

# COVER SHEET

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 S.E.C. Registration Number

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 (Company's Full Name)

4	F		B	e	n	p	r	e	s		B	u	i	l	d	i	n	g		M	e	r	a	l	c	o		A	v
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 (Business Address: No. Street City/Town/Province)

ENRIQUE I. QUIASON
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 Contact Person

631 09 81
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 Company Telephone Number

### COMPLIANCE ON CORPORATE GOVERNANCE

1	2
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 Month

3	1
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 Day

Fiscal Year
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 FORM TYPE

0	5
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 Month

1	8
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 Day

Annual Meeting

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 Secondary License Type, If Applicable

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 Dept. Requiring this Doc.

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 Amended Articles Number/Section

Total Amount of Borrowings

Domestic	Foreign

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 Total No. of Stockholders

To be accomplished by SEC Personnel concerned

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 File Number

\_\_\_\_\_ LCU

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 Document I.D.

\_\_\_\_\_ Cashier

STAMPS

Remarks = pls. Use black ink for scanning purposes

**CERTIFICATION**

I, **ENRIQUE I. QUIASON**, being the Acting Compliance Officer for Corporate Governance of **ABS-CBN HOLDINGS CORPORATION** (the "Corporation"), pursuant to the provisions of the Corporation's Corporate Governance Manual (the "Manual") required under Securities and Exchange Commission Memorandum Circular No. 2 dated April 5, 2002, hereby certifies that:

1. Compliance with SEC Memorandum Circular No. 2 dated April 5, 2002, as well as all relevant circulars on Corporate Governance have been monitored.
2. Except as stated in paragraph 4 herein, the Corporation, its directors, officers and employees complied with the leading practices on good corporate governance as embodied in the Manual.
3. The Corporation also complied with the appropriate performance self-assessment and performance evaluation system to determine and measure compliance with the Manual.
4. The following are the major deviations from the adopted Manual:

Please refer to our letter dated July 31, 2003, explaining why certain provisions of SEC Circular No. 2 dated April 5, 2002 are not applicable to ABS-CBN Holdings Corporation. There is no major deviation from the adopted Manual in relation to all the other provisions that are applicable to ABS-CBN Holdings Corporation.


IN WITNESS WHEREOF, I have hereunto set my hand this 21<sup>st</sup> day of January, 2010 at Pasig City, Metro Manila.



**ENRIQUE I. QUIASON**  
Acting Compliance Officer

Subscribed and sworn to before me this 21<sup>st</sup> day of January, 2010 at Pasig City, Metro Manila, affiant personally known to me and exhibiting to me his Passport No. XX3587386 expires on April 27, 2014 issued at Manila, Philippines and with SSS No. 03-1539111-6 as his competent evidence of identity.

Doc. No. 407 ;  
Page No. 89 ;  
Book No. L ;  
Series of 2010.



**KRISTINA V. LAGULA**  
NOTARY PUBLIC  
FOR AND IN THE CITY OF PASIG, TAGUIG AND  
SAN JUAN AND IN THE MUNICIPALITY OF PATEROS  
UNTIL DECEMBER 31, 2010  
PTR NO. 5410922; 5/8/09; PASIG CITY  
IBP NO. 788229; 4/16/09; RSM  
ROLL NO. 57017/APPOINTMENT NO. 173 (2009-2010)  
21/F Robinsons-Equitable Tower  
4 ADB Ave. cor. Poveda St.  
1605 Ortigas Center, Pasig City