



Energy Development Corporation  
38<sup>th</sup> Floor, One Corporate Centre Building, Julia Vargas corner Meralco Avenue  
Ortigas Center, Pasig 1605, Philippines  
Trunklines: +63 (2) 667-7332 (PLDT) / +63 (2) 755-2332 (Globe)

April 25, 2014

**JANET A. ENCARNACION**  
HEAD, Disclosures Department  
The Philippine Stock Exchange, Inc.  
Philippine Stock Exchange Plaza  
Ayala Triangle, Ayala Avenue, Makati City

Dear Ms. Encarnacion:

We submit the attached certification on Energy Development Corporation's compliance with the Corporate Governance Manual for 2013, duly filed with the Securities and Exchange Commission (SEC) pursuant to the SEC Code of Corporate Governance.

Very truly yours,

A handwritten signature in blue ink, appearing to read "Erudito S. Recio", is written over a vertical blue line that extends downwards from the signature area.

**Erudito S. Recio**  
Investor Relations Manager &  
Company Information Officer

**COVER SHEET**

SEC Registration Number

6 6 3 8 1

E N E R G Y D E V E L O P M E N T C O R P O R A T I O N

(Company's Full Name)

3 8 T H F l o o r , O n e C o r p o r a t e

C e n t r e J u l i a V a R g a s c o r n e r

M e r a l c o A v e . O r T i g a S C e n t e r

P a s i g C i t y

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

Atty. Ana Maria A. Katigbak  
Contact Person

817-6791  
Company Telephone Number

**SEC Letter Advisement re:**  
**Certification of Compliance to the Corporate**  
**Governance Manual**

1 2 3 1  
Month Day  
Fiscal Year

FORM TYPE

0 5  
Month Day  
Annual Meeting

Secondary License Type, If Applicable

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

Document ID

LCU

Cashier

STAMPS

Remarks: Please use BLACK ink for scanning purposes



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**ATTY. JUSTINA F. CALLANGAN**

Acting Director

Corporate Governance and Finance Department

Securities and Exchange Commission

SEC Building, EDSA, Greenhills

Mandaluyong City, Metro Manila

Philippines

**Subject:** *Certification of Full Compliance with the Company's Corporate Governance Manual*

Dear Director Callangan,

The Energy Development Corporation hereby submits the certification of full compliance with its Manual on Corporate Governance for the year ending December 31, 2013, in compliance with SEC Memorandum Circular No. 1, series of 2014, SEC Memorandum Circular No. 3, series of 2007, the SEC Code of Corporate Governance and the Company's Corporate Governance Manual.

The corresponding updates to the company's Annual Corporate Governance Report in the company website ([www.energy.com.ph](http://www.energy.com.ph)) shall be made upon submission of this advisement letter.

Yours truly,

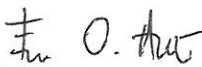
**ERWIN O. AVANTE**  
Vice-President and  
Compliance Officer

### CERTIFICATION

I, **ERWIN O. AVANTE**, of legal age and with office address at the 38<sup>th</sup> Floor, One Corporate Centre Building, Julia Vargas Ave. corner Meralco Ave., Ortigas Center, Pasig City, Metro Manila, Philippines, being the duly-elected Vice-President and Compliance Officer of the **Energy Development Corporation** ("EDC", the "Company"), a corporation duly-organized and existing in accordance with the laws of the Republic of the Philippines, with office address indicated above, after being sworn to in accordance with law, hereby certify and state that:

1. The Company has adopted in its Corporate Governance Manual the leading practices and principles of good corporate governance pursuant to the provisions of SEC Memorandum Circular No. 2, Series of 2002, as amended by SEC Memorandum No. 6, series of 2009;
2. For the year 2013, the Company, through its Directors, Officers, Managers and employees, fully complied with all the leading practices and principles of its duly-adopted Corporate Governance Manual.
3. I am issuing this Certificate in compliance with the requirement of the Securities and Exchange Commission on the annual reporting on the Company's compliance with the Corporate Governance Manual.

IN WITNESS WHEREOF, I have signed this Certificate this APR 24 2014 at PASIG CITY, Philippines.

  
**ERWIN O. AVANTE**  
Vice-President and Compliance Officer

Countersigned by:

  
Nestor H. Vasay  
**RICHARD B. TANTOCO**  
President and Chief Operating Officer


*am 4/22*

SUBSCRIBED AND SWORN TO before me this APR 24 2014 at PASIG CITY, Philippines, affiants exhibiting to me their respective proofs of identity:

1. Erwin O. Avante
2. Richard B. Tantoco  
Nestor H. Vasay

TIN No. 191-518-796 issued by the Bureau of Internal Revenue  
SSS ID No. 03-9384708-0 issued by the Social Security System  
Passport No. EB7240480 issued by DFA Manila



  
**ATTY. JOSEPH P. GUEVARRA**  
Notary Public - Office of Pasig, Taguig & San Juan  
& Municipality of Pateros until 31 December 2014  
Appointment No. 252 (2013-2014)  
16th Floor, One Corporate Centre Bldg.  
Julia Vargas Ave. cor. Meralco Avenues, Ortigas Center, Pasig City  
IBP No. SPT011 / 15 January 2014 / Makati City  
PTR No. MKT-4242793 / 17 January 2014 / Makati City  
MCLE Compliance No. IV-0013224 / 11 March 2013  
Roll No. 51591