



15 January 2010

PHILIPPINE STOCK EXCHANGE, INC.
Listing and Disclosures Department
Exchange Road, Ortigas Center, Pasig City

Attention: JANET A. ENCARNACION
Head, Disclosure Department

Gentlemen:

Attached is the sworn Secretary's Certificate certifying to the record of attendance of each Director to all meetings of the Board of Directors held during the year 2009.

Thank you.

Very truly yours,

A handwritten signature in black ink, appearing to be "A. Chio".

AYAHL ARI AUGUSTO P. CHIO
Vice President
Investor Relations and Compliance

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

SECRETARY'S CERTIFICATE

I, **ROBERTO O. PAREL**, of legal age, Filipino, and with office address at 15th Floor, Sagittarius Condominium, H.V. dela Costa Street, Salcedo Village, Makati City, hereby state and certify:

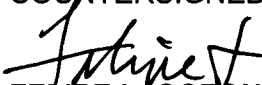
1. I am the Corporate Secretary of **GMA NETWORK, INC.**, (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Philippines.
2. As Corporate Secretary, I have custody of the corporate books and records of the Corporation.
3. The meetings of the Board of Directors of the Corporation for the year 2009 were held on the following dates:
 - a) January 29
 - b) April 2
 - c) May 21
 - d) August 6
 - e) November 5
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 2009
Felipe L. Gozon	January 29, April 2, May 21, August 6, November 5
Gilberto R. Duavit, Jr.	January 29, April 2, May 21, August 6, November 5
Joel Marcelo G. Jimenez	January 29, April 2, May 21, August 6, November 5
Felipe S. Yalong	January 29, April 2, May 21, August 6, November 5
Anna-Teresa M. Gozon-Abrogar	January 29, April 2, May 21, August 6
Judith R. Duavit-Vazquez	January 29, April 2, May 21, August 6, November 5
Laura G. Jimenez-Westfall	January 29, May 21, August 6, November 5
Artemio V. Panganiban	January 29, April 2, May 21, August 6, November 5
Jaime C. Laya	January 29, April 2, May 21, August 6, November 5

IN WITNESS WHEREOF, I have hereunto affixed my signature this ___ day of January 2010 at Makati City.


ROBERTO O. PAREL
Corporate Secretary

COUNTERSIGNED BY:


FELIPE L. GOZON
President and CEO

JAN 13 2010
SUBSCRIBED AND SWORN to before me this ___ day of January 2010, affiant exhibiting to me their competent evidence of identities as follows:

Roberto O. Parel - SSS ID No. 03-66377590
Felipe L. Gozon - Passport No. XX17461898/ DFA Manila /valid until Aug. 3, 2013

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ARCHIBALD R. RELLOSA
NOTARY PUBLIC