



# **EXPORT AND INDUSTRY BANK**

28 January 2010

**The Philippine Stock Exchange**  
Philippine Stock Exchange Centre  
Exchange Road, Ortigas Center  
Pasig City

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

Gentlemen:

Please find attached a copy of the Certification on the Bank's compliance with the practices and principles of its Corporate Governance Code as submitted to the Securities and Exchange Commission.

For your information.

Very truly yours,

**Riva Khristine V. Maala**  
*Assistant Corporate Secretary*  
PSE-Certification on Corp Gov 2009 Compliance (1.28.10)/corpsec/rvm



101282010000916



## 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 Information

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# C E R T I F I C A T I O N

## on Compliance with the Manual on Corporate Governance

I, **JONATHAN Y. GOHH**, of legal age and with office address at ExportBank Plaza, Chino Roces Corner Gil Puyat Avenue, Makati City, after being sworn to in accordance with law, depose and state that:

1. I am the incumbent Chief Compliance Officer of Export and Industry Bank, Inc. (the "Bank"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at ExportBank Plaza, Chino Roces Corner Gil Puyat Avenue, Makati City;
2. In 2009, the Bank, to the best of my knowledge, substantially adopted the provisions of the Corporate Governance Code (the "Code") as prescribed by SEC Memorandum Circular No. 2 dated April 5, 2002;
3. During the same year, the Bank deviated from the following provisions of the Code for the reasons stated below:

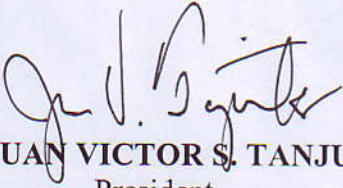
PROVISION(S) of the CODE	REASON(S)
Item II.A.2.4. Regular Monthly Meetings (Risk Management Committee)	Only eight (8) risk Management Committee (RIMCO) meeting were held in 2009 due to lack of quorum  The Bank will ensure that there will be monthly RIMCO meetings moving forward.
Item V.1. The Board shall commit to fully report disclosable material information dealings. It shall cause the filing of all required information.	Not all reports have been disclosed on time due to delays in completing them.  Moving forward, the Bank will strive to fully report disclosable material information dealings in a timely manner.

4. I am issuing this Certificate in compliance with the requirement of the SEC on the annual reporting of the Bank's compliance with the Corporate Governance Code.

IN WITNESS WHEREOF, I have signed this Certificate on this JAN 27 2010 day of January, 2010 at Makati City, Philippines.

  
**JONATHAN Y. GOHH**  
Chief Compliance Officer

Countersigned by:

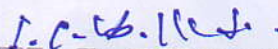
  
**JUAN VICTOR S. TANJUATCO**  
President

SUBSCRIBED AND SWORN to before me this JAN 27 2010 day of January, 2010, at Makati City, Philippines, affiants exhibited to me the following:

<u>Name</u>	<u>Document No.</u>	<u>Date/Place Issued</u>
JUAN VICTOR S. TANJUATCO	<u>Passport# XX1692466</u>	<u>July 28, 2008/ Quezon City</u>
JONATHAN Y. GOHH	<u>Driver Lic.# X01-86005000</u>	<u>Aug. 12, 2009/Quezon City</u>

WITNESS my hand and notarial seal on the date and place above written.

NOTARY PUBLIC

  
**ISMAEL C. BILLEÑA, JR.**

NOTARY PUBLIC

Until December 31, 2011

PTR No. 2097568MB; 01.08.2010; Makati City

Roll of Attorneys No. 40560

Life Member Roll No. 03766

IBP # 605573; 01.08.2004 Manila 4

MCLE Compliance No. III-0002582; 18 March 2009

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