



Republic of the Philippines
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila

NOTICE

TO: ALL INDEPENDENT DIRECTORS
RE: CERTIFICATE OF QUALIFICATION

To promote meaningful compliance with Section 38 of the Securities Regulation Code (SRC), the Securities and Exchange Commission, in its meeting on September 20, 2006, resolved to require all independent directors to submit a certification, under oath, that they possess all the qualifications and none of the disqualifications provided for in the SRC and its Implementing Rules and Regulations.

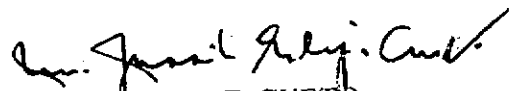
The certification shall, among others, contain an enumeration of the independent director's affiliations or positions in all organizations, corporate or otherwise, that may directly or indirectly give rise to a conflict of interest or violate SRC Rule 33. The pro forma certification attached to this Notice shall be used for this purpose.

Incumbent independent directors shall submit the certification to the Commission not later than December 31, 2006. Thereafter, the certification shall be submitted within 30 days from the date of election or appointment to the said position or, where applicable, together with SEC Form 20-IS and SEC Form 17-C relative to the election or appointment of independent directors to the board of directors.

This requirement shall take effect immediately.

Signed this 20th day of October 2006.

Mandaluyong City, Metro Manila.


MA. JUANITA E. CUETO
Officer-in-charge

CERTIFICATION OF INDEPENDENT DIRECTORS

I, _____, Filipino, of legal age and a resident of _____, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of _____.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of _____, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
5. I shall inform the corporate secretary of _____ of any changes in the abovementioned information within five days from its occurrence.

Done, this ____ day of _____, at _____.

Affiant

SUBSCRIBED AND SWORN to before me this ____ day of _____ at _____, affiant personally appeared before me and exhibited to me his/her Community Tax Certificate No. _____ issued at _____ on _____.

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of _____;