

## COVERSHEET

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S. E. C. Registration Number

[illegible]

(Company's Full Name)

|   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |
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( Business Address: No. Street City / Town / Province )

**ATTY. JHOANNA JASMINE M. JAVIER-ELACIO**  
Contact Person

### Contact Person

**8884-9200**  
Company Telephone Number

Company Telephone Number

|             |   |     |   |
|-------------|---|-----|---|
| 1           | 2 | 3   | 1 |
| Month       |   | Day |   |
| Fiscal Year |   |     |   |

Fiscal Year

## Advisement Report on Material Related Party Transactions for 2026 (with Certificates)

FORM TYPE

|   |   |
|---|---|
| 0 | 5 |
|---|---|

|   |   |
|---|---|
| 0 | 2 |
|---|---|

  
 Month                  Day  
 Annual Meeting

Annual Meeting  
(for 2025)

Certificates of Permit to Offer Securities for Sale dated 1994, 1995, 1996, 2010, 2014, 2016, 2018, 2019, 2021, 2023, 2024 and 2025  
Secondary License Type, if Applicable

Dept. Requiring this Doc.

Dept. Requiring this Doc.

|                                 |
|---------------------------------|
| N/A                             |
| Amended Articles Number/Section |

|                                 |
|---------------------------------|
| N/A                             |
| Amended Articles Number/Section |

|                                    |
|------------------------------------|
| 143,416 (as of September 30, 2025) |
| Total No. of Stockholders          |

Total No. of Stockholders

**Total Amount of Debt Outstanding: P223,625 Million (as of September 30, 2025 - CONSO)**

[illegible]

Domestic

Downloaded from <http://ajphaphysocpharm.sagepub.com/> at 105.208.111.141 on 05/06/2015

Foreign

To be accomplished by SEC Personnel concerned

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Fiscal Numer

LCU

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Cashier

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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 2026; signed on December 10, 2025

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 Crude                                      | <ul style="list-style-type: none"> <li>One-year term contract from January 1, 2026 until December 31, 2026</li> <li>Pricing based on regional benchmark prices</li> </ul> | PSTPL is Petron’s regional trading arm handling Petron’s import sourcing requirements and tapping new markets for Petron exports of petroleum and petrochemical products. | P443.904 billion (2025)                                                    | 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 2026. 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 prices and the contract is yet to be performed in 2026. 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 4, 2025 upon the recommendation of the Board Related Party Transaction Committee. <sup>1</sup> |

<sup>1</sup> All the fifteen (15) directors of Petron were present at the board meeting held on November 4, 2025 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, 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. John Paul L. Ang, Mr. Emmanuel E. Eraña, Ms. Jacqueline 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. |  |  |
| <b>TOTAL TRANSACTION AMOUNT<br/>AND PERCENTAGE OF THE CONTRACT PRICE<br/>TO THE TOTAL ASSETS OF THE REPORTING PLC</b> |  |  |  | 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 2026. 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

By:

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

PETRON SINGAPORE TRADING PTE. LTD.

By:

  
MARIA ROWENA O. CORTEZ  
Director

  
MYRNA C. GERONIMO  
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 2, 2025 where a quorum was present and acting throughout, and amended the same on August 5, 2025, 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                            |

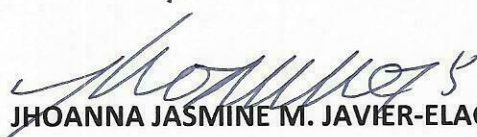
x x x"

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 2026 endorsed by the Related Party Transaction Committee and approved by the Board of Directors of the Corporation at their respective meetings held on November 4, 2025.

4. I hereby waive my right to receive a duplicate original copy in electronic format of this Certificate as contemplated under the 2004 Rules on Notarial Practice, as amended.

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

DONE this DEC 10 2025 in Mandaluyong City.

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

SUBSCRIBED AND SWORN to before me this DEC 10 2025 in Mandaluyong City, by JHOANNA JASMINE M. JAVIER-ELACIO, affiant exhibiting to me her PhilHealth ID with No. \_\_\_\_\_.

Doc. No. 467;  
Page No. 95;  
Book No. II;  
Series of 2025.

|                          |                    |
|--------------------------|--------------------|
| "DOCUMENTARY STAMP PAID" |                    |
| <u>08698802</u>          | <u>DEC 10 2025</u> |
| Serial Number            | Date of Payment    |

  
**DARYL ANNE ELAYANG**  
Notary Public for Mandaluyong City  
40 San Miguel Avenue, 1550 Mandaluyong City  
Appointment No. 0652-25  
Until December 31, 2026  
Attorney's Roll No. 69700  
PTR No. 5718011/01-02-2025/Mandaluyong  
IBP No. 497085/01-03-2025/Laguna  
ACLE Compliance No. VIII – 0015850 / 11-11-2025



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 Ms. Myrna C. Geronimo 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 2026 signed by the Corporation with Petron Corporation for submission to the Philippine Securities and Exchange Commission.

4. I hereby waive my right to receive a duplicate original copy in electronic format of this Certificate as contemplated under the 2004 Rules on Notarial Practice, as amended.

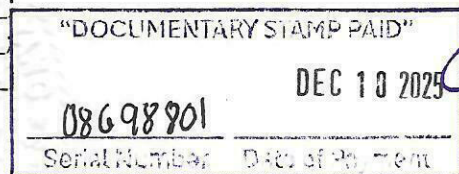
5. This Certificate is hereby executed for any legal purpose it may serve.

DONE this DEC 10 2025 in Mandaluyong City.

  
**MARIA ROWENA O. CORTEZ**  
Executive Director

SUBSCRIBED AND SWORN to before me this DEC 10 2025 in Mandaluyong City, by  
MARIA ROWENA O. CORTEZ, affiant exhibiting to me her Passport with No. \_\_\_\_\_ issued  
on \_\_\_\_\_ at \_\_\_\_\_.

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Page No. 95  
Book No. II  
Series of 2025.



  
**DARLENE E. YANG**  
Notary Public for Mandaluyong City  
40 San Miguel Avenue, 1550 Mandaluyong City  
Appointment No. 0652-25  
Until December 31, 2026  
Attorney's Roll No. 69700

PTR No. 5718011/01-02-2025/Mandaluyong  
IBP No. 497085/01-03-2025/Laguna  
MCLE Compliance No. VIII - 0015850 / 11-11-2024

