

09 January 2015

Ms. Janet A. Encarnacion

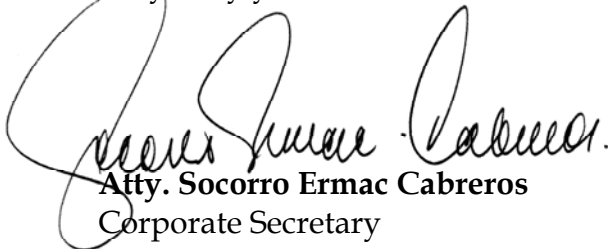
Head, Disclosure Department
3rd Floor, Philippine Stock Exchange
Philippine Stock Exchange
Ayala Triangle, Ayala Ave.
Makati City

Dear *Ms. Encarnacion*:

We are herewith submitting our certifications of (1) attendance of the Company's Board of Directors and (2) compliance of the Manual of Corporate Governance for 2014.

Thank you and warm regards.

Very truly yours,



Atty. Socorro Ermac Cabreros
Corporate Secretary

05 January 2015

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 2014-2015 as follows:

Board	Name	Date of Election	# of Meetings Held During the Year	# of Meetings Attended	%
Chairman	Domingo T. Uy	07 Mar 2014	5	4	80%
Member/President	Dennis A. Uy	07 Mar 2014	5	5	100%
Member	Jose Manuel R. Quimson	07 Mar 2014	5	5	100%
Member/COO	Romeo B. de Guzman	07 Mar 2014	5	5	100%
Member/CFO	Joseph John L. Ong	07 Mar 2014	5	5	100%
Member	Cherylyn C. Uy	07 Mar 2014	5	5	100%
Member/Corp. Sec	Socorro T. Ermac Cabreros	07 Mar 2014	5	5	100%
Member	Paul G. Dominguez	07 Mar 2014	5	4	80%
Member	J.V. Emmanuel A. de Dios	07 Mar 2014	5	2	40%
Independent Dir.	Consuelo Ynares Santiago	07 Mar 2014	5	4	80%
Independent Dir.	Monico V. Jacob	07 Mar 2014	5	4	80%

Very truly yours, -

Socorro T. Ermac Cabreros
Atty. Socorro Ermac Cabreros
Corporate Secretary

CONFORME:

Ramon Edison C. Batacan
RAMON EDISON C. BATACAN
Chief Compliance Officer

REPUBLIC OF THE PHILIPPINES)
City of Davao.....) S.S.
X-----X

CERTIFICATION

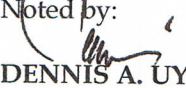
I, **SOCORRO ERMAC CABREROS**, Filipino, of legal age and a resident of Davao City, Philippines, after being sworn to in accordance with law do hereby depose and state that:

1. I am the Corporate Secretary of **P-H-O-E-N-I-X PETROLEUM PHILIPPINES INC., (The Company)** duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office address located at Stella Hizon Reyes Road, Bo. Pampanga, Lanang, Davao City, Philippines;
2. I hereby certify that in the year 2014, the Company has substantially complied with the provisions of its Manual of Corporate Governance.
3. There are no changes in the Company's Manual of Corporate Governance except pursuant to the mandated changes in accordance with SEC Memorandum No. 9 series of 2014.
4. This certification is issued in compliance with the reportorial requirement of the Securities and Exchange Commission.

IN WITNESS WHEREOF, I have hereunto set my hand on **JAN 05 2015** at Davao City, Philippines.


SOCORRO ERMAC CABREROS
Corporate Secretary


CONFORME
RAMON EDISON C. BATACAN
Chief Compliance Officer

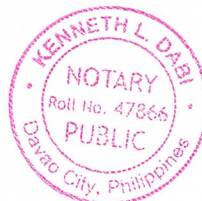
Noted by:

DENNIS A. UY
President


SUBSCRIBED AND SWORN TO before me on **JAN 05 2015** in Davao City, Philippines with affiants exhibiting to me their competent evidence of identity as follows:

Name	Valid ID
1. Socorro Ermac Cabrerros	SSS ID No. 09-1617272-0
2. Dennis A. Uy	SSS ID No. 09-1539399-6

The affiants further attest that the foregoing is true and correct.

Doc. No. : 142 ;
Page No. : 29 ;
Book No. : 60 ;
Series of 2015




ATTY KENNETH L. DABI
Notary Public for Davao City
Expires on December 31, 2016
Serial No. 076-2014
PTR No. 5257128; 12-04-14; D.C.
IBP No. 964377; 12-03-14; D.C.
Roll of Attorneys No. 47866