

**MANCHESTER INTERNATIONAL HOLDINGS UNLIMITED
CORPORATION**

Canlubang Industrial Estate, Bo. Pittland
4025 Cabuyao, Laguna

11 January 2012

JANET A. ENCARNACION

Head, Disclosure Department

PHILIPPINE STOCK EXCHANGE, INC.

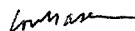
Philippine Stock Exchange Centre, Exchange Road
Ortigas Center, Pasig City, Metro Manila

Dear ***Ms Encarnacion:***

Please find attached Manchester International Holdings Unlimited Corporation's Certificate of Compliance with the Manual of Corporate Governance.

Thank you.

Very truly yours,



CAROLINE O. VILLASERAN

SECURITIES AND EXCHANGE COMMISSION

SEC Form MCG-2002

C E R T I F I C A T E

I, **ATTY. ANA LIZA A. PERALTA**, of legal age and with office address at the 5th Floor, Km. 14, West Service Road, South Superhighway corner Edison Street, Barangay Sun Valley, Paranaque City, after being duly sworn to in accordance with law, depose and state that:

1. I am the incumbent Compliance Officer of **MANCHESTER INTERNATIONAL HOLDINGS UNLIMITED CORPORATION**, a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at the Canlubang Industrial Estate, Bo. Pittland, 4025 Cabuyao, Laguna;

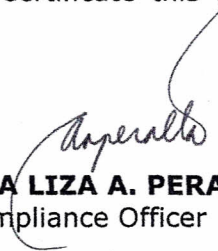
2. In 2011, the Company substantially adopted all the provisions of the Manual on Corporate Governance, as prescribed by SEC Memorandum Circular No. 2 Series of 2002;

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 of Corporate Governance.

IN WITNESS WHEREOF, I have signed this Certificate this 19th day of December, 2011 at Makati City, Philippines.

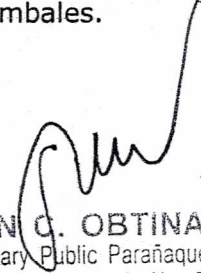
Countersigned by:


FRANCISCO R. BILLANO
President


ANA LIZA A. PERALTA
Compliance Officer

Paranaque SUBSCRIBED AND SWORN to before me, A Notary Public for and in the City of Makati, Philippines, this 19th day of December, 2011, affiant who is personally known to me and whose identity i have confirmed through her Passport under Passport No. XX1335922 issued in Manila on June 4, 2008 and valid until June 3, 2013, bearing the affiant's photograph and signature, and who showed to me her Community Tax Certificate No. 06690927 issued on January 6, 2011 at San Marcelino, Zambales.

Doc. No. 98 ;
Page No. 21 ;
Book No. 3 ;
Series of 2011.


SIMEON C. OBTINALLA JR.
Notary Public Paranaque City
Roll of Attorney's No. 56584
IBP Lifetime Member No. 08268
G/F Zuellig Pharma Corp.
Km 14 West Service Road South Superhighway
Corner Edison Avenue, Brgy Sun Valley, Paranaque City
PTR No. 9346902 M 3/15/2011 Paranaque City
Commission No. 65-2011
Not. Dec. 21, 2011.