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SEC Registration Number

A B S - C B N H O L D I N G S C O R P O R A T I O N

(Company's Full Name)

4 t h F l o o r , B e n p r e s B u i l d i n g , M e r a l c o A v e n u e P a s i g C i t y

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

Atty. Enrique I. Quiason (Contact Person)

631-0981 (Company Telephone Number)

The 2009 Corporate Governance Scorecard

1 2 3 1 Month Day (Fiscal Year)

(Form Type)

Month Day (Annual Meeting)

(Secondary License Type, If Applicable)

SEC 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 ID

Cashier

STAMPS

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The 2009 Corporate Governance Scorecard for Publicly Listed companies

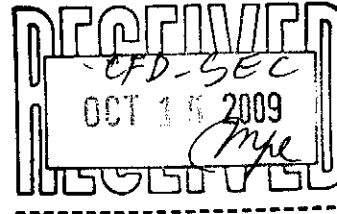


INSTITUTE of
CORPORATE
DIRECTORS



October 15, 2009

THE DIRECTOR
Corporation Finance Department
Securities and Exchange Commission
EDSA
Mandaluyong City



We are pleased to submit the accomplished Corporate Governance (CG) Survey for publicly-listed companies pursuant to SEC Memorandum Circular No. 12 dated August 18, 2009.

Please find the necessary information in relation to this submission:

COMPANY INFORMATION

Organization Name	ABS-CBN Holdings Corporation
Address	4 th Floor Benpres Building, Exchange Rd. corner Meralco Ave., Pasig City
Contact Person	Atty. Enrique I. Quiason
Designation	Corporate Secretary
Telephone number	631-0981
Fax number	631-3847
Email address	equiason@gmbti.com

ATTESTATION:

I attest that, to the best of my knowledge, all information in this assessment is accurate and truthful, and that all supporting documents are adequately provided.

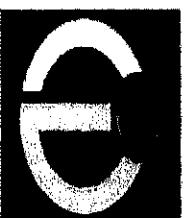
ENRIQUE I. QUIASON
Corporate Secretary

Name & Signature of Authorized Company Representative

Date: 10/15/2009

The 2009 Corporate Governance Scorecard for Publicly Listed companies

A PROJECT OF THE



INSTITUTE OF
CORPORATE
DIRECTORS

IN COLLABORATION WITH



School of Law

SUPPORTED BY





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Name & Signature of Authorized Company Representative

Date: _____

2009 Corporate Governance Scorecard for Publicly-listed Companies

RESPONSE FORM

Example:

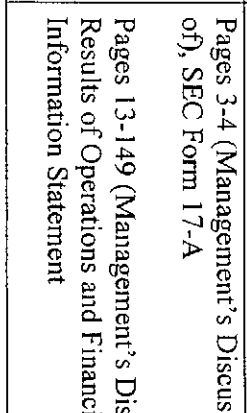
ITEM	Survey Question	Self-Assessment			Information Source	Remarks
		Adequate	Better	Best		
1	Does the company offer other ownership rights beyond voting?		✓		Paragraph 2, Page 25, 2006 Annual Report	

IMPORTANT NOTE: For validation purposes, please submit a copy of all documents used in the Self Assessment.

art I. THE RIGHT OF SHAREHOLDERS

ITEM	Survey Question	Self-Assessment			Information Source	Remarks
		Adequate	Better	Best		
1	Does the company offer other ownership rights beyond voting?			✓	<p>Page 1 of (Dissenter's Right of Appraisal and Right to Dividends), and Pages 13 (Dividend Information), Information Statement;</p> <p>Article VI, Section 3 (Dividends), Amended By-Laws;</p> <p>Page 8 (Section 12: Investor's Rights and Protection) Manual of Corporate Governance;</p> <p>Page 2 (Dividend Information), SEC Form 17-A</p> <p>SEC Form 17-C dated March 26, 2009 on declaration of cash dividends</p>	<p>Pre-emptive rights are not denied under the Articles of Incorporation</p> <p>The Corporation is the issuer of ABS-CBN PDRs which are listed and traded. Its common shares are not listed. The PDRs have no voting rights.</p>

				<p><i>SEC Form 17-4, Amended By-laws, and SEC Form 17-C can also be downloaded from the ABS-CBN Holdings website</i></p> <p>Page 9 (Compensation of Directors and Executive Officers), Information Statement;</p>	
2	Is the policy on the directors' compensation disclosed to the shareholders?			<p>Page 6 (Executive Compensation of Directors and Executive Officers), SEC Form 17-A;</p> <p>Page 4, Article III, Section 8 (Compensation), Amended By-laws;</p> <p><i>SEC Form 17-4, and Amended By-laws can also be downloaded from the ABS-CBN Holdings website</i></p> <p>Page 9 (Compensation of Directors and Executive Officers), Information Statement;</p>	<p>The yearly compensation of directors shall not exceed 10% of the unrestricted net income of the preceding year.</p>
3	How is the directors' compensation presented to the shareholders?		✓	<p>Page 6 (Executive Compensation of Directors and Executive Officers), SEC Form 17-A;</p> <p>Page 4, Article III, Section 8 (Compensation), Amended By-laws;</p> <p><i>SEC Form 17-4, and Amended By-laws can also be downloaded from the ABS-CBN Holdings website</i></p>	<p>The yearly compensation of directors shall not exceed 10% of the unrestricted net income of the preceding year.</p>
4	Does the company allow shareholders to elect board members individually?		✓	<p>Page 5 (Voting Securities and Principal Holders), Page 11 (Voting Procedures), Information Statement;</p> <p>Article II Section 7 (Voting Procedures), Amended By-Laws;</p> <p><i>Amended By-laws can also be downloaded from the ABS-CBN Holdings website</i></p>	<p>Cumulative voting is allowed - stockholders are given the option to vote such number of shares for as many persons as there are directors to be elected or he may cumulate his shares and give 1 candidate as many votes as the number of directors to be elected.</p>

5	Quality of Notice to call Shareholders' Meeting in the past year.			
5.1	Nomination of directors providing their names and background.		✓	Page 7-9, Information Statement; Pages 5, SEC Form 17-A; <i>SEC Form 17-A can also be downloaded from the ABS-CBN Holdings</i>
5.2	Is there adequate information on the external auditor? Are their name(s), profile, detail of fees and other engagements with the company (tax, consulting, etc.) provided?		✓	Page 10 (Appointment of External Auditors), Information Statement; Pages 13 (Dividend Information), Information Statement; Article VI, Section 3 (Dividends), Amended By-Laws; Page 2 (Dividend Information), SEC Form 17-A <i>SEC Form 17-A, and Amended By-laws can also be downloaded from the ABS-CBN Holdings website</i>
5.3	Dividend policy, in providing the amount and explanation.		✓	Pages 3-4 (Management's Discussion and Analysis of Plan of), SEC Form 17-A Pages 13-149 (Management's Discussion and Analysis of Results of Operations and Financial Condition), Information Statement
5.4	Does the information statement have an executive summary?		✓	

					SEC Form 17-A, and Amended By-Laws can also be downloaded from the ABS-CBN Holdings website	
6	Quality of Minutes of Shareholders' Meeting				Page 5 (Voting Securities and Principal Holders), Page 11 (Voting Procedures), Information Statement; Article II Section 7 (Voting Procedures), Amended By-Laws. Page 2, Election of Directors, Minutes of the Annual Stockholders Meeting held on June 6, 2008. <i>Amended By-laws can also be downloaded from the ABS-CBN Holdings website</i>	
6.1	Voting method and vote counting system		✓		Page 1 (Reading and Approval of Minutes of Previous Stockholders Meeting), Minutes of the Annual Stockholders Meeting held on June 6, 2008 Page 2 (Election of Directors), Minutes of Annual Stockholders Meeting held on June 6, 2008	
6.2	Issues and Motions		✓		Pages 1 (Approval of the Audited Financial Statements for the Year Ending December 31, 2007), Minutes of the Annual Stockholders Meeting held on June 6, 2008 Page 2 (Appointment of External Auditors), Minutes of Annual Stockholders Meeting held on June 6, 2008	

6.3	Agreements arrived at during the meeting;			✓	<p>Page 1 (Reading and Approval of Minutes of Previous Stockholders Meeting), Minutes of the Annual Stockholders Meeting held on June 6, 2008</p> <p>Pages 2 (Approval of the Audited Financial Statements for the Year Ending December 31, 2007), Minutes of the Annual Stockholders Meeting held on June 6, 2008</p> <p>Page 2 (Election of Directors), Minutes of Annual Stockholders Meeting held on June 6, 2008</p> <p>Page 2 (Appointment of External Auditors), Minutes of Annual Stockholders Meeting held on June 6, 2008</p>	
6.4	Corporate acts which were approved or disapproved by the stockholders.			✓	<p>Page 1 (Reading and Approval of Minutes of Previous Stockholders Meeting), Minutes of the Annual Stockholders Meeting held on June 6, 2008</p> <p>Pages 2 Approval of the Audited Financial Statements for the Year Ending December 31, 2007), Minutes of the Annual Stockholders Meeting held on June 6, 2008</p> <p>Page 2 (Election of Directors), Minutes of Annual Stockholders Meeting held on June 6, 2008</p> <p>Page 12 (Appointment of External Auditors), Minutes of Annual Stockholders Meeting held on June 6, 2008</p>	
7	Did the Chairman of the Board attend the last two AGMs?			✓	Page 1, Minutes of the Annual Stockholders Meeting held on June 14, 2007.	Mr. Oscar M. Lopez is the Chairman and CEO of ABS-CBN Holdings.

					Page 1, Minutes of the Annual Stockholders Meeting held on June 6, 2008	
8	Did the CEO/Managing Director attend at least one of the last two AGMs?			✓	Page 1, Minutes of the Annual Stockholders Meeting held on June 14, 2007. Page 1, Minutes of the Annual Stockholders Meeting held on June 6, 2008	Mr. Oscar M. Lopez is the Chairman and CEO of ABS-CBN Holdings.
9	Is a name list of board members attending the AGM available?			✓	Page 1, Minutes of the Annual Stockholders Meeting held on June 6, 2008	
10	Do AGM minutes record that there was an opportunity allowing shareholders to ask questions/raise issues in the past year?					
10.1	Is there a record of answers and questions?			✓	Page 1-2, Minutes of Annual Stockholders Meeting held on June 6, 2008	
10.2	Is there a record of resolutions in the minutes?			✓	Page 1 (Reading and Approval of Minutes of Previous Stockholders Meeting), Minutes of the Annual Stockholders Meeting held on June 6, 2008 Page 1 (Approval of the Audited Financial Statements for the Year Ending December 31, 2007), Minutes of the Annual Stockholders Meeting held on June 6, 2008	

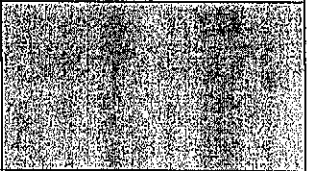
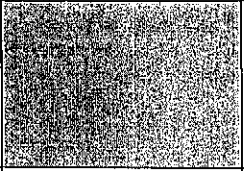
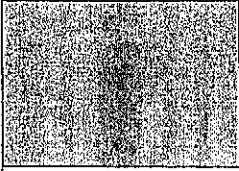
					Page 1 (Election of Directors), Minutes of Annual Stockholders Meeting held on June 6, 2008 Page 2 (Appointment of External Auditors), Minutes of Annual Stockholders Meeting held on June 6, 2008	
11	Attendance of the Board Committee Chairs					
11.1	Did the Chairman of the Audit Committee attend the last two AGMs?	✓				
11.2	Did the Chairman of the Compensation / Remuneration / Governance Committee attend the last two AGMs?	✓				There is no Compensation Committee
11.3	Did the Chairman of the Nomination Committee attend the last two AGMs?	✓				There is no Nomination Committee.
12	Does the company have anti- takeover defenses?					
12.1	Do Board members collectively own more than 25% of outstanding shares?		✓		Pages 5-6 (Voting Securities and Holders Thereof), Pages 12-13 (Shareholder Information) Information Statement Page 2 (Shareholder Information) Page 7, (Security Ownership of Certain Beneficial Owners and Management), SEC Form 17-A <i>SEC Form 17-A, can also be downloaded from the ABS-</i>	Board members collectively own 50% of outstanding shares. The Company's common shares are not listed or traded. The PDRs issued by the Company are the securities which are listed or traded.

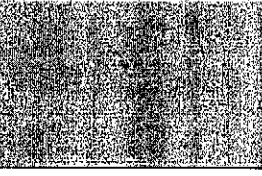
					<i>CBN Holdings website</i>	
12.2	What is the proportion of outstanding shares that are considered "free float"?			✓	Information Statement – Control and Compensation Information	The Company's common shares are not listed or traded. The PDRs issued by the Company are the securities which are listed or traded.

art II. EQUITABLE TREATMENT OF SHAREHOLDERS

ITEM	Survey Question	Self-Assessment			Information Source	Remarks
		Adequate	Better	Best		
13	For the same class of shares, does the principle of one share one vote apply?			✓	Page 5 (Voting Securities and Principal Holders), Page 11 (Voting Procedures), Information Statement; Article II Section 7 (Voting Procedures), Amended By-Laws. <i>Amended By-laws can also be downloaded from the ABS-CBN Holdings website</i>	The authorized capital stock of the company consists of common shares only which are voting. The Company's common shares are not listed or traded. The PDRs issued by the Company are the securities which are listed or traded.
14	Does the company have any mechanism that allows minority shareholders to influence board composition?			✓	Page 5 (Voting Securities and Principal Holders), Page 11 (Voting Procedures), Information Statement; Article II Section 7 (Voting Procedures), Amended By-Laws. <i>Amended By-laws can also be downloaded from the ABS-CBN Holdings website</i>	Stockholders are allowed to cumulate their votes for purposes of electing directors.

15	<p>Has there been any case of insider trading involving company directors and management in the past two years?</p>			✓	<p>Page 1 (Legal Proceedings), Page 4 (Compliance with Leading Practice of Corporate Governance), Page 6 (Involvement of Directors and Officers in Certain Legal Proceedings), SEC Form 17-A;</p> <p>Page 8 (Involvement of Directors and Officers in Certain Legal Proceedings), Page 15 of main body Compliance with Leading Practice of Corporate Governance), Information Statement;</p> <p>Compliance Officer's Certification submitted January 30, 2009</p> <p><i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i></p> <p>Page 2 (Duties and Responsibilities of a Director), Manual of Corporate Governance</p> <p>Page 4, (Compliance with Leading Practice of Corporate Governance), Page 6 (Involvement of Directors and Officers in Certain Legal Proceedings), SEC Form 17-A;</p> <p>Page 8 (Involvement of Directors and Officers in Certain Legal Proceedings), Page 15 of main body Compliance with Leading Practice of Corporate Governance), Information Statement;</p> <p>Compliance Officer's Certification submitted January 30, 2009</p> <p><i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i></p>	<p>The Company has had no case of insider trading.</p>
16	<p>Has the company established a system to prevent the use of material inside information and inform all employees, management, and board members of this system?</p>			✓	<p>Page 4, (Compliance with Leading Practice of Corporate Governance), Page 6 (Involvement of Directors and Officers in Certain Legal Proceedings), SEC Form 17-A;</p> <p>Page 8 (Involvement of Directors and Officers in Certain Legal Proceedings), Page 15 of main body Compliance with Leading Practice of Corporate Governance), Information Statement;</p> <p>Compliance Officer's Certification submitted January 30, 2009</p> <p><i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i></p>	

17	Has there been any complaint/dispute/problem regarding related-party transaction in the past two years?			✓	Page 9, (Certain Relationships and Related Transactions), Information Statement; Page 1 (Legal Proceedings), Page 8, (Certain Relationships and Related Transactions), SEC Form 17-A; <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>	There has been no complaint/problem involving related party transactions.
18	Does the company have a policy that requires management to disclose related-party transaction?			✓	Page 9 (Certain Relationships and Related Transactions), Information Statement;	
19	Are the nature and extent of transactions with affiliated and related parties communicated to shareholders annually?			✓	Page 9 (Certain Relationships and Related Transactions), Information Statement;	
20	Is the company a part of an economic group where the parent / controlling shareholder also controls key suppliers, customers, and/or similar businesses?			✓		
21	Does the company facilitate voting by proxy?			✓	Second to the last paragraph of the Notice of Annual Meeting of Stockholders dated October 8, 2009 included in the Information Statement Page 5 (Voting Securities and Principal Holders Thereof), Information Statement;	

22	Does the notice to shareholders specify the documents required to give proxy?			✓	Second to the last paragraph of the Notice of Annual Meeting of Stockholders dated October 8, 2009 included in the Information Statement Page 5 of main body, (Voting Securities and Principal Holders Thereof), Information Statement;	
23	Is there any requirement for a proxy appointment to be notarized?			✓	Second to the last paragraph of the Notice of Annual Meeting of Stockholders dated October 8, 2009 included in the Information Statement. Notarization is not required. Page 5 of main body, (Voting Securities and Principal Holders Thereof), Information Statement;	
24	How many days in advance does the company send out notice of general shareholder meetings?			✓	In 2008, the Notice of the Annual Stockholders' Meeting was sent out three weeks in advance of the Annual Stockholders' Meeting on June 6, 2008.	The 2009 annual stockholders meeting has been postponed.
24.1	Date of Notice	(dd/mm/yy)			16/05/2008	The 2009 annual stockholders meeting has been postponed.
24.2	Date of Actual Meeting	(dd/mm/yy)			06/06/2008	The 2009 annual stockholders meeting has been postponed.

Part III. THE ROLE OF STAKEHOLDERS IN CORPORATE GOVERNANCE

ITEM	Survey Question	Self-Assessment			Information Source	Remarks
		Adequate	Better	Best		

25	Does the company explicitly mention the safety and welfare of its employees?	✓				The Company has very few employees and its business processes are outsourced. It has no subsidiaries.
26	Does the company provide an ESOP (Employee Share Option Program), or other long-term employee incentive plan linked to shareholder value creation, to employees?	✓				The Company has very few employees and its business processes are outsourced. It has no subsidiaries.
27	Does the company provide a retirement plan/fund or its equivalent for its employees?	✓				The Company has very few employees and its business processes are outsourced. It has no subsidiaries.
28	Does the company provide a continuing training program for its employees?	✓				The Company has very few employees and its business processes are outsourced. It has no subsidiaries.
29	Does the company explicitly mention the role of customers?	✓				The Company has limited operations. Its only function is to maintain and monitor the PDRs it issued.
30	Does the company explicitly mention the role of suppliers/business partners?	✓				The Company has limited operations. Its only function is to maintain and monitor the PDRs it issued.
31	Does the company explicitly mention its obligations to shareholders?			✓	Page 7 (Section 9: Communication Process), Page 8 (Section 12: Investors Rights and Protection), Manual of Corporate Governance Page 4 (Dissenters Rights of Appraisal), Page 5 (Control and Compensation Information), Page 11 (Voting	

				Procedures), and Page 13 (Dividend Information), Information Statement; Page 2 (Dividend Information), SEC Form 17-A <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>	
32	Does the company explicitly mention its obligations to creditors?		✓	PDR Instrument	The Company has no creditors except the PDR Holders. The Company's obligations to the PDR Holders are contained in a PDR Instrument.
33	Does the company explicitly mention environmental issues in its public communication?	✓			The Company has limited operations. Its only function is to maintain and monitor the PDRs it issued.
34	Does the company explicitly mention its broader obligations to society and / or the community?	✓			The Company has limited operations. Its only function is to maintain and monitor the PDRs it issued.
35	Does the company disclose pending legal and tax proceedings, tax assessment notices and voluntary assessment program availments that it considers to be potentially material to its business?		✓	Page 1 (Legal Proceedings), SEC Form 17-A: <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>	The Company has limited operations. Its only function is to maintain and monitor the PDRs it issued. Tax consequences of ownership in PDRs have been disclosed in the offering circular.

Part IV. DISCLOSURE AND TRANSPARENCY

ITEM	Survey Question	Self-Assessment			Information Source	Remarks
		Adequate	Better	Best		
36	Does the company have a transparent ownership structure					
36.1	Breakdown of shareholdings			✓	<p>Pages 5-7 (Voting Securities and Principal Holders Thereof) and Page 12-13 (Shareholder Information), Information Statement;</p> <p>Pages 2 (Shareholder Information) and Pages 7 (Security Ownership of Certain Record and Beneficial Owners), SEC Form 17-A;</p> <p>Public Ownership Report as of June 30, 2009</p> <p><i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i></p>	
36.2	Is it easy to identify beneficial ownership?			✓	<p>Pages 5-7 (Voting Securities and Principal Holders Thereof) and Pages 12-13 (Shareholder Information), Information Statement;</p> <p>Pages 2 (Shareholder Information) and Page 7 (Security Ownership of Certain Record and Beneficial Owners), SEC Form 17-A;</p> <p>Public Ownership Report as of June 30, 2009</p> <p><i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i></p>	

36.3	Are directors' shareholdings disclosed?			✓	<p>Pages 5-7 (Voting Securities and Principal Holders), Pages 12-13 (Shareholder Information), Information Statement;</p> <p>Pages 2 (Shareholder Information), Pages 5-6 (Directors and Executive Officers of the Registrant) and Page 7 (Security Ownership of Certain Record and Beneficial Owners), SEC Form 17-A;</p> <p>Public Ownership Report as of June 30, 2009</p> <p><i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i></p>	
36.4	Are management's shareholdings disclosed?			✓	<p>Page 6-7 (Security Ownership of Management), Pages 12-13 (Shareholder Information), Information Statement;</p> <p>Page 2 (Shareholder Information), Pages 5-6 (Directors and Executive Officers of the Registrant) and Page 7 (Security Ownership of Certain Record and Beneficial Owners), SEC Form 17-A;</p> <p>Public Ownership Report as of June 30, 2009</p> <p><i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i></p>	
37	Does the company have a dispersed ownership structure?			✓	<p>Page 5-7 (Voting Security and Principal Holders), Pages 12-13 (Shareholder Information), Information Statement;</p> <p>Page 2 (Shareholder Information), Pages 5-6 (Directors and Executive Officers of the Registrant) and Page 7 (Security Ownership of Certain Record and Beneficial Owners), SEC</p>	

					Form 17-A; Public Ownership Report as of June 30, 2009 <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>	
38	Assess the quality of the Annual Report, in particular, the following:					
38.1	Financial performance		✓	<p>Page 12 (The Company) and Pages 13-15 (Management Discussion and Analysis of Results of Operations and Financial Condition, Information Statement</p> <p>Page 1 (Business), Pages 3-4 (Management Discussion and Analysis of Results of Operations and Financial Condition), SEC Form 17-A</p> <p>Pages 1-2 (Management's Discussion and Analysis of Financial Condition and Results of Operation), SEC Form 17-Q for the period ended June 30, 2009</p> <p><i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i></p>		
38.2	Business operations, competitive position, and other non-financial matters		✓	<p>Page 12 (The Company) and Pages 13-15 (Management Discussion and Analysis of Results of Operations and Financial Condition, Information Statement</p> <p>Page 1 (Business), Pages 3-4 (Management Discussion and Analysis of Results of Operations and Financial Condition), SEC Form 17-A</p>		

					Pages 1-2 (Management's Discussion and Analysis of Financial Condition and Results of Operation), SEC Form 17-Q for the period ended June 30, 2009 <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>	
38.3	Board Member Background		✓	Page 7-9 (Directors and Executive/Corporate Officers), Information Statement; Pages 5-6 (Directors and Executive Officers of the Registrant), SEC Form 17-A; Company Website <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>		
38.4	Basis of the Board compensation		✓	Page 6 (Executive Compensation), SEC Form 17-A; Article III, Section 8 (Compensation), Amended By-laws; <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>		
38.5	Operating risks		✓	Pages 15-16 (Note 10. Financial Risk Management Objectives and Policies), 2008 Company Annual Audited Financial Statements (Part of SEC Form 17-A) <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>		

38.6	Identification of Independent Directors	✓			
38.7	Board meeting attendance of individual directors			✓	Secretary's Certificate on Board Attendance dated January 28, 2009
38.8	Does the company have a policy requiring full disclosure of details of related-party transactions in public communications?			✓	Page 9 Certain Relationships and Related Transactions), Information Statement; Page 8, (Certain Relationships and Related Transactions), SEC Form 17-A; <i>SEC Form 17-A, can also be downloaded from the ABS-CBN Holdings website</i>
39	Is there any statement requesting directors to report their transactions of the company shares?			✓	Pages 1-2 (Duties and Responsibilities of the Board), Manual for Corporate Governance Pages 5-7 (Voting Securities and Principal Holders), Information Statement Page 7, (Security Ownership of Management), SEC Form 17-A Page 1, Public Ownership Report as of June 30, 2009 <i>SEC Form 17-A can also be downloaded from the ABS-CBN Holdings website</i>

40	Does the company have an internal audit operation established as a separate unit in the company?			✓	Page 7 (Section 8: Internal Auditor), Manual for Corporate Governance
41	Does the internal auditor report to the board audit committee?			✓	Page 7 (Section 8: Internal Auditor), Manual for Corporate Governance
42	Does the internal audit function provide an independent evaluation of the internal control processes of the company?			✓	Page 7 (Section 8: Internal Auditor), Manual for Corporate Governance
43	Does the company perform an annual audit using SEC accredited external auditors?			✓	Pages 6 (Section 8: External Auditors), Manual for Corporate Governance Page 10 (Appointment of External Auditors), Information Statement <i>SEC Form 17-A can also be downloaded from the ABS-CBN Holdings website</i>
44	Is the financial report disclosed in a timely manner during the past year?			✓	SEC Form 17-A for the year ended 2008 SEC Forms 17-Q for quarters ended March 31, 2009 and June 30, 2009

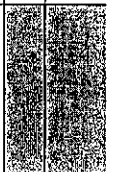

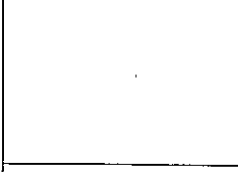

					<i>SEC Forms 17-A and 17-Q can also be downloaded from the ABS-CBN Holdings website</i>	
45	Are there any accounting qualifications in the audited financial statements apart from the Qualification on Uncertainty of Situation?			✓	Independent Auditor's Report - Opinion, SEC Form 17-A <i>SEC Form 17-A can also be downloaded from the ABS-CBN Holdings website</i>	No qualified or adverse opinion.
46	Does the company website disclose up-to-date information on:	Date of website examination: October 15, 2009				
46.1	Business operation			✓	http://abs-cbnpdr.com/absp/about.asp	
46.2	Financial statements			✓	http://abs-cbnpdr.com/absp/ir_finrep.asp	
46.3	Press release			✓	http://abs-cbnpdr.com/absp/cg.asp	
46.4	Shareholding structure			✓	http://abs-cbnpdr.com/absp/about.asp	
46.5	Organization structure			✓	http://abs-cbnpdr.com/absp/officers.asp	
46.6	Corporate group structure (N/A for a company that does not belong to corporate grouping)			✓	http://abs-cbnpdr.com/absp/about.asp	
46.7	Downloadable annual report			✓	http://abs-cbnpdr.com/absp/ir_finrep.asp	
46.8	Notice to call shareholders' meeting			✓	Page 2 of Information Statement	

47	Does the company provide contact details for a specific Investor Relations person or unit that is easily accessible to outside investors?			✓	ABS-CBN Holdings Website	
48	Does the company offer multiple channels of access to information? Multiple channels include:					
48.1	Annual report			✓	SEC Form 17-A <i>SEC Form 17-A can also be downloaded from the ABS-CBN Holdings website</i>	
48.2	Company website			✓	Contains: latest PDR price information, price chart, disclosures, financial reports, board of directors background, etc.	Company website contains relevant & up-to-date corporate information.
48.3	Analyst briefing(s)		✓			
48.4	Press conference(s) / press briefing(s)			✓	SEC Form 17-C <i>SEC Form 17-C can also be downloaded from the ABS-CBN Holdings website</i>	


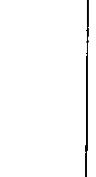

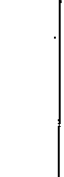

Part V. BOARD RESPONSIBILITY


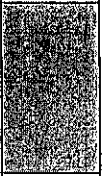
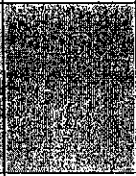


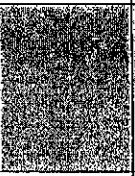
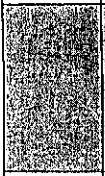
ITEM	Survey Question	Self-Assessment	Information Source	Remarks
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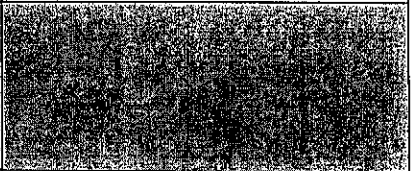
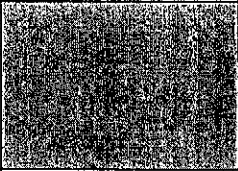
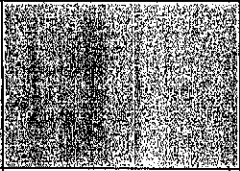
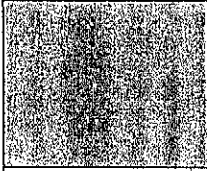
		Adequate	Better	Best		
49	Does the company have its own written Corporate Governance Manual that clearly describes its value system and board responsibilities?			✓	Page 1 Manual for Corporate Governance	
50	Does the Board of Directors provide code of ethics or statement of business conduct for all directors and employees?			✓	Page 1 (Section 1) Manual for Corporate Governance Code of Conduct	
51	Does the company have corporate vision/mission/values?	✓				
52	Does the PSE have any evidence of non-compliance of the company with PSE rules and regulations in the last year?			✓		No trading suspension. No case of non-compliance last year.
53	Assess the quality of the Audit Committee Report in the Annual Report:					
53.1	Attendance	✓				
53.2	Internal control	✓				
53.3	Proposed auditors	✓				

53.4	Financial report review	✓				
53.5	Legal compliance	✓				As of September 30, 2009, all directors have attended corporate governance training as stated in their profile on the Benpres website.
54	Have board members participated in the training on Corporate Governance (i.e. PDP, CGOP, Corporate Retreat, etc.)?			✓		Mr. Angel Ong attended the Professional Directors Program (Batch 21) of the ICD in August and September 2009. Some directors attended a seminar/training entitled "Corporate Governance for Board of Directors, Senior Management and Internal Auditors conducted by the Risk and Technical Services Group of the SGV & Co. on November 21, 2008 at the Eugenio Lopez Center, Antipolo. The rest of the directors undertook, on their own, their respective seminars given by other providers.
55	Have senior management executives attended training on Corporate Governance?			✓		The officers attended a seminar/training entitled "Corporate Governance for Board of Directors, Senior Management and Internal Auditors conducted by the Risk and Technical Services Group of the SGV & Co. on November 21, 2008 at the Eugenio Lopez Center, Antipolo, Rizal.

56	What is the attendance performance of the board members during the past 12 months?		✓	Secretary's Certificate on Board Attendance dated January 28, 2009.	There were 2 board meetings in 2008. There was 100% board attendance for both meetings.
57	Does the company provide a risk management policy?		✓	<p>Pages 15-16 (Note 10 Financial Risk Management Objectives and Policies) of Information Statement and SEC Form 17-A.</p> <p><i>SEC Form 17-C can also be downloaded from the ABS-CBN Holdings website</i></p> <p>Pages 2-3 (Board of Directors), Revised Manual for Corporate Governance</p> <p>Article II (Directors)</p> <p>Article IV (Officers), Amended By-Laws</p> <p>Pages 7-9 (Directors and Executive/Corporate Officers) Information Statement; Pages 5-6 (Directors and Executive Officers of the Registrant) SEC Form 17-A;</p> <p>Page 2 (Section 3: Board of Directors/ Board Governance/General Duties and Responsibilities of the Board/ Specific Duties and Responsibilities of the Board) Revised Manual of Corporate Governance</p>	
58	Does the company clearly distinguish the roles and responsibilities of the board and management?		✓		
59	Does the board conduct an annual self-assessment?		✓		A sample of the Board Self Assessment form which is in use is attached.
60	Does the company conduct an annual performance assessment of the CEO/President?		✓		A sample of the performance assessment form for the president is attached.
61	How many board meetings are held per year?		2	Secretary's Certificate of Attendance of the Board of Directors dated January 28, 2009	

61.1	Does the firm report board meeting attendance of individual directors?		✓	Page 11 (Secretary's Certificate) Information Statement; Corporate Secretary's Certificate of Attendance of the Board of Directors dated January 28, 2009
62	Is the Chairman a non-executive director?	✓		
63	Does the board appoint committees with independent members to carry out various critical responsibilities such as:			
63.1	<i>Audit.</i> If yes, are the following items disclosed?			
63.1.1	Charter/ Role and responsibilities	✓		
63.1.2	Profile / Qualifications	✓		
63.1.3	Independence	✓		
63.1.4	Is the Chairman of the Committee an independent director?	✓		

63.1.5	Performance / Meeting Attendance	✓				
63.2	<i>Compensation / Remuneration</i> (Compensation/ Remuneration Committee) If yes, are the following items disclosed?					
63.2.1	Charter/Role and Responsibilities	✓				
63.2.2	Is the Committee composed of a majority of independent directors?	✓				
63.2.3	Performance / Meeting Attendance	✓				
63.3	<i>Nomination Committee</i> . If yes, are the following items disclosed?					
63.3.1	Charter/Role and Responsibilities	✓				
63.3.2	Is the Committee composed of a majority of independent directors?	✓				
63.3.3	Performance / Meeting Attendance	✓				

64	How many board members are independent directors?					
65	Does company state in its Annual Report the definition of "independence" for identifying independent directors in public communications?	✓				
66	Does the board conduct assessment of what skills and trainings the directors need?			✓	Page 8 (Section 10 Orientation Process) Corporate Governance Manual	As of September 30, 2009, all directors have attended corporate governance training as stated in their profile on the company website. Per the Revised Corporate Governance Manual, training needs will be evaluated.
67	Does the Company have a separate report of the Board of Directors describing their responsibilities in reviewing the firm's financial statement?			✓	Note 1 (Corporate Information) of the 2008 Annual Audited Financial Statements, part of Information Statement and SEC Form 17-A. <i>SEC Form 17-C can also be downloaded from the ABS-CBN Holdings website</i>	