COVERSHEET

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S. E. C. Registration Number

PETRON
CORPORATION

(Company's Full Name)

SMC HEAD OFFICE COMPLEX 40 SAN
MIGUEL AVE. MANDALUYONG CITY

(Business Adress: No. Street City / Town / Province)

ATTY. JHOANNA JASMINE M. JAVIER-ELACIO
Contact Person

8884-9200
Company Telephone Number

1 2 / 3 1
Month Day
Fiscal Year

SEC FORM 17-C
FORM TYPE

0 5 / 0 2
Month Day
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.

N/A
Amended Articles Number/Section

143,521 (as of June 30, 2025)
Total No. of Stockholders

Total Amount of Debt Outstanding: P227,253 Million (as of June 30, 2025 - 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

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. **September 15, 2025**
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**
Province, country or other jurisdiction of incorporation

6. (SEC Use Only)
Industry Classification Code:

7. **San Miguel Head Office Complex, 40 San Miguel Avenue, Mandaluyong City** **1550**
Address of principal office 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	**8,911,446,400 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**
Preferred Stock Series 4D	**8,500,000 Shares**
Preferred Stock Series 4E	**8,330,000 Shares**
PCOR Series D Bonds Due 2025	**₱ 6.8 billion**
PCOR Series E Bonds Due 2025	**₱ 9.0 billion**
PCOR Series F Bonds Due 2027	**₱ 9.0 billion**
PCOR Series G Bonds Due 2030	**₱ 15.91 billion**
PCOR Series H Bonds Due 2032	**₱ 4.604 billion**
PCOR Series I Bonds Due 2035	**₱ 11.486 billion**
Total Debt	₱ 227,253 Million (Consolidated as of June 30, 2025)

11. Indicate the item numbers reported herein: **Item 9**

Item 9 (Other Events).

Further to the disclosures of Petron Corporation (the "Company") on September 4 and 8, 2025, the Company hereby furnishes the Securities and Exchange Commission a copy of its announcement with the Singapore Exchange Securities Trading Limited dated September 15, 2025 on the preliminary results of the exchange and tender offers.

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	**September 15, 2025** Date

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

NOT FOR DISTRIBUTION IN OR INTO OR TO ANY PERSON LOCATED OR RESIDENT IN THE UNITED STATES OF AMERICA, ITS TERRITORIES AND POSSESSIONS, ANY STATE OF THE UNITED STATES OR THE DISTRICT OF COLUMBIA (THE "UNITED STATES") OR IN ANY JURISDICTION WHERE IT IS UNLAWFUL TO DO SO.

This announcement is for information purposes only, and does not constitute an invitation or an offer to acquire, purchase, or subscribe for or sell any securities. This announcement does not constitute an offer to sell or the solicitation of an offer to buy any securities in the United States or any other jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities law of any such jurisdiction. Any materials relating to the Exchange and Tender Offer do not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law. If a jurisdiction requires the Exchange and Tender Offer to be made by a licensed broker or dealer and the Dealer Managers or any of their respective affiliates is such a licensed broker or dealer in such jurisdiction, the Exchange and Tender Offer shall be deemed to be made by such Dealer Manager or affiliate (as the case may be) on behalf of the Company in such jurisdiction.

PETRON

Petron Corporation

(incorporated with limited liability in the Republic of the Philippines)

(the **"Company")**

Aggregate Principal Amount of Existing Securities validly (i) tendered for exchange pursuant to the Exchange Offer; and (ii) tendered for purchase pursuant to the Tender Offer

Reference is made to the announcements of the Company dated September 4, 2025 and September 8, 2025 (the "**Announcements**") in respect of (i) its invitation to eligible holders of the outstanding Existing Securities to the Exchange and Tender Offer; and (ii) the Minimum Initial Rate of Distribution of the New Securities, respectively. Capitalised terms used and not otherwise defined in this announcement have the meanings given to them in the Exchange and Tender Offer Memorandum and the Announcements.

Following the Expiration Deadline at 4:00 p.m. (London time) on September 12, 2025, the Company is pleased to announce the principal amounts of Existing Securities which were validly (i) tendered for exchange pursuant to the Exchange Offer; and (ii) tendered for purchase pursuant to the Tender Offer, each as set out in the table below.

Existing Securities	Outstanding Principal Amount	ISIN/Common Code	Principal amount of Existing Securities validly tendered for exchange pursuant to the Exchange Offer	Principal amount of Existing Securities validly tendered for purchase pursuant to the Tender Offer
U.S.$550,000,000 5.95% Senior Perpetual Capital Securities	U.S.$550,000,000	ISIN: XS2330597738 Common Code: 233059773	U.S.$333,190,000	U.S.$54,199,000

The Company will make further announcements in respect of the pricing terms of the New Securities (including the New Issue Initial Rate of Distribution and the New Issue Initial Credit Spread) and the final results of the Exchange and Tender Offer (including the Maximum Tender Acceptance Amount) on or after the Pricing Date.

Completion of the Exchange and Tender Offer remains subject to the fulfillment or waiver of the Financing Condition and other conditions contained in the Exchange and Tender Offer Memorandum. No assurance can be given that the Exchange and Tender Offer will be completed and the Company reserves the right to amend, withdraw or terminate the Exchange and Tender Offer with or without conditions.

The Company may, in its sole discretion, extend, re-open, amend, waive any condition of or terminate the Exchange and Tender Offer at any time (subject to applicable law and as provided in the Exchange and Tender Offer Memorandum).

The Exchange and Tender Offer is not being made within, and the Exchange and Tender Offer Memorandum is not for distribution in, the United States. The Exchange and Tender Offer Memorandum is not an offer of securities for sale in the United States or any other jurisdiction where it is unlawful to offer such securities, including the New Securities, for sale. Securities may not be offered, sold or delivered in the United States absent registration or an exemption from registration. The offer and sale of any securities to be issued pursuant to the Concurrent Securities Issuance are being conducted pursuant to a separate offering circular and the Exchange and Tender Offer is not an offer to sell or a solicitation of an offer to buy any such securities.

The New Securities have not been and will not be registered under the Securities Act, and may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. Accordingly, the New Securities are being offered and sold only outside the United States in offshore transactions in reliance on Regulation S under the Securities Act.

For a detailed statement of the terms and conditions of the Exchange and Tender Offer, Securityholders should refer to the Exchange and Tender Offer Memorandum, available from the Transaction Website: https://projects.sodali.com/petron, subject to eligibility confirmation and registration.

Dated: September 15, 2025

Requests for information in relation to the Exchange and Tender Offer should be directed to:

THE JOINT DEALER MANAGERS

The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch

10 Marina Boulevard
#47-01
Marina Bay Financial Centre Tower 2
Singapore 18983

Attention:
Liability Management

Email:
liability.management
@hsbcib.com

DBS Bank Ltd.

12 Marina Boulevard
Level 42
Marina Bay Financial Centre Tower 3
Singapore 018982

Attention: GFM – Investment Banking – Fixed Income Origination

Email:
dbstmg@dbs.com

Mizuho Securities Asia Limited

14-15/F., K11 Atelier
18 Salisbury Road
Tsim Sha Tsui,
Kowloon
Hong Kong

Attention:
Debt Capital Markets

Email:
Liability.Management@
hk.mizuho-sc.com

MUFG Securities EMEA plc

Ropemaker Place
25 Ropemaker Street
London E2CY 9AJ
United Kingdom

Attention:
Capital Markets Group

Email:
liabilitymanagement_asi
a@
spr.sc.mufg.jp

SMBC Nikko Securities (Hong Kong) Limited

Suites 807-811, 8/F, One International Finance Centre
1 Harbour View Street, Central
Hong Kong

Attention: DCM

Email:

DCM.SSEA
@smbcnikko-hk.com

Standard Chartered Bank

One Basinghall Avenue
London EC2V 5DD
United Kingdom

Attention:
Capital Markets Philippines

Email:
Liability_Management
@sc.com

UBS AG Singapore Branch

9 Penang Road
Singapore 238459

Attention: DCM Asia

Email:

ol-liabilitymanagement-
asia@ubs.com

Requests for information in relation to the procedures in relation to tendering for exchange or for purchase, as applicable, of Existing Securities and participating in the Exchange and Tender Offer and the submission of an Exchange Instruction and/or a Tender Instruction should be directed to the Exchange and Tender Agent:

THE EXCHANGE AND TENDER AGENT

Sodali & Co

In London
The Leadenhall Building
122 Leadenhall Street
London EC3V 4AB
United Kingdom

Telephone:
+44 20 4513 6933

In Hong Kong
1401, 14/F
90 Connaught Road Central
Sheung Wan

Telephone:
+852 2319 4130

E-mail: petron@investor.sodali.com
Transaction Website: https://projects.sodali.com/petron

This announcement must be read in conjunction with the Exchange and Tender Offer Memorandum.

None of the Company, the Dealer Managers or the Exchange and Tender Agent has expressed any opinion as to whether the terms of the Exchange and Tender Offer are fair.

Each Securityholder participating in the Exchange and Tender Offer will be deemed to give certain representations as set out in the Exchange and Tender Offer Memorandum. Any tender for exchange or for purchase of Existing Securities pursuant to the Exchange and Tender Offer from a Securityholder that is unable to make these representations will not be accepted. Each of the Company, the Dealer Managers and the Exchange and Tender Agent reserves the right, in its absolute discretion, to investigate, in relation to any tender for exchange or for purchase of Existing Securities pursuant to the Exchange and Tender Offer, whether any such representation given by a Securityholder is correct and, if such investigation is undertaken and as a result the Company determines (for any reason) that such representation is not correct, such tender for exchange or for purchase of Existing Securities shall not be accepted.

The securities referred to herein have not and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the securities laws of any state of the United States or any other jurisdiction. The securities referred to herein may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. No public offering of the securities referred to herein is being made in the United States or in any other jurisdiction.

NONE OF THE EXCHANGE AND TENDER OFFER MEMORANDUM OR ANY RELATED DOCUMENT HAS BEEN REVIEWED BY THE PHILIPPINE SECURITIES AND EXCHANGE COMMISSION (THE "PHILIPPINE SEC"), AND NEITHER THE EXCHANGE AND TENDER OFFER NOR THE SECURITIES BEING REFERRED TO HEREIN, HAVE BEEN AND WILL BE REGISTERED WITH THE PHILIPPINE SEC UNDER THE SECURITIES REGULATION CODE OF THE PHILIPPINES AND ITS IMPLEMENTING RULES AND REGULATIONS, AS AMENDED (THE "PHILIPPINE SRC"). ANY OFFER OR SALE OF THE SECURITIES WITHIN THE PHILIPPINES IS SUBJECT TO THE REGISTRATION REQUIREMENTS UNDER THE PHILIPPINE SRC UNLESS SUCH OFFER OR SALE QUALIFIES AS AN EXEMPT TRANSACTION UNDER THE PHILIPPINE SRC.

The distribution of the Exchange and Tender Offer Memorandum in certain jurisdictions may be restricted by law. Securityholders and any other person into whose possession the Exchange and Tender Offer

Memorandum comes are required by the Company to inform themselves about, and to observe, any such restrictions.