

COVER SHEET

097869

SEC Registration Number

BDO LEASING AND FINANCE, INC.

(Company's Full Name)

BDO LEASING CENTRE

CORINTHIAN GARDENS

ORTIGAS AVE., QUEZON CITY

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

JOSEPH JASON M. NATIVIDAD

(Contact Person)

(632) 635.6416

(Company Telephone Number)

12 31

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

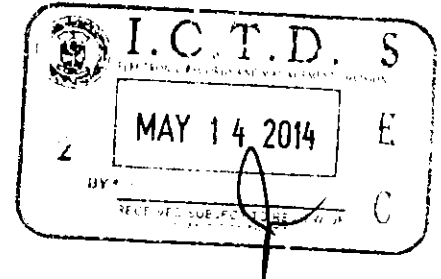
Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes

May 13, 2014

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
3. Mr. Jesus G. Tirona

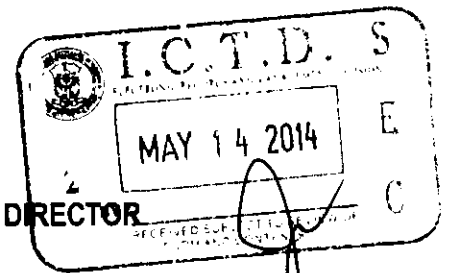
We trust the foregoing satisfactorily meets your requirements.

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, **MA. LEONORA V. DE JESUS**, Filipino, of legal age and residing at Unit 2900-A Ritz Towers, 6745 Ayala 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
BDO Capital & Investment Corporation	Independent Director	August 28, 2010 - present
BDO Elite Savings Bank, Inc.	Independent Director	August 24, 2009 - present
ROAM, Inc.	President/Director	November 2011 - present
SM Development Corporation	Independent Director	August 2, 2011 - 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 MAY 12 2014, at Makati City, Philippines.

MA. LEONORA V. DE JESUS
Affiant

MAY 12 2014

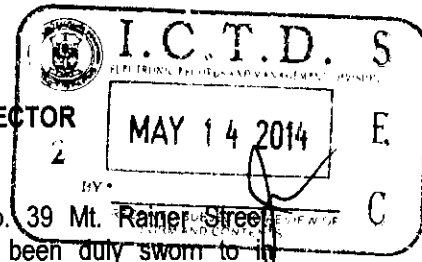
SUBSCRIBED AND SWORN TO BEFORE ME this ___ day of ___ 20___ at Makati City, Philippines, affiant exhibiting to me her Passport No. EB9270181 issued at DFA-Manila with validity up September 30, 2018, and her Driver's License No. X01-81-006050 with validity up to December 29, 2016.

NOTARY PUBLIC

Doc. No. 169 ;
Page No. 5 ;
Book No. II ;
Series of 2014.

Atty. **MARICHELLE Q. GERARDO**
Notary Public for Makati City, Philippines
until 31 December 2014
Appointment No. M-399
14/F BDO North Tower, BDO Corporate Center
7899 Makati Avenue, Makati City
Roll No. 45121
IBP No. 944176, 1/2/2014, Quezon City
PTR No. 4280775, 1/3/2014, Makati City
MCLE Compliance No. IV-0009958, 12/4/2012

CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR



I, **JESSE H. T. ANDRES**, Filipino, of legal age and residing at No. 39 Mt. Ramer 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
Andres Padernal and Paras Law Offices	Managing Partner	July 1, 2011 – present
Citibank Savings, Inc.	Independent Director	March 25, 2014 - 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 MAY 12 2014 2013, at Makati City, Philippines.

Jesse H. T. Andres
JESSE H. T. ANDRES
Affiant

MAY 12 2014

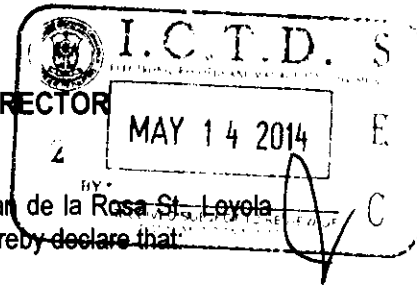
SUBSCRIBED AND SWORN TO BEFORE ME this ___ day of ___ 20___ at Makati City, Philippines, affiant exhibiting to me his Community Tax Certificate No. 10894669 issued at Pasay City on January 7, 2014, and his Passport No. EB7982910 issued at DFA-Manila with validity up to April 25, 2018.

NOTARY PUBLIC

Marichelle Q. Gerardo
Atty. MARICHELLE Q. GERARDO
Notary Public for Makati City, Philippines
until 31 December 2014
Appointment No. M-399
14/F BDO North Tower, BDO Corporate Center
7899 Makati Avenue, Makati City
Roll No. 45121
IBP No. 944176, 1/2/2014, Quezon City
PTR No. 4230775, 1/3/2014, Makati City
MCLE Compliance No. IV-0009958, 12/4/2012

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Page No. 3c ;
Book No. 3 ;
Series of 2014.

CERTIFICATION OF QUALIFICATION OF INDEPENDENT DIRECTOR



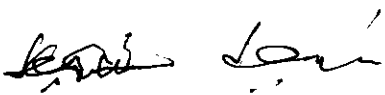
I, **JESUS G. TIRONA**, Filipino, of legal age and residing at No. 14 Fabian de la Rosa St., Loyola Heights, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

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
Armstrong Securities, Inc.	Independent Director	May 24, 2006 – present
BDO Capital & Investment Corporation	Independent Director	Aug. 7, 2007 – present
BDO Foundation, Inc. (non-stock, non-profit organization)	Trustee	January 9, 2010 - present
Citibank Savings Inc.	Independent Director	March 25, 2014 - 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 _____, at Makati City, Philippines.


JESUS G. TIRONA
 Affiant

CITY OF MAKATI SUBSCRIBED and sworn to before me this ____ day of 07 MAY 2014, in the City of _____, Philippines, affiant exhibited to me his Community Tax Certificate No. 10902234 issued on 13 February 2014 at Makati City, and his Social Security System No. 03-0772779-8.

Doc. No. 120;
 Page No. 25;
 Book No. 1;
 Series of 2014.

NOTARY PUBLIC

Atty. EARL CHARLES N. VILLARIN
 Notary Public for Makati City, Philippines
 until 31 December 2015
 Appointment No. M-326
 14/F BDO North Tower, BDO Corporate Center
 7899 Makati Avenue, Makati City
 IBP Lifetime Member No. 07476, PPLM
 PTR No. 4230793, 1/03/2014, Makati City
 MCLE Compliance No. IV-0017178, 4/16/2013