



UNIVERSAL ROBINA
CORPORATION

43rd FLOOR ROBINSONS EQUITABLE TOWER ADB AVE. COR. POVEDA RD. ORTIGAS CENTER, PASIG CITY
TEL. NO.: 633-7631 to 40, 240-8801 FAX NO.: 633-9207, 240-9106

25 January 2012

PHILIPPINE STOCK EXCHANGE, INC.
3rd Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Gentlemen:

Please find attached a copy of the Certification dated January 24, 2012 issued by the Compliance Officer of Universal Robina Corporation (“Company”) regarding the compliance by the Company with the Manual of Corporate Governance for the year 2011.

Thank you.

Very truly yours,

ROSALINDA F. RIVERA
Corporate Secretary



101252012000786



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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S.E.C. Registration Number

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

(Company's Full Name)

4 3 / F R O B I N S O N S - E Q U I T A B L E

T O W E R , A D B A V E . C O R . P O V E D A R D

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)

DIOSDADO R. VALDEZ
Compliance Officer

Contact Person

633-7631 to 40

Company Telephone Number

0 9

Month

3 0

Day

Fiscal Year

M C G - 2 0 0 2

FORM TYPE

Third Thursday of April

Month Day

Annual Meeting

CERTIFICATION
CORPORATE GOVERNANCE MANUAL COMPLIANCE

N/A

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

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**UNIVERSAL ROBINA
CORPORATION**

110 E. RODRIGUEZ, JR. AVENUE, BAGUMBAYAN, QUEZON CITY, PHILIPPINES 1600, P.O. Box 3542 MM 2800 · P.O. BOX 99-AC CUBAO, QUEZON CITY
TEL. 635-0751 TO 85 ; 671-2935 TO 42

January 24, 2012

MS. JUSTINA F. CALLANGAN

Director
Corporation Finance Department
Securities and Exchange Commission
SEC Building, EDSA
Mandaluyong City

Dear Ms. Callangan,

Please see attached Certification of Compliance with the Company's Manual for Corporate Governance for the year 2011.

Thank you.

Very truly yours,


DIOSDADO R. VALDEZ
Compliance Officer



UNIVERSAL ROBINA CORPORATION

110 E. RODRIGUEZ, JR. AVENUE, BAGUMBAYAN, QUEZON CITY, PHILIPPINES 1600, P.O. Box 3542 MM 2800 · P.O. BOX 99-AC CUBAO, QUEZON CITY
TEL. 635-0751 TO 85 ; 671-2935 TO 42

CERTIFICATION

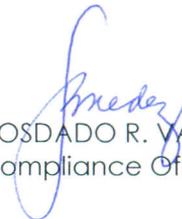
I, DIOSDADO R. VALDEZ, of legal age and with office address at 43rd Floor, Robinsons Equitable Tower, ADB Avenue cor. Poveda Road, Ortigas Center, Pasig City, after being sworn to in accordance with the law, depose and state that:

1. I am the incumbent Compliance Officer of Universal Robina Corporation (the "Company"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at 43rd Floor, Robinsons Equitable Tower, ADB Avenue Cor. Poveda Road, Ortigas Center, Pasig City;

2. In 2011, the Company substantially adopted the provisions of the Manual on Corporate Governance as prescribed by SEC Memorandum Circular No. 2, Series of 2002, as amended by SEC Memorandum Circular No. 6, Series of 2009;

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 Corporate Governance.

IN WITNESS WHEREOF, I have signed this Certificate this ____ day of January 2012 at Pasig City, Philippines.


DIOSDADO R. VALDEZ
Compliance Officer

Countersigned by:


LANCE Y. GOKONGWEI
President

SUBSCRIBED AND SWORN TO before me this JAN 24 2012 day of January 2012 at PASIG CITY, Philippines, affiant exhibiting to me Passport No. XX0894725 issued by the Department of Foreign Affairs on April 11, 2008.

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

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PAGE NO. 40
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SERIES OF 2012


ATTY. ROMUALD C. PADILLA
NOTARY PUBLIC
UNTIL DECEMBER 31, 2013
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Roll of Attorneys No. 54298
TIN 170-266-959