



June 2, 2011

PHILIPPINE STOCK EXCHANGE, INC. (PSE)
4/F Philippine Stock Exchange Center
Exchange Road, Ortigas Center
Pasig, Metro Manila

Attention: **Ms. Janet A. Encarnacion**
Head, Disclosure Department

Subject: **Certification under Oath re Annual Stockholders' Meeting**

Dear Ms. Encarnacion:

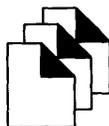
We are submitting herewith a Certification under oath executed by our stock transfer agent vis-à-vis the total number of shares subscribed, total amount subscribed and paid, and the distribution of the ownership thereof by citizenship.

We trust that we have sufficiently complied with your disclosure requirements.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Joel'.

JOEL ANGELO C. CRUZ
AVP - General Counsel &
Corporate Secretary



SMC STOCK TRANSFER SERVICE CORPORATION

CERTIFICATION

This is to certify that in our capacity as Stock Transfer Agent of **Petron Corporation**, the total shares subscribed and outstanding of the Company as of May 26, 2011 is as follows:

Citizenship	Total no. of Shares Subscribed (COMMON)	Total Amount Subscribed and Paid	Percentage
Filipino	- 9,335,010,053	9,335,010,053.00	99.57%
Foreign	- 40,094,444	40,094,444.00	.43%
Total COMMON Shares	- 9,375,104,497	9,375,104,497.00	100.00%

Citizenship	Total no. of Shares Subscribed (PREFERRED)	Total Amount Subscribed and Paid	Percentage
Filipino	- 99,513,340	99,513,340.00	99.51%
Foreign	- 486,660	486,660.00	.49%
Total PREFERRED Shares	- 100,000,000	100,000,000.00	100.00%
Total Subscribed and Outstanding Shares	- 9,475,104,497	9,475,104,497.00	100.00%

This certification is being issued at the request of Petron Corporation in compliance with the reportorial requirements of the Philippine Stock Exchange.

Mandaluyong City, June 2, 2011

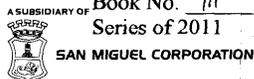
SMC – STOCK TRANSFER SERVICE CORPORATION

By:


ENRIQUE LL. YUSINGO
VP and General Manager

SUBSCRIBED AND SWORN to before me this JUN 02 2011, affiant exhibiting to me his Passport No. UU0976396 with an expiry date on April 27, 2012.

Doc. No. 203 ;
Page No. 42 ;
Book No. 111 ;
Series of 2011




VICENTE R. MARQUEZ
Notary Public for Mandaluyong City
Notary Commission No. 0337-10
Until December 31, 2011
PTR No. 1852842 01-28-11 Mandaluyong City
LRN 0183 05-25-00 Pasig City
Roll of Attorney No. 35074
SMC Head Office Complex,
40 San Miguel Avenue, 1550 Mandaluyong City
MCLE Compliance No. III- 0013481 04-21-10