



Melco Crown Philippines

January 10, 2017



SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA
Greenhills, Mandaluyong City

Attention: Justina F. Callangan
Acting Director, Corporate Governance and Finance Department

Vicente Graciano P. Felizmenio, Jr.
Director, Markets and Securities Regulation Department

Re: Updated Consolidated Annual Corporate Governance Report

Gentlemen:

We submit the Updated Consolidated Annual Corporate Governance Report of Melco Crown (Philippines) Resorts Corporation for 2016.

Very truly yours,

**MELCO CROWN (PHILIPPINES)
RESORTS CORPORATION**

By:

MARISSA T. ACADEMIA
Compliance Officer and Corporate Secretary

SECURITIES AND EXCHANGE COMMISSION

SEC FORM – ACGR

ANNUAL CORPORATE GOVERNANCE REPORT

1. Report is filed for the period: **January 1, 2013 to December 31, 2016¹**
2. Exact name of Registrant as Specified in its Charter:
Melco Crown (Philippines) Resorts Corporation doing business under the name and style of Melco Crown Philippines
3. Address of principal office: Postal Code:
Asean Avenue corner Roxas Boulevard **1701**
Brgy. Tambo, Parañaque City
4. SEC Identification Number: **58648** 5. Industry Classification Code: (SEC Use Only)
6. BIR Tax Identification No.: **000-410-840-000**
7. Issuer's telephone number, including area code:
c/o (02) **866-9888**
8. Former name, former address, and former fiscal year, if changed since last report:

¹ The Company published a full Corporate Governance Report for 2012 in accordance with SEC Memorandum Circular No. 5, Series of 2013 on June 28, 2013, covering the period from December 19, 2012 (the date *Melco Crown Entertainment Limited, through its wholly-owned indirect subsidiaries, MCE (Philippines) Investments Limited and MCE (Philippines) Investments No.2 Corporation completed the acquisition of the Company*) until June 21, 2013. The Company also published an updated Corporate Governance Report for 2013 on May 23, 2014, covering the period from the last submission until May 19, 2014, pursuant to the requirements of SEC Memorandum Circular No. 1, Series of 2014. Thereafter, the Company published updated Corporate Governance Reports covering the succeeding years on January 9, 2015 and January 11, 2016. The present document provides the update of the Company's 2012, 2013, 2014 and 2015 Annual Corporate Governance Reports, indicating changes that occurred since the previous filings until December 31, 2016. The Company's 2012, 2013, 2014 and 2015 Annual Corporate Governance Reports are available on-line as PDF files at <http://www.melco-crown-philippines.com> under the Corporate Governance/Annual Corporate Governance Reports section.

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A. BOARD MATTERS

1) Board of Directors

Number of Directors per Articles of Incorporation	<i>Nine (9)</i>
Actual number of Directors from December 19, 2012 to June 21, 2013	<i>Nine (9)</i>
Actual number of Directors from June 21, 2013 to present	<i>Nine (9)</i>

(a) Composition of the Board

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013 for the directors of Melco Crown (Philippines) Resorts Corporation (the "**Company**" or "**MCP**") from December 19, 2012 to February 20, 2013.

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014 for the directors of the Company from February 20, 2013 to March 13, 2014, from March 13, 2014 to April 11, 2014 and from April 11, 2014 to May 19, 2014.

Please refer to the Company's Annual Corporate Governance Report filed on January 9, 2015 for the directors of the Company from May 19, 2014 to May 18, 2015.

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016 for the directors of the Company from May 18, 2015 to December 31, 2015.

From December 31, 2015 to the present, the following are the directors of the Company:

Director's Name	Type (Executive (ED), Non-Executive (NED) or Independent Director (ID))	If nominee, identity of the principal	Nominator in the last election, (if ID, state the relationship with the nominator)	Date first elected	Date last elected (if ID, state the number of years served as ID)	Elected when (Annual/Special Meeting)	No. of Months served as director since first elected
<i>Clarence Yuk Man Chung</i>	<i>ED</i>	<i>MCE (Philippines) Investments Limited</i>	<i>MCE (Philippines) Investments Limited</i>	<i>December 19, 2012</i>	<i>June 20, 2016</i>	<i>Annual Meeting of the Stockholders</i>	<i>Four (4) years and twenty two (22) days</i>
<i>William Todd Nisbet</i>	<i>NED</i>	<i>MCE (Philippines) Investments Limited</i>	<i>MCE (Philippines) Investments Limited</i>	<i>December 19, 2012</i>	<i>June 20, 2016</i>	<i>Annual Meeting of the Stockholders</i>	<i>Four (4) years and twenty two (22) days</i>
<i>Jose F. Buenaventura</i>	<i>NED</i>	<i>N/A</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>February 20, 2013</i>	<i>June 20, 2016</i>	<i>Annual Meeting of the Stockholders</i>	<i>Three (3) years, ten (10) months and twenty one (21) days</i>
<i>Frances Marie T. Yuyucheng</i>	<i>NED</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>May 18, 2015</i>	<i>June 20, 2016</i>	<i>Organizational Meeting of the Board of Directors</i>	<i>One (1) year, seven (7) months and</i>

Director's Name	Type (Executive (ED), Non-Executive (NED) or Independent Director (ID))	If nominee, identity of the principal	Nominator in the last election, (if ID, state the relationship with the nominator)	Date first elected	Date last elected (if ID, state the number of years served as ID)	Elected when (Annual/Special Meeting)	No. of Months served as director since first elected
							<i>twenty three (23) days</i>
<i>James Andrew Charles MacKenzie</i>	<i>ID</i>	<i>N/A</i>	<i>Clarence Yuk Man Chung</i> <i>There is no relationship between Mr. Chung and Mr. MacKenzie</i>	<i>December 19, 2012</i>	<i>June 20, 2016</i> <i>Four (4) years and twenty two (22) days</i>	<i>Annual Meeting of the Stockholders</i>	<i>Four (4) years and twenty two (22) days</i>
<i>Alec Yiu Wa Tsui</i>	<i>ID</i>	<i>N/A</i>	<i>Clarence Yuk Man Chung</i> <i>There is no relationship between Mr. Chung and Mr. Tsui</i>	<i>December 19, 2012</i>	<i>June 20, 2016</i> <i>Four (4) years and twenty two (22) days</i>	<i>Annual Meeting of the Stockholders</i>	<i>Four (4) years and twenty two (22) days</i>
<i>Maria Marcelina O. Cruzana</i>	<i>NED</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>March 13, 2014</i>	<i>June 20, 2016</i>	<i>Annual Meeting of the Stockholders</i>	<i>Two (2) years, nine (9) months and twenty eight (28) days</i>
<i>Liberty A. Sambua</i>	<i>NED</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>March 13, 2014</i>	<i>June 20, 2016</i>	<i>Annual Meeting of the Stockholders</i>	<i>Two (2) years, nine (9) months and twenty eight (28) days</i>
<i>Johann M. Albano</i>	<i>NED</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>MCE (Philippines) Investments No.2 Corporation</i>	<i>April 11, 2014</i>	<i>June 20, 2016</i>	<i>Annual Meeting of the Stockholders</i>	<i>Two (2) years, eight (8) months and thirty (30) days</i>

(b) Provide a brief summary of the corporate governance policy that the board of directors has adopted. Please (emphasize) the policy/ies relative to the treatment of all shareholders, respect for the rights of minority shareholders and of other stakeholders, disclosure duties, and board responsibilities.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

(c) Directorship in Other Companies

(i) Directorship in the Company's Group²

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013 for the directorship within the Group of the Company's directors from December 19, 2012 to February 20, 2013.

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014 for the directorship within the Group of the Company's directors from February 20, 2013 to March 13, 2014 and from March 13, 2014 to May 23, 2014.

From May 23, 2014 to May 17, 2015, the following of the Company's directors also hold the office of director in other companies within its Group:

Director's Name	Corporate Name of the Group Company	Type of Directorship (Executive, Non-Executive, Independent)
Clarence Yuk Man Chung	MCE (Philippines) Investments No.2 Corporation	ED
	MCE Holdings (Philippines) Corporation	ED
	MCE Holdings No. 2 (Philippines) Corporation	ED
	MCE Leisure (Philippines) Corporation	ED
William Todd Nisbet	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
J.Y. Teo Kean Yin	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
Maria Marcelina O. Cruzana	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
Liberty A. Sambua	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED

² The Group is composed of the parent, subsidiaries, associates and joint ventures of the company (SEC Memorandum Circular No. 5, series of 2013). Also, the companies listed are Group companies in the Philippines. Certain directors are also directors in other companies outside the Philippines but within the Group.

From May 18, 2015 to January 11, 2016, the following of the Company's directors also hold the office of director in other companies within its Group:

Director's Name	Corporate Name of the Group Company	Type of Directorship (Executive, Non-Executive, Independent)
Clarence Yuk Man Chung	MCE (Philippines) Investments No.2 Corporation	ED
	MCE Holdings (Philippines) Corporation	ED
	MCE Holdings No. 2 (Philippines) Corporation	ED
	MCE Leisure (Philippines) Corporation	ED
William Todd Nisbet	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
Frances Marie T. Yuyucheng	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
Maria Marcelina O. Cruzana	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
Liberty A. Sambua	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED

From January 11, 2016 to the present, the following of the Company's directors also hold the office of director in other companies within its Group:

Director's Name	Corporate Name of the Group Company	Type of Directorship (Executive, Non-Executive, Independent)
Clarence Yuk Man Chung	MCE (Philippines) Investments No.2 Corporation	ED
	MCE Holdings (Philippines) Corporation	ED
	MCE Holdings No. 2 (Philippines) Corporation	ED
	MCE Leisure (Philippines) Corporation	ED

William Todd Nisbet	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
Frances Marie T. Yuyucheng	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
Maria Marcelina O. Cruzana	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED
Liberty A. Sambua	MCE (Philippines) Investments No.2 Corporation	NED
	MCE Holdings (Philippines) Corporation	NED
	MCE Holdings No. 2 (Philippines) Corporation	NED
	MCE Leisure (Philippines) Corporation	NED

(ii) Directorship in Other Listed Companies

The following of the Company's directors also hold the office of director in other Listed Companies³:

Director's Name	Name of Listed Company	Type of Directorship (Executive, Non-Executive, Independent)
Jose F. Buenaventura	BDO Unibank, Inc.	ID
	Cebu Air, Inc.	NED

(iii) Relationship within the Company and its Group

Provide details, as and if applicable, of any relation among the members of the Board of Directors, which links them to significant shareholders in the company and/or in its group:

N/A

- (iv) Has the company set a limit on the number of board seats in other companies (publicly listed, ordinary, and companies with secondary license) that an individual director or CEO may hold simultaneously? In particular, is the limit of five board seats in other publicly listed companies imposed and observed?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

(d) Shareholding in the Company

³ Listed companies in the Philippines only. Certain directors are directors in other listed companies outside the Philippines.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013 for the shareholdings of the directors of the Company from December 19, 2012 to February 20, 2013.

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014 for the shareholdings of the directors of the Company from February 20, 2013 to March 13, 2014, from March 13, 2014 to April 11, 2014, and from April 11, 2014 to May 19, 2014.

Please refer to the Company's Annual Corporate Governance Report filed on January 9, 2015 for the shareholdings of the directors of the Company from May 19, 2014 to May 18, 2015.

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016 for the shareholdings of the directors of the Company from May 18, 2015 to December 31, 2015.

The following are the directors of the Company from December 31, 2015 to the present who hold shares of the Company as of the date of this Report:

Name of Director	Number of Direct shares	Number of Indirect shares/ Through (name of record owner)	% of Capital Stock
Clarence Yuk Man Chung	6,238,396	100	0.11% (nominal)
Jose F. Buenaventura	28,125	N/A	0.00% (nominal)
Johann M. Albano	112,320	3,000	0.00% (nominal)
Frances Marie T. Yuyucheng	N/A	100	0.00% (nominal)
Maria Marcelina O. Cruzana	15,696	100	0.00% (nominal)
Liberty A. Sambua	11,464	100	0.00% (nominal)
William Todd Nisbet	4,171,387	100	0.07% (nominal)
James Andrew Charles MacKenzie	1,245,123	N/A	0.02% (nominal)
Alec Yiu Wa Tsui	1,245,123	N/A	0.02% (nominal)
TOTAL	13,067,634	3,500	0.23% (nominal)

2) Chairman and President

(a) Do different persons assume the role of Chairman of the Board of Directors and President?

Yes No

Describe the checks and balances laid down to ensure that the Board gets the benefit of independent views.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

The Chairman and President of the Company is:

Chairman of the Board / President	Clarence Yuk Man Chung
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(b) Roles, Accountabilities, and Deliverables

	Chairman	President
Role	The Chairman is the Presiding Officer of all meetings of the Board and the stockholders.	The President shall supervise and implement the general policy direction of the Corporation as determined by the Board of Directors.
Accountabilities	As Presiding Officer, the Chairman is accountable to the Board and the stockholders.	The President reports to the Board.

Deliverables	Submit an annual report of the operations of the Company to the stockholders and the Board.	The President shall render reports to the Board from time to time as may be requested.
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- 3) Explain how the Board of Directors plan for the succession of the President and the top key management positions?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- 4) Other Executive, Non-Executive, and Independent Directors

Does the Company have a policy of ensuring diversity of experience and background of directors in the board? Please explain.

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016 for details on the board diversity policy of the Company.

Does it ensure that at least one non-executive director has an experience in the sector or industry the Company belongs to? Please explain.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

Define and clarify the roles, accountabilities and deliverables of the Executive, Non-Executive and Independent Directors:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

Provide the Company's definition of "independence" and describe the Company's compliance to the definition.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

Does the Company have a term limit of five consecutive years for independent directors? If after two years, the company wishes to bring back an independent director who had served for five years, does it limit the term for no more than four additional years? Please explain.

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016 for the details of the term limit for new Independent Directors of the Company.

- 5) Changes in the Board of Directors (Executive, Non-Executive, and Independent Directors)

- (a) Resignation/Death/Removal

Indicate any changes in the composition of the Board of Directors that happened during the period:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013 for changes in the composition of the Board of Directors from December 19, 2012 to March 12, 2014, and the Company's Annual Corporate Governance Report filed on January 9, 2015 and January 11, 2016 for changes in the composition of the Board of Directors from March 13, 2014 to December 31, 2015.

There are no changes to the composition of the Board of Directors from January 1, 2016 to the present.

- (b) Selection/Appointment, Re-election, Disqualification, Removal, Reinstatement, and Suspension

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013. With respect to the criteria and qualifications for Independent Directors, the Company follows and adopts the requirements of SRC Rule 38.

Voting Result of the last Annual General Meeting:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013 for the list of directors elected during the June 21, 2013 Annual Stockholders' Meeting and the Company's Annual Corporate Governance Report filed on May 23, 2014 for the list of directors elected during the May 19, 2014 Annual Stockholders' Meeting. Please also refer to the Company's Annual Corporate Governance Report filed on January 11, 2016 for the list of directors elected during the May 18, 2015 Annual Stockholders' Meeting.

The following are the directors elected during the June 20, 2016 Annual Stockholders' Meeting:

Name of Director	Type of Director	Number of Votes Received	Percentage of Votes Received to Total Outstanding Capital Stock	Percentage of Votes Received to Shares Presented or Represented at the Meeting
Clarence Yuk Man Chung	ED	4,549,851,414	81%	97%
William Todd Nisbet	NED	4,406,065,006	78%	94%
Jose F. Buenaventura	NED	4,472,836,106	79%	96%
Johann M. Albano	NED	4,434,514,306	79%	95%
Frances Marie T. Yuyucheng	NED	4,444,314,306	79%	95%
Maria Marcelina O. Cruzana	NED	4,431,093,906	79%	95%
Liberty A. Sambua	NED	4,434,514,306	79%	95%
James Andrew Charles MacKenzie	ID	4,642,186,006	82%	99%
Alec Yiu Wa Tsui	ID	4,511,683,314	80%	96%

6) Orientation and Education Program

- (a) Disclose details of the Company's orientation program for new Directors, if any.

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016 for the details of the orientation program for new Directors.

- (b) State any in-house training and external courses attended by Directors and Senior Management for the past three (3) years:

In addition to the in-house training stated in the Company's Annual Corporate Governance Report filed on June 28, 2013, the Company continues to arrange for corporate governance trainings to be held annually and conducted by SEC-accredited training providers for the members of its Board of Directors.

- (c) Continuing education programs for directors: programs and seminars and roundtables attended during the year.

On October 14, 2014, the Directors and Officers of the Company attended a full/advanced Corporate Governance Training for the year 2014, conducted by the SyCip Gorres Velayo & Co. (SGV), an accredited SEC Corporate Governance training provider. On October 30, 2015, one of the Directors of the Company attended a Corporate Governance Training, conducted by the Risks, Opportunities, Assessment and Management (ROAM), Inc., an accredited SEC Corporate Governance training provider. On December 4, 2015, all Directors and Officers of the Company attended a training conducted by SGV and completed their advanced Corporate Governance training for the year 2015. For the year 2016, one of the Directors of the Company attended a Corporate Governance Training, conducted by SGV on September 14, 2016 and another Director attended a Corporate Governance Training conducted by ROAM on October 28, 2016. On December 5, 2016, all Directors and Officers of the Company attended a training conducted by SGV and completed their advanced Corporate Governance training for the year 2016.

B. CODE OF BUSINESS CONDUCT & ETHICS

- 1) Discuss briefly the company's policies on the following business conduct or ethics affecting directors, senior management, and employees:

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

- 2) Has the code of ethics or conduct been disseminated to all directors, senior management and employees?

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

- 3) Discuss how the Company implements and monitors compliance with the code of ethics or conduct.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- 4) Related Party Transactions

- (a) Policies and Procedures

Describe the Company's policies and procedures for the review, approval or ratification, monitoring, and recording of related party transactions between and among the company and its parent, joint ventures, subsidiaries, associates, affiliates, substantial stockholders, officers, and directors, including their spouses, children, and dependent siblings, and parents, and of interlocking director relationships of members of the Board.

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

- (b) Conflict of Interest

- (i) Directors/Officers and 5% or more Shareholders

Identify any actual or probable conflict of interest to which Directors/Officers/5% or more Shareholders may be involved.

There is no actual or probable conflict of interest among the Company's Directors, Executive Officers, or 5% or more Shareholders.

- (ii) Mechanism

Describe the mechanism laid down to detect, determine, and resolve any possible conflict of interest between the Company and/or its Group and their Directors, Officers, and significant Shareholders.

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

- 5) Family, Commercial, and Contractual Relations

- (a) Indicate, if applicable, any relation of a family,⁴ commercial, contractual, or business nature that exists between the holders of significant equity (5% or more), to the extent that they are known to the Company:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (b) Indicate, if applicable, any relation of a commercial, contractual, or business nature that exists between the holders of significant equity (5% or more) and the Company:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

⁴ Family relationship up to the fourth civil degree either by consanguinity or affinity.

- (c) Indicate any shareholder agreements that may impact on the control, ownership, and strategic direction of the Company:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

6) Alternative Dispute Resolution

Describe the alternative dispute resolution system adopted by the Company for the last three (3) years in amicably settling conflicts or differences between the corporation and its stockholders, and the corporation and third parties, including regulatory authorities.

As stated in the Company's Annual Corporate Governance Report filed on January 11, 2016, the Company provides shareholders an opportunity to raise possible issues during the annual stockholders' meeting. For third parties, the Company provides for alternative dispute resolutions in contractual stipulations.

C. BOARD MEETINGS & ATTENDANCE

- 1) Are Board of Directors' meetings scheduled before or at the beginning of the year?

Before the end of the current year, the Company schedules the meetings of its Board of Directors that will be held for the succeeding year.

- 2) Attendance of Directors

Please refer to the Company's Annual Corporate Governance Report filed on January 9, 2015 for the attendance of the members of the Board of Directors from January 1 to December 31, 2014.

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016 for the attendance of the members of the Board of Directors from January 1 to December 31, 2015.

The following shows the attendance of the members of the Board of Directors from January 1, 2016 to December 31, 2016:

Board	Name	Date of Election	No. of Meetings Held During the Year	No. of Meetings Attended	%
Chairman	Clarence Yuk Man Chung	December 19, 2012	7	7	100.00%
Member	William Todd Nisbet	December 19, 2012	7	7	100.00%
Member	Jose F. Buenaventura	February 20, 2013	7	4	57.14%
Member	Johann M. Albano	April 11, 2014	7	6	85.71%
Member	Frances Marie T. Yuyucheng	May 18, 2015	7	6	85.71%
Member	Maria Marcelina O. Cruzana	March 13, 2014	7	7	100.00%
Member	Liberty A. Sambua	March 13, 2014	7	7	100.00%
Independent	James Andrew Charles MacKenzie	December 19, 2012	7	6	85.71%
Independent	Alec Yiu Wa Tsui	December 19, 2012	7	7	100.00%

- 3) Do Non-Executive Directors have a separate meeting during the year without the presence of any executive? If yes, how many times?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- 4) Is the minimum quorum requirement for Board decisions set at two-thirds of Board members? Please explain.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- 5) Access to Information

- (a) How many days in advance are board papers for Board of Directors meetings provided to the Board?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (b) Do Board members have independent access to Management and the Corporate Secretary?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (c) State the policy of the role of the Company Secretary. Does such role include assisting the Chairman in preparing the board agenda, facilitating training of Directors, keeping Directors updated regarding any relevant statutory and regulatory changes, etc.?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (d) Is the Company secretary trained in legal, accountancy, or Company secretarial practices?
Please explain should the answer be in the negative.

In accordance with the Company's Manual of Corporate Governance, the newly-appointed Corporate Secretary is a lawyer authorized to practice law in the Philippines.

- (e) Committee Procedures

Disclose whether there is a procedure that Directors can avail of to enable them to get information necessary to be able to prepare in advance for the meetings of different committees:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- 6) External Advice

Indicate whether or not a procedure exists whereby directors can receive external advice and, if so, provide details:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- 7) Change/s in existing policies

Indicate, if applicable, any change/s introduced by the Board of Directors (during its most recent term) on existing policies that may have an effect on the business of the Company and the reason/s for the change:

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016 for the details of policies, and changes made thereto, of the Company.

The Company continues to conduct its annual review of the Company's Corporate Governance Policies and documents. An ongoing review is currently being conducted by Management which is expected to be completed within the first quarter of 2017.

D. REMUNERATION MATTERS

1) Remuneration Process

Disclose the process used for determining the remuneration of the President and the four (4) most highly compensated management officers:

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

2) Remuneration Policy and Structure for Executive and Non-Executive Directors

(a) Disclose the Company's policy on remuneration and the structure of its compensation package. Explain how the compensation of Executive and Non-Executive Directors is calculated.

As of this date, the current Directors have not yet received any remuneration from the Company. Please also refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

(b) Do stockholders have the opportunity to approve the decision on total remuneration (fees, allowances, benefits in-kind, and other emoluments) of Board of Directors? Provide details for the last three (3) years.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013. The Company did not pay any compensation to the current directors for the period from December 19, 2012 to December 31, 2016.

3) Aggregate Remuneration

Complete the following table on the aggregate remuneration accrued during the most recent year:

The Directors of the Company have not yet received any compensation for the years ended December 31, 2013, 2014, 2015 and 2016. Currently, the remuneration of the Directors of the Company is borne by its parent company, Melco Crown Entertainment Limited.

4) Stock Rights, Options, and Warrants

(a) Board of Directors

Complete the following table, on the members of the Company's Board of Directors who own or are entitled to stock rights, options or warrants over the Company's shares:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013, May 23, 2014, January 9, 2015 and January 11, 2016 for the status of the Company's stock options, rights and warrants for the previous years.

The Company did not have warrants outstanding as of December 31, 2016.

The Company granted Restricted Shares to the members of the Board of Directors, in addition to the Share Options. Both Restricted Shares and Share Options are subject to vesting periods.

Pursuant to a share option cancellation exercise for underwater stock options implemented by the Company, upon the approval of the Securities and Exchange Commission and with the consent of the participants, the Share Options granted to the members of the Board of Directors under the Company's Share Incentive Plan (the "SIP") were cancelled and replaced with restricted shares. As a result, the members of the Board of Directors of the Company do not hold any outstanding options as of December 31, 2016.

(b) Amendments of Incentive Programs

Indicate any amendments and discontinuation of any incentive programs introduced, including the criteria used in the creation of the program. Disclose whether these are subject to approval during the Annual Stockholders' Meeting:

Incentive Program	Amendments	Date of Stockholders' Approval
<i>Share Incentive Plan</i>	<i>Reincorporation of the references to the Stock Exchange of Hong Kong Limited and the requirements of the Hong Kong Listing Rules</i>	<i>December 5, 2016</i>

5) Remuneration of Management

Identify the five (5) members of management who are not, at the same time, executive Directors and indicate the total remuneration received during the financial year:

For the year ended December 31, 2013, the total remuneration received by the Company's Directors, Officers and key management personnel was ₱139,271,000. For the year ended December 31, 2014, the total remuneration received by the Company's Directors, Officers and key management personnel was ₱286,700,000. For the year ended December 31, 2015, the total remuneration received by the Company's Directors, Officers and key management personnel was ₱270,875,000 whereas for the year ended December 31, 2016, total remuneration received by the Company's Directors, Officers and key management personnel will be reported and disclosed in the Company's 2016 Annual Report.

E. BOARD COMMITTEES

1) Number of Members, Functions and Responsibilities

Provide details on the number of members of each committee, its functions, key responsibilities and the power/authority delegated to it by the Board:

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014 for the Board Committees' functions, key responsibilities and power/authority as delegated by the Board and set out within the Charters for those Committees.

On March 15, 2016, the Company's Audit Committee Charter was amended to include, as one of the Audit Committee's key responsibilities, the oversight of the risk management function, including an assessment of Management's evaluation of the Company's risk management policies and procedures and recommendation to the Board such policies and procedures for approval. On December 5, 2016, the name of the Audit Committee was changed to Audit and Risk Committee.

For the other Board Committees, there were no major amendments to functions, key responsibilities and powers previously reported.

2.) Committee Members

(a) Supervisory Committee

There were no changes to the members of the Supervisory Committee, and all members have full attendance at all Supervisory Committee Meetings held in 2014, 2015 and 2016. The Supervisory Committee held four (4) meetings for 2014; three (3) meetings for 2015 and five (5) meetings for 2016.

(b) Audit and Risk Committee

There were no changes to the members of the Audit and Risk Committee, and all members have full attendance at all Audit and Risk Committee Meetings held in 2013. The Audit and Risk Committee held eight (8) meetings for 2013.

For 2014, there were likewise no changes to the members of the Audit and Risk Committee, and all members have full attendance at all Audit and Risk Committee Meetings held in 2014. The Audit and Risk Committee held fourteen (14) meetings for 2014.

For 2015, there were likewise no changes to the members of the Audit and Risk Committee, and all members have full attendance at all Audit and Risk Committee Meetings held in 2015. The Audit and Risk Committee held eleven (11) meetings for 2015.

For 2016, there were likewise no changes to the members of the Audit and Risk Committee, and all Audit and Risk Committee meetings in 2016 were in full attendance of all Audit and Risk Committee members, with the exception of one meeting, where separate procedures were undertaken with the respective director to ensure all matters were adequately raised to their attention and any follow up adequately addressed. The Audit and Risk Committee held ten (10) meetings for 2016.

Disclose the profile or qualifications of the Audit and Risk Committee members.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013 and May 23, 2014.

For the profile of the other Audit and Risk Committee members, please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

Describe the Audit and Risk Committee's responsibility relative to the external auditor.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

(c) Nominating and Corporate Governance Committee

There were no changes to the members of the Nominating and Corporate Governance Committee, and all members have full attendance at all Committee Meetings held in 2013. The Nominating and Corporate Governance Committee held two (2) meetings for 2013.

There were no changes to the members of the Nominating and Corporate Governance Committee, and all members have full attendance at all Committee Meetings held in 2014. The Nominating and Corporate Governance Committee held two (2) meetings for 2014.

For 2015, there were likewise no changes to the members of the Nominating and Corporate Governance Committee, and all members have full attendance at all Committee Meetings held in 2015. The Nominating and Corporate Governance Committee held two (2) meetings for 2015.

For 2016, there were likewise no changes to the members of the Nominating and Corporate Governance Committee, and all members have full attendance at all Committee Meetings held in 2016. The Nominating and Corporate Governance Committee held one (1) meeting for 2016.

(d) Compensation Committee

There were no changes to the members of the Compensation Committee, and all members had full attendance at all Committee Meetings held in 2013. The Compensation Committee held nine (9) meetings for 2013.

During the Organizational Meeting held on May 19, 2014, Mr. James Andrew Charles MacKenzie was appointed as an additional member of the Compensation Committee.

Aside from the above, there were no other changes to the members of the Compensation Committee, and all members had full attendance at all Committee Meetings held in 2014. The Compensation Committee held two (2) meetings for 2014.

For 2015, there were likewise no changes to the members of the Compensation Committee, and all members had full attendance at all Committee Meetings held in 2015. The Compensation Committee held three (3) meetings for 2015.

For 2016, there were likewise no changes to the members of the Compensation Committee, and all members had full attendance at all Committee Meetings held in 2016. The Compensation Committee held two (2) meetings for 2016.

(e) Others (Specify)

The Company has no other Committees other than those mentioned above.

3) Changes in Committee Members

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

4) Work Done and Issues Addressed

Describe the work done by each committee and the significant issues addressed during the year.

Name of Committee	Work Done (during the year 2013, 2014, 2015 and 2016)	Issues Addressed
<i>Supervisory</i>	<ul style="list-style-type: none"><i>Met to consider and approve certain matters delegated by the Board.</i>	<i>Handled routine matters in the ordinary course.</i>
<i>Audit and Risk</i>	<ul style="list-style-type: none"><i>Reviewed and recommended to Board the 2013, 2014 and 2015 Audited Financial Statements of</i>	<i>Routine matters handled in the ordinary course.</i>

Name of Committee	Work Done (during the year 2013, 2014, 2015 and 2016)	Issues Addressed
	<p><i>the Corporation for inclusion within annual report filing;</i></p> <ul style="list-style-type: none"> • <i>Reviewed and approved the Quarterly Unaudited Financial Statements for the relevant quarters of 2013, 2014, 2015 and 2016;</i> • <i>Reviewed and approved the engagement letters of independent auditor for audit and non-audit services, the nature and scope these services, their reporting obligations, work plan and independence;</i> • <i>Reviewed the auditor's performance and recommendation to the Board for re-appointment of the auditor;</i> • <i>Reviewed the internal control and risk management systems of the Group, after discussion with management, internal audit and internal control compliance department and independent auditors and review of the reports associated with the ultimate parent program for compliance with section 404 of the Sarbanes-Oxley Act of 2002 and internal audit and internal control compliance plan;</i> • <i>Reviewed internal audit and internal control compliance updates;</i> • <i>Reviewed and approved internal audit and internal control compliance work plan for the following year;</i> • <i>Reviewed and approval of certain related party transactions carried out during the year;</i> • <i>Reviewed the staffing and resources of the Company's Group's internal audit and internal control compliance and finance departments; and</i> • <i>Reviewed and amended the key responsibilities of the Audit and Risk Committee as stated in the Audit and Risk Committee Charter.</i> 	
Nominating and Corporate Governance	<ul style="list-style-type: none"> • <i>Reviewed the qualifications of the nominees to the Board of Directors (including the independent directors) and prepared a final list of candidates for election as members of the</i> 	<i>Handled routine matters in the ordinary course.</i>

Name of Committee	Work Done (during the year 2013, 2014, 2015 and 2016)	Issues Addressed
	<i>Board; and</i> <ul style="list-style-type: none"> • <i>Reviewed the Corporate Governance Policies of the Company.</i> 	
Compensation	<ul style="list-style-type: none"> • <i>Met to deliberate on and approve equity based incentive awards and the compensations of the COO;</i> • <i>Reviewed and approved cancellation and re-grant exercise; and</i> • <i>Reviewed the revisions to the Share Incentive Plan of the Company.</i> 	<i>Handled routine matters in the ordinary course.</i>

5) Committee Program

Provide a list of programs that each committee plans to undertake to address relevant issues in the improvement or enforcement of effective governance for the coming year.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

F. RISK MANAGEMENT SYSTEM

1) Disclose the following:

(a) Overall risk management philosophy of the Company;

The Company has implemented risk management and compliance processes and procedures.

A risk assessment and mitigation report is formally presented by Management to the Audit and Risk Committee on a quarterly basis, addressing external and internal strategic risks across marketing and selling to customers, delivering services to customers, compliance, financial management, human resources, information technology, and managing external relationships.

(b) A statement that the Directors have reviewed the effectiveness of the risk management system and commenting on the adequacy thereof;

See response to Section F.1(a) above.

(c) Period covered by the review;

See response to Section F.1(a) above.

(d) How often the risk management system is reviewed and the directors' criteria for assessing its effectiveness; and

See response to Section F.1(a) above.

(e) Where no review was conducted during the year, an explanation why not.

See response to Section F.1(a) above.

2) Risk Policy

(a) Company

Give a general description of the Company's risk management policy, setting out and assessing the risk/s covered by the system (ranked according to priority), along with the objective behind the policy for each kind of risk:

See response to Section F.1 above. Refer also to pages 12 to 23 of both the Company's 2014 Annual Report filed on Form 17A on April 10, 2015 and the 2015 Annual Report filed on Form 17A on April 13, 2016, for the discussion on significant risks impacting the Company.

(b) Group

Give a general description of the Group's risk management policy, setting out and assessing the risk/s covered by the system (ranked according to priority), along with the objective behind the policy for each kind of risk:

See response to Section F.1 above. Refer also to pages 12 to 23 of both the Company's 2014 Annual Report filed on Form 17A on April 10, 2015 and the 2015 Annual Report filed on Form 17A on April 13, 2016, for the discussion on significant risks impacting the Company.

(c) Minority Shareholders

Indicate the principal risk of the exercise of controlling shareholders' voting power.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

3) Control System Set Up

(a) Company

Briefly describe the control systems set up to assess, manage and control the main issue/s faced by the Company:

Please refer to Section G.1 below.

(b) Group

Briefly describe the control systems set up to assess, manage and control the main issue/s faced by the Company:

Please refer to Section G.1 below.

(c) Committee

Identify the committee or any other body of corporate governance in charge of laying down and supervising these control mechanisms, and give details of its functions:

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

G. INTERNAL AUDIT AND CONTROL

1) Internal Control System

Disclose the following information pertaining to the internal control system of the Company:

- (a) Explain how the internal control system is defined for the Company;

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

- (b) A statement that the Directors have reviewed the effectiveness of the internal control system and whether they consider them effective and adequate;

The review conducted did not reveal any material weakness or significant control deficiency for the years ended December 31, 2013, 2014 and 2015. As of the date of this report, the Company is in process of finalizing the assessment and our independent auditor, SGV & Co, is in the process of finalizing its audit of the effectiveness of internal control over financial reporting as of December 31, 2016 for Group reporting. Both are due to be completed on or around mid-April 2017.

- (c) Period covered by the review;

As of the date of this report, the Company is in process of finalizing the assessment and our independent auditor, SGV & Co, is in the process of finalizing its audit of the effectiveness of internal control over financial reporting as of December 31, 2016 for Group reporting. Both are due to be completed on or around mid-April 2017.

- (d) How often internal controls are reviewed and the Directors' criteria for assessing the effectiveness of the internal control system; and

Please refer to Section G.1 (a) above.

- (e) Where no review was conducted during the year, an explanation why not.

Please refer to Section G.1 (a) above.

2) Internal Audit and Internal Control Compliance

- (a) Role, Scope, and Internal Audit Function

Give a general description of the role, scope of internal audit work, and other details of the internal audit function.

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

- (b) Do the appointment and/or removal of the Internal Auditor or the accounting /auditing firm or corporation to which the internal audit function is outsourced require the approval of the audit committee?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (c) Discuss the internal auditor's reporting relationship with the Audit and Risk Committee. Does the internal auditor have direct and unfettered access to the Board of Directors and the Audit and Risk Committee and to all records, properties, and personnel?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (d) Resignation, Re-assignment, and Reasons

Disclose any resignation/s or re-assignment of the internal audit staff (including those employed by the third-party auditing firm) and the reason/s for them.

In May 2016, a Senior Analyst resigned for personal reasons. Another analyst resigned in July 2016 to look for better opportunities. Two new analysts were promptly hired to fill up the vacancies.

(e) Progress against Plans, Issues, Findings, and Examination Trends

State the internal audit's progress against plans, significant issues, significant findings, and examination trends.

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

(f) Audit Control Policies and Procedures

Disclose all internal audit controls, policies, and procedures that have been established by the Company and the result of an assessment as to whether the established controls, policies, and procedures have been implemented under the column "Implementation."

Please refer to Section G.1 (a) above.

(g) Mechanism and Safeguards

State the mechanism established by the Company to safeguard the independence of the auditors, financial analysts, investment banks and rating agencies (example, restrictions on trading in the Company's shares and imposition of internal approval procedures for these transactions, limitation on the non-audit services that an external auditor may provide to the Company):

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

(h) State the officers (preferably the Chairman and the President) who will have to attest to the Company's full compliance with the SEC Code of Corporate Governance. Such confirmation must state that all directors, officers, and employees of the Company have been given proper instruction on their respective duties as mandated by the Code and that internal mechanisms are in place to ensure that compliance.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

H. ROLE OF STAKEHOLDERS

1) Disclose the Company's policy and activities relative to the following:

	Policy	Activities
Customers' welfare	<i>The Company's management and staff uphold an exceptional standard in the delivery of every aspect of service, while adhering to the stringent rules of conduct and integrity.</i>	
Supplier/contractor selection practice	<i>Due diligence and accreditation process to check, among others, non-commission of any forms of corruption and possible related party connection.</i>	
Environmentally friendly value-chain	<i>The Company advocates the protection of the environment and engages in practices such as sorting, recycling and coastal clean-up activities.</i>	
Community interaction	<i>The Company encourages and supports interaction with its community. Both Management and staff coordinate with the local government on manpower hiring commitments, Corporate Social Responsibility beneficiaries and undertakings; and work with various government and private agencies to support and actively participate and contribute to civic projects, such as Phil Red Cross, Phil Cancer Society, Habitat for Humanity, and other charitable institutions.</i>	
Anti-corruption programmes and procedures	<i>Zero tolerance for bribery and corruption. The Company and its shareholders, directors, officers, employees, as well as the Company's agents, distributors, contractors, business collaborators, service providers, vendors, suppliers, consultants, advisors and so on are prohibited from offering, promising, making or authorizing a payment to an Official, if the payment is made "corruptly" and for the purpose of obtaining or retaining business or to secure an improper advantage.</i>	
Safeguarding creditors' rights	<i>The Company is still in the process of creating its own policies and activities regarding this matter.</i>	

2) Does the Company have a separate corporate responsibility (CR) report/section or sustainability report/section?

The Company has designed its Annual Project Plan for corporate responsibility. The Company currently follows the philosophy of its ultimate parent company, Melco Crown Entertainment Limited ("MCE"). It has undertaken corporate social responsibility initiatives in communities that the Company operates in. CSR activities undertaken predominantly address issues faced by or are related to the youth and the elderly, especially the disadvantaged in

specific communities, Responsible Gaming and protection of the environment initiatives also form important components of the Annual Project Plan.

3) Performance-enhancing mechanisms for employee participation.

(a) What are the Company's policy for its employees' safety, health, and welfare?

The Company currently follows MCE's philosophy to create a safe and healthy working environment that complies with applicable laws and has its own policies on employee safety, health and welfare. An Occupational Health & Safety Committee has been established with the relevant sub-committee.

The Company shall follow regulatory guidelines or codes of occupational safety and health. Occupational safety and health is directly correlated with efficiency, consistency, and quality of work given to employees. The Company shall strive to become the benchmark for occupational safety and health in the casino resort and hospitality industry.

(b) Show data relating to health, safety and welfare of its employees.

Refer to response in Section H.3(a) above.

(c) State the Company's training and development programmes for its employees. Show the data.

The Company has designed and developed its training and development programs for its employees based on MCE's philosophy and the requirements of local laws and regulations. Currently, continuous skills training and skills enhancement training programs are being conducted by the Company. This includes soft skills training programs such as basic supervisory skills (for supervisors) and leadership skills for managers.

(d) State the Company's reward/compensation policy that accounts for the performance of the Company beyond short-term financial measures

Please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

4) What are the Company's procedures for handling complaints by employees concerning illegal (including corruption) and unethical behaviour? Explain how employees are protected from retaliation.

Under the Company's Policy and Procedures for Handling Complaints and Whistleblowing, below is the procedure for handling complaints:

a. Written complaints may be submitted to the Human Resources Officer, in hard copy or via email. Complaints may also be submitted through a Silent Whistle telephone hotline or website that will be received by a third-party contractor specifically engaged to provide the hotline services or by an internal person specifically designated to receive hotline calls. To maintain anonymity, the complainant need not leave his/her name or other personal information.

b. The complaint will be reviewed by the designated Silent Whistle Working Group who will thereafter determine the complaints or cases to be directed to the relevant department heads or to Corporate Risk and Investigation for investigation. The results of investigation shall be reported to the designated Silent Whistle Working Group for further action. Thereafter, a quarterly summary report will be presented to the Audit and Risk Committee and the Nominating and Corporate Governance Committee of the Company.

Complaints are promptly and thoroughly investigated to verify its accuracy and to ensure that no malicious or unfounded complaints or reports will be entertained. The Company takes seriously those filing complaints or reports knowing them to be untrue or unfounded.

In no event will there be any retaliation against anyone for reporting an activity that he or she in good faith believes to be a violation of any law, rule or regulation. Any supervisor or other employee intimidating or imposing sanctions on an employee for reporting a Complaint will be disciplined, which may include termination of employment. Employees who believe that they have been retaliated against by the Company, its employees, contractors, subcontractors or agents, for providing information to or assisting in an investigation or proceeding

conducted by a governmental authority or a person with supervisory authority over the employee (or another employee who has the authority to investigate or terminate misconduct) in connection with conduct that the employee reasonably believes constitutes a violation of rule or law, may seek redress through governmental agencies.

I. DISCLOSURE AND TRANSPARENCY

1) Ownership Structure

(a) Holding 5% shareholding or more

The current shareholders owning 5% or more of the capital stock as of June 30, 2016 are:

Shareholder	Number of Shares	Percent	Beneficial Owner
MCE (Philippines) Investments Limited	3,950,440,096	69.78%	MCE (Philippines) Investments Limited
PCD Nominee Corporation (Non-Filipino)	870,808,292	15.38%	Various Stockholders
PCD Nominee Corporation (Filipino)	623,374,328	11.01%	Various Stockholders
MCE (Philippines) Investments No.2 Corporation	173,836,968	3.07%	MCE (Philippines) Investments Limited

The current shareholders owning 5% or more of the capital stock as of December 31, 2016 are:

Shareholder	Number of Shares	Percent	Beneficial Owner
MCE (Philippines) Investments Limited	3,415,000,096	60.30%	MCE (Philippines) Investments Limited
PCD Nominee Corporation (Non-Filipino)	1,197,181,150	21.14%	Various Stockholders
PCD Nominee Corporation (Filipino)	833,946,721	14.73%	Various Stockholders
MCE (Philippines) Investments No.2 Corporation	173,836,968	03.07%	MCE (Philippines) Investments Limited

For the current shareholders owning 5% or more of the capital stock as of December 31, 2013, 2014 and 2015, please refer to Company's Annual Corporate Governance Report filed on January 9, 2015 and January 11, 2016.

Name of Senior Management	Number of Direct Shares	Number of Indirect Shares / Through (name of record owner)	% of Capital Stock
N/A	N/A	N/A	N/A

2) Does the 2013 Annual Report disclose the following:

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

Should the Annual Report not disclose any of the above, please indicate the reason for the nondisclosure.

3) External Auditor's fee

For the year ended December 31, 2013 and for the period from August 13, 2012 to December 31, 2012, the fees for audit work performed by SGV & Co. for the Company, please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

For the year ended December 31, 2014, the fees for audit work and other services performed by SGV & Co. for the Company, please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

For the year ended December 31, 2015, the fees for audit work performed by SGV & Co. for the Company and its subsidiaries were as follows:

	2015
<i>In thousands of Philippine peso</i>	
<i>External audit fees and services</i>	<i>₱4,053</i>
<i>Other non-audit service fees</i>	<i>1,100</i>
<i>Tax fees</i>	<i>4,021</i>
<i>Out-of-pocket expenses</i>	<i>226</i>

For the year ended December 31, 2016, the fees for audit work performed by SGV & Co. for the Company and its subsidiaries will be reported and disclosed in the Company's 2016 Annual Report.

4) Medium of Communication

List down the mode/s of communication that the Company is using for disseminating information.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

5) Date of release of audited financial report

The Company's consolidated audited financial statements for the year ended December 31, 2013 was filed with the SEC on April 14, 2014, along with the Company's 2013 Annual Report (SEC Form 17-A).

The Company's consolidated audited financial statements for the year ended December 31, 2014 was filed with the SEC on April 10, 2015, along with the Company's 2014 Annual Report (SEC Form 17-A).

The Company's consolidated audited financial statements for the year ended December 31, 2015 was filed with the SEC on April 13, 2016, along with the Company's 2015 Annual Report (SEC Form 17-A).

6) Company Website

Does the Company have a website disclosing up-to-date information about the following?

Yes. www.melco-crown-philippines.com

Should any of the foregoing information be not disclosed, please indicate the reason thereto.

7) Disclosure of RPT

Please refer to the Company's 2013, 2014 and 2015 Annual Reports (SEC Form 17-A) filed with the SEC on April 14, 2014, April 10, 2015 and April 13, 2016, respectively, for details of the related party transactions of the Company.

When RPTs are involved, what processes are in place to address them in the manner that will safeguard the interest of the Company and in particular of its minority shareholders and other stakeholders?

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

J. RIGHTS OF STOCKHOLDERS

1) Right to participate effectively in and vote in Annual/Special Stockholders' Meetings

(a) Quorum

Give details on the quorum required to convene the Annual/Special Stockholders' Meeting as set forth in its By-laws.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

(b) System Used to Approve Corporate Acts

Explain the system used to approve corporate acts.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

(c) Stockholders' Rights

List any Stockholders' Rights concerning Annual/Special Stockholders' Meeting that differ from those laid down in the Corporation Code.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

Dividends

The Company has not declared any dividends for 2013, 2014, 2015 and 2016.

(d) Stockholders' Participation

- (i) State, if any, the measures adopted to promote stockholder participation in the Annual/Special Stockholders' Meeting, including the procedure on how stockholders and other parties interested may communicate directly with the Chairman of the Board, individual directors or board committees. Include in the discussion the steps the Board has taken to solicit and understand the views of the stockholders as well as procedures for putting forward proposals at stockholders' meetings.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (ii) State the Company policy of asking shareholders to actively participate in corporate decisions regarding:

- a. Amendments to the Company's constitution

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- b. Authorization of additional shares

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- c. Transfer of all or substantially all assets, which in effect results in the sale of the Company

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

(iii) Does the Company observe a minimum of twenty-one (21) business days for giving out of notices to the Annual Stockholders' Meeting where items to be resolved by shareholders are taken up?

a. Date of sending out notices:

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

b. Date of the Annual/Special Stockholders' Meeting:

Under the By-Laws of the Company, the Annual Stockholders' Meeting is scheduled on the third Monday of May. For 2013, the Annual Stockholders' Meeting was held on June 21, 2013. Special Stockholders' Meetings were held on February 19, 2013 and again on October 8, 2013. The Company also held its Annual Stockholders' Meeting for the year 2014 on May 19, 2014 and for the year 2015 on May 18, 2015. For the year 2016, the Annual Stockholders' Meeting was held on June 20, 2016 and a Special Stockholders' Meeting was held on December 5, 2016.

(iv) State, if any, questions and answers during the Annual/Special Stockholders' Meeting.

No questions were posed by the stockholders during the special stockholders' meetings held on February 19, 2013 and October 8, 2013, the annual stockholders' meetings held on June 21, 2013, May 19, 2014, May 18, 2015 and the special stockholders' meeting on December 5, 2016.

The questions or matters raised and responses thereto during the annual stockholders' meeting on June 20, 2016 are set forth in the minutes thereof, a copy of which is posted at <http://www.melco-crown-philippines.com/ir-minutes-14.html>.

(v) Result of Annual/Special Stockholders' Meeting's Resolutions

For the special stockholders' meeting held on February 19, 2013 and the annual stockholders' meeting held on June 21, 2013, please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

For the special stockholders' meeting held on October 8, 2013 and the annual stockholders' meeting held on May 19, 2014, please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

For the annual stockholders' meeting held on May 18, 2015, please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

During the Annual Stockholders' Meeting held on June 20, 2016, the following resolutions were adopted:

Resolution	Percentage to total Outstanding Capital Stock				Percentage to Shares Present or Represented at the Meeting		
	Approving	Dissenting	Abstaining	Absent	Approving	Dissenting	Abstaining
<i>Approval of the stockholders on the following:</i>							
<i>A. Audited Consolidated Financial Statements of the Group for the year ended December 31, 2015; and</i>	83.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%
<i>B. Approval of the Private Placement between the Corporation and MCE (Philippines) Investments Limited.</i>	83.00%	0.00%	0.00%	0.00%	100.00%	0.00%	0.00%

During the Special Stockholders' Meeting held on December 5, 2016, the following resolutions were adopted:

Resolution	Percentage to total Outstanding Capital Stock				Percentage to Shares Present or Represented at the Meeting		
	Approving	Dissenting	Abstaining	Absent	Approving	Dissenting	Abstaining
Approval of the stockholders on the Proposed Amendments to the 2013 Share Incentive Plan of the Corporation	75.00%	5.46%	2.38%	0.00%	91.00%	6.56%	2.87%

(vi) Date of publishing of the result of the votes taken during the most recent Annual/Special Stockholders' Meeting and for all resolutions:

June 21, 2013, October 8, 2013, May 19, 2014, May 18, 2015, June 20, 2016 and December 5, 2016.

(e) Modifications

State, if any, the modifications made in the Annual/Special Stockholders' Meeting regulations during the most recent year and the reason for such modification:

There are no changes to the stockholders' meeting regulations of the Company.

(f) Stockholders' Attendance

(i) Details of Attendance in the Annual/Special Stockholders' Meeting Held:

For details of the attendance during the special stockholders' meeting held on February 19, 2013 and the annual stockholders' meeting held on June 21, 2013, please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

For details of the attendance of the Directors and Officers during the special stockholders' meeting on October 8, 2013 and during the annual stockholders' meeting on May 19, 2014, please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

For details of the attendance of the Directors and Officers during the annual stockholders' meeting on May 18, 2015, please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

The following are the attendance of the Directors and Officers during the annual stockholders' meeting on June 20, 2016:

Type of Meeting	Names of Board members / Officers present (in person or proxy)	Date of Meeting	Voting Procedure (by poll, show of hands, etc.)	% of SH Attending in Person	% of SH in Proxy	Total % of SH attendance
Annual	Clarence Yuk Man Chung William Todd Nisbet Jose F. Buenaventura (proxy) Frances Marie T. Yuyucheng Maria Marcelina O. Cruzana Liberty A. Sambua Johann M. Albano James Andrew Charles MacKenzie Alec Yiu Wa Tsui Geoffry Philip Andres	June 20, 2016	Show of hands	0.00%	82.95%	82.95%

	Marissa T. Academia Donald Nori Tateishi Marie Grace A. Santos					
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The following are the attendance of the Directors and Officers during the special stockholders' meeting on December 5, 2016:

Type of Meeting	Names of Board members / Officers present (in person or proxy)	Date of Meeting	Voting Procedure (by poll, show of hands, etc.)	% of SH Attending in Person	% of SH in Proxy	Total % of SH attendance
Special	Clarence Yuk Man Chung William Todd Nisbet Frances Marie T. Yuyucheng (proxy) Maria Marcelina O. Cruzana Liberty A. Sambua James Andrew Charles MacKenzie Alec Yiu Wa Tsui Geoffry Philip Andres Marissa T. Academia Donald Nori Tateishi Marie Grace A. Santos	December 5, 2016	Show of hands	0.00%	83.21%	83.22%

- (ii) Does the Company appoint an independent party (inspectors) to count and/or validate the votes at the ASM/SSMs?

Yes, the Company's stock transfer agent validates the votes at the ASM/SSMs.

- (iii) Do the Company's common shares carry one vote for one share? If not, disclose and give reasons for any divergence to this standard. Where the company has more than one class of shares, describe the voting rights attached to each class of shares.

Yes.

- (g) Proxy Voting Policies

State the policies followed by the Company regarding proxy voting in the Annual/Special Stockholders' Meeting.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (h) Sending of Notices

State the Company's policies and procedure on the sending of notices of Annual/Special Stockholders' Meeting.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- (i) Definitive Information Statements and Management Report

For details of the Definitive Information Statement and Management Report for 2013, please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

For details of the Definitive Information Statement and Management Report for the year 2014, please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

For details of the Definitive Information Statement and Management Report for the year 2015, please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

The details of the Definitive Information Statement and Management Report for the current year are as follows:

Number of Stockholders entitled to receive Definitive Information Statements and Management Report and Other Materials	429 stockholders for the ASM held on June 20, 2016 and 428 stockholders for the SSM held on December 5, 2016
Date of Actual Distribution of Definitive Information Statements and Management Report and Other Materials held by market participants/certain beneficial owners	May 30, 2016 for the ASM held on June 20, 2016 November 11, 2016 for the SSM held on December 5, 2016
State whether CD format or hard copies were distributed	CD Format
If yes, indicate whether requesting stockholders were provided hard copies	Yes, requesting stockholders were provided hard copies.

(j) Does the Notice of Annual/Special Stockholders' Meeting include the following:

Each resolution to be taken up deals with only one item.	Yes
Profiles of directors (at least age, qualification, date of first appointment, experience, and directorships in other listed companies) nominated for election/ re-election.	Yes
The auditors to be appointed or re-appointed.	Yes
An explanation of the dividend policy, if any dividend is to be declared.	Yes
The amount payable for final dividends.	Yes
Documents required for proxy vote.	Yes

Should any of the foregoing information be not disclosed, please indicate the reason thereto.

2) Treatment of Minority Stockholders

(a) State the Company's policies with respect to the treatment of minority stockholders.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

(b) Do minority stockholders have a right to nominate candidates for board of directors?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

K. INVESTORS RELATIONS PROGRAM

- 1) Discuss the Company's external and internal communications policies and how frequently they are reviewed. Disclose who reviews and approves major company announcements. Identify the committee with this responsibility, if it has been assigned to a committee.

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

- 2) Describe the Company's investor relations program including its communications strategy to promote effective communication with its stockholders, other stakeholders and the public in general. Disclose the contact details (e.g. telephone, fax and email) of the officer responsible for investor relations.

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

- 3) What are the Company's rules and procedures governing the acquisition of corporate control in the capital markets, and extraordinary transactions such as mergers, and sales of substantial portions of corporate assets?

Please refer to the Company's Annual Corporate Governance Report filed on June 28, 2013.

Name of the independent party the board of directors of the Company appointed to evaluate the fairness of the transaction price.

Considering that no relevant transaction is in progress, the appointment of such independent party is not necessary.

L. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

Discuss any initiative undertaken or proposed to be undertaken by the Company.

The Company, through its wholly-owned indirect subsidiary, has established a Foundation through which the social responsibility initiatives of the Company and its subsidiaries will be undertaken.

For the corporate social responsibility activities of the Company for the previous years, please refer to the Company's Annual Corporate Governance Report filed on January 11, 2016.

The Company continued with its commitment to support the health and well-being of children at Bahay Aruga in Parañaque City by sponsoring monthly feeding programs and the rehabilitation of its facilities. Relevant Business Units take turns each month to take part in this activity. In June 2016, 20 selected children from Bahay Aruga were treated to a free play, festive lunch and cooking class at DreamPlay, an interactive entertainment concept and indoor attraction where DreamWorks Animation characters come "alive" and allow children and adults alike to Play, Create and Learn.

A medical activity was also held in December 2016, where 230 children were selected from Bahay Aruga and a public school in the city of Parañaque and were given Pneumovax 23, a basic pneumonia vaccine.

The Company has been passionate about protecting the environment. In July and August 2016, the Company participated in tree planting activities and the clean-up of coastal areas. A blood donation drive has also been organized in cooperation with the Philippine National Red Cross. In September 2016, employees volunteered their time for a project, "Building Dreams", aimed at providing shelter to 1,000 impoverished families presently residing at Gawad Kalinga Manggahan Kawayan in Parañaque City through the construction of 600 new houses to be built within the next 3 to 5 years. This project was carried out in cooperation with the Gawad Kalinga Community Development Foundation, Inc., a Philippine-based movement that aims to end poverty for 5 million families by 2024.

In line with the current initiatives of the Philippine government, the Foundation will be focusing on the Health pillar. Currently, studies are being conducted to determine the feasibility of constructing medical facilities and/or structures. These projects will be done in cooperation with the relevant government department.

M. BOARD, DIRECTOR, COMMITTEE AND PRESIDENT APPRAISAL

Disclose the process followed and criteria used in assessing the annual performance of the board and its committees, individual director, and the President.

Please refer to the Company's Annual Corporate Governance Report filed on May 23, 2014.

N. INTERNAL BREACHES AND SANCTIONS

Discuss the internal policies on sanctions imposed for any violation or breach of the corporate governance manual involving directors, officers, management and employees

The Company's Code of Discipline has been developed and disseminated to the employees. It was updated in September 2016. The Company is in the process of developing internal policies to prevent/deter violations or breaches of the Manual of Corporate Governance. It is expected that a progressive warning process will be followed. Serious breach of the Code may result in termination of employment.

SIGNATURES

Pursuant to the requirement of the Securities and Exchange Commission, this Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of Paranaque on 19 May 2014.

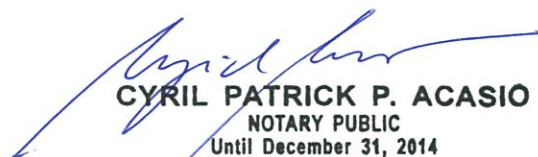


Clarence Yuk Man Chung
Chairman of the Board / President

SUBSCRIBED AND SWORN to before me this 19th day of May 2014 affiant exhibiting to me his Government Issued ID, as follows:

NAME	PASSPORT NO.	EXPIRATION DATE	PLACE OF ISSUE
Clarence Yuk Man Chung	KJ0196556	24 January 2023	People's Republic of China

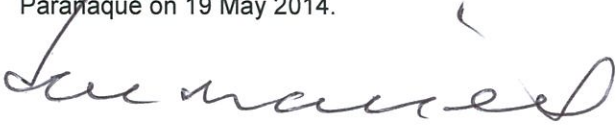
Doc. No. 53 ;
Page No. 12 ;
Book No. I ;
Series of 2014.



CYRIL PATRICK P. ACASIO
NOTARY PUBLIC
Until December 31, 2014
Roll No. 54527
PTR No. 10110215 / 01-24-14 / Paranaque City
IBP No. 952801 / 01-07-14 / Makati City
MCLE Compliance No. IV-0010778

SIGNATURES

Pursuant to the requirement of the Securities and Exchange Commission, this Annual Corporate Governance Report is signed on behalf of the registrant by the undersigned, thereunto duly authorized, in the City of Parañaque on 19 May 2014.

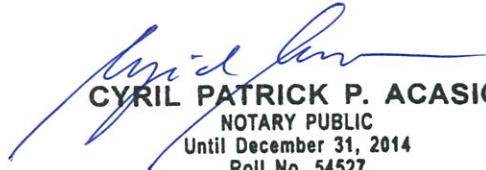


James Andrew Charles MacKenzie
Independent Director

SUBSCRIBED AND SWORN to before me this 19th day of May 2014 affiant exhibiting to me his Government Issued ID, as follows:

NAME	PASSPORT NO.	EXPIRATION DATE	PLACE OF ISSUE
James Andrew Charles MacKenzie	E3003501	8 December 2015	Australia

Doc. No. 55 ;
Page No. 12 ;
Book No. I ;
Series of 2014.



CYRIL PATRICK P. ACASIO
NOTARY PUBLIC
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Alec Yiu Wa Tsui
Independent Director

SUBSCRIBED AND SWORN to before me this 19th day of May 2014 affiant exhibiting to me his Government Issued ID, as follows:

NAME	PASSPORT NO.	EXPIRATION DATE	PLACE OF ISSUE
Alec Yiu Wa Tsui	761291113	2 November 2020	United Kingdom

Doc. No. 54;
Page No. 12;
Book No. I;
Series of 2014.



CYRIL PATRICK P. ACASIO
NOTARY PUBLIC
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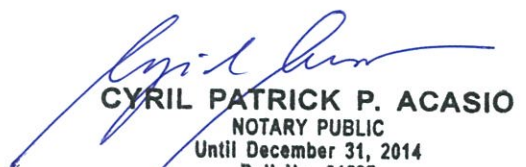


Marissa T. Academia
Compliance Officer

SUBSCRIBED AND SWORN to before me this 19th day of May 2014 affiant exhibiting to me his Government Issued ID, as follows:

NAME	PASSPORT NO.	EXPIRATION DATE	PLACE OF ISSUE
Marissa T. Academia	EB9104882	09 September 2018	DFA Manila

Doc. No. 56 ;
Page No. 13 ;
Book No. I ;
Series of 2014.



CYRIL PATRICK P. ACASIO
NOTARY PUBLIC
Until December 31, 2014
Roll No. 54527
PTR No. 10110215 / 01-24-14 / Parañaque City
IBP No. 952801 / 01-07-14 / Makati City
MCLE Compliance No. IV-0010778