



14 January 2013

**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:

Attached is the Certification of GMA Network, Inc's compliance with its Manual on Corporate Governance for the year 2012.

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*

SECURITIES AND EXCHANGE COMMISSION  
SEC Form MCG – 2002

**CERTIFICATE**


I, ROBERTO O. PAREL, of legal age, married, Filipino citizen, with office address at the 15<sup>th</sup> Floor Sagittarius Bldg. H.V. dela Costa Street, Salcedo Village, Makati City, Metro Manila, after being sworn to in accordance with law, depose and state that:

1. I am the incumbent **Compliance Officer** and concurrently the Corporate Secretary of **GMA Network, Inc.** (the "Corporation") a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines with office address at GMA Network Center, EDSA corner Timog Avenue, Diliman, Quezon City, Metro Manila;

2. For the year 2012, the Corporation substantially adhered to and complied with the provisions of its Revised Manual on Corporate Governance, as prescribed by SEC Memorandum Circular No. 6, Series of 2009;

3. I am issuing this Certificate in compliance with the requirements of the Securities and Exchange Commission on the annual reporting on the Company's compliance with the Manual of Corporate Governance.

IN WITNESS WHEREOF, I have hereunto set my hand this JAN 08 2013 day of January 2013 at Makati City, Philippines.

  
**ROBERTO O. PAREL**  
*Compliance Officer*

Countersigned by:

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

SUBSCRIBED AND SWORN TO before me, this      day of JAN 08 2013  
affiant appeared before me and exhibited to me his SSS No. 03-6637759-0.

Doc. No. 505 ;  
Page No. 101 ;  
Book No. I ;  
Series of 2013.

  
**PAOLO CARLO C. TOLENTINO**  
Appointment No. M-249  
Notary public for Makati City  
Until December 31, 2012  
Roll No. 59290  
Admitted to the Bar April 2011  
PTR No. 3-000000-1-10-2012 Makati City  
HRP No. 8-007700-05-2012 Camarines Sur  
137-City Homes Condominium  
WV 001/002-01, 02, 03, 04 Village  
Makati City