



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

COMPANY REG. NO. CS200251064

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

MEDILINES DISTRIBUTORS INCORPORATED
(Amending Article VII thereof)

copy annexed, adopted on April 12, 2018 by a 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 Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 22nd day of January, Twenty Nineteen.

GERARDO F. DEL ROSARIO
Director

Company Registration and Monitoring Department

AMENDED ARTICLES OF INCORPORATION
OF
MEDILINES DISTRIBUTORS INCORPORATED

Know All Men By These Presents:

The undersigned incorporators, all of legal age and all of whom are residents of the Philippines, have this day voluntarily agreed to form a stock corporation under the laws of the Republic of the Philippines.

THAT WE HEREBY CERTIFY:

FIRST: That the name of this corporation shall be:

MEDILINES DISTRIBUTORS INCORPORATED

SECOND: A. That the primary purpose of this corporation is

PRIMARY PURPOSE

Establish, conduct, and maintain the business of trading and/or distribution by purchasing, acquiring, importing, marketing, trading, distributing, selling, exporting, or otherwise do business in all kinds of goods, products, merchandise, medicines, supplies, compounds, machinery, equipment, apparatus, appliances, instruments, or other lawful objects of commerce of all kinds and description for medical, pharmaceutical, hospital, dental, laboratory, radiological, scientific, therapeutic, cosmetic, general and miscellaneous purposes and engage in such activities as to accomplish the same including to act as representative or agent, upon consignment or indents orders in any other representative capacity or be under distributorship or other arrangement for natural or juridical persons and entities, whether domestic or foreign.

SECONDARY PURPOSES

1. To purchase, acquire, hold, sell, lease, exchange, mortgage or otherwise deal in real and personal property, and to build, acquire, lease, and/ or mortgage buildings and offices as may be necessary or useful to carry out the objects and purposes of the corporation;

2. To purchase, hold, sell, exchange, or transfer or otherwise deal in shares of its own capital stock, bonds, or other obligations from time to time to such an extent and in such manner and upon such terms as its Board of Directors shall determine, provided that the corporation shall not use any of its funds or property for the purchase of its own shares of capital when such use would cause any impairment of the capital of the corporation, and provided further, that shares of its own capital stock belonging to the corporation shall not be voted upon directly or indirectly;
3. To borrow or raise money necessary to meet the financial requirements of its business by the issuance of bonds, promissory notes and other evidences of indebtedness, and to secure the repayment thereof by mortgage, pledge, deed of trust or lien upon the properties of the corporation or to issue pursuant to law shares of its capital stock, debentures and other evidences of indebtedness in payment for properties acquired by the corporation or for money borrowed in the prosecution of its lawful business;
4. To invest and deal with 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;
5. To acquire by purchase, exchange, assignment, donation, or otherwise, and to hold, own and use for investment or other purposes and to sell, assign, transfer, exchange, mortgage, pledge, traffic, and deal in and/or dispose of any bonds, debentures, promissory notes, shares of stock, or other securities or obligations, created, negotiated, or issued by any corporation, association, or other entity, foreign or domestic, and while the owner thereof, to exercise all the rights, powers and privileges of ownership, including the right to receive, collect, and dispose of any and all dividends, interest and income derived therefrom, and the right to vote on any shares of stock, and upon any bonds, debentures or other securities, having voting power as owned, and to issue proxies for said purpose, but only to the extent permitted by law;
6. To enter into any lawful arrangement for sharing profits, union of interest, unitization or farm out agreement, reciprocal concession, or cooperation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority, domestic or foreign, in the carrying on of any business or transaction deemed necessary, convenient or incidental to carrying out any of the purpose of this corporation;
7. To acquire or obtain from the Government of the Philippines or any other sovereign, state or authority, national, local or otherwise, or any corporation, company, partnership or person such charter, franchise, concessions, licenses,

contracts, grants, decrees, rights, privileges, patents, trademarks, licenses, exemption, works and business concerns and undertaking as may be necessary and conducive to any of the objects or purposes of the corporation;

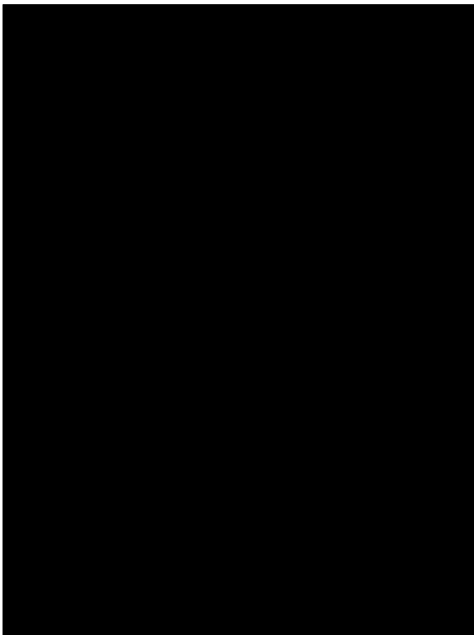
8. To establish and operate one or more branch offices, outlets or agencies and to carry on any or all of its operations and business, without any restrictions as to place or amount including the right to hold, purchase or otherwise acquire, lease, mortgage, pledge and convey or otherwise deal in and with real or personal property anywhere within the Philippines;
9. To do or cause to be done any one or more of the acts and things herein set forth as its purposes, within or without the Philippines, and in any and all foreign countries, and to do everything necessary, conducive, desirable, or incidental to the accomplishment of the purposes or the exercise of any one or more of the purposes herein enumerated or which may be conveniently carried on in connection therewith, or which may be calculated directly or indirectly to enhance the value of or render profitable any business or property of the corporation or which shall at any time appear conducive to or expedient for the protection or benefit of the corporation; provided that nothing shall be done in connection with any of the above objects which is prohibited by any law of the Philippines now or hereafter in force;
10. The purposes set forth herein shall be given the widest interpretation allowable under the law and they shall not, except when the context expressly requires, be in any way limited or restricted by reference to or inference from, any of the other purpose or purposes set forth herein. None of the secondary purposes or powers herein specified shall be deemed subsidiary or ancillary to any other secondary purpose or power mentioned herein.

B. That the corporation shall have all the express powers of a corporation as provided under Section 36 of the Corporation Code of the Philippines.

THIRD: That the place where the principal office of the corporation is to be established is at No. 07 Pioneer Street corner Sheridan Street, Brgy. Highway Hills, Mandaluyong City. *(As amended on 14 July 2003 and on 05 January 2011)*

FOURTH: That the term for which the corporation is to exist is fifty (50) years from and after the date of issuance of the certificate of incorporation.

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

Name	Nationality	Residence
Joaquina Mapue	Filipino	
Rosalito Nucum	American	
Venustiano Ludeña	Canadian	
Ruby Lacuna	Filipino	
Cesar L. Cronologia	Filipino	

SIXTH: That the number of directors of the corporation is seven, five of whom shall also be the incorporators enumerated above, all of whom shall serve until their successors are elected and qualified as provided by the By-Laws. The other two directors are left vacant to be appointed after incorporation and shall also serve until their successors are elected and qualified as provided by the By-Laws.

SEVENTH: That the authorized capital stock of the corporation is Four Hundred Million Pesos (₱400,000,000.00) in lawful money of the Philippines, divided into Four Hundred Thousand (400,000) Shares with par value of One Thousand Pesos (₱1,000.00) per share (As amended on 21 January 2013 and 12 April 2018).

EIGHT: That the subscribers to the capital stock and the amount paid-in to their subscriptions are as follows:

Name	Nationality	No. of Shares Subscribed	Amount Subscribed	Amount Paid
Joaquina Mapue 58,000.00	Filipino	232	PhP 232,000.00	Php
Rosalito Nucum 20,000.00	American	80	PhP 80,000.00	Php
Venustiano Ludena 20,000.00	Canadian	80	PhP 80,000.00	Php

Ruby Lacuna 1,000.00	Filipino	4	Php 4,000.00	Php
Cesar L. Cronologia 1,000.00	Filipino	4	Php 4,000.00	Php
TOTAL		<u>400</u>	<u>PhP</u>	<u>400,000.00</u>
<u>PhP100,000.00</u>				

NINTH: That no transfer of stock or interest which would 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 be indicated in all the stock certificates issued by the corporation.

TENTH: That Joaquina Mapue has been elected by the directors as the 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 and in the name and for the benefit of the corporation, all subscriptions paid by said subscribers.

ELEVENTH: That the corporation manifests its willingness to change its corporate name in the event another person, firm or entity has acquired a prior right to use the said firm name or one deceptively or confusingly similar to it.

In Witness Whereof, we have hereunto set our hand this 4th day of July, 2002 at Quezon City.

(SGD.)
JOAQUINA MAPUE

(SGD.)
ROSALITO NUCUM

(SGD.)
VENESTIANO LUDENA

(SGD.)
RUBY LACUNA

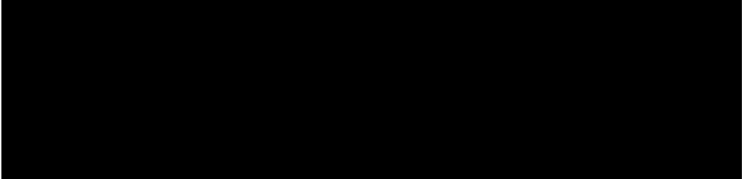
(SGD.)
CESARIO R. CRONOLOGIA

WITNESSES:

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES)
QUEZON CITY)S.S

BEFORE ME, a Notary Public in and for PASIG CITY, personally appeared the following:

Name	CTC No.	Date/ Place Issued
Joaquina Mapue Rosalito Nucum Venustiano Ludena Ruby Lacuna Cesar L. Cronologia		

all known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation instrument 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. 865;
Page No. 73;
Book No. 63;
Series of 2002.

SECURITIES AND EXCHANGE COMMISSION
Grand Lanes Unit GRMD
NOV 27 2018
RECEIVED
By: _____
Title: _____

**DIRECTORS' CERTIFICATE
ON THE AMENDED ARTICLES OF INCORPORATION OF
MEDILINES DISTRIBUTORS INCORPORATED**

We, the undersigned, constituting at least a majority of the members of the Board of Directors, the Chairman and the Corporate Secretary of **MEDILINES DISTRIBUTORS INCORPORATED** (hereinafter, the "Corporation"), a corporation organized and existing under the laws of the Republic of the Philippines, with principal office at No. 7 Pioneer Street Corner Sheridan Street, Barangay Highway Hills, Mandaluyong City.

1. The accompanying copy of the Amended Articles of Incorporation of the Corporation embodies an amendment of the SEVENTH Article thereof;

2. The amendment, increasing the authorized capital stock of the Corporation from Fifty Million Pesos (P50,000,000.00) divided into Fifty Thousand (50,000) shares with a par value of One Thousand Pesos (P1,000.00) each share to Four Hundred Million Pesos (P400,000,000.00) divided into Four Hundred Thousand (400,000,000) shares with a par value of One Thousand Pesos (P1,000.00) each share, was duly approved by the affirmative vote of the majority of the members of the Board of Directors at the meeting held on 12 April 2018 at the principal office of the Corporation at No. 7 Pioneer Street Corner Sheridan Street, Barangay Highway Hills, Mandaluyong City, and by the vote of the stockholders representing at least two-thirds (2/3) of the total outstanding capital stock of the Corporation at their meeting held on 12 April 2018 at the principal office of the Corporation at No. 7 Pioneer Street Corner Sheridan Street, Barangay Highway Hills, Mandaluyong City.

IN WITNESS WHEREOF, we have hereunto affixed our signatures this
day of JUL 26 2018 at PASIG CITY.

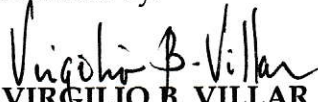

VIRGILIO B. VILLAR
Director


MARIA THERESA V. VILLAR
Director


JOAQUINA MAPUE
Director


EMMANUEL GEMZON
Director

Attested by:


VIRGILIO B. VILLAR
President


EMMANUEL GEMZON
Corporate Secretary

ACKNOWLEDGMENT

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

BEFORE ME, a Notary Public in and for JUL 26 2018,
personally appeared the following:

NAME	PROOF OF IDENTITY	DATE OF EXPIRY
Virgilio B. Villar		
Maria Theresa V. Villar		
Joaquina Mapue		
Emmanuel Gemzon		

known to me and to me known to be the same persons who executed the foregoing Certificate consisting of four (4) pages including this page wherein the Acknowledgment is written, signed by the parties on all pages and they acknowledged to me that the same is their free and voluntary act and deed.

WITNESS MY HAND AND SEAL on JUL 26 2018 in
PASIG CITY.

Doc. No. 111 ;
Page No. 24 ;
Book No. I ;
Series of 2018.

ADRIEN NIGEL H. YAP
Notary Public for and in the Cities of Pasig and San Juan
and Municipality of Pateros
Commission until December 31, 2019
17th Flr, Taipan Place, F. Ortigas Jr. Rd. Ortigas Center, Pasig City
Appointment No. 75 (2018-2019) Roll of Attorneys No. 68090
PTR No. 3862910ME; 01-11-18; Pasig City
IBP No. 022580; 01-03-18; Quezon City



Independent Auditor's Report

To the Board of Directors and Shareholders of
MEDILINES DISTRIBUTORS INCORPORATED
No. 7 Pioneer St, corner Sheridan St.
Brgy. Highway Hills, Mandaluyong City

To the Securities and Exchange Commission (the Commission):

In connection with the application of **MEDILINES DISTRIBUTORS INCORPORATED** (the Company) for the increase in its authorized capital stock, the undersigned hereby declares:

1. That as an external auditor engaged by the said Company, we have conducted the verification procedures required under Section 2 of the SEC Memorandum Circular No. 6 (Series of 2008), Guidelines on On-site Verification of Financial Records Relative to Certain Applications Filed with the Commission, and in accordance with Philippine Standard on Related Services 4400, "Engagements to Perform Agreed- Upon Procedures Regarding Financial Information" and,
2. That since the foregoing engagement does not involve an audit or review of the Company's financial statements but only the conduct of a set of agreed-upon procedures and issuance of a report on the factual findings thereon, we gave "no assurance" statement on our report dated October 1, 2018, which is attached to this letter. We understand, however, that the "no assurance" statement in the report does not exempt us from the responsibility over the conduct of the said procedures and the factual findings stated therein.

Very truly yours,

TAGNIA, ORTEGA & PARTNERS, CPAS


DEXTER F. ORTEGA
Partner

Makati City

October 1, 2018



TAGNIA, ORTEGA & PARTNERS
Certified Public Accountants
Philippines

SEC Accreditation No.: 0322-F Group B
Issue Date: February 03, 2016
Expiration Date: February 02, 2019
BIR Accreditation: 07-000663-002-2016
Issue Date: February 7, 2016
Expiration Date: February 7, 2019
BOA Accreditation No.: 4930
Issue Date: March 10, 2017
Expiration Date: September 10, 2020
PRC No.: 2012-078
Valid until January 8, 2021
TIN: 007-290-725-000

Report of Independent Auditors on Factual Findings

The Board of Directors
MEDILINES DISTRIBUTORS INCORPORATED
No. 7 Pioneer St, corner Sheridan St.
Brgy. Highway Hills, Mandaluyong City

Gentlemen:

At your request, thru Ms. Simonette Liutongco, Internal Auditor, we have performed the procedures enumerated below with respect to the verification of the actual inflow of cash received by **MEDILINES DISTRIBUTORS INCORPORATED ("the Company")** from the subscribers who subscribed to the proposed increase in authorized capital stock of the Company.

Our engagement was undertaken in accordance with Philippine Standard on Related Services 4400, Engagements to Perform Agreed-Upon Procedures Regarding Financial Information. The procedures were performed solely to assist in evaluating the validity and existence of the cash infusion received from the subscribers, as required by the Securities and Exchange Commission (SEC), based on SEC Memorandum Circular No.6 (Series of 2008), Guidelines on On-site Verification of Financial Records Relative to Certain Applications Filed with the Commission, in connection with the Company's application for an increase in authorized capital stock.

We performed the procedures enumerated below with respect to the verification of the actual receipt of cash by **MEDILINES DISTRIBUTORS INCORPORATED** from the subscribers to the proposed increase in authorized capital stock of the Company. We have also performed procedures with respect to the disbursements to ascertain that none were disbursed to the subscribers as loans or advances that could be linked to or associated with the payments of the subscriptions which are the subject matter of this report.



The procedures we performed and our findings and comments are as follows:

Procedures performed	Findings and comments
<p>1. We obtained a notarized copy of the Directors' Certificate on the Amendment of the Articles of Incorporation and increase of the authorized capital of the MEDILINES DISTRIBUTORS INCORPORATED ("the Company"). Said certificate is attested to by the President, Mr. Virgilio B. Villar and Corporate Secretary, Mr. Emmanuel Gemzon and signed by four directors.</p>	<p>1. It was found out that the increase in the authorized capital (par value of P1,000 per share) of the Company from P50,000,000 to P400,000,000 was approved during meetings of the Board on April 12, 2018.</p> <p>It was also noted that the increase in the Medilines Distributors Inc. to P400,000,000 was approved by the stockholders representing at least two thirds (2/3) of the outstanding capital stock of the Corporation.</p>
<p>2. We obtained a notarized copy of the Directors' Certificate and attested to by the President Mr. Virgilio B. Villar and Corporate Secretary, Mr. Emmanuel Gemzon after the meeting held on April 12, 2018 where all the series of increases on the authorized capital stock of the Company and the corresponding amendments to the Company's Articles of Incorporation were approved. The said Director's Certificate was signed by four directors.</p> <p>We also obtained a copy of the latest Treasurer's affidavit (Notarized on July 26, 2018) which shows the details of the subscription and the payment thereon.</p>	<p>2. In the said Director's Certificate, the increase in the authorized capital stock (ACS) of the Company to an aggregate amount of P400,000,000 (divided into 400,000 shares) from P50,000,000, as summarized in ANNEX 1, was approved by the stockholders representing more than 2/3 of the issued and outstanding capital stock.</p> <p>It was also indicated in the Treasurer's Affidavit that out of the increase of Three Hundred Fifty Million (P350,000,000) Pesos, 25% thereof or One Hundred Million (P100,000,000) Pesos consisting of One Hundred Thousand (100,000) shares have been actually subscribed at a subscription price of One Thousand (P1,000) Pesos per share.</p>



<p>3. Obtained the copies of the Official Receipt covering the initial subscription payments from the subscribers totalling P50,000,000 received on July 12 and 27, 2018</p>	<p>3. Receipt of the subscription payment was covered by the following: A. OR no.1708 for P20,000,000 received from Mr. Virgilio Villar and; B. O.R no. 1709 for 30,000,000 received from Mr. Virgilio Villar</p>
<p>4. Obtained the copies of the Official Receipt covering the initial subscription payments from the subscribers totalling P50,000,000 received on July 31, 2018</p>	<p>4. Receipt of the subscription payment was covered by the following: A. OR no.1714 for P15,000,000 received from Mr. Virgilio Villar and; B. O.R no. 1715 for 10,000,000 received from Mr. Virgilio Villar C. O.R no. 1718 for 5,000,000 received from Mr. Virgilio Villar D. O.R no. 1713 for 5,000,000 received from Ms. Ma. Theresa Villar E. O.R no. 1717 for 10,000,000 received from Ms. Ma. Theresa Villar F. O.R no. 1719 for 5,000,000 received from Ms. Ma. Theresa Villar</p>



<p>5. Obtained copies of deposit slips in Bank of the Philippine Island account no. 000991-0001-51 in the name of MEDILINES DISTRIBUTORS INCORPORATED, where the subscriptions payments were deposited.</p>	<p>5. The bank's deposit slip statement showed that the following were deposited on:</p> <ul style="list-style-type: none">A. OR no.1708 ----- 07/12/18;B. O.R no. 1709 ----- 07/27/18C. OR no.1714 ----- 08/06/18D. O.R no. 1715 ----- 08/06/18E. O.R no. 1718 ----- 08/07/18F. O.R no. 1713 ----- 08/01/18G. O.R no. 1717 ----- 08/06/18H. O.R no. 1719 ----- 08/09/18 <p>The total amount of P80,000,000 were believed to have been received from Mr. Virgilio Villar, and P20,000,000 from Ma. Theresa Villar.</p>
<p>6. Obtained a copy of the Secretary's certificate on the minutes and resolutions adopted during the Special meeting of the Board of Directors and shareholders on April 12, 2018.</p>	<p>6. The movement of funds is in consonance with the Board Resolutions approved by the Board of Directors and stockholders in its special meeting on April 12, 2018.</p>



TAGNIA, ORTEGA & PARTNERS
Certified Public Accountants
Philippines


SEC Accreditation No.: 0322-F Group B
Issue Date: February 03, 2016
Expiration Date: February 02, 2019
BIR Accreditation: 07-000663-002-2016
Issue Date: February 7, 2016
Expiration Date: February 7, 2019
BOA Accreditation No.: 4930
Issue Date: March 10, 2017
Expiration Date: September 10, 2020
PRC No.: 2012-078
Valid until January 8, 2021
TIN: 007-290-725-000

The foregoing procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review engagements (PSRE), respectively. Accordingly, we do not express any assurance on the elements of the financial elements taken as a whole.

Had we performed additional procedures or had we performed an audit or review of the Company's financial statements in accordance with PSA or PSRE, respectively, other matters might have come to our attention that would have been reported to you.

Our report is solely for the purpose set forth in the second paragraph of this report and for your information and is not to be used for any other purpose or to be distributed to any other parties. This report related only to the accounts and items specifies above, and do not extend to any financial statements of the Company taken as a whole.

Very truly yours,
TAGNIA, ORTEGA & PARTNERS, CPAS


DEXTER F. ORTEGA
Partner

October 1, 2018



ANNEX 1

MEDILINES DISTRIBUTORS INCORPORATED Authorized Capital Stock (In Philippine Peso) August 9, 2018

	No. of Shares	Par value per share	Amount
Before the increase	50,000	1,000	50,000,000
Increase	350,000	1,000	350,000,000
Total after the increase	400,000	1,000	400,000,000
<hr/>			
Total subscribed share capital on increase	100,000	1,000	100,000,000

Subscribed by:	No. of Shares	Subscription price	Amount
Virgilio Villar	80,000	1,000	80,000,000
Ma. Theresa Villar	20,000	1,000	20,000,000
Total	100,000	1,000	100,000,000

**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR INCREASE IN AUTHORIZED CAPITAL STOCK**

The management of **MEDILINES DISTRIBUTORS INCORPORATED** is responsible for the application for the increase in authorized capital stock approved during the meetings of the Board on April 12, 2018, in accordance with the prescribed requirements of Securities and Exchange Commission.

The Board of Directors is responsible for overseeing the Company's application for the increase in the authorized capital stock.

The Board of Directors reviews and approves the schedules attached therein.

DEXTER F. ORTEGA, the independent auditor appointed by the stockholders, has conducted the verification procedures required under Section 2 of the SEC Memorandum Circular No. 6 (Series of 2008), Guidelines on On-site Verification of Financial Records Relative to Certain Applications Filed with the Commission, and in accordance with Philippine Standard on Related Services 4400 "Engagements to Perform Agreed-upon Procedures Regarding Financial Information", and do not express any assurance on the financial elements taken as whole as the foregoing procedures do not constitute either an audit or a review made in accordance with Philippine Standards on Auditing (PSA) or Philippine Standards on Review Engagements (PSRE), respectively.



VIRGILIO B. VILLAR

Chairman of the Board and President



MARGARITA D. VILLARICO

Corporate Treasurer

Signed this 8th day of October 2018.

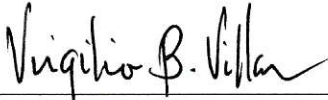
October 8, 2018

To Securities and Exchange Commission (the "Commission")

In connection with the application of **MEDILINES DISTRIBUTORS INCORPORATED** (the "Corporation) for the Commission's approval on the increase of its authorized capital stock (the "Application), the undersigned hereby declare under oath the following, that:

1. All information and representations (i) pertaining to the Application, and (ii) contained in the documents submitted to support the Application, are true and correct;
2. The verification process required by the Commission with respect to the Application were conducted by an independent auditor who issued a report thereon in accordance with the auditing standards in force.
3. The items/accounts subject of the Applications are authorized, valid and legal; and
4. The shares of stock to be issued upon the approval of the Application are not watered.


The management of the Corporation hereby authorizes the Commission to examine any time, even after the approval of the Application, the Corporation's books of accounts and records to determine the validity of the underlying transactions.


 VIRGILIO B. VILLAR
 Chairman of the Board/
 President


 MARGARITA D. VILLARICO
 Chief Financial Officer

REPUBLIC OF THE PHILIPPINES)
CITY/MUNICIPALITY OF CITY OF MAKATI) SS.

SUBSCRIBED AND SWORN to before me this OCT 10 2018 day of CITY OF MAKATI 2018 in _____ City by the following:

Name	Competent evidence of identification	Date and Place of Issue
VIRGILIO B. VILLAR		
MARGARITA D. VILLARICO		

NOTARY PUBLIC
Doc. No. 93 ;
Page No. 20 ;
Book No. XLV1 ;
Series of 2018;


ATTY. GERVACIO B. ORTIZ JR.
 Notary Public City of Makati
 Until December 31, 2018
 IBF No. 656155- Lifetime Member
 MCLE Compliance No. V-0006934
 Appointment No. M-104 (2017-2018)
 PTR No. 6607879 Jan. 3, 2018
 Makati City Roll No. 40091
 101 Urban Ave. Campos Rueda Bldg.
 Brgy. Pio Del Pilar, Makati City