



SOUTH CHINA RESOURCES, INC.

3/F Low Rise Pacific Star Bldg., Sen. Gil Puyat Ave. cor. Makati Ave., Makati City
Metro Manila, Philippines

January 22, 2009

Disclosure Department
4/F Philippine Stock Exchange, Inc.
PSE Centre, Exchange Road
Ortigas Center, Pasig City

Attention: **Atty. PETE M. MALABANAN**
Head, Disclosure Department

Gentlemen:

We submit herewith a copy of South China Resources, Inc.'s Certification of Compliance with the Manual of Corporate Governance (SEC Form MCG-2002), as submitted to the Securities and Exchange Commission.

We hope you find the above in order. Thank you.

Yours faithfully,

DAVID R. BALADAD
Corporate Information Officer/
VP – Operations

SEC Number : ASO92-06441

File Number : _____

SOUTH CHINA RESOURCES, INC.

(Company's Full Name)

3/F Low Rise Pacific Star Bldg., Sen. Gil Puyat Ave. cor. Makati Ave., Makati City

(Company's Address)

(632) 812-2383 / 892-2049

(Telephone Number)

December 31

Fiscal Year Ending (Month & Day)

MCG – 2002
Certificate of Compliance with
Manual on Corporate Governance

Form Type

Not Applicable

Amendment Designation (if applicable)

January 30, 2009

Period Ended Date

Not Applicable

(Secondary License Type and File Number)

Certificate of Compliance with the Manual of Corporate Governance

I, **David R. Baladad**, of legal age and with office address at 3/F Low Rise Pacific Star Bldg., Sen. Gil Puyat Ave. cor. Makati Ave., Makati City, after being sworn to in accordance with law, depose and state that:

1. I am the incumbent Compliance Officer of South China Resources, Inc. (the "Company"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at 3/F Low Rise Pacific Star Bldg., Sen. Gil Puyat Ave. cor. Makati Ave., Makati City;
2. In 2008, the Company substantially adopted all the provisions of the Manual on Corporate Governance (Model Corporation), as prescribed by SEC Memorandum Circular No. 2, Series of 2002;
3. (If applicable) During the same year, the Company deviated from the following provisions of the said Manual for the reasons stated below:

Provision(s) of the Manual

Explanation

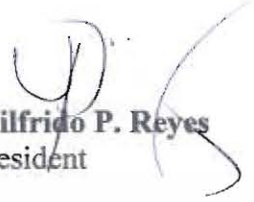
Not Applicable

4. 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 21st day of January, 2009 at Makati City, Philippines.


David R. Baladad
Compliance Officer

Countersigned by:


Wilfrido P. Reyes
President

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA)SS.

SUBSCRIBED AND SWORN to before me on this 21st day of January 2009 at Makati City, Metro Manila, affiant who is personally known to me, and/or has satisfactorily proven to me his identity through competent evidence, exhibiting to me his Community Tax Certificate No. 16425373 issued on March 4, 2008 at Quezon City.



VIVIAN S. TAN
Commission No. M-50
Notary Public - Makati City,
* Until December 31, 2010
Esguerra & Blanco Law Offices
4th & 5th Floors, S&L Building, De La Rosa corner
Esteban Sts., Legaspi Village, Makati City 1229
PTR No. 1569352/1-06-09/Makati City
IBP No. 769876/1-08-09/Makati City
Roll No. 55883

Doc. No. 048;
Page No. 11;
Book No. I;
Series of 2009.

