



TRANS-ASIA
OIL & ENERGY DEVELOPMENT
A PHINMA Company

April 15, 2014

THE DISCLOSURE DEPARTMENT

4/F Philippine Stock Exchange, Inc.
Philippine Stock Exchange Centre
Exchange Road, Ortigas Center, Pasig City

Attention: **Janet Encarnacion**
OIC, Disclosure Department

Gentlemen:

In compliance with the disclosure requirements of the Philippine Stock Exchange (PSE) on the use of proceeds from Stock Rights Offerings (SROs), please be advised that as of March 31, 2014, Trans-Asia Oil and Energy Development Corporation (TA):

- has used P237.8 Million from the P607.8 Million gross proceeds of the 2007 SRO.
- has used P1.162 Billion from the P1.165 Billion gross proceeds of the 2011 SRO.
- has used P1.616 Billion from the P1.627 Billion gross proceeds of the 2012 SRO.

Attached is the schedule of disbursements of proceeds from SROs.

Very truly yours,


Mariejo P. Bautista
VP – Controller




Trans-Asia Oil & Energy Development Corporation (TA)
Schedule of Disbursements from the Gross Proceeds of the 2007 Stock Rights Offering (SRO)
As of March 31, 2014
(Amounts in Millions)

	Estimate	Actual disbursement for the period November 28, 2007 to Dec. 31, 2013	Actual disbursement for the period January - March 2014	Balance of Gross Proceeds As of March 31, 2014
Original Gross Proceeds - 2007 SRO	607.8	607.8	-	607.8
Application of Gross Proceeds				
Renewable Energy Projects				
Previously earmarked for CIPP Plant Expansion	378.5	41.6	-	41.6
Previously earmarked for Mineral Projects	34.6	41.6	-	41.6
General Corporate Purposes				
Repay Loan to Unionbank	32.7	32.7	-	32.7
Repay Loan to Equitable PCI bank	150.0	150.0	-	150.0
Fund Petroleum and Mineral Exploration Projects				
Area 8	5.3	4.8	-	4.8
SC 51	0.7	-	-	-
SC 55	0.7	-	-	-
Camarines Norte	2.8	-	-	-
Kalinga	13.5	-	-	-
Other Areas	16.4	-	-	-
Redeclared to Renewable Energy Projects	(34.6)	4.8	-	4.8
Pay Expenses in Relation to the Stock Rights Offer				
Documentary Stamp Tax	2.8	2.8	-	2.8
Professional Fees	1.9	4.1	-	4.1
PSE and SEC listing and Processing Fees	1.2	1.2	-	1.2
Stock Transfer Agent Fee	0.5	0.2	-	0.2
Administrative (printing of notices, subscription agreements, stock certificates, mailing costs and miscellaneous expenses)	0.8	0.4	-	0.4
Balance	7.2	8.8	-	8.8
		<u>370.0</u>		<u>370.0</u>

Prepared by:


Yolanda B. Antonuevo
 Assistant Controller

Noted by:


Marifejo P. Baulista
 VP - Controller

INDEPENDENT AUDITORS' REPORT OF FACTUAL FINDINGS

The Stockholders and the Board of Directors
Trans-Asia Oil and Energy Development Corporation
11th Floor, PHINMA Plaza
39 Plaza Drive, Rockwell Center
Makati City

We are pleased to submit our report on the agreed-upon procedures performed with respect to the disbursements from the gross proceeds of the 2011 stock rights offering of Trans-Asia Oil and Energy Development Corporation (the Company) as at March 31, 2014 and for the period January 1, 2014 to March 31, 2014. Our engagement was undertaken in accordance with the Philippine Standards on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. The procedures were performed to assist the Company in connection with its reporting requirements with the Philippine Securities and Exchange Commission (SEC).

Shown below are the procedures we performed and our findings:

1. We obtained the Schedule of Disbursements from the Gross Proceeds of the 2011 Stock Rights Offering as at March 31, 2014 and for the period from January 1, 2014 to March 31, 2014 (the "Schedule") and checked its mathematical accuracy. We noted no exceptions. The schedule shows the following information:
 - a. Estimated gross proceeds and estimated application of gross proceeds
 - b. Actual gross proceeds
 - c. Actual disbursements for the period May 30, 2011 to December 31, 2013
 - d. Actual disbursements for the period January 1, 2014 to March 31, 2014
 - e. Balance of the gross proceeds as at March 31, 2014.
2. Using the information obtained in No. 1, we performed the following:
 - a. Traced the estimated gross proceeds and estimated application of gross proceeds to the Schedule of Disbursements from the Gross Proceeds of the 2011 Stock Rights Offering for the period October 1, 2013 to December 31, 2013 submitted to SEC and noted no exceptions.
 - b. Traced the actual disbursements for the period May 30, 2011 to December 31, 2013 to the Schedule of Disbursements from the Gross Proceeds of the 2011 Stock Rights Offering for the period October 1, 2013 to December 31, 2013 submitted to SEC and noted no exceptions.
3. From the schedule obtained in No. 1, we noted that there are no actual disbursements for the period January 1, 2014 to March 31, 2014.

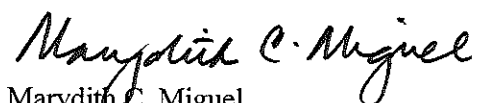
The sufficiency of the procedures is solely the responsibility of the Company's management. Consequently, we make no representations regarding the sufficiency of the procedures described in the foregoing either for the purpose of which this report has been requested of for any other purpose.

The above procedures do not constitute either an audit or a review made in accordance with the Philippine Standards on Auditing or Philippine Standards on Review Engagements, thus, we do not express any assurance on the financial statements of the Company taken as a whole.

Had we performed additional procedures or had we performed an audit or review of the financial statements in accordance with Philippine Standards on Auditing or Philippine Standards on Review Engagements, other matters might have come to our attention that would have been reported to you.

Our report is intended solely for the purpose set forth in the first paragraph of this report and for your information. It is not to be used for any other purpose or to be distributed to any parties. This report relates only to the accounts and items specified above and do not extend to the financial statements of the Company, taken as a whole.

SYCIP GORRES VELAYO & CO.



Marydith C. Miguel

Partner

CPA Certificate No. 65556

SEC Accreditation No. 0087-AR-3 (Group A),

January 18, 2013, valid until January 17, 2016

Tax Identification No. 102-092-270

BIR Accreditation No. 08-001998-55-2012,

April 11, 2012, valid until April 10, 2015


PTR No. 4225193, January 2, 2014, Makati City

April 14, 2014

Trans-Asia Oil & Energy Development Corporation (TA)
 Schedule of Disbursements from the Gross Proceeds of the 2011 Stock Rights Offering
 As at March 31, 2014 and For the Period January 1, 2014 to March 31, 2014
 (Amounts in Millions)

	Original Gross Proceeds - 2011 SRO	Actual disbursement for the period May 30, 2011 to December 31, 2013	Actual disbursement for the period January 1, 2014 to March 31, 2014	Balance of the Gross Proceeds As at March 31, 2014
Application of Gross Proceeds				
<i>Equity Investment in Coal Power Projects</i>	1,044.1	1,044.1	-	1,044.1
<i>Equity Investment in Matbarara Geothermal Inc.</i>	105.0	105.0	-	105.0
<i>Pay Expenses in Relation to the Stock Rights Offer</i>				
Documentary stamp tax	5.8	5.8	-	5.8
Professional fees	4.0	-	-	-
notice of exemption	3.5	5.6	-	5.6
PSE listing and processing fees	1.3	1.2	-	1.2
Other expenses	1.5	0.4	-	0.4
	16.1	13.0	-	13.0
	1,165.2	1,162.1	-	1,162.1
Balance	<u><u>P</u></u>	<u><u>P3.1</u></u>	<u><u>P</u></u>	<u><u>P3.1</u></u>

Prepared by:


 Yolanda D. Abanero
 Assistant Controller

Noted by:


 Maricelo P. Bautista
 VP - Controller

INDEPENDENT AUDITORS' REPORT OF FACTUAL FINDINGS

The Stockholders and the Board of Directors
Trans-Asia Oil and Energy Development Corporation
11th Floor, PHINMA Plaza
39 Plaza Drive, Rockwell Center
Makati City

We are pleased to submit our report on the agreed-upon procedures performed with respect to the disbursements from the gross proceeds of the 2012 stock rights offering of Trans-Asia Oil and Energy Development Corporation (the Company) as at March 31, 2014 and for the period January 1, 2014 to March 31, 2014. Our engagement was undertaken in accordance with the Philippine Standards on Related Services 4400, *Engagements to Perform Agreed-Upon Procedures Regarding Financial Information*. The procedures were performed to assist the Company in connection with its reporting requirements with the Philippine Securities and Exchange Commission (SEC).

Shown below are the procedures we performed and our findings:

1. We obtained the Schedule of Disbursements from the Gross Proceeds of the 2012 Stock Rights Offering for the period January 1, 2014 to March 31, 2014 (the "Schedule") and checked its mathematical accuracy. We noted no exceptions. The schedule shows the following information:
 - a. Estimated gross proceeds and estimated application of gross proceeds
 - b. Actual gross proceeds
 - c. Actual disbursements for the period November 14, 2012 to December 31, 2013
 - d. Actual disbursements for the period January 1, 2014 to March 31, 2014
 - e. Balance of the gross proceeds as at March 31, 2014.

2. Using the schedule obtained in No. 1, we performed the following:
 - a. Traced the estimated gross proceeds and estimated application of gross proceeds to the Schedule of Disbursements from the Gross Proceeds of the 2012 Stock Rights Offering for the period October 1, 2013 to December 31, 2013 submitted to SEC, which were also traced to the estimated amounts indicated in the prospectus. We noted no exceptions.
 - b. Traced the actual gross proceeds to the Schedule of Disbursements from the Gross Proceeds of the 2012 Stock Rights Offering for the period October 1, 2013 to December 31, 2013 submitted to SEC, which were also previously traced to bank validated deposit slips and bank statements in prior year. We noted no exceptions.

- c. Traced the actual disbursements for the period November 14, 2012 to December 31, 2013 to the Schedule of Disbursements from the Gross Proceeds of the 2012 Stock Rights Offering for the period October 1, 2013 to December 31, 2013 submitted to SEC and noted no exceptions.
 - d. Vouched the actual disbursements for the period January 1, 2014 to March 31, 2014 to supporting documents such as check vouchers, invoices, billing statements, bank statements, letters of instructions and official receipts. We did not note any exceptions.
3. We obtained the Financial Report for the Company's Trust Account for March 2014 (the "Report") from Security Bank Corporation. We traced the amount of interest earned and impairment loss recognized in the Schedule to the Report. We noted no exceptions.

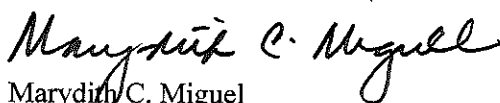
The sufficiency of the procedures is solely the responsibility of the Company's management. Consequently, we make no representations regarding the sufficiency of the procedures described in the foregoing either for the purpose of which this report has been requested of for any other purpose.

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 Schedule of Disbursements from the Gross Proceeds of the 2012 Stock Rights Offering
 As at March 31, 2014 and For the Period January 1, 2014 to March 31, 2014
 (Amounts in Millions)

	Estimate	Actual disbursement for the period		Balance of the Gross Proceeds As at March 31, 2014
		November 14, 2012 to December 31, 2013	January 1, 2014 to March 31, 2014	
Original Gross Proceeds - 2012 SKRO	<u>P1,627.0</u>	<u>P-</u>	<u>P-</u>	<u>P1,627.0</u>
Application of Gross Proceeds				
<i>Equity Investment in 54MW wind energy project in San Lorenzo, Guimaras</i>	1,000.0	649.8	339.7	989.5
<i>Equity Investment in second 135MW unit of the clean coal-fired power plant in Calaca, Batangas, and/or other Power project Opportunities and Possible investments in privatization of NPC and PSALM</i>	612.0	589.00		589.0
<i>Pay Expenses in Relation to the Stock Rights Offer</i>				
SEC Fees for increase confirmation and exemption	1.6	1.6	-	1.6
PSE listing and processing fees	2.4	1.7	-	1.7
Documentary stamp tax	8.1	8.1	-	8.1
Professional fees	1.2	-	-	-
Other expenses	1.7	0.7	-	0.7
Interest income earned			(27.9)	(27.9)
Realized fair value loss			53.5	25.6
Balance	<u>1,627.0</u>	<u>1,250.9</u>	<u>(2365.3)</u>	<u>1,616.2</u>
	<u>P-</u>	<u>(21,250.9)</u>	<u>(2365.3)</u>	<u>P10.8</u>

Prepared by:


 Yohanda P. Antonuevo

Noted by:


 Marcio P. Bautista