

Republic of the Philippines }  
} s.s.

### CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ATTY. RAUL Ch. RABE**, Filipino, of legal age and a resident of 445 Agoncillo St, Ayala Alabang Village, Muntinlupa City, Metro Manila, after having been duly sworn to in accordance with law do hereby declare that:

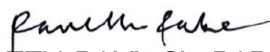
1. I am a nominee for Independent Director of Vivant Corporation and have been its Independent Director since 2003;
2. I am affiliated with the following companies or organizations:

Company	Position	Period of Service
Cagayan Electric Power & Light Company, Inc. (CEPALCO – Cagayan de Oro)	Director	16 years (approximate)
Mindanao Energy Systems, Inc. (MINERGY – Cagayan de Oro)	Director	7 years (approximate)
Rodrigo, Berenguer & Guno Law Offices (Makati City)	Of Counsel	17 years
Manila Economic and Cultural Office (MECO)	Corporate Secretary	17 years
Minergy Power Corporation (MPC)	Director	1 year

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Vivant Corporation, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of Vivant Corporation and its subsidiaries and affiliates;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding;
6. I am not an officer or employee of any government agency, government instrumentality or government-owned and controlled corporation;

7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and
8. I shall inform the Corporate Secretary of Vivant Corporation of any changes in the abovementioned information within five (5) days from its occurrence.

Done this \_\_\_\_\_ in \_\_\_\_\_, Philippines.

  
ATTY. RAUL Ch. RABE  
*Affiant – Independent Director*