

June 9, 2010

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

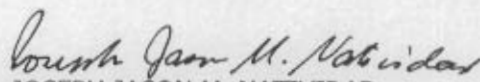
Dear Commissioner Cueto:

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. Atty. Jesse H. T. Andres
2. Ms. Ma. Leonora V. De Jesus
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



CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR

I, **JESSE H. T. ANDRES**, Filipino, of legal age and a resident of 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 am affiliated with the following companies or organizations:

| Company/Organization | Position/Relationship | Period of Service |
|-------------------------------------|-----------------------|---------------------------|
| Government Service Insurance System | Trustee | August 2004 up to present |
| GSIS Family Bank | Chairman | April 2007 to April 2010 |
| | | |
| | | |

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 08 2010 2010, at MAKATI CITY, Philippines.

JESSE H. T. ANDRES
Affiant

JUN 08 2010

SUBSCRIBED AND SWORN TO BEFORE ME this ____ day of _____ 20__ at Makati City, Philippines, affiant exhibit to me his Social Security No. 03-7860967-0.

NOTARY PUBLIC

BENJAMIN B. MATA

Notary Public
Until Dec. 31, 2010
PTR No. 0676047, Jan. 4, 2010
IBP No. 802731, Dec. 14, 2009
Roll No. 11106

Doc. No. 87 ;
Page No. 19 ;
Book No. XLIX ;
Series of 2010.



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 |
| De La Salle University | Senior Graduate School Lecturer | January 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 _____ 2010, at Makati City, Philippines.

MA. LEONORA V. DE JESUS
Affiant

SUBSCRIBED AND SWORN TO BEFORE ME this ____ day of _____ 20__ at Makati City, Philippines, affiant exhibit to me her Tax Identification No. 144-291-116 and Passport No. TT0201159 issued on 02 June 2006 at Manila and is valid up to 02 June 2011.

NOTARY PUBLIC

BENJAMIN B. MATA
Notary Public
Until Dec. 31, 2010
PTR No. 0676047, Jan. 4, 2010
JBF No. 802731, Dec. 14, 2009
Roll No. 11106

Doc. No. 88 ;
Page No. 19 ;
Book No. XLIX ;
Series of 2010.



CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR

I, **JESUS G. TIRONA**, Filipino, of legal age and a resident of 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 |

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 08 2010, at Makati City, Philippines.

[Signature]
JESUS G. TIRONA
Affiant

MAKATI CITY SUBSCRIBED and sworn to before me this ____ day of JUN 08 2010, in the City of _____, Philippines, affiant exhibited to me his Passport No. EB0205886 issued on 12 May 2010 at DFA – Manila and is valid up to 11 May 2015.

Doc. No. 89 ;
Page No. 19 ;
Book No. XLIX ;
Series of 2010.

NOTARY PUBLIC

[Signature]
BENJAMIN B. MATA
Notary Public
Until Dec. 31, 2010
PTR No. 0376047, Jan. 4, 2010
IBP No. 002731, Dec. 14, 2009
Roll No. 11106