

31 January 2012

**THE PHILIPPINE STOCK EXCHANGE, INC.**

3/F Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue, Makati City

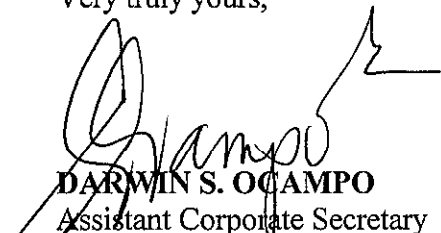
Attention: Ms. Janet A. Encarnacion  
Head, Disclosure Department

Gentlemen:

In compliance with the Exchange's continuing disclosure requirements we transmit herewith the Certification on the Manual on Corporate Governance and the Attendance of the Board of Directors Meeting held for 2011 filed with the Securities and Exchange Commission.

Thank you for your kind attention.

Very truly yours,

  
**DARWIN S. OCAMPO**  
Assistant Corporate Secretary

Encl.: a/s



101272012001944



## SECURITIES AND EXCHANGE COMMISSION

SEC Building, 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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### Company Representative

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### Company Information

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SEC Registration No. AS92007059  
Company Name I VANTAGE CORP.  
Industry Classification  
Company Type Stock Corporation

### Document Information

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Department CED/CFD/CRMD/MRD/NTD  
Remarks CERTIFICATION



## CERTIFICATION

**MA. ANGELICA D. CABANIT**, of legal age, Filipino, with office address at 20/F East Tower, Philippine Stock Exchange Center, Exchange Road, Ortigas Center, Pasig City, Metro Manila, under oath, does hereby certify that:

1. She is the Acting Compliance Officer of **VANTAGE EQUITIES, INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines, with principal office at 27/F East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, Metro Manila;
2. In 2011, the Corporation substantially adopted all the provisions of the Revised Code of Corporate Governance, as prescribed by Securities and Exchange Commission (SEC) Memorandum Circular No. 6, Series of 2009;
3. The Corporation, its directors, officers and employees complied with all the leading practices and principles on good corporate governance as embodied in the Corporation's Manual of Corporate Governance;
4. During the same year, the Corporation did not deviate from the provisions of the said Code;
5. All members of the Board of Directors as well as Senior Management officers completed and were duly certified to have attended a special seminar on Corporate Governance; and
6. This Certificate is issued in compliance with the requirement of the SEC on the annual reporting on the Corporation's compliance with the Revised Code of Corporate Governance.

IN ATTESTATION OF THE ABOVE, this Certificate has been signed this JAN 27 2012 day of January 2012 at Pasig City, Metro Manila.

  
**MA. ANGELICA D. CABANIT**  
Acting Compliance Officer


Countersigned By:

  
**EDMUNDO MARCO P. BUNYL, JR.**  
President

SUBSCRIBED AND SWORN to before me this JAN 27 2012 day of January 2012 at Pasig City, affiant exhibited to me her Social Security System No. 03-9748697-1 and Voter's Identification No. 7604-1023A-J2868MDC20001-5.

Doc. No. 239 ;  
Page No. 49 ;  
Book No. 1 ;  
Series of 2012.

f:\data\clients\213\corp\mise\2011 certificate (corp. governance).doc  
213-2-04ABKTUCNDSO\lyn

  
**EVAN E. DONASIAN**  
Notary Public for and in the Cities of Pasig, Taguig  
San Juan and Municipality of Pateros  
Appointment No. 116 (2011-2012)  
Commission Expires on December 31, 2012  
2704 East Tower, Philippine Stock Exchange Centre  
Exchange Road, Ortigas Center Pasig City 1605  
PTR No. 7545998 / 01.04.2012 / Pasig  
IBP No. 898808 / 12.27.2011 / Sorsogon  
Roll No. 58957



101272012001938



# SECURITIES AND EXCHANGE COMMISSION

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Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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Department CED/CFD/CRMD/MRD/NTD  
Remarks SECRETARY'S CERTIFICATE

# COVER SHEET

A S 0 9 2 0 0 7 0 5 9

S.E.C. Registration Number

V A N T A G E E Q U I T I E S I N C .

F O R M E R L Y I V A N T A G E C O R P .

(Company's Full Name)

2 7 / F E A S T T O W E R , P S E C E N T R E

E X C H A N G E R O A D , O R T I G A S P A S I G

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

DARWIN S. OCAMPO

Contact Person

632-09-05

Company Telephone Number

1 2      3 1

Month      Day  
Fiscal Year

LAST FRIDAY OF JUNE

Month      Day

Annual Meeting

S E C . C E R T . - 2 0 1 1 B O D A T T E N D A N C E

FORM TYPE

Secondary License Type, If Applicable

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Dept. Requiring this Doc.

Amended Articles Number/Section

Amended Articles Number/Section

Total No. of Stockholders

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Domestic

Foreign

Foreign

To be Accomplished by SEC Personnel concerned

File Number

File Number

LCU

LCU

Document I.D.

Document I.D.

Cashier

Cashier

STAMPS

STAMPS

Remarks = pls. use black ink for scanning purposes


REPUBLIC OF THE PHILIPPINES)  
PASIG CITY, METRO MANILA ) S.S.

**SECRETARY'S CERTIFICATE**

**DARWIN S. OCAMPO**, of legal age, Filipino, with office address at 2704 East Tower, Philippine Stock Exchange Centre, Exchange Road, Ortigas Center, Pasig City, Metro Manila, being the Assistant Corporate Secretary of **VANTAGE EQUITIES, INC.** (the "Corporation"), a corporation duly organized and existing under the laws of the Philippines, under oath, does hereby certify that the following members of the Board of Directors of the Corporation were present (✓) / absent (-) during the meetings of the Board of Directors of the Corporation for the year 2011, to wit:

Name of Directors	Date of Meeting (2011)									
	Jan. 6	Mar. 10	Apr. 25	May 12	June 27	July 13 <sup>1</sup>	Aug. 15	Sept. 26	Nov. 9	Dec. 19
Edmundo P. Bunyi, Jr	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Ignacio B. Gimenez	✓	✓	✓	✓	✓	✓	✓	✓	-	✓
Roberto Z. Lorayes	✓	-	✓	-	-	✓	✓	-	-	✓
Violeta O. Luym	✓	✓	✓	✓	✓	n/a <sup>2</sup>	n/a	n/a	n/a	n/a
Willy N. Ocier	-	-	-	-	✓	✓	-	-	✓	✓
Joseph L. Ong	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Antonio R. Samson	✓	✓	✓	✓	✓	✓	✓	-	✓	✓
Valentino C. Sy	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Wilson L. Sy	✓	✓	-	✓	✓	✓	✓	✓	✓	✓
Gregorio Y. Kilayco	n/a	n/a	n/a	n/a	n/a	- <sup>3</sup>	-	✓ <sup>4</sup>	✓	✓

IN ATTESTATION OF THE ABOVE, this Certificate was signed this JAN 27 2012 day of January 2012 at Pasig City, Metro Manila.

  
**DARWIN S. OCAMPO**  
Assistant Corporate Secretary

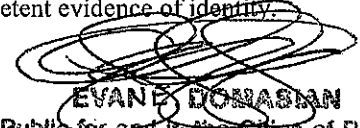
Countersigned by:

  
**VALENTINO C. SY**  
Chairman

SUBSCRIBED AND SWORN to before me this JAN 27 2012 day of January 2012 at Pasig City, Metro Manila, affiant exhibiting his Community Tax Certificate No. 00002527 issued on 05 January 2012 at Quezon City and his TIN No. 402-304-300 as his competent evidence of identity.

Doc. No. 240 ;  
Page No. 49 ;  
Book No. I ;  
Series of 2012.

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213-2-00\ABKTUCNDSO\yn

  
**EVANS DONASIAN**  
Notary Public for and in the Cities of Pasig, Taguig  
San Juan and Municipality of Pateros  
Appointment No. 216 (2011-2012)  
Commission Expires on December 31, 2012  
2704 East Tower, Phil. Stock Exchange Centre  
Exchange Road, Ortigas Center Pasig City 1606  
PTR No. 7545978 / 04.04.2012 / Pasig  
IBP No. 845809 / 02.23.2011 / Sorsogon  
Roll No. 58967

<sup>1</sup> This was the Organizational Meeting of the Board of Directors for the year.

<sup>2</sup> Ms. Luym ceased to a member of the Board of Directors as of this meeting.

<sup>3</sup> Mr. Kilayco became a member of the Board of Directors as of this meeting.

<sup>4</sup> Mr. Kilayco attended via teleconference.