

  
**MARTIN T. LEE**  
Director

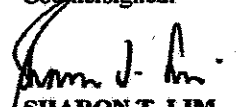
  
**JOSEPH C. TAN**  
Director

  
**ELEANORE L. TEO**  
Director

  
**EDMUND C. LEE**  
Director

  
**CATHERINE L. ONG**  
Director

  
**MICHELLE ANGELINE N. YU**  
Director

Countersigned:  
  
**SHARON T. LIM**  
Corporate Secretary

SUBSCRIBED AND SWORN to before me this FFB 0 31 2021 in Pasig City, Metro Manila, affiants exhibiting to me their valid identification, to wit:

Name	Valid Identification No.	Date/ Place of Issue
Edward K. Lee	Driver's License No.	
Alexander C. Yu	Phil. Passport No.	
Lawrence C. Lee	Phil. Passport No.	
Hernan G. Lim	Phil. Passport No.	
Raymond C. Yu	Phil. Passport No.	
Martin T. Lee	Phil. Passport No.	
Joseph C. Tan	SSS No.	
Eleanore L. Teo	Phil. Passport No.	
Edmund C. Lee	Phil. Passport No.	
Catherine L. Ong	SSS No.	
Michelle Angeline N. Yu	CRN No. ¶	
Sharon T. Lim	Passport No.	

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

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my notarial seal on the date and at the place first above written.

Doc. No. 310 ;  
 Page No. 69 ;  
 Book No. III ;  
 Series of 2021.

**ATTY. STEPHANIE FAYE B. REYES**  
 For the Cities of Pasig, San Juan  
 and Municipality of Pateros  
 Expiring on 31 December 2020  
 Appointment No. 61 (2019-2020) Pasig City  
 Roll No. 64239  
 PTR No. 5242827/01.05.21/Pasig City  
 IBP LRN 13768/RSM  
 MCLE Compliance No. VI-0014740/11.13.18  
 2703C East Tower PSE Centre, Exchange Rd.,  
 Ortigas Center, Pasig City