

ZEUS HOLDINGS, INC.

20/F, LKG Tower, 6801 Ayala Avenue, Makati City
Tel. No. (632) 884-1106 / Telefax (632) 884-1409

6 January 2011

THE PHILIPPINE STOCK EXCHANGE, INC.

3rd Floor Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City

Attention : **MS. JANET A. ENCARNACION**
Head, Disclosure Department

Re : Sworn Certification on Attendance of Directors
in 2010 Board Meetings

Gentlemen:

Enclosed is Zeus Holdings, Inc.'s (ZHI) Sworn Certification on the Attendance of ZHI directors in board meetings held during the calendar year 2010.

Very truly yours,



DAISY L. PARKER
Corporate Secretary

D:\My Documents\Tat\ZH\SEC Reports\Certification\letpse (sworn certification) 01 06 11.doc

COVER SHEET

1 0 2 4 1 5

SEC Registration Number

Z E U S H O L D I N G S , I N C .

(Company's Full Name)

2 0 / F L K G T O W E R 6 8 0 1 A Y A L A A V E N U E

M A K A T I C I T Y

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

ATTY. DAISY L. PARKER

(Contact Person)

884-1106

(Company Telephone Number)

Certification on Qualification of Independent Director

1 2 3 1

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

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document ID

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes.

SECRETARY'S CERTIFICATE

I, **DAISY L. PARKER**, of legal age, Filipino, hereby certify that:

- I am the duly elected Corporate Secretary of **ZEUS HOLDINGS, INC.** (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with office address at 20/F LKG Tower, 6801 Ayala Avenue, Makati City;
- Based on the records under my custody and control, the attendance of the Corporation's directors at Board Meetings held during the calendar year 2010 are as follows:

Directors	Special Meetings						Regular Meetings			Org'l. Mtg. Nov. 11	Percentage
	Feb. 12	Mar. 23	May 18	May 28	Aug. 11	Sept. 21	Mar. 16	Sept. 7	Nov. 11		
Felipe U. Yap	P	P	P	P	P	P	P	P	P	P	100%
Yuen Po Seng	P	P	P	P	P	P	P	P	P	P	100%
Augusto C. Villaluna	P	P	P	P	P	P	P	P	A	A	80%
Jose G. Cervantes	P	P	P	P	P	P	P	P	P	P	100%
Ronald P. Sugapong	P	P	P	P	P	P	P	P	P	P	100%
Stephen Y. Yap	P	P	P	P	P	P	P	P	P	P	100%
Daisy L. Parker	P	P	P	P	P	P	P	P	P	P	100%
Jesus Clint O. Aranas	A	P	P	P	P	P	P	P	P	P	90%
Oliver S. Faustino	P	P	P	P	P	P	P	P	P	P	100%

Legend:

P – Present
 A – Absent

- As indicated above, all of the Corporation's Directors were compliant with the Securities and Exchange Commission's requirement of more than 50% attendance.
- I execute this Secretary's Certificate to attest to the truth of the foregoing facts.

IN WITNESS WHEREOF, I have hereunto affixed my signature this JAN 06 2011 at Makati City.

DAISY L. PARKER
DAISY L. PARKER
 Corporate Secretary

Countersigned by:

FELIPE U. YAP
FELIPE U. YAP
 Chairman of the Board

SUBSCRIBED AND SWORN to before me this JAN 06 2011, affiant exhibited to me her Passport No. SS0528897 issued on 13 February 2006 at Manila, Philippines.

Doc. No. 337 ;
 Page No. 69 ;
 Book No. 202 ;
 Series of 2011.

NELSON NO.
NELSON NO.
 NOTARY PUBLIC - NO. M-35-UNTIL 12/31/12
 PTR NO. 2625487 / 1-3-2011
 IBP NO. 835495 / 10/21/10
 LAWYER ROLL NO. 28269
 CITYLAND 10, H. V. DELA COSTA - MAKATI