

10 January 2018

Securities & Exchange Commission

Secretariat Building, PICC Complex
Roxas Blvd, Metro Manila

Philippine Stock Exchange

Disclosure Department
3/F PSE Plaza, Ayala Triangle Plaza
Makati City, Metro Manila

Philippine Dealing & Exchange Corporation

37th Floor, Tower 1, The Enterprise Center
6766 Ayala Ave. corner Paseo de Roxas
Makati, 1226 Metro Manila, Philippines

Attention: Hon. Vicente Graciano P. Felizmenio, Jr.
Director, Market and Securities Regulation Department
Securities & Exchange Commission

Mr. Jose Valeriano B. Zuño III
OIC - Disclosure Department
Philippine Stock Exchange

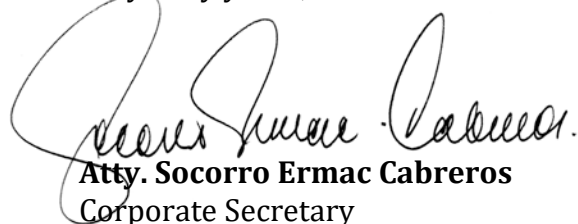
Ms. Vina Vanessa S. Salonga
Head - Issuer Compliance and Disclosure Department
(ICDD)

Gentlemen and Madam:

We are submitting herewith our Certificate of Compliance with the Provisions of our Manual of Corporate Governance for the year 2017 pursuant to the reportorial requirement of the Securities and Exchange Commission.

Thank you and warm regards.

Very truly yours,



Atty. Socorro Ermac Cabreros
Corporate Secretary

Republic of the Philippines)
City of Davao)
X-----X

CERTIFICATE

I, **SOCORRO ERMAC CABREROS**, of legal age and with office address at Stella Hizon Reyes Road, Bo. Pampanga, Davao City, after being sworn to in accordance with law, depose and state that:

1. I am the incumbent Acting Compliance Officer/Associated Person of **P-H-O-E-N-I-X PETROLEUM PHILIPPINES, INC.** (the "Company"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at Stella Hizon Reyes Road, Bo. Pampanga, Davao City;
2. In 2017, 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. During the same year, the Company deviated from the following provisions of said Manual for the reasons stated below:

Provision(s) of the Manual	Explanation
New Corporate Governance Rules and Principles	Filed in compliance to SEC Memo Cir. No. 19, Series of 2016 and Circular No. 8, Series of 2017. This supersedes the Corporation's Revised Corporate Governance Manual adopted last 28 Jan 2011 and as amended on 31 Jul 2014.

4. I am issuing this Certificate in Compliance with the requirement if the Securities and Exchange Commission on the annual reporting on the Company's compliance with the Manual of Corporate Governance.

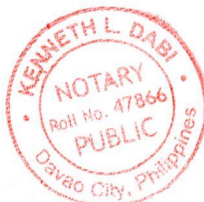
IN WITNESS WHEREOF, I have signed this Certificate on JAN 10 2018 at Davao City, Philippines.

Socorro Ermac Cabreros
SOCORRO ERMAC CABREROS
Acting Compliance Officer/Associated Person

Countersigned by: *Dennis A. Uy*
DENNIS A. UY
President

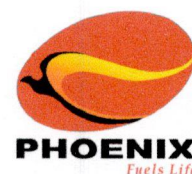
SUBSCRIBED AND SWORN TO before me on JAN 10 2018 in Davao City, Philippines. Affiant has confirmed her identity by presenting her competent evidence of identity which is her Driver's License with No. N 17-83-002964, issued on February 02, 2015 in Davao City, Philippines containing her photo and signature and that she further attests that the same is true and correct.

Doc. No. : 96
Page No. : 21
Book No.: 91
Series of 2018



ATTY. KENNETH L. DABI
Notary Public for Davao City
Expires on December 31, 2018
Serial No. 2017-0055-2018
PTR No. 6867637; 01-04-18; D.C.
IBP No. 1030195; 12-09-16; D.C. (for 2017)
Roll of Attorneys No. 47866
Km. 7 Lanang, Davao City
IBP No. for 2018 on process

To be an indispensable partner in the journey of everyone
whose life we touch.



10 January 2017

Hon. Justina F. Callangan
Director, Corporate Governance Department
Securities and Exchange Commission
SEC Bldg., Mandaluyong City

Dear Dir. Callangan:

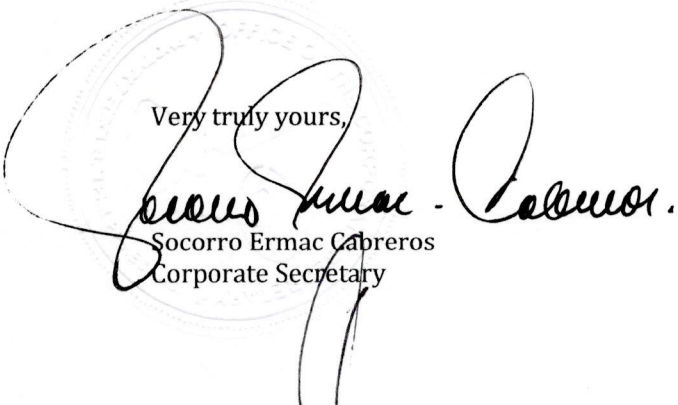
Pursuant to SEC Memorandum Circular No. 1, Series of 2014, we would like to inform the Commission of the Summary of Attendance of the Company's Directors for the term 2017-2018 as follows:

Board	Name	Date of Election	No. of Meetings Held During the Year	No. of Meetings Attended	%
Chairman	Domingo T. Uy	15 Mar 2017	4	4	100%
Member/President	Dennis A. Uy	15 Mar 2017	4	4	100%
Member/COO	Romeo B. De Guzman	15 Mar 2017	4	4	100%
Member/CFO	Joseph John L. Ong	15 Mar 2017	4	4	100%
Member	Cherylyn C. Uy	15 Mar 2017	4	3	75%
Member/Corp. Sec	Socorro Ermac Cabreros	15 Mar 2017	4	4	100%
Member	Carolina Inez Angela S. Reyes	15 Mar 2017	4	3	75%
Member	Paul G. Dominguez*	15 Mar 2017	4	1	25%
Member	Frederic C. DyBuncio**	27 May 2017	4	3	75%
Member	J.V. Emmanuel A. De Dios	15 Mar 2017	4	3	75%
Independent Dir.	Consuelo Ynares Santiago	15 Mar 2017	4	4	100%
Independent Dir.	Monico V. Jacob	15 Mar 2017	4	3	75%

*resigned on 26 May 2017

**elected on 27 May 2017

Very truly yours,


Socorro Ermac Cabreros
Corporate Secretary

Conforme: DENNIS A. UY
President

HEAD OFFICE: Phoenix Bulk Depot, Lanang, Davao City 8000, Philippines
Trunkline: +63 (82) 235-8888
Fax: +63 (82) 233-0168

MANILA OFFICE: 25/F Fort Legend Towers, 3rd Avenue corner 31st St., Fort Bonifacio Global City, Taguig City 1634, Philippines
Trunkline: +632-403-4013
Fax: +632-403-4009

CEBU OFFICE: Phoenix Maguikay Gasoline Station, M.C. Briones St., National Highway, Maguikay, Mandaue City, Cebu 6014, Philippines
Tel. No.: +63 (32) 236-8168 / 236-8198