



December 23, 2009

MS. JANET ENCARNACION
Head, Disclosure Department
Philippine Stock Exchange, Inc.
4th Floor, Philippine Stock Exchange Centre,
Exchange Road, Ortigas Center,
Pasig City

Dear Ms. Encarnacion:

Attached herewith is the certification of the attendance of the members of the Board of Directors for the year 2009.

Thank you.

Very truly yours,

ABOITIZ POWER CORPORATION

By

M. JASMINE S. OPORTO
Corporate Secretary



AboitizPower

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

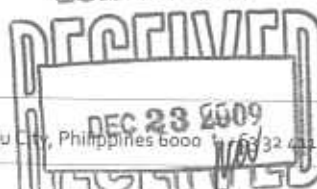
CERTIFICATION

I, M. JASMINE S. OPORTO, after having been duly sworn according to law, hereby depose and state that:

- 1) I am a Filipino citizen, of legal age and a resident of Cebu City, Philippines;
- 2) I am the Corporate Secretary of ABOITIZ POWER CORPORATION (the "Company"), a corporation duly organized and existing under and by virtue of the laws of the Philippines;
- 3) As such Corporate Secretary, I hereby certify that at the special and regular board meetings of the Company during the year 2009, a quorum was always present.
- 4) Attendance by board members at such meetings were as follows:

DIRECTORS	SPECIAL AND REGULAR BOARD MEETINGS 2009								
	11-Feb	31-March	15-April	18-May	25-June	16- July	16-Sept	12-Nov	14-Dec
Enrique M. Aboitiz Jr. (elected 05-18-09 as Chairman of the Board)	-	-	-	-	X	✓	✓	✓	✓
Jon Ramon Aboitiz (Chairman of the Board until May 18)	✓	✓	✓	✓	-	-	-	-	-
(elected 5-18-09 as Vice Chairman)	-	-	-	-	X	✓	✓	✓	✓
Erramon I. Aboitiz	✓	✓	✓	✓	✓	✓	✓	✓	✓
Ernesto R. Aboitiz	✓	✓	✓	✓	✓	✓	X	X	✓
Antonio R. Moraza	✓	✓	X	✓	✓	✓	✓	✓	✓
Mikel A. Aboitiz	✓	✓	✓	✓	X	✓	✓	✓	✓
Juan Antonio E. Bernad (Director until May 18)	✓	✓	✓	✓	-	-	-	-	-
Jaime Jose Y. Aboitiz (elected 5-18-09 as Director)	-	-	-	-	X	✓	✓	✓	✓
Jose R. Facundo (Independent Director)	✓	✓	✓	✓	✓	✓	✓	✓	✓
Romeo L. Bernardo (Independent Director)	✓	✓	✓	✓	✓	✓	✓	✓	✓
Total No. of Directors Present	8	8	7	8	5	9	8	8	9

SECURITIES & EXCHANGE
COMMISSION




Aboitiz Corporate Center, Gov. Manuel A. Cuenco Avenue, Banilad, Cebu City, Philippines 6000 t: +63 32 412 2800 f: +63 32 231 4037 www.aboitizpower.com

IN WITNESS WHEREOF, I have hereunto affixed my signature this 15th day of December 2009 at Cebu City, Philippines.


M. JASMINE S. OPORTO
Corporate Secretary

Countersigned by:


ENRIQUE M. ABOITIZ JR.
Chairman of the Board

Before me, a notary public in and for the city named above, personally appeared:

<u>Name</u>	<u>Passport No.</u>	<u>Place/Date of Issuance</u>
M. Jasmine S. Oporto	XX1147714	May 13, 2008 at Manila, Philippines

who is personally known to me and to me known to be the same person who presented the foregoing instrument and signed the instrument in my presence, and who took an oath before me as to such instrument.

Witness my hand and seal this 15th day of December 2009, Cebu City, Philippines.

Doc No. 145;
Page No. 29;
Book No. 811;
Series of 2009.


RHEILDA F. CHANCO
NOTARY PUBLIC
UNTIL DECEMBER 31, 2009
PTR NO. 3551015 01.08.09 CEBU CITY
BIR REGISTRATION MEMBERSHIP NO. 660630 12.15.05 CEBU CITY
ROLL NO. 40688