

# COVER SHEET

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S.E.C. Registration Number

T R A N S - A S I A P E T R O L E U M  
 C O R P O R A T I O N  
 \_\_\_\_\_  
 \_\_\_\_\_

(Company's Full Name)

L E V E L 1 1 - P H I N M A P L A Z A 3 9 P L A Z A  
 D R I V E , R O C K W E L L C E N T E R M A K A T I

(Business Address: No. Street City/Town/Province)

C E C I L L E A R E N I L L O

Contact Person

8 7 0 0 3 8 8

Company Telephone Number

1 2    3 1  
 Month    Day  
 Calendar Year

C E R T I F I C A T E  
 O F I N D I R  
 FORM TYPE

\_\_\_\_    \_\_\_\_  
 Month    Day  
 Annual Meeting

\_\_\_\_\_  
 Secondary License Type, If Applicable

C F D  
 Dept. Requiring this Doc.

\_\_\_\_\_  
 Amended Articles Number/Section

\_\_\_\_\_  
 Total No. of Stockholders

Total Amount of Borrowings

\_\_\_\_\_  
 Domestic

\_\_\_\_\_  
 Foreign

To be accomplished by SEC Personnel concerned

\_\_\_\_\_  
 File Number

\_\_\_\_\_  
 LCU

\_\_\_\_\_  
 Document I. D.

\_\_\_\_\_  
 Cashier

STAMPS

Remarks = Pls. Use black ink for scanning purposes

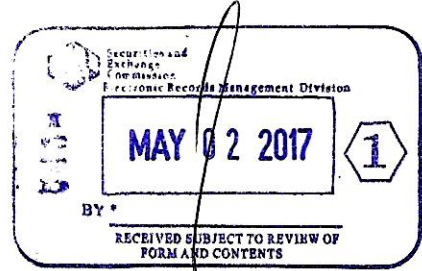


**TRANS-ASIA**  
PETROLEUM

27 April 2017

**SECURITIES AND EXCHANGE COMMISSION**

Secretariat Building, PICC Complex  
Roxas Boulevard, Pasay City 1307



Attention: **MS. JUSTINA F. CALLANGAN**  
Director, Corporate Governance & Finance Department

**THE PHILIPPINE STOCK EXCHANGE, INC.**

3rd Floor, Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

Attention: **MR. JOSE VALERIANO B. ZUÑO III**  
Head, Disclosure Department

Gentlemen:

In compliance with the Commission's requirements for independent directors to submit a certification, under oath, that they possess the qualifications and none of the disqualifications as provided for in the Securities Regulation Code, we submit herewith the certifications of the following independent directors of Trans-Asia Petroleum Corporation for the year 2017.

1. Romeo L. Bernardo
2. Corazon S. dela Paz Bernardo
3. Edward S. Go
4. Raphael Perpetuo M. Lotilla

We trust that the submission above is in full compliance of the SEC requirement.

Thank you.

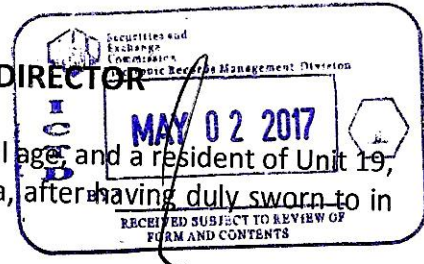
Very truly yours,

**CECILLE B. ARENILLO**  
Compliance Officer



## CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CORAZON S. DELA PAZ-BERNARDO**, Filipino, of legal age, and a resident of Unit 19, 17-A Mckinley Road, Forbes Park, Makati City, Metro Manila, after having duly sworn to in accordance with law do hereby declare that:



1. I am a Nominee of **TRANS-ASIA PETROLEUM CORPORATION**.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
MFI Polytechnic Institute, Inc.	Trustee/Treasurer	1989 to present
Laura Vicuna Foundation for Street Children	Trustee	1990 to present
Jaime V. Ongpin Foundation Inc.	Vice Chairperson	1991 to present
Miriam College	Trustee	1998 to present
Makati Business Club	Trustee	2011 to present
Philippine Long Distance Telephone Company (PLDT)	Advisor to the Board Audit Committee	2004 to present
BDO Unibank Inc.	Advisor to the Board Audit Committee	2012 to present
University of the East	Trustee	2007 to present
UE Ramon Magsaysay Memorial Medical Center	Trustee	2007 to present
Children's Hour	Trustee	2010 to present
NAMFREL	Council Member, National Chairman 2013 Election	2009 to present
Roxas & Co.	Independent Director	2013 to present
Makati Medical Center	Independent Director	2013 to present
Republic Glass Holdings Corporation	Independent Director	2012 to present
Shareholders Association of the Philippines	Trustee/Vice Chairman (since 2015)	2011 to present
Phinma Energy Corporation	Independent Director	2016 to present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **TRANS-ASIA PETROLEUM CORPORATION**, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code.
5. To the best of my knowledge, I disclose that I am the subject of the following criminal/administrative investigation or proceedings (as the case may be):

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
OMB-C-C-16-0341: For violation of Section 3(E), Republic Act No. 3019, and Article 217 of the Revised Penal Code	Office of the Ombudsman	Pending preliminary investigation

6. I shall inform the Corporate Secretary of **TRANS-ASIA PETROLEUM CORPORATION** of any changes in the abovementioned information within five (5) days from its occurrence.

20 MAR 2017

Done this \_\_\_ day of \_\_\_\_\_ 2017, at Makati City Philippines.

*Corazon D. Dela Paz Bernardo*  
**CORAZON DELA PAZ- BERNARDO**  
 Affiant

20 MAR 2017

**SUBSCRIBED AND SWORN TO** before me this \_\_\_ day of \_\_\_\_\_ 2017 at Makati City, affiant personally appeared before me and exhibited to me her TIN number 112-070-586.

Doc. No. 63 ;  
 Page No. 14 ;  
 Book No. V ;  
 Series of 2017.

*H*  
**JONATHAN C. JO**  
 Commission No. M-72  
 Notary Public for Makati City  
 Until Dec. 31, 2017  
 Unit B, 12th Floor, 8 Rockwell Building  
 Hildaigo Drive, Rockwell Center, Makati City  
 Roll No. 83787  
 PTR No. 59165 11/01-03-2017; Makati City  
 IBP No. 105107 11/01-10-2017; Quezon City

## CERTIFICATION OF INDEPENDENT DIRECTOR



I, **EDWARD S. GO**, Filipino, of legal age, and a resident of 16-A South Pacific Plaza Towers, Fort Bonifacio Global City, Taguig City, after having duly sworn to for accuracy with law do hereby declare that:

- I am an independent Director of **Trans-Asia Petroleum Corporation** and am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Hyundai Asia Resources, Inc.	Chairman/Director	16 years
ASA Philippine Foundation, Inc.	Chairman/Trustee	12 years
Metro Pacific Investment Corporation	Independent Director	11 years
PLDT Communications and Energy Ventures, Inc.	Independent Director	15 years
The Beneficial Trust Fund created pursuant to the Benefit Plan of Philippine Long Distance Telephone Company	Chairman/Independent Director	7 years
TV5 Network, Inc.	Independent Director	7 years
Mediaquest Holdings, Inc.	Independent Director	7 years
Cignal TV, Inc.	Independent Director	7 years
Philstar Daily, Inc.	Independent Director	7 years
Filipino Fund, Inc.	Independent Director	14 years
Vicsal Investments Corporation	Independent Director	10 years
AB Capital Investments Corporation	Independent Director	10 years
Union Galvasteel Corporation	Independent Director	8 years
Anvaya Cove Golf & Sports Club	Independent Director	6 years
BTF Holdings, Inc.	Director	3 years
Business World Publishing Corporation	Independent Director	3 years

- To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
- I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **TRANS-ASIA PETROLEUM CORPORATION**, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
- 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.

5. I shall inform the Corporate Secretary of **TRANS-ASIA PETROLEUM CORPORATION** of any changes in the abovementioned information within five (5) days from its occurrence.

Done this 14 MAR 2017 day of \_\_\_\_\_ 2017, at Makati City Philippines.

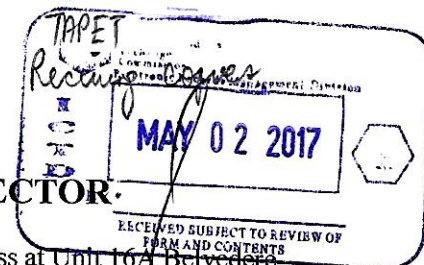
  
EDWARD S. GO  
Affiant

14 MAR 2017  
SUBSCRIBED AND SWORN TO before me this \_\_\_ day of \_\_\_\_\_ 2017 at Makati City, affiant personally appeared before me and exhibited to me his passport with number EB9981364 expiring on January 12, 2019.

Doc. No. 40 ;  
Page No. 9 ;  
Book No. V ;  
Series of 2017.

H  
**JONATHAN C. JO**  
Commission No. M-72  
Notary Public for Makati City  
Until Dec. 31, 2017  
Unit B, 12th Floor, 8 Rockwell Building  
Hidalgo Drive, Rockwell Center, Makati City  
Roll No. 63797  
PTR No. 5919511/01-09-2017; Makati City  
IBP No. 1051071/01-10-2017; Quezon City

## CERTIFICATION OF INDEPENDENT DIRECTOR



I, **ROMEO L. BERNARDO**, Filipino, of legal age, with office address at Unit 104 Belvedere Tower, San Miguel Avenue, Ortigas Center, Pasig City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **TRANS-ASIA PETROLEUM CORPORATION**.
2. I am affiliated with the following:

Company/Organization	Position/Relationship	Period of Service
Aboitiz Power Corporation	Independent Director	May 2008
ALFM Dollar Bond Fund	Chairman	2003
ALFM Euro Bond Fund	Chairman	2005
ALFM Growth Fund	Chairman	2007
ALFM Money Market Fund	Chairman	2007
ALFM Peso Bond Fund	Chairman	2003
Ayala Plans, Inc.	Independent Director	April 26, 2006
Bank of the Philippine Islands	Independent Director	August 21, 2002
BPI Capital Corporation	Independent Director	October 23, 2012
BPI/MS Insurance Corporation	Independent Director	December 4, 2009
BPI-Philam Life Assurance Corporation	Independent Director	April 2006
Foundation for Economic Freedom	Vice Chairman	1997
GlobalSource Partners	Advisor	July 2007
Globe Telecom, Inc.	Independent Director	September 2001
Institute for Development & Econometric Analysis, Inc. (IDEA)	Board of Trustee	
Lazaro Bernardo Tiu & Associates, Inc.	President & Managing Director	October 1996
National Reinsurance Investment Corporation of the Philippines	Independent Director	June 2006
Philippine Investment Management, Inc. (PHINMA)	Independent Director	August 2005
Philippine Stock Index Fund, Inc.	Chairman	2007
RFM Corporation	Independent Director	October 2002

3. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **TRANS-ASIA PETROLEUM CORPORATION**, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulation.
5. I shall inform the corporate secretary of **TRANS-ASIA PETROLEUM CORPORATION** of any changes in the abovementioned information within five (5) days from its occurrence.
6. 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.

Done this 14 MAR 2017 day of 2017, at Makati City.

  
**ROMEO L. BERNARDO**  
Independent Director

**TRANS-ASIA PETROLEUM CORPORATION**

SUBSCRIBED AND SWORN TO before me this 14 MAR 2017 day of March at Makati City, affiant personally appeared before me and exhibited to me his passport ID EC5403253 issued at DFA MANILA on 20 September 2015.

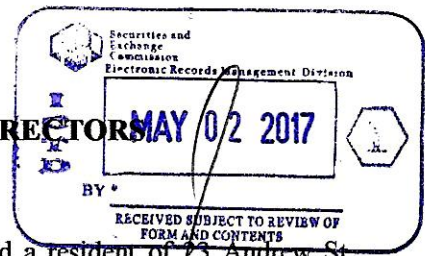
Doc. No. 39 ;  
Page No. 9 ;  
Book No. V ;  
Series of 2017.



**JONATHAN C. JO**  
Commission No. M-72  
Notary Public for Makati City  
Until Dec. 31, 2017  
Unit B, 12th Floor, 8 Rockwell Building  
Hidalgo Drive, Rockwell Center, Makati City  
Roll No. 69797  
PTR No. 5919511/01-03-2017; Makati City  
IBP No. 1061071/01-10-2017; Quezon City



## CERTIFICATION OF INDEPENDENT DIRECTOR



I, **Raphael Perpetuo M. Lotilla**, Filipino, of legal age, and a resident of 25 Andrew St., Metroheights Subdivision, Culiat, Quezon City, after having duly sworn to in accordance with law do hereby declare that:

1. I am an independent Director of Trans-Asia Petroleum Corporation.
2. I am affiliated with the following companies or organizations:

<b>Company/Organization</b>	<b>Position/Relationship</b>	<b>Period of Service</b>
First Metro Investment Corp.	Independent Director	2013-present
Aboitiz Equity Ventures	Independent Director	2012-present
Petron Foundation, Inc.	Independent Director	2014-present
Center for the Advancement of Trade Integration & Facilitation	Chair	2014-present
Asia-Pacific Partnerships for Progress Foundation, Inc.	Chair	2014-present
Philippine Institute for Development Studies	Trustee	2014-present

3. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Trans-Asia Petroleum Corporation, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
5. I have the required written permission or consent from the Philippine Institute for Developmental Studies (PIDS) through its Letter dated March 9, 2017, to be an independent director in Trans-Asia Petroleum Corporation pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code.
7. I shall inform the Corporate Secretary of Trans-Asia Petroleum Corporation of any changes in the abovementioned information within five (5) days from its occurrence.

16 MAR 2017

Done this \_\_\_ day of \_\_\_\_\_ 2017, at Makati City Philippines.



**RAPHAEL M. LOTILLA**  
Affiant

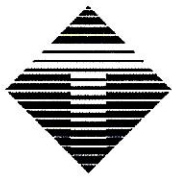
16 MAR 2017

**SUBSCRIBED AND SWORN TO** before me this \_\_\_ day of \_\_\_\_\_ 2017 at  
Makati city, affiant personally appeared before me and exhibited to me his TIN number  
110-843-846.



**JONATHAN C. JO**  
Commission No. M-72  
Notary Public for Makati City  
Until Dec. 31, 2017  
Unit B, 12th Floor, 8 Rockwell Building  
Hidalgo Drive, Rockwell Center, Makati City  
Roll No. 62787  
PTR No. 5919511/01-09-2017; Makati City  
IBP No. 1001071/01-10-2017; Quezon City

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Page No. 13 ;  
Book No. V ;  
Series of 2017.



**TRANS-ASIA**  
PETROLEUM

17 March 2017

**SECURITIES AND EXCHANGE COMMISSION**  
Markets and Securities Regulation Department  
SEC Building, EDA, Greenhills, Mandaluyong City

**Attention: MR. VICENTE GRACIANO P. FELIZMENIO, JR.**  
Director

**Subject: CERTIFICATION OF NON-APPOINTMENT OR ELECTION  
TO ANY GOVERNMENT AGENCY**

Dear Sir:

Atty. Raphael Perpetuo M. Lotilla became a Trustee of the Philippine Institute for Developmental Studies (“PIDS”), an attached agency of the National Economic Development Authority (“NEDA”), in 2015. PIDS confirmed in a letter dated March 9, 2017, signed by its President Gilberto M. Llanto, that it does not object to Atty. Lotilla’s being a director of Trans-Asia Petroleum Corporation (“TA Petroleum”) concurrently with his position as its Trustee.

Mr. Ramon R. Del Rosario Jr. is a member of the Board of Trustees and Chairman of the National Museum of the Philippines (“National Museum”) as a representative from the private sector expressly provided under Section 8 and 9 of Republic Act No. 8942 or the National Museum Act of 1998. As such, he does not earn any salary, allowances or honoraria from the government.

Since Mr. Del Rosario is a private sector representative, no consent from the National Museum should be necessary or required for Mr. Del Rosario to be appointed as a Director of TA Petroleum. The law already presumes that the private sector representative is holding office in one form or another in a private enterprise, and therefore the law itself gives such consent by necessary implication.

Other than the foregoing, none of the other Officers, Directors and nominees for Director of Trans-Asia Petroleum Corporation are public officers or employees, appointed or elected to any governmental body or agency of the Republic of the Philippines.

Very truly yours,

ALAN T. ASCALON

VP-Legal/Assistant Corporate Secretary

**HELP EARTH**  
Harnessing Energy Literacy for Planet EARTH





PHILIPPINE INSTITUTE FOR DEVELOPMENT STUDIES  
*Surian sa mga Pag-aaral Pangkaunlaran ng Pilipinas*

*Service  
through  
policy research*

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18<sup>th</sup> Floor, Three Cyberpod Centris-North Tower, EDSA corner Quezon Avenue, Quezon City  
Tel: 372-1291, 372-1292 • <http://www.pids.gov.ph>

9 March 2017

ATTY. RAPHAEL PERPETUO M. LOTILLA  
38 K-Square Homes, Cenacle Drive  
Sanville, Quezon City, Metro Manila

Dear Atty. Lotilla:

Please be informed that we do not interpose any objection to your engagement with TRANS-ASIA PETROLEUM, INC. concurrently with your position as a Member of the Board of Trustees of the Philippine Institute for Development Studies.

We believe that your involvement as Independent Director of Trans-Asia Petroleum will not pose an actual or potential conflict of interest with PIDS.

We have always been confident that you will discharge your duties as a Trustee with utmost good faith and will always act in the best interest of PIDS.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Gilberto M. Llanto'.

GILBERTO M. LLANTO  
President  
Philippine Institute for Development Studies