

January 25, 2013

**THE DISCLOSURE DEPARTMENT**  
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 reportorial requirements which are required to be submitted to the Securities and Exchange Commission (SEC) and the Philippine Stock Exchange, attached is the certification as to the attendance of the members of the Board of Directors of BDO Leasing and Finance, Inc. during the board meetings from January 2012 to December 2012 countersigned by Chairperson Teresita T. Sy, and pursuant to the provision of the SEC's Code of Corporate Governance.

Thank you very much.

Very truly yours,



**RODOLFO M. CARLOS JR.**  
Compliance Officer

BDO Leasing & Finance, Inc.  
BDO Leasing Centre  
Corinthian Gardens, Ortigas Avenue  
Quezon City, Philippines  
Tel +63(2) 635 6416  
Fax +63(2) 635 5811, 635 5805, 635 3898



BDO Leasing

### COVER SHEET

0 9 7 8 6 9

SEC Registration Number

B D O L E A S I N G A N D F I N A N C E , I N C .

(Company's Full Name)

B D O L E A S I N G C E N T R E

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

O R T I G A S A V E . , Q U E Z O N C I T Y

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

MR. RODOLFO M. CARLOS, JR.

(Contact Person)

(632) 6356416

(Company Telephone Number)

1 2 3 1

Month Day  
(Fiscal Year)

CERTIFICATION OF THE BOARD OF  
DIRECTORS' ATTENDANCE FOR THE  
YEAR 2012

(Form Type)

ANY DATE IN APRIL

(Annual Meeting)

N/A

(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowing

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks Please use BLACK ink for scanning purposes

January 22, 2013

SECURITIES AND EXCHANGE COMMISSION  
SEC Building  
E Delos Santos Avenue  
Mandaluyong City

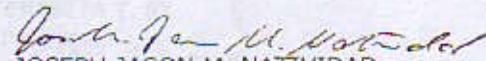
Attention: ATTY. JUSTINA F. CALLANGAN  
Director

Gentlemen:

We are pleased to submit the certification as to the attendance of the members of the Board of Directors of **BDO Leasing and Finance, Inc.** (formerly PCI Leasing and Finance, Inc.) during the board meetings from January 2012 up to December 2012 pursuant to the provision of the Securities and Exchange Commission's Code of Corporate Governance.

Thank you.

Very truly yours,

  
JOSEPH JASON M. NATIVIDAD  
Corporate Secretary

/emb

Enc. as stated.

:bdo/certification of attendance.doc

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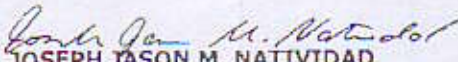
[www.bdo.com.ph](http://www.bdo.com.ph)

## CERTIFICATION

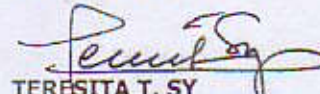
Based on records, I hereby certify that the members of the Board of Directors of **BDO LEASING AND FINANCE, INC.** have attended the regular/special meetings thereof as well as the organizational meeting of the said Board from January 2012 up to December 2012 as follows:

Name of Director	Position	No. of meetings attended (15 meetings)	Date of election/appointment/resignation	Remarks
Teresita T. Sy	Chairperson	12		incumbent
Roberto E. Lapid	Vice Chairman	15		incumbent
Georgiana A. Gamboa	President	14		incumbent
Jesse H. T. Andres	Independent Director	14		incumbent
Antonio N. Cotoco	Director	11		incumbent
Ma. Leonora V. De Jesus	Independent Director	14		incumbent
Luis S. Reyes, Jr.	Director	08	elected April 18, 2012 (annual stockholders)	incumbent
Nestor V. Tan	Director	12		incumbent
Jesus G. Tirona	Independent Director	14		incumbent
Exequiel P. Villacorta, Jr.	Director	15		incumbent
Walter C. Wassmer	Director	14		incumbent
Gerard Lee B. Co	Director	04	resigned effective October 31, 2012	
Antonio A. Henson	Director	10	resigned effective October 31, 2012	
Edmundo L. Tan	Director	13	resigned effective October 31, 2012	
Evelyn L. Villanueva	Director	12	resigned effective October 31, 2012	

BY:

  
**JOSEPH JASON M. NATIVIDAD**  
 Corporate Secretary

COUNTERSIGNED BY:

  
**TERESITA T. SY**  
 Chairperson

JAN 21 2013

**SUBSCRIBED AND SWORN** to before me this \_\_\_ day of \_\_\_\_\_, in the City of Makati, Philippines, affiant exhibited to me their community tax certificate no., date and place issued, and one identification document issued by a government office:


Name	CTC No./Place & Date Issued	Other IDs
Teresita T. Sy	17339257/City of Manila/9 Feb 2012	Passport No. EB0826424 issued at DFA-Manila which expires on 24 August 2015
Joseph Jason M. Natividad	21895057/Makati City/29 March 2012	Driver's License No. C05-89-038680 issued on 06 September 2011 which expires on 02 September 2014

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal on the date and at the place first abovementioned.

Doc. No.: 123  
 Page No.: 1  
 Book No.: I  
 Series of 2013.

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 Quezon City, Philippines  
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www.bdo.com.ph

**NOTARY PUBLIC**  
  
**Atty. CLAUDE ALBERT D. MORALES**  
 Notary Public for Makati City, Philippines  
 Notary Public No. 16-392  
 14/F BDO Leasing & Finance BDO Corporate Center  
 7800 Ortigas Avenue, Makati City  
 1200  
 ISP No. 16-392, Quezon City  
 PTR No. 16-392, Makati City  
 MCLC Registration No. 2012-193, 4/14/2010