# SECURITIES AND EXCHANGE COMMISSION SEC FORM 17-C

#### **CURRENT REPORT UNDER SECTION 17** OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

May 21, 2024

2. SEC Identification Number

31171

3. BIR Tax Identification No.

000-168-801

4. Exact name of issuer as specified in its charter

PETRON CORPORATION

5. Province, country or other jurisdiction of incorporation Philippines

- 6. Industry Classification Code(SEC Use Only)
- 7. Address of principal office

San Miguel Head Office Complex, 40 San Miguel Avenue, Mandaluyong City Postal Code

1550

8. Issuer's telephone number, including area code

(63 2) 8884-9200

9. Former name or former address, if changed since last report

N/A

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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
COMMON (PCOR)	9,375,104,497
PREFERRED SERIES 3A (PRF3A)	13,403,000
PREFERRED SERIES 3B (PRF3B)	6,597,000
PREFERRED SERIES 4A (PRF4A)	5,000,000
PREFERRED SERIES 4B (PRF4B)	2,995,000
PREFERRED SERIES 4C (PRF4C)	6,005,000
PCOR SERIES D BONDS DUE 2025 (IN MIL PESO)	6,800

PCOR SERIES E BONDS DUE 2025 (IN MIL PESO)	9,000
PCOR SERIES F BONDS DUE 2027 (IN MIL PESO)	9,000
TOTAL DEBT AS OF MARCH 31 2024 (IN MIL PESO-CONSO)	238,535

Indicate the item numbers reported herein
 Item 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



#### PSE Disclosure Form 4-24 - Results of Annual or Special Stockholders' Meeting References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

#### **Subject of the Disclosure**

Results of Annual Stockholders' Meeting held on May 21, 2024 with vote canvassing results attached.

#### **Background/Description of the Disclosure**

Results of Annual Stockholders' Meeting held on May 21, 2024 with vote canvassing results attached.

#### List of elected directors for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Shareholdings	in the Listed Company	Neture of Indinest Oursealin
Name of Person	Direct	Indirect	Nature of Indirect Ownership
Ramon S. Ang	1,000	0	N/A
Lubin B.Nepomuceno	5,000	0	N/A

Estelito P. Mendoza	1,000	0	N/A
Jose P. De Jesus	500	225,000	Held through a broker
Ron W. Haddock	1	0	N/A
Mirzan Mahathir	1,000	0	N/A
Aurora T. Calderon	1,000	0	N/A
Francis H. Jardeleza	1,000	0	N/A
Virgilio S. Jacinto	1,000	0	N/A
Nelly Favis-Villafuerte	1,000	0	N/A
Horacio C. Ramos	500	0	N/A
John Paul L. Ang	1,000	0	N/A
Artemio V. Panganiban	1,000	0	N/A
Margarito B. Teves	500	0	N/A
Ricardo C. Marquez	1,000	0	N/A

External auditor	R.G. Manabat & Co.

#### List of other material resolutions, transactions and corporate actions approved by the stockholders

The following are the material resolutions, transactions, and corporate actions, among others, approved at the annual stockholders' meeting:

- 1. Approval of the Management Report and the Audited Financial Statements of the Company for the year-ended December 31, 2023;
- 2. Ratification of all acts of the Board of Directors and Management since the 2023 Annual Stockholders' Meeting;
- 3. Appointment of R.G. Manabat & Co. as external auditor of the Company for year 2024 and ratification of external auditor fees;
- 4. Election of directors of the Company for 2024-2025;
- 5. Ratification of Directors' fees for 2024; and
- 6. Ratification of the amendment of the By-Laws of the Company:
- a. Completion of the address of the principal office of the Company (Article I, Section 1)
- b. Change in the annual stockholders' meeting date (Article II, Section 2)
- c. Change in the manner of delivery of notices for stockholders' meeting (Article II, Section 4)

The other matters approved by the stockholders are listed in the attached current report on SEC Form 17-C with the Stockholders' Meeting Vote Canvassing Results showing the vote for all the agenda items.

#### Other Relevant Information

Please see attached current report on SEC Form 17-C.

#### Filed on behalf by:

Name	Jhoanna Jasmine Javier-Elacio
Designation	Assistant Vice President - General Counsel and Corporate Secretary/Compliance Officer

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# SECURITIES AND EXCHANGE COMMISSION

# SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1.	May 21, 2024 Date of Report (Date of earliest event reported)
2.	SEC Identification Number 31171 3. BIR Tax Identification No. 000-168-801
4.	PETRON CORPORATION Exact name of issuer as specified in its charter
5.	Philippines 6. (SEC Use Only) Province, country or other industry Classification Code: jurisdiction of incorporation
7.	San Miguel Head Office Complex, 40 San Miguel Avenue, Mandaluyong City  1550  Postal Code
8.	(63 2) 8884-9200 Issuer's telephone number, including area code
9.	(None) Former name or former address, if changed since last report

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

Title of Each Class	Number of Shares of Common Stock
	Outstanding and Amount of Debt Outstanding
Common Stock	9,375,104,497 Shares
Preferred Stock Series 3A	13,403,000 Shares
Preferred Stock Series 3B	6,597,000 Shares
Preferred Stock Series 4A	5,000,000 Shares
Preferred Stock Series 4B	2,995,000 Shares
Preferred Stock Series 4C	6,005,000 Shares
PCOR Series D Bonds Due 2025	₽ 6.8 billion
PCOR Series E Bonds Due 2025	P 9.0 billion
PCOR Series F Bonds Due 2027	P 9.0 billion
Total Debt	₽ 238,535 Million
	(Consolidated as of March 31, 2024)

11. Indicate the item numbers reported herein: Item 9

#### Item 9 (Other Events).

This is to advise that the following were among the matters taken up and approved at the annual stockholders' meeting which was conducted virtually through livestreaming at <a href="https://www.petron.com/2024asm/">https://www.petron.com/2024asm/</a>, and the organizational board meeting via remote communication through Zoom, held separately today:

## A. <u>Annual Stockholders' Meeting</u>

- 1. Approval of the Management Report and the Audited Financial Statements of the Company for the year-ended December 31, 2023;
- 2. Ratification of all acts of the Board of Directors and Management since the 2023 Annual Stockholders' Meeting;
- 3. Appointment of R.G. Manabat & Co. as external auditor of the Company for year 2024 and ratification of external auditor fees;
- 4. Election of the following as directors of the Company for 2024-2025:
  - 1. Ramon S. Ang
  - 2. Lubin B. Nepomuceno
  - 3. Estelito P. Mendoza
  - 4. Jose P. De Jesus
  - 5. Ron W. Haddock
  - 6. Mirzan Mahathir
  - 7. Aurora T. Calderon
  - 8. Francis H. Jardeleza
  - 9. Virgilio S. Jacinto
  - 10. Nelly Favis-Villafuerte
  - 11. Horacio C. Ramos
  - 12. John Paul L. Ang

#### **Independent Directors**

- 1. Artemio V. Panganiban
- 2. Margarito B. Teves
- 3. Ricardo C. Marquez
- 5. Ratification of Directors' fees for 2024;

#### 6. Ratification of the Amendments of the By-Laws of the Company

- a. Completion of the address of the principal office of the Company (Article I, Section 1)
- b. Change in the annual stockholders' meeting date (Article II, Section 2)
- c. Change in the manner of delivery of notices for stockholders' meeting (Article II, Section 4)

The canvassing report showing the vote for all the agenda items is attached as Annex A.

#### B. Organizational Meeting

1. Appointment of the following as members of the board committees and lead independent director:

#### **Executive Committee**

Ramon S. Ang - Chairman Lubin B. Nepomuceno - Member Aurora T. Calderon - Member

Virgilio S. Jacinto - Alternate Member John Paul L. Ang - Alternate Member

#### **Audit Committee**

Margarito B. Teves - Chairman (Independent Director)
Artemio V. Panganiban - Member (Independent Director)
Ricardo C. Marquez - Member (Independent Director)

Estelito P. Mendoza - Member Aurora T. Calderon - Member Ferdinand K. Constantino - Advisor

#### **Risk Oversight Committee**

Ricardo C. Marquez - Chairman (Independent Director)

Margarito B. Teves - Member (Independent Director)

Aurora T. Calderon - Member

#### **Corporate Governance Committee**

Artemio V. Panganiban - Chairman (Independent Director)
Margarito B. Teves - Member (Independent Director)
Ricardo C. Marquez - Member (Independent Director)

Estelito P. Mendoza - Member Virgilio S. Jacinto - Member

# **Related Party Transaction Committee**

Artemio V. Panganiban Margarito B. Teves Aurora T. Calderon

Chairman (Independent Director)Member (Independent Director)

- Member

## **Lead Independent Director**

Margarito B. Teves

2. Election of the following as officers of the Company for 2024-2025:

Name	Position
Ramon S. Ang	President and Chief Executive Officer
Lubin B. Nepomuceno	General Manager
Emmanuel E. Eraña	Senior Vice President and Chief Finance Officer
Freddie P. Yumang	Senior Vice President and Chief Risk Officer
Maria Rowena O. Cortez	Vice President, Supply
Albertito S. Sarte	Deputy Chief Finance Officer and Treasurer
Jaime O. Lu	Vice President and Executive Assistant to the
	President on Petron Malaysia Operations, Refinery
	Special Projects, and Retail Engineering and
	Network Development
Maria Rosario D. Vergel de Dios	Vice President, Human Resources Management
Magnolia Cecilia D. Uy	Vice President, Retail Sales
Myrna C. Geronimo	Vice President, Controllers
Allister J. Go	Vice President, Refinery Division
Reynaldo V. Velasco, Jr.	Vice President, Refinery Plant Operations
	(Production A and B)
Virgilio V. Centeno	Vice President, Industrial Sales
Mark Tristan D. Caparas	Vice President and Chief Finance Officer,
	Petron Malaysia
Jonathan F. Del Rosario	Vice President, Operations and
	Corporate Technical Services Group
Lemuel C. Cuezon	Vice President, Marketing
Jacqueline L. Ang	Vice President, Procurement
Jhoanna Jasmine M. Javier-Elacio	Vice President - General Counsel and Corporate
	Secretary/Compliance Officer
Fe Irma A. Ramirez	Assistant Vice President, Supply Optimization,
	Commercial Services and Synergy
Agnes Grace P. Perez	Assistant Vice President/Head, Business Planning
	and Development
Leon G. Pausing II	Assistant Vice President, Commercial Sales
Ferdinando H. Enriquez	Assistant Vice President, Thermal Power Plant and
	Refinery Solid Fuel-Fired Boiler (until May 31, 2024)
	Assistant Vice President, Petron Bataan Refinery
Francisco Rizal G. Bumagat, Jr.	Production B
Michael D. Flores	Assistant Vice President, Service Station

Mia S. Delos Reyes	Assistant Vice President, Corporate Affairs				
Brian R. Ocampo	Assistant Vice President, Management Information				
	Systems				
Alejandro R. Romulo	Assistant Vice President, Petron Bataan Refinery				
	Technical Services				
Andrew F. Tan	Assistant Vice President, LPG Business				
Arnel Roman M. Atienza	Assistant Vice President, Luzon Provincial				
	Operations				
Gildo P. Destreza	Assistant Vice President, Metro Manila and				
	Manufacturing District				
Liane Mel C. Apilado	Assistant Vice President, Internal Audit				
Rommel L. Bawalan	Assistant Vice President, Legal and Data Privacy				
	Officer				
Rito R. Ladeza	Assistant Vice President, Petron Bataan Refinery				
	Production A				
Jennifer Jude M. Sulit	Assistant Vice President, Petron Singapore Trading				
	Pte. Ltd.				
Maria Crisselda T. Torcuator	Assistant Corporate Secretary				

## **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 hereunto duly authorized.

PETRON CORPORATION

Issuer

May 21, 2024 Date

JHOANNA JASMINE M. JAVIER-ELACIO

Vice President – General Counsel and

Corporate Secretary

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#### Petron Corporation PROXY VOTING MODULE Stockholders' Meeting Vote Canvassing Results

	NOM.	. NO.		NOMINE	E		VOTES		
		2 1 3 1 4 5 6 2 7 1 8 N 9 N 10 N 11 H 12 6	RAMON S. ANG LUBIN B. NEPO ESTELITO P. N JOSE P. DE JE RON W. HADDOO AURORA T. CAI FRANCIS H. JA MIRZAN MAHATH VIRGILIO S. O NELLY FAVIS-V HORACIO C. RA JOHN PAUL L. ARTEMIO V. PA MARGARITO B. RICARDO C. MA		6,911,906,201 6,859,008,101 6,858,913,901 6,859,008,101 6,859,008,101 6,858,913,901 6,859,008,101 6,859,008,101 6,859,008,101 6,859,008,101 6,859,008,101 6,859,008,101 6,858,913,901 6,858,913,901 6,912,118,901 6,912,213,101				
	Tota	al vote	es registered es counted fo ast votes for	d or election of b election of b	board nomi oard nomir	nees nees	103,683,19 103,043,95 639,23	8,615	
RES.	NO.			RESOLUTION			SHARES VOTED	% TO TOTAL O.S.	
				nutes of the 2 ing ("2023 ASM			6,912,213,101	73.729%	
		For Agains Abstai	.n		0 -	0.000% 0.000%			
		Financ	val of the Ma cial Statemen December 31,	nagement Repor its of the Comp 2023	t and the any for th	Audited ne Year-	6,912,213,101	73.729%	
		For Agains Abstai			93,101 - 0 - 20,000 -	73.694% 0.000% 0.035%			
	4	Ratifi and Ma	cation of Al	.l Acts of the lace the 2023 ASI	Board of D M	irectors	6,912,213,101	73.729%	
		For Agains Abstai			0 -	73.694% 0.000% 0.035%			
	5	Appoin	tment of Ext	ernal Auditors of External Aud	of the Co itor Fees	mpany	6,912,213,101	73.729%	
		For Agains		6,912,2	13,101 -	73.729%			

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# Petron Corporation PROXY VOTING MODULE

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Stockholders' Meeting Vote Canvassing Results

6	Ratification of Direc	ctors' Fees for 2024		6,912,213,101	73.729%
	For Against Abstain		73.729% 0.000% 0.000%		
7	a. Completion of the Office of the Comp b. Change in the Annuate (Article II, c. Change in the Manr	Amendment of the By-La Address of the Princi Dany (Article I, Secti Lal Stockholders' Meet Section 2) Her of Delivery of Not Meetings (Article II,	pal on 1) ing ices for	6,912,213,101	73.463%
	For Against Abstain		73.463% 0.000% 0.000%		

SUMMARY REPORT		% TO TOTAL O.S.
OUTSTANDING COMMON SHARES OUTSTANDING PREFERRED SHARES	9,375,104,497 34,000,000	
TOTAL OUTSTANDING SHARES AS OF RECORD DATE	9,409,104,497	
TOTAL SHARES IN ATTENDANCE : Attending proxy assignees Attending stockholders	6,912,213,101 104,389	
LESS: Invalidated / knocked-off / Uncast shares - Proxy Assignees Knock-off by attending stockholder Invalidated shares - Stockholders Uncast shares of stockholders	6,912,317,490 0 0 0 104,389	
TOTAL SHARES/VOTES COUNTED	6,912,213,101	73.463%
NOTE:	== <b>==</b> ================================	
Total no. of stockholders in attendance	8	

\*\*\* END OF REPORT \*\*\*

Total no. of stockholder with ballots

# Election of the Board of Directors - Annual Stockholders Meeting 2024

No.	Nominee	IN FAVOR	AGAINST	ABSTAIN	TOTAL
1	RAMON S. ANG	6,911,906,201	94,200	212,700	6,912,213,10
2	LUBIN B. NEPOMUCENO	6,859,008,101	0	53,205,000	6,912,213,10
3	ESTELITO P. MENDOZA	6,858,913,901	94,200	53,205,000	6,912,213,103
4	JOSE P. DE JESUS	6,859,008,101	0	53,205,000	6,912,213,10
5	RON W. HADDOCK	6,859,008,101	0	53,205,000	6,912,213,103
6	AURORA T. CALDERON	6,858,913,901	94,200	53,205,000	6,912,213,10
7	FRANCIS H. JARDELEZA	6,859,008,101	0	53,205,000	6,912,213,10
8	MIRZAN MAHATHIR	6,859,008,101	0	53,205,000	6,912,213,10
9	VIRGILIO S. JACINTO	6,859,008,101	0	53,205,000	6,912,213,10
10	NELLY FERVIS-VILLAFUERTE	6,859,008,101	0	53,205,000	6,912,213,10
11	HORACIO C. RAMOS	6,859,008,101	0	53,205,000	6,912,213,10
12	JOHN PAUL L. ANG	6,858,913,901	94,200	53,205,000	6,912,213,103
13	ARTEMIO V. PANGANIBAN	6,858,913,901	94,200	53,205,000	6,912,213,103
14	MARGARITO B. TEVES	6,912,118,901	94,200	0	6,912,213,10
15	RICARDO C. MARQUEZ	6,912,213,101	0	0	6,912,213,103

565,200

638,672,700

103,683,196,515

103,043,958,615

TOTAL