



2 February 2011

**PHILIPPINE STOCK EXCHANGE, INC.**

Attention: Ms. Janet A. Encarnacion  
Head, Disclosure Department  
3<sup>rd</sup> Floor, Philippine Stock Exchange Plaza  
Ayala Avenue, Makati City

Gentlemen:

Please find the Amended Certificate of Attendance of its Directors during Board Meetings for the year 2010.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to read "AP", is placed above the typed name of the signatory.

**AYAHL ARI AUGUSTO P. CHIO**  
*Alternate Corporate Information Officer*

**GMA HOLDINGS, INC.**

Unit 5-D Tower One, One McKinley Place, New Bonifacio Global City, Fort Bonifacio, Taguig City 1634 Philippines  
**MAILING ADDRESS:** GMA Network Center, EDSA cor. Timog Ave., Diliman, Quezon City 1103 Philippines

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## SECURITIES AND EXCHANGE COMMISSION

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Remarks WITH ATTACHED AMENDED CERTIFICATE  
OF ATTENDANCE OF DIRECTORS



THE LAW FIRM OF  
**BELO GOZON ELMA  
PAREL ASUNCION & LUCILA**

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Enrique M. Belo (1972-2004)  
Felipe L. Gozon  
Magdangal B. Elma  
Roberto O. Parel  
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Roberto Rafael V. Lucila  
Eric Vincent A. Estoesta

Anna-Teresa M. Gozon-Abrogar  
Pierre M. Cantara  
Regino A. Moreno  
Yvonne Angeli C. Lee Tupas  
Maria Theresa E. De Mesa  
Caryl Miriam Y. Lopez

Christine F. Bio  
Maria Lourdes M. Panganiban  
Edizer A. Enriquez  
John Stephen P. Quiambao  
Christine Joanne F. De Claro  
Paul Erik D. Manalo  
Roberto Rafael N. Lucila II  
Reynold D.G. Mata II  
Enrique Felipe M. Gozon, Jr.

Antonio A. Merelos  
Angelita D. De Guzman  
Flordeliza C. Vargas  
*Consultants*

February 1, 2011

**SECURITIES AND EXCHANGE COMMISSION**  
SEC Building, EDSA  
Mandaluyong City

*Attention: Acting Director Justina F. Callangan*

*Re : GMA Holdings, Inc.*

Gentlemen:

In compliance with your letter dated January 19, 2011 which was received by our client, GMA Holdings, Inc. ("GHI") on January 28, 2011, please find the attached Amended Certificate of Attendance of its Directors during Board Meetings for the year 2010, duly signed by its Corporate Secretary and counter-signed by the Chairman of the Board.

Thank you.

Very truly yours,

**BELO GOZON  
PAREL ASUNCION & LUCILA**

By:

  
**PAUL ERIK D. MANALO**

REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY ) S.S.

PASIG CITY

**SECRETARY'S CERTIFICATE**

I, **ANNA-TERESA M. GOZON-ABROGAR**, of legal age, Filipino, and with office address at GMA Network Center, EDSA corner Timog Avenue, Quezon City, hereby state and certify:

1. I am the Corporate Secretary of **GMA HOLDINGS, INC.**, (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines.
2. As Corporate Secretary, I have custody of the corporate books and records of the Corporation.
3. The meetings of the Board of Directors of the Corporation for the year 2010 were held on the following dates:
  - a) March 25
  - b) April 23
  - c) April 28
  - d) May 28


4. The following members of the Board of Directors attended the board meetings of the Corporation on the dates set forth opposite their respective names:

Name	Meetings Attended for the year 2010
Felipe L. Gozon	March 25, April 23, and April 28,
Gilberto R. Duavit, Jr.	March 25, April 23, April 28, and May 28
Joel Marcelo G. Jimenez	March 25, April 23, April 28, and May 28
Artemio V. Panganiban	March 25, April 23, April 28, and May 28
Jaime C. Laya	March 25, April 23, April 28 and May 28

IN WITNESS WHEREOF, I have hereunto affixed my signature this FEB 02 day of 2011 January 2011 at Makati City.

  
**ANNA-TERESA M. GOZON-ABROGAR**  
Corporate Secretary


COUNTERSIGNED BY:

  
**FELIPE L. GOZON**  
Chairman of the Board

SUBSCRIBED AND SWORN to before me this FEB 02 day of January 2011, affiants exhibiting to me their competent identifications as follows:

Anna Teresa M. Gozon-Abrogar - SSS ID No. 33-2709000-4  
Felipe L. Gozon - Passport No. XX17461898 / August 4, 2008 / DFA Manila

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Series of 2011.

  
**ATTY. RAMON M. CARPIO**  
NOTARY PUBLIC  
Until December 31, 2012  
Reg. No. 22,172. TIN 106-918-897  
4BP No. 839560 MCLE No. 111 - P  
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