



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
PICC Secretariat Bldg., PICC Complex
Pasay City, Metro Manila

COMPANY REG NO. CS202010911

CERTIFICATE OF INCORPORATION

KNOW ALL PERSONS BY THESE PRESENTS:

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

GOLDCODERS CORP.
DOING BUSINESS UNDER THE TRADE NAME
GOLDCODERS and THRIFTSHP APPS

were duly approved by the Commission on this date upon the issuance of this Certificate of Incorporation and By Laws in accordance with the Revised Corporation Code of the Philippines (Republic Act No. 11232), 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 issue, sell or offer for sale to the public, securities such as but not limited to, shares of stock, investment contracts, debt instruments and virtual currencies without a prior Registration Statement approved by the Securities and Exchange Commission; nor 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 certificate issuers or selling agents thereof; nor to operate a fiat money to virtual currency exchange. Neither does this Certificate constitute a permit to undertake activities for which other government agencies require a license or permit.

This Certificate **DOES NOT AUTHORIZE INVESTMENT SOLICITATION AND INVESTMENT-TAKING WITHOUT A SECONDARY LICENSE FROM THIS COMMISSION.**

As a registered corporation, it shall submit annually to this Commission the reports indicated at the back of this Certificate.

IN WITNESS WHEREOF, I have hereunto set my hand and caused the seal of this Commission to be affixed to this Certificate at PICC Secretariat Bldg., PICC Complex Pasay City, Metro Manila, Philippines, this day of 10, December, Twenty Twenty.



For SEC use only
J62090(PSIC as reserved)

DOCUMENTARY STAMP TAX PAID


GERARDO F. DEL ROSARIO
Director
Company Registration and Monitoring Department

SEC Reportorial and Monitoring Requirements for Domestic Corporations

DOCUMENT	FILING PERIOD
<p>General Information Sheet (GIS)</p> <p>The GIS should be certified and sworn to by the corporate secretary.</p>	<p>Within 30 calendar days from the date of the actual annual stockholders' or members' meeting:</p> <p>If unable to hold stockholders' or members' meeting for the calendar year not later than January 30 of the next calendar year</p> <p>All changes arising between annual meetings and those affecting information stated in the GIS shall be reflected in an amended GIS labeled as such and the changes clearly highlighted; the amended GIS shall be submitted within 30 calendar days after the occurrence or effectivity of such change.</p>
<p>Financial Statements (FS) stamped "received" by the Bureau of Internal Revenue</p> <p>Except as otherwise provided in Revised Corporation Code of the Philippines or in the rules issued by the Commission, every corporation, domestic or foreign, doing business in the Philippines shall submit to the Commission: (a) Annual financial statements audited by an independent certified public accountant: Provided, That if the total assets or total liabilities of the corporation are less than Six hundred thousand pesos (P600,000.00), the financial statements shall be certified under oath by the corporation's treasurer or chief financial officer</p> <p>Reference: SEC. 177. Reportorial Requirements of Corporations</p>	<p>Within 120 calendar days after the end of the fiscal year as specified in the By-laws</p>
<p>The FS of the domestic corporations, except banks and insurance companies, with annual gross sales or gross revenues of at least Php 5,000,000.00 shall also be submitted in electronic format (i.e. on diskettes or compact disk)</p>	<p>Within 30 days from the last day of submission of the FS</p>
<p>Stock and Transfer Book (for stock corporation) or Membership Book (for non-stock corporation)</p>	<p>Within 30 days from the date of the issuance of the Certificate of Incorporation</p>