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SECURITIES AND EXCHANGE COMMISSION

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Company Information

SEC Registration No. 0000030939

Company Name PHIL. NATL. CONS. CORP.

Industry Classification

Company Type Stock Corporation

Document Information

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Document Type MANUAL ON CORPORATE GOVERNANCE

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Remarks Certification

COVER SHEET

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S.E.C. Registration Number

P H I L I P P I N E N A T I O N A L
C O N S T R U C T I O N C O R P O R A T I O N

(Company's Full Name)

O M M - C I T R A B L D G 2 3 F S A N M I G U E L
A V E O R T I G A S C E N T E R P A S I G C I T Y

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

MR. SEGUNDO M. GASTON
Contact Person

Company Telephone Number

Month Day
Fiscal Year

FORM TYPE

Month Day
Annual Meeting

Secondary License Type, if Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic Foreign

To be accomplished by SEC Personnel concerned

File Number.

LCU

Document I.D.

Cashier

STAMPS



CERTIFICATION

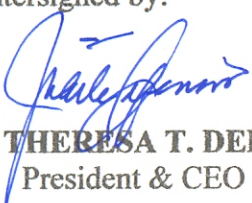
I, **SEGUNDO M. GASTON**, of legal age and with office address at PNCC Complex, EDSA corner Reliance Street, Mandaluyong City, after being sworn to in accordance with law, depose and state that:

1. I am the incumbent Compliance Officer of Philippine National Construction Corporation (PNCC), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at OMM-CITRA Building, San Miguel Avenue, Ortigas Center, Pasig City;
2. In year 2010, PNCC substantially adopted all the provisions of its Manual on Corporate Governance, as prescribed by SEC Memorandum Circular No. 2, Series of 2002;
3. I am issuing this Certificate in compliance with the requirement of the Securities and Exchange Commission on the annual reporting on the Company's compliance with the Manual on Corporate Governance.

IN WITNESS WHEREOF, I have signed this Certification this 5th day of January 2011 at Mandaluyong City, Philippines.


SEGUNDO M. GASTON
Compliance Officer

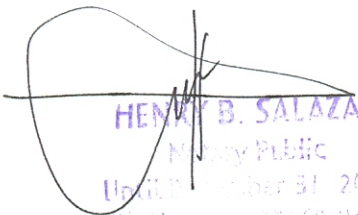
Countersigned by:


MA. THERESA T. DEFENSOR
President & CEO

SUBSCRIBED AND SWORN TO before me this _____th day of JAN 14 2011
2011 at QUEZON CITY, Philippines, affiant exhibiting to me his Tax Identification No.
_____.

WITNESS my hand and notarial seal on the date and place above written.

Doc. No. 441;
Page No. 90;
Book No. II;
Series of 2011.


HENRY B. SALAZAR
Notary Public
Until December 31, 2011
IBP LIR (LIR No. 07169-Batangas)
PTR No. 3334261/1-21-10/Q.C.
Roll No. 41702