

# **CERTIFICATION OF INDEPENDENT DIRECTOR**

**ANNEX "H"**

I, **ARTEMIO V. PANGANIBAN**, Filipino, of legal age and a resident of [REDACTED] after having been duly sworn to in accordance with law, do hereby declare that:

1. I am a nominee for independent director of GMA NETWORK, INC. and have been its independent director since 2007;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/ Relationship	Period of Service
Meralco	Independent Director	2008 - present
GMA Holdings, Inc.	Independent Director	2009 - present
Petron Corporation	Independent Director	2010 - present
Asian Terminals, Inc.	Independent Director	2010 - present
PLDT, Inc.	Independent Director	2013 - present
JG Summit Holdings, Inc.	Independent Director	2021 - present
RL Commercial REIT, Inc.	Independent Director	2021 - present
Jollibee Foods Corporation	Non-Executive Director	2012 - present
Metropolitan Bank & Trust Company	Senior Adviser	2007 - present
Double Dragon Properties Corp.	Adviser	2014 - present
Merry Mart Consumer Corporation	Adviser	2020 - present

(For my full bio-data, log on to my personal website: [cjpanganiban.com](http://cjpanganiban.com))

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of GMA NETWORK, INC., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. To the best of my knowledge, I am not related to any director/officer/substantial shareholder of GMA Network, Inc. and its subsidiaries and affiliates.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. To the best of my knowledge, I am neither an officer nor an employee of any government agency or government-owned and controlled corporation.
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 GMA NETWORK, INC., of any changes in the above-mentioned information within five (5) days from its occurrence.

Done this 08 APR 2025 day of \_\_\_\_\_, 2025 at Makati City.

  
**ARTEMIO V. PANGANIBAN**

*Affiant*

08 APR 2025

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of \_\_\_\_\_ 2025 at Makati City, affiant personally appeared before me and exhibited to me his Passport Number \_\_\_\_\_ and will expire on January \_\_\_\_\_

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Series of 2025.

  
**MAXIMILIAN CHUA**

Commission No. M-245

NOTARY PUBLIC FOR MAKATI CITY

Until/December 31, 2025

15th Floor, Sagittarius Building

H.V. dela Costa Street, Salcedo Village  
Makati City 1227

MCLE No. VII-0008473/January 7, 2022

Roll of Attorney No. 57166/05-05-09

PTR No. 10469918/01-08-25/ Makati City

IBP No. 495621/ 01-02- 25/Quezon City

## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **JAIME C. LAYA**, Filipino, of legal age and a resident of [REDACTED] City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of GMA NETWORK, INC. and have been its independent director since 2007;
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

Company/Organization	Position	Period of Service
Philippine Trust Company (Philtrust Bank)	Vice Chairman and President	2021-present
GMA Holdings, Inc.	Independent Director	2009-present
Don Noberto Ty Foundation, Inc.	Chairman	2005-present
Society for Cultural Enrichment, Inc.	Vice Chairman	2009-present
Filipinas Opera Society Foundation, Inc.	Chairman	2014-present
Museo del Galeon, Inc.	Trustee and Treasurer	2016-present
Cofradia de la Inmaculada Concepcion	Trustee	1979-present
St. Paul University – Quezon City	Trustee	2002-2004
Fundacion Santiago, Inc.	Trustee	2002-present
Cultural Center of the Philippines	Chairman	2003-present
Metropolitan Museum of Manila	Trustee	ca. 2004-present
Yuchengco Museum	Trustee	ca. 2007-present
Escuela Taller De Filipinas Foundation, Inc.	Trustee	2013-present
Various other NGOs	Trustee	ca. 1990-present
Various family corporations	Chairman	ca. 1960-present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of GMA NETWORK, INC., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. To the best of my knowledge, I am not related to any director/officer/substantial shareholder of GMA NETWORK, INC. and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3. of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I have the required written or consent from the President of the Cultural Center of the Philippines to be an independent director in GMA NETWORK, INC. 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 GMA NETWORK, INC., of any changes in the above-mentioned information within five (5) days from its occurrence.

Done this 08 APR 2025 day of 2025 at Makati City

**JAMES C. LAYA**  
Affiant

SUBSCRIBED AND SWORN to before me this 08 APR 2025 day of 2024 at Makati City, affiant personally appeared before me and exhibited to me his Passport Number [REDACTED]

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**MAXIMILIAN CHUA**  
Commission No. M-245  
NOTARY PUBLIC FOR MAKATI CITY  
Until December 31, 2025  
15th Floor, Sagittarius Building  
H.V. dela Costa Street, Salcedo Village  
Makati City 1227  
MCLE No. VII-0008473/January 7 2022  
Roll of Attorney No. 57166/05-05-09  
PTR No. 10469918/01-08-25/ Makati City  
IBP No. 495621/ 01-02- 25/Quezon City

ANNEX

H-1-a

To Whom It May Concern:

This is to certify that Mr. JAIME C. LAYA is an Incumbent Trustee (Director) of the Cultural Center of the Philippines (CCP).

There is nothing in the law (P.D 15, as amended) governing the CCP which prohibits a trustee of the CCP from becoming a director of a private corporation. Thus, Mr. Laya has the authorization of CCP to be a Director of a private sector corporation.

Issued this 6th day of March 2018.

  
ARSENIO C. LIZASO  
President

ANNEX

H-2


**CERTIFICATION**

I, **ANNA TERESA M. GOZON-VALDES**, of legal age, Filipino, with office address at GMA Network Center, EDSA corner Timog Avenue, Diliman, Quezon City, after being duly sworn in accordance with law, hereby depose and state that:

1. I am the Corporate Secretary of **GMA NETWORK, INC.** with SEC Registration No. 5213, a corporation duly organized and existing under the laws of the Philippines, with office address at GMA Network Center, Edsa Corner Timog Avenue, Diliman, Quezon City;
2. In compliance with Article 9(B) of the 1987 Philippine Constitution, none of the Directors, Independent Directors and Officers of GMA Network, Inc. are elected as public servants and/or appointed in any government agency, local or foreign, without authority of law; provided, however, that it must be disclosed that, as of this date, Dr. Jaime C. Laya is a Trustee (Director) of the Cultural Center of the Philippines;
3. I am issuing this Certificate in compliance with the requirement of the Securities and Exchange Commission.


IN WITNESS WHEREOF, I have hereunto set my hand this 08 APR 2025 08th day of APR 2025 at MAKATI CITY.

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

SUBSCRIBED AND SWORN to before me this 08 APR 2025 08 day of APR, 2025, affiant exhibited to me her 

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**NOTARY PUBLIC**

  
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