

PrimeOrion Philippines, Inc.

1 February 2017

Securities and Exchange Commission
SEC Building, Mandaluyong City

Attention: Director Vicente Graciano P. Felizmenio, Jr.
Director, Markets and Securities Regulation Department

Philippine Stock Exchange, Inc.
3/F Tower One and Exchange Plaza
Ayala Triangle, Ayala Ave., Makati City

Attention: Mr. Jose Valeriano B. Zuño, III
OIC-Head, Disclosure Department

Gentlemen:

In compliance with the Notice of the Securities and Exchange Commission dated 20 October 2006 implementing Section 38 of the Securities Regulation Code, we are submitting the enclosed Certifications of our independent directors, namely, Rex Ma. A. Mendoza and Renato O. Marzan.

We trust that you will find the foregoing in order.

Thank you.

Very truly yours,



June Vee D. Monteclaro-Navarro
Corporate Secretary



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **REX MA. A. MENDOZA**, Filipino, of legal age and a resident of No.10 San Antonio St., Magallanes Village, Makati City after having been duly sworn in accordance with law, hereby depose and state that:

1. I am the independent director of **PRIME ORION PHILIPPINES, INC. (“POPI”)**;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Rampver Financials	Director	September 1993-Present
Globe Telecom	Independent Director	April 2014- Present
Esquire Financing, Inc.	Independent Director	April 2013- Present
The Cullinan Group	Director	April 2005- Present
TechnoMarine Philippines	Director	April 2002- Present
Seven Tall Trees Events Company, Inc.	Director	September 2004- Present


3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **PRIME ORION PHILIPPINES, INC. (“POPI”)**, 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 **PRIME ORION PHILIPPINES, INC. (“POPI”)** of any changes in the abovementioned information within five days from its occurrence.

Done this 16th day of January 2017 at Makati City.


REX MA. A. MENDOZA
Affiant

SUBSCRIBED AND SWORN to before me in Makati City on this 16th day of January, affiant exhibited to me his Passport numbered EB9572318 issued on 13 November 2013 at the Department of Foreign Affairs Manila.

Doc. No. 248 ;
 Page No. 51 ;
 Book No. 577 ;
 Series of 2017.


RUBEN T.M. RAMIREZ
 NOTARY PUBLIC
 UNTIL DEC. 31, 2017
 IBPNO. 1052369 / 11-22-17 - Appointment # M-23
 ROLL NO. 28947/MCLE-4 NO. 0006324/6-19-12
 PTR NO. MKT. 5909552/1-3-17 MAKATI CITY
 2734 MA. AURORA ST. MAKATI CITY

JAN 17 2017

CERTIFICATION OF INDEPENDENT DIRECTOR

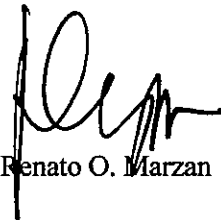
I, Renato O. Marzan, of legal age and a resident of 35 Bonifacio St., Ayala Heights, Quezon City, after having been duly sworn to in accordance with law, do hereby declare that:

- 1. I am an independent director of Prime Orion Philippines, Inc.
- 2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
UBS Securities Philippines, Inc.	Independent Director/Chairman	May 2010 to present

- 3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Prime Orion Philippines, Inc., 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 Prime Orion Philippines, Inc. of any changes in the abovementioned information within five days from its occurrence.

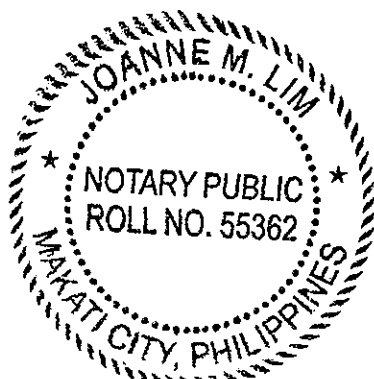
Done, this JAN 19 2017 at Makati City.



Renato O. Marzan

SUBSCRIBED AND SWORN to before me this JAN 19 2017 at MAKATI CITY, affiant personally appeared before me and exhibited to me his Passport No. EC3435112 issued on February 11, 2015 at DFA Manila.

Doc. No. 422 ;
 Page No. 86 ;
 Book No. 11 ;
 Series of 2017.



JOANNE M. LIM
 Notary Public – Makati City
 Appt. No. 461 until December 31, 2017
 Attorney's Roll No. 55362
 PTR No. 5913556MD; 01/04/2017; Makati City
 IBP No. 1060733; 01/09/2017; Quezon City Chapter
 MCLE Compliance No. V - 0014302; 02/16/2016
 27th Floor, Tower One and Exchange Plaza
 Ayala Triangle, Ayala Avenue
 Makati City
 Tel. No.: 908-3959; Fax No.: 848-5327

Notarial DST pursuant to Sec. 188 of the Tax Code affixed on Notary Public's copy.