

## STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

### SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills  
Mandaluyong City

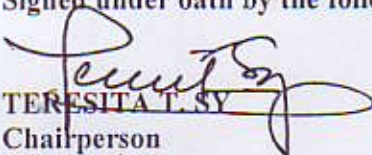
The management of BDO Leasing and Finance, Inc. is responsible for all information and representations contained in the financial statements for the years ended December 31, 2008 and 2007. The financial statements have been prepared in conformity with Philippine Financial Reporting Standards (PFRS) and reflect amounts that are based on the best estimates and informed judgment of management with an appropriate consideration to materiality.

In this regard, management maintains a system of accounting and reporting which provides for the necessary internal controls to ensure that transactions are properly authorized and recorded, assets are safeguarded against unauthorized use or disposition and liabilities are recognized. The management likewise discloses to the company's audit committee and to its external auditor: (i) all significant deficiencies in the design or operation of internal controls that could adversely affect its ability to record, process, and report financial data; (ii) material weaknesses in the internal controls; and (iii) any fraud that involves management or other employees who exercise significant roles in internal controls.

The Board of Directors reviews the financial statements before such statements are approved and submitted to the stockholders of the company.

Punongbayan & Araullo, the independent auditors appointed by the stockholders, has examined the financial statements of the company in accordance with Philippine Standards on Auditing and has expressed its opinion on the fairness of presentation upon completion of such examination, in its report to the Board of Directors and stockholders.

Signed under oath by the following:

  
TERESITA T. SY  
Chairperson

  
ROBERTO E. LAPID  
President


  
CORAZON S. CHIU  
Comptroller

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

SUBSCRIBED AND SWORN to before me this JAN 22 2009 day of \_\_\_\_\_, 2008 affiant(s) exhibiting to me his/their Tax Identification , as follows:

NAMES	SSS NUMBER.
Teresita T. Sy	03-2832705-4
Roberto E. Lapid	03-5034078-2
Corazon S. Chiu	03-2742120-7

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**ATTY. SALLY D. PADILLA**  
NOTARY PUBLIC  
Notary Public Until December 31, 2009  
PTR No. 1195443 1/08/09 Q.C.  
IBP No. 761329 11/10/08 Q.C.  
Roll No. 39965  
Mailing Centre, Corinthian Gardens  
Avenue, Quezon City