

CASTILLO LAMAN TAN PANTALEON & SAN JOSE  
LAW OFFICES

GREGORIO R. CASTILLO  
(1981-1992)

NOEL A. LAMAN  
ANCHETA K. TAN  
POLO S. PANTALEON  
ROBERTO V. SAN JOSE  
PAULINO C. PETRALBA  
YOLANDA MENDOZA-ELEAZAR  
ROBERTO N. DIO  
MEL A. MACARAIG  
MA. VICTORIA D. SARMIENTO  
ZENAIDA L. SALIPSIP  
DINA D. LUCENARIO  
DELFIN P. ANGCAO  
J. GREGSON A. CASTILLO  
ENRIQUE W. GALANG  
EDILBERTO T. CASTANEDA  
REGINA GAMBOA-PIMENTEL  
ALVIN O. GELI  
RAY ANTHONY O. PINOY  
TEODULO G. SAN JUAN, JR.  
ANA MARIA KATIGBAK-LIM

January 3, 2006

The Philippine Stock Exchange  
PSE Center, Ortigas Center  
Pasig City

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EVA POLICAR-BAUTISTA  
Special Corporate and Tax Counsel  
FELIPE T. CUISON  
Senior Litigation Counsel  
ANDREW T. LAGMAY  
Litigation and Labor Counsel  
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Attention: Ms. Jurisita M. Quintos  
Senior Vice-President

MILAGROS SARAH P. SAN JOSE

Gentlemen:

We furnish you herewith a copy of the certificate of attendance at 2005 board meetings of the members of the Board of Directors of DMCI Holdings, Inc. as earlier filed with the Securities and Exchange Commission in compliance with SEC Memorandum Circular No. 2, series 2002, otherwise known as the SEC Code of Corporate Governance and the Corporation's Manual on Corporate Governance.

MERCEDDES FAMA S. BALUYOT  
ANGELICA M. BENEDICTO  
ROCHELLE A. DAYAON  
JEROME L. DE GUZMAN  
RONALD P. DE VERA  
EFREN VINCENT M. DIZON  
MA. PILAR PILARES- GUTIERREZ  
JOSE EMMANUEL G. HERNANDEZ  
IDA MAUREEN CHAO-KHO  
CHRISTINE HOPE B. LAMAN  
NINI PRISCILLA SISON-LEDESMA  
MICHAEL P. MEJIA  
MILDRED S. MELENDRES  
MANI TRESS PEÑA-LEE  
MELANIE ROSARY A. QUIMBO  
GENEVIEVE ARLEN C. SAGCAL  
RODOLFO M. SAN DIEGO, JR.  
MARIANA AMANDA C. SANTOS\*  
CHET J. TAN, JR.  
ARNELL P. UYCHOCO

\* ON LEAVE

Very truly yours,

  
NOEL A. LAMAN  
Corporate Secretary



SEC  
Received by: [Signature]  
'06 JAN -2 P4:16

CERTIFICATION

KNOW ALL MEN BY THESE PRESENTS:

I, **NOEL A. LAMAN**, of legal age, Filipino, with office address at the 4th Floor, The Valero Tower, 122 Valero Street, Salcedo Village, Makati City, being the Corporate Secretary of **DMCI HOLDINGS, INC.**, (the "Corporation"), a corporation organized and existing under the laws of the Philippines, under oath, do hereby certify:

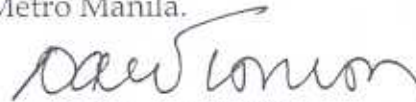
1. That the Board of Directors of DMCI Holdings, Inc. held its meetings in the year 2005, specifically on the following dates:

<u>Date of Meetings</u>	<u>Nature of Meetings</u>
January 11, 2005	Special Board Meeting
February 8, 2005	Special Board Meeting
February 18, 2005	Special Board Meeting
March 2, 2005	Special Board Meeting
April 6, 2005	Special Board Meeting
April 21, 2005	Special Board Meeting
May 9, 2005	Special Board Meeting
May 10, 2005	Special Board Meeting
May 11, 2005	Special Board Meeting
May 24, 2005	Special Board Meeting
June 16, 2005	Special Board Meeting
June 24, 2005	Special Board Meeting
July 11, 2005	Special Board Meeting
July 27, 2005	Organizational Meeting
August 10, 2005	Special Board Meeting
August 26, 2005	Special Board Meeting
September 23, 2005	Special Board Meeting
December 7, 2005	Regular Board Meeting

2. That as per the record of the minutes of the meetings of the Board of Directors of the Corporation, no director has absented himself for more than fifty percent (50%) from all meetings of the Board of Directors, both regular and special, during his incumbency or any twelve (12) month period during said incumbency. (See Annex "A")

- 3. This certification is submitted to comply with the requirement of SEC Memorandum Circular No. 2, series 2002, otherwise known as the SEC Code of Corporate Governance.

IN WITNESS WHEREOF, I have hereunto affixed my signature this JAN 02 2006 day of \_\_\_\_\_, 2005 at Makati City, Metro Manila.



NOEL A. LAMAN  
Corporate Secretary

SUBSCRIBED AND SWORN to before me this JAN 02 2006 day of January 2006, affiant exhibiting to me his Community Tax Certificate No. 14678254 issued at Makati City on January 25, 2005.



**MA. PILAR PILARES-GUTIERREZ**  
Commission. Co. M-423  
Notary Public - City of Makati  
Until 31 December 2006  
Castillo Laman Tan Pantaleon  
& San Jose Law Offices

2<sup>nd</sup> 3<sup>rd</sup> 4<sup>th</sup> & 5<sup>th</sup> Flrs., The Valero Tower  
122 Valero Street, Salcedo Village, Makati City  
PTR No. 9404226; 01-03-05; Makati City  
IBP No. 627228; 01-04-05; Quezon City  
Rol No. 47356

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Page No. 59  
Book No. XIII  
Series of 2006.

Sc-attendance of BOD  
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## Annex "A"

### Minutes of the Board of Directors of DMCI Holdings, Inc.

1. January 11, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

2. February 8, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

3. February 18, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

## 4. March 2, 2054 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

## 5. April 6, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes  
Isidro A. Consunji

## 6. April 21, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Ma. Edwina C. Laperal  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

## 7. May 9, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Ma. Edwina C. Laperal  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

## 8. May 10, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

## 9. May 1, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

10. June 16, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

11. June 24, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

12. July 11, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

13. July 27, 2005 (Organizational Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar s. Reyes

14. August 10, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

15. September 23, 2005 (Special Meeting)

**Present:**

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes

## 16. December 7, 2005 (Regular Meeting)

Present:

David M. Consunji  
Cesar A. Buenaventura  
Isidro A. Consunji  
Victor A. Consunji  
Ma. Edwina C. Laperal  
Jorge A. Consunji  
Herbert M. Consunji  
Evaristo T. Francisco  
Oscar S. Reyes