

ANNEX

A

COVER SHEET

0 9 7 8 6 9

S.E.C. 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 . C . M . M .

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

GEORGIANA A. GAMBOA

Contact Person

(632) 635-6416

Company Telephone Number

1 2 3 1

Month Day
Fiscal Year

CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTORS

FORM TYPE

any day in April of every year as determined by the BOD

Annual Meeting

N/A

Secondary License Type, If Applicable

CFD

Dept. Requiring this Doc

Amended Articles Number / Sec.

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

File Number

LCU

Document I.D.

Document I.D.

Cashier

STAMPS



CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR


I, **LEONORA V. DE JESUS**, Filipino, of legal age and with postal address at c/o the 14th Floor, North Tower, BOD Corporate Center, 7899 Makati Avenue, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **BDO LEASING AND FINANCE, INC. ("BDOLF")**
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
University of the Philippines	Professional Lecturer	June 1, 2004 – present
BDO Capital & Investment Corporation	Independent Director	August 28, 2010 - present
BDO Elite Savings Bank, Inc.	Independent Director	August 24, 2009 - present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of BDOLF, 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 BDOLF of any changes in the abovementioned information within five days from its occurrence.

Done, this ___ day of APR 28 2011, at Makati City, Philippines.


MA. LEONORA V. DE JESUS
 Affiant

SUBSCRIBED AND SWORN TO BEFORE ME this APR 29 day of 20 2011 at Makati City, Philippines, affiant exhibiting to me her Driver's License No. X01-81-006050 issued on December 29, 2010 with validity up to December 29, 2013, and her Passport No. XX3249775 issued on March 16, 2009 at DFA-Manila and is valid up to March 15, 2014.

ATTY. GERVACIO B. ORTIZ JR.
 NOTARY PUBLIC FOR MAKATI CITY
 UNTIL DECEMBER 31, 2011
 NOTARY PUBLIC
 ROLL OF ATTORNEY 40091
 MCLE COMPLIANCE NO. III-0014282
 NO. 636155 - LIFETIME MEMBER
 O. 2641658 JAN. 3, 2011 MAKATI CITY

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 Book No. XIV ;
 Series of 2011.



CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR

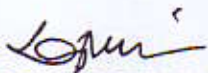
I, **JESUS G. TIRONA**, Filipino, of legal age and residing at No. 14 Fabian de la Rosa St., Loyola Heights, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **BDO LEASING AND FINANCE, INC. ("BDOLF")**
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Banco De Oro Unibank, Inc.	Adviser to the Board	July 27, 2007 – present
BDO Capital & Investment Corporation	Independent Director	Aug. 7, 2007 – present
Armstrong Securities, Inc.	Independent Director	May 24, 2006 – present
BDO Foundation, Inc. (non-stock, non-profit organization)	Trustee	January 9, 2010 - present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of BDOLF, 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 BDOLF of any changes in the abovementioned information within five days from its occurrence.

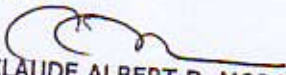
Done, this _____ day of APR 27 2011, at Makati City, Philippines.

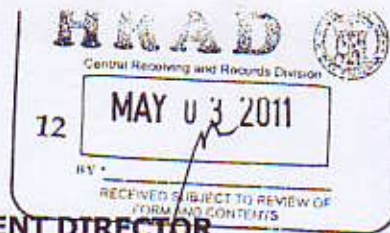

JESUS G. TIRONA
Affiant

SUBSCRIBED and sworn to before me this _____ day of 28 APR 2011, in the City of _____, Philippines, affiant exhibited to me his Community Tax Certificate No. 24922615 issued on April 12, 2011 at Quezon City, and his Passport No. EB0205886 issued on 12 May 2010 at DFA – Manila and is valid up to 11 May 2015.

NOTARY PUBLIC

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Page No. 19 ;
Book No. I ;
Series of 2011.


Atty. CLAUDE ALBERT D. MORALES
Appointment No. M-556
Notary Public until 31 December 2011
14/F BDO North Tower, BDO Corporate Center
7899 Makati Avenue, Makati City
Roll No. 48394
IBP No. 842067, 1/3/2011, Quezon City
PTR No. 2642915, 1/3/2011, Makati City
MCLE Compliance No. III-0012193, 4/14/2010



CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR

I, **JESSE H. T. ANDRES**, Filipino, of legal age and residing at No. 39 Mt. Rainer Street, Mountainview Village, New Marikina Subdivision, Marikina City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **BDO LEASING AND FINANCE, INC. ("BDOLF")**
2. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of BDOLF, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
3. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
4. I shall inform the corporate secretary of BDOLF of any changes in the abovementioned information within five days from its occurrence.

Done, this ____ day of _____ 2011, at _____, Philippines.

JESSE H. T. ANDRES
Affiant

SUBSCRIBED AND SWORN TO BEFORE ME this 29 day of APR 2011 at Makati City, Philippines, affiant exhibiting to me his Community Tax Certificate No. 16614218 issued at Pasay City on January 20, 2011, and his Driver's License No. N02-83-051929 issued on LTO East Avenue, Quezon City with validity up to July 18, 2013.

NOTARY PUBLIC

Atty. CLAUDE ALBERT D. MORALES
Appointment No. M-556

Notary Public until 31 December 2011
14/F BDO North Tower, BDO Corporate Center
7889 Makati Avenue, Makati City

IBP No. 842007, Issued in Quezon City
PTR No. 2642915, Issued in Makati City
MCLE Compliance No. 40012193, 4/14/2010

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Book No. I ;
Series of 2011.