



112192014000918



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
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Company Information

SEC Registration No. 0000041004
Company Name GEOGRACE RESOURCES PHILIPPINES, INC.
Industry Classification
Company Type Stock Corporation

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COVER SHEET

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G E O G R A C E R E S O U R C E S

P H I L I P P I N E S , I N C .

(Company's Full Name)

7 T H F L O O R P E A K S U N B U I L D I N G

1 5 0 5 P R I N C E T O N C O R . S H A W

B L V D . , B R G Y . W A C K - W A C K

G R E E N H I L L S E A S T , M A N D A L U Y O N G

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

ARSENIO C. CABRERA, JR.

Contact Person

(6 32) 7 0 5 7 1 9 6

Company Telephone Number

Month

Day

Fiscal Year

Certification of Independent Directors

FORM TYPE

Month

Day

Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stocholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

18 December 2014

Securities and Exchange Commission
SEC Building, EDSA
Mandaluyong City

Attention: **Dir. Vicente Graciano P. Felizmenio, Jr.**
Director, Market and Securities Regulation Department


Re: **Certification of Independent Director**

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 herewith the Certification of Mr. Manuel G. Ong, an Independent Director of the Company.

We trust that you will find the foregoing in order.

Very truly yours,



ARSENIO C. CABRERA, JR.
Corporate Information Officer

CERTIFICATION OF INDEPENDENT DIRECTORS

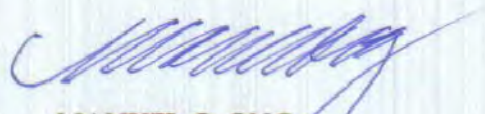
I, **MANUEL G. ONG**, Filipino, of legal age and a resident of 17 McArthur Highway, Pateros, Malabon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **GEOGRACE Resources Philippines, Inc.** ("GEOGRACE").
2. I am affiliated with the following companies or organizations:

<u>Company/Organizations</u>	<u>Position/Relationship</u>	<u>Period of Service</u>
Industrial Welding Corporation	Vice President and Technical Director	1982 - present
NiHAO Mineral Resources International, Inc.	Independent Director	2009 - present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of GEOGRACE, as provided for in Section 38 of the Securities and Exchange Code and its Implementing Rules and Regulations, to the best of my knowledge.
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 GEOGRACE of any changes in the abovementioned information within five (5) days from its occurrence.

IN WITNESS WHEREOF, I have executed this Certificate of Independent Directors on this 16th day of December 2014 at Makati City.



MANUEL G. ONG
Affiant

REPUBLIC OF THE PHILIPPINES)
 MAKATI CITY)S.S.

SUBSCRIBED AND SWORN to before me this ^{DEC 19 2014} day of December 2014 at Makati City, affiant personally appeared me and exhibited to me his Tax Identification No. 102-261-928.

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 Page No. 38;
 Book No. 147;
 Series of 2014.

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 my documents\ARSH\GEOGRACE\2014 ASM


ATTY. GERVACIO B. ORTIZ JR.
 NOTARY Public City of Makati
 Until December 31, 2014
 IBP No. 656155-Lifetime Member
 MCLÉ Compliance No. III-0014282
 Appointment No. M-199-(2013-2014)
 PTR No. 4225505 Jan. 2, 2014/Makati
 Makati City Roll No. 40091
 101 Urban Ave., Brgy. Pio del Pilar,
 Makati City