FOR THE YEAR 2013

#### **GENERAL INSTRUCTIONS:**

- 1. FOR GOVERNMENT CORPORATION: THIS GCIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF RELEASE OF MEMORANDUM CIRCULAR NO. 3 AND SUBSEQUENTLY THEREAFTER, 30 DAYS FROM THE DATE OF THE STOCKHOLDERS' MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N.A." IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE GOVERNMENT CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT.
- 2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GCIS TOGETHER WITH AN AFFIDAVIT OF NON-HOLDING OF MEETING WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE SCHEDULED ANNUAL MEETING (AS PROVIDED IN THE BY-LAWS). HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GCIS SHALL BE SUBMITTED/FILED.
- 3. THIS GCIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE CORPORATE SECRETARY OF THE GOVERNMENT
- 4. THE GCG SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE. FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS, THE GOVERNMENT CORPORATION SHALL SUBMIT ONLY THE AFFECTED PAGE OF THE GCIS THAT RELATES TO THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED BY THE CORPORATE SECRETARY OF THE GOVERNMENT CORPORATION. THE PAGE OF THE GCIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURRED OR BECAME EFFECTIVE.
- 5. SUBMIT A SOFT COPY IN EXCEL FORMAT SAVED IN A NON-REWRITABLE CD THE GCIS TO THE GCG SECRETARIAT, ROOM 479 MABINI HALL
- 6. ONLY THE GCIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.
- THIS GCIS MAY BE USED AS EVIDENCE AGAINST THE GOVERNMENT CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS

2 do tino El Wo, Notes AND Regulations		
GOVERNMENT CORRORATION MANUE	=======================================	
GOVERNMENT CORPORATION NAME:  Philippine National Oil Company	(PNOC)	DATE CREATED:
SECONDARY NAME, IF ANY. N.A.		-
		9-Nob-73
CHARTER, IF ANY. Presidential Decree No. 334		FISCAL YEAR END:
		2013
DATE OF ANNUAL MEETING PER BY-LAWS: N.A.		CORPORATE TAX
		IDENTIFICATION NUMBER (TIN)
ACTUAL DATE OF ANNUAL MEETING: N.A.		169-191-000
		URL ADDRESS:
COMPLETE PRINCIPAL OFFICE ADDRESS:		
PNOC Bldg. 6, Energy Center, Rizal Drive, Bonifacio Global	City, Taguig	E-MAIL ADDRESS:
COMPLETE BUSINESS ADDRESS: N.A.		
PNOC Bldg. 6, Energy Center, Rizal Drive, Bonifacio Global	City, Taguig	FAX NUMBER:
NAME OF EXTERNAL AUDITOR & ITS SIGNING PARTNER: Commission on Audit	ATTACHED AGENCY (if applicable):	TELEPHONE NUMBER(S):
PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN:		789-7662
		GEOGRAPHICAL CODE:
To develop & implement projects & programs aimed at increasing self-sufficiency in ensuring security of supply, & maintaining energy price stability.	n oil, gas & other energy sources,	
======================================	NS ============	their next man data man care man one tons unto some one
PARENT COMPANY	ADDRES	
SUBSIDIARY/AFFILIATE	ADDRES	S
NOTE: USE ADDITIONAL SHEET IF N	ECESSARY	

GOVERNME	NT CORPO	RATION NAME:	==== PLEAS	E PRINT LEGIS	BLY =====		=====	
		TATION NAME.	PHILIPPINE NA	HONAL OIL CO	DMPANY			
			CAPITA	AL STRUCTURE				
AUTHORIZED	CAPITAL STO	OCK, if applicable			2			
		TYPE OF SHARES *	NUMBER OF SHARES	PAR/STAT	ED VALUE	AMOUNT (PhP) (No. of shares X Par/Sta		
		N/A	10,000,000	no par va	lue shares	N/A		
SUBSCRIBED	CADITAL IF a	TOTAL	10,000,000		TOTAL P			
30B3CKIBED (	TAPITAL, IT a	ррисавте Т	,	1				
FILIPINO	NO. OF STOCK- HOLDERS	TYPE OF SHARES *	NUMBER OF SHARES	NUMBER OF SHARES IN THE HANDS OF THE PUBLIC **	PAR/STATED VALUE	AMOUNT (PhP)	% OF OWNERSHIP	
	1	N/A	2,000,000 6,029,191	None	50.00	100,000,000.00 3,014,595,500.00		
//		TOTAL	8,029,191	TOTAL	TOTAL P	3,114,595,500.00	100%	
PAID-UP CAP	PITAL, if app	licable				1,11,100,000,00	10076	
FILIPINO	NO. OF STOCK-	TYPE OF SHARES *	NUMBER OF SHARES	PAR/STAT	ED VALUE .	AMOUNT (PhP)	% OF	
	1	N / A	2,000,000	50.00		100,000,000	OWNERSHIP	
			6,029,191	500.00		3,014,595,500		
	*				9			
,								
9								
		TOTAL	8,029,191		TOTAL P	0.444		
			2,020,101		TOTAL P	3,114,595,500.00	100%	

NOTE:	USF	ADDI	TIONAL	SHEET	IE N	VECESSAR	1

GOVERNMENT CORPORATION NAME: Philippine National Oil Company

			D	IRECT	ORS / O	FFICERS		
NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS	PRESIDENTIAL APPOINTEE	BOARD	STOCK HOLDER	OFFICER	EXEC. COMM.	TAX IDENTIFICATION NO. (TIN)	COMPENSATION PACKAGE/YR	DESIGNATION TO OTHER BOARDS OF
Carlos Jericho L. Petilla     Country Villas, Old Balara     Quezon City	Y	С	N	Chairman	E/C, G/C	119-713-491		AFFILIATES/SUBSIDIARIES
Antonio M. Cailao     The Regency at Salcedo,     Tordesillas St., Makati     Dante B. Canlas	Y	M	N	President/ CEO	E/M, R/C, G/M	201-279-328-000		Chairman & Member, PNOC RC; Director, GOPI & Goodyear Phils.
9 Lamb Street, Filinvest Quezon City	Y	M	N	N.A.	E/M, R/M, A/C, G/M	110-840-924		President & Member, PNOC
4. John J. Arenas 2408 Boungainvilla St. Dasmarinas Village, Makati 5. Pedro A. Aquino, Jr.	Y	М	N	N.A.	E/M, R/M, A/M, N/C	203-549-143		Member, PNOC RC
550 M. Almeda St. Pateros Metro Manila	Υ	M	N	N.A.	N/M, G/M	105-558-554-000	a a a	President & Member, PNOC
6. Potenciano V. Larrazabal, Jr. Maria Luisa Estate Park, Banilad, Cebu City 7. Bob D. Gothong	Y	M	N	N.A.	N/M	138-402-279		Chairman & Member, PSTC
Wilson Street, Lahug, Cebu City	Y	М	N	N.A.	E/M, A/M	121-740-022		Member, PSTC
B. Glenda G. Martinez Blk 30 Lot 1 Silicon Road Pilar Village, Las Pinas City  Graciela M. Barleta	N		N	SVP		132-679-205	~	Member, PNOC RC; Treasurer, PSTC & PNOC- AFC
366 City Subdivision San Pablo City  TRUCTIONS:	N		N	SVP and Corp.Sec		152-026-056		Corp. Sec, PNOC-DMC & PNOC RC; and OIC-VP for Corporate Services, PNOC RC

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.

FOR PRESIDENTIAL APPOINTEE COLUMN, PUT "Y" IF A PRESIDENTIAL APPOINTEE "N" IF NOT.

FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.

FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER. SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.

FOR EXECUTIVE COMMITTEE, INDICATE "N" IF MEMBER OF THE NOMINATION AND REMUNERATION COMMITTEE; "A" FOR AUDIT COMMITTEE; "E" FOR EXECUTIVE COMMITTEE; "R" FOR RISK MANAGEMENT COMMITTEE AND "G" FOR GOVERNANCE COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GOVERNMENT CORPORATION NAME: Philippine National Oil Company BOARD COMMITTEES FUNCTION COMPOSITION **Executive Committee** see Annex "C" Carlos Jericho L. Petilla Antonio M. Cailao Dante B. Canlas Bob D. Gothong John J. Arenas **Audit Committee** see Annex "C" Dante B. Canlas Bob D. Gothong John J. Arenas Risk Management Committee see Annex "D" Antonio M. Cailao Dante B. Canlas John J. Arenas Nomination and Remuneration see Annex "D" John J. Arenas Committee Pedro A. Aquino, Jr. Potenciano V. Larrazabal, Jr. Governance Committee see Annex "D" Carlos Jericho L. Petilla Antonio M. Cailao Dante B. Canlas Pedro A. Aquino, Jr.

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GOVERNMENT CORPORATION NAME: Philippine National Oil Company LIST OF AFFILIATES/SUBSIDIARIES DESCRIPTION NATURE/ EXTENT OF INVESTMENT PNOC Exploration Corporation Subsidiary 99.79% PNOC Alternative Fuels Corporation Subsidiary 100% PNOC Development and Management Corporation Subsidiary 98.08% PNOC Shipping and Transport Corporation \*3 Subsidiary 100% PNOC Renewables Corporation Subsidiary 100% PNOC Coal Corporation \*1 Subsidiary 100% PNOC Tankers Corporation \*2 Subsidiary 100% PNOC Oil Carrier Inc. \*2 Subsidiary 100% Philippine Mining Development Corp. Affiliate 36% Gulf Oil Phils, Inc. Affiliate 34% Goodyear Phils., Inc. Affiliate 11% \*1 - ceased operations effective May 31, 2002 , with BIR clearance issued on August 15, 2008 \*2 - ceased operations in 1995; awaiting for clearance from BIR \*3 - ceased operations effective March 15, 2013 NOTE: USE ADDITIONAL SHEET IF NECESSARY

GOVERNMENT CORPORATION NAME: Philippine Nation TOTAL NUMBER OF STOCKHOLDERS:  TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATE OF THE PRINCIPLE AND CURRENT ADDRESS  1. Republic of the Philippines  2. nothing follows  3.	One (1)				===
NAME, NATIONALITY, IF APPLICABLE AND CURRENT ADDRESS  1. Republic of the Philippines  2. nothing follows  3.	One (1)				
NAME, NATIONALITY, IF APPLICABLE AND CURRENT ADDRESS  1. Republic of the Philippines  2. nothing follows  3.					
2. nothing follows					
2. nothing follows	STOCKHOLD	ER'S INFORMATION			
CURRENT ADDRESS  TYPE  1. Republic of the Philippines  2. nothing follows  3.	SHARE	ES SUBSCRIBED		AMOUNT PAID	
2. nothing follows  3.	NUMBER	AMOUNT (PhP)	% OF OWNER- SHIP	(PhP), IF APPLICABLE	TAX IDENTIFICATION NO (TIN) FOR FILIPINOS
2. nothing follows  3.	2,000,00			100,000,000.00	N/A
nothing follows	6,029,19	500.00	100.00	3,014,595,500.00	
nothing follows					
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5.					15
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5.					
				,	
2.					
TOTAL					
10174					
TOTAL AMOUNT OF SUBSCRIB	ED CAPITAL				
	TOTAL AMO	UNT OF PAID-UP CAPIT	ΓAL	3,114,595,500	

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attach separate sheet, if necessary.

CORPORATE NAME:						II.
TOTAL NUMBER OF STOCKHOLDERS:					*	
TOTAL ASSETS BASED ON LATEST AUDITED	FS:	·				
		STOCKHOLD	ER'S INFORMATIO	N		
NAME, NATIONALITY, IF APPLICABLE		SHARES	SUBSCRIBED		A BACOLINIT DALE	
AND CURRENT ADDRESS	TYPE	NUMBER	AMOUNT (PhP)	% OF OWNER- SHIP	AMOUNT PAID (PhP)	TAX IDENTIFICATION NO. (TIN)
8.						
	TOTAL		a			
9.						
	TOTAL					,
10.					,	
	TOTAL	A			,	
11.						
	TOTAL					
12.						
	TOTAL					
13.						
	TOTAL	2				
14.						
	TOTAL					
TOTAL AMOUNT OF S	SUBSCRIBE	D CAPITAL				
		TOTAL AMO	UNT OF PAID-UP	CAPITAL		
INICTELICTIONS	SDECIEV TL	IE TOP 20 STOC	CKHOLDERS AND I	NDICATE TH	IE REST AS OTHE	RS
INSTRUCTION.	<u> </u>	101 20 0100				,

CORPORATE NAME: TOTAL NUMBER OF STOCKHOLDERS: N/A TOTAL ASSETS BASED ON LATEST AUDITED FS: STOCKHOLDER'S INFORMATION SHARES SUBSCRIBED AMOUNT PAID TAX IDENTIFICATION NO. NAME, NATIONALITY AND % OF AMOUNT (PhP) CURRENT RESIDENTIAL ADDRESS NUMBER OWNER-TYPE (PhP) SHIP 15. TOTAL 16. TOTAL TOTAL 18. TOTAL 19. TOTAL 20. TOTAL 21. OTHERS (Indicate the number of the remaining stockholders) TOTAL

TOTAL AMOUNT OF PAID-UP CAPITAL

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

TOTAL AMOUNT OF SUBSCRIBED CAPITAL

THE RESIDENCE OF THE PROPERTY	THE NAME AND ADDRESS OF A PERSON AND ADDRESS OF THE STATE	E. PLEA	SE PRINT LEGIBI	TO PRODUCE TO STATE OF THE STAT	THE ENG PER TON ME WAS THE THE	AND
GOVERNMENT CORPO	DRATION NAME: PHIL	PPINE NA	TIONAL OIL CO	JPANY		
			*			
1. INVESTMENT OF C			AMOUNT (	ED (4 ES)	DATE O	F BOARD RESOLUTION
FUNDS IN ANOTHE	K CORPORATION of allowance for decline	· A CONTRACTOR AND ALL	THE STATE COMMUNICATION OF STREET, STATE OF STATE STAT	5,273,274,365.96	a cred positioners a submitter were majoren	SEE ANNEX A
In value of inv				0,210,214,300.00		SEE ANNEX A
	TERCIAL PAPER (Issued	Maria de La Propia de Altronograpo de estes	Promised to General Pile 18 21 C Tyluse (Beneral Apony of Verendell General Prof. Prof. S.A. ,	HE SERVE THE RESERVED THE PROPERTY OF THE PROPERTY OF THE STREET OF THE STREET, AND ASSESSMENT O	e-campanay-parenteracolysach) as get associated	NAME PROPERTY OF A SPECIAL PROPERTY AND
by Private Cor APPLICABLE)				* .	#Activities of the control of the co	
1.3 LOANS/ CRED		and the same of th	A COLUMN CONTRACTOR DE LA CARGO CONTRACTOR CONTRACTOR DE LA CARGO CO	er Statement werder is a State of Statement werder and statement s	March States and Vision of Control States as Security	Мнум (Эко в срезу) иниципальный перфициальный из проделжений экспертублений (проделжений экспертублений (проделжений экспертублений (проделжений экспертублений (проделжений экспертублений экспертублений (проделжений экспертублений (проделжений экспертублений э
1.4 GOVERNMENT	TREASURY BILLS	No. West Co.	na pangawan, ing unaka yanwa i Zawarin na anana Saudhi Safalin wan koniny-disulik unuk i	н на Томин и учени на пред 1980 годи и год 1985 годи до 1980 год на него под помещения не него воду до 1986 год	INC MEDIA THATMAN PROPERTY AND AND THAT AND	ФРИНЦИТЕТ, ПИВИННЯ В ЕВ АНТИПИИ ФРЕДИНИ ТЕПЕЗИВОВНОСТВОЙНИЙ ФРОЗУ СЛАСИВШЕНИЯ. НЕГОЛИНИЙВИНИ СУМНИЙВИНИ СУМНИЙВИНИ СУМНИЙВИНИЕ ОТ В
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2. INVESTMENT OF C	ORPORATE FUNDS IN A	CTIVITIES	UNDERITS	DATE OF B	CARD	DATE OF
SECONDARY PURP	oses (please specif	Y:)	Taglical and the state of the s	RESOLUT	TON	STOCKHOLDERS
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			Carlo econo.			
3. TREASURY SHARE	5 » NONE	sid som der et digetti yen a en	AND THE END AND ARTHUR STRONG AND PROPERTY TO THE PROPERTY OF THE SECOND STRONG	149-001 i 49-9 Politolijski pilijon 20 Cardenskom Hala Ted ing disel ammani menerati sem	PRET produce of the territories of computation of Editories accomplished	% AS TO THE TOTAL
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			Warry Statement			*
4. UNRESTRICTED/UN	IAPPROPRIATED RETAI	NED EARN	INGS AS OF EN	D OF LAST FISCA	L YEAR (20	112) - P 8,511,222,311
5. DIVIDENDS DECLAI	RED DURING THE IMME	DIATELY P	RECEDING YEA	R: (2012) - P4,249	,169,555	Ary Labours Augy with 4 Th And Labours Communications and Labours Arising Communication And And Application Str Management Ary Annie (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) Management Ary Annie (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994) (1994)
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5.1 CASH	1900 Michilluda sessionauteminin VAI-480 Rijallessenickskirjus eienickon nisstaallehen jos unterniostasioks Vulcina nisse	CONTRACTOR CONTRACTOR ACCUMENTS ACCUMENTED TO	CONTRACTOR OF ENGINEERING CONTRACTOR CONTRAC	There are not also a loss of the control of the con	49,169,565	man in recinc soveres. An extension association and extension in extension of the extension
5.2 SYOCK	ながない はいかい はいかい はいかい はいない はいない はいない はいかい はいか	TO THE STATE OF THE PROPERTY O	onecodo vojmost on hadreti i frances i menestrando de su missorio.	NONE	and the second s	Milde 44-7-5-7 NO FRANCO SARIO N. T. CESTREASTER STEELE STEELE SARIO SAR
5.3 PROPERTY	COMMISSION OF A CONTRACT A THIRD GRANT THE WAY AND A STATE OF THE PROPERTY ASSESSMENT OF THE PROPERTY AND A CONTRACT OF THE PROPERTY ASSESSMENT OF THE PROPERTY OF THE PROPERTY ASSESSMENT OF THE PROPERTY OF THE PROPERTY ASSESSMENT OF THE PROPERTY ASSESSMENT OF THE PROPERTY OF THE P	CANCEL AND AS SERVICE OF THE SERVICE	Mink-mark to 275, 1978 Steep Assist Victorian - deapper specied 2 7145 St. Ast. 7 victor	NONE	TO SERVICE THE BOOK PARTY AND SERVICE SERVICE STREET	Laffrankiyelde jiyan-kongen iyelini i sakhafalaniyi acaariyani tiri kiri kiriki kiriki kerikirili ili ili denda
6. ADDITIONAL SHARI	ES ISSUED DURING THE	TOTAL	Anglesio Nativicios etro mantiligi, frita entis eliminati inuscipari innes	4 , 4	49,169,658	n Ambrilla Signific restruction a sequencial de de Anti-Assarban de assassant de servicio de contraction de con
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NAME OF AGENCY:	- Up and the special and the control of the control	District, Since a the grane construction of the survey and a survey as	CODE A ARCHARDE PARCIE AFRICANCIA MARCHARDA MARCHARDA DE SERVICIO DE COMPANSA DE SERVICIO DE COMPANSA	S.P	And the second section of the section	TOTAL BALL AND PROPERTY CORRESPONDED TO THE CORRESPONDED TO A CORP. CORP
TYPE OF LICENSE/REGN.	N/A	On the contract of the contrac	Į.	√A	The state of the s	Contractive contractive in specificate in transverse can be defined a seaso-bytely on contractive city in more can
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OPERATIONS:						N/A
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GOVERNMENT CORPORATION NAME: PHILIPPINE NATIONAL OIL COMPANY

	SCHEDULE OF CAPITAL E	XPENDITURE		NO SUPPORT	CLIDCIDV	
PARTICULARS	SECTOR	FOREIGN COMPONE				Bank loans
		Loan	Grant	Project	Tax	Dalik Ioalis
	N/A	N/A	N/A	N/A	N/A	N/A
				*		8
		*			9	
	Other Source	Total Local Compoonent	Total Cost	Status		
Furniture and Equipment	9,519,990	9,519,990	9,519,990		N.	
Land improvement	243,750	243,750	243,750			
	- ,			* /*		
		80				

GOVERNMENT CORPORATION NAME: PHILIPPINE NATIONAL OIL COMPANY

INCOME STATEMENT

For the year: 2013 (Unaudited)

	Amount
INCOME	
Business and Service Income	1,018,035,226
Gains and Premiums	-
Others	22,028,178
Total Income	1,040,063,404
Less: Share of National Government	
Income After Share of National Government	
EXPENSES	
Business Expenses	
Personal Services	81,905,910
Maintenance and Other Operating Expenses	156,184,873
Financial Expenses	
Others	1,865,029
Total Expenses	239,955,812
Net Income (Loss) Before Subsidy	800,107,592
Subsidy Income	
Net Income (Loss) Before Tax	. 800,107,592
Income Tax Expense	13,855,219
Net Income (Loss) After Tax	786,252,373

GOVERNMENT CORPORATION NAME: PHILIPPINE NATIONAL OIL COMPANY

CASH FLOW STATEMENT

For the year: 2013 (Unaudited)

CASH FLOW FROM OPERATING ACTIVITIES	Amount
Cash Inflows	478,553,637
Cash Outflows	(463,538,226)
Net Cash Provided By (Used in) Operating Actitives	15,015,411
CASH FLOWS FROM INVESTING ACTIVITIES	
Cash Inflows	280,379,894
Cash Outflows	(1,799,763,740)
Net Cash Provided By (Used In) Investing Activities	(1,519,383,846)
CASH FLOWS FROM FINANCING ACTIVITIES  Cash Inflows	
Cash Outflows	(500,000,000)
Net Cash Provided By (Used In) Financing Activities	(500,000,000)
Net Increase (Decrease) in Cash and Cash Equivalents	(2,004,368,435)
Effects of Exchange Rate Changes on Cash and Cash Equivalents	
Cash and Cash Equivalents, Beginning of Period	2,910,851,780
Cash and Cash Equivalents, End of Year	906,483,345

	PLEASE PRINT LEGIBLY		
	,		
GOVERNMENT CORPORATION NAME			
	PHILIPPINE NATI	ONAL OIL COMPANY	9

For the year: 2013

CASH AND INVESTMENT BALANCE REPORT

	AMOUNT	TERM (No. of Days)	RATE (Per Annum)	DATE	
I. Cash on Hand	300,000			Issue	Maturity
II. Cash in Banks	23,815,941	7			
III. Net Depositswith BTr	402,609,181				-
IV. Special Series					
(Treasury Bills) with Bangko			* * * * * * * * * * * * * * * * * * * *		
Sentral (Identify those	0				
under trust agreements)	0				-
V. Special Series Placements				9	
with PTr (Identify these under	2				
with BTr (Identify those under					1 11
trust agreements	0	,			
VI. Investments in Other Securities	4,806,276,423	PLS SEE	ANNEX B		1
				* * =	
VII. Others	929,389,000	PLS SEE	ANNEX B		

GOVERNMENT CORPORATION NAME:

PHILIPPINE NATIONAL OIL COMPANY

BALANCE SHEET (For the year: 2013) (UNAUDITED)

ASSETS	Amount
Cash & Cash Equivalents	906,483,345
Held-to-maturity investments	4,877,627,801
Receivables (net)	45,083,068
Investment in subsidiaries and affiliates	5,273,274,356
Investment property	11,582,517,919
Property and equipment	211,432,474
Deferred tax Assets	344,235,388
Other assets	17,392,505,297
TOTAL ASSETS	40,633,159,648
LIABILITIES AN	DEQUITY
LIABILITIES	
Trade and non-trade payable	240,764,269
Current Portion of Long-term Debt	_
Dividends payable	125,784,503
Deferred tax liabilities	2,790,604,920
Non-Current Liabilities of Water Districts	- /
Other credits	2,226,326,307
TOTAL LIABILITIES	5,383,479,999
EQUITY	
Government Equity	
Capital Stock	3,114,595,519
Appropriated Retained Earnings	25,652,854,000
Unappropriated Retained Earnings	6,482,230,130
Others	
TOTAL EQUITY	35,249,679,649
TOTAL LIABILITIES AND EQUITY	40,633,159,648

GOVERNMENT CORPORATION NAME: PHILIPPINE NATIONAL OIL COMPANY

NET OPERATING INCOME	Amount
Schedule 1A	
Accounts receivable - national government	
Clients deposit	-
Collection from advances on insured receivables	
Collection of loans receivables	
Collection of pari-passu payables	
Collection of receivables clients	
Collection of receivables employees/others	2,123,925
Collection of receivables clients, employees, others	
Collection of Sales Contract Receivable	
Dividend Income	
Foreign Exchange gains (loss)	
Gain on sale of Investment	
Interest and penalties	108,057
Interest on investments and deposits	191,325;824
Lease income (office space)	30,882,665
Lease income from acquired assets	245,768,750
Lease payment receivable car plan	
Miscellaneous deposit	
Misc inc service charge	680,932
Payable to clients/employees/government agencies	(94,854,741)
Payable to clients/ others	(361,217,051)
Redemption of agrarian reform bonds	-
Reinsurance claims ECI	
Reinsurance premium Trust liabilities	
Sale of land	
Sale of unserviceable equipment	
Add: (other Receipts)	197,050
Total:	15,015,411
TOTAL:	15,015,411

GOVERNMENT CORPORATION NAME: PHILIPPINE NATIONAL OIL COMPANY

### CHART OF ACCOUNTS

For the year: 2013 (Unaudited)

Net Operating Income	15,015,411		
Sale of Acquired Assets	7,859,482		
Investment in bonds/marketable securities	(1,757,000,000)		
Collection of dividends from subsidiaries/affiliates	272,520,412		
Advances to subsidiaries	(33,000,000)		
Advances on Guaranteed Loans	-		
Capital Expenditures	(9,763,740)		
Dividend Payments	(500,000,000)		
CASH SURPLUS/DEFICIT	(2,004,368,435)		
Operating Receipts			
Sale of goods/services (rental)	280,534,101		
Income from commitment and gtee fee			
Filing, processing & amendment fees			
Interest Income Direct lending / investment	197,639,030		
Dividend income	539,862,095		
Fund Arrangement Fees			
Add: (Other receipts)	680,932		
TOTAL:	1,018,716,158		
Current Subsidies:			
Other receipts: (Schedule 1A)	197,050		
Total Receipts:	1,018,913,208		
Add/(Less):			
Gain on sale of fixed assets	9,611,314		
Prior period adjustment	11,538,881		
Income tax	(13,855,218)		
Other current expenditures	(239,955,812)		
	700.050.070		
Total:	786,252,373		

Antonio M. Cailao,

1.

#### President & CEO OF THE ABOVE-MENTIONED

(NAME) (POSITION)

GOVERNMENT CORPORATION DECLARE UNDER THE PENALTY OF PERJURY, THAT ALL MATTERS SET FORTH IN THIS GOVERNMENT CORPORATION INFORMATION SHEET WHICH CONSISTS OF ( \_\_\_\_\_ ) PAGES HAVE BEEN MADE IN GOOD FAITH, DULY VERIFIED BY ME AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, ARE TRUE AND CORRECT.

I UNDERSTAND THAT THE FAILURE OF THE CORPORATION TO FILE THIS GIS FOR FIVE (5) CONSECUTIVE YEARS SHALL BE CONSTRUED AS NON-OPERATION OF THE CORPORATION AND A GROUND FOR THE REVOCATION OF THE CORPORATIONS CERTIFICATE OF INCORPORATION. IN THIS EVENTUALITY, THE CORPORATION HEREBY WAIVES ITS RIGHT TO A HEARING FOR THE SAID REVOCATION.

DONE THIS 27TH DAY OF JANUARY, 2014 IN THE CITY OF TAGUIG.

SUBSCRIBED AND SWORN TO BEFORE ME IN CHANGE MANUE CITY/PROVINCE, PHILIPPINES ON JAN 27 2014, AFFIANT PERSONALLY APPEARED BEFORE ME AND EXHIBITED TO ME HIS PASSPORT WITH NO. EB1122892 ISSUED ON OCTOBER 6, 2010 AND IS EXPIRING ON OCTOBER 5, 2015. ATTY. ISIDRO V. ALMENTER NOTARY PUBLIC ROBERTY Public Notarial Commission expression per public publ V. ALMENTEROS DOC. NO: PAGE NO. Roll@fottesn@altendaerYears 2013 and 2014) BOOK NO. PPT NG 2014 No. 2504043/MLA/12-27-2013
IBP NGCLE Compliance No. IV-0017649
Office Addressorney's Roll No. 34272 SERIES OF

#### PHILIPPINE NATIONAL OIL COMPANY

#### Investment of Corporate Funds in Stocks For the Year Ended 31 December 2013

		ALLOWANCE FOR		
SUBSIDIARIES	AMOUNT	OF INVESTMENT	NET	BOARD RESOLUTIONS
PNOC EXPLORATION CORP	2,019,188,332.02		2,019,188,332.02	Reso No. 335 S'1983 (3/11/83), Reso No. 537 S'1989 (4/26/89), Reso No. 1059 S'1995 (11/22/95), Reso No. 1226 S'1998 (5/6/98), Reso No. 1249 S'1998 (9/30/98), Reso No. 1283 S'1999 (9/8/99), Reso No. 1290 S'2000 (1/12/2000)
PNOC ALTERNATIVE FUELS CORP.	2,400,000,000.00		2,400,000,000.00	Reso No. 793 S'1993 (4/28/93), Reso No. 886 S'1994 (2/24/94), Reso No. 922 S'1994 (5/25/94), Reso No.1076 S'1996 (1/10/1996), Reso No.1274 S'1999 (5/26/99), Reso No.1308 S'2000 (4/12/2000)
PNOC RENEWABLES CORP. (formerly PNOC Dockyard and Engineering Corp)	374,972,000.00		374,972,000.00	Reso No. 289 S'1981 (5/15/81); Reso No. 640 S'1991 (1/24/91), Reso No.730 S'1992 (7/9/92)
PNOC SHIPPING & TRANSPORT CORP.	190,000,000.00		190,000,000.00	Reso No. 289 S'1981 (5/15/81); Reso No. 590 S'1990 (3/14/90)
PNOC DEVELOPMENT & MGT, CORP. (formerly Filoil Refinery Corporation)	65,614,723.93		65,614,723.93	Reso No. 213 S'1978 (4/4/78), Reso No.1434 S'2002 (10/23/2002)
PNOC COAL CORP.	427,067,950.00	400,000,000.00	27,067,950.00	Reso No. 295 S'1981 (6/11/81); Reso No. 310 S'1981 (12/23/81); Reso No. 344 S'1982; Reso No. 638 S'1991 (1/24/91), Reso No. 1027 S'1995 (5/24/95); Reso No.1028 S'1995 (5/24/95)
PNOC OIL CARRIERS INC	101,615,342.95	101,615,342.95	0.00	Reso No. 455 S'87 dated 11/11/87
PNOC TANKERS CORP.	50,000,000.00	50,000,000.00	0.00	Reso No.313 S'1982 (4/19/82), Reso No. 639 S'1991 (1/24/91)
GOODYEAR, PHILIPPINES	96,453,350.00		96,453,350.00	Reso No. 239 S'1979 (6/20/79), Reso No. 361 S'1984 (12/12/84)
GULF OIL PHILS., INC.	54,978,000.00		54,978,000.00	Reso No. 1154 S'1997 (4/10/97)
PHILIPPINE MINING DEVELOPMENT CORP	45,000,000.00		45,000,000.00	Reso No. 1462, S'2006 (11/10/06)
TALISAY BIOENERGY, INC.	57,685,381.76	57,685,381.76	0.00	Reso No. 1516, S'2004 (8/26/04)
TOTAL	5,882,575,080.66	609,300,724.71	5,273,274,355.95	

Schedule of Investment in Other Securities

A. Investment in Government Securities

Particulars	ılars Bank Amount Term		Rate	Date		
			(No. Of Days)	(Per Annum)	Issue	Maturity
	DDD (EVTN)	400 075 444 64	1987	5.625000	19-Aug-2010	27-Jan-2016
Fixed Term Treasury Notes	DBP (FXTN)	422,375,141.64	1653	5.000000	17-May-2011	25-Nov-2015
Fixed Term Treasury Notes	LBP (FXTN)	220,176,339.06		4.720000	21-Mar-2012	18-Aug-2018
Fixed Term Treasury Notes	LBP (FXTN)	101,628,344.73	2341	4.720000	27-Mar-2012	18-Aug-2018
Fixed Term Treasury Notes	LBP (FXTN)	101,691,726.32	2335		13-Apr-2012	28-Apr-2021
Fixed Term Treasury Notes	LBP (FXTN)	110,748,028.62	3302	5.105000	17-Sep-2012	16-Dec-2020
Fixed Term Treasury Notes	LBP (FXTN)	108,088,037.58	3012	4.650000		28-Apr-2021
Fixed Term Treasury Notes	LBP (FXTN)	112,907,076.61	3138	4.650000	24-Sep-2012	31-Jan-2018
Fixed Term Treasury Notes	LBP (FXTN)	212,901,261.72	1951	4.400000	28-Sep-2012	19-Jul-2019
Fixed Term Treasury Notes	LBP (FXTN)	102,236,105.06	2454	4.500000	29-Oct-2012	
Fixed Term Treasury Notes	LBP (FXTN)	144,961,747.35	6697	4.015000	18-Mar-2013	19-Jul-2031
Fixed Term Treasury Notes	LBP (FXTN)	160,057,205.41	2437	2.725000	21-Mar-2013	22-Nov-2019
Fixed Term Treasury Notes	LBP (FXTN)	119,345,133.73	3166	2.900000	25-Mar-2013	24-Nov-2021
Fixed Term Treasury Notes	LBP (FXTN)	106,896,144.15	2426	2.700000	01-Apr-2013	22-Nov-2019
Fixed Term Treasury Notes	LBP (FXTN)	109,609,167.40	1958	2.750000	08-Apr-2013	18-Aug-2018
Fixed Term Treasury Notes	LBP (FXTN)	211,472,263.37	2356	2.710000	10-Jun-2013	22-Nov-2019
Fixed Term Treasury Notes	LBP (FXTN)	235,715,637.17	1152	2.800000	10-Jul-2013	04-Sep-2016
Fixed Term Treasury Notes	LBP (FXTN)	52,076,375.35	3424	3.430000	22-Jul-2013	06-Dec-2022
Fixed Term Treasury Notes	LBP (FXTN)	104,195,764.84	1694	3.050000	02-Oct-2013	23-May-2018
Fixed Term Treasury Notes	LBP (FXTN)	99,089,209.17	1651	2.625000	14-Nov-2013	23-May-2018
Fixed Term Treasury Notes	PNB (FXTN)	102,207,263.01	1390	5.805000	08-Apr-2010	27-Jan-2014
Fixed Term Treasury Notes	PNB (FXTN)	107,864,174.88	3579	5.300000	02-Apr-2012	19-Jan-2022
Retail Treasury Bonds	LBP (RTB)	101,530,630.03	1643	6.095000	26-Mar-2010	24-Sep-2014
Retail Treasury Bonds	LBP (RTB)	201,343,825.82	1630	6.100000	08-Apr-2010	24-Sep-2014
Retail Treasury Bonds	LBP (RTB)	201,614,251.12	1597	6.200000	11-May-2010	24-Sep-2014
Retail Treasury Bonds	LBP (RTB)	205,678,629.46	1790	5.200000	24-Sep-2010	19-Aug-2015
Retail Treasury Bonds	LBP (RTB)	44,027,766.54	3593	6.060000	02-May-2011	03-Mar-2021
Retail Treasury Bonds	LBP (RTB)	109,663,147.43	1	5.225000	13-Mar-2012	20-Oct-2026
Retail Treasury Bonds	LBP (RTB)	100,000,000.00	1	6.125000	24-Oct-2012	24-Oct-203
Retail Treasury Bonds	LBP (RTB)	177,707,742.03		2.900000	21-Mar-2013	20-Oct-2021
Retail Treasury Bonds	LBP (RTB)	118,468,283.49		2.905000	25-Mar-2013	20-Oct-2021
Retail Treasury Bonds	LBP (RTB)	500,000,000.00	1	3.250000	15-Aug-2013	15-Aug-202
,	, ,					
	SUB-TOTAL	4,806,276,423.09				

### B. Others

Particulars	Bank	Amount	Term	Rate	Date	
			(No. Of Days)	(Per Annum)	Issue	Maturity
Special Savings Deposit	DBP (SSD)	92,700,000.00	90	1.27500	16-Oct-2013	14-Jan-2014
Special Savings Deposit	DBP (SSD)	35,701,000.00	90	1.27500	29-Oct-2013	27-Jan-2014
Special Savings Deposit	DBP (SSD)	49,000,000.00	90	1.27500	20-Nov-2013	18-Feb-2014
Special Savings Deposit	DBP (SSD)	60,000,000.00	38	1.35000	25-Nov-2013	02-Jan-2014
Special Savings Deposit	DBP (SSD)	60,000,000.00	60	1.35000	25-Nov-2013	24-Jan-2014
Special Savings Deposit	DBP (SSD)	101,906,000.00	91	1.35000	25-Nov-2013	24-Feb-2014
Special Savings Deposit	DBP (SSD)	78,767,000.00	91	1.35000	28-Nov-2013	27-Feb-2014
Special Savings Deposit	DBP (SSD)	17,000,000.00	70	1.35000	29-Nov-2013	07-Feb-2014
Special Savings Deposit	DBP (SSD)	17,000,000.00	101	1.35000	29-Nov-2013	10-Mar-2014
Special Savings Deposit	DBP (SSD)	16,165,000.00	119	1.35000	29-Nov-2013	28-Mar-2014
Special Savings Deposit	DBP (SSD)	8,660,000.00	132	1.35000	29-Nov-2013	10-Apr-2014
Special Savings Deposit	DBP (SSD)	12,390,000.00	90	1.27500	03-Dec-2013	03-Mar-2014
Special Savings Deposit	DBP (SSD)	17,500,000.00	90	1.27500	04-Dec-2013	04-Mar-2014
Special Savings Deposit	DBP (SSD)	92,500,000.00	91	1.27500	16-Dec-2013	17-Mar-2014
Special Savings Deposit	DBP (SSD)	19,500,000.00	32	1.15000	23-Dec-2013	24-Jan-2014
Special Savings Deposit	LBP (SSD)	32,600,000.00	91	1.35000	28-Nov-2013	27-Feb-2014
Special Savings Deposit	LBP (SSD)	218,000,000.00	32	1.15000	26-Dec-2013	27-Jan-2014
	OLID TOTAL				-	
	SUB-TOTAL	929,389,000.00			4	· ·
	TOTAL	5,735,665,423.09		· ·		

	PHILIPPINE NATIONAL OIL COMPANY				
BOARD COMMITTEES	FUNCTION				
Executive Committee	The Executive Committee, in accordance with the authority granted by the Board, or during the absence of the Board, shall act by 2/3 of all its members on such specific matters within the competence of the Board of Directors as may from time to time be delegated to the Executive Committee in accordance with the Company's By-Laws, except with respect to:				
	the filling of vacancies on the Board or in the Executive Committee;				
	2. the amendment or repeal of By-Laws or the adoption of new By-Laws;				
	3. the amendment or repeal of any resolution of the Board of Directors unless such authority has been granted to it by the Board;				
	<ol> <li>the distribution of cash dividends; and</li> <li>the exercise of powers delegated by the Board exclusively to other committees, if any.</li> </ol>				
Audit Committee	(1) Overseeing, monitoring and evaluating the adequacy and effectiveness of the PNOC's internal control system, engage and provide oversight of the PNOC's internal and external auditors and coordinate with the Commission on Audit (COA);				
	(2) Reviewing and approving audit scope and frequency, the annual internal audit plan, quarterly, semi-annual and annual financial statements before submission to the Board, focusing on changes in accounting policies and practices, major judgmental areas, significant adjustments resulting from the audit, going concern assumptions, compliance with accounting standards, and compliance with tax, legal, regulatory and COA requirements;				
*	(3) Receiving and reviewing reports of internal and external auditors and regulatory agencies, and ensuring that Management is taking appropriate corrective actions, in a timely manner in addressing control and compliance functions with regulatory agencies;				
	(4) Ensuring that internal auditors have free and full access to all the PNOC's records, properties and personnel relevant to and required by its function and that the internal audit activity shall be free from interference in determining its scope, performing its work and communicating its results; and				
	(5) Developing a transparent financial management system that will ensure the integrity of internal control activities throughout PNOC through a procedures and policies handbook that will be used by the entire organization.				

	PHILIPPINE NATIONAL OIL COMPANY					
BOARD COMMITTEES	FUNCTION					
Risk Management Committee	<ul> <li>(1) Performing oversight risk management functions specifically in the areas of managing credit, market, liquidity, operational, legal, reputational and other risks of PNOC, and crisis management, which shall include receiving from Senior Management periodic informatic on risk exposures and risk management activities;</li> <li>(2) Developing the Risk Management Policy of PNOC, ensuring compliance with the same and ensure that the risk management process and compliance are embedded throughout the operations of PNOC, especially at the Board and Management level; and</li> </ul>					
	(3) Providing quarterly reporting and updating the Board on key risk management issues as well as ad hoc reporting and evaluation on investment proposals.					
Nomination and Remuneration Committee	(1) Installing and maintaining a process to ensure that Officers to be nominated or appointed shall have the qualifications and none of the disqualifications mandated under the law, rules and regulations;					
	(2) Reviewing and evaluating the qualifications of all persons nominated to positions in PNOC which require appointment by the Board;					
	(3) Recommending to the GCG nominees for the shortlist in line with the PNOC and its subsidiaries' Board composition and succession plan; and					
	(4) Developing recommendations to the GCG for updating the CPCS and ensuring that the same continues to be consistent with the PNOC's culture, strategy, control environment, as well as the pertinent laws, rules and regulations.					
Governance Committee	(1) Overseeing the periodic performance evaluation of the Board and its committees and Management; and also conducting an annual					
sovernance commutee	self-evaluation of their performance;  (2) Deciding whether or not a Director is able to and has been adequately carrying out his/her duties as director bearing in mind the director's contribution and performance (e.g. competence, candor, attendance, preparedness and participation). Internal guidelines shall be adopted that address the competing time commitments that are faced when directors serve on multiple boards;					
	(3) Recommending to the Board regarding the continuing education of Directors, assignment to Board Committees, succession plan for the Executive Officers, and their remuneration commensurate with corporate and individual performance; and					
	(4) Recommending the manner by which the Board's performance may be evaluated and proposing an objective performance criteria to be approved by the Board. Such performance indicators shall address how the Board will enhance long-term shareholder value.					