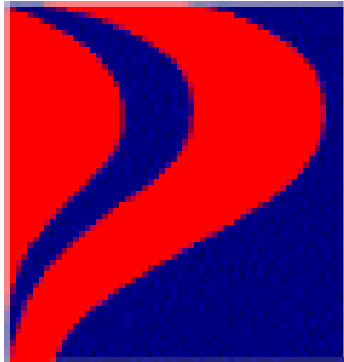


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PETRON

**Petron Corporation
PCOR**

PSE Disclosure Form 17-18 - Other SEC Forms/Reports/Requirements

Form/Report Type	Advisement Report on Material Related Party Transactions for 2025
Report Period/Report Date	Dec 11, 2024

Description of the Disclosure

Please see attached Advisement Report on Material Related Party Transactions of the Company for 2025 as submitted to the Securities and Exchange today, December 11, 2024.

Filed on behalf by:

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

COVERSHEET

3 1 1 7 1
S. E. C. Registration Number

P E T R O N
C O R P O R A T I O N
(Company's Full Name)

S M C H E A D O F F I C E C O M P L E X 4 0 S A N
M I G U E L A V E M A N D A L U Y O N G C I T Y
(Business Adress: No. Street City / Town / Province)

ATTY. JHOANNA JASMINE M. JAVIER-ELACIO
Contact Person

8884-9200
Company Telephone Number

**Advisement Report on
Material Related Party Transactions for 2025
(with Certificates)**

1 2 3 1
Month Day
Fiscal Year

FORM TYPE

0 5 2 1
Month Day
Annual Meeting
(for 2024)

Certificates of Permit to Offer Securities for Sale dated 1994, 1995, 1996, 2010, 2014, 2016, 2018, 2019, 2021, 2023 and 2024
Secondary License Type, if Applicable

Dept. Requiring this Doc.

N/A
Amended Articles Number/Section

143,811 (as of September 30, 2024)
Total No. of Stockholders

Total Amount of Debt Outstanding: P247,776 Million (as of September 30, 2024 - CONSO)
Domestic Foreign

To be accomplished by SEC Personnel concerned

Fiscal Numer

LCU

Document I. D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes



**ADVISEMENT REPORT ON
MATERIAL RELATED PARTY TRANSACTIONS**

Reporting PLC: PETRON CORPORATION (“Petron”)

SEC Identification Number: 31171

Name of Related Party: PETRON SINGAPORE TRADING PTE. LTD. (“PSTPL”)

Execution Date of Transaction: For 2025; signed on December 9, 2024

Relationship between the parties including financial/non-financial interest: PSTPL is a wholly-owned subsidiary of Petron.

Type/Nature of Transaction and Description of Assets Involved	Terms and Conditions	Rationale for Entering into the Transaction	Total Assets of Reporting PLC (based on 2023 audited financial statements)	Amount/ Contract Price	Percentage of the Contract Price to the Total Assets of the Reporting PLC	Carrying Amount of Collateral (if any)	Approving Authority
Petron Purchase of Asphalt	<ul style="list-style-type: none"> One-year term contract from January 1, 2025 until December 31, 2025 In addition, may also be covered by various spot contracts Pricing based on regional benchmark prices 	PSTPL is Petron’s regional trading arm handling Petron’s sourcing requirements and tapping new markets for Petron exports of petroleum and petrochemical products.	P443.904 billion	Actual total contract price is undetermined as of date hereof since price is based on regional benchmark prices and the contract is yet to be performed in 2025. But since Petron sources all its crude and a majority of its additional	Actual total contract price is undetermined as of date hereof since price is based on a regional benchmark price and the contract is yet to be performed in 2025. But since Petron sources all its crude and a majority of its additional petroleum product requirements from	N/A	The transaction was unanimously approved by the Board of Directors (there being a quorum) at its meeting held on November 5, 2024 upon the recommendation of the Board Related Party Transaction Committee. ¹

¹ All the fifteen (15) directors of Petron were present at the board meeting held on November 5, 2024 and voted for the approval of the material related party transactions between Petron and PSTPL, upon the recommendation of the Board Related Party Transaction Committee: Mr. Ramon S. Ang, Mr. Lubin B. Nepomuceno, Atty. Estelito P. Mendoza, Mr. Jose P. de Jesus, Mr. Ron W. Haddock, Ms. Aurora T. Calderon, Ret. Justice Francis H. Jardeleza, Mr. Mirzan Mahathir, Atty. Virgilio S. Jacinto, Atty. Nelly Favis-Villafuerte, Mr. Horacio C. Ramos, Mr. John Paul L. Ang, Ret. Chief Justice Artemio V. Panganiban (independent director), Mr. Margarito B. Teves (independent director), and Mr. Ricardo C. Marquez (independent director).

				petroleum product requirements from PSTPL, total contract price of all transactions between the related parties are expected to reach beyond the 10% materiality threshold	PSTPL, total contract price of all transactions between the related parties are expected to reach beyond the 10% materiality threshold.		
TOTAL TRANSACTION AMOUNT AND PERCENTAGE OF THE CONTRACT PRICE TO THE TOTAL ASSETS OF THE REPORTING PLC				Actual total contract price is undetermined as of date hereof since price is based on regional benchmark prices and subject contract is yet to be performed in 2025. But since Petron sources all its crude and a majority of its additional petroleum product requirements from PSTPL, total contract price of all transactions between the related parties (including sales by Petron to PSTPL) are expected to reach beyond the 10% materiality threshold.			

[signature page follows]

SIGNATURES

Pursuant to the requirements of the Commission, the company and its related party have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.


Date:

PETRON CORPORATION

PETRON SINGAPORE TRADING PTE. LTD.

By:

By:


JHOANNA JASMINE M. JAVIER-ELACIO
Vice President - General Counsel and Corporate Secretary


ALBERTITO S. SARTE
Director


MARIA ROWENA O. CORTEZ
Director

REPUBLIC OF THE PHILIPPINES)
MANDALUYONG CITY) S.S.



SECRETARY'S CERTIFICATE

I, **JHOANNA JASMINE M. JAVIER-ELACIO**, of legal age, married, Filipino, with office address at the SMC Head Office Complex, 40 San Miguel Avenue, Mandaluyong City, Metro Manila, after having been duly sworn in accordance with law, do hereby depose and state that:

1. I am the Vice President – General Counsel and Corporate Secretary of **PETRON CORPORATION** (the “Corporation”), a corporation duly organized and registered in accordance with the laws of the Republic of the Philippines with principal office at the SMC Head Office Complex, 40 San Miguel Avenue, Mandaluyong City.

2. The Board of Directors of the Corporation (the “Board”) approved the general resolutions of the Corporation at its Organizational Meeting held on May 21, 2024 where a quorum was present and acting throughout, and amended the same on August 6, 2024, which read in part as follows:

“x x x

XXI. AUTHORITY TO SIGN AND SUBMIT ALL REPORTORIAL REQUIREMENTS

“RESOLVED, AS IT IS HEREBY RESOLVED, that one (1) Class A signatory, or one (1) Class B signatory, or one (1) Class D signatory be, as each one of them is hereby, authorized and empowered:

- (1) To (a) sign all reportorial requirements of the Securities and Exchange Commission (“SEC”), the Philippine Stock Exchange, and other exchanges on which any of the securities of the Corporation may be listed, required under the Securities Regulation Code and other applicable law or regulation and any amendments thereto including, but not limited to, SEC Forms 12-1, 17-A, 17-Q, 17-C, and 20-IS and (b) enroll, register and/or represent and act for the Corporation in any online platform that may be required by the SEC, including, but not limited to, the Electronic Filing and Submission Tool of the SEC (or any successor online platform);

x x x

XXV. DESIGNATION OF OFFICERS AND PERSONS WITH SIGNING AUTHORITIES

“RESOLVED, AS IT IS HEREBY RESOLVED, that for purposes of the implementation of the foregoing resolutions, the following officers and persons are hereby appointed as signatories under the Class appearing before their names:

Class A Signatories

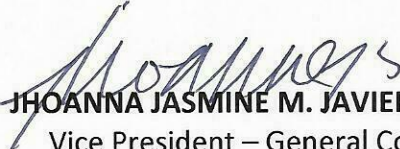
POSITION	NAME
x x x	x x x
General Counsel and Corporate Secretary	Jhoanna Jasmine M. Javier-Elacio
x x x	x x x

x x x”

3. By virtue of said board resolution, the undersigned Vice President – General Counsel and Corporate Secretary, and a Class A signatory, is authorized and empowered to sign all reportorial requirements of the Securities and Exchange Commission, including the Advisement Report on Material Related Party Transactions for 2025 endorsed by the Related Party Transaction Committee and approved by the Board of Directors of the Corporation at their respective meetings held on November 5, 2024.


4. This Certificate is hereby executed for any legal purpose it may serve.

DONE this 9th day of December 2024 in Mandaluyong City.


JHOANNA JASMINE M. JAVIER-ELACIO
Vice President – General Counsel
and Corporate Secretary

SUBSCRIBED AND SWORN to before me this DEC 09 2024 in Mandaluyong City, by JHOANNA JASMINE M. JAVIER-ELACIO, affiant exhibiting to me her PhilHealth ID with No. _____.

Doc. No. 453 ;
Page No. 92 ;
Book No. III ;
Series of 2024.


DARLENE E. YANG
Notary Public for Mandaluyong City
J San Miguel Avenue, 1550 Mandaluyong Cit
Appointment No. 0652-23
Until December 31, 2024
Attorney's Roll No. 69700
PTR No. 5420854/01-03-2024/Mandaluyong
IBP No. 391615/01-0 3-2024/Laguna
CLE Compliance No. VII-0014988/04-06-2022



CERTIFICATE

I, **MARIA ROWENA O. CORTEZ**, of legal age, married, Filipino, with office address at the SMC Head Office Complex, No. 40 San Miguel Avenue, Mandaluyong City, Metro Manila, Philippines, after having been duly sworn in accordance with law, do hereby certify that:

1. I am the Executive Director of **PETRON SINGAPORE TRADING PTE. LTD.** (the "Corporation"), a corporation duly organized and registered in accordance with the laws of Singapore, with office address at 391B Orchard Road #14-02 Ngee Ann City Tower B, Singapore, 238874 Singapore.

2. Under the existing approval limits of the Corporation, any two (2) directors of the Corporation are authorized to sign all reportorial requirements of the Corporation.

3. I and Mr. Albertito S. Sarte are duly elected directors of the Corporation and are authorized and empowered to sign jointly any reportorial requirement of the Corporation, including the Advisement Report on Material Related Party Transactions for 2025 signed by the Corporation with Petron Corporation for submission to the Philippine Securities and Exchange Commission.

4. This Certificate is hereby executed for any legal purpose it may serve.


DONE this 9th day of December 2024 in Mandaluyong City.


MARIA ROWENA O. CORTEZ
Executive Director

DEC 09 2024

SUBSCRIBED AND SWORN to before me this _____ in Mandaluyong City, by
MARIA ROWENA O. CORTEZ, affiant exhibiting to me her Passport with No. _____ issued
on _____ at _____.

Doc. No. 454 ;
Page No. 90 ;
Book No. III ;
Series of 2024.


JARKYL ANNE E. YANG
Notary Public for Mandaluyong City
San Miguel Avenue, 1550 Mandaluyong City
Appointment No. 0652-23
Until December 31, 2024
Attorney's Roll No. 69700
PTR No. 5420854/01-03-2024/Mandaluyong
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