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Receipt Date and Time : March 31, 2016 09:57:12 AM

Received From : Head Office

Company Representative

Doc Source

Company Information

SEC Registration No. AS94008811
Company Name TRANS-ASIA PETROLEUM CORPORATION
Industry Classification
Company Type Stock Corporation

Document Information

Document ID 103312016000350
Document Type LETTER/MISC
Document Code LTR
Period Covered March 28, 2016
No. of Days Late 0
Department CED/CFD/CRMD/MRD/NTD
Remarks CORPORATE CORPORATE GUIDELINES



**THE PHILIPPINE STOCK
EXCHANGE, INC.**

**Corporate Governance Guidelines
for**

Listed Companies

TRANS-ASIA PETROLEUM CORPORATION

CORPORATE GOVERNANCE GUIDELINES: DISCLOSURE SURVEY

Company Name: **TRANS-ASIA PETROLEUM CORPORATION**

Date: 28 March 2016

GUIDELINE	COMPLY	EXPLAIN
1. DEVELOPS AND EXECUTES A SOUND BUSINESS STRATEGY		
1.1 Have a clearly defined vision, mission and core values	Y	<ul style="list-style-type: none"> • The company adopts the vision and mission statement of Trans-Asia Oil and Energy Development Corporation (TAOil), its parent company. These information are available in TAOil’s company website. • These items are likewise published in the Company’s Employee Handbook.
1.2 Have a well-developed business strategy	Y	<ul style="list-style-type: none"> • Pages 2-5 of the Glossy Annual Report under Message to Shareholders discusses strategies applied by the Company (Annex A). • Pages 29-31 of the SEC Form 17-A under Management’s Discussion and Analysis of Plan of Operation (Annex B).
1.3 Have a strategy execution process that facilitates effective performance management, and is attuned to the company’s business environment, management style and culture.	Y	<ul style="list-style-type: none"> • Pages 29-31 of the SEC Form 17-A under Management’s Discussion and Analysis of Plan of Operation summarizes the effects of the growth strategies undertaken the previous year (Annex B).



		<ul style="list-style-type: none"> • Periodic discussion and disclosure of strategy execution accomplished through SEC Form 17-C as disclosed in the company website. • Periodic (at least semi-annual) group-wide company convocations provide venue for information dissemination within the Company as well as realignment of corporate goals in relation to current performance. • Semi-annual Performance Appraisal using a Balanced Scorecard to align corporate goals with current progress done on a per employee basis.
1.4 Have its board continually engaged in discussions of strategic business issues	Y	<ul style="list-style-type: none"> • Minutes of all Board Meetings for the year are included as attachments in the Definitive Information Statement and posted in the company website under Disclosures. The Minutes detail discussions in relation to strategic business issues and resolutions. • Attendance in Corporate Governance and Risk Management trainings as disclosed to the SEC.
2. ESTABLISHES A WELL-STRUCTURED AND FUNCTIONING BOARD		
2.1 Have a board composed of directors of proven competence and integrity.	Y	<ul style="list-style-type: none"> • The biography of the members of the Board of Directors are detailed in the following documents: <ol style="list-style-type: none"> 1. Page 49-52 of the SEC Form 17-A (Annex B) 2. Page 6-8 of the Definitive Information Statement (Annex C) 3. Board of Directors page of the company website
2.2 Be led by a chairman who shall ensure that the board functions in an effective and collegial manner	Y	<ul style="list-style-type: none"> • The incumbent chairman was conferred the Management Man of the Year Award in 2010 by the Management Association of the Philippines.

		<ul style="list-style-type: none"> The credentials of Mr. Ramon R. del Rosario, Jr. can be found in the following documents : <ol style="list-style-type: none"> Board of Directors page of the company website Page 6 of the Definitive Information Statement (Annex C) Page 49 of the SEC Form 17- A (Annex B)
2.3 Have at least three(3) or thirty percent (30%) of its directors as Independent Directors	Y	<ul style="list-style-type: none"> Directors classified into Executive, Non-Executive and Independent as found in Page 49 of the SEC Form 17- A (Annex B). Pages 12-13 of the of the Glossy Annual Report identifies the company's Independent Directors (Annex A).
2.4 Have in place, written manuals ,guidelines and issuances that outline procedures and processes	Y	<ul style="list-style-type: none"> Trans-Asia Petroleum adopts the manuals, guidelines and issuances of its holding company, Trans-Asia Oil.
2.5 Have Audit, Risk, Governance and Nomination & Election Committees of the Board	Y	<ul style="list-style-type: none"> The listing of Committees as well as its members, roles and functions are found in the page 61-63 of the SEC Form 17- A (Annex B).
2.6 Have its Chairman and CEO positions held separately by individuals who are not related to each other	Y	<ul style="list-style-type: none"> Delineation of roles as specified in the adopted By- Laws of its parent company (Annex D). A list of directors and officers can also be found in the PSE EDGE site under the "DIRECTORS AND MANAGEMENT LIST".
2.7 Have a director nomination and election process that ensures that all shareholders are given the opportunity to nominate and elect directors individually based on the number of shares voted	Y	<ul style="list-style-type: none"> Pages 13 and 18 of the Definitive Information Statement (Annex C).

2.8. Have in place a formal Board of Director development program	Y	<ul style="list-style-type: none"> The Company sponsors its own in-house Corporate Governance Training annually that was conducted by SGV for the past two (2) consecutive years (Disclosure of such training posted in the company website).
2.9 Have a Corporate Secretary	Y	<ul style="list-style-type: none"> Pages 12-13 of the Amended Manual on Good Corporate Governance details the roles and responsibilities of the Corporate Secretary (Annex E).
2.10 Have no shareholder agreements, by-laws provisions or other arrangements that constrains the ability to vote independently	Y	<ul style="list-style-type: none"> The company has not adopted any law or agreement that constraints the ability to vote of any shareholder.
3. MAINTAINS A ROBUST INTERNAL AUDIT AND CONTROL SYSTEM		
3.1 Establish the internal audit function as a separate unit in the company which would be overseen at the Board Level	Y	<ul style="list-style-type: none"> The Internal Audit Charter was approved by the Audit Committee on Oct 21, 2014. Page 14 of the Amended Manual on Good Corporate Governance Section 2.3.5 mandates the creation of the Internal Audit (Annex E).
3.2 Have a comprehensive enterprise-wide compliance program that is annually reviewed.	Y	<ul style="list-style-type: none"> The Audit and Risk Management Committees of Phinma, the holding company, meets at least twice a year to discuss solely the subsidiaries /business units top risks where the top risks of the company are included.
3.3 Institutionalize quality service programs for the internal audit function	Y	<ul style="list-style-type: none"> The Internal Audit Chapter and Manual provides for this.

3.4 Have in place a mechanism that allows employees , suppliers and other stakeholders to raise valid issues	Y	<ul style="list-style-type: none"> The Whistleblower and Non Retaliation Policy of the Integrity Assurance Program of the Phinma Group has provisions that give venue for raising valid issues. In full scale, the program shall cover dealings with third parties and suppliers under its Vendor Integrity Program.
3.5 Have the Chief Executive Officer and Chief Audit Executive attest in writing , at least annually, that a sound internal audit, control and compliance system is in place and working effectively	Y	<ul style="list-style-type: none"> The Audit Committee, as authorized by the Board of Directors and to whom the Chief Audit Executive reports to, releases an Audit Committee Report that attests to the effectiveness of existing internal controls. Page 15 of the glossy Annual Report (Annex A).
4. RECOGNIZES AND MANAGES ITS ENTERPRISE RISKS		
4.1 Have its board oversee the company’s risk management function	Y	<ul style="list-style-type: none"> The Audit Committee is mandated by the Board to oversee the program and the review of the activities is included in the Audit Committee Report on Page 15 of the Glossy Annual Report (Annex A).
4.2 Have a formal risk management policy that guides the company’s risk management and compliance process and procedures	Y	<ul style="list-style-type: none"> The Company adopts its parent company’s Business Resiliency Plan.
4.3 Design and undertake its Enterprise Risk Management (ERM) activities on the basis of, or in accordance with, internationally recognized frameworks such as but not limited to , COSO (The Committee of Sponsoring Organization of the Treadway Commission) I and II	Y	<ul style="list-style-type: none"> The Company’s framework is anchored in BS 65000, a British standard designed to provide guidance in creating and enhancing organizational resiliency.

4.4 Have a unit at the management level, headed by the Risk Management Officer (RMO)	Y	<ul style="list-style-type: none"> The Group Internal Audit Vice President assumes the role of Business Resiliency Head and directly reports to the Audit and Risk Management Committee.
4.5 Disclose sufficient information about risk management procedures and processes as well as the key risks the company is currently facing including how these are being managed.	Y	<ul style="list-style-type: none"> Pages 20-25 of the SEC Form 17-A discusses the various risks the company faces (Annex B).
4.6 Seek external technical support in risk management when such competence is not available internally	Y	<ul style="list-style-type: none"> Sycip, Gorres, Velayo and Company (SGV Co.) provided the framework for the establishment of the Business Resiliency program and assisted in the orientation of the risk personnel.
<p>5. ENSURES THE INTEGRITY OF FINANCIAL REPORTS AS WELL AS ITS EXTERNAL AUDITING FUNCTION</p>		
5.1 Have the board Audit Committee approve all non-audit services conducted by the external auditor. The Committee should ensure that the non-audit fees do not outweigh the fees earned from the external audit	Y	<ul style="list-style-type: none"> Page 11 of the Amended Manual on Good Corporate Governance states that it is the Audit Committee’s role to evaluate and determine non-audit work of the external auditor (Annex E). Page 16 of the Definitive Information Statement shows fees paid to the external auditor for the year for transparency and accounting purposes (Annex C).
5.2 Ensure that the external auditor is credible, competent and should have the ability to understand the complex related party transactions , its counterparties, and valuations of such transactions	Y	<ul style="list-style-type: none"> Pages 13-14 of the Amended Manual on Good Corporate Governance lists the responsibilities of the External Auditor to the Company (Annex E). Page 15 of the Definitive Information Statement (SEC Form 20-IS) further details the appointment of the external auditors (Annex C).

		<ul style="list-style-type: none"> An annual performance assessment of the external auditors is performed by the Audit Committee based on the scorecard provided by the Finance Department. The results of the assessment is discussed with the external auditors and also becomes the basis for the endorsement of the external auditors for the succeeding year.
5.3 Ensure that the external auditor has adequate quality control procedures	Y	<ul style="list-style-type: none"> Pages 15-16 of the Definitive Information Statement (SEC Form 20-IS) (Annex C). Pages 13-14 of the Amended Manual on Good Corporate Governance (Annex E).
5.4 Disclose relevant information on the external auditors	Y	<ul style="list-style-type: none"> Pages 15-16 of the Definitive Information Statement (SEC Form 20-IS) (Annex C). Pages 13-14 of the Amended Manual on Good Corporate Governance (Annex E).
5.5 Ensure that the external audit firm is selected on the basis of a fair and transparent tender process	Y	<ul style="list-style-type: none"> Pages 15-16 of the Definitive Information Statement (SEC Form 20-IS) (Annex C). Pages 13-14 of the Amended Manual on Good Corporate Governance (Annex E). An annual performance assessment of the external auditors is performed by Audit Committee based on the scorecard provided by the Finance Department. The results of the assessment is discussed with the external auditors and also becomes the basis for the endorsement of the external auditors for the succeeding year.
	Y	<ul style="list-style-type: none"> The Audit Committee Report on Page 15 of the Glossy Annual Report (Annex A).

5.6 Have its audit committee conduct regular meetings and dialogues with the external audit team without anyone from the management present		
5.7 Have the financial reports attested by the Chief Executive Officer and Chief Financial Officer	Y	<ul style="list-style-type: none"> • Page 16 of the glossy Annual Report (Annex A) • Page 77 of the SEC Form 17-A (Annex B)
5.8 Have a policy of rotating the lead audit partner every five years	Y	<ul style="list-style-type: none"> • As stated in the Revised Manual on Good Corporate Governance, rotation term for the lead audit partner is 5 years or earlier. • The lead audit partner for the 1st year 2014 is Ms. Marydith C. Miguel of SGV.
6. RESPECTS AND PROTECTS THE RIGHTS OF ITS SHAREHOLDERS, PARTICULARLY THOSE THAT BELONG TO THE MINORITY OR NON-CONTROLLING GROUP.		
6.1 Adopt the principle of “one share, one vote”	Y	<ul style="list-style-type: none"> • Page 3 of the Definitive Information Statement under Voting Securities and Principal Holders thereof. (Annex C) • Page 16-18 of the Amended Manual on Good Corporate Governance (Annex E)
6.2 Ensure that all shareholders of the same class are treated equally with respect to voting, subscription and transfer rights	Y	<ul style="list-style-type: none"> • Pages 16-18 of the Amended Manual on Good Corporate Governance (Annex E)
6.3 Have an effective, secure and efficient voting system.	Y	<ul style="list-style-type: none"> • Page 3 of the Definitive Information Statement (SEC Form 20-1S) (Annex C)

6.4 Have effective shareholder voting mechanisms such as super majority or “majority of minority” requirements to protect minority shareholders against actions of controlling shareholders	Y	<ul style="list-style-type: none"> Page 3 of the Definitive Information Statement (SEC Form 20-IS) (Annex C)
6.5 Provide all shareholders with the notice and agenda of the annual general meeting (AGM) at least thirty (30) days before a regular meeting and twenty(20) days before a special meeting	Y	<ul style="list-style-type: none"> In compliance with regulations, the schedule and agenda of the annual meeting are promptly disclosed to governing agencies after board approval. The disclosure on the date of the annual meeting is uploaded in the company website under “DISCLOSURES”. The Definitive Information Statement is disclosed to the PSE fifteen (15) trading days before the annual meeting.
6.6 Allow shareholders to call a special shareholders’ meeting, submit a proposal for consideration at the AGM or the special meeting, and ensure the attendance of the external auditor and other relevant individuals to answer shareholder questions in such meetings.	Y	<ul style="list-style-type: none"> Pages 16-18 of the Amended Manual on Good Corporate Governance (Annex E)
6.7 Ensure that all relevant questions in the AGM are answered	Y	<ul style="list-style-type: none"> Minutes of the Annual General Meeting documents all Q&A as posted in the Company’s website under Disclosures.
6.8 Have clearly articulated and enforceable policies with respect to treatment of minority shareholders	Y	<ul style="list-style-type: none"> Pages 16-18 of the Amended Manual on Good Corporate Governance (Annex E)
6.9 Avoid anti-takeover measures or similar devices that may entrench management or the existing controlling shareholder groups.	Y	<ul style="list-style-type: none"> There are three (3) independent directors who provides neutrality and balance in Board decisions.
	Y	<ul style="list-style-type: none"> Investor Relations Page of the company website

6.10 Provide all shareholders with accurate and timely information regarding the number of shares of all classes held by controlling shareholders and their affiliates		<ul style="list-style-type: none"> Quarterly Public Ownership Report to PSE and as seen in the company website Quarterly Top 100 Shareholders' List disclosed to PSE and uploaded in the company website.
6.11 Have a communication strategy to promote effective communication with shareholders	Y	<ul style="list-style-type: none"> Investor Relations Page in the company website
6.12 Have at least thirty (30%) public float to increase liquidity in the market	Y	<ul style="list-style-type: none"> Quarterly submission of the Public Ownership Report to the PSE is reflected in the company website shows public ownership report of more than 30% float. PSE EDGE site under the STOCK DATA reflects the public float percentage.
6.13 Have a transparent dividend policy	Y	<ul style="list-style-type: none"> Pages 17-18 of the Amended Manual on Good Corporate Governance under Section 6.16 details the rights of the shareholders regarding the same. (Annex E). Page 29 of the SEC Form 17- A (Annex B)
7. ADOPTS AND IMPLEMENTS AN INTERNATIONALLY-ACCEPTED DISCLOSURE AND TRANSPARENCY REGIME		
7.1. Have written policies and procedures designed to ensure compliance with the PSE and SEC disclosure rules , as well as other disclosure requirements under existing laws and regulations	Y	<ul style="list-style-type: none"> Page 19 of the Amended Manual on Good Corporate Governance states compliance monitoring policy (Annex E). A Compliance Department is in place to manage all requirements and oversee compliance to the policies.



7.2 Disclose the existence, justification, and details on shareholders agreements, voting trust agreements, confidentiality agreements, and such other agreements that may impact on the control, ownership and strategic direction of the company.	Y	<ul style="list-style-type: none"> No transaction or agreement of such nature currently exists.
7.3 Disclose its director and executive compensation policy	Y	<ul style="list-style-type: none"> Pages 55-56 of the SEC Form 17-A (Annex B)
7.4 Disclose names of groups or individuals who hold 5% or more ownership interest in the company, significant cross-shareholding relationship and cross guarantees, as well as the nature of the company's other companies if it belongs to a corporate group.	Y	<ul style="list-style-type: none"> Page 58 of the SEC Form 17-A (Annex B) Top 100 Shareholders report submitted quarterly to the PSE and uploaded accordingly in the company website. The Beneficial Ownership Report or SEC Form 23-B submitted annually with as and when updates discloses ownership status. The same report is uploaded accordingly in the company website. Page 4 of the Definitive Information Statement (SEC Form 20-IS) (Annex C)
7.5 Disclose annual and quarterly consolidated reports, cash flow statements and special audit revisions. Consolidated financial statements shall be published within 90 days from the end of the financial year, while interim reports shall be published within 45 days from the end of the reporting period	Y	<ul style="list-style-type: none"> Financial Reports and relevant disclosures are duly uploaded in the "Disclosures" page of the company website.
7.6 Disclose to shareholders and the Exchange any changes to its corporate governance manual and practices, and the extent to which such practices conform to the SEC and PSE CG Guidelines	Y	<ul style="list-style-type: none"> All disclosures to the SEC and PSE are uploaded in the company website under Disclosures. PSE's own website contains all disclosure submissions from the company.
	Y	

7.7 Publish and/or deliver to its shareholders in a timely fashion all information and materials relevant to corporate actions that require shareholder approval.		<ul style="list-style-type: none"> • The detailed agenda of the annual meeting are promptly released and also included in the Information Statement that is disseminated to all shareholders of record fifteen (15) trading days before the annual meeting. • Page 15 of the Amended Manual on Good Corporate Governance discusses the Shareholders' right to information (Annex E).
7.8 Disclose the trading of the corporation's shares by directors, officers (or persons performing similar functions) and controlling shareholders. This shall also include the disclosure of the company's purchase of its shares from the market (e.g. share buy-back program)	Y	<ul style="list-style-type: none"> • Periodic submission of SEC FORM 23-B as uploaded in the company website.
7.9 Disclose in its annual report the principal risks to minority shareholders associated with the identity if the company's controlling shareholders ; the degree of ownership concentration; cross-holding among company affiliates; and any imbalances between the controlling shareholder's voting power and overall equity position in the company	Y	<ul style="list-style-type: none"> • Page 58 of the SEC Form 17-A discusses the disclosure and transparency policy of the company. (Annex B).
8. RESPECTS AND PROTECTS THE RIGHTS AND INTERESTS OF EMPLOYEES, COMMUNITY, ENVIRONMENT AND OTHER STAKEHOLDERS		
8.1 Establish and disclose a clear policy statement that articulates the company's recognition and protection of the rights and interests of its key stakeholders specifically its employees, suppliers and customers, creditors, as well as the community, environment and other key stakeholders of the groups.	Y	<ul style="list-style-type: none"> • Employee Handbook • The company adopts its parent company's code of business conduct and ethics and shares its corporate social responsibility advocacies.



8.2 Have in place a workplace development program	Y	<ul style="list-style-type: none"> The company adopts its parent company's human resources programs and policies
8.3 Have in place a merit-based performance incentive mechanism such as an employee stock option plan (ESOP) or any such scheme that awards and incentivizes employees , at the same time aligns their interest with those of the shareholders	Y	<ul style="list-style-type: none"> The Stock Purchase Plan for officers involves shares of Trans-Asia Oil, its parent company.
8.4 Have in place a community involvement program	Y	<ul style="list-style-type: none"> The details to the company's community and environment involvement are uploaded in the "CORPORATE SOCIAL RESPONSIBILITY" space under the CORPORATE GOVERNANCE page of the website of Trans-Asia Oil and Energy Development Corporation, its parent company.
8.5 Have in place an environment-related program	Y	
8.6 Have clear policies that guide the company in its dealing with its suppliers , customers, creditors, analysts, market intermediaries and other market participants	Y	<ul style="list-style-type: none"> Adopts the company policies of its parent company, TAOil, including its Vendor Integrity Program which is a comprehensive partnership between the company and its suppliers towards maintaining high level of integrity in company dealings.
9. DOES NOT ENGAGE IN ABUSIVE RELATED-PARTY TRANSACTIONS AND INSIDER TRADING		
9.1 Develop and disclose a policy governing the company's transactions with related parties.	Y	<ul style="list-style-type: none"> Pages 26-27 of the Audited Financial Statement as seen in the SEC Form 17- A (Annex B) Page 15 of the Amended Manual on Good Corporate Governance (Annex E)

<p>9.2 Clearly define the transactions for disclosure and approval for RPTs and categorize such transactions according to those that are considered di minimis or transactions that need not be reported or announced, those that need to be disclosed, and those that need prior shareholder approval. The aggregate amount of RPT within any twelve (12) month period should be considered for purposes of applying the thresholds for disclosure and approval</p>	<p>Y</p>	<ul style="list-style-type: none"> • Pages 26-27 of the Audited Financial Statement as seen in the SEC Form 17- A (Annex B) • The Company follows the policies on related party transactions as mandated by the Phinma Group under its Integrity Assurance Program.
<p>9.3 Establish a voting system whereby a majority of non-related party shareholders approve specific types of related-party transactions in shareholder’s meetings</p>	<p>Y</p>	<ul style="list-style-type: none"> • Minutes of the Annual General Meeting are available in the company website. • Page 27 of the SEC Form 17-A (Annex B)
<p>9.4 Have its independent directors audit committee play an important role in reviewing RPTs</p>	<p>Y</p>	<ul style="list-style-type: none"> • Page 15 of the Glossy Annual Report (The Audit Committee Report for 2015) discusses the review of RPT’s and found them to be part of the regular course of business with terms and conditions based on market and in the best interest of the Company (Annex A).
<p>9.5 Be transparent and consistent in reporting its RPTs. A summary of such transactions shall be published in the company’s annual report</p>	<p>Y</p>	<ul style="list-style-type: none"> • Page 15 of the Glossy Annual Report (Annex A) • Page 27 of the Audited Financial Statements as seen in the SEC Form 17- A (Annex B)
<p>9.6 Have a clear policy in dealing with material , non-public information by company insiders</p>	<p>Y</p>	<ul style="list-style-type: none"> • The company adopts the Insider Trading Policy of its parent company and the Phinma Group. • Employee Handbook • Memo issued by the Compliance Officer to directors and officers on the observance of the blackout period.



9.7 Have a clear policy and practice full and timely disclosure to shareholders of all material information with affiliates of the controlling shareholders, directors or management	Y	<ul style="list-style-type: none"> • Code of Business Conduct and Ethics adopted from its parent company • Company Policies as seen from the parent company's website
10. DEVELOPS AND NURTURES A CULTURE OF ETHICS , COMPLIANCE AND ENFORCEMENT		
10.1 Formally adopt a code of ethics and proper conduct that guides individual behaviour and decision-making clarify responsibilities, and inform other stakeholders on the conduct expected from company personnel	Y	<ul style="list-style-type: none"> • The company's Code of Conduct and Ethics is adopted from its parent company, Trans-Asia Oil. • All employees are given a handbook containing the Code of Conduct and Ethics.
10.2 Have a formal comprehensive compliance program covering compliance with laws and relevant regulations. The program should include appropriate training and awareness initiatives to facilitate understanding , acceptance and compliance with the said issuances	Y	<ul style="list-style-type: none"> • Pages 1-3 of the Amended Manual on Good Corporate Governance (Annex E) • The Compliance Officer, the Legal Office and the Finance Officer reports to the Audit Committee on an annual basis on the status of compliance with laws, regulations and regulatory bodies as contained in the Minutes of the meeting.
10.3 Not seek exemption from the application of law, rule or regulation especially when it refers to a corporate governance issue. Should it do so, it has to disclose the reason for such action as well as present the specific steps being taken to finally comply with the applicable law, rule or regulation.	Y	<ul style="list-style-type: none"> • Code of Business Conduct and Ethics of the parent company. • Employee Handbook
10.4 Have clear and stringent policies and procedures on curbing and penalizing company or employee involvement in offering, paying and receiving bribes.	Y	<ul style="list-style-type: none"> • Code of Business Conduct and Ethics of the parent company. • Employee Handbook • Integrity Assurance Program as adopted from its parent company and the Phinma Group.



10.5 Have a designated officer responsible for ensuring compliance with all relevant laws, rules and regulation, as well as regulatory requirements	Y	<ul style="list-style-type: none"> • Page 1-2 of the Amended Manual on Good Corporate Governance (Annex B) • The Compliance Officer, the Legal Office and the Finance Officer reports to the Audit Committee on an annual basis on the status of compliance with laws, regulations and regulatory bodies as contained in the Minutes of the meeting.
10.6 Respect intellectual property rights	Y	<ul style="list-style-type: none"> • Code of Business Conduct and Ethics as adopted from its parent company
10.7 Establish and commit itself to an alternative dispute resolution system so that the conflicts and differences with counterparties , particularly with shareholders and other key stakeholders , would be settled in a fair and expeditious manner	Y	<ul style="list-style-type: none"> • Code of Business Conduct and Ethics as adopted from its parent company • Investor Relations contact details as seen in the company website.

LEGEND:

Annex A (Glossy Annual Report) - <http://www.transasia-petroleum.com/images/investor/2014%20Trans-Asia%20Petroleum%20Corporation%20Annual%20Report%20&%20FS.pdf>

Annex B (SEC Form 17-A) - [http://www.transasia-petroleum.com/images/investor/disclosures/SEC%20FORM%2017-A%20\(Annual%20Report%202014\).pdf](http://www.transasia-petroleum.com/images/investor/disclosures/SEC%20FORM%2017-A%20(Annual%20Report%202014).pdf)

Annex C (Definitive Information Statement) - <http://www.transasia-petroleum.com/images/investor/disclosures/DEFINITIVE%20INFORMATION%20STATEMENT%202014.pdf>

Annex D (By-Laws) – <http://www.transasia-petroleum.com/images/TAPET%20Bylaws.pdf>

Annex E (Amended Manual on Good Corporate Governance) –

<http://www.transasia-petroleum.com/images/investor/disclosures/TA%20REVISED%20MANUAL%20ON%20GOOD%20CORPORATE%20GOVERNANCE.pdf>

This is to certify that the undersigned reviewed the contents of the document and to the best of my knowledge and belief, the information contained as set forth in the document is true, complete and correct.

Done this 28th day of March, 2016 in Makati City.



EDWARD S. GO
Independent Director



FRANCISCO L. VIRAY
President and CEO