



Republic of the Philippines
Department of Environment and Natural Resources
MIMAROPA Region
PROVINCIAL ENVIRONMENT AND NATURAL RESOURCES OFFICE
Bgy. Sta. Monica, Puerto Princesa City, Palawan
Telfax No. (048) 434 - 8791
Email Add: penropalawan@denr.gov.ph

May 31, 2023

MEMORANDUM

FOR : The Regional Executive Director
DENR MIMAROPA, 1515 DENR
By the Bay Building, Roxas Boulevard,
Barangay 668, Ermita, Manila

THRU : The OIC, Assistant Regional Director
For Technical Services

FROM : The Provincial Environment and
Natural Resources Officer

SUBJECT : **APPLICATION FOR NEW CERTIFICATE OF REGISTRATION OF
CORAL BAY NICKEL CORPORATION (CBNC) AS IMPORTER OF
WOOD MATERIALS FROM CHINA**

DENR MIMAROPA RECORDS SECTION RECEIVED	
JUN 05 2023	
<input type="checkbox"/> INCOMING	<input type="checkbox"/> OUTGOING
BY: _____	DATE NO. _____
TIME: _____	


Respectfully forwarded is the memorandum dated May 23, 2023 from CENRO Brooke's Point, Palawan with enclosures, re: application for Certificate of Registration (CoR) of Coral Bay Nickel Corporation (CBNC) represented by its VP – for Purchasing and Logistics Mr. Yasutaka Kumada as importer of wood materials from China.

The said corporation is a holder of **CoR # DENR MIMAROPA Region – 2023 – 001** as importer of wood pellets (Meranti - *Shorea sp.*) and will due on February 16, 2024, but the stipulated volume/quota of 260 metric ton had been delivered / exhausted to final destination. Hence recommending for the approval / re-issuance of new Certificate of Registration pursuant to Department Administrative Order (DAO) No. 2021 – 06.

Attached herewith is the Purchase Order No. 4500150363 of 1,025 pieces assorted size (18.99 m³) Douglas fir to be imported from country of origin China and other pertinent documents supporting the above cited application.

For information and consideration / further instruction on the matter.

For the PENRO:


ALEXANDER E. MANCIO
SVEMS / Executive Assistant
In-Charge Office of the PENRO

Copy Furnished
The Community Environment and
Natural Resources Officer
Brooke's Point, Palawan

DAIF Ref. No. 2023-4920
TSD-RPS-Utilization
rac

**DENR-PALAWAN
PENRO-RECORDS
RELEASED**
By 
Date: **31 MAY 2023** 23-1566



Republic of the Philippines
Department of Environment and Natural Resources
MIMAROPA Region
COMMUNITY ENVIRONMENT AND NATURAL RESOURCES OFFICE
Brooke's Point, Palawan

May 23, 2023

MEMORANDUM

FOR : The Regional Executive Director
MIMAROPA Region (IVB)
1515 DENR By the Bay Building, Roxas Blvd.
Barangay 668, Ermita, Manila

THRU : The Provincial Environment and Natural Resources Officer
Sta. Monica, Puerto Princesa City

FROM : The Community Environment and Natural Resources Officer

SUBJECT : **APPLICATION FOR NEW CERTIFICATE OF REGISTRATION OF CORAL BAY NICKEL CORPORATION (CBNC) AS IMPORTER OF WOOD MATERIALS FROM CHINA**

DENR PENRO
PALAWAN RECORDS
RECEIVED

BY: 
DATE: 05-30-2023 CN: 23-4720

Forwarded is the application for Certificate of Registration (CoR) of Mr. Yasutaka Kumada, Vice-President (Purchasing and Logistics) of Coral Bay Nickel Corporation dated May 2, 2023 received by this office on May 16, 2023 to import 1,025 pieces (18.99 cu.m.) of wooden planks-Douglas fir (*Pseudotsuga sp.*) from China. These will be used as spare stocks-material for project at pier site in lieu for steel planks together with the following documents, to wit:

1. Certified true copy of CBNC SEC Registration and Articles of Incorporation;
2. Copy of PEZA Certificate of Registration No. 02-072;
3. Copy of Purchase Order Nos. 4500150363 and 4500150033 for 1,025 pieces (18.99 cu.m.) of wooden planks-Douglas fir (*Pseudotsuga sp.*) from China;
4. Photographs of subject wooden planks-materials; and
5. Copy of BOC certificate of registration (CCN: IM0006105017).

Please be informed that, the latest Certificate of Registration (CoR) DENR MIMAROPA REGION-2023-001 issued to CBNC for wood pellet will expire on February 16, 2024. Yet, stipulated volume contained therein had been delivered to final destination and was not been utilized.

In view hereof, this office respectfully recommend that a new Certificate of Registration be granted to CBNC covering the importation of 1,025 pieces (18.99 cu.m.) of wooden planks-Douglas fir (*Pseudotsuga sp.*) from China, to be consigned to CBNC at Brgy. Rio Tuba, Bataraza, Palawan.


For your information and approval.


LEONARD T. CALUYA



RELEASED

DATE: MAY 24 2023

BY: 

CN: 2023-42291

M. Rodriguez St. Poblacion District I, Brooke's Point Palawan 5305
Mobile Phone: Globe: 0945-257-1402; Smart: 0912-429-0856
Email/Gmail: cenro_brkspt@yahoo.com; cenrobrkspt@gmail.com

ed January, 1992

(ORIGINAL)



**Official Receipt
of the
Republic of the Philippines**

Nº 1175395 G

Date May 31, 2023

Agency DENN - PENRO

Fund

Payor CORN BAY NICKEL CORPORATION

Nature of Collection	Account Code	Amount
<u>Application/Registration Fee</u>		<u>P 3,000.</u>
TOTAL		P 3,000.

Amount in Words THREE THOUSAND

PENRO ONLY

<input checked="" type="checkbox"/> Cash	Drawee Bank	Number	Date
<input type="checkbox"/> Check			
<input type="checkbox"/> Money Order			



Received the amount stated above.

JUVY B. SARMIENTO
 PENRO CASHIER

NOTE: Write the number and date of this receipt on the back of check or money order received.

ACCOUNTABLE FORM No. 51-C
Revised January, 1992

(ORIGINAL)

	Official Receipt of the Republic of the Philippines		
	Nº 1417077 E		
	Date <u>05-25-2023</u>		
Agency <u>DENR- CENRO</u>		Fund	
Payor <u>CRNL rep- by Yasutaka Kumada</u>			
Nature of Collection	Account Code	Amount	
<u>Bath Fee</u>		<u>P 36.00</u>	
<u>Registration Fee</u>		<u>480.00</u>	
<u>Application Fee</u>		<u>600.00</u>	
TOTAL		P 1,116.00	
Amount in Words <u>One Thousand One Hundred</u> <u>Sixteen Pesos</u>			
<input checked="" type="checkbox"/> Cash	Drawee Bank	Number	Date
<input type="checkbox"/> Check			
<input type="checkbox"/> Money Order			
Received the amount stated above.			
 Collecting Officer			
NOTE: Write the number and date of this receipt on the back of check or money order received.			

Pcs.	T	W	L	Vol.
275	1.5	8	10	2750
50	1.5	8	8	400
50	1.5	8	6	300
50	1.5	8	5	250
150	1.5	8	10	1500
150	1.5	8	8	1200
150	1.5	8	6	900
150	1.5	8	5	750

1025

8050 Bd.ft.
18.99 Cu.m.

Computed by:


Merelaus Rey H. Duller
Forester I

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- 01 Notarized DENR NCR pre formatted Application Form for Certificate of Registration as Dealer of Imported Wood Materials
- 02 FINAL DENR Application for Certificate of Registration as Importer-Dealer of Wood Materials
- 2A SEC certified Amended Articles of Incorporation
- 2B SEC certified Amended GIS
- 2C SEC certified Certificate of Incorporation
- 03 PEZA Certificate in lieu of Business Permit
- 04 Current supply contract from foreign supplier
- 04A Photo
- 05 BOC Registration IM0006105017



Republic of the Philippines
Department of Environment and Natural Resources
National Capital Region
LICENSES, PATENTS AND DEEDS DIVISION
Forest Utilization Section

National Ecology Center, East Ave., Quezon City

NAME OF APPLICANT: **CORAL BAY NICKEL CORPORATION**

ADDRESS: **RIO TUBA EXPORT PROCESSING ZONE,
RIO TUBA, BATARAZA, PALAWAN 5306**

Type of Permit Applied: **IMPORTER**

**Complete list of requirements for application for registration as
Importer / Dealer of Woods Materials**

Requirements	Complied	Page/s	Remarks
1. Duly signed application form (pre-formatted)			
2. Authenticated copy of business registration as single proprietorship, partnership or corporation from DTI or SEC with GIS			
3. Business Permit			
4. Original copy of sale/supply contract between the agent, contractor and dealer and the foreign exporter of wood material at least one (1) year, duly authenticated by the Philippine Embassy at the country of origin of the wood materials containing the following information: a. Name with original signature and address of supplier b. Name with original signature and address of buyer c. Specific type of wood product/s to be imported d. Volume of product/s to be imported e. Validity/duration of contract <i>Note: Every page of contract should be originally signed by the supplier and buyer</i>			
5. Custom Accreditation (optional)			
6. Original copy of Certificate from Philippine Wood Producers Association that the type or kind and volume of a particular wood material(s) the agent, contractor, or dealer intends to import within a current year are well within the importation rationalization program of total "allowable capacity measure"			
7. Fees and Bonds a. Oath, application, registration fees (P1,116.00) b. Cash bond (P12,000.00) or surety bond.			
Additional Requirements for Renewal Application			
8. Copy of previous permit			

NOTE: THIS OFFICE WILL PROCESS AND APPROVE THE APPLICATION IF ALL THE ABOVE REQUIREMENTS ARE SUBMITTED.

I certify that the applicant has submitted all the requirements in support of his/her application.

Signature over Printed Name
Evaluator

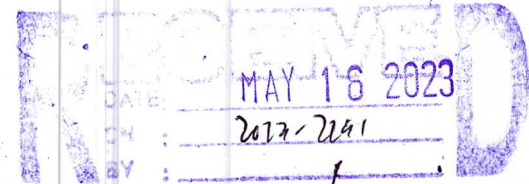
Date: _____



DEPARTMENT OF ENVIRONMENT AND NATURAL RESOURCES - NCR
**PREFORMATTED APPLICATION FORM FOR CERTIFICATE
OF REGISTRATION AS
DEALER OF IMPORTED WOOD MATERIALS**

Oath Fee: _____
Appl. Fee: _____
Permit Fee: _____
O.R. No. /date: _____
Bond Deposit: _____

OFFICE OF THE CENRL
BROCKE'S POINT, PALAWAN



NEW OR RENEWAL NEW

state which)

NAME OF PERMITTEE CORAL BAY NICKEL CORPORATION

ADDRESS RIO TUBA EXPORT PROCESSING ZONE, RIO TUBA, BATARAZA, PALAWAN 5306

(Make your writing legible. Fill all spaces properly to avoid delay)

**APPLICATION FOR CERTIFICATE OF REGISTRATION AS
DEALER OF IMPORTED WOOD MATERIALS**

For: The Regional Executive Director
Thru: The Assistant Regional Director for Technical Services
Att'n: The Chief, Licenses, Patents and Deeds Division
The Chief, Forest Utilization Section

Sir:

1. I/We YASUTAKA KUMADA, of legal age, a citizen of the JAPAN with postal business address at Rio Tuba Export Processing Zone hereby applies for Registration as Importer/Dealer of Wood Materials Rio Tuba, Bataraza, Palawan 5306
2. I am N/A a government employee and N/A receive compensation of N/A from the government. **(If a government employee, a written permission from the Department head must be submitted)**
3. My place or proposed place of business operation is in Rio Tuba Export Processing Zone Rio Tuba, Bataraza, Palawan 5306
4. The total number of men employed or to be employed is 650 with corresponding total of dependents.
5. Kinds of equipment used or to be used (state type, make, size, and value):
No particular equipment. These will be used as spare stocks for projects at pier site instead of using steel planks that are prone to corrosion.
6. I am selling or intend to sell my product (wholesale or retail) to N/A
(If dealer is an alien, a photo static or photo copy of his/her permit to engage in retail business must be submitted)
7. My experience as dealer/importer/agent of imported wood materials is N/A years.
8. My previous Certificate of Registration No. is N/A issued on N/A to expire / expired on N/A
9. Sources:

NAME OF SUPPLIERS	PURCHASE ORDER NO.	DATE ISSUED	EXPIRY DATE	VOLUME APPLIED
Xiamen Dauntless Man Imp. & Exp. Co., Ltd. Room 202, No. 9Qiaowen Li, Siming District, Xiamen China	4500150033 4500150363 (Please see attached copy of Purchase Orders for further details)	APRIL 13, 2023 APRIL 20, 2023	N/A N/A	425 EA 600 EA
N/A	N/A	N/A	N/A	N/A

10. Should this application be accepted, I obligate myself to comply faithfully with the terms and conditions of my Certificate of Registration and with all rules and regulations and instructions issued in connection with Republic Act No. 1239, P.D. 705 and DAO 2021-06 Series of 2021.
11. In applying for this Certificate of Registration, I do so with the firm knowledge that it may or may not be favourably considered and have assumed all the risk and cost voluntarily.
12. I finally understand that the making of false statement on this application shall be considered sufficient cause for its disapproval and that any false statement or material omission of the facts intentionally done, altering, changing or modifying the consideration of any of the conditions mentioned in said application may cause the cancellation of the Certificate of Registration, if already issued, without prejudice on the part of the government to cause the prosecution of the guilty party.

YASUTAKA KUMADA

Signature over Printed Name of Applicant

Rio Tuba Export Processing Zone, Rio Tuba, Bataraza, Palawan 5306

Postal Address

AFFIDAVIT

Republic of the Philippines
City of Taguig City) S.S.

I, YASUTAKA KUMADA, the applicant, first having been solemnly sworn upon my oath, depose and say, that I have thoroughly read the foregoing application, and each and every statement in said application is true and correct to the best of my knowledge and belief.

YASUTAKA KUMADA

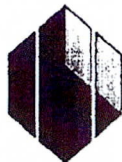
Signature over Printed Name of Applicant

BEFORE ME, at the city indicated on this day MAY 02 2023, 20____. Personally, appeared the same person whose name and signature with his /her Community Tax Certificate No. Passport No. TR4269635 issued on June 24, 2015 at Ministry of Foreign Affairs, Japan

Doc. No. 75
Page No. 16
Book No. XIII
Series of 2023



Officer Administering the Oath
ATTY. THEEZA DANIELLE P. BEJOSA
Notary Public for and in Taguig City
until December 31, 2024
Appointment No. 22 (2023-2024)
25th Floor NAC Tower, 32nd Street
Bonifacio Global City, Fort Bonifacio, Taguig City
Roll of Attorneys No. 59165
PTR No. A-5828244 / 1-30-2023 / Taguig City
IBP/OR No. 276676 / 1-9-2023 / Cavite Chapter
MCLE Compliance No. VII-0024178 / 11-8-2022



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

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

COMPANY REG. NO. A200205418

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

CORAL BAY NICKEL CORPORATION

(Amending Articles IV (term of existence), XIII & XIV thereof)

copy annexed, adopted on April 14, 2020 by majority vote of the Board of Directors and on June 15, 2020 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.

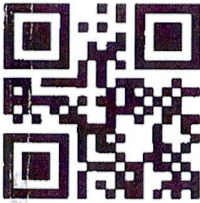
IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 30th day of March, Twenty Twenty One.


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

BA/qba

ate: 2023-04-17 Time: 09:50:30 AM

CERTIFIED TRUE COPY
18 APR 2023
Page 1 of 1
Username: Iheo Jasfin M. Sib
Checked by: S. ANTONIO Date Issued:



Machine Validation:

CR# 1970279

March 01, 2021 10:17am

JFELIA A. CAPISPISAN

PH01,040,000*****



Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City, 1307 PHILIPPINES

PAYMENT ASSESSMENT FORM

No. 20210219-3089573

DATE 02/19/2021		RESPONSIBILITY CENTER CRMD	
PAYOR: CORAL BAY NICKEL CORPORATION, BATARAZA, PALAWAN			
NATURE OF COLLECTION	QUANTITY	ACCOUNT CODE	AMOUNT
Amended Articles of Incorporation		4020102000 (606)	1,000.00
Legal Research Fee (A0823)		2020105000 (131)	10.00
Documentary Stamp Tax	1	4010401000 (4010401)	30.00
---NOTHING FOLLOWS---			
TOTAL AMOUNT TO BE PAID			Php 1,040.00
Assessed by: bearceo		Amount in words: ONE THOUSAND FORTY PESOS AND 00/100	
Remarks:			

Payment Options

- Over the Counter Payments
 - SEC Cashier Office
 - Selected Landbank Branches

SEC Landbank Accounts

Landbank Region/Area	SEC Clearing Account	SEC Account
Region II, III-A, III-B, IV, Area IV-A, AREA IV-B, and Region VIII	3402-2319-20	Head Office / Tatalac
Region I	3402-2319-38	Baguio
Region V	3402-2319-46	Legaspi
Region VI	3402-2319-54	Iloilo / Bacolod
Region VII	3402-2319-62	Cebu
Region IX	3402-2319-70	Zamboanga
Region X	3402-2319-88	Cagayan De Oro
Region XI & XII	3402-2319-97	Davao

For National Capital Region (NCR), payments are only allowed thru the ff. Landbank branches:

Name of Branch	SEC Clearing Account
Edsa Greenhills	3402-2319-20
Edsa Congressional	
Araneta E.O.	
YMCA	
DOTC	
Ortigas E.O.	
Muntinlupa North Avenue	

Breakdown Summary

FUND ACCOUNT	AMOUNT	ACCOUNT #
BTR Account	10.00	see SEC clearing accounts
BTR Account - DST/Tax Rem	30.00	see SEC clearing accounts
SEC RCC Current Account	1,000.00	3752-1001-43
TOTAL	Php 1,040.00	

Notes:

- This form is valid for forty-five (45) calendar days from the date of Payment Assessment Form (PAF)
- Accepted modes of payment at SEC Main Office, Pasay City:
 - Cash
 - Manager's/Cashier's Check
 - Postal Money Order
- Accepted modes of payment at selected Landbank branches:
 - Cash
 - Manager's/Cashier's Check payable to the Securities and Exchange Commission
- For check payment, please prepare separate checks per fund account as indicated on the breakdown summary. All checks must be payable to Securities and Exchange Commission
- For over the counter payment at LandBank, preparation of oncoll payment or deposit slip shall be per fund account as indicated on the breakdown summary.
 - If fund code is BTR, use an oncoll payment slip.
 - If fund code is SRC or RCC, use a regular deposit slip.
- Send through email the copy of the machine-validated oncoll payment slip / deposit slip to the issuer of this PAF to confirm that payment has been made.
- ANY ALTERATIONS WILL INVALIDATE THIS FORM

Date: 2023-04-17 Time: 09:50:30 AM

Username: Lheo Jasfin M. Sibe

Page 2 of 2 pages

Verified by: R. ANTONIO

Date: 18 APR 2021

COVER SHEET

for Applications at
COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT OF ARTICLES OF INCORPORATION

SEC Registration Number

A 2 0 0 2 0 5 4 1 8

Former Company Name

C O R A L B A Y N I C K E L C O R P O R A T I O N

AMENDED TO:

New Company Name

N O T A P P L I C A B L E

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

R I O T U B A E X P O R T P R O C E S S I N G
Z O N E , R I O T U B A , B A T A R A Z A , P A L A W A N

Company's Email Address

td.p.bejosa@smm.com.ph

COMPANY INFORMATION

Company's Telephone Numbers

(02) 8548-7110

Company's Facsimile Number/s

(02) 8856-3930

CONTACT PERSON INFORMATION

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

Name of Contact Person

Email Address

Telephone Number/s

Mobile Number

Atty. Ronald P. De Vera

r.p.devera@smm.com.ph

(02) 8548-7110

0917-811-1540

Contact Person's Address

25th Floor NAC Tower, 32nd Street, Bonifacio Global City, Taguig City

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor

DOCUMENT I.D.

Received by Corporate Filing and Records Division (CFRD)

FORWARDED TO:

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

Date: 09:50:30 AM

Username: Lheo Jasfin M. Sibe

Page 3 of 3 pages

Verified by: ANTONIO

Date: 18 APR 2023

Date: _____

warehouses and other structures with the real estate necessary therefor as may be necessary or useful in connection with said business;

5. To buy, sell, import, export, and otherwise deal in and with ores, metals and minerals of all kinds as well as by-products of the same;

6. To purchase, acquire and take over, as a going concern or otherwise, and to carry on, maintain and operate, all or any part of the property or business of any person, firm, association or corporation deemed to be necessary or useful in carrying on the business of the Corporation, and to pay for the same in cash, stocks, bonds, debentures or other obligations of the corporations, and to undertake, assume, and guarantee the liabilities of any person, firm, association or corporation, whose property or business may be taken over, or shares of whose capital stock may be acquired and owned by the Corporation, but only to the extent permitted by law;

7. To apply for, obtain, register, lease or otherwise acquire, and to hold, use, own, operate, mortgage, sell, assign, or otherwise dispose of any trademarks, trade names, patents, inventions, improvements and processes used in connection with, or secured under letters patent of Japan or of other countries, or otherwise;

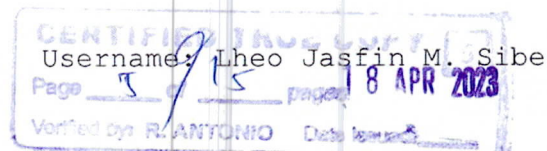
8. To enter into, make, perform and carry out contracts of every kind and for any lawful purpose, pertaining to the business of the corporation, or in any manner incident thereto, as principal, agents or otherwise, with any persons, firm, association or corporation;

9. To issue, pursuant to law, its capital stock, bonds, debentures or other obligations in payment for property purchased or acquired by it, for money borrowed, or for any other lawful object in, or about, its business;

10. To acquire by purchase, exchange, assignment or otherwise, and to hold, own and use for investment or otherwise, and to sell, assign, transfer, exchange, mortgage, pledge and deal in and with, and otherwise to enjoy and dispose of, any bonds, debentures, promissory notes, shares of capital 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 the capital stock, and upon any bonds, debentures, or other securities, having voting power, so owned, but only to the extent permitted by law;

11. To purchase or otherwise acquire the whole or any part of the property, assets, business and goodwill of any other person, firm, corporation or association, and to conduct in any lawful manner the business so acquired, and to exercise all the powers necessary and convenient in and about the conduct, management and carrying on business;

Date: 2023-04-17 Time: 09:50:30 AM



12. To acquire, hold, sell, reissue or cancel any shares of its own capital stock, provided, however, that the corporation may use any of its funds or property for the purchase of its own shares of capital stock when such use would not cause any impairment of the capital of the Corporation, and provided further, that the shares of its own capital stock belonging to the Corporation shall not be voted directly or indirectly;

13. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the Corporation; and

14. 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, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

THIRD: That the principal office of the Corporation is located at Rio Tuba Export Processing Zone, Rio Tuba, Bataraza, Palawan, Philippines. *(As amended by the Board of Directors and the stockholders on February 2, 2017)*

FOURTH: That the Corporation shall have perpetual existence. *(As amended by the Board of Directors and the stockholders on April 14, 2020 and June 15, 2020, respectively)*

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

<u>Name</u>	<u>Nationality</u>	<u>Address</u>
Simeon Ken R. Ferrer	Filipino	c/o 105 Paseo de Roxas, Makati City
Amor Roselle S. Herrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Anna Carmina S. Herrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Joan D. Adaci	Filipino	c/o 105 Paseo de Roxas, Makati City
Rosalie F. Factor	Filipino	c/o 105 Paseo de Roxas, Makati City

Date: 2023-04-17 Time: 09:50:30 AM

CEI Username: Lheo Jasfin M. Sibe
 Page 16 of 15 pages
 Verified by: R. ANTONIO Date: 18 APR 2023

SIXTH: That the number of directors shall be seven (7) and that the names, nationalities and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Address</u>
Simeon Ken R. Ferrer	Filipino	c/o 105 Paseo de Roxas, Makati City
Amor Roselle S. Herrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Anna Carmina S. Herrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Joan D. Adaci	Filipino	c/o 105 Paseo de Roxas, Makati City
Rosalie F. Factor	Filipino	c/o 105 Paseo de Roxas, Makati City
Amanda Roselle C. Abrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Valerie C. Feria	Filipino	c/o 105 Paseo de Roxas, Makati City

SEVENTH: That the Corporation shall have an authorized capital stock of Five Hundred Eighty Seven Million Five Hundred Thousand Pesos (P587,500,000) consisting of Five Hundred Eighty Seven Million Five Hundred Thousand common shares with a par value of One Peso (P1.00) per share. *(As amended by the Board of Directors and the stockholders on November 15, 2002)*

EIGHT: That the amount of capital stock which has actually been subscribed is Twenty Seven Million Pesos and Seven Pesos (P27,000,007), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names:

<u>Name</u>	<u>Nationality</u>	<u>No. of Shares</u>	<u>Amount Subscribed</u>
Sumitomo Metal Mining Corporation	Japanese	27,000,000	P27,000,000
Simeon Ken R. Ferrer	Filipino	1	1.00
Amor Roselle S. Herrera	Filipino	1	1.00

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 Verified by: R. ANTONIO Date Issued: 18 APR 2023

Anna Carmina S. Herrera	Filipino	1	1.00
Joan D. Adaci	Filipino	1	1.00
Rosalie F. Factor	Filipino	1	1.00
Amanda Roselle C. Abrera	Filipino	1	1.00
Valerie C. Feria	Filipino	1	1.00
Total:			P27,000,007

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

<u>Name</u>	<u>Amount Paid</u>
Sumitomo Metal Mining Co. Ltd.	P27,636,660
Simeon Ken R. Ferrer	1.00
Amor Roselle S. Herrera	1.00
Anna Carmina S. Herrera	1.00
Joan D. Adaci	1.00
Rosalie F. Factor	1.00
Amanda Roselle C. Abrera	1.00
Valerie C. Feria	1.00
Total:	P27,636,667

TENTH: That Simeon Ken R. Ferrer 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 and in the name and for the benefit of the Corporation, all subscriptions paid in by the subscribers.

ELEVENTH: The transfer of shares by any stockholder of the Corporation shall be subject to the following restrictions:

(a) If a stockholder (the "Selling Stockholder") should desire to sell, assign or otherwise transfer all or part of its shares (the "Offered Shares"), it shall first offer such shares to the other stockholders (the "Remaining Stockholders"). The offer shall specify the price, terms, and conditions of its offer, and shall be subject to the following procedure:

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 Verified by: R. ANTONIO Date issued:

- Username: Lheo Jasfin M. Sibe
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Verified by: R. ANTONIO Date: 18 APR 2023

foregoing procedures and limitations. Any issuances, transfers, sales or disposition of shares of the Corporation in violation of the foregoing provisions shall be null and void.

(d) No stockholder shall grant any third party a lien upon or a security interest in its shares in the Corporation without the prior written agreement of all the stockholders.

(e) The foregoing restrictions shall be printed or indicated in all the certificates of stock to be issued by the Corporation.

TWELFTH: If the Corporation issues new shares in the future, the existing stockholders shall have the pre-emptive right to subscribe for such new shares in proportion to their existing shareholdings in the Corporation. The stockholders cannot transfer such pre-emptive right to any third person or persons without prior written consent of the other stockholders.

If a stockholder does not wish to subscribe to the shares covering any capital increase, the pre-emptive right of such stockholder shall pass to the other stockholders who shall then have the right to subscribe for all or any part of the shares not subscribed by such stockholder in the proportion that their existing shareholdings in the Corporation bear to the outstanding capital stock of the Corporation less the shares of the stockholder not exercising its pre-emptive right.

THIRTEENTH: In all regular or special meetings of the stockholders, the holders of at least two-thirds (2/3) of all the outstanding capital stock entitled to vote must be present or represented in order to constitute a quorum. If the required quorum is not present at the commencement of the meeting, the meeting shall be adjourned to a date within seven (7) days thereafter. In case of an adjourned stockholders' meeting, the quorum shall be a majority of all of the outstanding capital stock entitled to vote. Unless otherwise required by law, any resolution considered at a stockholders' meeting where a quorum exists shall be decided by a majority of all of the outstanding capital stock represented in such stockholders' meeting. *(As amended by the Board of Directors and the stockholders on April 14, 2020 and June 15, 2020, respectively)*

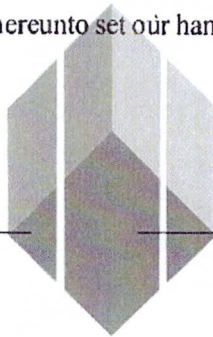
FOURTEENTH: The presence of at least two-thirds of the members of the Board of Directors shall be required to constitute a quorum for transaction of business of the Corporation, and the affirmative vote of a majority of the directors present shall be sufficient to carry a resolution or corporate act into effect, except for the election of officers which shall require the vote of a majority of all the members of the Board.

Directors who cannot physically attend or vote at Board meetings can participate and vote through electronic and/or remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. Directors cannot attend or vote by proxy at Board meetings. *(As amended by the Board of Directors and the stockholders on April 14, 2020 and June 15, 2020, respectively)*

Date: 2023-04-17 Time: 09:50:30 AM

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 Verified by: R. ANTONIO Date: 8 APR 2023

IN WITNESS WHEREOF, we have hereunto set our hands this 27th day of March, 2002
at Makati City, Philippines.



Securities and
Exchange
Commission

Original Signed

SIMEON KEN R. FERRER

Original Signed

ROSALIE F. FACTOR

Original Signed

AMOR ROSELLE S. HERRERA

Original Signed

ANNA CARMINA S. HERRERA

Original Signed

JOAN D. ADACI

SIGNED IN THE PRESENCE OF:

Original Signed

Original Signed

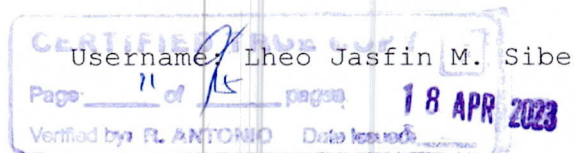
ACKNOWLEDGEMENT

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

BEFORE ME, a Notary Public, in and for Makati City, Philippines, this April
03, 2002, personally appeared:

<u>Name</u>	<u>Comm. Tax Cert.</u>	<u>Date and Place Issued</u>
Simeon Ken R. Ferrer	11884476	1/28/02, Makati City
Amor Roselle S. Herrera	11884313	1/28/02, Makati City
Anna Carmina S. Herrera	11966279	4/2/02, Makati City

Date: 2023-04-17 Time: 09:50:30 AM



Joan D. Adaci

02986086

8/21/01, Quezon City

Rosalie F. Factor

10782400

4/6/01, Makati City

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

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

Original Signed
EMMANUEL C. PARAS
NOTARY PUBLIC

UNTIL DECEMBER 31, 2002
PTR# 6747776U, 01/15/02, MAKATI CITY

Doc. No. 423;
Page No. 82;
Book No. LXXXII
Series of 2002.

Date: 2023-04-17 Time: 09:50:30 AM

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Page <u>12</u> of <u>15</u> pages	18 APR 2023	
Verified by: R. ANTONIO		Date Issued: _____

56764.0067.0013

DIRECTORS' CERTIFICATE OF AMENDMENT
OF THE AMENDED ARTICLES OF INCORPORATION

OF

CORAL BAY NICKEL CORPORATION

Securities and
Exchange
Commission

MAR 01 2021

By: RECEIVED
Time:

KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned, being a majority of the members of the Board of Directors and the Assistant Corporate Secretary of **CORAL BAY NICKEL CORPORATION** (the "Corporation"), a corporation duly organized and existing under Philippine laws with principal office at the Rio Tuba Export Processing Zone, Rio Tuba, Bataraza, Palawan, Philippines, do hereby certify that:

1. On April 14, 2020, the Board of Directors of the Corporation approved the resolutions to amend Articles Fourth, Thirteenth and Fourteenth of the Corporation's Amended Articles of Incorporation, by the vote of at least a majority of the directors and a quorum being present in accordance with the Corporation's Amended By-laws,

XIII
XIV
XV

1300

2. The foregoing resolutions were likewise approved by the stockholders of the Corporation owning at least two-thirds (2/3) of the Corporation's outstanding capital stock, a quorum being present in accordance with the Corporation's Amended By-laws, at the annual meeting of the stockholders held on June 15, 2020 at the principal office of the Corporation;

94

3. A true copy of the Amended Articles of Incorporation of the Corporation is attached hereto and incorporated herein with the same force and effect as if herein set out in full.

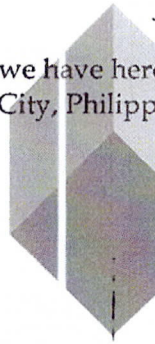
(Signature page follows)

Date: 2023-04-17 Time: 09:50:30 AM

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18 APR 2023
Verified by: PL ANTONIO Date: to be added

SECURITIES AND EXCHANGE COMMISSION


IN WITNESS WHEREOF, we have hereunto affixed our signatures this
OCT 13 2020 in Taguig City, Philippines.



**Securities and
Exchange
Commission**
PHILIPPINES


MASAHIRO KAMIYA
Chairman of the Board of Directors
TIN 250-019-830


SHIRO IMAI
Director
TIN 755-369-768


TAKAO OISHI
Director
TIN 243-458-374

HIROSHI YOSHIDA
Director
TIN 403-701-809


DAISUKE OJIMA
Director
TIN 337-838-247


HIROSHI TANAKA
Director
TIN 330-583-349


MARTIN ANTONIO G. ZAMORA
Director
TIN 161-579-254


RONALD P. DE VERA
Assistant Corporate Secretary
TIN 225-815-456

Date: 2023-04-17 Time: 09:50:30 AM

Username: Lheo Jasfin M. Sibe
Page 14 of 15 pages 2
Verified by: R. ANTONIO Date Issued: 18 APR 2023

50764.9907.9915

SUBSCRIBED AND SWORN TO BEFORE ME, a Notary Public for and in Taguig City, this OCT 13 2020, by the following affiants whose identities I have confirmed through their respective competent proofs of identity, bearing their respective photographs and signatures, as follows:

Name	Competent Proof of Identity	Date and Place of Issue
1. Masahiro Kamiya	Passport No. TR3139451	March 17, 2015 Ministry of Foreign Affairs (MFA), Japan
2. Shiro Imai	Passport No. TK4108203	March 14, 2011 MFA Japan
3. Takao Oishi	Passport No. TK7225367	June 22, 2012 MFA Japan
4. Martin Antonio G. Zamora	Passport No. EC6060964	November 24, 2015 DFA Manila
5. Hiroshi Tanaka	Passport No. TZ1317928	November 27, 2018 Embassy of Japan in the Philippines
6. Daisuke Ojima	Passport No. TR3064868	January 7, 2015 MFA Japan
7. Ronald P. De Vera	Unified Multi-Purpose ID CRN-0111-2646544-7	

WITNESS MY HAND AND SEAL on the day first above-written.



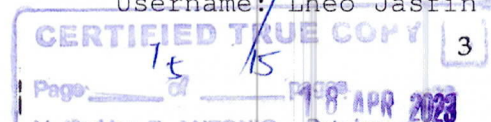
Doc. No. 146
Page No. 31
Book No. VIII
Series of 2020.

ATTY. THEEZA DANIELLE P. BEJOSA

Notary Public for and in Taguig City
until December 31, 2020
Appointment No. 27 (2019-2020)
25th Floor NAC Tower, 32nd Street
Bonifacio Global City, Taguig City
Roll of Attorneys No. 59165
PTR No. A-4835610 / 1-27-2020 / Taguig City
IBP OR No. 114543 / 1-28-2020 / Cavite Chapter
MCLE Compliance No. VI-0017178 / 1-09-2019

Date: 2023-04-17 Time: 09:50:30 AM

Username: Lheo Jasfin M. Sibe



Republic of the Philippines
SECURITIES and EXCHANGE COMMISSION

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I hereby certify that (a) this is a true copy of the document stored in the SEC Official Records to which proper security measures were employed to ensure data integrity, consisting of FIFTY (15) page (s); and (b) at all times, since the SEC System for Record Retrieval, Storage and Maintenance were operating in a manner that did not affect the integrity of the electronic document.

CORAL Bay Nickel Corporation

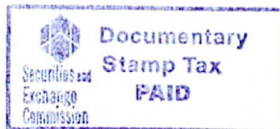
Verified by: **REINER S.J. ANTONIO**

Fees Php 20 paid under

O.R. No PMCO40133-27

Dated: 18 APR 2023

BASIS: ELECTRONIC RECORDS FROM CD



ROMEO B. CAMANO

SEC Administrative Officer IV

**Electronic Records Management Division
Information and Communication Technology Department**



SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex, Roxas Boulevard, Pasay City, 1307 Metro Manila Philippines
Tel: (632) 818-0921 Fax: (632) 818-5293 Email: mis@sec.gov.ph



The following document has been received:

Receiving: RAMON LEGASPI

Receipt Date and Time: September 08, 2022 09:10:24 AM

Company Information

SEC Registration No.: A200205418

Company Name: CORAL BAY NICKEL CORPORATION

Industry Classification: D27220

Company Type: Stock Corporation

Document Information

Document ID: OST1090820228753157

Document Type: General Information Sheet

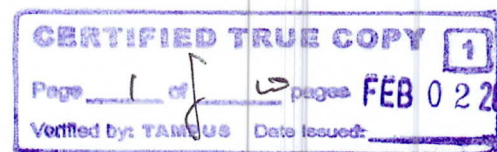
Document Code: GIS

Period Covered: May 27, 2022

Submission Type: Amendment, Annual Meeting

Remarks: None

Acceptance of this document is subject to review of forms and contents

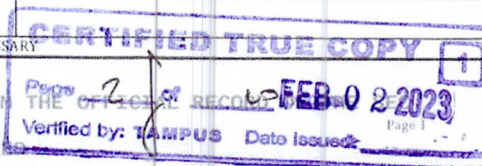


AMENDED GENERAL INFORMATION SHEET (GIS)			
FOR THE YEAR 2022			
STOCK CORPORATION			
GENERAL INSTRUCTIONS:			
1. FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N/A" IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL STOCKHOLDERS' MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS AFTER THE ELECTION OF THE DIRECTORS, TRUSTEES AND OFFICERS OF THE CORPORATION AT THE ANNUAL MEMBERS' MEETING.			
2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED.			
3. THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE CORPORATE SECRETARY OF THE CORPORATION.			
4. THE SEC SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE. FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS, THE CORPORATION SHALL SUBMIT AMENDED GIS CONTAINING THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED THE CORPORATE SECRETARY OF THE CORPORATION. THE AMENDED GIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURED OR BECAME EFFECTIVE.			
5. SUBMIT FOUR (4) COPIES OF THE GIS TO THE RECEIVING SECTION AT THE SEC MAIN OFFICE, OR TO SEC SATELLITE OFFICES OR EXTENSION OFFICES. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE			
6. ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.			
7. THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS			
===== PLEASE PRINT LEGIBLY =====			
CORPORATE NAME:		DATE REGISTERED:	
CORAL BAY NICKEL CORPORATION		4/4/2002	
BUSINESS/TRADE NAME:		FISCAL YEAR END:	
CORAL BAY NICKEL CORPORATION		December 31	
SEC REGISTRATION NUMBER:		CORPORATE TAX IDENTIFICATION NUMBER (TIN)	
A200205418		005-964-540-00000	
DATE OF ANNUAL MEETING PER BY-LAWS:		WEBSITE/URL ADDRESS:	
Any date in May		http://coralbaynickel.com/	
ACTUAL DATE OF ANNUAL MEETING:		E-MAIL ADDRESS:	
May 27, 2022		r.p.devera@smm.com.ph; td.p.bejosa@smm.com.ph	
COMPLETE PRINCIPAL OFFICE ADDRESS:		FAX NUMBER:	
Rio Tuba Export Processing Zone, Rio Tuba, Bataraza, Palawan, Philippines		(632) 8856-3930	
COMPLETE BUSINESS ADDRESS:			
Rio Tuba Export Processing Zone, Rio Tuba, Bataraza, Palawan, Philippines			
OFFICIAL E-MAIL ADDRESS	ALTERNATE E-MAIL ADDRESS	OFFICIAL MOBILE NUMBER	ALTERNATE MOBILE NUMBER
td.p.bejosa@smm.com.ph	sm.m.gamboa@smm.com.ph	09778109548	09178778736
NAME OF EXTERNAL AUDITOR & ITS SIGNING PARTNER:		SEC ACCREDITATION NUMBER (if applicable):	TELEPHONE NUMBER(S):
R. G. Manabat & Co. / Rohanie C. Galicia		Firm - 0003-SEC, Group A Partner - 1780-A, Group A	(632) 8548-7110 / 8548-7120
PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN:		INDUSTRY CLASSIFICATION:	GEOGRAPHICAL CODE:
To own, hold, sell, exchange, lease, mortgage or otherwise dispose of, deal in, and operate plants for processing, reducing, concentrating, smelting, converting, refining, preparing for market, or otherwise treating metals, minerals, and mined products to be used in the production of mixed sulfide of nickel and cobalt, and any and all ingredients, products and by-products of any thereof, and to produce, manufacture, process, refine, treat, sell, use, deals in, distribute, market and otherwise turn to account or dispose of mixed sulfide of nickel and cobalt, and any and all ingredients, products and by-products of any thereof.			
===== INTERCOMPANY AFFILIATIONS =====			
PARENT COMPANY	SEC REGISTRATION NO.	ADDRESS	
SUMITOMO METAL MINING CO., LTD.	N/A	11-3 Shimbashi 5-chome, Minato-ku, Tokyo, Japan	
SUBSIDIARY/AFFILIATE	SEC REGISTRATION NO.	ADDRESS	
TAGANITO HPAL NICKEL CORPORATION	CS200812951	Taganito Special Economic Zone, Taganito, Claver, Surigao del Norte, Philippines	
SUMITOMO METAL MINING PHILIPPINE HOLDINGS CORPORATION	CS201009478	24F and 25F NAC Tower, 32nd St., Bonifacio Global City, Taguig City	

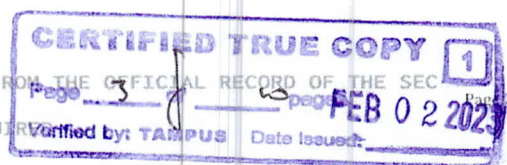
NOTE: USE ADDITIONAL SHEET IF NECESSARY

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GIS-STOCK(v.2020)

SIGNATURE NOT REQUIRED



GENERAL INFORMATION SHEET STOCK CORPORATION ===== PLEASE PRINT LEGIBLY =====	
Corporate Name: CORAL BAY NICKEL CORPORATION	
A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9160/9164/10167/10365)	
<input type="radio"/> Yes <input checked="" type="radio"/> No	
Please check the appropriate box:	
1. <input type="checkbox"/> a. Banks <input type="checkbox"/> b. Offshore Banking Units <input type="checkbox"/> c. Quasi-Banks <input type="checkbox"/> d. Trust Entities <input type="checkbox"/> e. Non-Stock Savings and Loan Associations <input type="checkbox"/> f. Pawnshops <input type="checkbox"/> g. Foreign Exchange Dealers <input type="checkbox"/> h. Money Changers <input type="checkbox"/> i. Remittance Agents <input type="checkbox"/> j. Electronic Money Issuers <input type="checkbox"/> k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.	4. <input type="checkbox"/> Jewelry dealers in precious metals, who, as a business, trade in precious metals 5. <input type="checkbox"/> Jewelry dealers in precious stones, who, as a business, trade in precious stone 6. Company service providers which, as a business, provide any of the following services to third parties: <input type="checkbox"/> a. acting as a formation agent of juridical persons <input type="checkbox"/> b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons <input type="checkbox"/> c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement <input type="checkbox"/> d. acting as (or arranging for another person to act as) a nominee shareholder for another person
2. <input type="checkbox"/> a. Insurance Companies <input type="checkbox"/> b. Insurance Agents <input type="checkbox"/> c. Insurance Brokers <input type="checkbox"/> d. Professional Reinsurers <input type="checkbox"/> e. Reinsurance Brokers <input type="checkbox"/> f. Holding Companies <input type="checkbox"/> g. Holding Company Systems <input type="checkbox"/> h. Pre-need Companies <input type="checkbox"/> i. Mutual Benefit Association <input type="checkbox"/> j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)	7. Persons who provide any of the following services: <input type="checkbox"/> a. managing of client money, securities or other assets <input type="checkbox"/> b. management of bank, savings or securities accounts <input type="checkbox"/> c. organization of contributions for the creation, operation or management of companies <input type="checkbox"/> d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities 8. <input checked="" type="checkbox"/> None of the above
3. <input type="checkbox"/> a. Securities Dealers <input type="checkbox"/> b. Securities Brokers <input type="checkbox"/> c. Securities Salesman <input type="checkbox"/> d. Investment Houses <input type="checkbox"/> e. Investment Agents and Consultants <input type="checkbox"/> f. Trading Advisors <input type="checkbox"/> g. Other entities managing Securities or rendering similar services <input type="checkbox"/> h. Mutual Funds or Open-end Investment Companies <input type="checkbox"/> i. Close-end Investment Companies <input type="checkbox"/> j. Common Trust Funds or Issuers and other similar entities <input type="checkbox"/> k. Transfer Companies and other similar entities <input type="checkbox"/> l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based there on <input type="checkbox"/> m. Entities administering of otherwise dealing in valuable objects <input type="checkbox"/> n. Entities administering or otherwise dealing in cash Substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC)	<div style="display: flex; border: 1px solid black; padding: 2px;"> <div style="width: 30%; border-right: 1px solid black; padding: 2px;">Describe nature of business:</div> <div style="padding: 2px;">Mineral processing</div> </div>
B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS?	
<input type="radio"/> Yes <input checked="" type="radio"/> No	



GENERAL INFORMATION SHEET
STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

Securities and
Exchange
Commission
PHILIPPINES

CORPORATE NAME:		CORAL BAY NICKEL CORPORATION					
CAPITAL STRUCTURE							
AUTHORIZED CAPITAL STOCK							
	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (Php) (No. of shares X Par/Stated Value)			
	Common	587,500,000	1.00	587,500,000.00			
TOTAL		587,500,000	TOTAL P	587,500,000.00			
SUBSCRIBED CAPITAL							
FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (Php)	% OF OWNERSHIP
	2	Common	58,750,000		1.00	58,750,000.00	10.00%
TOTAL		58,750,000	TOTAL	TOTAL P	58,750,000.00		10.00%
FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (Php)	% OF OWNERSHIP
Japanese	9	Common	528,750,000		1.00	528,750,000.00	90.00%
Percentage of Foreign Equity :		TOTAL	528,750,000	TOTAL	TOTAL P	528,750,000.00	90.00%
				TOTAL SUBSCRIBED P	587,500,000.00		100.00%
PAID-UP CAPITAL							
FILIPINO	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (Php)	% OF OWNERSHIP	
	2	Common	58,750,000	1.00	58,750,000.00	10.00%	
TOTAL		58,750,000	TOTAL P	58,750,000.00		10.00%	
FOREIGN (INDICATE BY NATIONALITY)	NO. OF STOCK-HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STATED VALUE	AMOUNT (Php)	% OF OWNERSHIP	
Japanese	9	Common	528,750,000	1.00	528,750,000.00	90.00%	
90.00 %		TOTAL	528,750,000	TOTAL P	528,750,000.00	90.00%	
				TOTAL PAID-UP*** P	587,500,000.00		100.00%
***exclusive of APIC of US\$134,232,763.00 as of 12/31/21							
NOTE: USE ADDITIONAL SHEET IF NECESSARY							
* Common, Preferred or other classification							
** Other than Directors, Officers, Shareholders owning 10% of outstanding shares.							

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SIGNATURE NOT REQUIRED



GENERAL INFORMATION SHEET

STOCK CORPORATION

PLEASE PRINT LEGIBLY

Securities and
Exchange
Commission

CORPORATE NAME: CORAL BAY NICKEL CORPORATION								
DIRECTORS / OFFICERS								
NAME/CURRENT RESIDENTIAL ADDRESS	NATIONALITY	INC'R	BOARD	GENDER	STOCK HOLDER	OFFICER	EXEC. COMM.	TAX IDENTIFICATION NUMBER
1. SHIRO IMAI U 3302 Red Oak, Two Serendra, McKinley Parkway, BGC, Taguig City	Japanese	N	C	M	Y	Chairman and President	N/A	755-369-768
2. KOICHI NAKAMURA Unit 1602-E, Jasmine Tower, One Serendra, 11th Ave., Bonifacio Global City, Taguig City	Japanese	N	M	M	Y	EVP and VP for Admin and Community and Public Relations	N/A	349-191-379
3. YUSUKE NIWA Unit 301, 28-24, 4-Chome, Funabashi, Setagaya-Ku, Tokyo, Japan	Japanese	N	M	M	Y	N/A	N/A	769-902-201
4. MARTIN ANTONIO G. ZAMORA 36 Melon Street, Valle Verde 1, Pasig City	Filipino	N	M	M	Y	N/A	N/A	161-579-254
5. SATOSHI KOMURA U 1705E Jasmine, One Serendra, 11th Ave. cor. 32nd St., BGC, Taguig City	Japanese	N	M	M	Y	Chief Financial Officer	N/A	338-703-927
6. MASARU TAKEBAYASHI 1-8-8-3, Shimoshinjo, Nakahara-ku, Kawasaki-shi, Kanagawa, Japan	Japanese	N	M	M	Y	N/A	N/A	779-153-201
7. AKIFUMI WATANABE U 1007 The Luxe Residences, 28th St. cor. 4th Ave., BGC, Taguig City	Japanese	N	N/A	M	N	VP for Corporate Management	N/A	612-502-333
8. ASUKA MARU U 18-G West Tower, One Serendra, 11th Ave. cor. 32nd St., BGC, Taguig	Japanese	N	N/A	F	N	Treasurer	N/A	607-950-597
9. BENJAMIN ARMAND A. TANSINGCO 53 Greenheights Ave., San Isidro, Parañaque City	Filipino	N	N/A	M	N	VP for Environmental Mgt	N/A	145-327-467
10. YASUTAKA KUMADA U 1905 Sequoia Tower, Two Serendra, McKinley Parkway and 11th Ave., BGC, Taguig	Japanese	N	N/A	M	N	VP for Purchasing & Logistics	N/A	449-820-755
11. AARON ROI B. RITURBAN U 616A The Grove by Rockwell, E. Rodriguez Jr. Ave, Pasig City	Filipino	N	N/A	M	N	Corporate Secretary	N/A	241-966-993
12. RONALD P. DE VERA U 19D Two Lafayette, 105 Tordesillas St., Salcedo Village, Makati City	Filipino	N	N/A	M	N	Assistant Corporate Secretary	N/A	225-815-456
13. MARK XAVIER D. OYALES U 205, Cochine Building, Mulberry Place, Acacia Estates, Taguig City	Filipino	N	N/A	M	N	Assistant Corporate Secretary	N/A	406-274-400
14. <i>Note: One (1) director position is vacant.</i>								
15.								

INSTRUCTION:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.

FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.

FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.

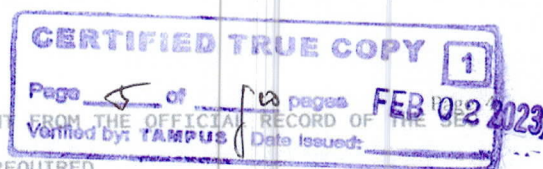
FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.

FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GIS_STOCK (v.2020)

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GENERAL INFORMATION SHEET
STOCK CORPORATION

Securities and
Exchange
Commission

===== PLEASE PRINT LEGIBLY =====						
CORPORATE NAME:		CORAL BAY NICKEL CORPORATION				
TOTAL NUMBER OF STOCKHOLDERS:		11	NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:		3	
TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS:			US\$ 630,008,073.00 (per AFS as of 12/31/2021)			
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NUMBER
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP		
1. SUMITOMO METAL MINING CO., LTD. Japanese 11-3 Shimbashi 5-chome, Minato-ku, Tokyo, Japan	Common	422,999,994	422,999,994.00	72%	422,999,994.00	295-237-359
	TOTAL	422,999,994	422,999,994.00			
2. NICKEL ASIA CORPORATION Filipino 28th Floor, NAC Tower, 32nd Street, Bonifacio Global City, Taguig City, Philippines	Common	58,749,999	58,749,999.00	10%	58,749,999.00	007-085-191
	TOTAL	58,749,999	58,749,999.00			
3. MITSUI & CO. MINERAL RESOURCES DEVELOPMENT (ASIA) CORP. Japanese (Domestic Corp.; 100% Japanese-owned) 22nd Floor, NAC Tower, 32nd Street, Bonifacio Global City, Taguig City	Common	105,749,999	105,749,999.00	18%	105,749,999.00	007-894-089
	TOTAL	105,749,999	105,749,999.00			
4. KOICHI NAKAMURA Japanese Unit 1602-E, Jasmine Tower, One Serendra, 11th Ave., Bonifacio Global City, Taguig City	Common	1	1.00	0%	1	349-191-379
	TOTAL	1	1.00			
5. SHIRO IMAI Japanese U 3302 Red Oak, Two Serendra, McKinley Parkway, BGC, Taguig City	Common	1	1.00	0%	1.00	755-369-768
	TOTAL	1	1.00			
6. HIDEAKI SATO Japanese Japanese Dorm, RTN Town Site, Brgy. Rio Tuba, Bataraza, Palawan 5306	Common	1	1.00	0%	1.00	244-570-720
	TOTAL	1	1.00			
7. YUSUKE NIWA Japanese Unit 301, 28-24, 4-Chome, Funabashi, Setagaya-Ku, Tokyo, Japan	Common	1	1.00	0%	1.00	769-902-201
	TOTAL	1	1.00			
TOTAL AMOUNT OF SUBSCRIBED CAPITAL						
TOTAL AMOUNT OF PAID-UP CAPITAL						

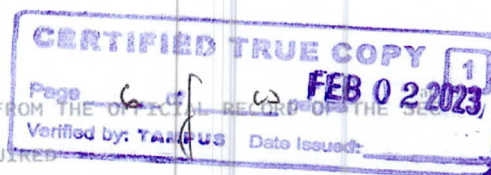
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.

GIS STOCK (v.2020)

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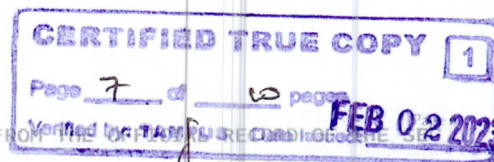


GENERAL INFORMATION SHEET
STOCK CORPORATION



===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME:							CORAL BAY NICKEL CORPORATION				
TOTAL NUMBER OF STOCKHOLDERS:				11		NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH:				3	
TOTAL ASSETS BASED ON LATEST AUDITED FS:				US\$ 630,008,073.00 (per AFS as of 12/31/2021)							
STOCKHOLDER'S INFORMATION											
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NUMBER					
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER-SHIP							
8. MARTIN ANTONIO G. ZAMORA Filipino 36 Melon Street, Valle Verde I, Pasig City	Common	1	1.00	0%	1.00	161-579-254					
	TOTAL	1	1.00								
9. SHUNJI KOMAI Japanese 6-20-28 Saginomiya, Nakano-ku, Tokyo 165-0832, Japan	Common	1	1.00	0%	1.00	509-386-530					
	TOTAL	1	1.00								
10. MASARU TAKEBAYASHI Japanese 1-8-8-3 Shimoshinjo, Nakahara-ku, Kawasaki-shi, Kanagawa, Japan	Common	1	1.00	0%	1.00	779-153-201					
	TOTAL	1	1.00								
11. SATOSHI KOMURA Japanese U 1705E Jasmine, One Serendra, 11th Ave. cor. 32nd St., BGC, Taguig City	Common	1	1.00	0%	1.00	338-703-927					
	TOTAL	1	1.00								
Nothing follows											
	TOTAL										
	TOTAL										
	TOTAL										
TOTAL AMOUNT OF SUBSCRIBED CAPITAL			587,500,000.00		100%						
TOTAL AMOUNT OF PAID-UP CAPITAL***					587,500,000.00						
***exclusive of APIC of US\$134,232,763.00 as of 12/31/21											
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS											
Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.											

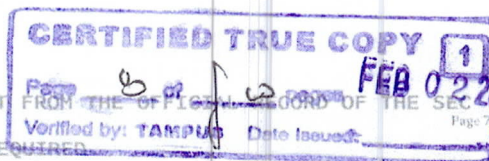


GENERAL INFORMATION SHEET
STOCK CORPORATION

PLEASE PRINT LEGIBLY

Securities and
Exchange
Commission

CORPORATE NAME:		CORAL BAY NICKEL CORPORATION				
TOTAL NUMBER OF STOCKHOLDERS:		11		NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH		3
TOTAL ASSETS BASED ON LATEST AUDITED FS:		US\$ 630,008,073.00 (per AFS as of 12/31/2021)				
STOCKHOLDER'S INFORMATION						
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	SHARES SUBSCRIBED				AMOUNT PAID (PhP)	TAX IDENTIFICATION NUMBER
	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER- SHIP		
15. Please refer to pages 5 and 6						
	TOTAL					
16.						
	TOTAL					
17.						
	TOTAL					
18.						
	TOTAL					
19.						
	TOTAL					
20.						
	TOTAL					
21. OTHERS (Indicate the number of the remaining stockholders)						
	TOTAL					
TOTAL AMOUNT OF SUBSCRIBED CAPITAL						
TOTAL AMOUNT OF PAID-UP CAPITAL						
INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS						
Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.						



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G/S STOCK (v.2020)

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GENERAL INFORMATION SHEET
STOCK CORPORATION



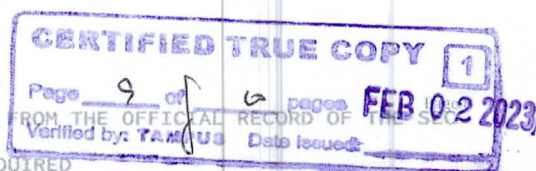
===== PLEASE PRINT LEGIBLY =====			
CORPORATE NAME: CORAL BAY NICKEL CORPORATION			
1. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION	AMOUNT (PhP)	DATE OF BOARD RESOLUTION	
1.1 STOCKS	N/A	N/A	
1.2 BONDS/COMMERCIAL PAPER (Issued by Private Corporations)	N/A	N/A	
1.3 LOANS/ CREDITS/ ADVANCES	N/A	N/A	
1.4 GOVERNMENT TREASURY BILLS	N/A	N/A	
1.5 OTHERS	N/A	N/A	
2. INVESTMENT OF CORPORATE FUNDS IN ACTIVITIES UNDER ITS SECONDARY PURPOSES (PLEASE SPECIFY:)	DATE OF BOARD RESOLUTION	DATE OF STOCKHOLDERS RATIFICATION	
N/A	N/A	N/A	
3. TREASURY SHARES	NO. OF SHARES	% AS TO THE TOTAL NO. OF SHARES ISSUED	
	N/A	N/A	
4. UNRESTRICTED/UNAPPROPRIATED RETAINED EARNINGS AS OF END OF LAST FISCAL YEAR		US\$ 105,036,349 (as of 12/31/21)	
5. DIVIDENDS DECLARED DURING THE IMMEDIATELY PRECEDING YEAR:			
TYPE OF DIVIDEND	AMOUNT (US\$)	DATE DECLARED	
5.1 CASH	US\$ 50,000,000.00	12/17/2021	
5.2 STOCK	N/A	N/A	
5.3 PROPERTY	N/A	N/A	
TOTAL	P		
6. ADDITIONAL SHARES ISSUED DURING THE PERIOD:			
DATE	NO. OF SHARES	AMOUNT	
N/A	N/A	N/A	
SECONDARY LICENSE/REGISTRATION WITH SEC AND OTHER GOV'T AGENCY:			
NAME OF AGENCY:	SEC	BSP	IC
TYPE OF LICENSE/REGN.	N/A	N/A	N/A
DATE ISSUED:	N/A	N/A	N/A
DATE STARTED OPERATIONS:	N/A	N/A	N/A
TOTAL ANNUAL COMPENSATION OF DIRECTORS DURING THE PRECEDING FISCAL YEAR (in PhP)	TOTAL NO. OF OFFICERS	TOTAL NO. OF RANK & FILE EMPLOYEES	TOTAL MANPOWER COMPLEMENT
30,000.00	222 (as of 5/27/22)	346 (as of 5/27/22)	568 (as of 5/27/22)

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GIS_STOCK (v.2020)

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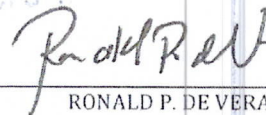
I, RONALD P. DE VERA, Assistant Corporate Secretary of CORAL BAY NICKEL CORPORATION, declare under penalty of perjury that all matters set forth in this GIS have been made in good faith, duly verified by me and to the best of my knowledge and belief are true and correct.

I hereby attest that all the information in this GIS are being submitted in compliance with the rules and regulations of the Securities and Exchange Commission (SEC) the collection, processing, storage and sharing of said information being necessary to carry out the functions of public authority for the performance of the constitutionally and statutorily mandated functions of the SEC as a regulatory agency.

I further attest that I have been authorized by the Board of Directors/Trustees to file this GIS with the SEC.

I understand that the Commission may place the corporation under delinquent status for failure to submit the reportorial requirements three (3) times, consecutively or intermittently, within a period of five (5) years (Section 177, RA No. 11232).

Done this SEP 07 2022 in Taguig City:



RONALD P. DE VERA

SUBSCRIBED AND SWORN TO before me in Taguig City on SEP 07 2022 by affiant who personally appeared before me and exhibited to me his Unified Multi-Purpose ID with number CRN-0111-2646544-7, bearing the affiant's photograph and signature.

Doc. No. 21
Page No. 6
Book No. 84
Series of 2022.



NOTARY PUBLIC
ATTY. THEEZA DANIELLE P. BEJOSA
Notary Public for and in Taguig City
until December 31, 2022
Appointment No. 15 (2021-2022)
25th Floor NAC Tower, 32nd Street
Bonifacio Global City, Fort Bonifacio, Taguig City
Roll of Attorneys No. 59165
PTR No. A-5393086 / 1-19-2022 / Taguig City
BP OR No. 171136 / 12-22-2021 / Cavite Chapter
MCLE Compliance No. VI-0017178 / 1-09-2019



Republic of the Philippines
SECURITIES and EXCHANGE COMMISSION

4

I hereby certify that (a) this is a true copy of the document stored in the SEC Official Records to which proper security measures were employed to ensure data integrity, consisting of TEN (10) page (s); and (b) at all material times, the SEC System for Records Retrieval, Storage and Maintenance were operating in a manner that did not affect the integrity of the electronic document.

CORAL BAY NICKEL CORPORATION

Verified by: LOURENCE N. TAMPOS Fees Php 100 paid under

O.R. No. 20230202-PM-0004830-51 Dated: FEB 02 2023

CTC IS BASED ON OST COPY



ROMEO B. CAMANO
SEC Administrative Officer IV
Electronic Records Management Division
Information and Communication Technology Department



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
 SEC Building, EDSA, Greenhills
 City of Mandaluyong, Metro Manila



COMPANY REG. NO. A200205418

CERTIFICATE OF INCORPORATION

KNOW ALL MEN BY THESE PRESENTS:

This is to certify that the Articles of Incorporation and By-Laws of

CORAL BAY NICKEL CORPORATION

were duly approved by the Commission on this date upon issuance of this Certificate of Incorporation in accordance with the Corporation Code of the Philippines (Batas Pambansa Blg. 68), approved on May 1, 1980 and the Foreign Investments Act of 1991 (Republic Act No. 7042, as amended), approved on June 13, 1991, and copies of said Articles and By-Laws are hereto attached.

This Certificate grants juridical personality to the corporation but 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.

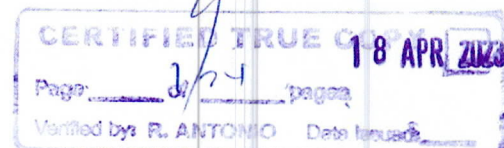
IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed at Mandaluyong City, Metro Manila, Philippines, this 4th day of April, Two Thousand Two.

BENITO A. CATARAN
 Director

Company Registration and Monitoring Department

[Signature]
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SEC Number
File Number

Secur
Exch
Comm

CORAL BAY NICKEL CORPORATION

(Company's Full Name)

c/o 105 Paseo de Roxas, Makati City

(Company's Address)

817-98-11

(Telephone Number)

December 31

(Fiscal Year Ending)

(month & day)

ARTICLES OF INCORPORATION
AND
BY-LAWS

Form Type

RECORDS

LCU:

Amendment Designation (if applicable)

RECEIVING UNIT
OKAY/REC.

BY.

14-03-03

Period Ended Date

(Secondary License Type and File Number)

A200205418

20020403-913

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8/10/03

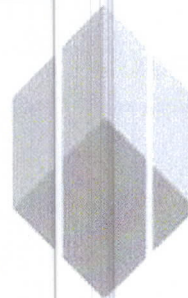
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CERTIFIED TRUE COPY

Page 2 of 14 pages 18 APR 2023

Verified by: R. ANTONIO Date issued:

Secur
Excha
Comm
PHILIPARTICLES OF INCORPORATION
OF

CORAL BAY NICKEL CORPORATION

KNOW ALL MEN BY THESE PRESENTS

That we, all of legal age, citizens and residents of the Republic of the Philippines, have voluntarily associated ourselves together for the purpose of forming a corporation under the laws of the Philippines

AND WE HEREBY CERTIFY

FIRST: That the name of the said corporation shall be Coral Bay Nickel Corporation (hereinafter referred to as the "Corporation");

SECOND: That the purposes for which the Corporation is formed are:

PRIMARY PURPOSE

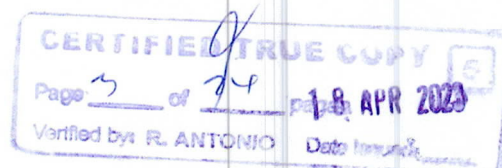
To own, hold, sell, exchange, lease, mortgage or otherwise dispose of, deal in, and operate plants for processing, reducing, concentrating, smelting, converting, refining, preparing for market, or otherwise treating metals, minerals and mined products to be used in the production of mixed sulfide of nickel and cobalt, and any and all ingredients, products and by-products of any thereof, and to produce, manufacture, process, refine, treat, sell, use, deal in, distribute, market and otherwise turn to account or dispose of mixed sulfide of nickel and cobalt, and any and all ingredients, products and by-products of any thereof.

SECONDARY PURPOSES

1. To acquire by purchase or lease or otherwise to operate all such other property, real or personal, and utilities, private or public, as may be necessary, convenient or appropriate for the business for which the corporation is principally organized;
2. To enter into any and all contracts essential to the proper administration of its corporate affairs;
3. To engage in such business or businesses as may directly or indirectly be essential to the furtherance of the principal purpose of the Corporation;
4. To own, lease, construct, manage, control, operate and maintain such buildings, works, workshops, laboratories, power plants, mills, factories, stores,

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warehouses and other structures with the real estate necessary therefor as may be necessary or useful in connection with said business;

5. To buy, sell, import, export, and otherwise deal in and with ores, metals and minerals of all kinds as well as by-products of the same;

6. To purchase, acquire and take over, as a going concern or otherwise, and to carry on, maintain and operate, all or any part of the property or business of any person, firm, association or corporation deemed to be necessary or useful in carrying on the business of the Corporation, and to pay for the same in cash, stocks, bonds, debentures or other obligations of the corporations and to undertake, assume, and guarantee the liabilities of any person, firm, association or corporation, whose property or business may be taken over, or shares of whose capital stock may be acquired and owned by the Corporation, but only to the extent permitted by law;

7. To apply for, obtain, register, lease or otherwise acquire, and to hold, use own, operate, mortgage, sell, assign, or otherwise dispose of any trademarks, trade names, patents, inventions, improvements and processes used in connection with, or secured under letters patent of Japan or of other countries, or otherwise;

8. To enter into, make, perform and carry out contracts of every kind and for any lawful purpose, pertaining to the business of the corporation, or in any manner incident thereto, as principal, agents or otherwise, with any persons, firm, association or corporation;

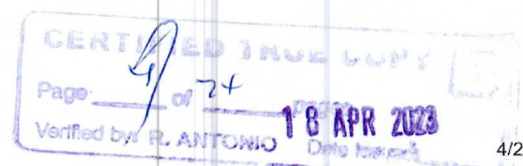
9. To issue, pursuant to law, its capital stock, bonds, debentures or other obligations in payment for property purchased or acquired by it, for money borrowed, or for any other lawful object in, or about, its business;

10. To acquire by purchase, exchange, assignment or otherwise, and to hold, own and use for investment or otherwise, and to sell, assign, transfer, exchange, mortgage, pledge and deal in and with, and otherwise to enjoy and dispose of, any bonds, debentures, promissory notes, shares of capital 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 the capital stock, and upon any bonds, debentures, or other securities, having voting power, so owned, but only to the extent permitted by law;

11. To purchase or otherwise acquire the whole or any part of the property, assets, business and goodwill of any other person, firm, corporation or association, and to conduct in any lawful manner the business so acquired, and to exercise all the powers necessary and convenient in and about the conduct, management and carrying on business;

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12. To acquire, hold, sell, reissue or cancel any shares of its own capital stock, provided, however, that the corporation may use any of its funds or property for the purchase of its own shares of capital stock when such use would not cause any impairment of the capital of the Corporation, and provided further, that the shares of its own capital stock belonging to the Corporation shall not be voted directly or indirectly;

13. To acquire or obtain from any government or authority, national, provincial, municipal or otherwise, or any corporation, company or partnership or person, such charter, contracts, franchise, privileges, exemption, licenses and concessions as may be conducive to any of the objects of the Corporation; and

14. 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, desirable or incidental to the accomplishment of the purposes or the exercise of any one or more of the powers herein enumerated, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation.

27/10/2023
1/4/18/02

THIRD: That the place where the principal office of the Corporation is to be established or located is at Barangay Rio Tuba, Municipality of Bataraza, Palawan, Philippines.

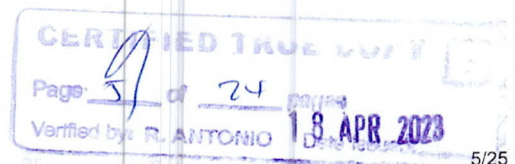
FOURTH: That the term for which the Corporation is to exist is fifty (50) years from and after the date of incorporation.

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

<u>Name</u>	<u>Nationality</u>	<u>Address</u>
Simeon Ken R. Ferrer	Filipino	c/o 105 Paseo de Roxas, Makati City
Amor Roselle S. Herrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Anna Carmina S. Herrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Joan D. Adaci	Filipino	c/o 105 Paseo de Roxas Makati City
Rosalie F. Factor	Filipino	c/o 105 Paseo de Roxas, Makati City

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SIXTH: That the number of directors shall be seven (7) and that the names, nationalities and residences of the directors who are to serve until their successors are elected and qualified as provided by the by-laws are as follows:

Name	Nationality	Address
Simeon Ken R. Ferrer	Filipino	c/o 105 Paseo de Roxas, Makati City
Amor Roselle S. Herrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Anna Carmina S. Herrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Joan D. Adaci	Filipino	c/o 105 Paseo de Roxas, Makati City
Rosalie F. Factor	Filipino	c/o 105 Paseo de Roxas, Makati City
Amanda Roselle C. Abrera	Filipino	c/o 105 Paseo de Roxas, Makati City
Valerie C. Feria	Filipino	c/o 105 Paseo de Roxas, Makati City

SEVENTH: That the Corporation shall have an authorized capital stock of Fifty Million Pesos (P50,000,000) consisting of Fifty Million common shares with a par value of One Peso (P1.00) per share.

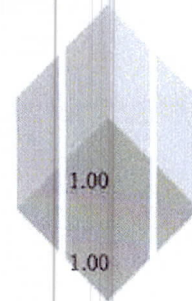
EIGHTH: That the amount of capital stock which has actually been subscribed is Twenty Seven Million Pesos and Seven Pesos (P27,000,007), and the following persons have subscribed for the number of shares and the amount of capital stock indicated opposite their respective names.

Name	Nationality	No. of Shares	Amount Subscribed
Sumitomo Metal Mining Corporation	Japanese	27,000,000	P27,000,000
Simeon Ken R. Ferrer	Filipino	1	1.00
Amor Roselle S. Herrera	Filipino	1	1.00

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Commission
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Anna Carmina S. Herrera	Filipino	1	1.00
Joan D. Adaci	Filipino	1	1.00
Rosalie F. Factor	Filipino	1	1.00
Amanda Roselle C. Abrera	Filipino	1	1.00
Valerie C. Feria	Filipino	1	1.00

Total: P27,000,007

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

<u>Name</u>	<u>Amount Paid</u>
Sumitomo Metal Mining Co. Ltd.	P27,636,660
Simeon Ken R. Ferrer	1.00
Amor Roselle S. Herrera	1.00
Anna Carmina S. Herrera	1.00
Joan D. Adaci	1.00
Rosalie F. Factor	1.00
Amanda Roselle C. Abrera	1.00
Valerie C. Feria	1.00

Total: P27,636,667

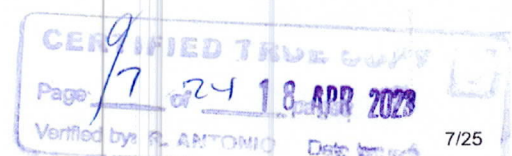
TENTH: That Simeon Ken R. Ferrer has been elected by the Subscribers as Treasurer of the Corporation to act as such until his successor is duly elected and qualified in accordance with the by-laws, and that as such Treasurer, he has been authorized to receive for and in the name and for the benefit of the Corporation, all subscriptions paid in by the subscribers.

ELEVENTH: The transfer of shares by any stockholder of the Corporation shall be subject to the following restrictions:

(a) If a stockholder (the "Selling Stockholder") should desire to sell, assign or otherwise transfer all or part of its shares (the "Offered Shares"), it shall first offer such shares to the other stockholders (the "Remaining Stockholders"). The offer shall specify the price, terms, and conditions of its offer, and shall be subject to the following procedure:

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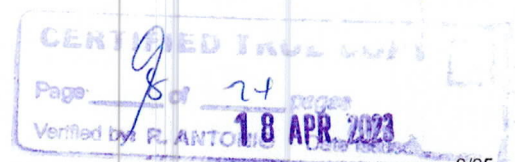
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- (i) The Selling Stockholder shall transmit a written offer by registered mail or personal service to the Remaining Stockholders (the "First Round").
 - (ii) The Remaining Stockholders shall have the right to purchase the Offered Shares in the same proportion that the number of shares owned by them in the Corporation bears to the aggregate number of shares owned by the Remaining Stockholders. Each of the Remaining Stockholders shall have ninety (90) days from the receipt of the written offer to notify in writing the Selling Stockholder of its acceptance or rejection of the offer. If none of the Remaining Stockholders make a written notification within ninety (90) days from receipt of the written offer, the offer shall be deemed rejected.
 - (iii) In the event that not all of the Offered Shares of the Selling Stockholder are purchased during the First Round, the Selling Stockholder shall make a second offer under the same terms and conditions as those existing in the First Round to the Remaining Stockholders who purchased portions of the Offered Shares during the First Round (the "Second Round"). The Remaining Stockholders shall have the right to purchase the remaining Offered Shares in the same proportion that the number of shares owned by them in the Corporation bears to the aggregate number of shares owned by the Remaining Stockholders participating in the Second Round. Each of the Remaining Stockholders shall have ninety (90) days from receipt of the second offer to notify the Selling Stockholder of their acceptance or rejection of the offer. If no written notification is made by any of the Remaining Stockholders within ninety (90) days from receipt of the second offer, the offer shall be deemed rejected.
- (b) The Offered Shares that are not purchased at the First Round or Second Round may be offered for sale or purchase to a third party or parties, subject to the following conditions:
- (i) The third party or parties shall not be in competition with Sumitomo Metal Mining Co., Ltd. in the non-ferrous business;
 - (ii) The sale and transfer to a third party or parties shall be completed within ninety (90) days after the expiry of the ninety-day period in the Second Round; and
 - (iii) The terms and conditions of the offer to a third party or parties shall not be more favorable to said parties than those made to the Remaining Stockholders.
- (c) All issuances, transfers, sales or other disposition of shares of the Corporation, to be valid and binding, must be undertaken in accordance with the

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foregoing procedures and limitations. Any issuances, transfers, sales or disposition of shares of the Corporation in violation of the foregoing provisions shall be null and void.

(d) No stockholder shall grant any third party a lien upon or a security interest in its shares in the Corporation without the prior written agreement of all the stockholders.

(e) The foregoing restrictions shall be printed or indicated in all the certificates of stock to be issued by the Corporation.

TWELFTH: If the Corporation issues new shares in the future, the existing stockholders shall have the pre-emptive right to subscribe for such new shares in proportion to their existing shareholdings in the Corporation. The stockholders cannot transfer such pre-emptive right to any third person or persons without prior written consent of the other stockholders.

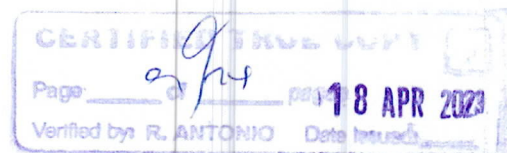
If a stockholder does not wish to subscribe to the shares covering any capital increase, the pre-emptive right of such stockholder shall pass to the other stockholders who shall then have the right to subscribe for all or any part of the shares not subscribed by such stockholder in the proportion that their existing shareholdings in the Corporation bears to the outstanding capital stock of the Corporation less the shares of the stockholder not exercising its pre-emptive right.

THIRTEENTH: In all regular or special meetings of the stockholders, the holders of at least two-thirds (2/3) of all the outstanding stock entitled to vote must be present or represented in order to constitute a quorum. If the required quorum is not present at the commencement of the meeting, the meeting shall be adjourned to the date within seven (7) days thereafter. In case of an adjourned stockholders' meeting, the quorum shall be a majority of all of the outstanding stock entitled to vote. Unless otherwise required by law, any resolution considered at a stockholders' meeting shall be decided by a majority of all of the outstanding stock represented in such stockholders' meeting.

FOURTEENTH: The presence of at least two-thirds of the members of the Board of Directors shall be required to constitute a quorum for transaction of business of the Corporation and the affirmative vote of a majority of the directors present shall be sufficient to carry a resolution into effect.

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IN WITNESS WHEREOF, we have hereunto set our hands this 27th day of March, 2002
at Makati City, Philippines.



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Simeon Ken R. Ferrer
SIMEON KEN R. FERRER

Rosalie F. Factor
ROSALIE F. FACTOR

Amor Roselle S. Herrera
AMOR ROSELLE S. HERRERA

Anna Carmina S. Herrera
ANNA CARMINA S. HERRERA

Joan D. Adaci
JOAN D. ADACI

SIGNED IN THE PRESENCE OF:

Francisco S. Pater

[Signature]

ACKNOWLEDGMENT

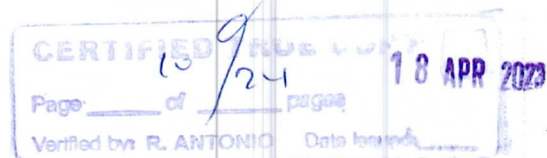
REPUBLIC OF THE PHILIPPINES)
MAKATI CITY) S.S.

BEFORE ME, a Notary Public, in and for Makati City, Philippines, this APR 03 2002
day of April 2002, personally appeared:

<u>Name</u>	<u>Comm. Tax Cert.</u>	<u>Date and Place Issued</u>
Simeon Ken R. Ferrer	11884476	1/28/02, Makati City
Amor Roselle S. Herrera	11884313	1/28/02, Makati City
Anna Carmina S. Herrera	11966279	4/2/02, Makati City

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9

Joan D. Adaci

02986086

8/21/01, Quezon City

Rosalie F. Factor

10782400

4/6/01, Makati City

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

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

Emmanuel C. Paras
EMMANUEL C. PARAS

NOTARY PUBLIC

UNITED STATES OF AMERICA

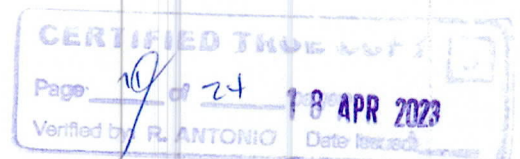
PTR # 6747776 U. 01/15/02, MAKATI CITY

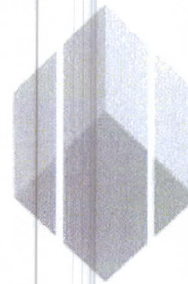
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Book No. LXXXII ;
Series of 2002.



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TREASURER'S AFFIDAVIT

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

I, SIMEON KEN R. FERRER, being duly sworn, depose and say:

That I have been elected by the Corporation as Treasurer thereof, to act as such until my successor has been duly elected and qualified in accordance with the by-laws of the corporation, and that as such Treasurer, I hereby certify under oath that at least 25% of the authorized capital stock of the corporation has been subscribed and at least 25% of the subscription has been paid, and received by me in cash for the benefit and credit of the corporation.

This is also to authorize the Securities and Exchange Commission and Bangko Sentral ng Pilipinas to examine and verify the deposit in the Bank of Tokyo-Mitsubishi Ltd., Manila Branch in my name as treasurer in trust for the Coral Bay Nickel Corporation in the amount of Two Hundred Seventy Thousand U.S. Dollars (\$270,000) representing the paid-up capital of the said corporation which is in the process of incorporation. This authority is valid and inspection of said deposit may be made even after the issuance of the Certificate of Incorporation to the corporation. Should the deposit be transferred to another bank prior to or after incorporation, this will serve as authority to verify and examine the same. The representative of the Securities and Exchange Commission is also authorized to examine the pertinent books and records of accounts of the corporation as well as all supporting papers to determine the utilization and disbursement of the said paid-up capital.

Simeon Ken R. Ferrer
SIMEON KEN R. FERRER
Treasurer

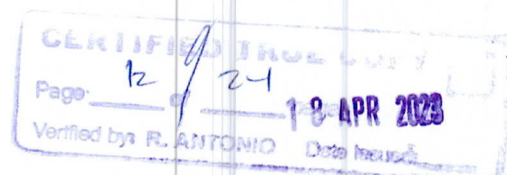
SUBSCRIBED AND SWORN to before me this 28 of March 2002 at Makati City, Philippines, affiant exhibiting to me his Community Tax Certificate No. 11884476 issued at Makati City on January 28, 2002.

Emmanuel C. Paras
EMMANUEL C. PARAS
NOTARY PUBLIC
UNTIL DECEMBER 31, 2002
PTR # 67411764, 01/28/02, MAKATI CTY

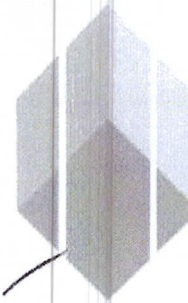
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Book No. 17001
Series of 2002.



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BY-LAWS
OF
CORAL BAY NICKEL CORPORATION



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ARTICLE I

SUBSCRIPTION, ISSUANCE AND TRANSFER OF SHARES

Section 1. Subscriptions – Subscribers to the capital stock of the Corporation shall pay the subscription value or price of the stock in accordance with the terms and conditions prescribed by the Board of Directors. Unpaid subscriptions shall not earn interest unless otherwise determined by the Board of Directors.

If the Corporation issues new shares in the future, the existing stockholders shall have the pre-emptive right to subscribe for such new shares in proportion to their existing shareholdings in the Corporation. The stockholders cannot transfer such pre-emptive right to any third person or persons without prior written consent of the other stockholders.

If a stockholder does not wish to subscribe to the shares covering any capital increase, the pre-emptive right of such stockholder shall pass to the other stockholders who shall then have the right to subscribe for all or any part of the shares not subscribed by such stockholder in the proportion that their existing shareholdings in the Corporation bears to the outstanding capital stock of the Corporation less the shares of the stockholder not exercising its pre-emptive right.

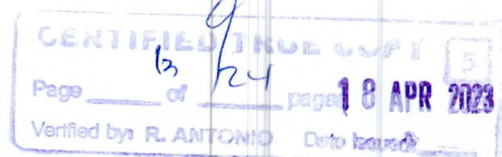
Section 2. Certificates – Each stockholder shall be entitled to one or more certificates for such fully paid stock subscription in his name in the books of the Corporation. The certificates shall contain the matters required by law and the Articles of Incorporation. They shall be in such form and design as may be determined by the Board of Directors and numbered consecutively. The certificates, which must be issued in consecutive order, shall bear the signatures of the President, manually countersigned by the Secretary, and sealed with the corporate seal.

Section 3. The transfer of shares by any stockholder of the Corporation shall be subject to the following restrictions:

(a) If a stockholder (the "Selling Stockholder") should desire to sell, assign or otherwise transfer all or part of its shares (the "Offered Shares"), it shall first offer such shares to the other stockholders (the "Remaining Stockholders"). The offer shall specify the price, terms, and conditions of its offer, and shall be subject to the following procedure:

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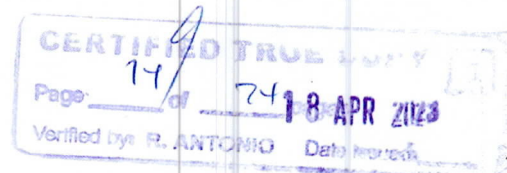
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- (i) The Selling Stockholder shall transmit a written offer by registered mail or personal service to the Remaining Stockholders (the "First Round").
 - (ii) The Remaining Stockholders shall have the right to purchase the Offered Shares in the same proportion that the number of shares owned by them in the Corporation bears to the aggregate number of shares owned by the Remaining Stockholders. Each of the Remaining Stockholders shall have ninety (90) days from the receipt of the written offer to notify in writing the Selling Stockholder of its acceptance or rejection of the offer. If none of the Remaining Stockholders make a written notification within ninety (90) days from receipt of the written offer, the offer shall be deemed rejected.
 - (iii) In the event that not all of the Offered Shares of the Selling Stockholder are purchased during the First Round, the Selling Stockholder shall make a second offer under the same terms and conditions as those existing in the First Round to the Remaining Stockholders who purchased portions of the Offered Shares during the First Round (the "Second Round"). The Remaining Stockholders shall have the right to purchase the remaining Offered Shares in the same proportion that the number of shares owned by them in the Corporation bears to the aggregate number of shares owned by the Remaining Stockholders participating in the Second Round. Each of the Remaining Stockholders shall have ninety (90) days from receipt of the second offer to notify the Selling Stockholder of their acceptance or rejection of the offer. If no written notification is made by any of the Remaining Stockholders within ninety (90) days from receipt of the second offer, the offer shall be deemed rejected.
- (b) The Offered Shares that are not purchased at the First Round or Second Round may be offered for sale or purchase to a third party or parties, subject to the following conditions:
- (i) The third party or parties shall not be in competition with Sumitomo Metal Mining Co., Ltd. in the non-ferrous business;
 - (ii) The sale and transfer to a third party or parties shall be completed within ninety (90) days after the expiry of the ninety-day period in the Second Round;
 - (iii) The terms and conditions of the offer to a third party or parties shall not be more favorable to said parties than those made to the Remaining Stockholders; and
- (c) All issuances, transfers, sales or other disposition of shares of the Corporation, to be valid and binding, must be undertaken in accordance with the

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foregoing procedures and limitations. Any issuances, transfers, sales or disposition of shares of the Corporation in violation of the foregoing provisions shall be null and void.

(d) No stockholder shall grant any third party a lien upon or a security interest in its shares in the Corporation without the prior written agreement of all the stockholders.

(e) The foregoing restrictions shall be printed or indicated in all the certificates of stock to be issued by the Corporation.

Subject to the foregoing restrictions, terms and conditions contained in the Articles of Incorporation, shares may be transferred, sold, ceded, assigned or pledged by delivery of the certificates duly indorsed by the stockholder, his attorney-in-fact, or other legally authorized person. The transfer shall be valid and binding on the corporation only upon record thereof in the books of the corporation, cancellation of the certificate surrendered to the Secretary, and issuance of a new certificate to the transferee.

No shares of stock against which the corporation holds an unpaid claim shall be transferable in the books of the Corporation.

All certificates surrendered for transfer shall be stamped "Cancelled" on the face thereof, together with the date of cancellation, and attached to the corresponding stub with the certificate book.

Section 4. Lost Certificates – In case any certificate for the capital stock of the Corporation is lost, stolen, or destroyed, a new certificate may be issued in lieu thereof in accordance with the procedure prescribed by law, particularly Section 73 of the Corporation Code.

Section 5. Fractional Shares – No certificate shall be issued evidencing ownership of a fractional part of a share.

ARTICLE II

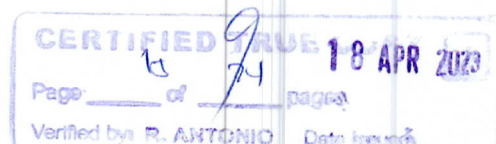
MEETINGS OF STOCKHOLDERS

Section 1. Regular Meetings – The regular meetings of stockholders, for the purpose of electing directors and for the transaction of such business as may properly come before the meeting, shall be held at the principal office in April of each year. If the said day is a non-working holiday, then the meeting shall be held on the next working day.

Section 2. Special Meeting – The special meetings of stockholders, for any purpose or purposes, may at any time be called by any of the following: (a) Board of Directors, at its own instance, or at the written request of the stockholders representing at

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least eight percent (8%) of the subscribed capital stock entitled to vote; (b) Chairman of the Board of Directors; or (c) President.

Section 3. Place of Meeting – Stockholders' meetings, whether regular or special, shall be held in the principal office of the Corporation or at any place designated by the Board of Directors in the city or municipality where the principal office of the Corporation is located.

Section 4. Notice of Meeting – Notices for regular or special meetings of stockholders may be sent by the Secretary by personal delivery or by mail at least fourteen (14) days prior to the date of the meeting to each stockholder of record at his last known post office address. The notice shall state the place, date and hour of the meeting, and the purpose or purposes for which the meeting is called. Only matters stated in the notice can be the subject of motions or deliberations at such meeting. Such notice may be waived, expressly or impliedly by any stockholder, in person, or by proxy, before or after the meeting.

Where the meeting of the stockholders is adjourned to another time or place, it shall not be necessary to give any notice of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken. At the reconvened meeting, any business may be transacted that might have been transacted on the original date of the meeting.

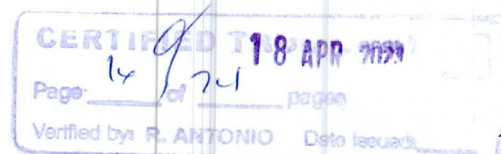
Section 5. Quorum – In all regular or special meetings of the stockholders, the stockholders owning at least two-thirds (2/3) of all the outstanding stock entitled to vote must be present or represented in order to constitute a quorum. If the required quorum is not present at the commencement of the meeting, the meeting shall be adjourned to the date within seven (7) days thereafter. In case of an adjourned stockholders' meeting, the quorum shall be the majority of all the outstanding stock entitled to vote.

Section 6. Conduct of Meeting – Meetings of the stockholders shall be presided over by the Chairman of the Board, or in his absence, the President, or if none of the foregoing is in office and present and acting, by a chairman to be chosen by the stockholders. The Secretary shall act as Secretary of every meeting, but if the Secretary is not present, the chairman of the meeting shall appoint a secretary of the meeting. The chairman of the meeting may adjourn the meeting from time to time, without notice other than as announced at the meeting.

Section 7. Voting – At all meetings of stockholders, a stockholder may vote in person or by proxy executed in writing by the stockholder or his duly authorized attorney-in-fact. Unless otherwise provided in the proxy, it shall be valid only for the meeting at which it has been presented to the Secretary. All proxies must be in the hands of the secretary not later than three (3) days before the time set for the meeting. The decision of the secretary on the validity of proxies shall be final and binding until set aside by a court of competent jurisdiction.

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Unless otherwise required by law, any resolution considered at a stockholders' meeting shall be decided by a majority of all of the outstanding stock represented in such stockholders' meeting.

Section 8. Closing of Transfer Books of Fixing of Record Date - For the purpose of determining the stockholders entitled to notice of, or to vote at, any meeting of stockholders or any adjournment thereof, or to receive payment of any dividend, or of making a determination of stockholders for any other proper purpose, the Board of Directors may provide that the stock and transfer books be closed for a stated period, but not to exceed in any case, thirty (30) days.

ARTICLE III

BOARD OF DIRECTORS

Section 1. Powers of the Board - Unless otherwise provided by law, the corporate powers of the corporation shall be exercised, all business conducted and all property of the corporation controlled and held by the Board of Directors to be elected by and from among the stockholders. Without prejudice to such general powers and such other powers as may be granted by law, the Board of Directors shall have the following express powers:

(a) From time to time, to make and change rules and regulations not inconsistent with these by-laws for the management of the corporation's business and affairs;

(b) To purchase, receive, take or otherwise acquire in any lawful manner, for and in the name of the corporation, any and all properties, rights, interest or privileges, including securities and bonds of other corporations, as the transaction of the business may reasonably or necessarily require, for such consideration and upon such terms and conditions as the Board of Directors may deem proper or convenient;

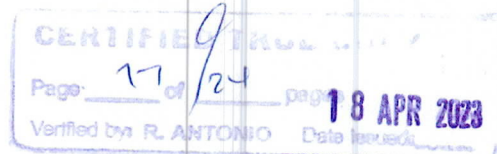
(c) To invest the funds of the corporation in another corporation or business or for any other purpose other than those for which the corporation was organized, whenever in the judgment of the Board of Directors the interests of the corporation would thereby be promoted, subject to such stockholders' approval as may be required by law;

(d) To incur such indebtedness as the Board may deem necessary and, for such purpose, to make and issue evidence of such indebtedness including, without limitation, notes, deeds of trust, instruments, bonds, debentures, or securities, subject to such stockholders' approval as may be required by law, and/or pledge, mortgage, or otherwise encumber all or part of the properties and rights of the corporation;

(e) To guarantee, for and in behalf of the corporation, obligations of other corporations or entities in which it has lawful interest;

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(f) To make provisions for the discharge of the obligations of the corporation as they mature, including payment for any property, or in stocks, bonds, debentures, or other securities of the corporation lawfully issued for the purpose;

(g) To sell, lease, exchange, assign, transfer or otherwise dispose of any property, real or personal, belonging to the corporation whenever in the Board of Directors' judgment, the corporation's interest would thereby be promoted;

(h) To establish pension, bonus, profit-sharing, or other types of incentives or compensation plans for the employees, including officers and directors of the corporation and to determine the persons to participate in any such plans and the amount of their respective participation;

(i) To prosecute, maintain, defend, compromise or abandon any lawsuit in which the corporation or its officers are either plaintiffs or defendants in connection with the business of the corporation, and likewise, to grant installments for the payments or settlement of whatsoever debts are payment to the corporation;

(j) To delegate, from time to time, any of the powers of the Board of Directors which may lawfully be delegated in the course of the current business or businesses of the corporation to any standing or special committee or to any officer or agent and to appoint any persons to be agents of the corporation with such powers (including the power to sub-delegate), and upon such terms, as may be deemed fit; and

(k) To implement these by-laws and to act on any matter not covered by these by-laws, provided such matter does not require the approval or consent of the stockholders under any existing law, rules or regulations or any agreement among all the stockholders.

Section 2. Election and Term – The members of the Board of Directors shall be elected during each regular meeting of the stockholders and shall hold office for one (1) year and until their successors are elected and qualified.

Section 3. Vacancies – Any vacancy occurring in the Board of Directors other than by removal by the stockholders or by expiration of term, may be filled by the vote of at least a majority of the remaining directors, if still constituting a quorum, otherwise, the vacancy must be filled by the stockholders at a regular or at any special meeting of stockholders called for the purpose. A director so elected to fill a vacancy shall be elected only for the unexpired term of his predecessor in office.

Any directorship to be filled by reason of an increase in the number of directors shall be filled only by an election at a regular or special meeting of stockholders duly called for the purpose, or in the same meeting authorizing the increase of directors if so stated in the notice of the meeting.

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The vacancy resulting from the removal of a director by the stockholders in the manner provided by law may be filled by election at the same meeting of the stockholders without further notice, or at any regular or special meeting of stockholders called for the purpose, after giving notice as prescribed in these by-laws.

Section 4. Meetings – Regular meetings of the Board of Directors shall be held every March and November of the year in Tokyo, Japan, Manila, Philippines or in any other place agreed upon by the directors. Special meetings of the Board of Directors may be called by any director upon giving a written request to the other directors at least fourteen (14) days prior to the proposed date of the special meeting.

Section 5. Notice – Notice of the regular or special meeting of the Board of Directors, specifying the date, time and place of the meeting as well as the matters to be taken up during the meeting, shall be communicated by the Secretary to each director personally, or by telex, telegram, facsimile or by any written message at least fourteen (14) days prior to the scheduled meeting. Only matters set forth in the notice may be taken up and be the subject of motions or deliberations at such meeting. A director may waive this requirement either expressly or impliedly. If the required quorum is not met, the chairman of the meeting may re-convene the meeting to the following day in order to discuss the same agenda.

Section 6. Quorum – The presence of at least two-thirds of the members of the Board of Directors shall be required to constitute a quorum for transaction of business of the Corporation and the affirmative vote of a majority of the directors present shall be sufficient to carry a resolution into effect.

Section 7. Conduct of the Meetings – Meetings of the Board of Directors shall be presided over by the Chairman of the Board, or in his absence, the President, or if none of the foregoing is in office and present and acting, by any other director chosen by the Board. The Secretary shall act as secretary of every meeting but if the secretary is not present, the Chairman of the meeting shall appoint a secretary of the meeting.

ARTICLE IV

OFFICERS

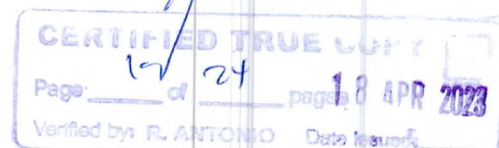
Section 1. Election/Appointment – Immediately after their election, the Board of Directors shall formally organize by electing the Chairman, the President, the Treasurer, the Secretary, and the General Manager.

The Board may also appoint one or more Vice-Presidents who shall be referred to as by-laws officers.

The Board may, from time to time, appoint such other officers as it may deem necessary or proper.

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Any two (2) or more positions may be held concurrently by the same person, except that no one shall act as President and Treasurer or Secretary at the same time.

Section 2. Chairman of the Board - The Chairman of the Board of Directors shall preside at the meetings of the directors and the stockholders. He shall also exercise such other powers and perform such duties as the Board of Directors may assign to him.

Section 3. President - The President, who shall be a director, shall be the Chief Executive Officer of the Corporation and shall also have administration and direction of the day-to-day business affairs of the corporation. He shall exercise the following functions:

(a) To preside over the meetings of the Board of Directors and of the stockholders in the absence of the Chairman of the Board of Directors;

(b) To initiate and develop corporate objectives and policies and formulate long range projects, plans and programs for the approval of the Board of Directors, including those for executive training, development and compensation;

(c) To have general supervision and management of the business affairs and property of the Corporation;

(d) To ensure that the administrative and operational policies of the Corporation are carried out under his supervision and control;

(e) Subject to guidelines prescribed by law, to appoint, remove, suspend or discipline employees of the Corporation, prescribe their duties, and determine their salaries;

(f) To oversee the preparation of the budgets and the statements of accounts of the Corporation;

(g) To prepare such statements and reports of the corporation as may be required of him by law;

(h) To represent the Corporation at all functions and proceedings;

(i) To execute on behalf of the Corporation all contracts, agreements and other instruments affecting the interests of the corporation which require the approval of the Board of Directors, except as otherwise directed by the Board of Directors;

(j) To make reports to the Board of Directors and stockholders;

(k) To sign certificates of stock; and

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(f) To perform such other duties as are incident to his office or are entrusted to him by the Board of Directors.

The President may assign the exercise or performance of any of the foregoing powers, duties and functions to any other officer(s), subject always to his supervision and control.

Section 4. The Vice-President(s) – If one or more Vice Presidents are appointed, he/they shall have powers and shall perform such duties as may from time to time be assigned to him/them by the Board of Directors or by the President.

Section 5. The Secretary – The Secretary must be a resident and a citizen of the Philippines. He shall be the custodian of and shall maintain the corporate books and records and shall be the recorder of the corporation's formal actions and transactions. He shall have the following specific powers and duties.

(a) To record or see to the proper recording of the minutes and transactions of all meetings of the directors and the stockholders and to maintain minute books of such meetings in the form and manner required by law;

(b) To keep or cause to be kept record books showing the details required by law with respect to the stock certificates of the corporation, including ledgers and transfer books showing all shares of the Corporation subscribed, issued and transferred;

(c) To keep the corporate seal and affix it to all papers and documents requiring a seal and to attest by his signature all corporate documents requiring the same;

(d) To attend to the giving and serving of all notices of the Corporation required by law or these by-laws to be given;

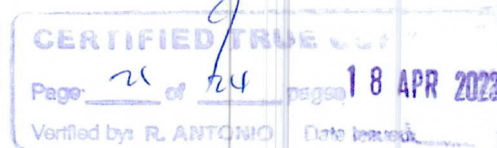
(e) To certify to such corporate acts, countersign corporate documents or certificates, and make reports or statements as may be required of him by law or by government rules and regulations;

(f) To act as inspector of the election of directors and, as such, to determine the number of shares of stock outstanding and entitled to vote, the shares of stock represented at the meeting, the existence of a quorum, the validity and effect of proxies, and to receive votes, ballots or consents, hear and determine all challenges and questions arising in connection with the right to vote, count and tabulate all votes, ballots or consents, determine the result, and do such acts as are proper to conduct the election or vote. The Secretary may assign the exercise or performance of any or all of the foregoing duties, powers and functions to any other person or persons, subject always to his supervision and control; and

(g) To perform such other duties as are incident to his office or as may be assigned to him by the Board of Directors or the President.

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Section 6. The Treasurer – The Treasurer of the Corporation shall be its chief fiscal officer and the custodian of its funds, securities and property. The Treasurer shall have the following duties:

- (a) To keep full and accurate accounts of receipts and disbursements in the books of the Corporation;
- (b) To have custody of, and be responsible for, all the funds, securities and bonds of the Corporation;
- (c) To deposit in the name and to the credit of the corporation, in such bank as may be designated from time to time by the Board of Directors, all the moneys, funds, securities, bonds and similar valuable effects belonging to the Corporation which may come under his control;
- (d) To render an annual statement showing the financial condition of the Corporation and such other financial reports as the Board of Directors, the Chairman, or the President may, from time to time require;
- (e) To prepare such financial reports, statements, certifications and other documents which may, from time to time be required by government rules and regulations and to submit the same to the proper government agencies; and
- (f) To exercise such powers and perform such duties and functions as may be assigned to him by the President.

Section 7. The General Manager – The General Manager shall be responsible for the day to day operations of the nickel refinery plant owned and operated by the Corporation and located in Bataraza, Rio Tuba, Palawan.

Section 8. Term of Office – The term of office of all officers shall be for a period of one (1) year and until their successors are duly elected and qualified. Such officers may, however, be sooner removed for cause.

Section 9. Vacancies – If any of the offices become vacant by reason of death, resignation, failure to qualify, disqualification or for any other cause, the Board of Directors, by majority vote, may elect a successor who shall hold office for the unexpired term.

Section 10. Compensation – The by-laws officers shall receive such remuneration as the Board of Directors may determine. All other officers shall receive such remuneration as the Board of Directors may determine upon recommendation of the President. A director shall not be precluded from serving the corporation in any other capacity as an officer, agent or otherwise, and receiving compensation therefor.

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ARTICLE V

OFFICES

Section 1. The principal office of the Corporation shall be located in the municipality of Bataraza, province of Palawan. The corporation may have such other branch offices, either within or outside the Philippines as the Board of Directors may designate or as the business of the Corporation may, from time to time, require.

ARTICLE VI

AUDIT OF BOOKS, DIVIDENDS AND FISCAL YEAR

Section 1. External Auditors – At the regular stockholders' meeting, the external auditor or auditors of the Corporation for the ensuing year shall be appointed. The external auditor or auditors shall examine, verify and report on the earnings and expenses of the corporation and shall certify the remuneration of the external auditor or auditors as determined by the Board of Directors.

Section 2. Fiscal Year – The fiscal year of the corporation shall begin on the 1st day of January and end on the last day of December each year.

Section 3. Dividends – Dividends shall be declared and paid out of the unrestricted retained earnings which shall be payable in cash, property, or stock to all stockholders on the basis of outstanding stock held by them, as often and at such times as the Board of Directors may determine and in accordance with law and applicable rules and regulations.

ARTICLE VII

AMENDMENTS

Section 1. These by-laws may be amended or repealed by the vote of the Board of Directors and the stockholders as set forth in Articles II and III hereof.

ARTICLE VIII

SEAL

Section 1. Form and Inscription – The corporate seal shall be determined by the Board of Directors.

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ARTICLE IX

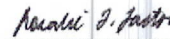
ADOPTION CLAUSE

The foregoing by-laws were adopted by all the stockholders of the corporation on March 27, 2002 at the principal office of the Corporation.

IN WITNESS WHEREOF, we, the undersigned stockholders present at said meeting and voting thereat in favor of the adoption of said by-laws, have hereunto subscribed our names this 27th day of March, 2002, at Makati City, Philippines.



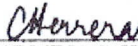
SIMEON KEN R. FERRER



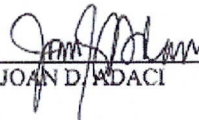
ROSALIE F. FACTOR



AMOR ROSELLE S. HERRERA



ANNA CARMINA S. HERRERA



JOAN D. ADACI

Coral Bay (By-Laws)Final.

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CERTIFIED TRUE COPY

 Page 21 of 24
 Verified by: R. ANTONIO Date: 18 APR 2023

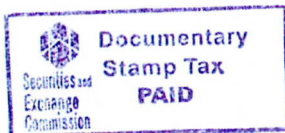
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Republic of the Philippines
SECURITIES and EXCHANGE COMMISSION

I hereby certify that (a) this is a true copy of the document stored in the SEC Official Records to which proper security measures were employed to ensure data integrity, consisting of Twenty Four (24) page(s); and (b) at all material times, the SEC System for Records Retrieval, Storage and Maintenance were operating in a manner that did not affect the integrity of the electronic document.

CORAL P. NICKEL Computer

Verified by: REINER S.J. ANTONIO Fees Php: 400 paid under
O.R. No. PMO040133-27 Dated: 18 APR 2023



Romeo B. Camano
ROMEO B. CAMANO
SEC Administrative Officer IV
Electronic Records Management Division
Information and Communication Technology Department

REPUBLIC OF THE PHILIPPINES
PHILIPPINE ECONOMIC ZONE AUTHORITY

Roxas Boulevard cor. San Luis St.
Pasay City

Certificate of Registration
No. 02-072

*This is to certify that the Philippine Economic Zone Authority,
pursuant to the provisions of Republic Act No. 7916, as amended, has duly
registered*

CORAL BAY NICKEL CORPORATION

as an

ECOZONE EXPORT ENTERPRISE

at the

RIO TUBA EXPORT PROCESSING ZONE

*subject to the representations and commitments set forth in its application
for registration, the provisions of the above law, the rules and regulations
promulgated thereunder, and the terms and conditions of the Registration
Agreement.*



*In testimony whereof, the seal of the
PEZA and the signature of the
DIRECTOR GENERAL are hereunto
affixed. Given at Manila, Philippines,
this 27th day of December 2002.*

LILIA B. DE LIMA
Director General

Attested by:

LUISITO A. TRINIDAD
Corporate Secretary



Principal Office: Rio Tuba Export Processing Zone,
Rio Tuba, Bataraza, Palawan, Philippines, 5306
Tel No. : +632 8548 7131
TIN: 005-961-540-00000
Business Style: Coral Bay Nickel Corporation
Mailing Address: 24/F NAC Tower 32nd Street,
Bonifacio Global City, Fort Bonifacio, Taguig City, Philippines, 1634
Tel No. : +632 8548-7110 Fax No. : +632-8856-3930

2000003189

Xiamen Dauntless Man Imp. & Exp. Co., Ltd.

Room 202, No.9 Qiaowen Li,

Siming District, Xiamen, China

T: 0086-592-5250-422

F: 0086-592-5250-422

FORM 04-S-PR-00-000-002 Rev.03

PURCHASE ORDER

Order No.: 4500150363

Payment Terms: 30 Days after Invoice Date

Date Required:
18 May 2023

P.O. Issuance Date:
20 Apr 2023

Deliver At:
PLANT SITE

Delivery Instructions:
EXW XIAMEN, china

Mark Package For:

Coral Bay Nickel Corp. PO#
FINAL DESTINATION RTEPZ
PEZA REG#02-072 DATED 27 DEC 2002
BOX # XX OF TOTAL # OF BOXES
Supplier's name Invoice #

Page No. 1/1

IMPORTANT: Please deliver the items specified in accordance with the instructions, terms and conditions set forth herein. Indicate in your delivery document our Purchase Order and Item Number.

Submit (3) copy of delivery receipt when making deliveries.

ITEM CODE	DESCRIPTION AND SPECIFICATION	QTY	UNIT	Unit Price	AMOUNT
70004717	Scaffolding Wooden Planksx 1-1/2" THICK X 8" WIDE X 10 FT LONG	150.000	EA	14.96	2,244.00
70004718	Scaffolding Wooden Planks1-1/2 THICK X 8"WIDE X8 FT LONG	150.000	EA	12.31	1,846.50
70004719	Scaffolding Wooden Planks1-1/2 THICK X 8" WIDE X 6 FT LONG	150.000	EA	9.85	1,477.50
70004720	Scaffolding Wooden Planks1-1/2 THICK X 8" WIDE X 5 FT LONG	150.000	EA	8.71	1,306.50
	Product Description: Douglas Fir Wooden Plank				
Charge Header	Header Disc. %			1.00%	68.76-
	QUOTATION REF. DATED APRIL 14, 2023				
	TOTAL	USD			6,805.74

We acknowledge receipt of this Purchase Order and agree to comply with all terms, conditions and instructions:
Acknowledgement - Vendor should send back this PO with signature by fax immediately. If there is no reply within three (3) days after issuance of PO, all of the conditions are regarded to be accepted by Vendor completely.
Delivery - Vendor should notify Purchaser directly and immediately if delivery date would not be met. Vendor shall compensate CBNC in full of whatever losses that may directly or indirectly result from delay (see note on liquidated damages).
Rejection - Purchaser reserves the right to reject/cancel items that may be found faulty or defective or not in conformity to specifications stated in this purchase order. Vendor shall reimburse CBNC for all prior payment and/or cost involved in returning such goods to Vendor.
Invoices - Vendors are requested to send their invoices promptly, otherwise delay in payment shall not be in the Purchaser's responsibility.
Secrecy - All information acknowledge through this PO shall be kept secret and confidential by Vendor and shall not at all time during the term of this agreement or thereafter be disclosed to third parties.

Coral Bay Nickel Corporation

Approved by:

Date:

APR 22 2023

Prepared by:

Rea Papa-Angelo

APR 21 2023

Supplier:

Date:

(Note: Please send back

PO after signing)



Principal Office: Rio Tuba Export Processing Zone,
Rio Tuba, Bataraza, Palawan, Philippines, 5306
Tel No. : +632 8548 7131
TIN: 005-961-540-00000
Business Style: Coral Bay Nickel Corporation
Mailing Address: 24/F NAC Tower 32nd Street,
Bonifacio Global City, Fort Bonifacio, Taguig City, Philippines, 1634
Tel No. : +632 8548-7110 Fax No. : +632-8856-3930

200003189

Xiamen Dauntless Man Imp. & Exp. Co., Ltd.
Room 202, No 9 Qiaowen Li,
Siming District, Xiamen, China

T: 0086-592-5250-422

F: 0086-592-5250-422

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Submit (3) copy of delivery receipt when making deliveries.

ITEM CODE	DESCRIPTION AND SPECIFICATION	QTY	UNIT	Unit Price	AMOUNT
70004717	Scaffolding Wooden Planksx 1-1/2" THICK X 8" WIDE X 10 FT LONG	275.000	EA	14.00	3,850.00
70004718	Scaffolding Wooden Planks1-1/2 THICK X 8"WIDE X8 FT LONG	50.000	EA	12.00	600.00
70004719	Scaffolding Wooden Planks1-1/2 THICK X 8" WIDE X 6 FT LONG	50.000	EA	9.20	460.00
70004720	Scaffolding Wooden Planks1-1/2 THICK X 8" WIDE X 5 FT LONG	50.000	EA	8.00	400.00
QUOTATION REF. DATED MARCH 27, 2023					
TOTAL		USD			5,310.00

We acknowledge receipt of this Purchase Order and agree to comply with all terms, conditions and instructions:
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Coral Bay Nickel Corporation

Approved by:

Date:

APR 13 2023

Prepared by:

Rea Papa-Angelo

APR 13 2023

Supplier:

Date: 2023. 4. 13

YIN WAK
PO after signing)

(Note: Please send back

PO after signing)

FORM 04-S-PR-00-000-002 Rev.03

PURCHASE ORDER

Order No.: 4500150033

Payment Terms: 30 days after delivery

Date Required:
27 Apr 2023

P.O. Issuance Date:
13 Apr 2023

Deliver At:

PLANT SITE

Delivery Instructions:

EXW-TIANJIN, CHINA

Mark Package For:

Coral Bay Nickel Corp. PO#

FINAL DESTINATION RTEPZ

PEZA REG#02-072 DATED 27 DEC 2002

BOX # XX OF TOTAL # OF BOXES

Supplier's name Invoice #

Page No. 1/1



Principal Office: Rio Tuba Export Processing Zone,
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Tel No. : +632 8548 7131
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2000003189
Xiamen Dauntless Man Imp. & Exp. Co., Ltd.
Room 202, No.9 Qiaowen Li,
Siming District, Xiamen, China
T: 0086-592-5250-422 F: 0086-592-5250-422

FORM 04-S-PR-00-000-002 Rev.03

PURCHASE ORDER

Order No.: **4500150363**

Payment Terms: 30 Days after Invoice Date

Date Required: 18 May 2023	P.O. Issuance Date: 20 Apr 2023
Deliver At: PLANT SITE	Delivery Instructions: EXW XIAMEN, china

Mark Package For:
Coral Bay Nickel Corp. PO# _____
FINAL DESTINATION RTEPZ
PEZA REG#02-072 DATED 27 DEC 2002
BOX # XX OF TOTAL # OF BOXES
Supplier's name Invoice # _____

Page No. 1/1

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Submit (3) copy of delivery receipt when making deliveries.

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Charge Header	Header Disc. % QUOTATION REF. DATED APRIL 14, 2023			1.00%	68.76-
	TOTAL	USD			6,805.74

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Rejection - Purchaser reserves the right to reject/cancel items that may be found faulty or defective or not in conformity to specifications stated in this purchase order. Vendor shall reimburse CBNC for all prior payment and/or cost involved in returning such goods to Vendor.
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Coral Bay Nickel Corporation

Approved by:  Date: **APR 22 2023**

Prepared by:  Date: **APR 21 2023**

Supplier:  Date: _____

(Note: Please send back PO after signing)





BOC
Form no.



Republic of the Philippines
DEPARTMENT OF FINANCE
BUREAU OF CUSTOMS

CERTIFICATE OF REGISTRATION

By issuance of this certificate, the application signifies agreement to the following conditions:

1. Compliance to CMO ____ (CMO) subsequent issuance governing Client Registration Application Processing
2. Non-repudiation of any declaration filed through the VASP
3. Recognition of TWM system information duly certified by its Administrator as valid and/or correct.

CCN	: IM0006105017
REGISTRATION DATE	: 2023-05-05
EXPIRY DATE	: 2024-05-04
TIN	: 005961540000
BUSINESS NAME	: CORAL BAY NICKEL CORPORATION
BUSINESS ADDRESS	: RIO TUBA EXPORT PROCESSING ZONE, RIO TUBA BATARAZA PALAWAN 5306 PHILIPPINES
TYPE OF BUSINESS	: Corporation
NATURE OF BUSINESS	: Non-ferrous smelting and refining, except precious metals
WHS/TSHD Code	: PZ-PALAWAN

This is to certify that the information provided herein is true and correct. Further, agreement to the conditions from the approval of this Application as noted above is hereby affirmed.

BOC DESIGNATED REGISTRATION OFFICER

Computer generated, signature is not required.

