

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES  
REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended **March 31, 2022**
2. Commission identification number: **CS200719819** 3. BIR Tax Identification No.: **006-940-588-000**
4. Exact name of issuer as specified in its charter: **PXP ENERGY CORPORATION**
5. Province, country or other jurisdiction of incorporation or organization: **Philippines**
6. Industry Classification Code:  (SEC Use Only)
7. Address of issuer's principal office: **2/F LaunchPad, Reliance cor. Sheridan Sts., Mandaluyong City**  
Postal Code: **1550**
8. Issuer's telephone number, including area code: **(632) 8631-1381**
9. Former name, former address and former fiscal year, if changed since last report:

**N/A**

10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of each Class	Number of shares of common stock outstanding and amount of debt outstanding
<b><u>Common Shares</u></b>	<b><u>₱1,960,000,000</u></b>
<b><u>Debt</u></b>	<b><u>62,209,668</u></b>

11. Are any or all of the securities listed on a Stock Exchange?

Yes ☒ No ☐

If yes, state the name of such Stock Exchange and the class/es of securities listed therein:

**Philippine Stock Exchange**

**Common shares**

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes ☒ No ☐

(b) has been subject to such filing requirements for the past ninety (90) days.

Yes ☒ No ☐

## PART I--FINANCIAL INFORMATION

### Item 1. Financial Statements.

The Unaudited Consolidated Financial Statements as of and for the three-month period ended March 31, 2022 are hereto attached.

### Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Consolidated petroleum revenues amounted to ₱18.8 million (1Q2022: ₱nil) for the first three months of the year.

Such revenue was contributed by Forum Energy Limited ("FEL"), a 79% directly and indirectly owned subsidiary, from its 3.2103% participating interest in Service Contract ("SC") 14C-1 Galoc oil field from 1 completed lifting of 144,897 barrels at US\$78.1 per barrel. During the previous year, revenue was not recorded as the first lifting of the year was made during the subsequent month and was reflected during the 2<sup>nd</sup> quarter.

Production data for the three-month period ended March 31, 2022 and 2021 were as follows:

	<b>3 months (January to March)</b>	
	<b>2022</b>	<b>2021</b>
<b>Revenues</b> (In millions ₱)		
Oil	<b>₱18.8</b>	-
<b>Sales volume</b>		
Oil (barrels net to FEL)	<b>4,633</b>	-

Costs and expenses reached ₱20.4 million for the period (1Q2021: ₱18.0 million) with production costs at ₱9.4 million (1Q2021: ₱nil). Nil production cost was recorded as there were no revenues recorded during the previous period. On the other hand, general and administrative expenses decreased at ₱11.0 million (1Q2021: ₱18.0 million) following one-time legal expenses that the Group incurred during the previous year. A net other charges of ₱1.2 million was recorded during the current period (1Q2021: net other income of ₱2.1 million) following forex loss incurred amounting to ₱1.2 million (1Q2021: forex gain of ₱2.8 million).

A lower consolidated net loss of ₱2.8 million (1Q2021: ₱11.0 million) was incurred resulting from higher margin from oil sales and lower overhead. As such, net loss attributable to equity holders of the Parent amounted to ₱2.7 million (1Q2021: ₱4.3 million), with basic/diluted loss per share amounting to ₱0.0014 (1Q2021: ₱0.0022). Core net loss during the current period amounted to ₱1.4 million (1Q2021: ₱5.6 million).

As at March 31, 2022, the Company's total assets stood at ₱3.256 billion from ₱3.094 billion at end-December 2021. Total current assets decreased to ₱518.2.0 million from ₱585.4 million. Cash and cash equivalents decreased by ₱73.4 million, following payment of exploration costs in SC72, SC75 and overhead expenses, offset by collection of oil liftings, cash contribution from consortium partners and also from proceeds of Notes payable issued to affiliates. Accounts Receivable increased to ₱36.1 million from ₱29.0 million as at the end of the prior year which includes oil sales made in February that were paid in the subsequently quarter. Noncurrent assets reached ₱2.738 billion from ₱2.509 billion, largely arising from the augment in deferred exploration costs related to SC 75 and SC 72, which increased from ₱2.244 billion to ₱2.472 billion.

Current liabilities as at the end of the period increased to ₱159.9 million from ₱55.1 million as at December 31, 2021. Trade and other payables increased to ₱88.2 million from ₱45.8 million as a result of contributions from SC72 consortium partners. Such contributions were used for payment of pre-drilling expenses and cancellation fees during the quarter. Notes payable increased to ₱62.2 million which represents interest bearing notes extended by the Company's affiliates to finance the Group's 3D seismic acquisition in SC75 and pre-drilling works in SC72. Total noncurrent liabilities dropped to ₱

418.6 million from ₱422.5 million. As such, total liabilities reached to ₱578.4 million from ₱477.6 million at the end of the prior year following the increase in current liabilities by ₱104.7 million and decrease in non-current liabilities by ₱3.9 million.

As of March 31, 2022, total equity reached ₱2.677 billion from ₱2.617 billion as at the end of last year. Deficit increased from ₱3.414 billion to ₱3.417 billion, following the net loss attributable to Parent recorded during the period at ₱2.8 million. Cumulative translation adjustment on foreign subsidiaries decreased by ₱576 thousand while non-controlling interests improved to ₱995.8 million from ₱931.7 million following non-interest bearing advances from a minority shareholder.

Net Cash provided by Operating Activities for the period stood at ₱30.9 million (1Q2021: ₱9.70 million) resulting primarily from the collection oil lifting proceeds in Galoc and receipt of cash from SC 72 and 75 consortium partners.

Net Cash Used in Investing Activities resulted in a net outflow of ₱184.1 million (1Q2021: ₱22.2 million) primarily from the cash paid for the exploration activities in SC 75 and SC 72, offset by advances from a minority shareholder.

Finally, net Cash provided by Financing Activities amounted to ₱62.2 million (1Q2021: ₱16 thousand) coming from the proceeds of interest bearing Notes Payable issued by the Company's affiliates. Net effect of exchange rate changes from the conversion of cash and cash equivalents from Philippine Peso vis-à-vis the United States dollar amounted to ₱17.0 million (1Q2021: ₱1.0 million).

## **TOP FIVE (5) KEY PERFORMANCE INDICATORS**

### **1) Enhance Value of Assets**

Maturing assets from the exploration to the development and production phases enhances the value of the Company's assets.

The key activities for 2022, which were aimed at enhancing asset value, include:

In SC 72 (Recto Bank), the conduct of broadband Pre-Stack Depth Migration ("PSDM") reprocessing of 565 sq. km of 3D seismic data with DownUnder GeoSolutions ("DUG") was completed in June 2019. This was followed by an interpretation of the newly-reprocessed seismic data and the formulation of an appraisal program for the Sampaguita gas field.

On October 16, 2020, Forum (GSEC 101) Limited ("FGL"), a 100% subsidiary of FEL that operates SC 72, received a letter from the DOE dated October 14, 2020 that the Force Majeure ("FM") over SC 72 has been lifted effective immediately and that exploration activities were to resume over the block. FGL has 20 months from receipt of the notice to drill the two (2) commitment wells under the current Sub-Phase ("SP") 2. In 2Q 2021, FGL signed a Technical Services Agreement ("TSA") with AWT International, an upstream petroleum consultancy company, for the Well Planning Phase of the drilling program. Under the TSA, AWT will provide drilling management and manpower support services to FGL for the 2022 drilling campaign. AWT reviewed the preliminary drilling proposals produced by the contractor who interpreted the reprocessed 3D seismic. Shortly thereafter, Invitations to Tender ("ITT") were issued by FGL for Long Lead Items ("LLIs") such as casings and conductors. A procurement strategy was also implemented for major drilling services such as mudlogging, logging while drilling ("LWD"), wireline logging, formation evaluation, and coring.

The SC 72 work program and budget ("WP&B") for 2022 was approved by the DOE on February 17, 2022. This includes the drilling of Sampaguita 4 and Sampaguita 5 wells within 2Q 2022.

In SC 75 (Northwest Palawan), PXP received a letter from the DOE dated October 14, 2020 which stated that the FM over SC 75 has been lifted effective immediately and that exploration activities were to resume over the block.

In late July 2021, PXP sent out invitations to seismic acquisition companies to submit proposals for the survey to be conducted in April 2022. In September 2021, a Letter of Award was issued to Shearwater GeoServices Limited ("Shearwater") for one of their seismic vessels. Thereafter, Shearwater conducted a Survey Evaluation and Design ("SED") Study which aimed at finalizing the acquisition parameters to be used in the survey. The SED was completed in November 2021 and the results were incorporated in the seismic data acquisition contract. Finalization of the contract continued by end December 2021 and the acquisition contract was signed in early January 2022.

The WP&B for 2022 was approved by the DOE on January 8, 2022. It includes the acquisition and processing of at least 1,100 sq. km of 3D seismic data in late March-early April 2022.

In SC 74 (Linapacan), PXP completed the technical review of key horizons within the Linapacan A and B structures which incorporated the seismic inversion volumes produced in the IKON Quantitative Interpretation ("QI") study. The technical evaluation was done in two parts: (1) the mapping of time structural horizons and porous zones, and time to depth conversion; and (2) resource calculation. The interpretation work was completed in April 2021, while the resource calculation was finalized in August 2021. Additionally, the study was able to identify two leads, South Linapacan and Edapacan, located SW and NE of the Linapacan Fields, respectively. PXP estimates the Linapacan A and B Fields to contain 43.16 and 27.43 million barrels of contingent oil resources (P50), respectively. In early 2022, PXP commissioned ERCE to perform an independent technical review and resource assessment of key prospects and leads previously mapped by PXP. ERCE will also study the viability of a joint development of the Linapacan B Field and West Linapacan A and B fields located in SC 14C-2. This will include formulating a conceptual development strategy and scoping economics.

In SC 40 (North Cebu), which FEL operates through its 66.67% subsidiary, Forum Exploration, Inc. ("FEI"), conducted a land gravity survey over the Libertad and Dalingding areas in Bogo City and Daanbantayan Municipality, respectively. The gravity survey aimed to further delineate the carbonate bodies detected in the said areas by the initial 3D gravity modelling exercise. The survey began on February 18, 2020 and was completed on March 14, 2020 with a total of 84 stations acquired at intervals of between 300m and 500m. After completing the correction of meter readings, coordinates, and elevations of gravity stations acquired during the survey, FEI forwarded the data to Cosine for data reduction, processing, and interpretation.

The report for the first phase of gravity interpretation was received from Cosine in early December 2020 and submitted to the DOE in February 2021. The data acquired will be incorporated with the results of the previous gravity surveys and will be used to update the current depth model for northern Cebu. The second phase of the study involved depth modeling and identification of gravity prospects and leads. The model was reviewed by Cosine and an initial feedback was received by FEI in Q4 2021. FEI will reevaluate the model based on Cosine's advice.

The WP&B for 2022 was submitted to the DOE on December 14, 2021. It includes the continuation of the Gravity Modelling Stage 2 and the preparation of drilling programs for two (2) onshore wells.

In SC 6A (Ocon), the approved work program for 2020 focused on further Geological and Geophysical ("G&G") studies in the North Block in support of establishing a final well location over one of the identified prospects in the area. In June 2020, LMKR, a private petroleum technology company, completed a pilot QI study on the Malajon area using 3D seismic and well data. The study shows the Malajon structure having a good potential and thus requires further detailed analysis. LMKR is also able to identify four (4) sand packages within the Galoc Clastic Unit ("GCU") after generating several elastic properties (P- impedance, Vp/Vs, etc.). A full QI/Reservoir Characterization study was approved by the JV aimed at generating pay probability maps and identifying prospective zones that could be targets for any future well. It includes detailed attribute analysis as several channelized sands within the GCU have been identified during the pilot study. The report for the QI Study was received by the Operator Philodrill in May 2021 and was subsequently submitted to the DOE in July 2021.

On March 31, 2021, a Notice to Surrender of the SC 6A was submitted to the DOE. This was made following the JV decision to drop and apply for a new SC under the DOE's Philippine Conventional Energy Contracting Program ("PCECP") on Nomination of Areas. To date, the DOE continues to assess the JV's compliance with the SC's provision before a decision is made on the notice to surrender.

Immediately following the submission of the Notice to Surrender, the JV commenced with the preparation of the necessary technical, financial, and legal documents to be submitted to the DOE as part of the SC application package. PXP and FEL, through its 100% subsidiary Forum Energy Philippines Corporation ("FEPC") will participate in the new SC application with 6.722% interest each after accepting their respective pro rata share of the interests of two companies that decided not to participate in the new SC.

In SC 6B (Bonita), the Farm-In Agreement ("FIA"), Deed of Assignment, and transfer of operatorship from Philodrill to Manta Oil Company Limited ("MOC") were approved conditionally by the DOE on October 17, 2019, requiring MOC to submit additional financial documents. Under the FIA, MOC will carry the JV up to First Oil to earn 70% interest. FEPC's interest will be reduced to 2.4546% from 8.182% upon completion of the farm-in. A plan of development ("POD") for Cadlao will be submitted to the DOE by the end of 2021. It may include the drilling of East Cadlao, depending on the results of the technical evaluation.

On December 6, 2021, Manta withdrew as Operator and Contractor in SC 6B as it was unable to fulfill its farm-in commitment to submit a plan of development (POD) for Cadlao Field before the end of 2021. Following Manta's withdrawal, its 70% interest was reassigned to the JV partners and the operatorship reverted to Philodrill. The SC 6B JV later agreed to appoint Nido Petroleum Philippines Pty Ltd ("Nido") as the Technical Operator to carry out the technical work, which includes the redevelopment of the Cadlao Field.

Nido subsequently submitted a farm-in proposal to the JV to increase its participating interest in the from 9.09% to 72.727% and take over the operatorship of SC 6B. Under the farm-in, Nido will fund 100% of the drilling, extended well test, and subsequent development of the Cadlao Field in return for the additional 63.637% Participating Interest. A farm-in agreement was later executed on February 11, 2022 with FEPC's interest being reduced to 2.4546% from 8.182% in exchange for the said carry in Cadlao's development costs.

In SC 14C-2 (West Linapacan), the JV commenced a technical study on the West Linapacan "B" Field using ERCE that focuses on a review of available geologic and well data, digitization of well logs, reservoir modeling, and fracture analysis, to be followed by resource estimation. The Phase 1 of the study was completed in November 2021 with preliminary results indicating a stand-alone development for the West Linapacan "B" Field would not be economically viable. ERCE continued with the Phase 2 of the study which comprises the formulation of an appraisal/conceptual development and scoping economics involving the West Linapacan "A" and "B" Fields. The results indicate a joint development of the fields is feasible provided certain conditions related to recoverable reserves, development costs, production rates, and oil price are met.

In August 2019, the DOE accepted the sole bid of Philodrill and PXP on Area 7 located in the Sulu Sea. It was one of the fourteen (14) predetermined areas ("PDAs") offered by the DOE in 2018 under the PCECP. The area is covered by both 2D and 3D seismic data and around six (6) exploratory wells have been drilled by previous contractors from 1989 to 2008. Area 7 is adjacent to SC 56 where ExxonMobil drilled four (4) wells in 2009-2010, three (3) of which were declared as discovery wells.

The DOE's final decision on the acceptance of the JV's bid has been delayed due to ongoing discussions between the DOE and the Bangsamoro Autonomous Region in Muslim Mindanao ("BARMM"). The Consortium's immediate plan once a Service Contract is granted is to reprocess some 1,600 sq. km of 3D data using new technology of Broadband PSDM and to conduct a QI study.

On March 16, 2020, PXP submitted to the DOE all technical, legal, and financial documents in support of its nomination of a block located in offshore West Palawan and adjacent to SC 72 (Nominated Area No. 6 of the DOE). On September 14, 2020, DOE opened the bid submitted by PXP and found the SC application documents complete and is thus qualified to undergo further legal, technical, and financial evaluation. The proposed work program for the first sub-phase is the acquisition of at least 2,200 line-km of 2D seismic data as well as marine gravity and magnetic data.

## **2) Portfolio Management**

Selective acquisitions and divestments help mitigate the risks inherent in petroleum exploration, and ensure alignment of resources with the Company's objectives and strategies.

PXP and FEPC will participate in the application for a new SC over the former SC 6A with a new 7-year exploration program that will continue the work conducted under the previous SC. The term of SC 6A was set to expire on February 28, 2024, which would have given the JV limited time to drill an exploratory well and to develop a field in case of a discovery.

The Company participated in the PCECP of the DOE, which was launched in November 2018 and ended in August 2019. The Company and its partner, Philodrill, submitted a joint bid for Area 7, a pre-determined prospective block located in the Sulu Sea. The consortium's bid remains under evaluation with the DOE.

Additionally, the Company nominated a frontier block close to SC 72 under PCECP guidelines which was accepted by the DOE in September 2020. The application for a new Service Contract is undergoing further processing.

## **3) Control of Costs and Expenses**

The Company's optimization of costs and expenses and its subsidiaries would consequently result in improved net income and better financial stability for the Company.

Total overhead was kept on a minimum year-on-year at ₱11.0 million (2021: ₱18.0 million). Management continuously monitors its overhead and looks for opportunities to rationalize and share the resources within the Company and its subsidiaries.

## **4) Financial Management**

Prudent and well-implemented financial management will prolong the Company's ability to finance its activities and thus its corporate life.

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The Company addresses its funding requirements through regular review of its cash position and forecast. During the quarter the Company secured funding from its affiliates amounting to ₱62.2 million in the form of interest-bearing notes which was used to partially fund the Company's exploration expenditures in SC 72 and SC 75.

## **5) Health, Safety and Environment**

A commitment to undertake activities without endangering the environment and the health and safety of people is key to maintaining the Company's license to operate.

In compliance with the SEC's Notice dated March 12, 2020, below is the report on the risk and impact of the COVID-19 on business operations and the mitigation measures.

The Company is taking the necessary measures to mitigate potential impact on its business operations, in accordance with government guidelines.

Risk: Exposure to and contraction of COVID-19

Mitigation: Communicate and enforce preventive measures within the work area against COVID-19 such as:

- Remote working or work from home scheme with departmental skeletal force, if needed.

- Teleconference or online messaging for internal communication and for communication with JV partners and third party contractors.
- Implementation of a No Visitors Policy (including relatives and friends).
- Wearing of face masks at all times while inside the office.
- Maintaining at least two (2) meters distance and no physical contact (e.g. no shaking of hands).
- Maintaining sanitary essentials like alcohol / hand sanitizers at entry points (e.g. lobby, comfort rooms, etc.).
- Thermal scanning of all employees at the entrances of the office. Personnel with temperature above 37.8 degrees Celsius will not be allowed to enter the office and should seek medical attention, if possible.
- Submission of health declaration form using QR code upon arrival in the office.
- Self-quarantine of employees with travel history to identified places with confirmed/suspected COVID-19 cases.
- Encouraging employees to do initial self-assessment on symptoms and advise management when symptoms are present.

The Company also purchased a number of air purifier units to help reduce airborne contaminants in the workplace.

Lastly, all corporate employees and their eligible dependents are now fully vaccinated.

No lost-time injuries, fatalities, COVID-19 cases, or environmental-related incidents were recorded by the Company and its subsidiaries during the period.

#### **KNOWN TRENDS, EVENTS OR UNCERTAINTIES**

On April 6, 2022, (i) the Company as operator under Service Contract No. 75 and (ii) FGL, as operator under Service Contract No. 72, received a directive from the Department of Energy ("DOE") to "put on hold any exploration activities for Service Contract Nos. 72 and 75 until such time that the [Security, Justice, and Peace Coordinating Cluster ("SJPPC")] has issued the necessary clearance to proceed."

On April 8, 2022, the Company and FGL advised the DOE that in compliance with the DOE directive, they "have suspended (or caused the suspension of) all activities in the West Philippine Sea beginning April 6, 2022, in the process, incurring substantial stand-by and other costs." In the same letter, the Company and FGL advised the DOE further that they were prepared to resume operations immediately provided they receive written confirmation from DOE by April 10, 2022 that they can resume their exploration activities.

On April 11, 2022, the Company and FGL advised the DOE that as they did not receive advice from the DOE that they can resume their exploration activities, they (a) have stopped all their exploration activities, (b) were constrained to terminate their agreements with suppliers and incurred substantial liabilities for termination costs and penalties, and (c) affirmed their declaration of Force Majeure under SC 72 and SC 75 effective April 6, 2022 arising from what appeared as an indefinite suspension by the DOE of the exploration activities under SC 72 and SC 75.

There is no other known event that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation that has not been booked, although the Company could be contingently liable for lawsuits and claims arising from the ordinary course of business of which no material claims have been identified.

Other than what have been discussed above, there are no known significant trends, demands, commitments or uncertainties that will result in or that are reasonably likely to result in the Company's liquidity increasing or decreasing in a material way. There are no material commitments for capital expenditures not reflected in the Company's financial statements. There is likewise no significant seasonality or cyclicity in its business operation that would have material effect on the Company's financial condition or results of operation. There were no other significant elements of income or loss that did not arise from the Company's continuing operations. There are no material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationship of the Company with unconsolidated entities or other persons created during the reporting period. There are

no line items in the Company's financial statements not already explained for causes either above or in the Notes to the Consolidated Financial Statements other than due to the usual period-to-period fluctuations in amounts natural in every business operations.

## **PART II--OTHER INFORMATION**

The issuer may, at its option, report under this item any information not previously reported in a report on SEC Form 17-C. If disclosure of such information is made under this Part II, it need not be repeated in a report on Form 17-C which would otherwise be required to be filed with respect to such information or in a subsequent report on Form 17-Q.

## **SIGNATURES**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.



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**DANIEL STEPHEN P. CARLOS**  
President



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**MARK RAYMOND H. RILLES**  
Finance Controller

Date: May 15, 2022

PXP ENERGY CORPORATION  
*(Formerly Philex Petroleum Corporation)*  
AND SUBSIDIARIES

UNAUDITED CONSOLIDATED  
CONDENSED  
FINANCIAL STATEMENTS  
March 31, 2022

**PXP ENERGY CORPORATION AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
(Amounts in Thousands)

	March 31, 2022 (Unaudited)	December 31, 2021 (Audited)
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash and cash equivalents	₱ 456,077	₱ 529,472
Accounts receivable	36,088	28,952
Inventories	7,212	4,240
Other current assets - net	18,800	22,752
<b>Total Current Assets</b>	<b>518,177</b>	<b>585,416</b>
<b>Noncurrent Assets</b>		
Property and Equipment - net	6,094	5,714
Goodwill	254,397	254,397
Deferred oil and gas exploration costs - net	2,472,066	2,243,914
Other noncurrent assets	5,059	4,776
<b>Total Noncurrent Assets</b>	<b>2,737,616</b>	<b>2,508,801</b>
<b>TOTAL ASSETS</b>	<b>₱ 3,255,793</b>	<b>₱ 3,094,217</b>
<b>LIABILITIES AND EQUITY</b>		
<b>Current Liabilities</b>		
Trade and other payables	₱ 88,177	₱ 45,790
Notes payable	62,210	-
Income tax payable	8,852	8,730
Lease liability - current portion	618	609
<b>Total Current Liabilities</b>	<b>159,857</b>	<b>55,129</b>
<b>Noncurrent Liabilities</b>		
Deferred income tax liabilities - net	94,138	94,080
Right-of-use liability	4,512	4,447
Other noncurrent liabilities	319,916	323,974
<b>Total Noncurrent Liabilities</b>	<b>418,566</b>	<b>422,501</b>
<b>Total Liabilities</b>	<b>578,423</b>	<b>477,630</b>
<b>Equity</b>		
Capital Stock - P1 par value	1,960,000	1,960,000
Additional paid-in capital	2,816,545	2,816,545
Equity reserves	139,319	139,319
Deficit	(3,416,991)	(3,414,263)
Cumulative translation adjustment on foreign subsidiaries	182,717	183,293
	<b>1,681,590</b>	<b>1,684,894</b>
<b>Non-controlling Interests</b>	<b>995,780</b>	<b>931,693</b>
<b>Total equity</b>	<b>2,677,370</b>	<b>2,616,587</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>₱ 3,255,793</b>	<b>₱ 3,094,217</b>

**PXP ENERGY CORPORATION AND SUBSIDIARIES**  
**UNAUDITED CONSOLIDATED STATEMENTS OF INCOME**

(Amounts in Thousands, except Earnings or Loss Per Share)

	<b>For the 1st Quarter Ended March 31</b>	
	<b>2022</b>	<b>2021</b>
<b>PETROLEUM REVENUES</b>	<b>₱ 18,807</b>	<b>₱ -</b>
<b>COSTS AND EXPENSES</b>		
Petroleum production costs	<b>9,436</b>	<b>-</b>
General and administrative expenses	<b>10,962</b>	<b>18,017</b>
	<b>20,398</b>	<b>18,017</b>
<b>OTHER INCOME (CHARGES)</b>		
Provision for impairment of assets - net	<b>-</b>	<b>-</b>
Provision for decommissioning costs	<b>-</b>	<b>-</b>
Foreign exchange gains (losses) - net	<b>(1,202)</b>	<b>2,048</b>
Interest expense - net	<b>(14)</b>	<b>76</b>
Others - net	<b>(11)</b>	<b>(13)</b>
	<b>(1,227)</b>	<b>2,111</b>
<b>LOSS BEFORE TAX</b>	<b>(2,818)</b>	<b>(15,906)</b>
<b>PROVISION FOR (BENEFIT FROM) INCOME TAX</b>		
Current	<b>8</b>	<b>21</b>
Deferred	<b>(7)</b>	<b>(4,911)</b>
	<b>1</b>	<b>(4,890)</b>
<b>NET LOSS</b>	<b>( ₱ 2,819)</b>	<b>( ₱ 11,016)</b>
<b>Net Loss Attributable to:</b>		
Equity holders of the Parent Company	<b>( ₱ 2,728)</b>	<b>( ₱ 4,345)</b>
Non-controlling interests	<b>(91)</b>	<b>(6,671)</b>
	<b>( ₱ 2,819)</b>	<b>( ₱ 11,016)</b>
<b>BASIC AND DILUTED LOSS PER SHARE</b>	<b>( ₱ 0.0014)</b>	<b>( ₱ 0.0022)</b>
<b>CORE NET LOSS</b>	<b>( ₱ 1,427)</b>	<b>( ₱ 5,567)</b>

**PXP ENERGY CORPORATION AND SUBSIDIARIES**  
**UNAUDITED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME**

(Amounts in Thousands)

	For the 1st Quarter Ended March 31	
	2022	2021
<b>NET LOSS</b>	( ₱ 2,819)	( ₱ 11,016)
<b>OTHER COMPREHENSIVE LOSS</b>		
Gain (Loss) on translation of foreign subsidiaries	(741)	29,957
<b>TOTAL COMPREHENSIVE LOSS</b>	( ₱ 3,560)	₱ 18,941
<b>Total Comprehensive Loss Attributable to:</b>		
Equity holders of the Parent Company	( ₱ 3,304)	₱ 17,310
Non-controlling interests	(256)	1,631
	( ₱ 3,560)	₱ 18,941

**PXP ENERGY CORPORATION AND SUBSIDIARIES**  
**UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY**  
(Amounts in Thousands)

	Equity Attributable to Equity Holders of the Parent Company								
	Capital Stock	Additional paid in capital	Subscription Receivable	Equity Reserves	Retained Earnings (Deficit)	Cumulative Translation Adjustment on Foreign Subsidiaries	Subtotal	Non-controlling Interests	Total
<b>Balances at December 31, 2020</b>	<b>P 1,960,000</b>	<b>P 2,816,545</b>	<b>( P 121,114)</b>	<b>P 139,319</b>	<b>( P 1,699,966)</b>	<b>P 57,954</b>	<b>P 3,152,738</b>	<b>P 2,316,213</b>	<b>P 5,468,951</b>
Net Income (loss) for the period					(4,345)		(4,345)	(6,671)	(11,016)
Other comprehensive loss:									
Loss on translation of foreign subsidiaries						21,655	21,655	8,302	29,957
Total comprehensive loss for the period	-			-	(4,345)	21,655	17,310	1,631	18,941
<b>Balance at March 31, 2021</b>	<b>P 1,960,000</b>	<b>P 2,816,545</b>	<b>( P 121,114)</b>	<b>P 139,319</b>	<b>( P 1,704,311)</b>	<b>P 79,609</b>	<b>P 3,170,048</b>	<b>P 2,317,844</b>	<b>P 5,487,892</b>

	Equity Attributable to Equity Holders of the Parent Company								
	Capital Stock	Additional paid in capital	Subscription Receivable	Equity Reserves	Retained Earnings (Deficit)	Cumulative Translation Adjustment on Foreign Subsidiaries	Subtotal	Non-controlling Interests	Total
<b>Balances at December 31, 2021</b>	<b>P 1,960,000</b>	<b>P 2,816,545</b>	<b>P 0</b>	<b>P 139,319</b>	<b>( P 3,414,263)</b>	<b>P 183,293</b>	<b>P 1,684,894</b>	<b>P 931,693</b>	<b>P 2,616,587</b>
Net income (loss) for the period	-	-	-	-	(2,728)	-	(2,728)	(91)	(2,819)
Other comprehensive income (loss):	-	-	-	-	-	-	-	-	-
Gain (loss) on translation of foreign subsidiaries	-	-	-	-	-	(576)	(576)	(165)	(741)
Total comprehensive income (loss) for the period	-	-	-	-	(2,728)	(576)	(3,304)	(256)	(3,560)
Effect of transaction with minority owners	-	-	-	-	-	-	-	64,343	64,343
<b>Balance at March 31, 2022</b>	<b>P 1,960,000</b>	<b>P 2,816,545</b>	<b>P 0</b>	<b>P 139,319</b>	<b>( P 3,416,991)</b>	<b>P 182,717</b>	<b>P 1,681,590</b>	<b>P 995,780</b>	<b>P 2,677,370</b>

**PXP ENERGY CORPORATION AND SUBSIDIARIES**  
**UNAUDITED CONSOLIDATED STATEMENTS OF CASH FLOWS**  
(Amount in Thousands)

For the 1st Quarter Ended March 31

2022 2021

**CASH FLOWS FROM OPERATING ACTIVITIES**

Loss before tax	( P 2,818)	( P 15,906)
Adjustments for:		
Provision for impairment and decommissioning of assets	-	
Unrealized foreign exchange gain - net	1,202	(2,048)
Depreciation and depletion	244	142
Interest income - net	(108)	(205)
Operating loss before working capital changes	(1,480)	(18,017)
Decrease (Increase) in:		
Accounts receivable	(7,135)	17,662
Inventories	(2,972)	(9,223)
Other current assets	3,952	(28)
Increase (Decrease) in:		
Accounts payable and accrued liabilities	42,396	(331)
Provision for losses and other liabilities	(4,059)	35
Net cash used in operations	30,702	(9,902)
Interest received - net	108	205
Income tax paid	122	-
<b>Net cash provided by (used in) operating activities</b>	<b>30,932</b>	<b>(9,697)</b>

**CASH FLOWS FROM INVESTING ACTIVITIES**

Increase in Deferred oil and gas exploration costs and others	(248,410)	(22,238)
Equity transaction with minority owner	64,343	-
<b>Net cash used in investing activities</b>	<b>(184,067)</b>	<b>(22,238)</b>

**CASH FLOWS FROM FINANCING ACTIVITIES**

Decrease in advances from related parties	-	16
Proceeds from issuance of notes payable	62,210	-
<b>Net cash provided by financing activities</b>	<b>62,210</b>	<b>16</b>

**EFFECT OF EXCHANGE RATE CHANGES ON CASH AND**

<b>CASH EQUIVALENTS</b>	<b>17,530</b>	<b>(1,049)</b>
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>	<b>(73,395)</b>	<b>(32,968)</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD</b>	<b>529,472</b>	<b>143,008</b>
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	<b>P 456,077</b>	<b>P 110,040</b>

**PXP ENERGY CORPORATION AND SUBSIDIARIES**

**SCHEDULE OF BANK LOANS PAYABLE**

March 31, 2022

(In thousand Pesos)

Current portion (Short term)	nil
Non-current portion (Long - term)	<u>nil</u>
Total	<u><u>nil</u></u>

**SCHEDULE OF NOTES PAYABLE**

March 31, 2022

Kirtman Limited	₱	31,105
Philex Mining Corporation		<u>31,105</u>
Total	₱	<u><u>62,210</u></u>

**PXP ENERGY CORPORATION AND SUBSIDIARIES**

**AGING OF ACCOUNTS RECEIVABLE**

March 31, 2022

(In Thousand Pesos)

	0-30 days	31-60 days	61-90 days	over 90 days	Total
KEI (Peru Z-38) Pty Ltd.	₱ -	₱ -	₱ -	₱ -	₱ -
The Philodrill Corporation	3,729	-	-	-	3,729
The Galoc Production Company	20,159	-	-	-	20,159
Forum Pacific, Inc.	-	-	-	4,290	4,290
Others	7,909	-	-	-	7,909
	₱ 31,797	₱ -	₱ -	₱ 4,290	₱ 36,088

**PXP ENERGY CORPORATION AND SUBSIDIARIES**  
**FINANCIAL SOUNDNESS INDICATORS**

March 31, 2022

	March 2022	March 2021
Current Ratio	3.24	10.62
Debt-to-equity Ratio	0.22	0.18
Asset-to-equity Ratio	1.22	1.18
Interest Rate Coverage ratio	200.43	n/a
Net Income Ratio	(0.15)	-

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**PXP ENERGY CORPORATION AND SUBSIDIARIES****NOTES TO UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL  
STATEMENTS  
MARCH 31, 2022**

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**1. Summary of Significant Accounting Policies and Financial Reporting Practices**Basis of Preparation

The unaudited interim condensed consolidated financial statements of PXP Energy Corporation and Subsidiaries (PXP or the Group) as at March 31, 2022 and December 31, 2021, and for the three-month period ended March 31, 2022 have been prepared in accordance with Philippine Accounting Standards (PAS) 34, Interim Financial Reporting. The unaudited interim condensed consolidated financial statements of the Group do not include all the information and disclosures required in the annual consolidated financial statements, and should be read in conjunction with the Group's annual consolidated financial statements as at December 31, 2021.

The unaudited interim condensed consolidated financial statements of the Group have been prepared on a historical cost basis. The unaudited interim condensed consolidated financial statements are presented in Philippine Peso (Peso), which is the Parent Company's functional currency. All amounts are rounded to the nearest thousands except when otherwise indicated.

Statement of Compliance

The preparation of the financial statements in compliance with the accounting principles generally accepted in the Philippines requires management to make estimates and assumptions that affect the amounts reported in the financial statements and accompanying notes. The estimates and assumptions used in the accompanying unaudited interim condensed consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the interim condensed consolidated financial statements. Actual results could differ from such estimates.

Basis of Preparation

The consolidated financial statements of the Group have been prepared on a historical cost basis except for AFS financial assets that are carried at fair value. The consolidated financial statements are presented in Philippine Peso (Peso), which is the Parent Company's functional and reporting currency, rounded to the nearest thousand (P000) except when otherwise indicated.

Statement of Compliance

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS).

Changes in Accounting Policies and Disclosures

The accounting policies adopted are consistent with those of the previous financial year, except that the Group has adopted the following new accounting pronouncements starting January 1, 2022.

Unless otherwise indicated, adoption of these new standards did not have an impact on the interim condensed consolidated financial statements of the Group.

- Amendments to PFRS 3, *Reference to the Conceptual Framework*
- Amendments to PAS 16, *Plant and Equipment: Proceeds before Intended Use*
- Amendments to PAS 37, *Onerous Contracts – Costs of Fulfilling a Contract*
- *Annual Improvements to PFRSs 2018-2020 Cycle*
  - Amendments to PFRS 1, *First-time Adoption of Philippines Financial Reporting Standards, Subsidiary as a first-time adopter*
  - Amendments to PFRS 9, *Financial Instruments, Fees in the '10 per cent' test for derecognition of financial liabilities*
  - Amendments to PAS 41, *Agriculture, Taxation in fair value measurements*

*Effective beginning on or after January 1, 2023*

- Amendments to PAS 12, *Deferred Tax related to Assets and Liabilities arising from a Single Transaction*
- Amendments to PAS 8, *Definition of Accounting Estimates*
- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure of Accounting Policies*

*Effective beginning on or after January 1, 2024*

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current*

*Effective beginning on or after January 1, 2025*

- PFRS 17, *Insurance Contracts*

*Deferred effectivity*

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

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## **2. Management's Use of Significant Judgments, Accounting Estimates and Assumptions**

The preparation of the unaudited interim condensed consolidated financial statements in accordance with PFRS requires the management of the Group to exercise judgments, make accounting estimates and use assumptions that affect the reported amounts of assets, liabilities, income and expenses, and disclosure of any contingent assets and contingent liabilities. Future events may occur which will cause the assumptions used in arriving at the accounting estimates to change. The effects of any change in accounting estimates are reflected in the unaudited interim condensed consolidated financial statements as they become reasonably determinable.

Accounting assumptions, estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

### Judgments

In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effects on amounts recognized in the unaudited interim condensed consolidated financial statements:

#### Classification of financial instruments

The Group exercises judgment in classifying financial instruments in accordance with PAS 39. The Group classifies a financial instrument, or its components, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definition of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the Group's unaudited interim condensed consolidated balance sheets.

#### Valuation of financial assets and financial liabilities

The Group carries certain financial assets and financial liabilities (i.e., AFS financial assets) at fair value, which requires the use of accounting estimates and judgment. At initial recognition, the fair value of quoted AFS financial assets is based on its quoted price in an active market while the value of quoted AFS financial assets is based on its quoted price in an active market while the fair value of unquoted AFS financial assets is based on the latest available transaction price. The amount of changes in fair value would differ if the Group utilized a different valuation methodology. Any change in fair value of these financial assets and financial liabilities would affect the profit and loss or other comprehensive income.

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### **3. Financial Risk Management Objectives and Policies**

The Group's financial instruments consist of cash and cash equivalents, accounts receivable, accounts payable and accrued liabilities and advances from related parties. The main purpose of these financial instruments is to provide financing for the Group's operations.

#### Risk Management Structure

The BOD is mainly responsible for the overall risk management approach and for the approval of risk strategies and principles of the Group.

#### Financial Risks

The main risks arising from the Group's financial instruments are credit risk, liquidity risk and market risk. The market risk exposure of the Group can be further be classified to foreign currency risk and equity price risk. The BOD reviews and approves policies for managing these risks.

#### Credit risk

Credit risk is such risk where the Group could incur a loss if its counterparties fail to discharge their contractual obligations. The Group manages credit risk by doing business mostly with affiliates and recognized creditworthy third parties.

With respect to credit risk arising from the financial assets of the Group, which comprise of cash in banks and cash equivalents, receivables, deposit and AFS financial assets, the Group's exposure to credit risk could arise from the default of the counterparty, having a maximum exposure equal to the carrying amount of the instrument.

The table below summarizes the Group's maximum exposure to credit risk for the Group's financial assets as of March 31, 2022:

Cash in banks and cash equivalents	
Cash in banks	₱287,689
Short-term deposits	168,385
Accounts receivable	
Trade	23,888
Accrued interest and others	12,200
	<u>₱492,162</u>

The following tables show the credit quality of the Group's financial assets by class as of March, 31, 2022 based on the Group's credit evaluation process.

	Neither Past Due nor Impaired		Past Due and Individually Impaired	Total
	High-Grade	Standard		
Cash and cash equivalents, excluding cash on hand:				
Cash in banks	₱287,689	₱-	₱-	₱287,689
Short-term investments	168,385	-	-	168,385
Accounts receivable:				
Trade	-	23,888	-	23,888
Accrued interest and others	-	7,910	4,290	12,200
Total	<u>₱456,074</u>	<u>₱31,798</u>	<u>₱4,290</u>	<u>₱492,162</u>

Credit quality of cash and cash equivalents, and AFS financial assets is based on the nature of the counterparty and the Group's evaluation process.

High-grade credit quality financial assets pertain to financial assets with insignificant risk of default based on historical experience. Standard-grade credit quality financial assets include quoted and unquoted equity investments that can be readily sold to a third party.

Aside from above, the Group has no past due but not impaired financial assets as of March 31 2022.

#### *Liquidity risk*

Liquidity risk is such risk where the Group is unable to meet its payment obligations when they fall due under normal and stress circumstances. The Group's objective is to maintain a balance between continuity of funding and flexibility, and addresses its liquidity concerns through advances from Philex Mining Corporation, an affiliate.

The following tables summarize the maturity profile of the Group's financial assets that can be used by the Group to manage its liquidity risk and the maturity profile of the Group's financial liabilities, based on contractual undiscounted repayment obligations (including interest) as of March 31, 2022:

	On Demand	Less than 3 Months	3 to 12 Months	Over 12 Months	Total
Cash on hand	P3	P-	P-	P-	P3
Loans and receivables:					
Cash in banks	287,689	-	-	-	287,689
Short-term investments	-	168,385	-	-	168,385
Accounts receivable	-	31,798	-	4,290	36,088
Total undiscounted financial assets	P287,692	P200,183	P-	P4,290	P492,165

	On Demand	Less than 3 Months	3 to 12 Months	Over 12 Months	Total
Trade and other payables:					
Trade	P10,877	P-	P-	P-	P10,877
Accrued expenses	-	73	-	-	73
Payable to consortium partners	-	-	53,856	-	53,856
Other nontrade liabilities	-	-	15,038	-	15,038
Notes payable	-	-	62,210	-	62,210
Total undiscounted financial liabilities	P10,877	P73	P131,104	P-	P142,054

#### Market Risk

##### Foreign currency risk

Foreign currency risk is the risk where the value of the Group's financial instruments diminishes due to unfavorable changes in foreign exchange rates. The Parent Company's transactional currency exposures arise from cash in banks. Net foreign exchange loss amounting to P578 thousand arising from the translation of these foreign currency-denominated financial instruments were recognized by the Parent Company for the period ended March 31, 2022. As at March 31, 2022, the exchange rate is P51.74 to US\$1.

The Parent Company's foreign currency-denominated monetary assets as of March 31, 2022 follow:

	US\$	Peso Equivalent
Assets		
Cash and cash equivalents	\$1,012	P52,373

The table below summarizes the impact on income (loss) before income tax of reasonably possible changes in the exchange rates of US dollar against the Peso:

US Dollar (Depreciates) Appreciates	Effect on Income (Loss) Before Income Tax
Appreciate by 6%	P3,142
Depreciate by (6%)	(3,142)

There is no other impact on the Parent Company's equity other than those already affecting profit or loss.

*Equity price risk*

There is no equity price risk as the Group does not own investment in quoted shares of stock.

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#### **4. Segment Information**

The Group currently has two reportable segments namely oil and gas activities and coal mining activities.

Operating results of the Group is regularly reviewed by the Group's chief operating decision maker for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on net income (loss) for the year, and earnings or losses before interest, taxes and depreciation and depletion (EBITDA).

Net income (loss) for the year is measured consistent with the consolidated net income (loss) in the consolidated statements of income. EBITDA is measured as net income (loss) excluding financing costs, interest income, provision for income tax, and depreciation and depletion of property and equipment.

EBITDA is not a uniform or legally defined financial measure. EBITDA is presented because the Group believes it is an important measure of its performance and liquidity. The Group relies primarily on the results in accordance with PFRS and uses EBITDA only as supplementary information.

Core income (loss) is the performance of the operating segment based on a measure of recurring profit. This measurement basis is determined as profit attributable to equity holders of the Parent Company excluding the effects of non-recurring items, net of their tax effects. Non-recurring items represent gains (losses) that, through occurrence or size, are not considered usual operating items, such as foreign exchange gains (losses), gains (losses) on disposal of investments, and other non-recurring gains (losses).

The Group's capital expenditures include acquisitions of property and equipment, and the incurrence of deferred oil and gas exploration costs.

The Group has only one geographical segment as the Group operates and derives all its revenue from domestic operations. The Group's assets are principally located in the Philippines. Thus, geographical business operation is not required.

For the Group's oil and gas activities, 100% of crude oil production from SC 14 during the first 3 months of 2022 was from the Galoc oil field. Crude oil liftings from the Galoc field were sold to a customer in East Asia.

The following tables present revenue and profit, including the computation of EBITDA as derived from the consolidated net income, and certain asset and liability information regarding the Group's operating segments.

As of March 31, 2022:

	Oil and Gas	Coal	Eliminations	Total
Consolidated Revenue				
External customers	<b>P18,807</b>	<b>P-</b>	<b>P-</b>	<b>P18,807</b>
Results				
EBITDA	<b>6,903</b>	<b>(13)</b>	<b>(9,452)</b>	<b>(2,562)</b>
Depreciation and depletion	<b>(244)</b>	<b>-</b>	<b>-</b>	<b>(244)</b>
Provision for income tax	<b>1</b>	<b>-</b>	<b>-</b>	<b>1</b>
Interest income (expense) - net	<b>(14)</b>	<b>-</b>	<b>-</b>	<b>(14)</b>
Consolidated net loss	<b>6,646</b>	<b>(13)</b>	<b>(9,452)</b>	<b>(2,819)</b>
Core net loss				<b>(P1,427)</b>
Consolidated total assets	<b>P6,562,289</b>	<b>P541</b>	<b>(P3,307,037)</b>	<b>P3,255,793</b>
Consolidated total liabilities	<b>P1,369,295</b>	<b>P736,336</b>	<b>(P1,527,208)</b>	<b>P578,423</b>

As of March 31, 2021:

	Oil and Gas	Coal	Eliminations	Total
Consolidated Revenue				
External customers	<b>P-</b>	<b>P-</b>	<b>P-</b>	<b>P-</b>
Results				
EBITDA	<b>(P12,013)</b>	<b>(P13)</b>	<b>(P3,814)</b>	<b>(15,840)</b>
Depreciation and depletion	<b>(142)</b>	<b>-</b>	<b>-</b>	<b>(142)</b>
Provision for income tax	<b>4,890</b>	<b>-</b>	<b>-</b>	<b>4,890</b>
Interest income (expense) - net	<b>76</b>	<b>-</b>	<b>-</b>	<b>76</b>
Consolidated net loss	<b>(P7,189)</b>	<b>(P13)</b>	<b>(P3,814)</b>	<b>(P11,016)</b>
Core net loss				<b>(P5,567)</b>
Consolidated total assets	<b>P6,467,624</b>	<b>P2,068</b>	<b>P299,613</b>	<b>P6,769,305</b>
Consolidated total liabilities	<b>P301,299</b>	<b>P737,826</b>	<b>P242,288</b>	<b>P1,281,413</b>

The table below shows the Group's reconciliation of core net loss to the consolidated net loss for the three-month period ended March 31, 2022 and 2021.

	2022	2021
Core net loss	<b>(P1,427)</b>	<b>(P5,567)</b>
Non-recurring items:		
Net foreign exchange gain (loss)	<b>(1,066)</b>	<b>1,629</b>
Net tax effect of aforementioned adjustment	<b>(235)</b>	<b>(407)</b>
Net loss attributable to equity holders of the Parent Company	<b>(2,728)</b>	<b>(4,345)</b>
Net loss attributable to non-controlling interests	<b>(91)</b>	<b>(6,671)</b>
Consolidated net loss	<b>(P2,819)</b>	<b>(P11,016)</b>

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## 5. Related Party Transactions

Related party relationships exist when the party has the ability to control, directly or indirectly, through one or more intermediaries, or exercise significant influence over the other party in making financial and operating decisions. Such relationships also exist between and/or among entities which are under common control with the reporting entity and its key management personnel, directors or stockholders.

In considering each possible related party relationship, attention is directed to the substance of the relationships, and not merely to the legal form.

Companies within the Group in the regular conduct of business, enters into transactions with related parties which consists of advances, loans, reimbursement of expenses, regular banking transactions and management and administrative service agreements.

Intercompany transactions are eliminated in the consolidated financial statements.

The Group's significant related party transactions, which are under terms that are no less favorable than those arranged with third parties, are as follows:

- a. On November 24, 2010, Forum Philippine Holdings Limited (FPHL) entered into a US\$10,000 loan facility agreement with PMC. The facility agreement will be available for a three-year period and funds can be borrowed at an annual interest rate of US London Interbank Offered Rate (LIBOR) + 4.5% for the drawn portion and a commitment fee of 1% for the undrawn portion. The facility agreement will enable FPHL to fund its 70% share of a first SP work program over SC 72. Obligations arising from funds drawn under this facility agreement are not convertible into Forum Energy Limited's (FEL) or FPHL's common shares.

In June 2012, an amendment to the original loan agreement has been made to extend the loan facility to US\$15,000.

On November 21, 2013, PMC assigned its rights and obligations under the facility agreement to the Parent Company. On the same date, the loan facility was increased to US\$18,000 and has been extended for an additional three years. The loans receivable from FPHL and loan payable to PMC recorded in the Parent Company amounted to ₱674,804 in 2013.

In 2015, a transfer agreement has been entered into by FPHL (the "Original Borrower") and Forum (GSEC 101) Limited (FGL or the "New Borrower"). This states that all the rights and obligations under the Finance Documents of the Original Borrower will be transferred by way of novation to the New Borrower and the Original Borrower will be released from its obligations and will cease to own any rights under the Facility Agreement.

On March 23, 2017, PXP, FEL and FGL agreed to the conversion of US\$11,805 loan to equity, by subscribing to 39,350,920 new common shares of FEL. The loan payable consisted of total drawdowns from the loan facility of US\$15,500 and interest accrued of US\$2,828. Of the remaining balance, US\$1,000 was paid through cash received from subscription of Tidemark to 6,666,667 new common shares of FEL.

On the same date, PXP and FGL entered into a new loan facility amounting to US\$6,000 of which US\$5,522 was drawn out to fully settle the remaining portion of the long-term loan.

Interest expense incurred for the old loan facility amounted to ₱11,692 in 2017. During the same year, commitment fees incurred amounted to ₱281.

On April 16, 2020, FGL made a partial repayment of the maturing loan principal amounting to US\$431 together with the full payment of accrued interest from March 16, 2017 to April 15, 2020 amounting to US\$958. In addition, a further extension of the then reduced outstanding loan principal of US\$5,091, was made from April 16, 2020 to December 31, 2021 and quarterly payments of accrued interest is to be made from April 16, 2020 onwards.

On August 7, 2020, FEC has agreed to purchase 6.8% of the loan due by FGL to PXP amounting to US\$346 plus accrued interest. This loan is unsecured, due on December 31, 2021 and bears interest at an annual rate of 3.5% plus LIBOR which is payable on a quarterly basis.

On October 28, 2021, the BOD approved to repurchase from FEC the 6.8% of the loan currently due by FGL to PXP amounting to US\$346 plus accrued interest, with all other terms of the loan remaining unchanged.

Interest expense incurred for the 3-month period ended March 31, 2022 and 2021 amounted to ₱2,358 and ₱2,244, respectively. The new loan facility does not include an agreement for commitment fee.

The interest expense and commitment fees were recorded under 'Interest expense and other charges' in the consolidated statements of income while these were eliminated upon consolidation for the 3-month period ended March 31, 2022 and 2021.

Loans receivable of PXP from FGL as at March 31, 2022 and 2021 amounted to ₱263,419 and ₱259,646, respectively. These were eliminated upon consolidation.

On February 23, 2022, the BOD approved the extension of maturity date of the loan from December 31, 2021 to March 31, 2022. All other terms of the loan remain unchanged.

- b. On November 3, 2021, the BOD of FEL approved the request for funding contribution amounting to \$3,300 from its major shareholders, pro-rata to their shareholdings in FEL. The fund was partially used for the pre-drilling activities of SC 72 Recto Bank, with the remaining amount to be used to deliver FEL's two commitment wells in the first half of 2022.

PXP and FEC share's in the funding contribution in 2021 amounted to \$2,416 and \$224, respectively, which were eliminated upon consolidation.

On February 16, 2022, additional funding was requested from major shareholders amounting to \$3,407. PXP and FEC's share in the funding contribution amounted to \$2,136 and \$199, respectively, which were eliminated upon consolidation.

- c. PMC made cash advances to be used as additional working capital of the Parent Company and acquisition of investments.

On August 11, 2015, the BOD has agreed that a pledge agreement with Philex Mining Corporation (PMC or the pledgee) be entered into by PXP (pledgor). In order to secure the balance of ₱2,200,000 as of pledge date, the Parent Company has pledged its shares in its subsidiaries, Pitkin Petroleum Limited and FEL to PMC. The contract was formally executed on August 17, 2015.

In 2018, the Group paid PMC amounting to ₱781,334, while in 2019, PXP fully paid the cash advances from PMC. As a result, the related pledge was extinguished.

As at March 31, 2022 and December 31, 2021, advances from PMC amounted to nil.

On March 9, 2022, PXP secured funding from PMC, amounting to \$375 through the issuance of interest-bearing notes. On March 16, 2022, additional notes were issued to PXP amounting to \$225. These notes are due on demand and bear interest at an annual rate of 3.5% plus LIBOR (or if unavailable, its corresponding replacement benchmark) payable quarterly in arrears. The proceeds of these notes were used to partially fund the Company's exploration expenditures in SC 72 and SC 75.

Interest expense and accrued interest payable as at and for the period ended March 31, 2022 amounted to ₱61.

- d. On March 9, 2022, PXP secured funding from its affiliate, Kirtman Limited, amounting to \$375 through the issuance of interest-bearing notes. On March 16, 2022, additional notes were issued to PXP amounting to \$225. These notes are due on demand and bear interest at an annual rate of 3.5% plus LIBOR (or if unavailable, its corresponding replacement benchmark) payable quarterly in arrears. The proceeds of these notes were used to partially fund the Company's exploration expenditures in SC 72 and SC 75.

Interest expense and accrued interest payable as at and for the period ended March 31, 2022 amounted to ₱61.

- e. In March 2022, PXP made interest bearing advances to FEC amounting to \$199. These advances are due on December 31, 2023 and bear interest at an annual rate of 3.5% plus LIBOR (or if unavailable, its corresponding replacement benchmark) payable quarterly in arrears. The proceeds of these advances were used by FEC to partially fund its share of the exploration expenditures in SC 72.

Interest income and accrued interest income as at and for the period ended March 31, 2022 amounted to ₱23.

- f. BEMC has significant transactions with related parties involving advances to provide funding for BEMC's exploration and development activities.

On August 5, 2019, a deed of assignment was entered by BEMC and PXP transferring BEMC's advances from PMC to PXP amounting to ₱737,815. On December 19, 2019, PXP paid the advances from PMC amounting ₱737,815.

In 2021, BEMC partially paid advances from PXP amounting to ₱1,500. As at March 31, 2022 and December 31, 2021, advances from PXP amounted to ₱736,315 and ₱736,315, respectively.

- g. Material related party transactions (RPT) refer to any related party transaction/s, either individually, or in aggregate over a 12-month period with the same related party, amounting to 10% or higher of the Group's total consolidated assets based on its latest audited financial statements.

All individual material RPT shall be endorsed by the Corporate Governance and Related Party Transactions committee for approval by at least two-thirds vote of the BOD, with all independent directors voting to approve the material RPT. The material RPT may be further submitted to the stockholders and final approval when the BOD deems it necessary.

Aggregate RPT transactions within a 12-month period that meets or breaches the materiality threshold shall require endorsement by the same committee for approval of the BOD.

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**6. Basic/Diluted Earnings Per Share**

Basic/diluted earnings (loss) per share for the period ended March 31, 2022 and 2021 is computed as follows:

	<b>2022</b>	<b>2021</b>
Net loss attributable to equity holders of the Parent Company	<b>(P2,728)</b>	<b>(P4,345)</b>
Divided by weighted average number of common shares issued during the period	<b>1,960,000</b>	1,960,000
Basic earnings (loss) per share	<b>(P0.0014)</b>	<b>(P0.0022)</b>
Diluted earnings (loss) per share	<b>(P0.0014)</b>	<b>(P0.0022)</b>

As of March 31, 2022, the Parent Company does not have any potentially dilutive stocks.

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**7. Seasonality and Cyclicity of Interim Operation**

There is no significant seasonality or cyclicity in its business operation that would have material effect on the Company's financial condition or results of operation.