

COVER SHEET

2 1 1 3 4
S.E.C. Registration Number

V I T A R I C H C O R P O R A T I O N

(Company's Full Name)

M A C A R T H U R H I G H W A Y A B A N G A N S U R
M A R I L A O B U L A C A N

(Business Address: No. Street City / Town / Province)

TERESITA RIMANDO
Contact Person

843-30-33 connecting all dept.
Company Telephone Number

1 2 - 3 1
Month Day
Fiscal Year

1 7 - C
Form Type

Last Friday of
June
0 6
Month Day

Secondary License Type. If Applicable

Dept. Requiring this Doc.

Amended Articles Number / Section

Total No. of Stockholders

Total Amount of Borrowings
Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

Document I. D.

LCU

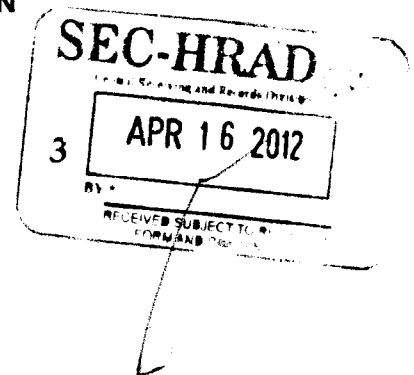
Cashier

STAMPS

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER



1. 16 April 2012
Date of Report (Date of earliest event reported)
2. SEC Identification Number 21134
3. BIR Tax Identification No. 000-234-398
4. VITARICH CORPORATION
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines [REDACTED] (SEC Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. MacArthur Highway , Abangan Sur, Marilao, Bulacan 3019
Address of principal office Postal Code
8. (632) 843-3033; 843-0237 to 47
Issuer's telephone number, including area code
9. Not applicable
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<u>Common Stock – Total Shares Issued and Outstanding</u>	<u>409,969,764 shares</u>

11. Indicate the item numbers reported herein: Item 9. Other Events

Item 9. Other Events

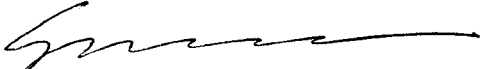
Please be informed that the Corporation's extension of corporate life for another fifty (50) years starting on July 31, 2012 has been approved by the Securities and Exchange Commission, attached hereto is the Certificate of Filing of Amended Articles of Incorporation dated March 30, 2012 issued by the Securities and Exchange Commission.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

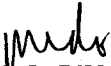
VITARICH CORPORATION

Issuer



JULIETA M. HERERRA

Controller



TERESITA C. RIMANDO

Alternate Corporate Information Officer

Date: 16 April 2012



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

COMPANY REG. NO. 21134

**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

VITARICH CORPORATION

[Amending Article IV by extending the term of its existence.]

copy annexed, adopted on June 25, 2010 by a majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company 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 set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 30th day of March, Twenty Twelve.




BENITO A. CATARAN
Director

Company Registration and Monitoring Department



**CERTIFICATE OF AMENDMENT
OF THE AMENDED ARTICLES OF INCORPORATION**

KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned Corporate Secretary and members of the Board of Directors of VITARICH CORPORATION (the "Corporation"), being more than a majority thereof, do hereby certify that:


1. The accompanying Amended Articles of Incorporation of the Corporation embodying the amendments to Article Fourth of the Amended Articles of Incorporation of the Corporation are true and correct copies of the Amended Articles of Incorporation;
2. The aforementioned amendments were approved by at least a majority of the Board of Directors of the Corporation during its regular meeting held on April 29, 2010; at its principal office; and
3. The abovementioned amendments were also approved by the affirmative vote of the stockholders owning or representing at least two-thirds (2/3) of the outstanding capital stock of the Corporation during the annual stockholders meeting held on June 25, 2010 at its principal office.


IN WITNESS WHEREOF, we have hereunto affixed our signatures this day of February 2012, here at Marilao, Bulacan.


ROGELIO M. SARMIENTO
Chairman/Director


JOSE M. SARMIENTO
Director


BENJAMIN I. SARMIENTO
Director


ANGELITO M. SARMIENTO
Director


MA. SOCORRO S. GATMAITAN
Director


LORENZO M. SARMIENTO, JR.
Director


CESAR L. LUGTU
Director


JOSE VICENTE C. BENGZON, III
Director


MA. LUZ S. ROXAS-LOPEZ
Director


MA. VICTORIA M. SARMIENTO
Director


TADEO F. HILADO
Corporate Secretary

REPUBLIC OF THE PHILIPPINES)
PROVINCE OF BULACAN)S.S.

SUBSCRIBED AND SWORN to before me this FEB 23 2012 of February 2012, hereat Marilao, Bulacan. Affiants who is personally known to me exhibited to me their identification cards as proof of their identities; that they are the same persons who personally signed before me the foregoing Certificate and acknowledged that they executed the same.

NAME	COMPETENT EVIDENCE OF IDENTITY
ROGELIO M. SARMIENTO	CTC No. 24323823/March 29, 2011 Marilao, Bulacan
LORENZO M. SARMIENTO, JR.	CTC No. 08736707 / FEB. 23, 2012 BAGYO, MARILAO, BULACAN
JOSE M. SARMIENTO	CTC No. 08736707 / FEB 23, 2012 BAGYO, MARILAO, BULACAN
CESAR L. LUGTU	CTC No. 06978509/ Jan. 5, 2012 City of Makati
BENJAMIN I. SARMIENTO	CTC No. 37265711/January 13, 2012 Pasig City
JOSE VICENTE C. BENGZON, III	CTC No. 03460033/January 12, 2012 Tanzaan City
ANGELITO M. SARMIENTO	CTC No. 35462706 / Jan. 11, 2012 San Jose Del Monte, Bulacan
MA. LUZ S. ROXAS-LOPEZ	CTC No. 11141500/January 18, 2012 Pasig City
MA. SOCORRO S. GATMAITAN	CTC No. 08736708 / FEB 23, 2012 BAGYO, MARILAO, BULACAN
MA. VICTORIA M. SARMIENTO	CTC No. 11150860/January 17, 2012 Pasig City
TADEO F. HILADO	CTC No. 21629762/March 3, 2011 City of Makati

UNC. NO. 99
CASE NO. 21
BOOK NO. 97
SERIES OF 2012

Renita D.C. Tuazon
RENITA D.C. TUAZON
NOTARY PUBLIC
UNTIL DECEMBER 31, 2012
ROLL NO. 47124
IBP LIFE NO. 591042 5/19/03
PTR NO. 0367233 1/2/12
TIN NO. 170-907-664

AMENDED ARTICLES OF INCORPORATION

OF

VITARICH CORPORATION
(Amended on 26 September 1994)

KNOW ALL MEN BY THESE PRESENTS:

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

AND WE HEREBY CERTIFY THAT:

FIRST: That the name of the Corporation shall be:

VITARICH CORPORATION

SECOND: That the said Corporation is formed for the following purposes:

PRIMARY

- 1) To carry on the business of manufacturing, preparing, processing, mixing and dealing in and with feeds, foodstuffs, grains and commodities of every

description for poultry, livestock and all kinds of animal feeding, and to conduct and carry on all business appertaining thereto.

SECONDARY

1) To engage in the coffee, sugar, coco fibers, coconut charcoal, ramie fibers, other industrial fibers, fresh coconuts, copra, organic and chemical fertilizer, soya bean, rice, corn and other agricultural products business, including the buying, storing, milling, transporting and selling in the Philippines, as well as exporting of these products; to deal in the by-products of these products and other agricultural products; and to own and operate related mills. (As amended on 27 April 1994).

2) To engage and conduct the business of breeding, raising, producing poultry, fowls, livestock and other kinds of animal for foodstuffs, and to maintain hatcheries, and also to operate any other business allied thereto;

3) To carry on the business of exporters and importers as principal factors, brokers, debtors, agents or commission merchant in respect to buying, selling, trading or dealing in any kind of goods, wares and merchandise;

4) To act as agent, representative, manager, attorney-in-fact, commission merchant or factor of any and all corporations, associations,

individuals, partnerships or firms organized, located or residing in the Philippines
or elsewhere in the world;

5) Subject to existing laws, to purchase or otherwise acquire, all or any part of the business, goodwill, right, property and assets and to assume or otherwise provide, for all or any part of the liabilities of any corporation, domestic or foreign, or of any association, partnership or individual; to take over as a going concern and continue any business so acquired; and to pay for such properties of business in cash, stocks of the corporation or otherwise;

6) XXXXXXXXXXXXXXXXXXXXXXXXXX
XXXXXXXXXXXXXXXXXXXXXXXXXX;XXXXXXXXXXXXXXXXXXXXXXXXX
XX
XX
xxxxxxx; (As amended on February 9, 1971);

7) To acquire by purchase or lease, or otherwise, lands and interests in land and to own, hold, improve, develop and manage any real estate so acquired, and to erect or cause to be erected structures and improvements on any lands owned, held or occupied by the Corporation;

8) To engage in business of realty brokerage and/or act as broker, or agent of any person, firm, corporation or association, both domestic and foreign for and in transactions involving or related to the acquisitions, sales, lease,

mortgage, administration, subdivision and development of lands and other realties and the improvements thereof;

9) To engage in manufacturing, mercantile or merchandising business in connection with the purposes herein contained and to that end, to acquire, own, hold and dispose of any and all property of any nature;

10) To engage in the acquisition, development and exploitation of agricultural, mineral and timber lands and in the production, processing, importing and exporting of agricultural, mineral and forest products and by-products and all other natural resources of whatever kind and nature.

11) To apply or obtain, register, lease or otherwise acquire and hold, use, own, operate, sell, assign or otherwise dispose of any trademarks, trade names, patents, inventions, improvements and processes acquired in connection with, or secured under letters patent of the Philippines, United States or other countries.

12) To acquire by purchase, loan, advances or otherwise and to invest in, hold, sell or otherwise dispose of, the stocks, bonds, or any interest in either, or any obligations or evidences of indebtedness of any other corporation or corporations, domestic or foreign, or the bonds or other obligations or evidences of indebtedness, of any person or persons, in the manner and to extent permitted by law, and while the owner of such stocks, bonds or other obligations

or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership;

13) To borrow money and to issue notes, bonds, debentures and evidence of indebtedness, of all kinds, whether secured by mortgage, pledge or otherwise and in general to make and perform agreements, and contracts of every kind and description, as may be deemed fit and subject to the requirements of the law;

14) In general, to do all and everything necessary, suitable or proper for the accomplishment of any of the purposes, the attainment of any of the objects, of the furtherance of any of the powers herein before set forth, either alone or in connection with other corporations, firms or individuals, and either as principals or agents, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes or powers or any of them;

15) To undertake, assume, secure, guarantee and/or act as surety, or guarantor jointly and solidarily with any person, corporation, partnership and/or entity on which this corporation has a lawful interest and for the latter's obligations, liabilities, indebtedness and undertakings contracted with any banking or lending institutions and for these purposes to pledge, mortgage and offer as collateral, corporate properties whether real or personal to secure the payment thereof without necessarily engaging in the business of suretyship. (As amended on October 20, 1975);

16) To engage in agricultural development and to acquire by lease or purchase, pasture and grazing lands owned by the government or private persons for raising cattle, hogs, fowls and other animals for human consumption; (As amended on December 28, 1967);

17) To engage in fishing business, whether fishing in private ponds, in the open seas and in such areas where fishing is permitted by law and to carry on this business within the limitation provided by law;

18) To engage in the business of receiving commodity for storage and to acquire, establish, maintain, operate and manage warehouses, bonded or unbonded, depots, bodegas and any form of storage facilities under the quedan system or otherwise to issue warehouse receipts, quedans; to insure commodities received for storage; to secure financing in undertaking such activity under the grains financing program or any other financing scheme from any bank or financing institutions; (As Amended on October 5, 1983)

19) To engage in consultancy and management relative to insurance whether life or non-life, and for this purpose, to receive, own, purchase, collect or otherwise acquire, obtain an interest in, hold or otherwise, manage the business of any corporation, partnership or entity as General Managers, Agents of Insurance Company doing business or authorized to do business in the Philippines; (As amended on November 14, 1985)

20) To engage in the business of commercially producing, applying, importing, exporting, distributing, repacking, selling, marketing, or otherwise dealing in or with any pesticides, chemicals, or other substances for pest control purposes; (As amended on February 9, 1988)

THIRD: That the principal office of the Corporation is to be established or located at Mac Arthur Highway, Brgy. Abangan Sur, Marilao, Bulacan; (As amended on 30 June 2006)

FOURTH: That the term of which said Corporation is to exist is for FIFTY (50) YEARS from and after the date of incorporation. Such term is extended for another FIFTY (50) YEARS from and after 31 July 2012, the expiry date of the Corporation's original term. (AS AMENDED ON JUNE 25, 2010)

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

<u>NAMES</u>	<u>RESIDENCES</u>
Feliciano S. Sarmiento	37 Valencia St., Q.C.
Lorenzo S. Sarmiento	Matina St., Davao City
Pablo S. Sarmiento	Cebu Avenue, Quezon City
Danilo P. Sarmiento	54 West Lawin St., Philamlife Quezon City
Eufrocina M. Sarmiento	Cebu Avenue, Quezon City

SIXTH: That the number of the Directors shall be eleven (11) to serve until their successors are elected and qualified as provided by the By-Laws:

<u>NAMES</u>	<u>RESIDENCES</u>
Feliciano S. Sarmiento	37 Valencia St., Q.C.
Lorenzo S. Sarmiento	Matina St., Davao City
Pablo S. Sarmiento	Cebu Avenue, Quezon City
Danilo P. Sarmiento	54 West Lawin St., Philamlife Quezon City
Eufrocina M. Sarmiento	Cebu Avenue, Quezon City

(As amended on February 6, 1970)

SEVENTH: That the authorized capital stock of the corporation is FIVE HUNDRED MILLION (P500,000,000) PESOS divided into FIVE HUNDRED MILLION (500,000,000) COMMON SHARES, with a par value of P1.00 per share. (As amended on April 27, 1977; on February 9, 1971; September 21, 1972; March 12, 1974; April 28, 1982; January 23, 1985; April 19, 1988; April 27, 1994; and 26 September 1994).

EIGHT: That the value of the capital stock which has been actually subscribed is ONE MILLION (P1,000,000.00) PESOS, and the following persons have subscribed for the number of shares and the amount of capital stock set out after their respective names:

Names	No. of Shares Subscribed	Amount of Capital Stock
Feliciano S. Sarmiento	3,000	P 300,000.00
Lorenzo S. Sarmiento	3,000	300,000.00
Pablo S. Sarmiento	3,000	300,000.00
Danilo P. Sarmiento	150	15,000.00
Luz M. Sarmiento	170	17,000.00
Eufrocina M. Sarmiento	170	17,000.00
Feliciano P. Sarmiento, Jr.	100	10,000.00
Delia S. Atizado	163	16,300.00
Angelina P. Sarmiento	44	4,400.00
Leonardo L. Sarmiento	163	16,300.00
Renato L. Sarmiento	40	4,000.00
	<u>10,000</u>	<u>P1,000,000.00</u>
	=====	=====

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

<u>Name</u>	<u>Amount of Capital</u>
Feliciano S. Sarmiento	P 75,000.00
Lorenzo S. Sarmiento	75,000.00
Pablo S. Sarmiento	75,000.00
Danilo P. Sarmiento	3,750.00
Luz M. Sarmiento	4,250.00
Eufrocina M. Sarmiento	4,250.00
Angelina P. Sarmiento	1,100.00
Feliciano P. Sarmiento, Jr.	2,500.00
Delia S. Atizado	4,075.00
Leonardo L. Sarmiento	4,075.00

Renato L. Sarmiento

1,000.00

P250,000.00

=====

TENTH: That Mr. Danilo P. Sarmiento 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 of the Corporation and that as such Treasurer, he has been authorized to receive for the Corporation and to receipt in its name all the subscriptions paid in by said subscribers.

ELEVENTH: All stockholders shall not be entitled to any pre-emptive rights with respect to all issuances or dispositions of shares of stock of any class of the Corporation. (As amended on 27 April 1994)

IN WITNESS WHEREOF, We have hereunto set our hands this 9th day of May 1962, in the City of Manila, Philippines.

(SGD.) FELICIANO S. SARMIENTO (SGD.) LORENZO S. SARMIENTO

(SGD.) PABLO S. SARMIENTO (SGD.) EUFROCINA M. SARMIENTO

Signed in the Presence of:

(SGD)

A true copy:

asm/11/18/65
tay/9/21/72
agp/3/28/74

lg1/22/68
agp/10/19/74
zsy/5/24/77

ecc/1/14/79
jrs/2/9/71
abl/6/15/88

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
) S.S.

BEFORE ME, a Notary Public for and in the _____, Philippines,
personally came and appeared:

Name	COMM. TAX NO.	DATE/PLACE ISSUED
FELICIANO S. SARMIENTO	A-1235185	Jan. 15, 1962 Manila
LORENZO S. SARMIENTO	A-2778051	Jan. 17, 1982 Davao
PABLO S. SARMIENTO	A-4551971	Feb. 17, 1962 San Jose Del Monte Bulacan
DANILO P. SARMIENTO	A-451965	Feb. 13, 1962 San Jose Del Monte Bulacan

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

I hereby certify that this document consists of twelve (12) pages including this page where the acknowledgement is written and pertains to the articles of incorporation of Vitarich Feed Mill, Inc., a domestic corporation and the witnesses and the Incorporators signed on the spaces indicated on page 5 hereof.

WITNESSES MY HAND AND SEAL, this 8th day of May 1962 at Manila,
Philippines.

(SGD.) A. T. PANTE
Notary Public
Until December 31, 1963

Doc. No. 152;
Page No. 12 ;
Book No. XIII;
Series of 1962;

A TRUE COPY

asm/11/18/65
tay/9/21/72
rsv/5/24/77
sbs/1/18/85

lsg/1/22/68
agp/3/28/74
fam/6/22/79
mtm/11/14/85

edc/1/15/90
agp/10/19/74
abs/10/5/83
abl/6/15/88