

# FILINVEST LAND, INC.

79 EDSA, Highway Hills  
Mandaluyong City, Metro Manila  
Trunk line: (632) 918-8188  
Customer hotline: (632) 588-1688  
Fax number: (632) 918-8189  
www.filinvestland.com

21 May 2018

## **THE PHILIPPINE STOCK EXCHANGE**

Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

Attention: **MR. JOSE VALERIANO B. ZUÑO III**  
OIC Head – Disclosure Department

## **PHILIPPINE DEALING & EXCHANGE CORP.**

37/F, Tower 1, The Enterprise Center  
6766 Ayala Avenue corner Paseo de Roxas,  
Makati City

Attention: **MS. KATHLENE ANNE F. FAMADICO**  
OIC - Issuer Compliance and Disclosure Department (ICDD)

### **Gentlemen/Ladies:**

In compliance with Section 38 of the Securities Regulation Code (SRC), we submit herewith the certification of the Independent Directors of Filinvest Land, Inc.

1. Val Antonio B. Suarez
2. Lamberto U. Ocampo

They were re-elected at the regular annual stockholders' meeting held last April 20, 2018.

Thank you.

Very truly yours,



### **SHARON P. PAGALING-REFUERZO**

Assistant Corporate Secretary and  
Corporate Information Officer



## CERTIFICATION OF INDEPENDENT DIRECTOR

I, LAMBERTO U. OCAMPO, Filipino, of legal age and with address at Makati City, after having been duly sworn in accordance with the law do hereby declare that:

1. I am an Independent Director of Filinvest Land, Inc. and have been an independent director since May 30, 2002.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
DCCD Engineering Corporation	Director	1957 to Present
DCCD Engineering Corporation	President	1970-1990
DCCD Engineering Corporation	Chief Engineer, EED	1957-1990

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Filinvest Land, Inc., as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following directors/officers/substantial shareholders of (covered company and its subsidiaries and affiliates) other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code:


Name of Director/Officer/ Substantial Shareholder	Company	Nature of Relationship
N/A		

5. I disclose that I (together with the other members of the Board of Directors of Filinvest Land, Inc.) am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

Offense Charged/ Investigated	Tribunal or Agency Involved	Status
Complaint for Syndicated Estafa filed by Manila Paper Mills International, Inc. (MPMI) dated April 12, 2016	Department of Justice	Petition for Review pending after Complaint was dismissed by City Prosecutor of Dasmariñas for no probable cause

6. (For those in government service/affiliated with a government agency or GOCC) I have the required written permission or consent from the     N/A     to be an independent director in     N/A    , pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and Other SEC issuances.
8. I shall inform the Corporate Secretary of Filinvest Land, Inc. of any changes in the above-mentioned information within five days from its occurrence.

Done, this MAY 15 2018 at Mandaluyong City.

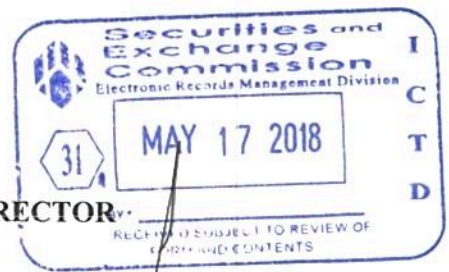
  
LAMBERTO U. OCAMPO  
Affiant

SUBSCRIBED AND SWORN to before me this MAY 15 2018 at Mandaluyong City, affiant personally appeared before me and exhibited to me his Senior Citizens ID No. 30-229 issued on May 7, 2005 in Makati City.

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Book No. 25 ;  
Series of 2018.

**JOVEN G. SEVILLANO**  
NOTARY PUBLIC FOR CITY OF MANDALUYONG  
COMMISSION NO. 0285-17 UNTIL DECEMBER 31, 2018  
ROLL NO. 53970  
IBP LIFETIME NO. 011303; 12-26-12; RIZAL  
PTR NO. 3385537; 1-3-18; MANDALUYONG  
MCLE COMPLIANCE NO. IV - 0014673 14 APRIL 2019  
METRO MART COMPLEX, MANDALUYONG CITY





**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, VAL ANTONIO B. SUAREZ, Filipino, of legal age with postal office address at Unit 2111, BSA Suites, 103 C. Palanca Street, Legaspi Village, Makati City, after having been duly sworn in accordance with the law do hereby declare that:

1. I am an Independent Director of Filinvest Land, Inc. and have been an independent director since 2015.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

<b>Company/Organization</b>	<b>Position/Relationship</b>	<b>Period of Service</b>
Suarez & Reyes Law Offices	Managing Partner	2000 to Present
Lepanto Consolidated Mining Company	Independent Director Member, Executive Committee	2011 to Present
Filinvest Development Corporation	Independent Director, Member, Audit Committee	2014 to Present
Cyberzone Properties, Inc.	Independent Director	2017 to Present
Tayabas Resources Ventures Corporation	Director and Corporate Secretary	2003 to Present
Southeast Cable TV Corporation	Director and Corporate Secretary	2003 to Present
Asian Vision Cable Holdings Group	Corporate Secretary	2003 to Present
MFG Manille, Inc. (Girbaud Stores)	Corporate Secretary	2003 to Present
Ambassador Suarez Development Corp.	Chairman and President	2003 to Present
Five Karats Property Holdings, Inc.	Director and Treasurer	2003 to Present
Gendrugs, Inc.	Director and Treasurer	2008 to Present
Amun Ini Resort and Spa, Inc.	Director and Corporate Secretary	2010 to Present
Carmen's Best Dairy Products, Inc.	Director and Corporate Secretary	2011 to Present
Headland Road Capital, Inc.	Chairman and President	2012 to Present
Camiguin Gendrugs, Inc.	Director and President	2013 to Present
Francisco Ortigas Securities, Inc.	Corporate Secretary	2013 to Present
Avocado Broadband Telecoms, Inc.	Director and Corporate Secretary	2015 to Present
Gendrugs Distributors, Inc.	Director and Treasurer	2016 to Present
Cebu Gendrugs, Inc.	Director and Treasurer	2016 to Present
Chocohills Generics, Inc.	Director and Treasurer	2016 to Present
Vertere Global Solutions, Inc.	Chairman	2017 to Present
Vertere Venture Capital, Inc.	Director	2017 to Present
R&S Development Corporation	Director and Treasurer	2017 to Present
Financial Executives Institute of the Phils.	Member	2010 to Present
Integrated Bar of the Philippines- Makati Chapter	Member	1986 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Filinvest Land, Inc., as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following direct/officer/substantial shareholders of (covered company and its subsidiaries and affiliates) other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.

Name of Director/Officer/ Substantial Shareholder	Company	Nature of Relationship
N/A	N/A	N/A

5. I disclose that I (together with the other members of the Board of Directors of Filinvest Land, Inc.(FLI)) am the subject of the following criminal/administrative investigation or proceeding (as the case may be):

Offense Charged/ Investigated	Tribunal or Agency Involved	Status
Complaint for Syndicated Estafa filed by Manila Paper Mills International, Inc. (MPMII) dated April 12, 2016	Department of Justice	Petition for Review pending after Complaint was dismissed by City Prosecutor of Dasmariñas for no probable cause*

\*In its Resolution dated November 16, 2016 (“Resolution”), the Office of the City Prosecutor of Dasmariñas ruled against MPMII, finding that there was no probable cause to charge the respondents and upholding the validity of FLI’s titles to the property. MPMII then filed with the Secretary of Justice (SOJ) a Petition for Review dated February 21, 2017 questioning the Resolution. On March 21, 2017, the respondents who are directors and officers of FLI filed their Comment on the Petition. The petition is still pending resolution by the SOJ.

6. (For those in government service/affiliated with a government agency or GOCC) I have the required written permission or consent from the N/A to be an independent director in N/A, pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.
8. I shall inform the Corporate Secretary of Filinvest Land, Inc. of any changes in the abovementioned information within five days from its occurrence.

Done, this 16 day of May 2018 at Makati City.

  
**VAL ANTONIO B. SUAREZ**  
 Affiant

MAY 16 2018

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of May 2018 at Makati City, affiant personally appeared before me and exhibited to me his Passport No. EC3246678 issued on 23 January 2015 by DFA Manila.

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 Book No. LXII ;  
 Series of 2018.

**FELIPE I. ILEDAN JR.**  
 Notary Public for and in Makati City  
 Until Dec. 31, 2018, Appt. No. M-13  
 Roll No. 27625, TIN 136897808  
 Rm. 412, 4<sup>th</sup> Flr. VGP Center, Ayala, Makati City  
 2018 PTR No. 6949062 issued 12/6/2017, MIA.  
 IBP No. 974042; 8/18/14  
 MCLE Comp. V-0023610, 8/26/2016