

COVER SHEET

0 9 7 8 6 9

SEC Registration Number

B D O L E A S I N G A N D F I N A N C E , I N C .

(Company's Full Name)

B D O L E A S I N G C E N T R E

C O R I N T H I A N G A R D E N S

O R T I G A S A V E . , Q U E Z O N C I T Y

(Business Address: No. Street City/Town/Province)

SERGIO M. CENIZA

(Contact Person)

(632) 635.6416

(Company Telephone Number)

1 2 3 1

Month Day
(Fiscal Year)

CERTIFICATIONS OF QUALIFICATION OF
INDEPENDENT DIRECTORS

(Form Type)

ANY DATE IN APRIL

(Annual Meeting)

(Secondary License Type, If Applicable)

HON. MA. JUANITA E. CUETO

Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowing

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.



June 7, 2011

HON. MA. JUANITA E. CUETO
Commissioner
Securities and Exchange Commission
SEC Bldg., EDSA
Greenhills, Mandaluyong City


Dear Commissioner Cueto:

In compliance with the requirements of Section 38 of the Securities Regulation Code (SRC), we respectfully submit the Certification of Qualification of Independent Directors of BDO Leasing and Finance, Inc., namely:

1. Ma. Leonora V. De Jesus
2. Atty. Jesse H. T. Andres
2. Mr. Jesus G. Tirona

We trust the foregoing satisfactorily meets your requirements.

Very truly yours,


JOSEPH JASON M. NATIVIDAD
Corporate Secretary

Enc. as stated.

BDO Leasing & Finance, Inc.
BDO Leasing Centre
Corinthian Gardens, Ortigas Avenue
Quezon City, Philippines
Tel +63(2) 635 6416
Fax +63(2) 635 5811, 635 5805, 635 3898

www.bdo.com.ph

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CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR

I, **LEONORA V. DE JESUS**, Filipino, of legal age and with postal address at c/o the 14th Floor, North Tower, BOD Corporate Center, 7899 Makati Avenue, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **BDO LEASING AND FINANCE, INC. ("BDOLF")**
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
University of the Philippines	Professional Lecturer	June 1, 2004 – present
BDO Capital & Investment Corporation	Independent Director	August 28, 2010 - present
BDO Elite Savings Bank, Inc.	Independent Director	August 24, 2009 - present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of BDOLF, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
5. I shall inform the corporate secretary of BDOLF of any changes in the abovementioned information within five days from its occurrence.


Done, this ____ day of _____ 2011, at Makati City, Philippines.


MA. LEONORA V. DE JESUS
 Affiant
 07 JUN 2011

SUBSCRIBED AND SWORN TO BEFORE ME this ____ day of _____ 20__ at Makati City, Philippines, affiant exhibiting to me her Driver's License No. X01-81-006050 issued on December 29, 2010 with validity up to December 29, 2013, and her Passport No. XX3249775 issued on March 16, 2009 at DFA-Manila and is valid up to March 15, 2014, and Community Tax Certificate No. 26383703 issued on June 1, 2011 at Manila.

NOTARY PUBLIC

Doc. No. 177 ;
 Page No. 37 ;
 Book No. I ;
 Series of 2011.


Atty. CLAUDE ALBERT D. MORALES
 Appointment No. M-556
 Notary Public until 31 December 2011
 14/F BDO North Tower, BDO Corporate Center
 7899 Makati Avenue, Makati City
 Roll No. 46394
 IBP No. 842057, 1/3/2011, Quezon City
 PTR No. 2642915, 1/3/2011, Makati City
 MCLC Compliance No. III-0012193, 4/14/2010

CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR

I, **JESSE H. T. ANDRES**, Filipino, of legal age and residing at No. 39 Mt. Rainer Street, Mountainview Village, New Marikina Subdivision, Marikina City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **BDO LEASING AND FINANCE, INC. ("BDOLF")**
2. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of BDOLF, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
3. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
5. I shall inform the corporate secretary of BDOLF of any changes in the abovementioned information within five days from its occurrence.

Done, this ____ day of JUN 02 2011 2011, at Makati City, Philippines.



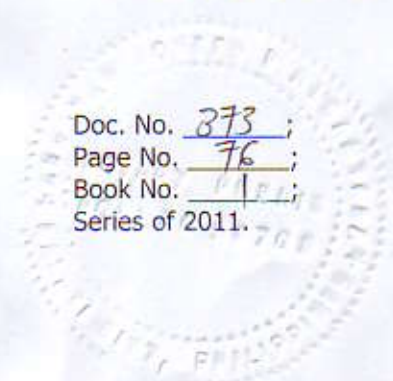
JESSE H. T. ANDRES
Affiant

SUBSCRIBED AND SWORN TO BEFORE ME this ____ day of JUN 02 2011 at Makati City, Philippines, affiant exhibiting to me his Community Tax Certificate No. 16614218 issued at Pasay City on January 20, 2011, and his Driver's License No. N02-83-051929 issued at LTO East Avenue, Quezon City with validity up to July 18, 2013.



NOTARY PUBLIC

ABRAHAM JOSEPH B. ALCANTARA
Notary Public for Makati City
Appointment No. M-16 (2011-2012)
PTR No. 9830609; 01/11/2011; Pasay City
IHP No. 847002; 01/07/2011; Makati City
Roll No. 56709
Chute 3C, Gen. Arellano Street
Fort Bonifacio, Makati City
Tel. No. 834 1988



Doc. No. 373 ;
Page No. 76 ;
Book No. 1 ;
Series of 2011.

CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR

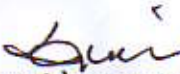
I, **JESUS G. TIRONA**, Filipino, of legal age and residing at No. 14 Fabian de la Rosa St., Loyola Heights, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **BDO LEASING AND FINANCE, INC. ("BDOLF")**
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Banco De Oro Unibank, Inc.	Adviser to the Board	July 27, 2007 – present
BDO Capital & Investment Corporation	Independent Director	Aug. 7, 2007 – present
Armstrong Securities, Inc.	Independent Director	May 24, 2006 – present
BDO Foundation, Inc. (non-stock, non-profit organization)	Trustee	January 9, 2010 - present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of BDOLF, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
5. I shall inform the corporate secretary of BDOLF of any changes in the abovementioned information within five days from its occurrence.

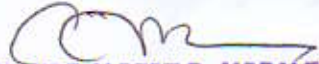
Done, this ____ day of JUN 02 2011, at Makati City, Philippines.


JESUS G. TIRONA
Affiant

SUBSCRIBED and sworn to before me this ____ day of JUN 02 2011, in the City of **CITY OF MAKATI**, Philippines, affiant exhibited to me his Community Tax Certificate No. 24922615 issued on April 12, 2011 at Quezon City, and his Passport No. EB0205886 issued on 12 May 2010 at DFA – Manila and is valid up to 11 May 2015.

Doc. No. 158 ;
Page No. 33 ;
Book No. 1 ;
Series of 2011.

NOTARY PUBLIC


Atty. CLAUDE ALBERT D. MORALES
Appointment No. M-556
Notary Public until 31 December 2011
14/F BDO North Tower, BDO Corporate Center
7899 Makati Avenue, Makati City
Roll No. 48394
IBP No. 842067, 1/3/2011, Quezon City
PTR No. 2642915, 1/3/2011, Makati City
MCLF Compliance No. III-0012193, 4/14/2010