

January 28, 2013

# PHILIPPINE STOCK EXCHANGE, INC.

Disclosure Department 3<sup>rd</sup> Floor, Philippine Stock Exchange Center Ayala Triangle, Ayala Avenue Makati City

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

Gentlemen:

In compliance with the Securities and Exchange Commission ("SEC") Memorandum Circular No. 6, Series of 2009, please find attached a copy of Petron Corporation's Certificate of Compliance with the Manual on Corporate Governance, which we filed with the SEC today.

Very truly yours,

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

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## SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines Tel:(632) 726-0931 to 39 Fax:(632) 725-5293 Email: mis@sec.gov.ph

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Company Information

SEC Registration No. 0000031171 Company Name PETRON CORP. Industry Classification Company Type Stock Corporation

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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.	January 28, 2013 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 jurisdiction of Industry Classification Code: incorporation
7.	SMC Head Office Complex, #40 San Miguel Avenue, Mandaluyong City Address of principal office Postal Code
8.	(0632) 886-3888; 884-9200 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
	Title of Each Class Number of Shares of Common Stock

the RSA

ock Outstanding and Amount of Debt Outstanding (As of September 30, 2012) 9,375,104,497 Shares 100,000,000 Shares Common Stock Preferred Stock

Total Liabilities

₽ 180,249 Million

11. Indicate the item numbers reported herein: Item No. 9

Item 9 - Other Events

Please see attached Certification on the compliance by Petron Corporation with its Manual on Corporate Governance for year 2012.

#### 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 January 28, 2013 Date

JOEL ANGELO C. CRUZ Corporate Secretary

\* Print name and title of the signing officer under the signature.

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### CERTIFICATION

I, JOEL ANGELO C. CRUZ, of legal age, 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 depose and state that:

1. I am the Assistant 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. In 2012, the Corporation substantially adopted all the provisions of the Manual on Corporate Governance as prescribed by SEC Memorandum Circular No. 6, Series of 2009 (the "Manual"); and

3. I am issuing this Certificate in compliance with the requirement of the Securities and Exchange Commission on the annual reporting of the Company's compliance with the Manual.

IN WITNESS WHEREOF, we have signed this Certificate this JAN 2 8 2013 day of January 2013.

JOEL ANSELO C. CRUZ Compliance Officer

Countersigned by:

RAMON S. ANG Chairman and Chief Executive Officer

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ day of January 2013, affiants exhibiting to me their Passport Numbers, as follows:

	Passport No.	Date/Place Issued
		$\bigcap$
Joel Angelo C. Cruz	EB6976457	December 19, 2012; Manila
Ramon S. Ang	XX0748364	July 11, 2011; Manlla
Doc. No. <u>179</u> ; Page No. <u>37</u> ; Book No. <u>1</u> ; Series of 2013.		DON-VIC P. QUEZON Notary Public for Mandaluyong City 40 San Miguel Avenue, 1550 Mandaluyong City Appointment No. 0382-12 Until December 31, 2013 Attorney's Roll No. 56728 PTR NO. 7545333 / 01-04-12/ Pasig City Lifetime IBP No. 08324 MCLE Compliance No. Ill-000#868 / 02-25-10

PETRON CORPORATION, SMC Head Office Complex, 40 San Miguel Avenue, Mandaluyong City 1550, Metro Manila, Philippines, PO Box 014 MCPO 0708 Tel.: (632) 886-3888 • Pandacan Terminal, Jesus St., Pandacan, Manila Tel.: (632) 563-8521 • Mandaue Terminal, Looc, Mandaue City, Cebu Tel.: (032) 346-5135 / 344-7341 to 51 • Davao Depot, Km.9 Bo. Pampanga, Davao City Tel.: (082) 234-2185 / 233-0399 • Internet: http://www.petron.com