

43rd FLOOR ROBINSONS EQUITABLE TOWER ADB AVE. COR. POVEDA RD. ORTIGAS CENTER, PASIG CITY TEL. NO.: 633-7631 to 40, 240-8801 FAX NO.: 633-9207, 240-9106

January 25, 2012

## PHILIPPINE STOCK EXCHANGE, INC.

3<sup>rd</sup> Floor, Philippine Stock Exchange Ayala Triangle, Ayala Avenue Makati City

Attention: Ms. Janet A. Encarnacion

Head, Disclosure Department

### PHILIPPINE DEALING AND EXCHANGE CORP.

37/F, Tower 1, The Enterprise Center 6766 Ayala Avenue corner Paseo de Roxas, Makati City

Attention: Mr. Cesar B. Crisol

President and Chief Operating Officer

#### Gentlemen:

Please find attached a copy of the Certification dated January 24, 2012 issued by the Compliance Officer of JG Summit Holdings, Inc. ("Company") regarding the compliance by the Company with the Manual of Corporate Governance for the year 2011.

Thank you.

Very truly yours,

ROSALINDA F. RIVERA

Corporate Secretary





# SECURITIES AND EXCHANGE COMMISSION

SECBuilding, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines Tel:(632)726-0931 to 39 Fax:(632)725-5293 Email: mis@sec.gov.ph

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## **COVER SHEET**

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43rd FLOOR ROBINSONS EQUITABLE TOWER ADB AVE. COR. POVEDA RD. ORTIGAS CENTER, PASIG CITY TEL. NO.: 633-7631, 637-1670, 240-8801 FAX NO.: 633-9387 OR 633-9207

January 24, 2012

### MS. JUSTINA F. CALLANGAN

Director Corporation Finance Department Securities and Exchange Commission SEC Building, EDSA Mandaluyong City

Dear Ms. Callangan,

Please see attached Certification of Compliance with the Company's Manual for Corporate Governance for the year 2011.

Thank you.

Very truly yours,

DIOSDADO R. VALDEZ Compliance Officer



43rd FLOOR ROBINSONS EQUITABLE TOWER ADB AVE. COR. POVEDA RD. ORTIGAS CENTER, PASIG CITY TEL. NO.: 633-7631, 637-1670, 240-8801 FAX NO.: 633-9387 OR 633-9207

#### CERTIFICATION

I, DIOSDADO R. VALDEZ, of legal age and with office address at 43rd Floor, Robinsons Equitable Tower, ADB Avenue cor. Poveda Road, Ortigas Center, Pasig City, after being sworn to in accordance with the law, depose and state that:

- I am the incumbent Compliance Officer of JG Summit Holdings, Inc. (the "Company"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at 43rd Floor, Robinsons Equitable Tower, ADB Avenue Cor. Poveda Road, Ortigas Center, Pasig City;
- In 2011, the Company substantially adopted the provisions of the Manual on Corporate Governance as prescribed by SEC Memorandum Circular No. 2, Series of 2002, as amended by SEC Memorandum Circular No. 6, Series of 2009;
- I am issuing this Certificate in compliance with the requirement of the Securities and Exchange Commission on the annual reporting on the Company's compliance with the Corporate Governance.

IN WITNESS WHEREOF, I have signed this Certificate this \_\_\_\_ day of January 2012 at Pasig City, Philippines.

> DIOSDADO R. VALDEZ Compliance Officer

Countersigned by

LANCE Y. GOKONGWEI

President

SUBSCRIBED AND SWORN TO before me this JAN 2 4 2012 nes, affiant exhibiting to me Passport 11 day of January 2012 at PASIS CITY Philippines, affiant exhibiting to me Passport No. XX0894725 issued by the Department of Foreign Affairs on April 11, 2008.

WITNESS my hand and notarial seal on the date and place above written.

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BOOK NO. V

SERVIES OF 2012

ATTY. ROMUALD C. PADILLA

NOTARY PUBLIC

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> Roll of Attorneys No. 54298 TIN 170-266-059