



May 22, 2014

**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:

Please find attached a copy of the Certification of Independent Director which was filed by Mr. Reynaldo G. David with the Securities and Exchange Commission on May 21, 2014 following his election as an Independent Director of the Company at the Annual Stockholders' Meeting held on May 20, 2014.

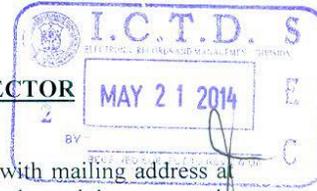
Very truly yours,

A handwritten signature in black ink, appearing to read "Joel", written in a cursive style.

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



**CERTIFICATION OF INDEPENDENT DIRECTOR**



I, **REYNALDO G. DAVID**, Filipino, of legal age, and with mailing address at No. 35 Narra Street, South Forbes Park, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

I am an Independent Director of Petron Corporation.

I am not affiliated with any company or organization that directly or indirectly gives rise to a conflict of interest or violates SRC Rule 38.

I possess all the qualifications and none of the disqualifications to serve as in Independent Director of Petron Corporation as provided for in Section 38 of the Securities Regulation Code and its implementing Rules and Regulations.

I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code.

I shall inform the Corporate Secretary of Petron Corporation of any changes in the abovementioned information within five (5) days from its occurrence.

Done this 20<sup>th</sup> day of May 2014 at Mandaluyong City.

  
**REYNALDO G. DAVID**  
Independent Director

SUBSCRIBED AND SWORN to before me this MAY 20 2014 at Mandaluyong City, affiant exhibiting to me his Passport with No. EB9544614 issued on November 8, 2013 at Manila, Philippines.

Doc. No. 35 ;  
Page No. 16 ;  
Book No. II ;  
Series of 2014.

  
**DON-VIC R. QUEZON**  
Notary Public for Mandaluyong City  
40 San Miguel Avenue, 1550 Mandaluyong City  
Appointment No. 0389-14  
Until December 31, 2015  
Attorney's Reg. No. 56738  
PTR No. 1942158 / 1-2-14 / Mandaluyong City  
Lifespan BRP No. 04124  
MCLE Compliance No. BY 31-11-13 / 3-25-13