CR02807-2021

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A, AS AMENDED

**ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF THE CORPORATION CODE OF THE PHILIPPINES**

1. For the fiscal year ended
   Dec 31, 2020
2. SEC Identification Number
   31171
3. BIR Tax Identification No.
   000-168-801
4. Exact name of issuer as specified in its charter
   PETRON CORPORATION
5. Province, country or other jurisdiction of incorporation or organization
   Philippines
6. Industry Classification Code(SEC Use Only)

7. Address of principal office
   San Miguel Head Office Complex, 40 San Miguel Avenue, Mandaluyong City
   Postal Code
   1550
8. Issuer's telephone number, including area code
   (63 2) 8884-9200
9. Former name or former address, and former fiscal year, if changed since last report
   N/A
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 (PCOR)	9,375,104,497
PREFERRED SERIES 2B (PRF2B)	2,877,680
PREFERRED SERIES 3A (PRF3A)	13,403,000
PREFERRED SERIES 3B (PRF3B)	6,597,000
PCOR SERIES A BONDS DUE 2021 (IN MIL PESO)	13,000
PCOR SERIES B BONDS DUE 2023 (IN MIL PESO)	7,000

PCOR SERIES C BONDS DUE 2024 (IN MIL PESO)	13,200
PCOR SERIES D BONDS DUE 2025 (IN MIL PESO)	6,800
TOTAL DEBT AS OF DEC 31, 2020 (IN MIL PESO-CONSO)	197,158

11. Are any or all of registrant's securities listed on a Stock Exchange?

☑ Yes ☐ No

If yes, state the name of such stock exchange and the classes of securities listed therein:

Philippine Stock Exchange-Common, and Series 2B, 3A and 3B Preferred Shares; Philippine Dealing & Exchange Corp. - Series A, B, C and D Bonds

12. Check whether the issuer:

(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of The Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports)

☑ Yes ☐ No

(b) has been subject to such filing requirements for the past ninety (90) days

☑ Yes ☐ No

13. State the aggregate market value of the voting stock held by non-affiliates of the registrant. The aggregate market value shall be computed by reference to the price at which the stock was sold, or the average bid and asked prices of such stock, as of a specified date within sixty (60) days prior to the date of filing. If a determination as to whether a particular person or entity is an affiliate cannot be made without involving unreasonable effort and expense, the aggregate market value of the common stock held by non-affiliates may be calculated on the basis of assumptions reasonable under the circumstances, provided the assumptions are set forth in this Form

As of March 31, 2021 (total of 2,514,334,220 common shares at P3.06 per share): P7,693,862,713.20

APPLICABLE ONLY TO ISSUERS INVOLVED IN INSOLVENCY SUSPENSION OF PAYMENTS PROCEEDINGS DURING THE PRECEDING FIVE YEARS

14. Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the Code subsequent to the distribution of securities under a plan confirmed by a court or the Commission.

☐ Yes ☑ No

DOCUMENTS INCORPORATED BY REFERENCE

15. If any of the following documents are incorporated by reference, briefly describe them and identify the part of SEC Form 17-A into which the document is incorporated:

(a) Any annual report to security holders

N/A

(b) Any information statement filed pursuant to SRC Rule 20

N/A

(c) Any prospectus filed pursuant to SRC Rule 8.1

N/A

PETRON

Petron Corporation
PCOR

PSE Disclosure Form 17-1 - Annual Report

References: SRC Rule 17 and
Section 17.2 and 17.8 of the Revised Disclosure Rules

For the fiscal year ended	Dec 31, 2020
Currency	Peso (in Millions)

Balance Sheet

	Year Ending	Previous Year Ending
	Dec 31, 2020	Dec 31, 2019
Current Assets	132,294	179,488
Total Assets	349,725	394,835
Current Liabilities	149,069	158,374

Total Liabilities	263,530	302,405
Retained Earnings/(Deficit)	29,799	45,510
Stockholders' Equity	86,195	92,430
Stockholders' Equity - Parent	79,772	85,657
Book Value Per Share	5.94	6.57

Income Statement

	Year Ending	Previous Year Ending
	Dec 31, 2020	Dec 31, 2019
Gross Revenue	287,080	515,869
Gross Expense	291,709	499,670
Non-Operating Income	780	1,340
Non-Operating Expense	12,362	13,802
Income/(Loss) Before Tax	-16,211	3,737
Income Tax Expense	-4,798	1,434
Net Income/(Loss) After Tax	-11,413	2,303
Net Income/(Loss) Attributable to Parent Equity Holder	-11,380	1,701
Earnings/(Loss) Per Share (Basic)	-1.58	-0.17
Earnings/(Loss) Per Share (Diluted)	-	-

Financial Ratios

	Formula	Fiscal Year Ended	Previous Fiscal Year
		Dec 31, 2020	Dec 31, 2019
Liquidity Analysis Ratios:			
; ; Current Ratio or Working Capital Ratio	**Current Assets / Current Liabilities**	0.89	1.13
; ; Quick Ratio	**(Current Assets - Inventory - Prepayments) / Current Liabilities**	0.37	0.5
; ; Solvency Ratio	**Total Assets / Total Liabilities**	1.33	1.31
Financial Leverage Ratios			
; ; Debt Ratio	**Total Debt/Total Assets**	0.56	0.52
; ; Debt-to-Equity Ratio	**Total Debt/Total Stockholders' Equity**	2.29	2.21
; ; Interest Coverage	**Earnings Before Interest and Taxes (EBIT) / Interest Charges**	-0.43	1.28
; ; Asset to Equity Ratio	**Total Assets / Total Stockholders' Equity**	4.06	4.27
Profitability Ratios			
; ; Gross Profit Margin	**Sales - Cost of Goods Sold or Cost of Service / Sales**	0.03	0.06
; ; Net Profit Margin	**Net Profit / Sales**	-0.04	0
; ; Return on Assets	**Net Income / Total Assets**	-0.03	0.01
; ; Return on Equity	**Net Income / Total Stockholders' Equity**	-0.13	0.03

Price/Earnings Ratio	**Price Per Share / Earnings Per Common Share**	-2.53	-22.71

Other Relevant Information
Please find attached Annual Report (SEC Form 17-A) of the Company for 2020, together with (i) the Company's 2020 audited separate and consolidated financial statements and (ii) the Company's 2020 Sustainability Report. For purposes of computing the "debt ratio" and "debt-to-equity ratio" as set out in this PSE EDGE template for SEC Form 17-A, "debt" covers interest-bearing debt and excludes lease liabilities.

Filed on behalf by:

Name	Jhoanna Jasmine Javier-Elacio
Designation	Legal Manager and Assistant Corporate Secretary

C O V E R S H E E T

3 1 1 7 1
S. E. C. Registration Number

P E T R O N
C O R P O R A T I O N
(Company's Full Name)

S M C H E A D O F F I C E C O M P L E X 4 0 S A N
M I G U E L A V E. M A N D A L U Y O N G C I T Y
(Business Adress: No. Street City / Town / Province)

ATTY. JOEL ANGELO C. CRUZ
Contact Person

8884-9200
Company Telephone Number

1 2 **3 1**
Month Day
Fiscal Year

ANNUAL REPORT 2020
(SEC FORM 17-A)
FORM TYPE

0 5 **1 8**
Month Day
Annual Meeting
(for 2021)

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

Dept. Requiring this Doc.

N/A
Amended Articles Number/Section

Total Amount of Debt Outstanding: P197,158 Million (as of December 31, 2020-CONSO)

145,041 (as of December 31, 2020)
Total No. of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

Fiscal Numer

LCU

Document I. D.

Cashier

S T A M P S

Remarks = pls. use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A

**ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND
THE REVISED CORPORATION CODE OF THE PHILIPPINES**

1. For the fiscal year ended December 31, 2020
   Date of Report (Date of earliest event reported)

2. SEC Identification Number 31171 3. BIR Tax Identification No. 000-168-801

4. PETRON CORPORATION ("Petron" or the "Company")
   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. SMC Head Office Complex, #40 San Miguel Avenue, Mandaluyong City 1550
   Address of principal office Postal Code

8. (0632) 8.886-3888; 8.884-9200
   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 RSA

Number of Shares of Stock Outstanding and
Amount of Debt Outstanding
(as of December 31, 2020)

Title of Each Class	**Number of Shares Outstanding**
Common Stock	**9,375,104,497 shares**
Series 2B Preferred Shares	**2,877,680 shares**
Series 3A Preferred Shares	**13,403,000 shares**
Series 3B Preferred Shares	**6,597,000 shares**
Total Liabilities	**₽ 197,158 million**
Series A Bonds due 2021	**₽ 13.0 billion**
Series B Bonds due 2023	**₽ 7.0 billion**
Series C Bonds due 2024	**₽ 13.2 billion**
Series D Bonds due 2025	**₽ 6.8 billion**

11. Are any or all of these securities listed on any Philippine stock exchange?

Yes [X] No [ ]

If yes, state the name of such stock exchange and the classes of securities listed therein:

Philippine Stock Exchange	Common Shares Series 2B Preferred Shares Series 3A Preferred Shares Series 3B Preferred Shares
Philippine Dealing & Exchange Corp.	Series A Bonds due 2021 Series B Bonds due 2023 Series C Bonds due 2024 Series D Bonds due 2025

12. Check whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines (the "Corporation Code") during the preceding 12 months (or for such shorter period that the registrant was required to file such reports);

Yes [X] No [ ]

The SEC Form 17-Q for the first quarter of 2021 will be filed by the Company by May 13, 2021.

(b) has been subject to such filing requirements for the past 90 days.

Yes [X] No [ ]

13. The aggregate market value of the voting stock held by non-affiliates of the Company *(i.e.,* other than San Miguel Corporation, SEA Refinery Corporation, Petron Corporation Employees' Retirement Plan and the directors and executive officers of Petron Corporation) as of December 31, 2020 totaling 2,514,335,220 common shares was ₱10,032,197,527.80 based on the price of ₱3.99 per share as of December 20, 2020, the last trading day of 2020. Petron had a public ownership of 26.73% as of December 31, 2020. The aggregate market value of the voting stock held by non-affiliates of the Company as of March 31, 2021 totaling 2,514,334,220 common shares was ₱7,693,862,713.20 based on the price of ₱3.06 per share as of March 31, 2021, the last trading day of March 2021. Petron had a public ownership of 26.72% as of March 31, 2021. Attached hereto as Annexes A and B are the public ownership reports of the Company as of December 31, 2020 and March 31, 2021, respectively.

DOCUMENTS INCORPORATED BY REFERENCE

N o n e

PART I – BUSINESS AND GENERAL INFORMATION

(A) Description of Business

(1) Business Development

(i) The Company

Petron was incorporated in the Philippines on December 22, 1966 as "Esso Philippines Inc." Petron was renamed "Petrophil Corporation" in 1974 when the Philippine National Oil Company ("PNOC") acquired it. In 1985, Petrophil and Bataan Refinery Corporation (formerly, the "Standard Vacuum Refining Corporation") were merged with Petrophil Corporation as the surviving corporation. The Company changed its corporate name to "Petron Corporation" in 1988. On September 13, 2013, the SEC approved the amendment of the Company's Articles by extending the corporate term of the Company for another 50 years from and after December 22, 2016. However, as a general rule under the Revised Corporation Code of the Philippines ("Revised Corporation Code"), which took effect on February 23, 2019, corporations with certificates of incorporation prior to the effectivity of the Revised Corporation Code, and which continue to exist, shall have perpetual existence. By operation of law, therefore, the Company shall now have perpetual existence.

As of February 28, 2021, the three (3) principal common shareholders of the Company holding at least 5% of its common stock were SEA Refinery Corporation ("SEA Refinery") (50.10%), PCD Nominee Corporation - Filipino (18.57%) and San Miguel Corporation ("SMC") (18.16%). SEA Refinery is wholly-owned by SMC. SMC thus holds an aggregate 68.26% ownership of the common shares of the Company.

The registered office address of Petron is at the SMC Head Office Complex, 40 San Miguel Avenue, Mandaluyong City.

(ii) Subsidiaries

The direct subsidiaries of the Company as of December 31, 2020 are listed below:

- **New Ventures Realty Corporation** ("NVRC") is a realty firm established on August 24, 1995. NVRC is authorized to acquire and develop land but it does not engage in the subdivision business. Land suitable for use as service station sites, bulk plants or sales offices are purchased by NVRC, which are then leased to Petron for use in the latter's operation. NVRC's wholly owned subsidiary, Las Lucas Development Corporation, which was acquired in 2003, was later renamed "Las Lucas Construction and Development Corporation" upon approval by the SEC in September 2009 ("LLCDC"). In 2012, NVRC acquired 100% of Parkville Estates and Development Corporation and 60% of Mariveles Landco Corporation. In 2013, NVRC further acquired 100% of South Luzon Prime Holdings Incorporated, MRGVeloso Holdings, Inc. (which was merged into LLCDC effective June 1, 2018) and Abreco Realty Corp.

- **Petrogen Insurance Corporation** ("Petrogen"), incorporated on August 23, 1996, was a wholly owned subsidiary of Petron as of December 31, 2020. It served the insurance requirements of Petron and its allied business partners such as contractors, suppliers and dealers.

  On February 4, 2021, the SEC approved the increase in the authorized capital stock of Petrogen from P750 million to P2.25 billion that enabled Petrogen to issue shares to SMC equal to 74.94% of the present outstanding capital stock of Petrogen.

- **Overseas Ventures Insurance Corporation Ltd.** ("Ovincor") was incorporated on November 16, 1995 under the laws of Bermuda for the purpose of expediting the reinsurance of Petron's insurable interests as covered by Petrogen. Reinsurance includes the insurance cover for the refinery of Petron in Bataan (the "Petron Bataan Refinery"), the bulk plants and service station properties, petroleum and cargo insurance and performance bonds for Petron contractors and haulers as well.

- **Petron Freeport Corporation** ("PFC"; formerly, "Petron Treats Subic, Inc.") was incorporated on November 6, 2003. The company is registered with the Subic Bay Metropolitan Authority ("SBMA") as a Subic Bay Freeport ("SBF") enterprise. PFC is engaged in the business of importing, transporting, trading and retailing petroleum products and related products. As a registered SBF enterprise, PFC is entitled to tax-free and duty-free importation of raw materials and capital equipment for use solely within SBF. PFC has two (2) divisions - retail and manufacturing. The retail division handles the service station operations (*i.e.*, forecourt, quick-service restaurant, and locators). The manufacturing division is engaged in refining, distilling and manufacturing any and all kinds of petroleum products, oil, gas and other vehicle substances. Direct operations of the retail facilities and the manufacturing plant of PFC allows Petron to deal in the business of purchasing, marketing, distributing and trading petroleum, oil, gas, and related products.

- **Petron Marketing Corporation** ("PMC") was incorporated on January 27, 2004 with the same business purpose as PFC but operated outside the SBF. PMC is a wholly-owned subsidiary of Petron. PMC turned over to Petron the operation of service stations that PMC held and the operation of Treats stores, effective August 1, 2016 and November 30, 2016, respectively. PMC also terminated its franchises to the fastfood stores.

- **Petron Singapore Trading Pte. Ltd.** ("PSTPL") was established in 2010 as Petron's trading subsidiary in Singapore. The subsidiary aims to optimize crude procurement and participate in Singapore's Global Trader Program, which allows the Company access to a wider selection of crude alternatives, resulting in further optimization of Petron's crude selection.

- **Petron Global Limited** ("Petron Global") is a holding company incorporated under the laws of the British Virgin Islands acquired by the Company on February 24, 2012.

- **Petron Finance (Labuan) Limited** ("Petron Finance") is a holding company incorporated under the laws of Labuan, Malaysia acquired by the Company on March 2, 2012.

- **Petrochemical Asia (HK) Limited** ("PAHL") is a holding company incorporated under the laws of Hong Kong over which the Company obtained control in January 2013 and 100% ownership in July 2016.

- **Petron Oil & Gas Mauritius Ltd.** ("POGM") is a holding company incorporated under the laws of Mauritius acquired by the Company on February 8, 2012.

  Petron Oil & Gas International Sdn. Bhd. ("POGI") is a subsidiary of POGM incorporated under the laws of Malaysia, which, on March 30, 2012, acquired 65% of the issued and outstanding share capital of Esso Malaysia Berhad ("EMB"), a publicly-listed company in Malaysia, and 100% of the issued and outstanding share capital of ExxonMobil Malaysia Sdn. Bhd. and ExxonMobil Borneo Sdn. Bhd. POGI subsequently acquired an additional 8.4% of the voting shares of EMB in May 2012 pursuant to a mandatory takeover offer. On April 23, 2012, the Companies Commission of Malaysia ("CCM") issued a certificate for the change of name of ExxonMobil Malaysia Sdn. Bhd. to "Petron Fuel International Sdn. Bhd." ("PFISB") and of ExxonMobil Borneo Sdn Bhd. to "Petron Oil (M) Sdn. Bhd." ("POMSB"). Thereafter, on July 10, 2012, the CCM issued a certificate for the change of name of EMB to "Petron Malaysia Refining & Marketing Bhd." ("PMRMB").

PMRMB, PFISB and POMSB (collectively, the "Petron Malaysia Companies") are companies incorporated under the laws of Malaysia and are engaged in the downstream oil business in Malaysia. The Petron Malaysia Companies' distribution network (including in the state of Sabah) is comprised of 12 product terminals and facilities. The Petron Malaysia Companies have a network of more than 700 retail service stations in the country. PMRMB owns and operates the 88,000 bpd Port Dickson Refinery ("PDR"). The PDR produces a range of products, including LPG, naphtha, gasoline, diesel, jet fuel, and low sulfur waxy residue ("LSWR").

The Petron Malaysia Companies' fuels marketing business in Malaysia is divided into retail business and commercial sales. The retail business markets fuels and other retail products through its network of service stations located throughout Peninsular and Sabah-East Malaysia. In December 2016, POMSB launched its downstream business in the state of Sarawak-East Malaysia. The Petron Malaysia Companies' commercial sales are divided into four (4) segments: industrial and wholesale, aviation fuels, LPG and lubricants/specialties. The industrial segment sells diesel and gasoline fuels to mini-stations and power plants, as well as to the manufacturing, plantation, transportation and construction sectors while the Malaysian wholesale segment primarily engages in diesel sales to company-appointed resellers, which sell the Company's products to industrial customers. The aviation group mainly sells to key airline customers which operate at the Kuala Lumpur International Airport where the product is supplied through the pipeline connected to the Port Dickson Terminal. PMRMB markets LPG in 12-kg and 14-kg cylinders for domestic use and 50-kg and bulk for commercial use. In April 2012, PFISB established a lubricants and specialties segment to introduce Petron lubricants and greases into the Malaysian market. Automotive lubricants are sold through the service stations and vehicle workshops by appointed distributors in Malaysia. PMRMB exports LSWR and naphtha from the PDR.

The above-listed subsidiaries of the Company have no plans of engaging in lines of products or services other than those provided in connection with the promotion and enhancement of the business of the Company.

The Company and its subsidiaries are not subject of any bankruptcy, receivership or similar proceedings.

Operating Highlights

Sales

For the whole of 2020, the Company's consolidated sales volume stood at 78.6 million barrels, down 27% from 2019's 107 million barrels, reflecting the impact of the COVID-19 pandemic.

Refining

The Petron Bataan Refinery Master Plan Phase-2 Upgrade ("RMP-2") upgraded the Petron Bataan Refinery to a full conversion refining complex, where all fuel oil is converted to higher value products (gasoline, diesel, and petrochemicals), making it comparable to other highly complex refineries worldwide. RMP-2 started its full commercial operation in January 2016.

The closure of the Shell Refinery since May 2020 leaves the Petron Bataan Refinery as the only remaining refining facility in the country.

The Petron Bataan Refinery was granted approval as a registered enterprise in December 2020 by the Authority of the Freeport Area of Bataan ("AFAB"). FAB-registered enterprises are entitled to avail of fiscal incentives under the Special Economic Zone Act of 1995 or the Omnibus Investment Code of 1987 such as (i) tax- and duty-free importation of merchandise which include raw materials, capital equipment machineries and spare parts; (ii) exemption from export wharfage dues, export taxes, imposts, and fees; and (iii) VAT zero-rating of local purchases, subject to compliance with Bureau of Internal Revenue and AFAB requirements. Further, value-added tax ("VAT") will only be imposed on the Company as a FAB Registered Enterprise upon the withdrawal of products from the refinery instead of the VAT being payable upon importation of crude oil.

Product Supply and Distribution

The Company continues to implement programs to ensure adequate and timely product supply such as storage capacity additions, effective inventory management, keeping a sufficient fleet of tank trucks and marine vessels, and an inter-depot support system during periods of calamities.

Human Resources

In 2020, the Company created learning and development initiatives to push the workforce up to speed on new skills – both professional and social. Petron dedicated a total of 53,239 training hours for all Petron employees or an average of 25.7 hours of training per employee.

Development of future leaders was also accelerated through mentoring and coaching programs for 42 mentees/coachees and 29 employees who served as their mentors/coaches yielding a total of 287 coaching hours and 20 mentoring hours to further strengthen the leadership pipeline in the Company.

Health, Safety and Environment ("HSE")

The Company's HSE programs continue to be an important element in the operations of its facilities. HSE programs of the Company include ECOWATCH assessment and safety oversigned assessment and compliance inspections of the depots/terminals, service stations and third party LPG filling plants, participation in industry-wide oil spill response exercises, emergency drills and exercises, safety seminars/trainings, and maintenance of management systems and ISO certifications on environment, health and safety.

The Petron Bataan Refinery continues to be certified for the Integrated Management System ("IMS") Certification to Quality Management System ("QMS") ISO-9001 Version 2015 and Occupational Health & Safety Assessment Series OHSAS-18001 Version 2007, and also sustained Surveillance Audit to Environmental Management System ("EMS") ISO-14001 Version 2015. All 30 terminals are certified under the new ISO 9001:2015 (QMS), ISO 14001:2015 (EMS) standards and OHSAS 1800:2007 (Occupational Health and Safety Management). Terminals are already in transition to ISO 45001:2018 (Occupational Health and Safety (OH&S) Management System). Twenty-five (25) out of 30 terminals have been ISO 45001:2018-certified, with the remaining five (5) scheduled for ISO 450001 certification in 2021. Furthermore, all 15 Petron pier facilities are compliant with the International Ship and Port Facility Security Code ("ISPS Code") and certified by the Office of the Transport Security under the DOTC. The ISPS certification is a requirement by the International Maritime Organization for all international vessels calling on international ports and for all ports accepting international vessels.

Terminal Operations Division of the Company implemented the Loss Prevention System ("LPS"). LPS is a system to prevent or reduce losses using behavior-based tools and proven management techniques. With this new system, the Company aims to improve the over-all safety culture of the division to prevent all types of loses, and eventually apply the same system throughout the organization. The LPS Core Team members were able to conduct 23,592 training hours to more than 2,600 personnel in the Terminal Operations Group to disseminate the principles of LPS.

From January to December 2020, a total of 11,897,819 safe man hours were achieved by the Head Office, the Petron Bataan Refinery and the terminals.

Corporate Social Responsibility ("CSR")

CSR remained among the key thrusts of the Company in its effort to promote, protect and further its corporate reputation while helping attain its business goals. Led by Petron Foundation, Inc. ("PFI"), strategic CSR programs in education, environment, entrepreneurship and livelihood, and community engagement were conducted together with Petron's various business units to benefit its fence-line communities as well as critical stakeholders nationwide.

Among the CSR and sustainability activities of Petron in 2020 were the following:

Education

- Tulong Aral ng Petron. In partnership with the Department of Social Welfare and Development ("DSWD") and the Department of Education ("DepEd"), the Company continued its *Tulong Aral ng Petron* ("Tulong Aral") program for elementary, high school and college students.

    - By year-end school year 2019-2020, *Tulong Aral* ng Petron had a total of 3,194 scholars from elementary to college in 129 partner schools in the National Capitol Region and in provinces where terminals of the Company are located.
    - A total of 398 *Tulong Aral* scholars from elementary to college graduated in 2020 (with 71 high school and 13 college scholars). Two college scholars graduated *cum laude* and *magna cum laude* from the University of the Philippines.

- *Brigada Eskwela*. In 2020, employee volunteers and partners nationwide helped refurbish 89 public schools equivalent to 267 classrooms in various parts of the country.

- *Bataan scholarships.* A total of 26 scholars of Petron's Bataan College Scholarship Program received their engineering degrees in 2020, with two of them graduating *cum laude*. Four (4) of these scholars also passed the board licensure exam. As of 2020, a total of 99 graduates hired by the Refinery continued to be employed in Petron.

Environment

- *Bataan Integrated Coastal Management Program ("BICMP").* Petron continued support the implementation of the Bataan Integrated Coastal Management Program in 2020. It remained a partner of the Provincial Government of Bataan in the hosting of the annual Pawikan Festival with the sponsorship of a virtual Environmental Forum, with about 500 public school teachers and DepEd officials from Bataan in attendance. There were also talks from environmental advocates and Petron's own marine science scholar serving as resource persons. These learning experiences are helping raise awareness on the protection of the threatened marine turtle species which nest in the town of Morong and encourage greater care for the environment.

- *Participation in the National Greening Program*. Petron continued to help reduce its environmental footprint, comply with government regulations, contribute to operational efficiency, and maintain our sustainable practices.

    Petron terminals and the Petron Bataan Refinery collectively accounted for some 15,600 mangroves and trees planted nationwide in 2020, in addition to the 30 hectares of adopted mangrove forests in the provinces of Leyte (Tacloban) and Capiz (Roxas) as part of Petron's *Puno ng Buhay* program.

Health and Human Services

- *COVID-19 Pandemic.* PFI served as a conduit for some P6.7 million worth of donations from Petron, business partners, motorists, and employees.
    - Petron generated nearly P2 million to provide full sets of personal protective equipment ("PPE), eFuel cards and packed meals to medical and support personnel in major hospitals in the National Capital Region.
    - Donations also fueled vehicles to transport frontline workers and locally stranded individuals, gave LPG to help prepare food packs, and provided relief packs to our communities, our partners, and our security and utility personnel. Doated rubbing alcohol from a Singapore-based business partner was also given to service station frontliners.
    - Heeding the call for support, employees nationwide raised about P574,000 from their own pockets to provide rice and canned goods to drivers, security, and utility personnel in Petron offices and terminals affected by the pandemic.
    - "Para sa Pag-Asa" raised funds to help 621 TAP high school scholars with their online education requirements. By the end of the campaign period in December 2020, "Para sa Pag-Asa" generated P628,125 from cash donations and salary deduction among Petron employees nationwide, including contributions from Petron Singapore, Petron Malaysia and Sa Miguel employees and members of the Petron Football Club.
- *Petron Clinic.* The Petron clinics in Rosario, Pandacan and Limay were temporarily closed to prevent the risk of COVID-19. Foldable tables and hospital beds were lent to the Rosario local government unit to augment COVID-19 isolation tents.
- *Responding to Crises*.
    - Petron provided families in Batangas displaced by the eruption of Taal Volcano in January 2020 with relief goods donated by Petron employees and food items, water, and *Gasul* cylinders and accessories to help those relocated in the towns of San Luis and Mabini, our host community.
    - Petron also organized a donation drive among Petron employees to generate essential supplies to residents of Cagayan Province and Marikina City displaced by the massive flooding caused by Typhoon Ulysses.
- *Engaging employees and partners.* Petron employees continued to take to heart their responsibility to society through active participation in the Volunteers In Action or VIA program. Employees also channeled their resources in kind to support those affected by the Taal Volcano eruption, typhoon Ulysses, and the COVID-19 pandemic.
- *Team Malasakit*. Petron employees also joined their counterparts from the San Miguel Group in volunteering activities under the Team Malasakit program.

Petron Malaysia

The Petron Malaysia Companies have completed the upgrading of the product terminals to comply with the B10 biodiesel and Euro E4M gasoline requirements in line with the Malaysian government's thrust of providing cleaner and more environment-friendly fuels to consumers. As part of the Petron brand enhancement program, three (3) card programs, *Petron Miles* loyalty card, Petron Fleet Card with microchip technology (post-paid and pre-paid), and co-branded Petron Public Bank Visa Card program are in place.

(2) Business of Petron

(i) Principal products or services and their markets

Petron's principal business involves the refining of crude oil and the marketing and distribution of refined petroleum products. It sells a full range of refined petroleum products including gasoline, naphtha, LPG, diesel, jet fuel, kerosene, and petrochemicals (benzene, toluene, mixed xylene, propylene and polypropylene). When necessary, some refined petroleum products are imported.

The major markets in the petroleum industry are the reseller (service station), industrial, LPG and lube trades. Petron sells its products through a nationwide network of service stations, LPG dealerships and lube outlets and to industrial end-users and bulk off-takers.

The Company also continues to expand its non-fuel businesses with the addition of various food kiosks and restaurants, and other service establishments at some of its stations.

(ii) Percentage of sales or revenues contributed by foreign sales

Below is the summary of the percentage of sales or revenues of domestic and foreign sales of the Company and its subsidiaries from 2018 to 2020:

	Domestic	**Exports/International**	**Total**
2018, in million pesos	313,742	243,644	557,386
2018, in percentage	56%	44%	100%
2019, in million pesos	301,445	212,917	514,362
2019, in percentage	59%	41%	100%
2020, in million pesos	166,820	119,213	286,033
2020, in percentage	58%	42%	100%

(iii) Distribution methods of products or services

From the Petron Bataan Refinery, Petron moves its products, mainly by sea, to depots, terminals and airport installations situated throughout the Philippines, representing the most extensive distribution network for petroleum products in the Philippines. The network is comprised of 36 terminals and sales offices across the country. Through this nationwide network, Petron supplies its various petroleum products such as gasoline, diesel, and LPG to its customers. Petron also supplies jet fuel to international and domestic carriers at key airports in the Philippines through its 12 into-plane facilities.

Petron sells gasoline, diesel, and kerosene to motorists and to the public transport sector through its network of more than 2,000 retail service stations in the Philippines as of December 31, 2020. Petron continues to evaluate its station network to ensure sustainability of operations amidst the demand decline brought about by the COVID-19 pandemic. Petron also sells its LPG brands *Gasul* and *Fiesta Gas* to households and other consumers through its extensive dealership network.

Petron also manufactures lubricants and greases through its blending plant in Manila, and these products are sold through its service stations and various lubes outlets.

(iv) New products or services

The Company's 2020 new product and approvals from accredited global industry certifying bodies and original equipment manufacturers ("OEMs") are described below.

For 2020, Petron was able to secure the latest gasoline engine oil license from the American Petroleum Institute ("API"), API SP-RC, and International Lubricant Specification Advisory Committee ("ILSAC"), ILSAC GF-6A performance approvals for Blaze Racing Fully Synthetic SAE 0W-20 based on requirements of these new standards released only in May 2020. These are in addition to the renewal of licenses and approvals from industry standards such as API, ILSAC, ACEA (Association des Constructeurs Européens d'Automobiles / Association European Automobile Manufacturers Association), NMMA (National Marine Manufacturers Association), and OEM approvals from BMW, Mercedes-Benz, MTU, Porsche, Cummins, MAN, Scania, Volvo, Mack, Renault, and Wartsila.

1. Product Approvals and Company Certifications

Petron obtained certifications and approvals from globally accepted licensing organizations and OEMS, which are also applicable to the Malaysian, Chinese, Brunei, Vietnamese and Cambodian markets.

- Registration with Association des Constructeurs Européens d'Automobiles/Association European Automobile Manufacturers Association ("ACEA")

  In 2020, Petron renewed the registration for its Blaze Racing, Rev-X and Ultron automotive lubricants with ACEA in compliance with the European Engine Lubricant Quality Management System.

- License with American Petroleum Institute ("API")

  Petron obtained the API SP-RC / ILSAC GF-6A approval of Blaze Racing Fully Synthetic SAE 0W-20.

  It also renewed its license to use the API service symbol and API certification mark for the following Petron automotive engine oils:

Product	API Quality Level
Ultron Race 5W-40	API SN
Ultron Fully Synthetic 5W-40	API SN
Ultron Premium Multi-Grade 20W-50	API SL
Petron Blaze Racing HTP 0W-40	API SN
Blaze Racing Fully Synthetic 5W-30	API SN
Blaze Racing Fully Synthetic 5W-40	API SN
Rev-X Turbo HTP	API CJ-4 / SN
Rev-X All Terrain 5W-40	API CJ-4 / SM
Rev-X Fully Synthetic 5W-40	API CJ-4 / SM
Rev-X Premium Multi-grade 15W-40	API CI-4 / SL
Blaze Racing Fully Synthetic 0W-20	API SN Resource Conserving, ILSAG GF-5
Blaze Racing Fully Synthetic 5W-30	API SN Resource Conserving, ILSAG GF-5
Blaze Racing Synthetic Blend 5W-30	API SN Resource Conserving, ILSAG GF-5

- <u>OEM Approval and Renewals</u>

  Rev-X Premium Multi-grade SAE 15W-40 API CI-4/SL ACEA E7 acquired new approvals on MB-Approval 228.3 and MTU Oil Category 2.

  In addition, the following OEM approvals were renewed in 2020:

  - Porsche A40, MAN M3575, and Cummins CES 20081 for Blaze Racing HTP SAE 0W-40 API SN ACEA A3/B4
  - Volvo VDS-4, Mack EO-O Premium and Renault VI RLD-3 for Rev-X Turbo HTP

(v) Competition

Petron operates in a deregulated oil industry along with more than 100 other industry players. With several players sharing in the market, competition is intense. Retail and depot network expansion, pricing, and various marketing programs are being employed to gain a bigger share of the domestic market. However, Petron's wider retail and depot network allows it to expand its reach in the domestic market more effectively. Moreover, with its upgraded refinery, Petron now produces more fuels, namely, gasoline, diesel and jet fuel.

(vi) Sources and availability of raw materials and the names of principal suppliers

In 2020, Petron purchased all its term and spot crude requirements through its wholly-owned subsidiary, PSTPL. Majority of the crude purchases were sourced under term contract with two (2) suppliers and various spot suppliers for the balance of the crude slate. For its 2021 crude requirements, Petron, through PSTPL, will continue to source from both term and spot suppliers.

Petron purchased its finished product import requirements in 2020 also through PSTPL. For 2021, aviation gas, asphalt, LPG, high RON gasoline and Group 2 base oil contracts were renewed for the period January to December 2021 through PSTPL. For Group 1 base oil, the contract was renewed for the period January to June 2021, also through PSTPL.

For its requirements for ethanol, Petron continued to support the directive of the DOE on prioritization of locally produced ethanol, complying with the required monthly allocation. About 55% of the total ethanol requirement of the Company in 2020 was sourced from various local ethanol producers.

(vii) Dependence on one or a few major customers and identity of any such major customers

Petron and its subsidiaries do not have a single external customer from which sales revenue generated amounted to 20% or more of the total revenue.

(viii) Transactions with and/or dependence on related parties

Petron, and certain of its subsidiaries and its associates and joint venture, as well as SMC and its subsidiaries, purchase products and services from one another in the normal course of business.

On August 6, 2019, the Board of Directors of the Company approved the Policy on Related Party Transactions of the Company that requires that all related party transactions of the Company be conducted on an arm's length basis and under fair terms in order that no shareholder or stakeholder will be unduly disadvantaged and there will be no prejudice to the interest of the stakeholders of the Company. Under the terms of this policy, board approval is required for related party transactions with the same related party, either individually or in aggregate over a 12-month period from the first transaction, amounting to at least 10% of the Company's total consolidated assets based on its latest audited financial statements.

On November 5, 2019, upon the recommendation of the Related Party Transaction Committee of the Board of Directors and pursuant to the Policy on Related Party Transactions of the Company, the Board of Directors approved the relevant qualified transactions between the Company and its subsidiary PSTPL in 2019 and the proposed transactions between them for 2020.

On January 11, 2021, upon the recommendation of the Related Party Transaction Committee of the Board of Directors and pursuant to the Policy on Related Party Transactions of the Company, the Board Executive Committee approved the proposed transactions for 2021 between the Company and PSTPL and the Board of Directors ratified such action of the Executive Committee at the board meeting held on February 16, 2021.

Described below are transactions of Petron with related parties as of 2020:

1. Petron has existing supply agreements with various SMC subsidiaries. Under these agreements, Petron supplies the fuel and lube requirements of selected SMC plants and subsidiaries.

2. Petron purchase goods and services, such as those related to construction, information technology, shipping and terminaling, from various SMC subsidiaries.

3. Petron entered into a lease agreement with San Miguel Properties, Inc. for office space covering 6,852 square meters. The lease, which commenced on June 1, 2018, is for a period of one year and may be renewed in accordance with the written agreement of the parties.

4. Petron also pays SMC for its share in common expenses such as utilities and management fees.

   Petron has long-term lease agreements with NVRC covering certain parcels of lands where the Petron Bataan Refinery and some of its depots, terminals and service stations are located.

5. Petron partly retails its fuel products through its subsidiary PFC as well as lubes through PFISB.

6. Petron obtains insurance coverage from Petrogen which, in turn, obtains reinsurance coverage from Ovincor and other local reinsurers.

7. Petron made certain advances to PCERP for investment opportunities.

8. Petron has an existing trading agreement with PSTPL for the procurement of crude oil, and trading of finished petroleum products and other materials such as ethanol, coal, catalysts and additives.

9. Petron engaged PSTPL to perform the chartering function such as the renewal and negotiation of contract of affreightments and commodity risk management via hedging transactions.

10. Petron provides general management services to PFISB.

11. NVRC and SMC subsidiaries entered into various lease agreements for portion of lands located at Limay, Bataan.

12. Petron has an existing logistics and freight forwarding agreement with Petrofuel Logistics, Inc.

(ix) Patents, trademarks, licenses, franchises, concessions, royalty agreements

The Company's intellectual property registrations and applications as of December 31, 2020 are described below.

Trademark. Petron has trademark registrations for a term of 20 years for its Petron Old Logo (Tradename), Petromar HD, Spinol, Airlube, Hydrotur, Petromix, Voltran, Stemol, Petrocyl 680, Grease Away, Petrokut, Petron Railroad Extra, Rubbex, Dust Stop Oil, Oil Saver, DCL 100, Milrol, Petropen, Petron GST, Petron with XCS, With XCS, Super DC, LPG Gasul Cylinder 2.7 kg. Petromul CSS-1, New Petron Logo, Power Booster, Zerflo, TDH 50, Automatic Transmission Fluid, Petrotherm 32, Petrosine, Petron HDX, Petron TF, Petron, Ropgriz, Ultron and Device, 2T Motorcycle Oil, Lubritop, Antimist, Molygrease and Petron GX.

Extra with a car device against a red background, Petron Old Logo, Hypex, 2T, Turnol, Petrogrease, Gearfluid, Gasulette, Gasulite, Gasulgrille, Gasul, Marinekote, LPG Gasul Cylinder 50 kg., Gasul and Device, LPG Gasul Cylinder 11 kg., Petron STM, Petron Autokote, GEP, Cablekote, Grease Solve, Petrokote, Petron 2040, Petron XD3, Extra, Petron Gasul 11-kg POL-VALVED Cylinder, Ultron Rallye, Rev-X Trekker, Rev-X Hauler, Rev-X HD, Ultron Extra, Sprint 4T, Xpert Diesel Oils, Penetrating Oil, Solvent 3040, Ultron Race, Ultron Touring, Lakbay Alalay, Blaze, Clean 'n Shine, Fuel Hope, Pchem, Tulong Aral ng Petron & Device, Ultimate Release from Engine Stress, Xpert sa Makina X-tra ang Kita, "Your friend on the Road", Fuel Trust, Fuel Experience, Fuel Drive, Fuel Excellence, Fuel Efficiency, Xtend, Car Care & Logo, Go for the Xtra Miles, e-fuel, Rider, Enduro, Extra, Fiesta Gas with device, Xtra, Fiesta Gas 2.7kg cylinder, Fiesta Gas 5kg cylinder, Fiesta Gas 5kg POL-VALVED, Fiesta Gas 11kg cylinder, Fiesta Gas 11kg POL-VALVED. Fiesta Gas 22kg POL-VALVED, Fiesta Gas 50kg POL-VALVED, Bulilit Station, Bulilit Station (Gasoline Station), How far can you go on one full tank these days?, Fuel Journeys, Petron Lakbay Pinoy, Petron PInoy Fuels & Device, Petron Pinoy Diesel & Device, Petron Pinoy Regular & Device, Econo, Elite, Pantra, Limay Energen Corporation, Racer Maximum Performance, Petrolene, Petron Value Card and Device, Pshop, Go Petron! Get Rewards & Benefits, TSI and Device, Footprints Inside a Sphere & Device, Lakbay Alalay Para sa Kalikasan, Everyone's Vision & device, Petron Super Xtra Gasoline, Petron Ronnie Mascot in Seatbelt & device, Petron Super Driver, Maxi Gas, Xtra Exceed, Xtra Ultra, Xtra Prime, Xtra Miles, Pinoy HP Gasoline, Xtra Excel, UnliPower Saver Gasoline, Ultramax Gasoline, Ecomax Gasoline, PMax Gasoline, Triangle Device, Boomerang Device, Ronnie Mascot, and Seat Belt Save Lives, Privilege Miles Card & device, Petron Fleet Card & device, Blaze 100 Octane Euro 4 & device, Pay with Points Save your Cash, Road Safety & device, Miles, Petron Chinese Name (flag type), Petron Chinese Name (long type), Super Tsuper, Gift and App Device, Xtra Advance (inside a rectangle device), Petron Blaze 100,Petron XCS3, Champion Gasoline, Gasulito, REV-X, Petron Blaze Spikers, Thermal Stress Stabilizing System, Dynamic Cleaning Technology, Miles Better, Your Feet Your Rules, Xtra Advance Euro 4 & Device, Petron Super Xtra Gasoline Euro 4 & Device, Diesel Max Euro 4 & Device, Turbo Diesel Euro 4 & device, XCS Euro 4 & device and Fast Gas Fast Prize, Carbon Buster, Petron Canopy Fascia, Diesel Max, Petron PMB, Blu & Device, Blu with Gasul Tank, Puno ng Buhay, Tri-Action, Blaze Racing, Tri Plus, Gas Padala, Lakbay Ligtas, Petromate, Sagip Alalay, Petron XCS3 Triple Action Premium Unleaded, Accident Insurance & device, Thermal Control System, Tri-Action Advantage, I Fuel Hope,I Fuel Communities, Rider 4T, Captain Booster, Performance Run, Petron Best Day, Fe Dela Fiesta, Rev-X Turbo, Super Saya, Resibo Blowout, Petron Motorsports, Petron XCS3, HTP, Tri-Action Advantage, PCHEM DEF (Diesel Exhaust Fluid), Blaze 100 Octane Euro 6, Petron Laser Wash, Petron Car Wash, Fuel Wise (long form), Fuel Wise (flag type), Fuel Wise (long form in black), Fuel Wise (flag type in black), I fuel (logo), Petron canopy Fascia (color), Pmart (color),Gasul (stylized), Lakbay Alalay (word), Lakbay Alalay (logo), and Reyna (logo), are registered for a term of 10 years.

Pending Trademark Applications. Petron has pending applications for registration of the following trademarks: Fuel Wise, Fuel Wisely, Choose Quality Fuel Wisely, Gasul (word), Petron Canopy Fascia (b/w), "P" logo (b/w), Miles Better (word mark), Kalakbay (word mark), Kasabay sa Lakbay (wordmark), Kasabay sa Paglakbay (wordmark), Kasabay sa Paglalakbay (wordmark), Fuel Wisely with Petron (wordmark), Be Sure to Fuel Wisely (wordmark), Gasulito (word), Reyna (word), #Beastmode, Kalmakina (logo-colored), Kalmakina (word), Kalmakina (logo-b&w), Turbo Diesel (word), Turbo Diesel (logo), Gasulite (word), Gasulgrille (word) and TDH50 (word).

Petron also has registered and pending trademarks in Malaysia, Indonesia, Cambodia, Thailand, Myanmar, Australia, China, United Kingdom, India, Japan, Republic of Korea, Singapore, Hong Kong, China and Saudi Arabia. The Company has filed 179 trademark applications in Malaysia relating to its Malaysian operations. It has obtained copyright protection for the stylized letter "P" and has registered trademarks in Malaysia, including the "*Petron (Class 9)*", "*Petron Logo*", "*Gas Miles*", "*Gasul*", "*Fiesta Gas*", "*Energen*", "*Petron Plus (Class 9)*", "*Perks*", "*Miles*", "*Propel*", "*XCS*", "*Petromate*", "*Hydrotur*", "*Miles with P-Logo*", "*MILES with P Logo and 'Privilege Miles Card' words*", "*Petroil*", "*Fuel Journeys*", "*Better by Miles*", "*Petron Cares*", "*DCL 100*", "*Petromar*" , "*Energy*", *"Treats with Crocodile Logo", and "Petron Greenfuel", "Kedai Mart with P logo", "Rider", "Rider 4T", "Petrolaysia", "Prime", "Petron with Canopy Fascia logo", "Petron Racing", "Sprint 4T", "Rev-X Diesel Engine Oils", "Prestige", "Xtra Mile", "Xtra Unleaded", "Treats & Device", "Petron Value Card Rewards & Benefits", "Turbo Diesel", "Diesel Maz", "Blaze Gasoline", "Petron XCS3", "Powerburn 2T & Device", "Racing", "Powerburn", "Petrogrease", "Greaseway", "GEP", "Gearfluid", "Clean 'n Shine", "ATF", "Treats & Device", "Powered by Petron", "Miles with P Logo & Petrol Word", "Petromar HD", "Petrogrease EP", "Blaze with P Logo and Petrol", "Fuel Trust", "Fuel Success", "Fuel Hope", "Blaze Racing", "Fuel Care", "Treats", "Petron Motorsports", "Fuel Life", "Fueled by Petron", "Miles Better", "Your Fleet Your Rules", "5th year Anniversary Fuel Happy" and "Petron Car Care Center".*

Copyright. Petron has copyrights for its seven (7)-kg LPG container, Gasulito with stylized letter "P" and two (2) flames, Powerburn 2T, Petron New Logo (22 styles), Philippine Card Designs and Malaysian Card Designs, and Petron font. Copyrights are protected during the lifetime of the creator and for 50 years after his death.

Pending Industrial Design Applications. Petron has pending applications for registration of the following industrial designs: Petron Specialty Lubricant Bottle (1Liter container), Petron Engine Oil Bottles (1L and 800ML Jerry can bottle container), Petron Engine Oil Bottles (4L and 6L container), Petron Fiesta 2.7kg LPG Cylinder, and Petron Gasul 2.7kg LPG cylinder.

(x) Government Approval of Principal Products or Services

Government approval of Petron products and services is not generally required. Petroleum products, both locally refined and imported, however, must conform to specifications under the Philippine National Standards. Importations of petroleum products and additives are reported to the DOE, in accordance with the Downstream Oil Industry Deregulation Act of 1998 and its implementing rules and regulations. Clearances are secured from concerned government authorities for importations of restricted goods. The supply of products or services to government and government agencies undergo a bidding process in accordance with law.

(xi) Effect of existing or probable government regulations on the business

- Corporate Recovery and Tax Incentives for Enterprise Act ("CREATE Act"). Republic Act No. 11534 or the CREATE Act was signed into law by the President of the Philippines on March 26, 2021 and is expected to take effect on April 12, 2021. The CREATE Act lowers corporate income taxes and rationalizes fiscal incentives.

  The corporate income tax rate for domestic corporations and resident foreign corporations will be reduced to 25% effective July 1, 2021 and on January 1, 2021 for non-resident foreign corporations. Domestic corporations and resident foreign corporations no longer have an option to be taxed at 15% on gross income and the rate of the minimum corporate income tax shall be lowered to 1%. Under the CREATE Act, persons that directly import petroleum products for resale in the Philippine customs territory and/or in free zones will be subject to applicable duties and taxes. However, importers can file for the refund of duties and taxes for direct or indirect export of petroleum products, including the subsequent export of fuel, subject to the appropriate rules of the fuel marking program, and/or other tax-exempt sales by the importer.

  The CREATE Act also provides for the rationalization of tax incentives that may be granted by investment promotion agencies (such as the AFAB) to qualified registered business enterprises. As part of the rationalization of tax incentives, the CREATE Act provides that (i) any law to the contrary notwithstanding, the importation of petroleum products by any person will be subject to the payment of applicable duties and taxes under the Customs Modernization and Tariff Act and the National Internal Revenue Code, respectively, upon importation into the Philippine customs territory and/or into free zones (as defined in the Customs Modernization and Tariff Act), subject to the right of the importer to file claims for refund of duties and taxes under applicable law; and (ii) the importation of crude oil that is intended to be refined at a local refinery, including the volumes that are lost and not converted to petroleum products when the crude oil actually undergoes the refining process, will be exempt from payment of applicable duties and taxes, provided the applicable duties and taxes on the refined petroleum products shall be paid upon the lifting of the petroleum products produced from the imported crude oil in accordance with the rules and regulations that may be prescribed by the Bureau of Customs and the Bureau of Internal Revenue.

  Under the CREATE Act, the Company shall be entitled to, among others: (i) a lower corporate income tax and (ii) the tax exemption for the importation of crude oil to be refined at a local petroleum refinery.

  Under the tax regime prior to the effectivity of the CREATE Act, domestic refiners are disadvantaged because they are made to pay VAT upon importation of crude oil which they cannot recover until the finished products refined from them are sold. Compared to non-refiners, which pay VAT upon importation of finished products, domestic refiners are unable to recover the VAT for a longer period. The Company believes that the CREATE Act allows it to be more competitive as domestic petroleum refineries are now taxed on finished products, similar to importers of refined fuel which only pay after sales tax.

- Tax Reform for Acceleration and Inclusion (the "TRAIN Law"). Republic Act No. 10963 or the TRAIN Law, which took effect on January 1, 2018, imposed a phased increase in excise taxes on petroleum products from 2018 to 2020. The schedule of increase for this three-year period was P2.65-P2-P1 per liter ("/li") per year for gasoline, P2.50-P2-P1.50/li for diesel and fuel oil, P1-P1-P1/kg for LPG, and P0.33-P0-P0/li for jet fuel. The incremental excise tax is further subject to 12% VAT. Higher excise taxes can potentially constrain demand growth, especially for LPG given there are substitutes such as charcoal, kerosene and electric, and gasoline with public transportation as alternative.

  The TRAIN law also mandates the implementation of a fuel marking program for diesel, gasoline and kerosene to help curb illicit trading of fuel products. While the cost for the fuel marker would be shouldered by the government in the initial year of implementation, this cost would eventually be passed on to oil companies which could result in higher fuel prices.

- Biofuels Act of 2006 (the "Biofuels Act"). The Biofuels Act and its implementing circulars mandate that gasoline and diesel volumes contain 10% bioethanol and 2% biodiesel/cocomethyl ester ("CME") components, respectively. To produce compliant fuels, the Company invested in CME injection systems at the Petron Bataan Refinery and the depots. On the bioethanol component, the DOE issued in June 2015 its Circular No. 2015-06-0005 entitled "Amending Department Circular No. 2011-02-0001 entitled Mandatory Use of Biofuel Blend" which currently exempts premium plus gasoline from the 10% blending requirement.

- Renewable Energy Act of 2008 (the "Renewable Energy Act"). The Renewable Energy Act aims to promote development and commercialization of renewable and environment-friendly energy resources (*e.g.*, biomass, solar, wind, hydro, geothermal) through various tax incentives such as seven (7)-year income tax holiday and duty-free importation of renewable energy equipment and machinery. The sale of power generated from these sources is also exempt from value-added tax under the TRAIN Law. The growth in renewable energy may displace or reduce use of oil-based power plants affecting the Company's sales to the power sector.

- Clean Air Act of 1999 (the "Clean Air Act"). The Clean Air Act established air quality guidelines and emission standards for stationary and mobile equipment. It also included the required specifications for gasoline, diesel and IFO to allow attainment of emission standards. Petron invested in a gasoil hydrotreater plant and an isomerization plant to enable it to produce diesel and gasoline compliant with the standards set by law.

- Laws on Controlled Chemicals (Presidential Decree No. 1866 as amended by Republic Act No. 9516). The implementing rules and regulations for this amended law were approved on June 9, 2016 and listed the chemicals under the control of the Philippine National Police. These rules reduced the controlled list from 101 to 32 chemicals and further classified 15 chemicals as high-risk and 17 as low-risk substances. The rules also outline the procedures for regulating, storing, handling and transporting chemicals.

- Compliance with Euro 4 standards. In September 2010, the DENR issued Administrative Order 2010-23 mandating that, by 2016, all new motor vehicles that would be introduced in the market shall comply with Euro 4 emission limits, subject to Euro 4 fuel availability. In June 2015, the DOE issued Circular 2015 - 06-0004 entitled "Implementing the Corresponding Philippine National Standard Specifications ("PNS") for the Euro 4/IV PH Fuels Complying with the Euro 4/IV Emissions" directing all oil companies to adopt Euro4-compliant fuels. With its RMP-2, Petron is now producing Euro 4-compliant fuels ahead of the 2016 mandate.

- Department Circular 2014-01-0001. The DOE issued Department Circular 2014-01-0001 directed at ensuring safe and lawful practices by all LPG industry participants as evidenced by standards compliance certificates. The circular also mandates that all persons engaged or intending to engage as a refiller of LPG shall likewise strictly comply with the minimum standards requirements set by the DTI and the DOE. The circular imposes penalties for, among others, underfilling, illegal refilling and adulteration.

- Laws on Oil Pollution. To address issues on marine pollution and oil spillage, the Maritime Industry Authority ("MARINA") mandated the use of double-hull vessels for transporting black products beginning end-2008 and white products by 2011. Petron has been using double-hull vessels in transporting all its products.

- Oil Marine Pollution Circulars. The Philippine Coast Guard has memorandum circulars prescribing the rules and regulations on the prevention, containment, abatement and control of oil marine pollution by all marine vessels, coastal and offshore facilities and other facilities utilizing or storing petroleum products. The circulars identify the prohibited acts and provide the penalties.

- Anti-Competition Law (the "Philippine Competition Act"). The Philippine Competition Act, approved in July 2015, prohibits anti-competitive agreements, abuses of dominant positions, and mergers and acquisitions that limit, prevent, and restrict competition. To implement the national competition policy and attain the objectives and purposes of the law, the Philippine Competition Commission ("PCC") was created. Among the powers of the PCC is the review of mergers and acquisitions based on factors it may deem relevant. The PCC, after due notice and hearing, may impose administrative fines on any entity found to have violated the provisions of the law on prohibited arrangements or to have failed to provide prior notification to the PCC of certain mergers and acquisitions. The PCC is empowered to impose criminal penalties on an entity that enters into any anti-competitive agreement and, when the entities involved are juridical persons, on its officers, directors, or employees holding managerial positions who are knowingly and willfully responsible for such violation. Currently pending with the House of Representatives are two bills to amend the Philippine Competition Act to, among others, legislate competition policy, amend requirements for PCC notification, and strengthen the powers of the PCC.

- Amended Price Freeze Act of 2013. This law mandates the implementation of a 15-day price freeze of basic necessities, including LPG and kerosene, for areas declared under a state of emergency or calamity.

- Executive Order 890: Removing Import Duties on All Crude and Refined Petroleum Products. After the ASEAN Trade in Goods Agreement was implemented in 2010, the tariff rate structure in the oil industry was distorted with crude and product imports from ASEAN countries enjoying zero tariff while crude and product imports from outside the ASEAN were levied 3% tariff. To level the playing field, Petron filed a petition with the Tariff Commission to apply the same tariff duty on crude and petroleum product imports, regardless of source. In June 2010, the government approved Petron's petition and issued Executive Order 890 which eliminated import duties on all crude and petroleum products regardless of source. The reduction of duties took effect on July 4, 2010.

- LPG Bill. The LPG Bill, currently pending in the Philippine Congress, will mandate stricter standards on industry practices.

- Executive Order No. 113. Executive Order 113 temporarily imposed an additional 10% duty on imported crude oil and refined petroleum products to boost government resources amid the COVID-19 pandemic. It was effective from May 4, 2020 to June 25, 2020.

(xii) Estimate of the amount spent during each of the last three fiscal years on research and development activities

The Company's Research and Development ("R&D") is responsible for all product development that complies with government laws and regulations such as the Clean Air Act and the Biofuels Act. Other drivers of product innovations are the requirements of original engine manufacturers and the latest technological trends in the industry.

Petron R&D spent a total of ₱65.55 million in 2020, lower than the ₱76.31 million in 2019. Expenses in 2018 amounted to ₱85.57 million.

(xiii) Costs and effects of compliance with environmental laws

Compliance with the various environmental laws like the Renewable Energy Act, the Biofuels Act, the Clean Air Act, and the Clean Water Act entails costs and additional investments on the part of the Company, resulting in higher production costs and operating expenses. In 2020, the Company spent a total of ₱28.42 million for treatment of wastes, monitoring and compliance, permits, and personnel training at the Petron Bataan Refinery while in 2019, it spent a total of ₱117.22 million.

(xiv) Total number of employees

As of December 31, 2020, the Company and its subsidiaries had 2,709 employees, with 2,066 employees in the Company (comprising one president, one general manager, 30 vice presidents and assistant vice presidents, 1,437 managerial, professional and technical employees, and 597 rank-and-file employees); 613 employees of the Company's Malaysian operations; 18 in PSTPL; and 12 in PFC.

Petron has CBAs with its three (3) labor unions, namely: (i) Bataan Refiners Union of the Philippines ("BRUP"), which is affiliated with the Philippine Transport and General Workers Organization; (ii) Petron Employees Labor Union ("PELU"), affiliated with the Philippine Transport and General Workers Organization, and (iii) Petron Employees Association ("PEA"), which is affiliated with the National Association of Trade Unions. BRUP's CBA covers the period January 1, 2019 to December 31, 2021. PELU's CBA is in effect from January 1, 2019 to December 31, 2021. PEA's CBA covers the period from January 1, 2020 to December 31, 2021.

In addition to the statutory benefits, the Company provides medical and life insurance, vacation, sick and emergency leaves, computer and emergency loans to employees, and a savings plan program.

(xv) Major Risks Involved

(i) Risk Management Framework and Process

Petron follows an enterprise-wide risk management framework for identifying, mapping and addressing the risk factors that affect or may affect its businesses.

The Company's risk management process is a bottom-up approach, with each division mandated to conduct regular assessment of its risk profile and formulate action plans for managing identified risks.

As Petron's operation is an integrated value chain, risks emanate from every process and some can cut across divisions. The results of these activities flow up to the Management Committee and eventually the Board through the Company's annual Business Planning process.

Oversight and technical assistance is likewise provided by corporate units with special duties. The Risk and Insurance Management Group is mandated with the overall coordination and development of the enterprise-wide risk management process. The International Trade Finance Section of the Treasurers Department is in charge of foreign exchange hedging transactions. The Transaction Management Unit of the Controller's Department provides backroom support for all financial transactions. The Corporate Technical Services Group oversees compliance with the domestic and international standards set for health, safety and environment. The Internal Audit Department is tasked with the implementation of a risk-based auditing. Commodity price risk is a major area being managed by the Commodity Risk Management Department ("CRMD") of the Supply Division, under the guidance of the Commodity Risk Management Committee ("CRMC") composed of cross-functional senior and middle management. The CRMC oversees the long-term and short-term commodity hedging program which includes risk assessment, authorized hedging instruments and hedging tenor. Hedging strategies are developed by the CRMD which also monitors commodity risks, sets controls, and ensures that risk management activities stay within the board-approved limits and parameters approved by CRMC. PSTPL executes the hedging strategies involving crude and product imports and exports on behalf of the Company.

(ii) Major Risks

The Company classifies a risk as a major risk if it assesses the risk event to both have a relatively high probability of occurring and a substantial adverse impact on the Company if the risk would occur. The major risks that the Company managed in 2019 were substantially the same as those in the previous year since there were no fundamental changes in the nature of the Company's operations. These risks were the following:

- Foreign exchange risk arises from the difference in the denomination of majority of revenues in Philippine Pesos against that for the bulk of costs in US Dollars. In addition, the Group's exposure to foreign exchange risks also arises from US dollar-denominated sales and purchases, principally of crude oil and petroleum products. Further, for the Petron Malaysia Companies, whose transactions are in Malaysian ringgit which is subsequently converted into US dollar before ultimately being translated to equivalent Philippine peso amount using applicable rates for the purpose of consolidation, changes in the foreign exchange rates of the Malaysian Ringgit and the US Dollar would result in the revaluation of key assets and liabilities, and could subsequently lead to financial losses for the Company.

- The risk of substantial disruptions in the Company's operations caused by accidents, process or machinery failure, human error or adverse events outside of human control. This risk could also include delays in the implementation of capital expansion activities. These disruptions may result in injury or loss of life, as well as financial losses should these disruptions lead to product run-outs, facility shutdown, equipment repair or replacement, insurance cost escalation and/or unplanned inventory build-up.

- Profit margin and cash flow risk arising from fluctuations in the relative prices of input crude oil and output oil and petrochemical products. Changes in output and input prices, particularly when mismatched, may produce significant cash flow variability and may cause disruptions in the Company's supply chain, as well as higher financing expenses.

- Regulatory risk, arising from changes in national and local government policies and regulations that may result in substantial financial and other costs for the Company, either directly or indirectly.

Except as covered by the above-mentioned specific risks, the Company has determined that none of the risk factors faced by any of its subsidiaries would be a major risk. These risk factors either have a low probability of occurring or have an insignificant potential impact. Thus, while subsidiary-specific risks were considered in the risk management process, these are considered relatively minor.

(iii) Management of Major Risks

(a) Foreign exchange risk

- The Company hedges its dollar-denominated liabilities using forwards, other derivative instruments and the generation of dollar-denominated sales. It avoids the creation of risk from derivative speculation by limiting the use of derivative instruments up to 100% of the value of the underlying dollar-denominated liabilities net of dollar-denominated assets.

- Dollar-denominated assets and liabilities and the resulting potential foreign exchange losses are recorded on a daily basis through an enterprise resource planning software that monitors financial transactions. This allows real-time awareness and response to contain losses posed by foreign exchange exposure. Such software is also capable of tracking risk exposures arising from other market sensitive financial variables, such as interest rates and commodity prices.

(b) Risk of operational disruptions

- The risk of operational disruptions is most relevant to the refining unit since disruptions in these units can have severe and rippling effects.

- The Company maintains insurance whose coverage includes property, marine cargo and third party liability, as well as personal injury, accidental death and dismemberment, sabotage and terrorism, machinery breakdown and business interruption. One of the main insurance policies of the Company, the Industrial All Risk policy, covers the Petron Bataan Refinery for material damages, including machinery breakdown and business interruption cover.

- The Refinery Division and the Petron Malaysia Companies have been implementing programs designed to directly promote the avoidance of operational disruptions through effective maintenance practices and the inculcation of a culture of safety and continuous process improvement.

- The Company has a corporate-wide health, safety and environment program that likewise addresses the risk of operational disruptions.

- The Petron Bataan Refinery continues to be certified for the Integrated Management System ("IMS") Certification to Quality Management System ("QMS") ISO-9001 Version 2015 and Occupational Health & Safety Assessment Series OHSAS-18001 Version 2007, and also sustained Surveillance Audit to Environmental Management System ("EMS") ISO-14001 Version 2015. All 30 terminals are certified under the new ISO 9001:2015 (QMS), ISO 14001:2015 (EMS) standards and OHSAS 1800:2007 (Occupational Health and Safety Management). Terminals are already in transition to ISO 45001:2018 (Occupational Health and Safety (OH&S) Management System). Twenty five (25) out of 30 terminals have been ISO 45001:2018-certified, with the remaining five (5) scheduled for ISO 450001 certification in 2021. System). The terminals in Rosario, JOCASP and Navotas have been ISO 45001:2018-certified.

- Furthermore, all 15 Petron pier facilities are compliant with the International Ship and Port Facility Security Code ("ISPS Code") and certified by the Office of the Transport Security under the DOTC. The ISPS certification is a requirement by the International Maritime Organization for all international vessels calling on international ports and for all ports accepting international vessels.

- The Company's Terminal Operations Department implemented the Loss Prevention System ("LPS"). LPS is a system to prevent or reduce losses using behavior-based tools and proven management techniques. With this new system, the Company aims to improve the over-all safety culture of the department, and eventually apply the same system throughout the organization. The LPS core team members were able to conduct 23,592 training hours to more than 2,600 personnel in the Terminal Operations Group to disseminate the principles of LPS.

(c) Profit margin and cash flow risk

- Margin hedging strategies are used in order to eliminate the risk of profit margin compression due to changes in crude and product prices. A margin hedge simultaneously fixes the future dollar prices of Dubai crude oil and that of a selected product manufactured from the crude. This partially locks in the refining margin of the Company.

- Price exposures are managed through commodity hedging to counter abrupt and significant drops in prices resulting in inventory losses on both crude and petroleum products. Considering that the Company keeps crude and product inventories, any drop in price affects profit margin.

- The Company endeavors to arrange long-term contracts for some of its fuel and petrochemical products whenever these are financially attractive. Long-term sales contracts provide a partial hedge on future cash flow uncertainty.

- The Company uses cash flow projection software that enables it to proactively respond to potential future cash flow imbalances. It likewise maintains access to credit lines in excess of typical requirements so that funds can be readily tapped in case of a cash flow squeeze.

(d) Regulatory risk

- The Company maintains strong lines of communication with its various counterparties in government and in the public arena, in both local and national levels. The Company uses these lines of communication to identify potential risk factors and respond to these in a proactive manner.

- The Company remains materially compliant with the various environmental standards set by the government.

(B) Description of Property

Petron operates an extensive network of terminals, depots, and LPG and aviation plants which are located in Luzon, Visayas and Mindanao. As of December 31, 2020, its bulk fuel terminals were in Limay, Bataan; Mabini, Batangas; Mandaue City, Cebu; Poro Point, San Fernando, La Union; Navotas, Metro Manila; Rosario, Cavite; Puerto Princesa, Palawan; Culasi, Roxas City; Lapuz, Iloilo City; Bacolod City, Negros Occidental; Ormoc City, Leyte; Anibong, Tacloban City; Isabel, Leyte; Sasa, Davao City; Iligan City, Lanao del Norte; Jimenez, Misamis Occidental; Bawing, General Santos City; Nasipit, Agusan del Norte; and Zamboanga City. Its sales offices were located in Harbor Center, Tondo, Manila; Limay, Bataan; Subic, Zambales, Calapan, Oriental Mindoro; San Jose in Occidental Mindoro; Odiongan, Romblon; Pasacao, Camarines Sur; Mobo, Masbate; Amlan, Negros Oriental; Tagbilaran City, Bohol; and PHIVIDEC, Tagoloan, Misamis Oriental. Petron has LPG bulk refilling plants in Ugong, Pasig City; San Fernando, Pampanga; San Pablo City, Laguna; and Legazpi City, Albay. Among its other installations were the aviation depots at JOCASP-NAIA, Pasay City and Mactan, Cebu; airport installations at Laoag City, Davao City and Laguindingan, Misamis Oriental; an additive plant in Subic, Zambales, a polypropylene plant in Mariveles, Bataan, and a lube oil blending plant in Harbor Center, Tondo, Manila.

Petron owns the largest petroleum refinery complex in the Philippines located in Limay, Bataan, with a crude distillation capacity of 180,000 barrels per day. In addition to major process units, the refinery also has several crude and product storage tanks, and its own piers and other berthing facilities, one of which can accommodate very large crude carriers.

The Company entered into commercial leases with the PNOC for parcels of land occupied by the Petron Bataan Refinery, depots, terminals and some of its service stations. The lease agreements include upward escalation adjustment of the annual rental rates. In 2009, the Company renewed its lease with PNOC (through NVRC) for the continued use of the Petron Bataan Refinery for 30 years starting January 1, 2010 (renewable upon agreement of the parties for another 25 years). In 2015, the Company also entered into another 25-year lease agreement with PNOC effective August 1, 2014 for additional lots near the Petron Bataan Refinery for its expansion projects. Expenses relating to the PNOC leases amounted to ₱290 million in 2020.

On October 20, 2017, the Company filed an action against the PNOC in respect of the leased properties to preserve its rights under the lease agreements. On December 11, 2017, the trial court granted the Company's prayer for a writ of preliminary injunction, enjoining PNOC from committing any act aimed at ousting the Company from possession of the subject properties until the case is decided. The court-mandated mediation was terminated on February 5, 2018 without any agreement between the parties. The judicial dispute resolution proceedings before the court were likewise terminated on March 28, 2019, after the parties failed to agree to a settlement. Without prejudice to any further discussion between the parties regarding settlement, the case was remanded to the trial court for trial proper, with the pre-trial held on September 10, 2019. The Company also filed a motion for summary judgment on May 17, 2019. In a resolution dated November 13, 2019, the trial court granted the Company's motion for summary judgment and ordered (i) the rescission of the Deeds of Conveyance dated 1993 relating to the Company's conveyance of such leased premises to PNOC pursuant to a property dividend declaration in 1993, (ii) the reconveyance by PNOC to the Company of all such properties, and (iii) the payment by the Company to PNOC of the amount of P142 million, with legal interest from 1993, representing the book value of the litigated properties at the time of the property dividend declaration. PNOC filed a motion for reconsideration. The Company also filed a motion for partial reconsideration seeking a modification of the judgment to include an order directing PNOC to return to the Company all lease payments the latter had paid to PNOC since 1993. Following the trial court's denial of their separate motions for reconsideration, both PNOC and the Company filed their notices of appeal with the trial court. The case was raffled off to the 5th Division of the Court of Appeals. The Company filed its appellant's brief in October 2020. PNOC filed its appellant's brief on November 5, 2020.

Petron anticipates that it may lease desirable lots for development as service stations in the next 12 months.

(C) Contingent Liabilities

Petron is involved in certain cases, the material of which are discussed below:

1. Guimaras Oil Spill

a. In the Matter of the Sinking of the MT Solar I
SBMI No. 936-06
Special Board of Marine Inquiry

Background: Petron hired on a "single voyage basis" the vessel MT Solar I owned by Sunshine Maritime Development Corporation ("SMDC") for the transport of industrial fuel oil from the Petron Bataan Refinery to Zamboanga. Petron, as a shipper of the cargo, conducted inspection of the vessel MT Solar I and likewise, relied on the documents presented by SMDC as carrier. Petron also relied on the implied warranties of SMDC as a carrier with respect to the seaworthiness of the vessel MT Solar I and other statutory/trading certificates issued by MARINA and other pertinent government agencies.

SMDC, taking into consideration the vessel's trim, stability and draft, declared to Petron that the vessel MT Solar I can safely load approximately 13,500 barrels of cargo as stated in the Fixture Note, Notice of Readiness and Seaworthiness Certificate. On this basis and relying on the declaration of SMDC, Petron loaded the quantity as specified by SMDC. Unfortunately, the vessel MT Solar I sank off Guimaras when it encountered bad weather on or about August 11, 2006.

In September 2006, the Special Board of Marine Inquiry ("SBMI") was created by the Philippine Coast Guard for the purpose of determining the administrative liability of the crew, owner of the vessel and other involved parties. The SBMI in its initial findings found Petron liable for allegedly overloading the vessel.

On November 21, 2006, Petron filed a memorandum of appeal with the Department of Transportation ("DOTr") (then "Department Transportation and Communication ("DOTC"), elevating the disputed ruling of the SBMI for review. The appeal to the DOTr of the finding of the SBMI that Petron was negligent and responsible for overloading the MT Solar I remained pending as of December 31, 2020.

Exposure: Considering the nature of this investigation, no potential liability exists for Petron at this point.

Relief sought: Reversal of the SBMI's initial finding that Petron was liable for allegedly overloading the vessel.

Status: The matter was still pending with the DOTr as of December 31, 2020.

b. Rogelio Arsenal, Jr., et al. v. SMDC, Petron, et al.
Civil Case No. 09-0394;
RTC Br. 65, Jordan, Guimaras

Oliver S. Chavez, et al. v. SMDC, Petron, et al.
Civil Case No. 09-0395;
RTC Br. 65, Jordan, Guimaras

Background: These are complaints for damages filed on August 6, 2009 by a total of 1,063 plaintiffs who allegedly did not receive any payment from the defendants of their claims for damages arising from the oil spill due to the sinking of MT Solar 1 on August 11, 2006. Total claims for both cases amount to ₱291.9 million (₱286.4 million and ₱5.5 m). The reception of plaintiffs' evidence is on-going.

In the Arsenal case, respondents filed a motion to hear affirmative defenses based on lack of jurisdiction for non-payment of docket fees, prescription and lack of cause of action but it was denied. The respondents went to the CA on a petition for *certiorari*. The respondents filed with the CA a compliance with the resolution requiring submission of pleadings and orders. The complainants filed their comment on the petition and the respondents filed their reply to the said comment. On May 29, 2014, the CA rendered a decision directing the plaintiffs to file their respective affidavits substantiating their claims of indigency. The plaintiffs filed a motion for partial reconsideration of the decision which was denied by the CA on January 30, 2015.

In the Chavez case, the respondents likewise filed the same motion based on the same grounds. The lower court also denied the motion so the respondents went to the CA on a petition for *certiorari*. The CA dismissed the petition for failing to attach the necessary pleadings and orders.

Status: Both the Arsenal and Chavez cases have been remanded to and are now pending with the trial courts. In the course of plaintiffs' presentation of evidence, the plaintiffs moved for trial by commissioner, which was denied by the trial court. The plaintiffs elevated the matter by way of a petition for certiorari to the Court of Appeals in Cebu City, which, on January 9, 2020 issued a Resolution ordering the Company to file its comment on plaintiffs' petition within 10 days. The Company filed a motion for reconsideration of the said resolution, which remains pending as of the date of this report. In the meantime, proceedings before the trial court continue as of the date of this report.

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"Part II - Securities of the Registrant" follows on next page]

PART II – SECURITIES OF THE REGISTRANT

(A) Market Price of and Dividends on Registrant's Common Equity and Related Stockholder Matters

(1) Market Information and Voting Rights of Shares

The common and preferred shares of Petron are traded at the PSE.

Each common share is entitled to one vote.

Preferred shareholders have no voting rights except under instances provided under the Corporation Code (and effective February 23, 2019, under the Revised Corporation Code), including, but not limited to, the following cases: (i) amendment of the articles of incorporation or the by-laws of the Company (the "Company's Articles" and the "Company's By-laws," respectively), (ii) the extension or shortening of Petron's corporate term, (iii) a sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property or assets of Petron, (iv) increasing or decreasing capital stock, or (v) a merger or consolidation involving Petron.

As of February 28, 2021, the Company had 144,929 common stockholders. As of December 31, 2020, the total number of common stockholders of the Company was 144,979.

Common Shares

The price of the common shares of the Company as of February 28, 2021, the last trading day for the shares for the month, was ₱3.54 per share. The price of the common shares of the Company on December 20, 2020, the last trading day of 2020, was ₱3.99 per share. The price of the common shares of the Company on December 27, 2019, the last trading day of 2019, was ₱3.86 per share.

The high and low prices of the common shares for each quarter of the last two (2) fiscal years and for the period ended February 28, 2021 are indicated in the table below:

	Highest Close		**Lowest Close**	
Period	**Price (in Peso)**	**Date**	**Price (in Peso)**	**Date**
2021				
For period ended February 28, 2021	3.98	January 4	3.53	February 1
2020				
1st Quarter	4.27	January 7	2.04	March 23
2nd Quarter	3.39	June 8	2.56	April 1
3rd Quarter	3.19	July 6	3.02	September 4 & 23, August 3
4th Quarter	4.27	November 27	2.99	October 7-9
2019				
1st Quarter	7.89	January 11	6.43	March 27
2nd Quarter	6.54	April 17	5.41	May 20
3rd Quarter	5.95	July 3	4.99	September 25 & 26

4th Quarter	5.10	October 3, 11, 14 & 24	3.85	December 23 & 26

Preferred Shares

Series 2 Preferred Shares issued in 2014 ("Series 2 Shares")

On November 3, 2014, Petron issued and listed on the PSE 10 million cumulative, non-voting, non-participating, non-convertible peso-denominated perpetual preferred shares at an offer price of ₱1,000.00 per share. The preferred shares issue, which reached a total of ₱10 billion, was composed of Series 2A Preferred Shares amounting to ₱7.12 billion and the Series 2B Preferred Shares amounting to ₱2.88 billion.

The Series 2A Preferred Shares were redeemed by the Company on November 4, 2019.

The Series 2B Preferred Shares may be redeemed starting on the seventh anniversary from the listing date.

Series 2B Preferred Shares

The price of the Series 2B Preferred Shares as of February 23, 2021, the last trading day for the shares for the month, was ₱1,045.00 per share. The price of the Series 2B Preferred Shares as of December 29, 2020, the last trading day of 2020, was ₱1,029.00 per share. And the price of the Series 2B Preferred Shares on December 26, 2019, the last day of 2019 the shares were traded, was ₱1,049.00.

The high and low prices of the Series 2B preferred shares for each quarter of the last two (2) fiscal years and for the period ended February 28, 2021 are indicated in the table below:

	Highest Close		**Lowest Close**	
Period	**Price (in Peso)**	**Date**	**Price (in Peso)**	**Date**
2021				
For period ended February 28, 2021	1,051.00	January 25	1,001.00	January 5
2020				
1st Quarter	1,115.00	January 31	1,000.00	Feb.19
2nd Quarter	1,040.00	May 26	990.00	April 2
3rd Quarter	1,080.00	September 3, 14 & 15	1,001.00	September 17
4th Quarter	1,054.00	October 5, 7 & 8	1,002.00	October 29 & December 9
2019				
1st Quarter	1,050.00	January 31; March 27 & 28	990.00	January 3
2nd Quarter	1,040.00	April 8	911.00	June 7
3rd Quarter	1,030.00	September 24 & 27	993.00	July 1
4th Quarter	1,100.00	October 8	1,001.00	October 9

Series 3 Preferred Shares issued in 2014 ("Series 3 Shares")

On June 25, 2019, Petron issued and listed on the PSE 20 million cumulative, non-voting, non-participating, non-convertible peso-denominated perpetual preferred shares at an offer price of ₽1,000.00 per share. The preferred shares issue, which reached a total of ₽20 billion, was composed of Series 3A Preferred Shares amounting to ₽13.403 billion and the Series 3B Preferred Shares amounting to ₽6.597 billion.

The Series 3A Preferred Shares may be redeemed by the Company starting on 5.5th anniversary form the listing date. The Series 3B Preferred Shares may be redeemed starting on the seventh anniversary from the listing date.

Series 3A Preferred Shares

The price of the Series 3A Preferred Shares as of February 26, 2021, the last trading day for the shares for the month, was ₽1,091.00 per share. The price of the Series 3A Preferred Shares on December 29, 2020, the last trading day of 2020 the shares were traded was ₽1,010.00 per share. And the price of the Series 3A Preferred Shares on December 27, 2019, the last day of 2019 the shares were traded was ₽1,031.00 per share.

The high and low prices of the Series 3A preferred shares for each quarter since their issuance on June 25, 2019 and for the period ended February 28, 2021 are indicated in the table below:

	Highest Close		**Lowest Close**	
Period	**Price (in Peso)**	**Date**	**Price (in Peso)**	**Date**
2021				
For period ended February 28, 2021	1,100.00	February 18 & 22	1,070.00	January 11
2020				
1st Quarter	1,070.00	February 20 & 21	1,002.00	March 24 & 25
2nd Quarter	1,065.00	June 25	993.00	May 27
3rd Quarter	1,062.00	August 24	1,021.00	July 13
4th Quarter	1,072.00	December 16 & 17	1,010.00	December 29
2019				
2nd Quarter	1,000.00	June 26, 27 & 28	990.00	June 25
3rd Quarter	1,060.00	September 25	1,000.00	July 11
4th Quarter	1,058.00	December 17	1,013.00	October 3 & 4

Series 3B Preferred Shares

The price of the Series 3B Preferred Shares as of February 26, 2021, the last trading day for the shares for the month, was ₽1,140.00 per share. The price of the Series 3B Preferred Shares on December 29, 2020, the last trading day of 2020, was ₽1,114.00 per share. And the price of the Series 3B Preferred Shares on December 27, 2019, the last day of 2019 the shares were traded, was ₽1,060.00 per share.

The high and low prices of the Series 3B preferred shares since their issuance on June 25, 2019 and for the period ended February 28, 2021 are indicated in the table below:

	Highest Close		Lowest Close	
Period	**Price (in Peso)**	**Date**	**Price (in Peso)**	**Date**
2021				
For period ended February 28, 2021	1,140.00	February 1, 22 & 26	1,080.00	January 6 & 7
2020				
1st Quarter	1,085.00	February 21	1,003.00	March 19
2nd Quarter	1,075.00	June 29 & 30	1,006.00	April 8 & 13
3rd Quarter	1,100.00	July 22, 23, 24 & 29	1,065.00	July 6 & 8
4th Quarter	1,119.00	December 17	1,075.00	October 1, 2, 5, 6, 7, 8, 9, 15, 22 & 26
2019				
2nd Quarter	1,010.00	June 25	1,005.00	June 26
3rd Quarter	1,082.00	September 26	1,002.00	July 1
4th Quarter	1,081.00	October 1 & November 4	1,050.00	December 4

(2) Holders

The lists of the top 20 stockholders of the common shares and preferred shares of the Company as of December 31, 2020 are set out below.

<u>Common Shares</u>

RANK	STOCKHOLDER NAME	Common	TOTAL SHARES	% OF O/S
1	SEA REFINERY CORPORATION	4,696,885,564	4,696,885,564	50.099554 %
2	PCD NOMINEE CORP. (FILIPINO)	1,739,949,272	1,739,949,272	18.559252 %
3	SAN MIGUEL CORPORATION	1,702,870,560	1,702,870,560	18.163750 %
4	PETRON CORPORATION EMPLOYEES RETIREMENT PLAN	459,156,097	459,156,097	4.897610 %
5	PCD NOMINEE CORP. (NON-FILIPINO)	322,219,639	322,219,639	3.436971 %
6	F. YAP SECURITIES INC.	12,704,918	12,704,918	0.135518 %
7	ERNESTO CHUA CHIACO &/OR MARGARET SY CHUA CHIACO	6,000,000	6,000,000	0.063999 %
8	SYSMART CORP.	4,000,000	4,000,000	0.042666 %
9	MARGARET S. CHUACHIACO	3,900,000	3,900,000	0.041600 %
10	RAUL TOMAS CONCEPCION	3,504,000	3,504,000	0.037376 %
11	MARY FELICCI B. ONGCHUAN	2,950,100	2,950,100	0.031467 %
12	GENEVIEVE S. CHUACHIACO	2,735,000	2,735,000	0.029173 %
13	ERNESSON S. CHUACHIACO	2,732,000	2,732,000	0.029141 %
14	Q - TECH ALLIANCE HOLDINGS, INC.	2,648,500	2,648,500	0.028250 %
15	GENEVIEVE S. CHUA CHIACO	2,490,000	2,490,000	0.026560 %
16	BENEDICT CHUA CHIACO	2,365,000	2,365,000	0.025226 %
17	ANTHONY CHUA CHIACO	2,008,000	2,008,000	0.021418 %
18	MANUEL AWITEN DY	2,000,000	2,000,000	0.021333 %
19	SHAHRAD RAHMANIFARD	2,000,000	2,000,000	0.021333 %
20	KRISTINE CHUA CHIACO	1,956,000	1,956,000	0.020864 %
		8,975,074,650	8,975,074,650	95.733063 %

TOTAL NO. OF SHARES : 9,375,104,497
TOTAL NO. OF DISTINCT STOCKHOLDERS : 144,978
TOTAL NO. OF ACCOUNTS : 144,978

Preferred 2B Shares

RANK	STOCKHOLDER NAME	Preferred 2-B	TOTAL SHARES	% OF O/S
1	PCD NOMINEE CORPORATION (FILIPINO)	2,359,810	2,359,810	82.003906 %
2	SOCIAL SECURITY SYSTEM	395,770	395,770	13.753093 %
3	KNIGHTS OF COLUMBUS FRATERNAL ASSOCIATION OF THE PHILS., INC.	45,440	45,440	1.579050 %
4	PCD NOMINEE CORPORATION (NON-FILIPINO)	22,745	22,745	0.790394 %
5	MARCELINO R. TEODORO	12,500	12,500	0.434378 %
6	FIRST LIFE FINANCIAL CO., INC.	7,000	7,000	0.243252 %
7	BEN TIUK SY OR JUDY Y. SY	6,400	6,400	0.222401 %
8	REYNALDO GARCIA ALEJANDRO &/OR SYLVIA L. ALEJANDRO	5,000	5,000	0.173751 %
9	ALEXANDER T. SOLIS &/OR GINA T. SINFUEGO	5,000	5,000	0.173751 %
10	FRANCISCO S. ALEJO &/OR CYNTHIA ALEJO &/OR ANNA MELISSA A. ACOP	3,000	3,000	0.104251 %
11	ANTONIO T. CHUA	2,500	2,500	0.086876 %
12	ENRIQUE DELA LLANA YUSINGCO	2,000	2,000	0.069500 %
13	JUSTINIANO B. PANAMBO, JR.	1,920	1,920	0.066720 %
14	FELIX B. CHAVEZ &/OR AIDA T. CHAVEZ OR IRENE T. CHAVEZ	1,500	1,500	0.052125 %
15	DEWEY T. TAN	1,000	1,000	0.034750 %
16	ROMEO V. JACINTO	1,000	1,000	0.034750 %
17	ZENAIDA M. POSTRADO OR RENATO POSTRADO	1,000	1,000	0.034750 %
18	EVELYN A GESMUNDO OR DOMINADOR A. GESMUNDO JR.	720	720	0.025020 %
19	RONNE T. SY SU OR CHADWICK C. SY SU	700	700	0.024325 %
20	ROBERTO D. DE LEON	650	650	0.022588 %
		2,875,655	2,875,655	99.929631 %

TOTAL NO. OF SHARES : 2,877,680
TOTAL NO. OF DISTINCT STOCKHOLDERS : 30
TOTAL NO. OF ACCOUNTS : 30

Series 3A Shares

RANK	STOCKHOLDER NAME	Preferred 3-A	TOTAL SHARES	% OF O/S
1	PCD NOMINEE CORPORATION (FILIPINO)	13,333,655	13,333,655	99.482616 %
2	PCD NOMINEE CORPORATION (NON-FILIPINO)	63,995	63,995	0.477468 %
3	MILA LEONINA DIAZ JUSTINIANO	2,000	2,000	0.014922 %
4	LUZ DELA CRUZ CANLAPAN	1,500	1,500	0.011192 %
5	CAROLINA N. DIONISIO	1,000	1,000	0.007461 %
6	ANA UY GAN OR ALBERT DAVID UY GAN, EDWIN FERDINAND UY GAN OR PHILIP BENJAMIN UY GAN	500	500	0.003731 %
7	ALMA FLORENCE A. LOGRONIO	300	300	0.002238 %
8	ENRICO DELA LLANA YUSINGCO	50	50	0.000373 %
		13,403,000	13,403,000	100.000000 %

TOTAL NO. OF SHARES : 13,403,000
TOTAL NO. OF DISTINCT STOCKHOLDERS : 8
TOTAL NO. OF ACCOUNTS : 8

Series 3B Shares

RANK	STOCKHOLDER NAME	Preferred 3-B	TOTAL SHARES	% OF O/S
1	PCD NOMINEE CORPORATION (FILIPINO)	6,521,010	6,521,010	98.848113 %
2	PCD NOMINEE CORPORATION (NON-FILIPINO)	48,690	48,690	0.738063 %
3	SMHC MULTI-EMPLOYER RETIREMENT PLAN	5,000	5,000	0.075792 %
4	DISTILERIA BAGO INCORPORATED RETIREMENT PLAN	5,000	5,000	0.075792 %
5	CAN ASIA INC RETIREMENT PLAN	5,000	5,000	0.075792 %
6	JOIE TINSAY &/OR IRENE TINSAY	4,500	4,500	0.068213 %
7	G. D. TAN & CO. INC.	2,000	2,000	0.030317 %
8	ROMUALDO ESTACIO FRANCO OR VIRGINIA M. FRANCO	1,000	1,000	0.015158 %
9	AGNES LOGRONIO BANIQUED	1,000	1,000	0.015158 %
10	MA. TERESA L YUSINGCO	500	500	0.007579 %
11	ANTONIO M. OSTREA	500	500	0.007579 %
12	ENRIQUE LL YUSINGCO	500	500	0.007579 %
13	CONCHITA PEREZ JAMORA	500	500	0.007579 %
14	ENRIQUE NOEL L YUSINGCO	500	500	0.007579 %
15	ENRIQUE MIGUEL L YUSINGCO	500	500	0.007579 %
16	ANGELO DE GUZMAN MACABUHAY OR MARITESS SIGUA MACABUHAY	400	400	0.006063 %
17	HENRY P. YUSINGCO IV	100	100	0.001516 %
18	MICHELLE MARIE Y. SAN JUAN	100	100	0.001516 %
19	JOSE MANUEL R. SAN JUAN	100	100	0.001516 %
20	MYRA P. VILLANUEVA	60	60	0.000910 %
		6,596,960	6,596,960	99.999394 %

TOTAL NO. OF SHARES :	6,597,000
TOTAL NO. OF DISTINCT STOCKHOLDERS :	24
TOTAL NO. OF ACCOUNTS :	24

(3) Dividends

It is the policy of the Company under its Corporate Governance Manual (as defined below) to declare dividends when its retained earnings exceed 100% of its paid-in capital stock, except: (a) when justified by definite corporate expansion projects or programs approved by the Board, (b) when the Company is prohibited under any loan agreement with any financial institution or creditor, whether local or foreign, from declaring dividends without its consent and such consent has not been secured, or (c) when it can be clearly shown that such retention is necessary under special circumstances obtaining in the Company, such as when there is a need for special reserve for probable contingencies.

The Company pays out dividends on common shares within 30 days after the declaration, to the extent practicable.

On November 3, 2014, the Company issued 7,122,320 Series 2A Preferred Shares and 2,877,680 Series 2B Preferred Shares. The dividend on the Series 2A Preferred Shares was at the fixed rate of 6.30% per annum and on the Series 2B Preferred Shares at the fixed rate of 6.8583% per annum, each as calculated based on the offer price of ₽1,000 per share on a 30/360-day basis and payable quarterly in arrears, whenever approved by the Board of Directors. If the dividend payment date is not a banking day, dividends will be paid on the next succeeding banking day, without adjustment as to the amount of dividends to be paid. Cash dividends have been paid out on the Series 2 Shares in February 2015 since their listing in November 2014. The Series 2A Preferred Shares were redeemed on November 4, 2019.

On June 25, 2019, the Company issued 13,403,000 Series 3A Preferred Shares and 6,596,900 Series 3B Preferred Shares. The dividend on the Series 3A Preferred Shares is at the fixed rate of 6.8713% per annum and on the Series 3B Preferred Shares at the fixed rate of 7.1383% per annum, each as calculated based on the offer price of ₽1,000.00 per share on a 30/360-day basis and payable quarterly in arrears, whenever approved by the Board of Directors. If the dividend payment date is not a banking day, dividends will be paid on the next succeeding banking day, without adjustment as to the amount of dividends to be paid. Cash dividends have been paid out on the Series 3 Shares since their listing in June 2019.

Dividend Declarations and Payments

2020

On March 10, 2020, the Board of Directors approved a cash dividend of ₽0.10 per share to all common shareholders with a record date of March 24, 2020 and a pay-out date of April 8, 2020.

On the same date, the Board of Directors also approved cash dividends of (i) ₽17.14575 per share to the shareholders of the Series 2B Preferred Shares for the second quarter of 2020 with a record date of April 7, 2020 and a pay-out date of May 4, 2020 (with May 3 falling on a Sunday); (ii) ₽17.17825 per share to the shareholders of the Series 3A Preferred Shares for the second quarter of 2020, with a record date of June 1, 2020 and a pay-out date of June 25, 2020; and (iii) of ₽17.84575 per share to the shareholders of the Series 3B Preferred Shares for the second quarter of 2020, with a record date of June 1, 2020 and a pay-out date of June 25, 2020.

On May 26, 2020, the Board of Directors approved cash dividends of (i) ₽17.14575 per share to the shareholders of the Series 2B Preferred Shares for the third quarter of 2020 with a record date of July 9, 2020 and a pay-out date of August 3, 2020; (ii) ₽17.17825 per share to the shareholders of the Series 3A Preferred Shares for the third quarter of 2020, with a record date of September 2, 2020 and a pay-out date of September 25, 2020; and (iii) of ₽17.84575 per share to the shareholders of the Series 3B Preferred Shares for the third quarter of 2020, with a record date of September 2, 2020 and a pay-out date of September 25, 2020.

On August 4, 2020, the Board of Directors approved cash dividends of (i) ₽17.14575 per share to the shareholders of the Series 2B Preferred Shares for the fourth quarter of 2020 with a record date of October 9, 2020 and a pay-out date of November 3, 2020; (ii) ₽17.17825 per share to the shareholders of the Series 3A Preferred Shares for the fourth quarter of 2020, with a record date of December 2, 2020 and a pay-out date of December 28, 2020; and (iii) of ₽17.84575 per share to the shareholders of the Series 3B Preferred Shares for the fourth quarter of 2020, with a record date of December 2, 2020 and a pay-out date of December 28, 2020.

On November 3, 2020, the Board of Directors approved cash dividends of (i) ₽17.14575 per share to the shareholders of the Series 2B Preferred Shares for the first quarter of 2021 with a record date of January 8, 2021 and a pay-out date of February 3, 2021; (ii) of ₽17.17825 per share to the shareholders of the Series 3A Preferred Shares for the first quarter of 2021, with a record date of March 2, 2021 and a pay-out date of March 25, 2021; and (iii) of ₽17.84575 per share to the shareholders of the Series 3B Preferred Shares for the first quarter of 2021, with a record date of March 2, 2021 and a pay-out date of March 25, 2021.

2019

On March 12, 2019, the Board of Directors approved a cash dividend of ₽0.10 per share to all common shareholders with a record date of March 27, 2019 and a pay-out date of April 11, 2019.

On the same date, the Board of Directors also approved cash dividends of (i) ₽15.75 per share to the shareholders of the Series 2A Preferred Shares for the second and third quarters of 2019 with record dates of April 4, 2019 and July 12, 2019, respectively, and pay-out dates of May 3, 2019 and August 5, 2019 (with August 3 falling on a Saturday), respectively, and (ii) ₽17.14575 per share to the shareholders of the Series 2B Preferred Shares for the second and third quarters of 2019 record dates of April 4, 2019 and July 12, 2019, respectively, and pay-out dates of May 3, 2019 and August 5, 2019 (with August 3 falling on a Saturday), respectively.

On August 6, 2019, the Board of Directors approved cash dividends of (i) ₽15.75 per share to the shareholders of the Series 2A Preferred Shares for the fourth quarter of 2019 with a record date of October 11, 2019 and a pay-out date of November 4, 2019 (with November 3 falling on a Sunday); (ii) ₽17.14575 per share to the shareholders of the Series 2B Preferred Shares for the fourth quarter of 2019 with a record date of October 11, 2019 and a pay-out date of November 4, 2019 (with November 3 falling on a Sunday); (iii) of ₽17.17825 per share to the shareholders of the Series 3A Preferred Shares for the third quarter of 2019, with a record date of September 2, 2019 and a pay-out date of September 25, 2019; and (iv) of ₽17.84575 per share to the shareholders of the Series 3B Preferred Shares for the third quarter of 2019, with a record date of September 2, 2019 and a pay-out date of September 25, 2019.

On November 5, 2019, the Board of Directors approved cash dividends of (i) ₽17.14575 per share to the shareholders of the Series 2B Preferred Shares for the for the first quarter of 2020 with a record date of January 14, 2020 and a pay-out date of February 3, 2020; (ii) of ₽17.17825 per share to the shareholders of the Series 3A Preferred Shares for the fourth quarter of 2019 and the first quarter of 2020, with record dates of December 2, 2019 and March 2, 2020, respectively, and pay-out dates of December 26, 2019 (December 25 being a holiday) and March 25, 2020, respectively; and (iv) of ₽17.84575 per share to the shareholders of the Series 3B Preferred Shares for the fourth quarter of 2019 and the first quarter of 2020, with record dates of December 2, 2019 and March 2, 2020, respectively, and pay-out dates of December 26, 2019 (December 25 being a holiday) and March 25, 2020, respectively.

Distributions

Under the terms and conditions of the undated unsubordinated capital securities issued by the Company on January 19, 2018 (collectively, the "Capital Securities"), more particularly described below in *"Recent Sales of Unregistered or Exempt Securities Including Recent Issuances of Securities Constituting an Exempt Transaction,* the Company cannot declare dividends on any Junior Securities (as defined thereunder), which include the common shares of the Company, or (except on a *pro rata* basis) on any Parity Securities (as defined thereunder), which include the outstanding preferred shares of the Company, in case the payment of all distributions scheduled to be made on the Capital Securities is not made in full by reason of the Company deferring such distributions in accordance with the terms of the Capital Securities.

(4) Recent Sales of Unregistered or Exempt Including Recent Issuances of Securities Constituting an Exempt Transaction

Under the Securities and Regulation Code (the "Code"), securities are not permitted to be sold or offered for sale or distribution within the Philippines unless such securities are approved for registration by the SEC or are otherwise exempt securities under Section 9 of the Code or sold pursuant to an exempt transaction under Section 10 of the Code.

The securities discussed below were offered and/or sold for the past three (3) years (from 2016) in the Philippines to institutional lenders not exceeding 19 or to not more than 19 non-qualified buyers and/or to any number of qualified buyers as defined in the Code. Thus, the offer and sale of the subject securities qualified as exempt transactions pursuant to Sections 10.1 (k) and 10.1(l) of the Code. A confirmation of exemption from the SEC that the offer and sale of the securities in the Philippines qualified as an exempt transaction under the Code was not required to be, and had not been, obtained. In compliance with existing rules, no notice of exemption was filed after the issuance below which qualified as an exempt transaction.

The securities discussed below were not registered with the SEC under the Code. Any future offer or sale thereof is subject to registration requirements under the Code, unless such offer or sale qualifies as an exempt transaction.

US$500 Million Undated Unsubordinated Capital Securities

a. On January 19, 2018, the Company issued US$500 million undated unsubordinated capital securities (the "January 2018 Issuance").

b. The joint lead managers were Australia and New Zealand Banking Group Limited, DBS Bank Ltd., Deutsche Bank AG, Singapore Branch, The Hongkong and Shanghai Banking Corporation, Singapore Branch, Standard Chartered Bank, and UBS AG, Singapore Branch.

c. The offer price for the January 2018 Issuance was at 100%.

c. As the capital securities described herein were offered to qualified buyers in the Philippines, the issuance of such securities was considered an exempt transaction and no confirmation or notice of exemption from the registration requirements of the Code was required to be filed with the SEC pursuant to the Code and the 2015 Implementing Rules and Regulations of the Securities Regulation Code (the "2015 SRC Rules"). The capital securities were listed with the Singapore Exchange Securities Trading Limited on January 22, 2018.

US Dollar Redeemable Perpetual Securities

a. On November 27, 2019, June 22, 2020, and August 10, 2020, the Company issued redeemable perpetual securities (the "Redeemable Perpetual Securities") to SMC in the amounts of US$6 million, US$130 million, and US$100 million, respectively.

b. As the Redeemable Perpetual Securities were offered only SMC, the issuance of such securities was considered an exempt transaction and no confirmation or notice of exemption from the registration requirements of the Code was required to be filed with the SEC pursuant to the Code and the 2015 SRC rules.

(B) Description of Petron's Shares

The Company has an authorized capital stock of P10 billion divided into 9,375,104,497 common shares and 624,895,503 preferred shares, with a par value of P1 each.

As of the date of this Annual Report, the outstanding capital stock of the Company is comprised of 9,375,104,497 common shares, 2,877,680 Series 2B Preferred Shares, 13,403,000 Series 3A Preferred Shares, and 6,597,000 Series 3B Preferred Shares. The Company has 87,122,320 treasury shares.

The Series 2 Preferred Shares, with an aggregate issue value of ₱10 billion, were offered during the period October 20-24, 2014 pursuant to the order of registration and the permit to sell issued by the SEC on October 17, 2014. The Series 2 Preferred Shares were issued and listed on the PSE on November 3, 2014. The Series 2A Preferred Shares were redeemed by the Company on November 4, 2019. On March 9, 2021, Series 2B Preferred Shares authorized by the Board of Directors to be redeemed by the Company on November 3, 2021.

The Series 3 Preferred Shares, with an aggregate issue value of P20 billion, were offered during the period June 3-18, 2019 pursuant to the order of registration and the permit to sell issued by the SEC on May 31, 2019 and issued out of the treasury shares of the Company. The Series 3 Preferred Shares were issued and listed on the PSE on June 25, 2019.

Each common share is entitled to one vote.

Preferred shareholders have no voting rights except under instances provided under the Corporation Code, including, but not limited to, the following cases: (i) amendment of the Company's Articles or the Company's By-laws, (ii) the extension or shortening of Petron's corporate term, (iii) a sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property or assets of Petron, (iv) increasing or decreasing capital stock, or (v) a merger or consolidation involving Petron.

(C) Stock Ownership Plan

Petron currently does not have a stock ownership plan or program. In 1994, when Petron's initial public offering was undertaken, a special secondary sale of Petron's shares was offered to its employees. The entitlement of shares at the listing price of ₱9.00 per share was made equivalent to the employee's base pay factored by his/her service years with Petron. Petron's executive officers, except the Chairman, the President and the Vice President for Corporate Planning, were entitled to own Petron shares under this stock ownership plan. Preparatory to the listing of the Company's preferred shares, availment of said shares was offered to employees from February 15 to 19, 2010.

(D) Public Ownership

Based on the report provided by SMC Stock Transfer Services Corporation, the stock transfer agent of the Company, 26.73% of the outstanding common shares of the Company was owned by the public as of December 31, 2020 in compliance with the minimum public ownership set by the PSE and the SEC. Attached as Annex A is the public ownership report of the Company as of December 31, 2020.

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"Part III - Management's Discussion and Analysis of Financial Position
and Financial Performance" follows on next page]

PART III - MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND FINANCIAL PERFORMANCE

Financial Performance

2020 vs. 2019

The year 2020 was marked with the adverse impact of the COVID-19 pandemic to the global economy. The unprecedented destruction in worldwide fuel demand caused oil prices to crash at record-low levels in the second quarter. The lockdowns implemented in most parts of the Philippines and Malaysia pulled down sales volume while the historic slump in prices resulted in substantial inventory losses. Despite the moderate recovery in the second semester, Petron ended the year with a consolidated net loss of P11.4 billion, a reversal from its 2019 net income of P2.3 billion. Aside from the impact of the volume contraction and inventory loss, the prevailing weak refining cracks also continued to challenge the Company's financial performance.

Consolidated Sales volume dropped by 27% to **78.58 million barrels (MMB)**, from 106.96 MMB in previous year (PY) primarily due to reduced economic activities and travel restrictions from worldwide lockdowns.

Net sales dropped by 44% to **₱ 286.03 billion** from **₱ 514.36 billion** in 2019 due to reduced volume and lower average selling price, compounded by the impact of ₱ 2.18 appreciation of the peso against the US dollar, partly offset by incremental excise taxes with the implementation of the last tranche of the TRAIN law.

Cost of Goods Sold declined to **₱ 277.32** billion from PY's ₱ 483.86 billion traced to lower sales volume and average cost per liter as benchmark crude Dubai plunged from an average of US$64/bbl in 2019 to US$42/bbl, partly offset by higher excise taxes. **Gross profit** fell to ₱ 8.71 billion from the ₱ 30.51 billion in 2019 largely on account of the volume drop, inventory losses and product cracks narrowing, which partly mitigated by improved marketing margins.

Continuous cost reduction measures led to the 7% dip in **Selling and Administrative Expenses (OPEX), net of Other operating Income,** to **₱ 13.34 billion** compared to previous year's 14.31 billion. The OPEX savings mainly came from outsourced services, advertising and promotional expenses, service station & depot maintenance & repairs, and employee costs, but were partly offset by decrease in rent income.

Net Financing Costs and Other Charges was also down by 7% from ₱ 12.46 billion to **₱ 11.58 billion** attributed to the decline in interest expense at the back of lower average borrowing rates, partly offset by higher marked-to-market losses on commodity hedges and lower interest income.

Income tax benefit amounted to **₱ 4.80 billion** owing to the loss before tax position, as against the ₱ 1.43 billion income tax expense in the previous year.

2019 vs. 2018

For 2019, the Company reported a consolidated net income of **₱ 2.30 billion**, 67% lower than previous year's (PY) ₱ 7.07 billion essentially from the continued weakening of regional refining margins. Its Bataan refinery was forced to an unplanned total plant shutdown for 108 days following the April 22 earthquake that hit Luzon which resulted in losses due to low production and start-up and stabilization activities on the processing units.

Consolidated Sales volume slightly declined to **106.96 million barrels (MMB)**, from 108.50 MMB in 2018 primarily due to the 5% drop in Philippine volumes following the low production of the Bataan refinery. Meanwhile, Petron Malaysia's volumes sustained its growth by 3% mostly coming from its domestic sales.

Net sales decreased by 8% to **₱ 514.36 billion** mainly due to lower average selling price, further reduced by the decline in volume and impact of the ₱ 0.88 average appreciation of the Philippine peso against the US dollar. These were partly offset by the increase in excise tax per liter.

Cost of Goods Sold (CGS) at **₱ 483.86 billion** was also lower by 7% or ₱ 38.97 billion due to the combined effect of lower cost per liter and sales volume. During the year, the average price of benchmark Dubai crude fell to US$63.53/bbl from US$69.42/bbl in 2018.

Gross Margin contracted by 12% from ₱ 34.56 billion to **₱ 30.51 billion** due to lower product cracks, higher crude premium and losses incurred as a result of the Bataan refinery total plant shutdown. These were partially mitigated by the net inventory holding gains and improved marketing margins.

Selling and Administrative Expenses (OPEX) net of Other operating Income was reduced by 9% or ₱ 1.33 billion to **₱ 14.31 billion** largely from lower advertising expenses, employee costs, donation and provision for bad debts as well as reduced LPG cylinder purchases, partly offset by higher terminal operation expenses.

Net Financing Costs and Other Charges grew by 47% from ₱ 8.47 billion to **₱ 12.46 billion** brought about by the increase in average borrowing level and interest rates, adoption of PFRS 16, as well as the recognition of unrealized commodity hedging loss versus gain LY. These were partly offset by higher interest income.

Income tax expense was cut by more than half from ₱ 3.39 billion to **₱ 1.43 billion** on account of lower pre-tax income.

<u>2018 vs. 2017</u>

The Company posted a 50% drop in its consolidated net income to **₱ 7.07 billion** following a sustained decline in global crude prices that resulted in significant inventory holding losses during the last two months of 2018.

Consolidated Sales volume stood at **108.50 million barrels (MMB)**, slightly better than 107.76 MMB in 2017 primarily due to the growth in Malaysian operations, with its presence in the retail segment continued to gain momentum as it expands its service station network amid aggressive marketing initiatives. In the Philippines, incremental volume was contributed by gasoline, polypropylene, kerojet and LPG.

Net sales rose by 28% to **₱ 557.39 billion** from ₱ 434.62 billion in previous year largely due to the hike in selling prices at the back of higher regional prices of finished petroleum products coupled by the additional excise tax with the implementation of the first tranche of TRAIN law and the ₱ 2.27 average depreciation of the peso against the US dollar.

Cost of Goods Sold (CGS) went up by 33% or ₱ 130.86 billion to **₱ 522.82 billion** brought about by the escalation in price of benchmark Dubai crude oil which averaged US$69.42/barrel versus US$53.17/barrel average in 2017 as well as the additional excise tax due to TRAIN law.

The decline in **Gross Margin** from ₱ 42.66 billion to **₱ 34.56 billion** was primarily due to the unanticipated US$22/barrel drop of Dubai crude prices which peaked at US$79.39/barrel in October before sharply falling to US$57.32/barrel in December, thus, resulting in significant inventory holding losses. The Company was also hit by the reduced product cracks prevailing in the region as well as higher crude premium.

Selling and Administrative Expenses (OPEX) net of Other Operating Income grew to **₱ 15.64 billion,** 4% or ₱ 624 million more than previous year traced to higher terminalling fees as well as increases in non-cash items such as depreciation and provision for bad debts partly tempered by lower advertising expenses.

Net Financing Costs and Other Charges slipped by 4%, from ₱ 8.80 billion in previous year to **₱ 8.47 billion in 2018**. The favorable variance was due to the marked-to-market gain (MTM) on outstanding commodity hedges as against loss recognized in 2017 and absence of debt issue costs written-off last year related to the pre-termination of US dollar-denominated loans. However, these were partly offset by higher interest expense and bank charges as well as the absence of gains on asset disposals.

Income tax expense dipped by 29% to **₱ 3.39 billion** from previous year's ₱ 4.76 billion on account of lower pre-tax income, tempered by the tax on dividends received from foreign subsidiaries.

Financial Position

2020 vs 2019

The consolidated assets of Petron Corporation and its Subsidiaries as of end-2020 amounted to **₱ 349.73 billion**, 11% or ₱ 45.11 billion lower than end-2019 balance of ₱ 394.84 billion primarily due to the decrease in inventories and trade receivables from lower prices and volume.

Cash and cash equivalents was reduced by 21% from ₱ 34.22 billion to **₱ 27.05 billion** as available cash was used to finance capital projects.

Financial assets at fair value decreased to **₱ 603 million** from ₱ 864 million due to lower gains on outstanding commodity and currency hedges.

Investments in debt instruments (current and non-current) went down by 9% to **₱ 381 million** from the end-2019 level of ₱ 420 million with the maturity of some government securities and bonds partly offset by the new investment in government securities by the insurance subsidiary.

Trade and other receivables - net dropped by 39% to **₱ 27.20 billion** attributed to the decrease in sales volume and prices of fuel products.

Inventories was cut by ₱ 27.29 billion to **₱ 44.92 billion** mainly from lower prices and volume of crude and finished products on hand compared to the end-2019 level.

Other current assets increased by 18% to **₱ 32.34 billion** from higher excise tax claims and unused creditable withholding taxes.

Right of Use assets went up by 10% or ₱ 536 million to **₱ 6.05 billion** with the remeasurement of the related asset retirement obligation for the refinery.

The change in net tax position of the Parent Company due to the additional Net Operating Loss Carry-Over (NOLCO) in 2020 led to the increase in **Deferred tax assets - net** to **₱ 2.19 billion** from ₱ 262 million as of end 2019 and consequently resulted in the reduction in **Deferred tax liabilities - net** from ₱ 6.35 billion to **₱ 3.08 billion**.

Other noncurrent assets - net declined to **₱ 2.09 billion** from ₱ 2.74 billion on account of the amortization of deferred input tax, usage of catalysts as well as drop in currency hedges under hedge accounting.
Short-term loans increased from ₱ 71.09 billion to **₱ 77.70 billion** traced to net loan availment during the year.

Liabilities for crude oil and petroleum products at **₱ 22.32 billion** was lower by 43% compared to end-2019 level of ₱ 39.36 billion owing primarily to lower prices and lesser number of outstanding importations as of end 2020.

Trade and other payables was reduced by 46% to **₱ 15.40** due to lower outstanding liabilities to contractors and vendors.

Derivative liabilities grew by 52% to **₱ 1.12 billion** with the increase in the expected payout on outstanding commodity hedges, as well as currency hedges under hedge accounting, partly offset by the decrease in marked-to-market (MTM) losses on currency forwards.

Income tax payable fell 39% to ₱ 162 million as tax liabilities of foreign subsidiaries declined.

Long-term debt (including current portion) decreased to **₱ 119.45 billion** from end-2019 balance of ₱ 133.08 billion following the Parent Company's prepayment and amortization of dollar and peso loans, partly offset by availment of new loans, i.e. USD 150 million, JPY 15 billion and ₱ 5 billion loan.

Asset retirement obligation increased by more than half to **₱ 2.87 billion** from ₱ 1.72 billion traced to the reassessment/re-measurement of future liability.

Other noncurrent liabilities stood at **₱ 1.90 billion**, 9% higher than end-2019 level due to additional cash bonds received from customers.

Capital securities grew by ₱ 11.30 billion to **₱ 36.48 billion** with the issuance of USD 230 million Redeemable Perpetual Securities in the 2nd and 3rd quarters of 2020.

Retained earnings at **₱ 29.80 billion** was 35% down versus end-2019 level primarily due to the ₱ 11.38 billion net loss incurred by the equity holders of the Parent Company further reduced by the cash dividends and distributions declared during the period.

The **negative balance of Equity reserves** increased from ₱ 16.90 billion to **₱ 18.37 billion** mainly from the translation loss on its investments in foreign subsidiaries as a result of the strengthening of the peso against the US dollar.

Consequently, **Non-controlling interests** slipped from ₱ 6.77 billion to **₱ 6.42 billion,** proportionate to its share in net loss during period, the cash dividends declared to minority shareholders coupled by currency translation adjustments.

<u>2019 vs 2018</u>

By the end of 2019, the **consolidated assets** of Petron and its Subsidiaries stood at **₱ 394.84 billion,** higher by 10% from end-2018 balance of ₱ 358.15 billion largely due to the recognition of relevant assets with the adoption of PFRS 16 (Leases), higher cash and cash equivalents and inventories, partly offset by the decline in other assets (current and non-current).

Cash and cash equivalents almost doubled from ₱ 17.41 billion to **₱ 34.22 billion** mostly from funds generated from operations and the issuance of preferred shares.

Financial assets at fair value declined from ₱ 1.13 billion to **₱ 864 million** due to lower unrealized gain on outstanding commodity hedges.

Investments in debt instruments (current and non-current) went up by 11% to **₱ 420 million** from end 2018 level of ₱ 378 million traced to additional investment in government securities acquired by the Insurance subsidiary.

Trade and other receivables - net increased by **₱ 2.16 billion** to **₱ 44.66 billion** owing to higher price and excise tax of fuel products partly offset by the collection of receivables from the Malaysian government.

Inventories rose to **₱ 72.21 billion** from ₱ 63.87 billion due to higher volume of finished product and price of crude and the incremental excise tax imposed beginning 2019.

Other current assets dropped by 26% to **₱ 27.43 billion** mainly due to Petron Malaysia's collection of its Goods and Service Tax refunds from the government and the Parent's utilization of tax credit certificates, partly negated by the increase in prepaid and creditable withholding taxes.

The adoption of PFRS 16 resulted in the recognition of **right-of-use assets** of **₱ 5.51 billion**, 81% increase in **investment property** to **₱ 29.94 billion** and a reduction in the prepaid rent which largely accounted for the 53% drop in **other noncurrent assets - net** to **₱ 3.07 billion**. Corresponding **lease liabilities - current and noncurrent** were also booked totaling **₱ 15.75 billion**.

Short-term loans decreased to **₱ 71.09 billion** from ₱ 83.0 billion mainly due to Parent Company's net payments during the year.

Liabilities for crude oil and petroleum products grew by more than half to **₱ 39.36 billion** on account of higher volume and price of outstanding finished products importations as of end-2019 versus prior year.

Derivative liabilities increased by 20% from ₱ 614 million to **₱ 738 million** arising from higher expected payout on outstanding commodity and currency hedges.

Income tax payable climbed to **₱ 267 million** from ₱ 146 million largely from higher tax liabilities of Petron Malaysia.

Long-term debt (current and non-current portion) grew by 13% to **₱ 133.08 billion** as the Parent Company availed of US$800 million loan partly offset by the payment of matured peso and dollar loans.

Retirement benefits liability rose by 47% to **₱ 3.56 billion** on account of the re-measurement losses on plan assets partly offset by the contributions made to the fund during the year.

Deferred tax liability – net dropped by 25% from ₱ 8.45 billion to **₱ 6.35 billion** brought about by the recognition of NOLCO and MCIT by the Parent Company.

Asset retirement obligation declined by more than half to **₱ 1.72 billion** with the reassessment of future liability.

Other noncurrent liabilities rose by 37% to **₱ 1.75 billion** vis-a-vis 2018 year-end level traced to higher cash bond, and the derivative liability from additional hedging instrument.

The issuance of ₱ 20 billion series 3 preferred shares in June 2019 and the redemption of series 2A preferred shares in November 2019 resulted in the increase in **additional paid-in capital** from ₱ 19.65 billion to **₱ 37.50 billion** and brought the **negative balance of treasury stock** to **₱ 15.12 billion**.

Retained earnings at **₱ 45.51 billion** ended lower by 8% or ₱ 3.98 billion as the net income attributable to equity holders of the Parent Company in 2019 of ₱ 1.70 billion was negated by the ₱ 4.21 billion cash dividends and distributions paid during the year and the ₱ 1.46 billion impact of PFRS 16 adoption.

With the peso appreciation against the US dollar, the Company incurred currency translation loss on its investments in foreign subsidiaries and increased the **negative balance of Equity reserves** from ₱ 14.03 billion to **₱ 16.90 billion** .

<u>**2018 vs 2017**</u>

Petron's consolidated assets as of December 31, 2018 grew 6% (₱ 20.12 billion) to **₱ 358.15 billion**, from end-December 2017 level of ₱ 338.03 billion mainly contributed by higher working capital.

Financial assets at fair value went up from ₱ 336 million to **₱ 1.13 billion** on account of higher MTM gains on outstanding commodity hedges.

Investment in debt instruments (current and non-current) amounted to **₱ 378 million,** 29% lower than the ₱ 531 million balance as of end 2017 with the maturity of investment in corporate bonds.

Trade and other receivables - net increased by 11% from ₱ 38.16 billion to **₱ 42.50 billion** reflecting the increase in fuel prices from a year ago and delayed collection of receivables from the Malaysian government.

Inventories - net surged to **₱ 63.87 billion**, 13% or ₱ 7.27 billion more than the ₱ 56.60 billion at end 2017 due to higher volume and prices of finished products.

Other current assets escalated from ₱ 33.18 billion to **₱ 37.08 billion** on account of higher input VAT and prepaid taxes.

Property, plant and equipment – net dipped by 8% or ₱ 13.71 billion to **₱ 163.98 billion.** Capital expenditures for the refinery, depots and service stations, net of depreciation and disposals during the year was more than offset with the reclassification of leased-out assets that primarily comprised the **₱ 16.54 billion Investment Property.**

Deferred tax assets - net increased from ₱ 207 million to **₱ 257 million** owing to the additional Net Operating Loss Carry-Over (NOLCO) of a subsidiary in Malaysia.

Other noncurrent assets - net climbed to **₱ 6.49 billion**, 9% or ₱ 526 million above the December 2017 level of ₱ 5.96 billion due to higher prepaid rent and the fair value of long-term derivative instruments.

Short-term loans surged to **₱ 83.00 billion** from ₱ 69.58 billion a year ago as additional funds were sourced to support the increase in working capital requirements given higher cost of inventories and receivables.

Liabilities for crude oil and petroleum products dropped by 30% from ₱ 36.92 billion to **₱ 25.99 billion** essentially due to lower volume of crude purchases outstanding as at year-end.

Trade and other payables increased to **₱ 28.47 billion** from ₱ 11.60 billion largely liabilities to various contractors and suppliers.

Derivative liabilities slid to **₱ 614 million** from ₱ 1.79 billion level in December 2017 owing to lower MTM loss on outstanding commodity hedges.

Income tax payable fell to ₱ 146 million from **₱ 808 million** due mainly to Petron Malaysia's lower taxable income in 2018.

Long-term debt (including current portion) went up from ₱ 101.71 billion to **₱ 118.00 billion** with the Parent Company's issuance of ₱ 20.00 billion retail bonds in October 2018.

Retirement benefits liability declined to **₱ 2.43 billion** from ₱ 4.89 billion primarily on account of the partial conversion of the Company's advances to the Retirement plan into contribution as well as the actual contribution made during the year.

Deferred tax liabilities amounted to **₱ 8.45 billion**, 14% higher than the ₱ 7.40 billion level a year ago largely due to the temporary differences arising from the accelerated method of depreciation used for tax reporting purposes.

Asset retirement obligation grew by 34% to **₱ 3.59 billion** from ₱ 2.68 billion attributed to the change in discount rate and lease term of existing leases.

Other noncurrent liabilities increased by 23% to **₱ 1.27 billion** mainly due to the premium costs of derivative instruments and higher cash bond from customers.

Capital Securities decreased by 19% to **₱ 24.88 billion** traced to the redemption of the US$750 million Undated Subordinated Capital Securities (USCS) partly offset by the issuance of the US$500 million Senior Perpetual Capital Securities (SPCS).

The negative balance of **Equity reserves** increased to **₱ 14.03 billion** from ₱ 5.17 billion due to currency translation loss on the redemption of USCS, partly tempered by the currency translation gains on investments in foreign subsidiaries as a result of the strengthening of the US dollar versus the Philippine peso.

Non-controlling interests rose by 12% to **₱ 6.71 billion** from the ₱ 5.96 billion as of end of 2017 corresponding to its proportionate share in net income for the year, net of cash dividends declared to minority shareholders and currency translation adjustment.

<u>Cash Flows</u>

<u>2020 vs 2019</u>

The Company ended 2020 with Cash and cash equivalents at ₱ 27.05 billion. The 21% reduction from previous year's balance and the remaining cash generated from internal operations were used to finance the various capital expenditures at the refinery, service stations and terminals amounting to ₱ 8.44 billion. Funds from the net issuance of capital securities amounting to ₱ 11.30 were largely spent to pay the matured loans and dividends and distribution to stakeholders.

In Million Pesos	**December 31, 2020**	December 31, 2019	Change
Operating inflows	**2,533**	25,362	(22,829)
Investing outflows	**(8,437)**	(20,467)	12,030
Financing inflows	**318**	13,116	(12,798)

2019 vs 2018

By the end of 2019, cash and cash equivalents amounted to ₱ 34.22 billion. Cash provided by operating activities of ₱ 38.62 billion was used to pay off interest and taxes of ₱ 13.67 billion. The remaining operating inflows and proceeds from financing activities of ₱ 13.12 billion, net of dividends and distributions payments totaling ₱ 4.10 billion, were used to finance various capital investments at the refinery, terminals and service stations totaling ₱ 20.47 billion.

In Million Pesos	December 31, 2019	December 31, 2018	Change
Operating inflows	25,362	5,047	20,315
Investing outflows	(20,467)	(11,141)	(9,326)
Financing inflows	13,116	5,949	7,167

2018 vs 2017

Cash generated from the Company's internal operations of ₱ 32.25 billion were partially used to finance the increase in working capital requirements and settlement of interests and taxes, netting to ₱ 5.05 billion. Excess internally generated funds plus cash sourced from financing activities of ₱ 5.95 billion were used to fund capital expenditure related to network expansion as well as various refinery and terminal projects amounting to ₱ 11.14 billion. Cash position as of end 2018 stood at ₱ 17.41 billion.

In Million Pesos	December 31, 2018	December 31, 2017	Change
Operating inflows	5,047	15,753	(10,706)
Investing outflows	(11,141)	(11,211)	70
Financing inflows (outflows)	5,949	(4,715)	10,664

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Discussion of the Company's key performance indicators:

Ratio	December 31, 2020	December 31, 2019	December 31, 2018
Current Ratio	**0.9**	1.1	1.0
Debt to Equity Ratio	**3.1**	3.3	3.2
Return on Equity (%)	**(12.8)**	2.6	7.6
Interest Rate Coverage Ratio	**(0.4)**	1.3	2.1
Assets to Equity Ratio	**4.1**	4.3	4.2

Current Ratio - Total current assets divided by total current liabilities.

This ratio is a rough indication of a company's ability to service its current obligations. Generally, higher current ratio indicates greater ability of the company to pay currently maturing obligations.

Debt to Equity Ratio - Total liabilities divided by total stockholders' equity (including non-controlling interest).

This ratio expresses the relationship between capital contributed by creditors and that contributed by owners. It expresses the degree of protection provided by the owners for the creditors. The higher the ratio, the greater the risk being assumed by creditors. A lower ratio generally indicates greater long-term financial safety.

Return on Equity - Net income divided by average total stockholders' equity.

This ratio reveals how much profit a company earned in comparison to the total amount of shareholder equity fund in the statements of financial position. A business that has a high return on equity is more likely capable of generating cash internally. For the most part, the higher a company's return on equity compared to its industry, the better.

Interest Rate Coverage Ratio – Earnings before interests and taxes divided by interest expense and other financing charges.

This ratio is used to assess the company's financial stability by examining whether it is profitable enough to pay off its interest expenses. A ratio greater than 1 indicates that the company has more than enough interest coverage to pay off its interest expense.

Assets to Equity Ratio – Total assets divided by total equity (including non-controlling interest).

This ratio is used as a measure of financial leverage and long-term solvency. The function of the ratio is to determine the value of the total assets of the company less any portion of the assets that are owned by the shareholders of the corporation.

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Philippine Economy

Gross domestic product contracted year-on-year by 9.5% in 2020, compared to the recorded growth of 5.9% in 2019. The contraction was attributed to the COVID-19 pandemic with stringent quarantine measures in the second quarter, particularly in Luzon, wherein public transport was prohibited, open businesses limited to those classified as essential, and movement of people restricted. Even as quarantine measures eased in the second half of the year, people continued to limit movement, resulting in slow recovery of commerce and transport.

The peso strengthened by 4.1% to average Php49.6/$ in 2020, from Php51.8/$ in 2019. Strength in the Philippine peso was due to moderate inflation, balance-of-payments surplus, and rising international reserves.

Inflation averaged 2.6% in 2020, slightly higher than the 2.5% in 2019. Moderate inflation was due to the easing domestic demand for transportation, cheaper electricity, and decline in oil prices, amid COVID-19.

Oil Market

Philippine oil demand declined by 21.4% to 63.4 million barrels in the first half of 2020 from 80.7 million barrels in the first half of 2019. The decline was mainly due to quarantine measures causing reduced economic activity affecting the demand of transport fuels.

Crude price benchmark, Dubai, averaged $42.2/bbl, much lower than 2019 average of $63.5/bbl, due to the collapse in demand globally with imposition of travel restrictions to prevent the spread of the COVID-19 virus. Prices also bottomed in April to as low $13.6/bbl, in the daily trade, due to the price war between oil giants Saudi Arabia and Russia.

Any event that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.

Guimaras Oil Spill Incident

On August 11, 2006, MT Solar I, a third party vessel contracted by the Company to transport approximately two million liters of industrial fuel oil, sank 13 nautical miles southwest of Guimaras, an island province in the Western Visayas region of the Philippines. In separate investigations by the Department of Justice ("DOJ") and the Special Board of Marine Inquiry ("SBMI"), both agencies found the owners of MT Solar I liable. The DOJ found the Company not criminally liable, but the SBMI found the Company to have overloaded the vessel. The Company has appealed the findings of the SBMI to the DOTr (then DOTC) and is awaiting its resolution. The Company believes that SBMI can impose administrative penalties on vessel owners and crew, but has no authority to penalize other parties, such as the Company, which are charterers.

Other complaints for non-payment of compensation for the clean-up operations during the oil spill were filed by a total of 1,063 plaintiffs who allegedly did not receive any payment of their claims for damages arising from the oil spill. The total claims for both cases amount to P292 million. The cases were still pending as of December 31, 2020.

Any significant elements of income or loss (from continuing operations)

There are no significant elements of income or loss from continuing operations, except for material inventory losses incurred in first semester of the year due to factors arising from the COVID-19 pandemic: (i) the drop in demand, (ii) inventory losses due to the plunge in prices particularly in the second quarter of 2020, and (iii) the weak refining margins.

To address the impact of the pandemic and the industry condition in general, the Company is focused on further improving its competitiveness. The Petron Bataan Refinery was granted approval as a registered enterprise in December 2020 by AFAB. FAB-registered enterprises are entitled to avail of fiscal incentives under the Special Economic Zone Act of 1995 or the Omnibus Investment Code of 1987 such as (i) tax- and duty-free importation of merchandise which include raw materials, capital equipment machineries and spare parts; (ii) exemption from export wharfage dues, export taxes, imposts, and fees; and (iii) VAT zero-rating of local purchases, subject to compliance with Bureau of Internal Revenue and AFAB requirements. Further, value-added tax ("VAT") will only be imposed on the Company as a FAB Registered Enterprise upon the withdrawal of products from the refinery instead of the VAT being payable upon importation of crude oil. The Company also implemented strategies like competitive pricing, productivity improvement, prudent spending, prioritizing essential and value-generating activities. To minimize losses due to the continued weakness in refining cracks, the Company implemented a total plant shutdown starting February with start-up scheduled in May 2021.

Seasonal aspects that has material effect on the financial statement

There were no seasonal items that have material effect on the financial statement.

All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

There were no off-balance sheet transactions, arrangements and obligations with unconsolidated entities or persons during the reporting period.

Financial Statements

The 2020 separate and consolidated audited financial statements of Petron and the Statements of Management Responsibility are attached hereto as Annex C.

Audit and Audit-Related Fees

The Company paid its external auditor KPMG the fees set out below for 2019 and 2020:

	2019 (in Pesos)	**2020 (in Pesos)**
Audit fees for professional services - Annual Financial Statement[1]	7,000,000	7,197,000
Professional fees for due diligence and study on various internal projects	3,000,000	-
Professional fees for tax consulting services	-	-

[1] Audit fees are tax-exempt and exclusive of out-of-pocket expenses

In 2010, after the three (3)-year contract with its previous external auditor, the Company appointed KPMG, the external auditor of SMC. With a common external auditor, the consolidation of results of operations and account balances among the subsidiaries of SMC using a uniform audit approach was facilitated.

From 2010 to 2019, KPMG was found to have satisfactorily performed its duties as external auditor of the Company and was endorsed by the Audit Committee for the approval by the Board of Directors. The Board of Directors, finding the recommendation to be in order, endorsed the appointment of KPMG as external auditor for the approval of the stockholders during the annual stockholders' meeting for years 2011 to 2019. KPMG was appointed as external auditor by the stockholders at each such annual stockholders' meeting.

Mr. Darwin P. Virocel was first assigned by KPMG to lead the audit of the Company for its 2015 financial statements.

The Audit Committee, at its meeting held on March 9, 2021, endorsed the re-appointment of KPMG as external auditor for 2021, with its fees proposed to be determined by Management. At its meetings held on March 9, 2021, the Board of Directors, finding the recommendations to be in order, endorsed the re-appointment of KPMG as external auditor of the Company for 2021 for the approval and ratification of the stockholders at the Annual Stockholders' Meeting scheduled on May 18, 2021.

With the engagement partner of KPMG assigned to the Company only beginning 2015, the Company is not yet subject to the rule on rotation for the signing partner every five (5) years under the 2015 SRC Rules and other applicable rules in respect of its engagement of KPMG.

Set out in the next page is the report of the Audit Committee for the year 2020.

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2020 Audit Committee Report follows on next page]

AUDIT COMMITTEE REPORT

The Board of Directors
Petron Corporation

The Audit Committee assists the Board of Directors in its oversight function with respect to the adequacy and effectiveness of internal control environment, compliance with corporate policies and regulations, integrity of the financial statements, the independence and overall direction of the internal audit function, and the selection and performance of the external auditor.

In the performance of our responsibilities, we report that in 2020:

- We reviewed and discussed with Controllers management the quarterly and annual financial statements of Petron Corporation and Subsidiaries and endorsed these for approval by the Board;
- We endorsed the re-appointment of R.G. Manabat & Co./KPMG as the Company's independent auditors for 2020;
- We reviewed with R.G. Manabat & Co./KPMG the scope and timing of their annual audit plan, audit methodology, and focus areas related to their review of the financial statements;
- We reviewed with R.G. Manabat & Co./KPMG, the audit observations and recommendations on the Company's internal controls and management's response to the issues raised;
- We reviewed with the Internal Audit Asst. Vice President the annual internal audit plan, approved the same, and satisfied ourselves on the independence of the internal audit function; and
- We reviewed on a quarterly basis Internal Audit's report on the adequacy and effectiveness of the internal control environment in the areas covered during the period.

The Board Audit Committee is satisfied with the scope and appropriateness of the Committee's mandate and that the Committee substantially met its mandate in 2020.

Estelito P. Mendoza Director	**Artemio V. Panganiban** Independent Director
Aurora T. Calderon Director	**Margarito B. Teves** Independent Director

Commitments for Capital Expenditure

In 2020, Petron spent ₱4.4 billion in capital projects, ₱3.1 billion of which were spent for Petron Bataan Refinery-related projects, including the expenditures for RSFFB Phase 3 amounting to ₱2.2 billion. In addition, plant and other depot projects totaled ₱646 million, ₱419 million for service station-related expenditures, and ₱272 million for other commercial, maintenance and miscellaneous projects.

During the year 2019, the Company spent P11.8 billion in capital investments, majority of which were spent for Petron Bataan Refinery-related projects amounting to P8.2 billion. Expenditures incurred for projects in depots, including the construction of a new lube oil blending processing plant, amounted to P2.1 billion. In addition, service-station related expenditures totaled P1.3 billion and P0.3 billion for other commercial, maintenance and miscellaneous projects.

Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

There were no changes in and disagreements with accountants on accounting and financial disclosures.

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"Part IV - Management and Certain Security Holders" follows on next page]

PART IV – MANAGEMENT AND CERTAIN SECURITY HOLDERS

(A) Directors, Executive Officers and Board Committees of the Registrant

(i) Director and Executive Officers

Listed below are the current directors and executive officers of the Company with their respective ages, citizenships, and current and past positions held and business experience for at least the past five (5) years until the date of this Annual Report.

Name	Age	Position	Year Appointed as Director
Ramon S. Ang	67	President and Chief Executive Officer	2009
Lubin B. Nepomuceno	70	Director and General Manager	2013
Ron W. Haddock	80	Director	2008
Estelito P. Mendoza*	91	Director	2009
Aurora T. Calderon	66	Director	2010
Francis H. Jardeleza	71	Director	2020
Mirzan Mahathir	62	Director	2010
Virgilio S. Jacinto	64	Director	2010
Nelly F. Villafuerte	84	Director	2011
Jose P. de Jesus	86	Director	2014
Horacio C. Ramos	76	Director	2018
John Paul L. Ang	41	Director	2021
Artemio V. Panganiban	84	Independent Director	2010
Margarito B. Teves	77	Independent Director	2014
Carlos Jericho L. Petilla	58	Independent Director	2018

*Previously served as a Director of the Company from 1974 to 1986.

Set out below are the profiles of the Directors of the Company.

Ramon S. Ang, Filipino, born 1954, has served as the Chief Executive Officer and an Executive Director of the Company since January 8, 2009 and the President of the Company since February 10, 2015. He is also a member of the Company's Executive Committee. In relation to the oil and gas industry, Mr. Ang holds the following positions, among others: Chairman and President of Mariveles Landco Corporation, Petrochemical Asia (HK) Ltd. ("PAHL"), and Robinson International Holdings Ltd. (Cayman Islands); Chairman of SEA Refinery Corporation ("SRC"), New Ventures Realty Corporation ("NVRC"), Petron Freeport Corporation, Petron Fuel International Sdn. Bhd. (Malaysia) ("PFISB"), Petron Malaysia Refining & Marketing Bhd. (Malaysia), and Petron Oil (M) Sdn. Bhd. ("POMSB") (Malaysia); Director of Las Lucas Construction and Development Corporation ("LLCDC"), Petron Oil & Gas Mauritius Ltd. ("POGM") and Petron Oil & Gas International Sdn Bhd. ("POGI"). He also holds the following positions, among others: Chairman, Chief Executive Officer, and President and Chief Operating Officer of SMC Global Power Holdings Corp.; Chairman and President of San Miguel Holdings Corp., San Miguel Equity Investments Inc., and San Miguel Properties, Inc.; Chairman of San Miguel Brewery Inc. ("SMB"), San Miguel Foods, Inc., San Miguel Yamamura Packaging Corporation, Clariden Holdings, Inc., Anchor Insurance Brokerage Corporation, Philippine Diamond Hotel and Resort, Inc.; President and Chief Executive Officer of Top Frontier Investment Holdings, Inc., San Miguel Food and Beverage, Inc. and Northern Cement Corporation; President of Ginebra San Miguel, Inc., and San Miguel Northern Cement, Inc.; and a Director of Petrogen. He is also the sole director and shareholder of Master Year Limited and the Chairman of Privado Holdings, Corp. Mr. Ang formerly held the following positions, among others: Chairman of Liberty Telecoms Holdings, Inc. and Cyber Bay Corporation; President and Chief

Operating Officer of PAL Holdings, Inc., and Philippine Airlines, Inc.; and Director of Air Philippines Corporation. Mr. Ang has held directorships in various domestic and international subsidiaries of SMC in the last five (5) years. He has a Bachelor of Science degree in Mechanical Engineering from the Far Eastern University.

Mr. Ang also holds the following positions in other Philippine publicly listed companies: Vice Chairman, President and Chief Operating Officer of San Miguel Corporation ("SMC"); President and Chief Executive Officer of Top Frontier Investment Holdings Inc. ("Top Frontier"); President and Chief Executive Officer of San Miguel Food and Beverage, Inc. ("SMFBI"); and President of Ginebra San Miguel, Inc. ("GSMI"); and Chairman of Eagle Cement. He also holds the following positions: Chairman of Petron Malaysia Refining & Marketing Berhad ("PMRMB") (a company publicly listed in Malaysia) and San Miguel Brewery Hong Kong Limited (a company publicly listed in Hong Kong).

Lubin B. Nepomuceno, Filipino, born 1951, has served as a Director of the Company since February 19, 2013 and the General Manager of the Company since February 10, 2015. He is also a member of the Company's Executive Committee. He holds the following positions, among others: President and Chief Executive Officer of PMC; Director and Chief Executive Officer of PMRMB; Director of POGI, PFISB, POMSB, LLCDC, NVRC, PFC, PAHL, Mariveles Landco Corporation, Robinson International Holdings, Ltd. and Petron Singapore Trading Pte. Ltd. ("PSTPL"); Chairman and Chief Executive Officer of Petron Foundation, Inc. ("PFI"); and Chairman of Overseas Ventures Insurance Corporation Ltd. ("Ovincor") Mr. Nepomuceno has held various board and executive positions in the San Miguel Group. He started with SMC as a furnace engineer at the Manila Glass Plant in 1973 and rose to the ranks to become the General Manager of the San Miguel Packaging Group in 1998. He was also formerly the Senior Vice President and General Manager of the Company (September 2009 - February 2013) and the President of the Company (February 2013 - February 2015). He also served as the Chairman of Petrogen (until March 2021) and a Director of MNHPI (2012 - 2014). Mr. Nepomuceno holds a Bachelor of Science degree in Chemical Engineering and master's degree in Business Administration from the De La Salle University. He also attended the Advanced Management Program at the University of Hawaii, University of Pennsylvania and Japan's Sakura Bank Business Management.

Mr. Nepomuceno does not hold a directorship in any other company listed with the PSE.

Ron W. Haddock, American, born 1940, has served as a Director of the Company since December 2, 2008. He holds the following positions, among others: Chairman and Chief Executive Officer of AEI Services, L.L.C.; and member of the board of Delek Logistic Partners LP. Mr. Haddock was formerly Honorary Consul of Belgium in Dallas, Texas. He also served as Chairman of Safety-Kleen Systems; Chairman and Chief Executive Officer of Prisma Energy International and FINA, and held various management positions in Exxon Mobil Corporation including as Manager of Baytown Refinery, Corporate Planning Manager, Vice President for Refining, and Executive Assistant to the Chairman; and Vice President and Director of Esso Eastern, Inc. He holds a degree in Mechanical Engineering from Purdue University.

Mr. Haddock does not hold any directorship in any other company listed with the PSE.

Estelito P. Mendoza, Filipino, born 1930, served as a Director of the Company from 1974 to 1986; thereafter, since January 8, 2009. He is a member of the Corporate Governance Committee and the Audit Committee. He is likewise a member of the Board of Directors of SMC and Philippine National Bank ("PNB"). He has now been engaged in the practice of law for more than 60 years, and presently under the firm name Estelito P. Mendoza and Associates. He has been consistently listed for several years as a "Leading Individual in Dispute Resolution" among lawyers in the Philippines in the following directories/journals: "The Asia Legal 500", "Chambers of Asia" and "Which Lawyer?" yearbooks. He has also been a Professorial Lecturer of law at the University of the Philippines and served as Solicitor General, Minister of Justice, Member of the Batasang Pambansa and Provincial Governor of Pampanga. He was also the Chairman of the Sixth (Legal) Committee, 31st Session of the UN General Assembly and the Special Committee on the Charter of the United Nations and the Strengthening of the Role of the Organization. He holds a Bachelor of Laws degree from the University of the Philippines (cum laude) and Master of Laws degree from Harvard University. He is the recipient on June 28, 2010 of a Presidential Medal of Merit as Special Counsel on Marine and Ocean Concerns and was also awarded by the University of the Philippines Alumni Association its 1975 “Professional Award in Law” and in 2013 its “Lifetime Distinguished Achievement Award”.

Of the companies in which Atty. Mendoza currently holds directorships, SMC and PNB are also listed with the PSE.

Aurora T. Calderon, Filipino, born 1954, has served as a Director of the Company since August 13, 2010. She is a member of the Audit Committee, Risk Oversight Committee and the Related Party Transaction Committee. She holds the following positions, among others: Senior Vice President and Senior Executive Assistant to the President and Chief Operating Officer of SMC; Director of SMC, PMRMB, POGM, POGI, PMC, PFC, PSTPL, SRC, NVRC, LLCDC, Petrogen, San Miguel Food and Beverage, Inc., San Miguel Yamamura Packaging Corporation, Ginebra San Miguel, Inc., Thai San Miguel Liquor Co., Ltd., SMC Global Power Holdings Corp., Rapid Thoroughfares Inc., Trans Aire Development Holdings Corp., and various subsidiaries of SMC; and Director and Treasurer of Petron-affiliate Top Frontier. She has served as a Director of MERALCO (January 2009 - May 2009), Senior Vice President of Guoco Holdings (1994 - 1998), Chief Financial Officer and Assistant to the President of PICOP Resources (1990-1998) and Assistant to the President and Strategic Planning at the Elizalde Group (1981 - 1989). A certified public accountant, Ms. Calderon graduated magna cum laude from the University of the East in 1973 with a degree in Business Administration major in Accounting and earned her master’s degree in Business Administration from the Ateneo de Manila University in 1980. She is a member of the Financial Executives and the Philippine Institute of Certified Public Accountants.

Of the companies in which Ms. Calderon currently holds directorships, SMC and Petron-affiliates Top Frontier, San Miguel Food and Beverage, Inc., and Ginebra San Miguel, Inc. are also listed with the PSE.

Francis H. Jardeleza, Filipino, born 1949, has served as a Director of the Company since August 4, 2020. He is likewise a Director of GSMI and SMFB. He has been a Professorial Lecturer in Constitutional, Administrative, Remedial and Corporation Law at the University of the Philippines College of Law since 1993. He was formerly the Senior Vice President and General Counsel of SMC (1996 – 2010), a partner of Angara Abello Concepcion Regala and Cruz Law Offices (1975 – 1987), Roco Buñag Kapunan Migallos and Jardeleza Law Offices (1992 – 1995), Jardeleza Sobreviñas Diaz Hayudini and Bodegon Law Offices (1987 – 1990) and Jardeleza Law Offices (1990 – 1992). He is a retired Associate Justice of the Supreme Court of the Philippines (August 19, 2014 – September 25, 2019). He also served as Solicitor General of the Office of the Solicitor General of the Philippines (February 20, 2012 – August 18, 2014) and Deputy Ombudsman for Luzon of the Office of the Ombudsman of the Philippines (July 7, 2011 – February 19, 2012). Justice Jardeleza earned his Bachelor of Laws degree (salutatorian and cum laude) from the University of the Philippines in 1974, placed third in the bar exam that same year, and Master of Laws degree from Harvard Law School in 1977.

Of the companies in which Justice Jardeleza holds directorships, Petron-affiliates GSMI and SMFB are also listed with the PSE.

Mirzan Mahathir, Malaysian, born 1958, has served as a Director of the Company since August 13, 2010. He is the Chairman and Chief Executive Officer of Crescent Capital Sdn. Bhd. He holds directorships in several public and private companies, including SBI Offshore Ltd., which listed on the Singapore Stock Exchange. He was formerly the Executive Chairman and President of Konsortium Logistik Berhad (1992 - 2007). Mirzan graduated with a Bachelor of Science (Honours) degree in Computer Science from Brighton Polytechnic, United Kingdom and obtained his master’s degree in Business Administration from the Wharton School, University of Pennsylvania, USA.

Mr. Mirzan does not hold any directorship in any other company listed with the PSE.

Virgilio S. Jacinto, Filipino, born 1956, has served as a Director of the Company since August 13, 2010. He is a member of the Corporate Governance Committee of the Company. He is also an alternate member of the Executive Committee. He holds the following positions, among others: Corporate Secretary, Compliance Officer, Senior Vice President and General Counsel of SMC; Corporate Secretary and Compliance Officer of Top Frontier; Corporate Secretary of GSMI and the other subsidiaries and affiliates of SMC; and Director of various other local and offshore subsidiaries of SMC. Mr. Jacinto has served as a Director and Corporate Secretary of United Coconut Planters Bank, a Director of San Miguel Brewery Inc., and San Miguel Northern Cement, Inc., a Partner of the Villareal Law Offices (June 1985 - May 1993) and an Associate of Sycip, Salazar, Feliciano & Hernandez Law Office (1981 - 1985). Atty. Jacinto was an Associate Professor of Law at the University of the Philippines. He obtained his law degree from the University of the Philippines (cum laude) where he was the class salutatorian and placed sixth in the 1981 bar examinations. He holds a Master of Laws degree from Harvard University.

Atty. Jacinto does not hold any directorship in any other company listed with the PSE.

Nelly F. Villafuerte, Filipino, born 1937, has served as a Director of the Company since December 1, 2011. She is also a columnist for the Manila Bulletin and was a former Member of the Monetary Board of the Bangko Sentral ng Pilipinas from 2005 until July 2011. She is the President and General Manager of LRV Agri-Science Farm, Inc. (a family-owned corporation). She is an author of business handbooks on microfinance, credit card transactions, exporting and cyberspace and a four (4)-volume series on the laws on banking and financial intermediaries (Philippines). Atty. Villafuerte has served as Governor of the Board of Investments (1998 - 2005), Undersecretary for the International Sector (Trade Promotion and Marketing Group) of the Department of Trade and Industry ("DTI") (July 1998 - May 2000), Undersecretary for the Regional Operations Group of the DTI (May 2000 - 2005), and a Director of Top Frontier (2013 – February 2019). She holds a master's degree in Business Management from the Asian Institute of Management ("AIM") and was a professor of international law/trade/marketing at the graduate schools of AIM, Ateneo Graduate School of Business and De La Salle Graduate School of Business and Economics. Atty. Villafuerte obtained her Associate in Arts and law degrees from the University of the Philippines and ranked within the top 10 in the bar examinations.

Atty. Villafuerte does not hold any directorship in any other company listed with the PSE.

Jose P. de Jesus, Filipino, born 1934, has served as a Director of the Company since May 20, 2014. He is also the Chairman of Clark Development Corporation. Positions he previously held include the following: the Secretary of the Department of Transportation and Communications (July 2010 - June 2011), the President and Chief Operating Officer of MERALCO (February 2009 - June 2010), the President and Chief Executive Officer of Manila North Tollways Corporation (January 2000 - December 2008), Executive Vice President of the Philippine Long Distance Telephone Company (1993 - December 1999), Chairman of the Manila Waterworks & Sewerage System (1992 - 1993) and the Secretary of the Department of Public Works and Highways (January 1990 - February 1993). He was awarded the Philippine Legion of Honor, Rank of Commander in June 1992 by then President Corazon C. Aquino. He was Lux in Domino Awardee (Most Outstanding Alumnus) of the Ateneo de Manila University in July 2012. He is also a director of Citra Metro Manila Tollways Corporation, Private Infra Development Corporation and South Luzon Tollway Corporation. He is a Trustee of Kapampangan Development Foundation and Holy Angel University. Mr. de Jesus earned his Bachelor of Arts degree in Economics and holds a Master of Arts in Social Psychology from the Ateneo de Manila University. He also finished Graduate Studies in Human Development from the University of Chicago.

Mr. de Jesus does not hold a directorship in any other company listed with the PSE.

Horacio C. Ramos, Filipino, born 1945, has served as a Director of the Company since May 15, 2018. He is the President of Clariden Holdings, Inc. (2012 - present). He was a Director of SMC (2014 - 2016), the Secretary of the Department of Environment and Natural Resources (February 12 - June 30, 2010), the Director of Mines and Geosciences Bureau (June 1996 - February 2010). He holds a degree of Bachelor of Science in Mining Engineering from the Mapua Institute of Technology obtained in 1967, a Graduate Diploma in Mining and Mineral Engineering from the University of New South Wales, Australia in 1976, and a Master of Engineering in Mining Engineering also from the University of New South Wales, Australia in 1978.

Mr. Ramos does not hold a directorship in any other company listed with the PSE.

John Paul L. Ang, Filipino, born 1980, was elected as a Director of the Company on March 9, 2021. He has been a director of SMC since January 21, 2021. He holds and has held various positions in Eagle Cement Corporation, such as the President and Chief Executive Officer since 2008, a Director since 2010, a member of the Audit Committee since 2020 and the Chairman of the Executive Committee since February 2017; he also served as a member of the Nomination and Remuneration Committee (February 13, 2017 – July 15, 2020) and the General Manager and Chief Operating Officer (2008 – 2016). He has been the President and Chief Executive Officer of South Western Cement Corporation since 2017 and a Director of K Space Holdings, Inc. since 2016. He was the Managing Director of Sarawak Clinker Sdn. Bhd. Malaysia (2002 – 2008) and the Purchasing Officer of Basic Cement (2002 – 2003). Mr. Ang has a Bachelor of Arts in Interdisciplinary Studies from the Ateneo de Manila University.

Of the companies in which Mr. Ang holds directorships, parent company-SMC and Eagle Cement Corporation are also listed with the PSE.

Artemio V. Panganiban, Filipino, born 1936, has served as an Independent Director of the Company since October 21, 2010. He is the Chairman of the Risk Oversight Committee and a member of the Audit and Corporate Governance Committees. He is a columnist for the Philippine Daily Inquirer and officer, adviser or consultant to several business, civic, educational and religious organizations. He is an adviser of Metropolitan Bank and Trust Company, Bank of the Philippine Islands, and DoubleDragon Properties Corp. He is a retired Chief Justice of the Supreme Court of the Philippines (2005 - 2006); Associate Justice of the Supreme Court (1995 - 2005); Chairperson of the Philippine House of Representatives Electoral Tribunal (2004 - 2005); Senior Partner of Panganiban Benitez Parlade Africa & Barinaga Law Office (1963 - 1995); President of Baron Travel Corporation (1967 - 1993); and professor at the Far Eastern University, Assumption College and San Sebastian College (1961 - 1970). He is an author of over a dozen books and has received various awards for his numerous accomplishments, most notably the "Renaissance Jurist of the 21st Century" conferred by the Supreme Court in 2006 and the "Outstanding Manilan" for 1991 by the City of Manila. Chief Justice Panganiban earned his Bachelor of Laws degree (cum laude) from the Far Eastern University in 1960, placed sixth in the bar exam that same year, and holds honorary doctoral degrees in law from several universities.

Apart from Petron, he is an Independent Director of the following listed companies: MERALCO, First Philippine Holdings Corp., Philippine Long Distance Telephone Co., Metro Pacific Investment Corp., Robinsons Land Corp., GMA Network, Inc., GMA Holdings, Inc., Asian Terminals, Inc. and a non-executive director of Jollibee Foods Corporation.

Margarito B. Teves, Filipino, born 1943, has served as an Independent Director of the Company since May 20, 2014. He is the Chairman of the Corporate Governance and the Related Party Transaction Committees and a member of the Audit Committee of the Company. He is also an Independent Director of SMC and Atok, as well as Alphaland Corporation, Alphaland Balesin Island Club, Inc., AB Capital Investment Corp. and Atlantic Atrium Investments Philippines Corporation. He is also the Managing Director of The Wallace Business Forum. Other positions he previously held include the following: Secretary of the Department of Finance of the Philippine government (2005 – 2010, and the President and Chief Executive Officer of the Land Bank of the Philippines (2000 – 2005). He was awarded as "2009

Finance Minister of Year/Asia" by the London-based The Banker Magazine. He holds a Master of Arts degree in Development Economics from the Center for Development Economics, Williams College, Massachusetts and is a graduate of the City of London College, with a degree of Higher National Diploma in Business Studies which is equivalent to a Bachelor of Science in Business Economics.

Of the companies in which Mr. Teves currently holds directorships, SMC and Atok are also listed with the PSE.

Carlos Jericho L. Petilla, Filipino, born 1963, has served as Independent Director of the Company since May 15, 2018. He is the founder in 2001, and President and Chief Executive Officer of International Data Conversion Solutions, Inc. (2015 - present; 2001 - 2004); the President and Chief Executive Officer of Freight Process Outsourcing, Inc. (2015 - present), and a co-founder in 1989 and a Director of DDC Group of Companies (2015 - present; 1989 - 2004). He was previously the Secretary of the Department of Energy (2012 - 2015), the Provincial Governor of the Province of Leyte (2004 - 2012), and an Independent Director of MRC Allied, Inc. (2017 - 2018). Mr. Petilla has a Bachelor of Science degree in Management Engineering from the Ateneo De Manila University.

Other than Petron, Mr. Petilla does not hold any directorship in any other company listed with the PSE.

Board Attendance and Trainings/Corporate Governance Seminars in 2020

The schedule of the meetings for any given year is presented to the directors the year before.

The Board of Directors was therefore advised of the schedule of the board meetings for 2020 at the board meeting held on November 3, 202. Similarly for 2020, the schedules of the meetings for this year was approved by the Board of Directors on November 5, 2019. Should any matter requiring immediate approval by the Board of Directors arise in between meetings, such matters are reviewed, considered and approved at meetings of the Executive Committee, subject to the Company's by-laws. Special meetings of the Board of Directors may also be called when necessary in accordance with the Company's by-laws.

In keeping abreast of the latest best practices in corporate governance and complying with applicable legal requirements, including SEC Memorandum Circular No. 13 (Series of 2013), all the directors of the Company (including all its executive officers, the Assistant Corporate Secretary and the Internal Auditor) attended a corporate governance seminar in 2018 conducted by providers duly accredited by the SEC and conducted in accordance with SEC Memorandum Circular No. 20, Series of 2013.

The list of the directors of the Company and the directors' attendance at meetings held in 2020 are set out below.

Director's Name	February 13 Special Board Meeting	March 10 Regular Board Meeting	May 26 Regular Board Meeting	June 2 Annual Stockholders' Meeting	June 2 Organizational Board Meeting	August 4 Regular Board Meeting	November 3 Regular Board Meeting	Attendance at Corporate Governance Seminar in 2020
1. Eduardo M. Cojuangco, Jr.*	✓	✓	✓	✓	✓	N/A	N/A	N/A
2. Ramon S. Ang	✓	✓	✓	✓	✓	✓	✓	✓
3. Lubin B. Nepomuceno	✓	✓	✓	✓	✓	✓	✓	✓
4. Estelito P. Mendoza	✓	✓	✓	✓	✓	✓	✓	✓
5. Jose P. De Jesus	✓	✓	✓	✓	✓	✓	✓	✓
6. Ron W. Haddock	✓	✓	✓	✓	✓	✓	✓	✓
7. Mirzan Mahathir	✓	✓	✓	✓	✓	✓	✓	✓
8. Aurora T. Calderon	✓	✓	✓	✓	✓	✓	✓	✓
9. Francis H. Jardeleza**	N/A	N/A	N/A	N/A	N/A	N/A	✓	✓
10. Virgilio S. Jacinto	✓	✓	✓	✓	✓	✓	✓	✓
11. Nelly Favis-Villafuerte	▼	✓	✓	✓	✓	✓	✓	✓
12. Horacio C. Ramos	✓	✓	✓	✓	✓	✓	✓	✓
13. Reynaldo G. David***	✓	✓	✓	✓	✓	✓	✓	✓
14. Artemio V. Panganiban	✓	✓	✓	✓	✓	✓	✓	✓
15. Margarito B. Teves	✓	✓	✓	✓	✓	✓	✓	✓
16. Carlos Jericho L. Petilla	✓	✓	✓	✓	✓	✓	✓	✓

Legend: ✓ - Present ▼ - Absent

* - *Ceased to be a Director and Chairman of the Board of Directors and the Board Executive Committee due to his untimely demise on June 16, 2020*

** - *Elected as Director at the August 4, 2020 Board Meeting*

*** - *Ceased to be the Lead Independent Director, Chairman of the Audit Committee and a Member of the Corporate Governance Committee, the Related Party Transaction Committee, and the Risk Oversight Committee due to his untimely demise on December 13, 2020*

<u>Executive Officers</u>

The following are the current key executive officers of the Company:

Name	Age	Position	Year Appointed as Officer
Ramon S. Ang	67	President and Chief Executive Officer	as President: 2015; as Chief Executive Officer: 2009
Lubin B. Nepomuceno	69	General Manager	2015
Emmanuel E. Eraña	60	Senior Vice President and Chief Finance Officer	2009
Susan Y. Yu	45	Vice President - Procurement	2009
Albertito S. Sarte	54	Vice President and Treasurer	2009
Maria Rowena Cortez	56	Vice President - Supply	2009
Archie B. Gupalor	53	Vice President - National Sales	2020
Joel Angelo C. Cruz	60	Vice President - General Counsel & Corporate Secretary and Compliance Officer	as General Counsel, Corporate Secretary and Compliance Officer:2010; as Vice President: 2013
Jaime O. Lu	57	Vice President and Executive Assistant to the President on Petron Malaysia Operations and Refinery Special Projects	2018

Rolando B. Salonga	60	Vice President – Operations and Technical Services Group	2017
Fernando S. Magnayon	62	Vice President and Adviser to the Vice President – National Sales	2020
Maria Rosario D. Vergel de Dios	57	Vice President - Human Resources	2018
Myrna C. Geronimo	54	Vice President and Controller	as Controller: 2019; as Vice President: 2020
Allister J. Go	55	Vice President, Refinery	2020
Magnolia Cecilia D. Uy	54	Vice President, Management Services	2020

Set out below are the profiles of the executive officers of the Company who are not nominees for directors.

Emmanuel E. Eraña, Filipino, born 1960, has served as the Senior Vice President and Chief Finance Officer of the Company since January 2009. He holds the following positions, among others: Chief Executive Officer of Petrogen and NVRC; Chairman and President of South Luzon Prime Holdings, Inc. and Parkville Estates Development Corporation; Chairman, President and Chief Executive Officer of LLCDC; President of PFI; Deputy Chairman of Ovincor; and Director of PFC, POGM, PFISB, and POMSB, and Petron Finance (Labuan) Limited. Mr. Eraña held the following positions in the San Miguel Group: President of Petrogen (until March 2021), Vice President and Chief Information Officer (January 2008 - December 2009), Vice President and Executive Assistant to the Chief Financial Officer, Corporate Service Unit (December 2006 - January 2008), Vice President and Chief Finance Officer of SMFBIL/NFL Australia (May 2005 -November 2006), Vice President and Chief Finance Officer of SMPFC (July 2002 - May 2005), and Assistant Vice President and Finance Officer (January 2001 - June 2002), Assistant Vice President and Finance and Management Services Officer, San Miguel Food Group (2000 - 2001). He also served as a Director of MNHPI (2012 - 2017). Mr. Eraña has a Bachelor of Science degree in Accounting from the Colegio de San Juan de Letran.

Susan Y. Yu, Filipino, born 1976, has served as the Vice President for Procurement of the Company since January 2009. She is also a Director of Petron Singapore Trading Pte. Ltd. ("PSTPL") and Petrogen. Ms. Yu has served as a trustee of PFI, a Director of Ovincor, the Treasurer of Petrogen, Assistant Vice President and Senior Corporate Procurement Manager of San Miguel Brewery Inc., Assistant Vice President and Senior Corporate Procurement Manager of SMC Corporate Procurement Unit (July 2003-February 2008), and Fuel Purchasing and Price Risk Management Manager of Philippine Airlines (May 1997-June 2003). She holds a commerce degree in Business Management from the De La Salle University and a master's degree in Business Administration from the Ateneo de Manila University for which she was awarded a gold medal for academic excellence.

Albertito S. Sarte, Filipino, born 1967, has served as the Vice President and Treasurer of the Company since August 2009. He is also the Treasurer of most of the Company's subsidiaries. Mr. Sarte served as Assistant Vice President for SMC International Treasury until June 2009. He graduated from the Ateneo de Manila University in 1987 with a Bachelor of Science degree in Business Management and attended the Management Development Program of the AIM in 1995.

Maria Rowena O. Cortez, Filipino, born 1964, has served as the Vice President for Supply of the Company since September 2013, and concurrently the Director for Petron Singapore Trading Pte. Ltd. since June 2013. She is also a Director of PAHL, Robinson International Holdings Ltd., Mariveles Landco Corporation. The various positions she has held in the Company include Vice President for Supply & Operations (July 2010 – August 2013), Vice President for Supply (June 2009 to June 2010) and various managerial and supervisory positions in the Marketing/Sales, and Supply and Operations Divisions of Petron. Ms. Cortez also held various positions at the Philippine National Oil Company - Energy Research and Development Center from 1986 to 1993. She holds a Bachelor of Science degree in Industrial Engineering and a master's degree in Business Administration both from the University of the Philippines, Diliman. She also took post graduate courses at the AIM and the University of Oxford in Oxfordshire, UK. She has attended local and foreign trainings and seminars on leadership, market research, supply chain, risk management, petroleum, petrochemicals and energy oil trading.

Archie B. Gupalor, Filipino, born 1968, has served as the Vice President for National Sales of the Company since October 2020. He holds the following positions, among others: President and Chief Executive Officer of PFC and Director of PMC, NVRC and LLCDC. He has been with the San Miguel Group since 1991. He was previously the Vice President for National Sales. Prior to his appointment in the Company, he held the position of Vice President and General Manager of San Miguel Integrated Sales of San Miguel Foods, Inc. He earned his Bachelor of Science degree in Industrial Psychology at the University of San Carlos and attended several programs here and abroad, including the Executive Management Development Program of the Harvard Business Publishing.

Joel Angelo C. Cruz, Filipino, born 1961, has served as the Vice President of the Office of the General Counsel of the Company since March 2013 and the Corporate Secretary and Compliance Officer of the Company since April 2010. He holds the following positions, among others: Corporate Secretary and Compliance Officer of Petrogen, Corporate Secretary of LLCDC, NVRC, PMC, PFC and Petron Global Limited. Atty. Cruz was formerly the Assistant Vice President of the Office of the General Counsel, Assistant Corporate Secretary and Legal Counsel of the Company, and Assistant Corporate Secretary of all the Company's subsidiaries. He is a member of the Integrated Bar of the Philippines. Atty. Cruz holds a Bachelor of Arts degree in Economics from the University of the Philippines and a Bachelor of Laws degree from San Beda College. He attended the Basic Management Program of the AIM in which he received an award for superior performance in 1997 as well as numerous local and foreign trainings and seminars.

Jaime O. Lu, Filipino, born 1963, has served as the Company's Vice President and Executive Assistant to the President on Petron Malaysia Operations and Refinery Special Projects since November 2018. He is also a director of PFISB and POMSB. Mr. Lu was formerly the Company's Vice President - Operations Manager for Petron Malaysia (April 2012 - October 2018), the Operations Manager of PMRMB (April 2012 - October 2018) and the General Manager of PPI (January 2011 - February 2012). He holds a Bachelor of Science Degree in Chemical Engineering from the Pamantasang Lungsod ng Maynila and a master's degree in Business Administration from the Ateneo de Manila University.

Rolando B. Salonga, Filipino, born 1961, has served as Vice President for Operations and Corporate Technical Services Group since May 1, 2017. Previous positions he held include Vice President for Terminal Operations (November 16, 2016-April 30, 2017), Assistant Vice President for Operations (September 2015-November 2016), Officer-in-Charge-Operations (March 2015-August 2015), Supply and Distribution Head of Petron Malaysia (April 2012-February 2015), Functional Team Lead-Distribution, Project Rajah (Malaysian Acquisition) (October 2011 - March 2012), Manager-Visayas Operations (July 2009 - October 2011), Manager-Distribution (May 2005 – July 2009), Superintendent-Mandaue Terminal (April 2001 - May 2005), Superintendent-Pandacan Manufacturing (April 1995 - April 2001), Superintendent-Pandacan Lubeoil Warehouse (November 1994 - March 1995) and Superintendent-Pandacan Transportation/Distribution (April 1993 - October 1994). Mr. Salonga has a Bachelor of Science degree in Mechanical Engineering from the Mapua Institute of Technology.

Fernando S. Magnayon, Filipino, born 1959, has served as Vice President and Adviser to the Vice President for National Sales since October 2020. Other positions he held include Assistant Vice President for Industrial Trade (September 2016 - November 15, 2018), Assistant Vice President for LPG, Lubes and Greases (July 2014 - August 2016), Visayas-Mindanao Regional Sales Manager for Reseller Trade (July 2013 - June 2014), Luzon Regional Sales Manager for Reseller Trade (July 2012 - June 2013), Luzon Provincial Area Manager for Industrial Trade (July 2010 - June 2012), North Luzon Area Manager for Industrial Trade (July 2009 - June 2010), Market Development Manager for Industrial Trade

(September 2006 - June 2009), Industrial Brand Coordinator for Lube Trade (September 2002 - August 2006), Area Sales Executive for Lube Trade (September 2001 - August 2002), Field Technical Services Engineer for Technical Department (September 1992 - August 2001), and Research Engineer for PNOC-Energy Research and Development Center (August 1982 - August 1992). He has a Bachelor of Science degree in Mechanical Engineering from Adamson University.

Maria Rosario D. Vergel de Dios, Filipino, born 1963, has served as Vice President for Human Resources Management of the Company since November 16, 2018. Other positions she has held include Assistant Vice President for Human Resources (July 2012 - November 15, 2018), Head for Human Resources (October 2011 - June 2012), Human Resources Planning and Services Manager (October 2008 - September 2011), Payroll and Benefits Officer (January 2002 - September 2008), Payroll Officer (February 1997 - December 2001), Assistant for Treasury/ Funds Management (May 1994 - January 1997), Assistant for Treasury/ Foreign Operations (September 1991 - April 1994) and Secretary for the Office of the President (April 1991 - August 1991). She has a Bachelor of Science degree in Economics from the University of the Philippines and a master's degree in Business Management from the Ateneo de Manila University.

Myrna C. Geronimo, Filipino, born 1966, has served as Vice President for Controllers and Controller the Company since February 13, 2020. She holds the following positions, among others: Controller of Petrogen, LLCDC, NVRC, PMC, PFC, MLC and PPI; and director, Controllers and Treasurer of PEDC and SLHPI and Corporate Secretary of Petron Global Limited. She is also the Controller of PFI. Ms. Geronimo was formerly the Assistant Vice President for Controllers and Controller of the Company and the Chief Finance Officer of PMRMB, PFISB and POMSB. Ms. Geronimo holds a Bachelor of Arts degree in Accountancy from the Polytechnic University of the Philippines.

Allister J. Go, Filipino, born 1965, has served as Vice President for Refinery of the Company since February 13, 2020. Other positions he has held include Vice President for Refinery Technical Services (November 2018 - February 2020), Officer-in-Charge Refinery Production B (April 2017 - December 2017) and Manager, Refinery Technical Services (Production B) (July 2014 - March 2017). He has a Bachelor of Science degree in Chemical Engineering from the Adamson University.

Magnolia Cecilia D. Uy, Filipino, born 1966, has served as Vice President for Management Services of the Company since February 13, 2020. Other positions she has held include Assistant Vice President for Management Services (June 2018 - February 2020), Assistant Vice President for Market Planning, Research and Sales Information and concurrent Head of the Management Information Systems (February 2018 - May 2018) and Assistant Vice President for Market Planning, Research and Sales Information (February 2013 – January 2018). She has a Bachelor of Science degree in Computer Science from the University of the Philippines.

<u>Officer Trainings in 2020</u>

All the executive officers of the Company, including the Assistant Corporate Secretary and the Assistant Vice President for Internal Audit, completed a corporate governance seminar for year 2019 conducted in accordance with SEC Memorandum Circular No. 20, Series of 2013.

(ii) Board Committees; Board and Committee Charters

Pursuant to the new Corporate Governance Manual of the Company approved by the Board on May 8, 2017 (the "Corporate Governance Manual"), the Company has Executive, Audit, Corporate Governance, Risk Oversight, and Related Party Transaction Committees constituted in accordance with Corporate Governance Manual and the Company's By-Laws.

Their respective members were appointed at the organizational meeting held on June 2, 2020.

The Board charter and the charter of each of the board committees were adopted on May 16, 2017.

- **Executive Committee.** The Executive Committee is composed of not less than three (3) members, which shall include the Chairman of the Board of Directors and the President, with two (2) alternate members. The Executive Committee, when the Board of Directors of Directors is not in session, may exercise the powers of the latter in the management of the business and affairs of the Company, except with respect to (a) the approval of any action for which stockholders' approval is also required, (b) the filling of vacancies in the Board of Directors, (c) the amendment or repeal of the by-laws of the adoption of new by-laws; (d) the amendment or repeal of any resolution of the Board of Directors which by its express terms is not so amendable or repealable, (e) a distribution of dividends to the stockholders, and (f) such other matters as may be specifically excluded or limited by the Board of Directors.

  As of the date of this Annual Report, the members of the Executive Committee are Mr. Ramon S. Ang and Mr. Lubin B. Nepomuceno as members. Atty. Virgilio S. Jacinto and Ms. Aurora T. Calderon are the two (2) alternate members of the Executive Committee.

  The Executive Committee held five (5) meetings in 2020, with attendance as shown below. The resolutions approved by the Executive Committee were passed with the unanimous vote of the committee members in attendance (whether regular members or alternate members) and later presented to and ratified by the Board of Directors at the board meeting held after each approved resolution.

Members	February 19	March 31	June 22	July 27	August 27	December 14
Eduardo M. Cojuangco, Jr. (Chairman)	-	✓	N/A	N/A	N/A	N/A
Ramon S. Ang	✓	✓	✓	✓	✓	✓
Lubin B. Nepomuceno	✓	✓	✓	✓	✓	✓
Aurora T. Calderon (Alternate Member)	✓	N/A	✓	✓	✓	✓
Virgilio S. Jacinto (Alternate Member)	N/A	N/A	N/A	N/A	N/A	N/A

- **Corporate Governance Committee.** The Corporate Governance Committee, created on May 8, 2017, is composed of at least three (3) independent directors as members. The Chairperson of the committee is an independent director.

  The Corporate Governance Committee is tasked to assist the Board of Directors in the performance of its corporate governance, nomination and remuneration responsibilities and ensure compliance with and proper observance of corporate governance principles and practices.

  In 2020, the Corporate Governance Committee was chaired by Independent Director Mr. Margarito B. Teves, with independent directors former Chief Justice Artemio V. Panganiban and Mr. Reynaldo G. David, Atty. Estelito P. Mendoza and Atty. Virgilio S. Jacinto as members.

In 2020, the Corporate Governance Committee held two (2) meetings in 2020, with the following members in attendance:

Members	May 26	August 4
Margarito B. Teves (Chairman)	✓	✓
Reynaldo G. David	✓	✓
Artemio V. Panganiban	✓	✓
Estelito P. Mendoza	✓	✓
Virgilio S. Jacinto	✓	✓

- **Audit Committee.** The Audit Committee is composed of at least three (3) appropriately qualified non-executive directors, majority of whom are independent directors. The Chairperson is an independent director and is not the Chairperson of the Board of Directors or of any other board committee. The members of the Audit Committee are required to have relevant background, knowledge, skills, and/or experience in the areas of accounting, auditing and finance.

  The Audit Committee is responsible for overseeing the senior Management in establishing and maintaining an adequate, effective and efficient internal control framework. The Audit Committee ensures that systems and processes are designed to provide assurance in areas including reporting, monitoring compliance with laws, regulations and internal policies, efficiency and effectiveness of operations, and safeguarding of assets.

  Among its functions set out in the Corporate Governance Manual and the Audit Committee Charter, the Audit Committee primarily recommends to the Board each year the appointment of the external auditor to examine the accounts of the Company for that year and performs oversight functions over the Company's internal and external auditors to ensure that they act independently from each other or from interference of outside parties and that they are given unrestricted access to all records, properties and personnel necessary in the discharge of their respective audit functions.

  In 2020, the Audit Committee was chaired by Mr. Reynaldo G. David, an independent director of the Company and a certified public accountant, and its members are independent directors former Chief Justice Artemio V. Panganiban and Mr. Margarito B. Teves, Atty. Estelito P. Mendoza, and Ms. Aurora T. Caderon. Mr. Ferdinand K. Constantino acted as advisor to the committee.

  In 2020, the Audit Committee held four (4) meetings, with attendance as indicated below.

Members	March 10	May 26	August 4	November 3
Reynaldo G. David (Chairman)	✓	✓	✓	✓
Lubin B. Nepomuceno	✓	✓	✓	✓
Estelito P. Mendoza	✓	✓	✓	✓
Artemio V. Panganiban	✓	✓	✓	✓
Aurora T. Calderon	✓	✓	✓	✓
Ferdinand K. Constantino (Advisor)	✓	✓	✓	✓

- **Risk Oversight Committee.** The Risk Oversight Committee, created on May 8, 2017, is composed of at least three (3) members, the majority of whom are independent directors. The Chairperson is an independent director and is not the Chairperson of the Board of Directors or any other board committee. At least one member of the committee has relevant thorough knowledge and experience on risk and risk management.

The Risk Oversight Committee that shall be responsible for the oversight of the enterprise risk management system of the Company to ensure its functionality and effectiveness.

In 2020, the Risk Oversight Committee was chaired by Independent Director former Chief Justice Artemio V. Panganiban, with independent director Mr. Reynaldo G. David, and Ms. Aurora T. Calderon as members. No meeting was held by the Risk Oversight Committee in 2020.

- **Related Party Transaction Committee.** The Related Party Transaction Committee, created on May 8, 2017, is composed of least three (3) non-executive directors, two (2) of whom are independent directors. The Chairperson is an independent director.

  The Related Party Transaction Committee is tasked with reviewing all material related party transactions of the Company.

  In 2020, the Related Party Transaction Committee was chaired by Independent Director Mr. Carlos Jericho L. Petilla, with independent director Mr. Reynaldo G. David, and Ms. Aurora T Calderon as members. No meeting was held by the Related Party Transactions Committee in 2020.

(3) Significant Employees

There was no significant employee or personnel who was not an executive officer but was expected to make a significant contribution to the business.

(4) Family Relationships

Director John Paul L. Ang is the son of Director Ramon S. Ang. Other than this, the Company has no director or executive officer related to any other director or executive officer up to the fourth degree of consanguinity or affinity.

(5) Involvement in Certain Legal Proceedings

The Company is not aware that any one of the incumbent directors and executive officers and persons nominated to become a director and executive officer has been the subject of a bankruptcy petition or a conviction by final judgment in a criminal proceeding, domestic or foreign, excluding traffic violations and other minor offenses, or has been by final judgment or decree found to have violated securities or commodities law and enjoined from engaging in any business, securities, commodities or banking activities for the past five (5) years until the date of this Annual Report.

(B) Executive Compensation

Standard Arrangements. Petron's executive officers are also regular employees of the Company and are similarly remunerated with a compensation package comprising of 12 months base pay. They also receive whatever gratuity pay the Board of Directors extends to the managerial, supervisory and technical employees of the Company.

The members of the Board of Directors who are not executive officers are elected for a term of one year. They receive remuneration for 12 months in director's fees and gas allowance, in addition to compensation on a per meeting participation.

Other Arrangements. There are no other arrangements for which the directors are compensated by the Company for services other than those provided as a director.

Warrants or Options. There are no warrants or options held by directors or officers.

Employment Contract. In lieu of an employment contract, the directors are elected at the annual meeting of stockholders for a one year term until their successors shall have been duly elected and qualified pursuant to the Company's By-Laws. Any director elected in the interim will serve for the remaining term until the next annual meeting of the stockholders.

The aggregate compensation paid or estimated to be paid to the executive officers and the aggregate fees and *per diem* allowances paid or estimated to be paid to the directors of the Company during the periods indicated below are as follows (in million pesos):

(a) Name and Principal Position		*(b) Year*	*(c) Salary (including Fee and Per Diem Allowance of Directors)*	*(d) Bonus*	*(e) Other Annual Compensation*
Ramon S. Ang Lubin B. Nepomuceno Emmanuel E. Eraña Archie B. Gupalor Susan Y. Yu	President and Chief Executive Officer General Manager Senior Vice President and Chief Finance Officer Vice President - National Sales Vice President - Procurement	2021 (est)	109.30	18.22	1.07
Ramon S. Ang Lubin B. Nepomuceno Emmanuel E. Eraña Archie B. Gupalor Susan Y. Yu	President and Chief Executive Officer General Manager Senior Vice President and Chief Finance Officer Vice President - National Sales Vice President - Procurement	2020	109.30	18.22	5.81
Ramon S. Ang Lubin B. Nepomuceno Emmanuel E. Eraña Freddie P. Yumang Archie B. Gupalor	President General Manager SVP / Chief Finance Officer Senior Vice President - Refinery Vice President - Retail Sales	2019	111.96	18.66	3.03
All Other Officers as a Group Unnamed		2021 (est)	84.43	14.07	3.42
		2020	84.25	14.07	4.80
		2019	83.13	13.34	6.38
All Directors as a Group		2021 (est)	16.46	-	-
		2020	15.37	-	-
		2019	14.93	-	-

Under the Corporate Governance Manual of the Company, the Corporate Governance Committee is tasked with the establishment of a formal and transparent procedure to determine the remuneration of directors and officers that is consistent with the Company's culture and strategy as well as the business environment in which it operates.

The fees of the directors are expected to be reviewed by Corporate Governance Committee and, if favorably endorsed by such committee, such fees will be presented to the Board of Directors for approval. The matter will then be presented for the ratification by the stockholders at the Annual Stockholders' Meeting scheduled on May 18, 2021.

As of the date of this report, the Chairman of the Corporate Governance Committee is Mr. Margarito B. Teves and the members are former Chief Justice Artemio V. Panganiban, Atty. Estelito P. Mendoza, and Atty. Virgilio S. Jacinto.

(C) Security Ownership of Certain Beneficial Owners and Management as of December 31, 2020

The security ownership of certain record and beneficial owners of more than 5% of the common shares of the Company as of December 31, 2020 is as follows:

- SEA Refinery Corporation - 50.10%
- PCD Nominee Corporation (Filipino) - 18.57%
- San Miguel Corporation - 18.16%

SEA Refinery Corporation is wholly-owned by SMC. SMC thus holds an aggregate 68.26% ownership of the common shares of the Company.

The Company had no beneficial owner under the PCD Nominee Corporation that held no more than 5% of the common shares of the Company.

The security ownership of directors and executive officers as of March 9, 2021 is as follows:

Directors

Title of Class	Name of Record Owner	Citizenship	Amount and Nature of Beneficial Ownership	Direct (D) or Indirect (I)	Percentage of Ownership
Directors					
Common	Ramon S. Ang	Filipino	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Estelito P. Mendoza	Filipino	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Lubin B. Nepomuceno	Filipino	5,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Jose P. De Jesus	Filipino	500 / 225,000	D / I	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Mirzan Mahathir	Malaysian	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Ron W. Haddock	American	1	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Horacio C. Ramos	Filipino	500	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.

Common	Aurora T. Calderon	Filipino	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Francis H. Jardeleza	Filipino	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Virgilio S. Jacinto	Filipino	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Nelly Favis-Villafuerte	Filipino	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	John Paul L. Ang	Filipino	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Artemio V. Panganiban	Filipino	1,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Common	Margarito B. Teves	Filipino	500	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Carlos Jericho L. Petilla	Filipino	500	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.

Officers

Title of Class	Name of Record Owner	Citizenship	Amount and Nature of Beneficial Ownership	Direct (D) or Indirect (I)	Percentage of Ownership
Executive Officers					
Common	Emmanuel E. Eraña	Filipino	-	-	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Susan Y. Yu	Filipino	791,600	I	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			12,000	I	N.A.
Common	Albertito S. Sarte	Filipino	765,500	I	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			5,000	I	N.A.

Common	Rowena O. Cortez	Filipino	8,580	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			500	I	N.A.
Series 3B Preferred			-	-	N.A.
Common	Archie B. Gupalor	Filipino	3,000	D	0.00%
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Joel Angelo C. Cruz	Filipino	-	-	N.A.
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			2,500	I	N.A.
Series 3B Preferred			-	-	N.A.
Common	Jaime O. Lu	Filipino	14,200	I	N.A.
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Rolando B. Salonga	Filipino	845	D	N.A.
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Fernando S. Magnayon	Filipino	-	-	N.A.
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			5,000	I	N.A.
Series 3B Preferred			-	-	N.A.
Common	Maria Rosario D. Vergel de Dios	Filipino	-	-	N.A.
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Maria Cecilia D. Uy	Filipino	-	-	N.A.
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			-	-	N.A.
Common	Myrna C. Geronimo	Filipino	-	-	N.A.
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			3,000	I	N.A.
Common	Allister J. Go	Filipino	11,030	D	N.A.
Series 2B Preferred			-	-	N.A.
Series 3A Preferred			-	-	N.A.
Series 3B Preferred			300	I	N.A.
Directors and Executive Officers as a Group		Common	**1,835,756**		**0.00%**
		Series 2B Preferred	**-**		**0.00%**
		Series 3A Preferred	**8,000**		**0.00%**
		Series 3B Preferred	**20,300**		**0.00%**

As of March 9, 2021, the directors and executive officers of the Company owned 1,835,756 common shares, 8,000 Series 3A Preferred Shares and 20,300 Series 3B Preferred Shares for a total of 1,864,056 or 0.02% of the Company's total outstanding capital stock. No one of the directors and executive officers of the Company directly owns 5% or more of the outstanding capital stock of the Company.

(2) Voting Trust Holders of 5% or more

The Company is not aware of any person holding 5% or more of the Company's outstanding shares under a voting trust agreement.

(3) Changes in Control

The Company is not aware of any change in control or arrangement that may result in a change in control of the Company since the beginning of its last fiscal year.

(D) Certain Relationships and Related Transactions

The major related stockholders of the Company as of December 31, 2020 holding at least 5% of the common stock were as follows:

- SEA Refinery Corporation - 50.10%
- San Miguel Corporation - 18.16%

The basis of control is the number of the percentage of voting shares held by each.

The Company had no transactions or proposed transactions with any of its directors or officers.

Related party transactions are discussed under Part I(A)(2)(viii) (*Transactions with and/or dependence on related parties*).

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"Part IV – Corporate Governance" follows on next page]

PART IV – CORPORATE GOVERNANCE AND SUSTAINABILITY

(A) Corporate Governance

Corporate Governance Manual

On May 8, 2017, the Board of Directors approved the new Corporate Governance Manual of the Company primarily based on the Code of Corporate Governance for Publicly-Listed Companies approved by the SEC pursuant to its Memorandum Circular No. 19 (2016). A copy of the Corporate Governance Manual was submitted to the SEC on May 29, 2017.

The Company first adopted its Corporate Governance Manual on July 1, 2002. In compliance with SEC Memorandum Circular No. 6, Series of 2009, amending SEC Memorandum Circular No. 2, Series of 2002, the Company further adopted revisions to the Corporate Governance Manual which were approved by the Board of Directors on October 21, 2010. The latest revisions to the old Corporate Governance Manual were also undertaken and approved by the Board of Directors on March 2, 2011.

Various Corporate Policies

For the past years, the Company observed the *San Miguel Corporation and Subsidiaries Whistle-blowing Policy* for itself and its subsidiaries. On May 6, 2013, the Company, in its pursuit of further ensuring that its business is conducted in the highest standards of fairness, transparency, accountability and ethics as embodied in its Code of Conduct and Ethical Business Policy, adopted the *Petron Corporation and Subsidiaries Whistle-blowing Policy*. The *Petron Corporation and Subsidiaries Whistle-blowing Policy* provides for the procedures for the communication and investigation of concerns relating to accounting, internal accounting controls, auditing and financial reporting matters of the Company and its subsidiaries (the "Petron Group"). The policy expressly provides the commitment of the Company that it shall not tolerate retaliation in any form against a director, officer, employee or any the other interested party who, in good faith, raises a concern or reports a possible violation of the policy.

For the past years, the Company also observed the *San Miguel Corporation Policy on Dealings in Securities* for itself and its subsidiaries. On May 6, 2013, the Company likewise adopted the *Petron Corporation Policy on Dealings in Securities*. Under this policy, the directors, officers and employees of the Company are obliged to exercise extreme caution when dealing in the Company's securities and ensure that such dealings comply with this policy and the requirements under the Securities Regulation Code. The policy sets out the conditions and rules under which the directors, officers and employees of the Company should deal in securities of the Company.

Board Assessment and Summary of 2020 Assessment

The directors accomplished the annual self-assessment for 2020.

In August 2013, the Board of Directors adopted a new format for the annual self-assessment by each director of his/her performance and that of the Board of Directors and the board committees.

The self-assessment forms covers the evaluation of the (i) fulfillment of the key responsibilities of the Board of Directors including the consideration of the interests of minority shareholders and stakeholders and their equitable treatment in its decision-making processes, the pursuit of good corporate governance, the establishment of a clear strategic direction for the Company designed to maximize long-term shareholder value, the review and approval of financial statements and budgets, and the appointment of directors who can add value and contribute independent judgment to the formulation of sound policies and strategies of the Company and officers who are competent and highly motivated; (ii) relationship between the Board of Directors and the Management of the Company including having a clear understanding of where the role of the Board of Directors ends and where that of Management begins, the participation of the Board of Directors and the board committees in major business policies or decisions, the continuous interaction with Management for an understanding of the businesses better, and the consideration of the correlation between executive pay and Company performance; (iii) effectiveness of board process and meetings through the adequacy of the frequency, duration and scheduling of board and committee meetings, the ability of the Board of Directors to balance and allocate its time effectively in discussing issues related to the Company's strategy and competitiveness, the attendance at board and committee meetings and the conduct of meetings in a manner that ensures open communication, meaningful participation, and timely resolution of issues, the wide and diverse range of expertise and occupational and personal backgrounds of the directors, and the institutionalization of a formal review process for monitoring the effectiveness of the Board of Directors and the individual directors; and (iv) individual performance of the directors including a director's understanding of the mission, values and strategies of the Company, his/her duties as a director and the Company's Articles, the Company's By-Laws and governing policies and applicable law, rules and regulations, the attendance at meetings and the conscious effort to avoid entering into situations where a director may be placed in a conflict of interest with that of the Company.

All the 15 directors accomplished the annual self-assessment for 2020. The average self-rating by the Directors covering all four (4) topics discussed above was 4.87 (out of a possible 5.0), broken down as follows: (1) Fulfilment of Board Key Responsibilities – The ratings averaged 4.87 based on a series of nine (9) questions; (2) Board-Management Relationship – The ratings averaged 4.83 based on a series of four (4) questions; (3) Effectiveness of Board Processes and Meetings - The ratings averaged 4.87 based on a series of nine (9) questions; and (4) Individual Performance of Directors - The ratings averaged 4.90 based on a series of 10 questions.

Compliance with the Corporate Governance Manual

The Company is in compliance with the provisions of the Corporate Governance Manual.

- Its directors possess all the qualifications and none of the disqualifications of a director under the Corporate Governance Manual, the Company's By-laws and applicable laws and regulations.
- Until December 12, 2020, the Company had four (4) independent directors (Mr. Reynaldo G. David, Retired Supreme Court Chief Justice Artemio V. Panganiban, Mr. Margarito B. Teves, and Mr. Carlos Jericho L. Petilla) and a Compliance Officer (Atty. Joel Angelo C. Cruz).
- The Chairmen and the members of the Executive, Audit, Corporate Governance, Risk Oversight and Related Party Committees were elected pursuant to the requirements of the Corporate Governance Manual and the Company's By-laws.
- Until December 12, 2020, the Company had a Lead Independent Director (Mr. Reynaldo G. David).
- The Company regularly held board meetings and board committee meetings, at which a quorum was always present.
- The Company conducted an orientation seminar on September 7, 2020 for Director Francis H. Jardeleza following his election as a director on August 4, 2020.
- The directors properly discharge their duties and responsibilities as directors and attended a corporate governance seminar.
- Each director accomplished a self-assessment form for 2020.
- The Company has an external auditor.
- The Company has an Internal Audit Department.
- The Company respects and observes the rights of its stockholders under applicable law.
- The Company is in material compliance with laws and regulations applicable to its business operations, including applicable accounting standards and disclosure requirements,

Pursuit of Corporate Governance

As above-discussed, the Company adopted on May 8, 2017 its new Corporate Governance Manual to align with the Code of Corporate Governance for Publicly Listed Company approved by the SEC and which took effect on January 1, 2017.

The Company is committed in pursuing good corporate governance by keeping abreast of new developments in and leading principles and practices on good corporate governance. The Company also continuously reviews its own policies and practices as it competes in a continually evolving business environment while taking into account the Company's corporate objectives and the best interests of its stakeholders and the Company.

To further instill good governance in the Company, the Company will continue to coordinate with accredited providers for the attendance of the directors and officers in more extensive corporate governance programs to keep them updated with the latest developments in and best practices on good corporate governance. The Office of the General Counsel and Corporate Secretary will also continue to periodically release internal memoranda to explain and/or reiterate the Company's corporate governance practices and the latest good corporate governance practices in general.

Integrated Annual Corporate Governance Report ("i-ACGR")

Other matters relating to the governance of the Company are discussed in the i-ACGR of the Company filed with the SEC and posted on the company website.

(B) Sustainability Report

Please find attached as Annex D the Sustainability Report of the Company for 2020.

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"Part V – Exhibits and Schedules" follows on next page]

PART V – EXHIBITS AND SCHEDULES

Exhibits and Reports on SEC Form 17-C

Below is a list of the annexes to this SEC Form 17-A and the reports on SEC Form 17-C and the press releases submitted to the SEC in 2020 until the date of this report.

Annexes

1. Annex A - Public Ownership Report as of December 31, 2020
2. Annex B - Public Ownership Report as of March 31, 2021
3. Annex C - 2020 Audited Financial Statements, with the Index to Financial Statements and the Supplementary Schedules and the Statement of Management's Responsibility (Separate and Consolidated)
4. Annex D - 2020 Sustainability Report

Reports on SEC Form 17-C

The following reports on SEC Form 17-C were submitted for year 2020 until the date of this Annual Report:

Date of Report	Item Description
February 13, 2020	Appointment of the following officers: 1. Magnolia Cecilia D. Uy – Vice President for Management Services Division 2. Myrna C. Geronimo – Vice President for Controllers 3. Allister J. Go – Vice President for Petron Bataan Refinery Plant Operations 4. Reynaldo V. Velasco, Jr. – Vice President for Petron Bataan Refinery Technical Services 5. Mark Tristan D. Caparas – Assistant Vice President and Chief Finance Officer for Petron Malaysia 6. John Ronald S. Pineda –Assistant Vice President for Special Projects 7. Ma. Aileen M. Cupido –Assistant Vice President for Business Planning and Development 8. Francisco Rizal G. Bumagat, Jr. – Assistant Vice President for Petron Bataan Refinery Production B 9. Lemuel C. Cuezon – Assistant Vice President for Market Planning, Research and Sales Information
March 10, 2020	Matters approved at the board meeting held: 1. 2019 Financial Statements 2. Cash dividends for common shareholders 3. Cash dividends for preferred shareholders 4. Endorsement of the re-appointment of R.G. Manabat & Co. as external auditor of the Company for year 2020 5. Annual Stockholders' Meeting

	Date : May 19, 2020, Tuesday, 2pm Venue : Valle Verde Country Club, Pasig City Record date : March 24, 2020 Closing of books: March 24-31,2020 Media release on performance also submitted.
March 13, 2020	Disclosure of the San Miguel Group dated March 13, 2020 in compliance with the Notice of the Securities and Exchange Commission dated March 12, 2020 and the correspondence of the Philippine Stock Exchange dated March 13, 2020 requiring all publicly-listed companies to file current report under Section 17 of the Securities Regulation Code amid COVID-19 pandemic
May 26, 2020	Matters approved at the board meeting held: A. Year-to-date March 2020 Financial Statements B. Cash Dividends for preferred shareholders C. Approval of external auditor's fees D. Adoption of the Information Security Management System Policy of the Company Media release on performance also submitted.
June 2, 2020	Matters approved at the annual stockholders' and organizational meetings held: A. Annual Stockholders' Meeting 1. Appointment of R.G. Manabat & Co. as independent external auditor of the Company for year 2020 and ratification of external auditor fees 2. Election of the following as directors of the Company for 2020-2021: 1. Eduardo M. Cojuangco, Jr. 2. Ramon S. Ang 3. Lubin B. Nepomuceno 4. Estelito P. Mendoza 5. Jose P. De Jesus 6. Ron W. Haddock 7. Mirzan Mahathir 8. Aurora T. Calderon 9. Virgilio S. Jacinto 10. Nelly Favis-Villafuerte 11. Horacio C. Ramos

Independent Directors

1. Reynaldo G. David
2. Artemio V. Panganiban
3. Margarito B. Teves
4. Carlos Jericho L. Petilla

B. Organizational Meeting

1. Appointment of the following as members of the board committees and lead independent director:

<u>Executive Committee</u>

Eduardo M. Cojuangco, Jr.	- Chairman
Ramon S. Ang	- Member
Lubin B. Nepomuceno	- Member
Aurora T. Calderon	- Alternate Member
Virgilio S. Jacinto	- Alternate Member

<u>Audit Committee</u>

Reynaldo G. David	- Chairman (Independent Director)
Margarito B. Teves	- Member (Independent Director)
Artemio V. Panganiban	- Member (Independent Director)
Estelito P. Mendoza	- Member
Aurora T. Calderon	- Member
Ferdinand K. Constantino	- Advisor

<u>Risk Oversight Committee</u>

Artemio V. Panganiban	- Chairman (Independent Director)
Reynaldo G. David	- Member (Independent Director)
Aurora T. Calderon	- Member

<u>Corporate Governance Committee</u>

Margarito B. Teves	- Chairman (Independent Director)
Reynaldo G. David	- Member (Independent Director)
Artemio V. Panganiban	- Member (Independent Director)
Estelito P. Mendoza	- Member
Virgilio S. Jacinto	- Member

	Related Party Transaction Committee Carlos Jericho L. Petilla - Chairman (Independent Director) Reynaldo G. David - Member (Independent Director) Aurora T. Calderon - Member Lead Independent Director Reynaldo G. David - Lead Independent Director 2. Election of the following as officers of the Company for 2020-2021: **Name** - **Position** Eduardo M. Cojuangco, Jr. - Chairman Ramon S. Ang - President & CEO Lubin B. Nepomuceno - General Manager Emmanuel E. Eraña - SVP & Chief Finance Officer Susan Y. Yu - VP, Procurement Maria Rowena O. Cortez - VP, Supply Archie B. Gupalor - VP, Retail Sales Albertito S. Sarte - VP and Treasurer Joel Angelo C. Cruz - VP - General Counsel & Corporate Secretary/Compliance Officer Jaime O. Lu - VP & Executive Assistant to the President on Petron Malaysia Operations and Refinery Special Projects Rolando B. Salonga - VP, Operations and Corporate Technical Services Group Fernando S. Magnayon - VP, Commercial Sales Maria Rosario D. Vergel de Dios - VP, Human Resources Management Magnolia Cecilia D. Uy - VP, Management Services Division Myrna C. Geronimo - VP, Controllers Allister J. Go - VP, Refinery Division Reynaldo V. Velasco, Jr. - VP, Refinery Plant Operations (Production A and B) Virgilio V. Centeno - AVP, LPG Business Group Noel S. Ventigan - AVP, Metro Manila & Manufacturing Terelu O. Carrillo - AVP, Petron Singapore Ronaldo T. Ferrer - AVP, Internal Audit Fe Irma A. Ramirez - AVP, Supply Raymond C. Osmond - AVP, Refinery Solid Fuel-Fired Boiler/ Thermal Power Plant Jacqueline A. Chai - AVP, Procurement Agnes Grace P. Perez - AVP, Mergers & Acquisitions

	Leon G. Pausing II - AVP, Industrial Trade Ferdinando H. Enriquez - AVP, Petron Bataan Refinery Production A Mark Tristan D. Caparas - AVP and Chief Finance Officer, Petron Malaysia John Ronald S. Pineda - AVP, Special Projects Ma. Aileen M. Cupido - AVP, Business Planning & Development Francisco Rizal G. Bumagat, Jr. - AVP, PBR Production B Lemuel C. Cuezon - AVP, Market Planning, Research and Sales Information Jhoanna Jasmine M. Javier-Elacio - Assistant Corporate Secretary
June 17, 2020	Announcement of the passing of the Chairman of the Company, Mr. Eduardo M. Cojuangco, Jr., in the evening of June 16, 2020. Mr. Cojuangco held the position of Chairman of the Board of the Company and the Board of Executive Committee since February 10, 2015 and as a director of the Company since January 8, 2009.
August 4, 2020	Matters approved at the board meeting held: 1. 1st Semester 2020 Financial Statements 2. Cash dividends for preferred shareholders 3. Election of Justice Francis H. Jardeleza as Director of the Company Media release on performance also submitted.
September 15, 2020	Filing of Certificates of Attendance of the following directors and key officers at the Corporate Governance Seminar held via remote communication through MS Teams: Date: September 9, 2020 Time: 9:00 am to 12:00 nn Provider: SGV & Co. Topics: Blockchain, Cybersecurity and Business Continuity Management Name - Position 1. Lubin B. Nepomuceno - Director/General Manager 2. Estelito P. Mendoza - Director 3. Jose P. De Jesus - Director 4. Ron W. Haddock - Director 5. Mirzan Mahathir - Director 6. Horacio C. Ramos - Director 7. Aurora T. Calderon - Director 8. Francis H. Jardeleza - Director

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<tr><td>9. Virgilio S. Jacinto</td><td>Director</td></tr>
<tr><td>10. Nelly Favis-Villafuerte</td><td>Director</td></tr>
<tr><td>11. Reynaldo G. David</td><td>Lead Independent Director</td></tr>
<tr><td>12. Margarito B. Teves</td><td>Independent Director</td></tr>
<tr><td>13. Carlos Jericho L. Petilla</td><td>Independent Director</td></tr>
<tr><td>14. Emmanuel E. Eraña</td><td>SVP & Chief Finance Officer</td></tr>
<tr><td>15. Susan Y. Yu</td><td>VP, Procurement</td></tr>
<tr><td>16. Maria Rowena O. Cortez</td><td>VP, Supply</td></tr>
<tr><td>17. Archie B. Gupalor</td><td>VP, Retail Sales</td></tr>
<tr><td>18. Albert S. Sarte</td><td>VP and Treasurer</td></tr>
<tr><td>19. Joel Angelo C. Cruz</td><td>VP - General Counsel & Corporate Secretary/Compliance Officer</td></tr>
<tr><td>20. Jaime O. Lu</td><td>VP & Executive Assistant to the President on Petron Malaysia Operations and Refinery Special Projects</td></tr>
<tr><td>21. Rolando B. Salonga</td><td>VP, Operations and Corporate Technical Services Group</td></tr>
<tr><td>22. Fernando S. Magnayon</td><td>VP, Commercial Sales</td></tr>
<tr><td>23. Maria Rosario D. Vergel De Dios</td><td>VP, Human Resources Management</td></tr>
<tr><td>24. Magnolia Cecilia D. Uy</td><td>VP, Management Services Division</td></tr>
<tr><td>25. Myrna C. Geronimo</td><td>VP, Controllers</td></tr>
<tr><td>26. Allister J. Go</td><td>VP, Refinery Division</td></tr>
<tr><td>27. Reynaldo V. Velasco, Jr.</td><td>VP, Refinery Plant Operations (Production A and B)</td></tr>
<tr><td>28. Ronaldo T. Ferrer</td><td>AVP, Internal Audit</td></tr>
<tr><td>29. Jhoanna Jasmine M. Javier-Elacio</td><td>Assistant Corporate Secretary</td></tr>
</table>
</td></tr>
<tr><td>October 2, 2020</td><td>Filing of Certificate of Attendance of Director former Chief Justice Artemio V. Panganiban in Corporate Governance Seminars held on September 25, 2020</td></tr>
<tr><td>November 3, 2020</td><td>Matters approved at the board meeting held:

1. Year-to-date September 2020 Financial Statements
2. Cash dividends for the preferred shareholders
3. Designation of Management of email addresses and cellphone numbers for purposes of the Securities and Exchange Commission pursuant to SEC Memorandum Circular No. 28 (Series of 2020)

Media release on performance also submitted.</td></tr>
<tr><td>December 3, 2020</td><td>Approval of the subscription by San Miguel Corporation to shares with an aggregate issue value of Php3 billion to be issued from the increase in Petrogen Insurance Corporation’s (“Petrogen”) authorized capital stock as also approved by the Board of Directors and stockholders of Petrogen on the same day. With the investment, San Miguel Corporation would have a majority direct equity interest in Petrogen, in addition to its current indirect equity interest through the Company.</td></tr>
</table>

December 10, 2020	Filing of Certificate of Attendance of Mr. Ramon S. Ang, President and Chief Executive Officer of the Company, in Corporate Governance Seminar held on December 3, 2020 at 2:00 pm via Zoom conducted by the Center for Global Best Practices
December 14, 2020	Announcement of the passing of Independent Director Mr. Reynaldo G. David in the morning of December 13, 2020. Mr. David held the position of Independent Director of the Company since May 12, 2009. He was also the Chairman of the Audit Committee and likewise a member of the Risk Oversight Committee, the Corporate Governance Committee and the Related Party Transaction Committee, respectively, of the Company.
December 14, 2020	Response to the request for clarification by the Philippine Stock Exchange on the news article entitled "Petron workers urge government to avert closure of refinery"
January 11, 2021	Approval of the 2021 proposed material related party transactions of the Company by the Board Related Party Transaction Committee and the Board Executive Committee of the Company.
March 9, 2021	Matters approved at the board meeting held: 1. 2020 Audited Financial Statements 2. Reversal of appropriation of retained earnings 3. Cash dividends for preferred shareholders 4. Redemption of the Series 2B preferred shares 5. Election of Mr. John Paul L. Ang as Director of the Company 6. Endorsement of the re-appointment of R.G. Manabat & Co. as external auditor of the Company for year 2021 7. Nominees to the Board of Directors and final list of candidates for Independent Directors 1. Ramon S. Ang 2. Lubin B. Nepomuceno 3. Estelito P. Mendoza 4. Jose P. De Jesus 5. Ron W. Haddock 6. Mirzan Mahathir 7. Aurora T. Calderon 8. Francis H. Jardeleza 9. Virgilio S. Jacinto 10. Nelly Favis-Villafuerte 11. Horacio C. Ramos 12. John Paul L. Ang 13. Artemio V. Panganiban (Independent Director) 14. Margarito B. Teves (Independent Director) 15. Carlos Jericho L. Petilla (Independent Director)

	8. Annual Stockholders' Meeting Date: May 18, 2021, Tuesday Time: 2:00 pm Venue: To be livestreamed via a streaming site Record date: March 23, 2021 Closing of books: March 23-30, 2021 Media release on performance also submitted.
April 8, 2021	Approval by the Executive Committee of the authority to issue US Dollar-denominated senior perpetual capital securities under such terms and conditions as Management may determine. Submission of a copy of the preliminary offering circular containing information pertaining to the Company and its subsidiaries material to the contemplated issuance by the Company of US Dollar-denominated senior perpetual capital securities.
April 13, 2021	Submission of a copy of the final offering circular containing information pertaining to the Company and its subsidiaries material to the contemplated issuance by the Company of US Dollar-denominated senior perpetual capital securities.
April 19, 2021	Issuance by the Company of US Dollar undated unsubordinated capital securities with an issue size of US$550 million.

Press Releases

The following press releases were made for year 2020 until the date of this Annual Report:

March 9, 2020	"Petron hits P2.3 billion net income in FY 2019"
May 26, 2020	"Petron reports lower revenues for Q1 2020 amidst coronavirus pandemic"
August 4, 2020	"COVID-19 hits Petron in first half of 2020"
November 3, 2020	"Petron registers volume in improvement in Q3 as economy re-opens"
March 9, 2021	"Petron sustains growth momentum in Q4 2020; continues to recover from pandemic slump"

[signature page follows on next page]

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and of the Revised Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized, on April 19, 2021.

RAMON S. ANG
President and Chief Executive Officer

LUBIN B. NEPOMUCENO
General Manager

EMMANUEL E. ERAÑA
Senior Vice President and Chief Finance Officer

MYRNA C. GERONIMO
Vice President and Controller

JOEL ANGELO C. CRUZ
Vice President - General Counsel
& Corporate Secretary

SUBSCRIBED AND SWORN to before me this APR 1 9 2021 at Mandaluyong City, affiants exhibiting to me their competent evidence of identity and avowed under penalty of law to the whole truth of the contents of thereof.

Name	Valid ID No.	Date/Place Issued
Ramon S. Ang		
Lubin B. Nepomuceno		
Emmanuel E. Eraña		
Joel Angelo C. Cruz		
Myrna C. Geronimo		

Doc. No. 334;
Page No. 69;
Book No. I;
Series of 2021.

RIA CRISSELDA N. TAMONDONG
Notary Public for Mandaluyong City
0 San Miguel Avenue, 1550 Mandaluyong City
Appointment No. 0582-21
Until December 31, 2022
Attorney's Roll No. 71094
PTR No. 4581638/1-07-2021/Mandaluyong
IBP No. 150820/1-13-2021/RSM
CLE Compliance No. VI-0023071/4-24-2019

ANNEX A

Public Ownership Report
as of December 31, 2020

AMENDED

PETRON

PCOR

PUBLIC OWNERSHIP REPORT

Report Date: December 31, 2020

Computation of Public Ownership

Number of Issued Common Shares	9,375,104,497
Less: Number of Treasury Common Shares, if any	0
Number of Outstanding Common Shares	9,375,104,497

Less:

A. Directors

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
Ramon S. Ang	1,000		1,000	0.0000%
Lubin B. Nepomuceno	5,000		5,000	0.0001%
Estelito P. Mendoza	1,000		1,000	0.0000%
Jose P. de Jesus	500	225,000	225,500	0.0024%
Ron W. Haddock	1		1	0.0000%
Mirzan Mahathir	1,000		1,000	0.0000%
Aurora T. Calderon	1,000		1,000	0.0000%
Francis H. Jardeleza	1,000		1,000	0.0000%
Virgilio S. Jacinto	1,000		1,000	0.0000%
Nelly Favis-Villafuerte	1,000		1,000	0.0000%
Horacio C. Ramos	500		500	0.0000%
Artemio V. Panganiban	1,000		1,000	0.0000%
Margarito B. Teves	500		500	0.0000%
Carlos Jericho L. Petilla	500		500	0.0000%

B. Officers

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
Ramon S. Ang (same as above)				
Lubin B. Nepomuceno (same as above)				
Emmanuel E. Erana			0	0.0000%
Susan Y. Yu		791,600	791,600	0.0084%
Rowena O. Cortez	8,580		8,580	0.0001%
Archie B. Gupalor	3,000		3,000	0.0000%
Albertito S. Sarte		765,500	765,500	0.0082%

Joel Angelo C. Cruz			0	0.0000%

Jaime O. Lu		14,200	14,200	0.0002%
Rolando B. Salonga	845		845	0.0000%
Fernando S. Magnayon			0	0.0000%
Ma. Rosario D. Vergel de Dios			0	0.0000%
Magnolia Cecilia D. Uy			0	0.0000%
Myrna C. Geronimo			0	0.0000%
Allister J. Go	11,030		11,030	0.0001%
Reynaldo V. Velasco, Jr.	5,200	17,100	22,300	0.0002%

C. Principal / Substantial Stockholders

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
SEA Refinery Corporation	4,696,885,564		4,696,885,564	50.10%
San Miguel Corporation	1,702,870,560		1,702,870,560	18.16%

D. Affiliates

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
Petron Corporation Employees' Retirement Fund (PCERP)	459,156,097		459,156,097	4.90%

E. Government

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
None	0	0	0	0

F. Banks

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
None	0	0	0	0

G. Employees

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
None	0	0	0	0

H. Lock-Up Shares

Name	Direct	Indirect	Total Direct &	% to Total Outstanding

			Indirect Shares	Shares
	8,688,570	0	8,688,570	0.0927%

I. Others

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
0	0	0	0	0

Number of Listed Common Shares *	9,375,104,497
Total Number of Non-Public Shares	6,869,457,847
Total Number of Shares Owned by the Public	2,505,646,650
Public Ownership Percentage	26.73%

* As indicated in the PSE website

ANNEX B

Public Ownership Report as of March 31, 2021

PETRON

PCOR

PUBLIC OWNERSHIP REPORT

Report Date: March 31, 2021

Computation of Public Ownership

Number of Issued Common Shares	9,375,104,497
Less: Number of Treasury Common Shares, if any	0
Number of Outstanding Common Shares	9,375,104,497

Less:

A. Directors

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
Ramon S. Ang	1,000		1,000	0.0000%
Lubin B. Nepomuceno	5,000		5,000	0.0001%
Estelito P. Mendoza	1,000		1,000	0.0000%
Jose P. de Jesus	500	225,000	225,500	0.0024%
Ron W. Haddock	1		1	0.0000%
Mirzan Mahathir	1,000		1,000	0.0000%
Aurora T. Calderon	1,000		1,000	0.0000%
Francis H. Jardeleza	1,000		1,000	0.0000%
Virgilio S. Jacinto	1,000		1,000	0.0000%
Nelly Favis-Villafuerte	1,000		1,000	0.0000%
Horacio C. Ramos	500		500	0.0000%
John Paul Ang Lim	1,000		1,000	0.0000%
Artemio V. Panganiban	1,000		1,000	0.0000%
Margarito B. Teves	500		500	0.0000%
Carlos Jericho L. Petilla	500		500	0.0000%

B. Officers

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
Ramon S. Ang (same as above)			0	0.0000%
Lubin B. Nepomuceno (same as above)			0	0.0000%
Emmanuel E. Erana			0	0.0000%
Susan Y. Yu		791,600	791,600	0.0084%
Rowena O. Cortez	8,580		8,580	0.0001%

Archie B. Gupalor	3,000		3,000	0.0000%
Albertito S. Sarte		765,500	765,500	0.0082%
Joel Angelo C. Cruz			0	0.0000%
Jaime O. Lu		14,200	14,200	0.0002%
Rolando B. Salonga	845		845	0.0000%
Fernando S. Magnayon			0	0.0000%
Ma. Rosario D. Vergel de Dios			0	0.0000%
Magnolia Cecilia D. Uy			0	0.0000%
Myrna C. Geronimo			0	0.0000%
Allister J. Go	11,030		11,030	0.0001%
Reynaldo V. Velasco, Jr.	5,200	17,100	22,300	0.0002%

C. Principal / Substantial Stockholders

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
SEA Refinery Corporation	4,696,885,564		4,696,885,564	50.10%
San Miguel Corporation	1,702,870,560		1,702,870,560	18.16%

D. Affiliates

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
Petron Corporation Employees' Retirement Fund (PCERP)	459,156,097		459,156,097	4.90%

E. Government

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
None	0	0	0	0

F. Banks

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
None	0	0	0	0

G. Employees

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
None	0	0	0	0

H. Lock-Up Shares

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
	8,853,058	0	8,853,058	0.0944%

I. Others

Name	Direct	Indirect	Total Direct & Indirect Shares	% to Total Outstanding Shares
0	0	0	0	0

Number of Listed Common Shares *	9,375,104,497
Total Number of Non-Public Shares	6,869,623,335
Total Number of Shares Owned by the Public	2,505,481,162
Public Ownership Percentage	26.72%

* As indicated in the PSE website

ANNEX C

2020 Audited Financial Statements, with Statement of Management's Responsibility

(Separate Financial Statements and Consolidated Financial Statements)

PETRON CORPORATION

SEPARATE FINANCIAL STATEMENTS
December 31, 2020 and 2019

With Independent Auditors' Report

R.G. Manabat & Co.
The KPMG Center, 9/F
6787 Ayala Avenue, Makati City
Philippines 1226
Telephone +63 (2) 8885 7000
Fax +63 (2) 8894 1985
Internet www.home.kpmg/ph
Email ph-inquiry@kpmg.com

REPORT OF INDEPENDENT AUDITORS
TO ACCOMPANY FINANCIAL STATEMENTS FOR FILING
WITH THE BUREAU OF INTERNAL REVENUE

The Board of Directors and Stockholders
Petron Corporation
SMC Head Office Complex
40 San Miguel Avenue
Mandaluyong City

We have audited the accompanying separate financial statements of Petron Corporation (the "Company"), as at and for the year ended December 31, 2020, on which we have rendered our report dated March 19, 2021.

In compliance with Revenue Regulations V-20, we are stating that no partner of our firm is related by consanguinity or affinity to the president, manager or principal stockholders of the Company.

R.G. MANABAT & CO.

DARWIN P. VIROCEL
Partner
CPA License No. 0094495
SEC Accreditation No. 94495-SEC, Group A, valid for five (5) years covering the audit of 2019 to 2023 financial statements
Tax Identification No. 912-535-864
BIR Accreditation No. 08-001987-031-2019
Issued August 7, 2019; valid until August 6, 2022
PTR No. MKT 8533922
Issued January 4, 2021 at Makati City

March 19, 2021
Makati City, Metro Manila

BUREAU OF INTERNAL REVENUE
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MAR 29 2021
EXCISE LT REGULATORY DIVISION

Firm Regulatory Registration & Accreditation:
PRC-BOA Registration No. 0003, valid until November 21, 2023
SEC Accreditation No. 0003-SEC, Group A, valid for five (5) years covering the audit of 2020 to 2024 financial statements (2019 financial statements are covered by SEC Accreditation No. 0004-FR-5)
IC Accreditation No. 0003-IC, Group A, valid for five (5) years covering the audit of 2020 to 2024 financial statements (2019 financial statements are covered by IC Circular Letter (CL) No. 2019-39, Transition clause)
BSP Accreditation No. 0003-BSP, Group A, valid for five (5) years covering the audit of 2020 to 2024 financial statements (2019 financial statements are covered by BSP Monetary Board Resolution No. 2161, Transition clause)

R.G. Manabat & Co.
The KPMG Center, 9/F
6787 Ayala Avenue, Makati City
Philippines 1226
Telephone +63 (2) 8885 7000
Fax +63 (2) 8894 1985
Internet www.home.kpmg/ph
Email ph-inquiry@kpmg.com

REPORT OF INDEPENDENT AUDITORS

The Board of Directors and Stockholders
Petron Corporation
SMC Head Office Complex
40 San Miguel Avenue
Mandaluyong City

Report on the Audit of the Separate Financial Statements

Opinion

We have audited the separate financial statements of Petron Corporation (the "Company"), which comprise the separate statements of financial position as at December 31, 2020 and 2019, and the separate statements of comprehensive income, separate statements of changes in equity and separate statements of cash flows for the years then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying separate financial statements present fairly, in all material respects, the unconsolidated financial position of the Company as at December 31, 2020 and 2019, and its unconsolidated financial performance and its unconsolidated cash flows for the years then ended, in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Separate Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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MAR 29 2021
EXCISE LT REGULATORY DIVISION

KPMG

Responsibilities of Management and Those Charged with Governance for the Separate Financial Statements

Management is responsible for the preparation and fair presentation of the separate financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease its operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audits in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on the Supplementary Information Required Under Revenue Regulations No. 15-2010 of the Bureau of Internal Revenue

The supplementary information required for purposes of filing with the Bureau of Internal Revenue is presented by the management of Petron Corporation in a separate schedule. Such supplementary information is not a required part of the separate financial statements. Our opinion on the separate financial statements is not affected by the presentation of the separate information in a separate schedule.

The engagement partner on the audit resulting in this independent auditors' report is Mr. Darwin P. Virocel.

R.G. MANABAT & CO.

DARWIN P. VIROCEL
Partner
CPA License No. 0094495
SEC Accreditation No. 94495-SEC, Group A, valid for five (5) years
covering the audit of 2019 to 2023 financial statements
Tax Identification No. 912-535-864
BIR Accreditation No. 08-001987-031-2019
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PTR No. MKT 8533922
Issued January 4, 2021 at Makati City

March 19, 2021
Makati City, Metro Manila

BUREAU OF INTERNAL REVENUE
RECEIVED
MAR 29 2021
EXCISE LT REGULATORY DIV.

PETRON CORPORATION
SEPARATE STATEMENTS OF FINANCIAL POSITION
(Amounts in Thousand Pesos)

		December 31	
	Note	**2020**	2019
ASSETS			
Current Assets			
Cash and cash equivalents	*5, 33, 34*	**P20,205,654**	P25,903,269
Financial assets at fair value	*6, 13, 33, 34*	**497,955**	739,405
Trade and other receivables - net	*4, 7, 27, 33, 34*	**22,651,307**	36,722,703
Inventories - net	*4, 8*	**38,677,614**	61,809,346
Other current assets	*13, 27*	**31,116,849**	27,076,911
Total Current Assets		**113,149,379**	152,251,634
Noncurrent Assets			
Property, plant and equipment - net	*4, 10, 12, 36*	**144,842,107**	146,370,198
Right-of-use assets - net	*4, 11*	**5,700,187**	5,114,536
Investments and advances - net	*4, 9, 33, 34*	**34,334,573**	34,533,997
Investment property - net	*4, 10, 12*	**12,431,262**	12,527,176
Deferred tax assets - net	*26*	**1,835,415**	-
Other noncurrent assets - net	*4, 6, 13, 33, 34*	**1,247,465**	1,997,827
Total Noncurrent Assets		**200,391,009**	200,543,734
		P313,540,388	P352,795,368
LIABILITIES AND EQUITY			
Current Liabilities			
Short-term loans	*14, 32, 33, 34*	**P72,693,460**	P69,485,000
Liabilities for crude oil and petroleum products	*15, 27, 30, 33, 34*	**14,030,341**	23,794,204
Trade and other payables	*16, 27, 32, 33, 34, 38*	**9,470,896**	22,665,675
Lease liability - current portion	*4, 30, 32, 33*	**998,329**	946,959
Derivative liabilities	*33, 34*	**931,842**	576,318
Current portion of long-term debt - net	*17, 32, 33, 34*	**31,114,220**	16,880,553
Total Current Liabilities		**129,239,088**	134,348,709
Noncurrent Liabilities			
Long-term debt - net of current portion	*17, 32, 33, 34*	**88,339,788**	116,196,082
Retirement benefits liability	*29*	**2,758,806**	2,606,244
Deferred tax liabilities - net	*26*	**-**	3,198,085
Lease liability - net of current portion	*4, 30, 32, 33*	**15,295,373**	15,330,781
Asset retirement obligation	*4, 18*	**2,859,458**	1,712,703
Other noncurrent liabilities	*19, 27, 33, 34*	**1,734,150**	1,460,212
Total Noncurrent Liabilities		**110,987,575**	140,504,107
Total Liabilities		**240,226,663**	274,852,816

Forward

	Note	2020	2019
		December 31	
Equity	*20*		
Capital stock		**P9,485,104**	P9,485,104
Additional paid-in capital		**37,500,314**	37,500,322
Capital securities		**36,481,436**	25,182,795
Retained earnings		**19,420,428**	34,954,876
Equity reserves		**(14,451,237)**	(14,058,225)
Treasury stock		**(15,122,320)**	(15,122,320)
Total Equity		**73,313,725**	77,942,552
		P313,540,388	P352,795,368

See Notes to the Separate Financial Statements.

BUREAU OF INTERNAL REVENUE
RECEIVED
MAR 29 2021
EXCISE LT REGULATORY DIVISION

PETRON CORPORATION
SEPARATE STATEMENTS OF COMPREHENSIVE INCOME
(Amounts in Thousand Pesos, Except Per Share Amounts)

		Years Ended December 31	
	Note	**2020**	2019
SALES	*27, 36*	**P174,410,936**	P314,783,420
COST OF GOODS SOLD	*21*	**170,753,754**	296,271,476
GROSS PROFIT		**3,657,182**	18,511,944
SELLING AND ADMINISTRATIVE EXPENSES	*22*	**(9,833,203)**	(10,308,238)
OTHER OPERATING INCOME	*4, 28*	**315,352**	530,984
INTEREST EXPENSE AND OTHER FINANCING CHARGES	*25*	**(11,316,448)**	(13,332,284)
INTEREST INCOME	*25*	**779,467**	1,200,385
OTHER INCOME - Net	*25*	**342,507**	3,498,174
		(19,712,325)	(18,410,979)
INCOME (LOSS) BEFORE INCOME TAX		**(16,055,143)**	100,965
INCOME TAX BENEFIT	*26, 35*	**4,853,455**	13,958
NET INCOME (LOSS)		**(11,201,688)**	114,923
OTHER COMPREHENSIVE LOSS			
Item that will not be reclassified to profit or loss			
Equity reserve for retirement plan	*29*	**(661,582)**	(2,402,465)
Income tax benefit	*26*	**198,474**	720,740
		(463,108)	(1,681,725)
Item that may be reclassified to profit or loss			
Net gain (loss) on cash flow hedges	*34*	**100,137**	(207,686)
Income tax benefit (expense)	*26*	**(30,041)**	62,306
		70,096	(145,380)
OTHER COMPREHENSIVE LOSS - Net of tax		**(393,012)**	(1,827,105)
TOTAL COMPREHENSIVE LOSS FOR THE YEAR - Net of tax		**(P11,594,700)**	(P1,712,182)
BASIC/DILUTED LOSS PER SHARE	*31*	**(P1.56)**	(P0.34)

See Notes to the Separate Financial Statements.

BUREAU OF INTERNAL REVENUE
RECEIVED
MAR 29 2021
EXCISE LT REGULATORY DIVISION

PETRON CORPORATION
SEPARATE STATEMENTS OF CHANGES IN EQUITY
(Amounts in Thousand Pesos)

Years Ended December 31

	Note	Capital Stock	Additional Paid-in Capital	Capital Securities	Retained Earnings		Equity Reserves		Treasury Stock	Total
					Appropriated	Unappropriated	Reserves for Retirement Plan	Other Reserves		
As of December 31, 2019		P9,485,104	P37,500,322	P25,182,795	P15,000,000	P19,954,876	(P4,612,312)	(P9,445,913)	(P15,122,320)	P77,942,552
Net income on cash flow hedges - net of tax	34	-	-	-	-	-	-	70,096	-	70,096
Equity reserve for retirement plan - net of tax		-	-	-	-	-	(463,108)	-	-	(463,108)
Other comprehensive income (loss)		-	-	-	-	-	(463,108)	70,096	-	(393,012)
Net loss for the year		-	-	-	-	(11,201,688)	-	-	-	(11,201,688)
Total comprehensive income (loss) for the year		-	-	-	-	(11,201,688)	(463,108)	70,096	-	(11,594,700)
Cash dividends	20	-	-	-	-	(2,515,555)	-	-	-	(2,515,555)
Distributions paid	20	-	-	-	-	(1,817,205)	-	-	-	(1,817,205)
Issuance of redeemable perpetual securities	20	-	-	11,298,641	-	-	-	-	-	11,298,641
Issuance of preferred shares	20	-	(8)	-	-	-	-	-	-	(8)
Transactions with owners		-	(8)	11,298,641	-	(4,332,760)	-	-	-	6,965,873
As of December 31, 2020		P9,485,104	P37,500,314	P36,481,436	P15,000,000	P4,420,428	(P5,075,420)	(P9,375,817)	(P15,122,320)	P73,313,725

Forward

BUREAU OF INTERNAL REVENUE
RECEIVED
MAR 29 2021
EXCISE LT REGULATORY DIVISION

Years Ended December 31

	Note	Capital Stock	Additional Paid-in Capital	Capital Securities	Retained Earnings		Equity Reserves		Treasury Stock	Total
					Appropriated	Unappropriated	Reserves for Retirement Plan	Other Reserves		
As of December 31, 2018		P9,485,104	P19,652,702	P24,881,278	P15,000,000	P26,091,732	(P2,930,587)	(P9,300,533)	(P10,000,000)	P72,879,696
Adjustment due to adoption of Philippine Financial Reporting Standard (PFRS) 16	3	-	-	-	-	(2,039,452)	-	-	-	(2,039,452)
As of January 1, 2019, as adjusted		9,485,104	19,652,702	24,881,278	15,000,000	24,052,280	(2,930,587)	(9,300,533)	(10,000,000)	70,840,244
Net loss on cash flow hedges - net of tax	34	-	-	-	-	-	-	(145,380)	-	(145,380)
Equity reserve for retirement plan - net of tax		-	-	-	-	-	(1,681,725)	-	-	(1,681,725)
Other comprehensive loss		-	-	-	-	-	(1,681,725)	(145,380)	-	(1,827,105)
Net income for the year		-	-	-	-	114,923	-	-	-	114,923
Total comprehensive income (loss) for the year		-	-	-	-	114,923	(1,681,725)	(145,380)	-	(1,712,182)
Cash dividends	20	-	-	-	-	(2,515,305)	-	-	-	(2,515,305)
Distributions paid	20	-	-	-	-	(1,697,022)	-	-	-	(1,697,022)
Issuance of redeemable perpetual securities	20	-	-	301,517	-	-	-	-	-	301,517
Issuance of preferred shares	20	-	17,847,620	-	-	-	-	-	2,000,000	19,847,620
Redemption of preferred shares	20	-	-	-	-	-	-	-	(7,122,320)	(7,122,320)
Transactions with owners		-	17,847,620	301,517	-	(4,212,327)	-	-	(5,122,320)	8,814,490
As of December 31, 2019		P9,485,104	P37,500,322	P25,182,795	P15,000,000	P19,954,876	(P4,612,312)	(P9,445,913)	(P15,122,320)	P77,942,552

See Notes to the Separate Financial Statements.

BUREAU OF INTERNAL REVENUE
RECEIVED
MAR 29 2021
EXCISE LT REGULATORY DIVISION

PETRON CORPORATION
SEPARATE STATEMENTS OF CASH FLOWS
(Amounts in Thousand Pesos)

		Years Ended December 31	
	Note	**2020**	2019
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax		**(P16,055,143)**	P100,965
Adjustments for:			
Depreciation and amortization	*24*	**7,845,981**	11,399,259
Interest expense and other financing charges	*25*	**11,316,448**	13,332,284
Marked-to-market and hedging losses (gains)	*25*	**423,696**	(194,541)
Retirement benefits costs (gains)	*29*	**213,694**	(40,718)
Unrealized foreign exchange gains - net		**(2,297,158)**	(2,483,750)
Interest income	*25*	**(779,467)**	(1,200,385)
Other gains - net		**(2,120,416)**	(2,525,074)
Operating income (loss) before working capital changes		**(1,452,365)**	18,388,040
Changes in noncash assets, certain current liabilities and others	*32*	**14,320,844**	3,288,944
Cash generated from operations		**12,868,479**	21,676,984
Interest paid		**(10,736,958)**	(12,569,894)
Contribution to retirement fund	*29*	**(315,000)**	(940,232)
Income taxes paid		**(11,612)**	(39,552)
Interest received		**729,506**	890,580
Net cash flows provided by operating activities		**2,534,415**	9,017,886
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions to property, plant and equipment	*10*	**(4,264,099)**	(11,319,646)
Additions to investment properties	*12*	**(176,585)**	(463,041)
Proceeds from disposal (acquisition) of investments in subsidiaries	*9*	**236,500**	(325,000)
Proceeds from disposal of long-term advances		**108,555**	1,026,527
Increase in other noncurrent assets		**(112,191)**	(420,922)
Proceeds from sale of property and equipment		**76,696**	4,326
Net cash flows used in investing activities		**(4,131,124)**	(11,497,756)

Forward

	Note	2020	2019
		Years Ended December 31	
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from availment of loans	*32*	**P137,525,186**	P380,552,863
Payments of:			
Loans	*32*	**(145,132,119)**	(369,664,229)
Lease liabilities	*28, 32*	**(2,287,037)**	(907,394)
Cash dividends	*20, 32*	**(2,506,239)**	(2,225,913)
Distributions to holders of capital securities	*20, 32*	**(1,817,205)**	(1,697,022)
Issuance of redeemable perpetual capital securities	*20*	**11,298,641**	301,517
Issuance of preferred shares	*20*	**(8)**	19,847,620
Redemption of preferred shares	*20*	**-**	(7,122,320)
Net cash flows provided by (used in) financing activities		**(2,918,781)**	19,085,122
EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		**(1,182,125)**	(920,051)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(5,697,615)**	15,685,201
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**25,903,269**	10,218,068
CASH AND CASH EQUIVALENTS AT END OF YEAR	*5*	**P20,205,654**	P25,903,269

See Notes to the Separate Financial Statements.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS

(Amounts in Thousand Pesos, Except Par Value, Number of Shares and Per Share Data, Exchange Rates and Commodity Volumes)

1. Reporting Entity

Petron Corporation (the “Company” or “Petron”) was incorporated under the laws of the Republic of the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on December 22, 1966. On September 13, 2013, the SEC approved the extension of the Company’s corporate term to December 22, 2066.

Pursuant to the Company’s Articles of Incorporation (AOI), it has a corporate life of 50 years or for such longer period as may hereafter be authorized by the laws of the Philippines. Under Section 11 of the Revised Corporation Code of the Philippines, the Company shall have a perpetual existence unless its AOI provides otherwise.

Petron is the only oil refining and the leading marketing company in the Philippines. Petron is committed to its vision to be the leading provider of total customer solutions in the energy sector and its derivative businesses.

The Company operates the modern refinery in Bataan, with a rated capacity of 180,000 barrels a day. Petron’s Integrated Management Systems (IMS) - certified refinery processes crude oil into a full range of world-class petroleum products including liquefied petroleum gas (LPG), gasoline, diesel, jet fuel, kerosene, and petrochemicals. From the refinery, Petron moves its products mainly by sea to more than 30 terminals strategically located across the country. Through this network, Petron supplies fuels to its service stations and various essential industries such as power-generation, transportation, manufacturing, agriculture, etc. Petron also supplies jet fuel at key airports to international and domestic carriers.

With over 2,000 service stations and hundreds of industrial accounts, Petron remains the leader in the Philippine fuel market. The Company retails gasoline and diesel to motorists and public transport operators. Petron also sells its LPG brands “Gasul” and “Fiesta” to households and other industrial consumers through an extensive dealership network. In line with efforts to increase its presence in the regional market, Petron exports various products to Asia-Pacific countries.

Petron sources its fuel additives from its blending facility in Subic Bay. This gives the Company the capability to formulate unique additives suitable for the driving conditions in the Philippines. The Company also has a facility in Mariveles, Bataan where the refinery’s propylene production is converted into higher-value polypropylene resin.

The Company is a public company under Section 17.2 of the Securities Regulation Code (SRC) and its shares of stock are listed for trading at the Philippine Stock Exchange (PSE). As of December 31, 2020, the Company’s public float stood at 26.73%.

The intermediate parent company of Petron is San Miguel Corporation (SMC) while its ultimate parent company is Top Frontier Investment Holdings, Inc. (TF). Both companies are incorporated in the Philippines.

The registered office address of Petron is SMC Head Office Complex, 40 San Miguel Avenue, Mandaluyong City.

2. Basis of Preparation

Statement of Compliance

The accompanying separate financial statements have been prepared in compliance with Philippine Financial Reporting Standards (PFRS). PFRS are based on International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB). PFRS consist of PFRS, Philippine Accounting Standards (PAS) and Philippine Interpretations issued by the Financial Reporting Standards Council (FRSC).

The Company also prepares and issues consolidated financial statements for the same period as the separate financial statements presented in compliance with PFRS. These may be obtained at the Company's registered office address (Note 1).

The separate financial statements were approved and authorized for issuance by the Board of Directors (BOD) on March 9, 2021.

Basis of Measurement

The separate financial statements of the Company have been prepared on the historical cost basis of accounting except for the following items which are measured on an alternative basis at each reporting date:

Items	Measurement Bases
Derivative financial instruments	Fair value
Financial assets at fair value through profit or loss (FVPL)	Fair value
Financial assets at fair value through other comprehensive income (FVOCI)	Fair value
Retirement benefits liability	Present value of the defined benefit obligation less fair value of plan assets

Functional and Presentation Currency

The separate financial statements are presented in Philippine peso, which is the Company's functional currency. All financial information presented in Philippine peso is rounded off to the nearest thousand (P000), except when otherwise indicated.

3. Significant Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in these separate financial statements, except for the changes in accounting policies as explained below.

Adoption of New and Amended Standards and Interpretations
The Company has adopted the following new and amended standards and interpretations starting January 1, 2020 and accordingly, changed its accounting policies. Except as otherwise indicated, the adoption of the new and amended standards and interpretations did not have a material effect on the Company's separate financial statements.

- Amendments to References to Conceptual Framework in PFRS sets out amendments to PFRS, their accompanying documents and PFRS practice statements to reflect the issuance of the revised Conceptual Framework for Financial Reporting in 2018 (2018 Conceptual Framework). The 2018 Conceptual Framework includes: (a) a new chapter on measurement; (b) guidance on reporting financial performance; (c) improved definitions of an asset and a liability, and guidance supporting these definitions; and (d) clarifications in important areas, such as the roles of stewardship, prudence and measurement uncertainty in financial reporting.

  Some Standards, their accompanying documents and PFRS practice statements contain references to, or quotations from, the International Accounting Standards Committee's Framework for the Preparation and Presentation of Financial Statements adopted by the IASB in 2001 or the Conceptual Framework for Financial Reporting issued in 2010. The amendments update some of those references and quotations so that they refer to the 2018 Conceptual Framework and make other amendments to clarify which version of the Conceptual Framework is referred to in particular documents.

- Definition of a Business (Amendments to PFRS 3, *Business Combinations*). The amendments narrowed and clarified the definition of a business. The amendments also permit a simplified assessment of whether an acquired set of activities and assets is a group of assets rather than a business. The amendments: (a) confirmed that a business must include inputs and a process, and clarified that the process must be substantive and the inputs and process must together significantly contribute to creating outputs; (b) narrowed the definition of a business by focusing the definition of outputs on goods and services provided to customers and other income from ordinary activities, rather than on providing dividends or other economic benefits directly to investors or lowering costs; and (c) added a test that makes it easier to conclude that a company has acquired a group of assets, rather than a business, if the value of the assets acquired is substantially all concentrated in a single asset or group of similar assets.

- Definition of Material (Amendments to PAS 1, *Presentation of Financial Statements* and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*). The amendments refine the definition of what is considered material. The amended definition of what is considered material states that such information is material if omitting, misstating or obscuring it could reasonably be expected to influence the decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity. The amendments clarify the definition of what is considered material and its application by: (a) raising the threshold at which information becomes material by replacing the term 'could influence' with 'could reasonably be expected to influence'; (b) including the concept of 'obscuring information' alongside the concept of 'omitting' and 'misstating' information in the definition; (c) clarifying that the users to which the definition refers are the primary users of general purpose financial statements referred to in the Conceptual Framework; (d) clarifying the explanatory paragraphs accompanying the definition; and (e) aligning the wording of the definition of what is considered material across PFRS and other publications. The amendments are expected to help entities make better materiality judgments without substantively changing existing requirements.

The Company has early adopted the below PFRS effective June 1, 2020 and accordingly, changed its accounting policy:

- Coronavirus Disease 2019 (COVID-19) Related Rent Concessions (Amendment to PFRS 16, *Leases*). The amendment introduces an optional practical expedient that simplifies how a lessee accounts for rent concessions that are a direct consequence of COVID-19. A lessee that applies the practical expedient is not required to assess whether eligible rent concessions are lease modifications, and accounts for them in accordance with other applicable guidance. The practical expedient apply if:

  - the revised consideration is substantially the same or less than the original consideration;

  - the reduction in lease payments relates to payments due on or before June 30, 2021; and

  - no other substantive changes have been made to the terms of the lease.

  The Company has lease agreements with rent concessions that ranges from one to two months of rental payments in 2020. The rent concessions decrease the lease liabilities by P19,631 and increase other income by P18,983 (Notes 25 and 28).

Standards Issued but Not Yet Adopted

A number of new and amended standards are effective for annual periods beginning after January 1, 2020 and have not been applied in preparing the separate financial statements. Unless otherwise stated, none of these is expected to have a significant impact on the Company's separate financial statements.

The Company will adopt the following new and amended standards on the respective effective dates:

- Interest Rate Benchmark Reform - Phase 2 (Amendments to PFRS 9, PAS 39, PFRS 7, PFRS 4, *Insurance Contracts* and PFRS 16). To ensure that financial statements best reflect the economic effects of interest rate benchmark reforms, the Phase 2 amendments were issued and focus on the accounting once a new benchmark rate is in place. The reliefs allow companies not to recognize significant modification gains or losses on financial instruments and mitigate the risk of discontinuations of existing hedging relationships because of changes required by reforms. The amendments address issues that might affect financial reporting during the reform in the following key areas:

  - *Practical expedient for particular changes to contractual cash flows*. As a practical expedient, a company will account for a change in the basis for determining the contractual cash flows that is required by the reform by updating the effective interest rate of the financial instrument. If there are other changes to the basis for determining the contractual cash flows, then a company first applies the practical expedient to the changes required by the reform and then applies other applicable requirements of PFRS 9 to other changes. A similar practical expedient applies to insurers applying PAS 39 and lessees for lease modifications required by a reform.

  - *Relief from specific hedge accounting requirements*. The amendments enable and require companies to continue hedge accounting in circumstances when changes to hedged items and hedging instruments arise as a result of changes required by the reform. A company is required to amend the formal designation of hedging relationships to reflect the changes required by the reform. Reliefs are also provided for amounts accumulated in the cash flow hedge reserve, the separately identifiable requirement, groups of items designated as hedged items and retrospective effectiveness assessment under PAS 39.

  - *Disclosure requirements*. To enable users of financial statements to understand the effect of reforms on a company's financial instruments and risk management strategy, additional disclosures are required on how transition to alternative benchmark rates are being managed, quantitative information about financial instruments indexed to rates yet to transition due to benchmark reform at the end of the reporting period, and the extent to which changes to the risk management strategy have occurred due to the risks identified in the transition.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2021. Earlier application is permitted. The amendments apply retrospectively, but restatement of comparative information is not required. Reinstatement of a discontinued hedging relationship is required if the hedging relationship was discontinued solely because of changes required by the reform, and that discontinued hedging relationship meets all qualifying criteria for hedge accounting at the date of initial application.

  The amendments are still subject to the approval by the FRSC.

- Property, Plant and Equipment - Proceeds Before Intended Use (Amendments to PAS 16, *Property, Plant and Equipment*). The amendments prohibit an entity from deducting from the cost of an item of property, plant and equipment the proceeds from selling items produced before that asset is available for use. The proceeds before intended use should be recognized in profit or loss, together with the costs of producing those items which are identified and measured in accordance with PAS 2, *Inventories*.

  The amendments also clarify that testing whether an item of property, plant and equipment is functioning properly means assessing its technical and physical performance rather than assessing its financial performance.

  For the sale of items that are not part of a company's ordinary activities, the amendments require the company to disclose separately the sales proceeds and related production cost recognized in profit or loss and specify the line items in which such proceeds and costs are included in the statement of comprehensive income. This disclosure is not required if such proceeds and cost are presented separately in the statement of comprehensive income.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022, with early application permitted. The amendments apply retrospectively, but only to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented in the financial statements in which the company first applies the amendments.

- Onerous Contracts - Cost of Fulfilling a Contract (Amendments to PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*). The amendments clarify that the costs of fulfilling a contract comprise both the incremental costs (e.g., direct labor and materials); and an allocation of other direct costs (e.g., an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022 to contracts existing at the date when the amendments are first applied. At the date of initial application, the cumulative effect of applying the amendments is recognized as an opening balance adjustment to retained earnings or other component of equity, as appropriate. The comparatives are not restated. Earlier application is permitted.

- Annual Improvements to PFRS Standards 2018-2020. This Cycle of improvements contains amendments to four standards, of which the following are applicable to the Company:

  - Fees in the '10 per cent' Test for Derecognition of Financial Liabilities (Amendment to PFRS 9*).* This amendment clarifies that for the purpose of performing the '10 per cent test' for derecognition of financial liabilities, in determining those fees paid net of fees received, a borrower includes only fees paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

  - Lease Incentives (Amendment to Illustrative Examples accompanying PFRS 16). The amendment deletes from the Illustrative Example 13 the reimbursement relating to leasehold improvements to remove the potential for confusion because the example had not explained clearly enough the conclusion as to whether the reimbursement would meet the definition of a lease incentive in PFRS 16.

The amendments are effective for annual reporting periods beginning on or after January 1, 2022. Earlier application permitted.

- Reference to the Conceptual Framework (Amendments to PFRS 3*).* The amendments:

  - updated PFRS 3 so that it now refers to the 2018 Conceptual Framework;

  - added a requirement that, for transactions and other events within the scope of PAS 37 or IFRIC 21, *Levies*, an acquirer applies PAS 37 or IFRIC 21 instead of the Conceptual Framework to identify the liabilities it has assumed in a business combination; and

  - added an explicit statement that an acquirer does not recognize contingent assets acquired in a business combination.

  The amendments are effective for business combinations occurring in reporting periods starting on or after January 1, 2022, with earlier adoption permitted.

- Classification of Liabilities as Current or Noncurrent (Amendments to PAS 1). To promote consistency in application and clarify the requirements on determining whether a liability is current or noncurrent, the amendments:

  - removed the requirement for a right to defer settlement of a liability for at least 12 months after the reporting period to be unconditional and instead requires that the right must have substance and exist at the end of the reporting period;

  - clarified that a right to defer settlement exists only if the company complies with conditions specified in the loan agreement at the end of the reporting period, even if the lender does not test compliance until a later date; and

  - clarified that settlement of a liability includes transferring a company's own equity instruments to the counterparty, but conversion options that are classified as equity do not affect classification of the liability as current or noncurrent.

  The amendments apply retrospectively for annual reporting periods beginning on or after January 1, 2023. Earlier application is permitted.

- PFRS 17, *Insurance Contracts*, replaces the interim standard, PFRS 4, *Insurance Contracts*, and establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. The new standard reflects the view that an insurance contract combines features of both a financial instrument and a service contract, and considers the fact that many insurance contracts generate cash flows with substantial variability over a long period. PFRS 17 introduces a new approach that: (a) combines current measurement of the future cash flows with the recognition of profit over the period services are provided under the contract; (b) presents insurance service results (including presentation of insurance revenue) separately from insurance finance income or expenses; and (c) requires an entity to make an accounting policy choice portfolio-by-portfolio of whether to recognize all insurance finance income or expenses for the reporting period in separate statements of comprehensive income or to recognize some of that income or expenses in other comprehensive income (OCI).

Under PFRS 17, groups of insurance contracts are measured based on fulfilment cash flows, which represent the risk-adjusted present value of the entity's rights and obligations to the policy holders, and a contractual service margin, which represents the unearned profit the entity will recognize as it provides services over the coverage period. Subsequent to initial recognition, the liability of a group of insurance contracts represents the liability for remaining coverage and the liability for incurred claims, with the fulfilment cash flows remeasured at each reporting date to reflect current estimates.

Simplifications or modifications to the general measurement model apply to groups of insurance contracts measured using the 'premium allocation approach', investment contracts with discretionary participation features, and reinsurance contracts held.

PFRS 17 brings greater comparability and transparency about the profitability of new and in-force business and gives users of financial statements more insight into an insurer's financial health. Separate presentation of underwriting and financial results will give added transparency about the sources of profits and quality of earnings.

PFRS 17 is effective for annual periods beginning on or after January 1, 2023. Full retrospective application is required, unless it is impracticable, in which case the entity chooses to apply the modified retrospective approach or the fair value approach. However, if the entity cannot obtain reasonable and supportable information necessary to apply the modified retrospective approach, then it applies the fair value approach. Early application is permitted for entities that apply PFRS 9 and PFRS 15 *Revenue from Contracts with Customers*, on or before the date of initial application of PFRS 17.

Deferral of the local implementation of Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Investments in Associates and Joint Ventures:* Sale or Contribution of Assets between an Investor and its Associate or Joint Venture.

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to PFRS 10 and PAS 28). The amendments address an inconsistency in the requirements in PFRS 10 and PAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The amendments require that a full gain or loss is recognized when a transaction involves a business (whether it is housed in a subsidiary or not). A partial gain or loss is recognized when a transaction involves assets that do not constitute a business, even if these assets are housed in a subsidiary.

  Originally, the amendments apply prospectively for annual periods beginning on or after January 1, 2016, with early adoption permitted. However, on January 13, 2016, the FRSC decided to postpone the effective date until the IASB has completed its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

Current versus Noncurrent Classification

The Company presents assets and liabilities in the separate statements of financial position based on current and noncurrent classification. An asset is current when it is: (a) expected to be realized or intended to be sold or consumed in the normal operating cycle; (b) held primarily for the purpose of trading; (c) expected to be realized within 12 months after the reporting period; or (d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

A liability is current when: (a) it is expected to be settled in the normal operating cycle; (b) it is held primarily for trading; (c) it is due to be settled within 12 months after the reporting period; or (d) there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

The Company classifies all other assets and liabilities as noncurrent. Deferred tax assets and liabilities are classified as noncurrent.

Financial Instruments

Recognition and Initial Measurement. A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

The Company recognizes a financial asset or a financial liability in the separate statements of financial position when it becomes a party to the contractual provisions of the instrument.

A financial asset (unless a trade receivable without a significant financing component) or financial liability is initially measured at the fair value of the consideration given or received. The initial measurement of financial instruments, except for those designated as at FVPL, includes transaction costs. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial Assets

The Company classifies its financial assets, at initial recognition, as subsequently measured at amortized cost, FVOCI and FVPL. The classification depends on the contractual cash flow characteristics of the financial assets and the business model of the Company for managing the financial assets.

Subsequent to initial recognition, financial assets are not reclassified unless the Company changes the business model for managing financial assets. All affected financial assets are reclassified on the first day of the reporting period following the change in the business model.

The business model refers to how the Company manages the financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. The Company considers the following information in assessing the objective of the business model in which a financial asset is held at a portfolio level, which reflects the way the business is managed and information is provided to management:

- the stated policies and objectives for the portfolio and the operation of those policies in practice;

- how the performance of the portfolio is evaluated and reported to the Company's management;

- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;

- how employees of the business are compensated; and

- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

The Company considers the contractual terms of the instrument in assessing whether the contractual cash flows are solely payments of principal and interest. For purposes of this assessment, “Principal” is defined as the fair value of the financial asset on initial recognition. “Interest” is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin. The assessment includes whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. The Company considers the following in making the assessment:

- contingent events that would change the amount or timing of cash flows;

- terms that may adjust the contractual coupon rate, including variable rate features;

- prepayment and extension features; and

- terms that limit the Company’s claim to cash flows from specified assets.

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

For purposes of subsequent measurement, financial assets are classified in the following categories: financial assets at amortized cost, financial assets at FVOCI (with or without recycling of cumulative gains and losses) and financial assets at FVPL.

Financial Assets at Amortized Cost. A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVPL:

- it is held within a business model with the objective of holding financial assets to collect contractual cash flows; and

- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognized in the separate statements of comprehensive income when the financial asset is derecognized, modified or impaired.

The Company's cash and cash equivalents, trade and other receivables and advances to a subsidiary are included under this category.

Cash includes cash on hand and in banks which are stated at amortized cost. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value.

Financial Assets at FVOCI. Investment in debt instruments is measured at FVOCI if it meets both of the following conditions and is not designated as at FVPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and

- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

At initial recognition of an investment in equity instrument that is not held for trading, the Company may irrevocably elect to present subsequent changes in the fair value in other comprehensive income. This election is made on an instrument-by-instrument basis.

Financial assets at FVOCI are subsequently measured at fair value. Changes in fair value are recognized in OCI.

Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment on investment in debt instruments are recognized in the separate statements of comprehensive income. When investment in debt instruments at FVOCI is derecognized, the related accumulated gains or losses previously reported in the separate statements of changes in equity are transferred to and recognized in the separate statements of comprehensive income.

Dividends earned on holding an investment in equity instrument are recognized as dividend income in the separate statements of comprehensive income when the right to receive the payment has been established, unless the dividend clearly represents a recovery of the part of the cost of the investment. When investment in equity instruments at FVOCI is derecognized, the related accumulated gains or losses previously reported in the separate statements of changes in equity are never reclassified to the separate statements of comprehensive income.

The Company's investments in equity and debt instruments at FVOCI are classified under this category.

Financial Assets at FVPL. All financial assets not classified as measured at amortized cost or FVOCI are measured at FVPL. This includes derivative financial assets that are not designated as cash flow hedge. Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVPL.

At initial recognition, the Company may irrevocably designate a financial asset as at FVPL if the designation eliminates or significantly reduces an accounting mismatch that would otherwise arise from measuring assets or liabilities or recognizing the gains and losses on different bases.

The Company carries financial assets at FVPL using their fair values. Attributable transaction costs are recognized in the separate statements of comprehensive income as incurred. Changes in fair value and realized gains or losses are recognized in the separate statements of comprehensive income. Fair value changes from derivatives accounted for as part of an effective cash flow hedge are recognized in OCI. Any interest earned from investment in debt instrument designated as at FVPL is recognized in the separate statements of comprehensive income. Any dividend income from investment in equity instrument is recognized in the separate statements of comprehensive income when the right to receive payment has been established, unless the dividend clearly represents a recovery of the part of the cost of the investment.

The Company's derivative assets not designated as cash flow hedge and investments in equity instruments at FVPL are classified under this category.

<u>Financial Liabilities</u>
The Company determines the classification of its financial liabilities, at initial recognition, in the following categories: financial liabilities at FVPL and other financial liabilities. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs.

Financial Liabilities at FVPL. Financial liabilities are classified under this category through the fair value option. Derivative instruments (including embedded derivatives) with negative fair values, except those covered by hedge accounting relationships, are also classified under this category.

The Company carries financial liabilities at FVPL using their fair values and reports fair value changes in the separate statements of comprehensive income. Any interest expense incurred is recognized as part of "Interest expense and other financing charges" account in the separate statements of comprehensive income.

The Company's derivative liabilities that are not designated as cash flow hedge are classified under this category.

Other Financial Liabilities. This category pertains to financial liabilities that are not designated or classified as at FVPL. After initial measurement, other financial liabilities are carried at amortized cost using the effective interest method. Fair value changes from derivatives accounted for as part of an effective accounting hedge are recognized in OCI and presented in the separate statements of changes in equity. Amortized cost of other financial liabilities is calculated by taking into account any premium or discount and any directly attributable transaction costs that are considered an integral part of the effective interest rate of the liability. The effective interest rate amortization is included in "Interest expense and other financing charges" account in the separate statements of comprehensive income. Gains and losses are recognized in the separate statements of comprehensive income when the liabilities are derecognized as well as through the amortization process.

Debt issue costs are considered as an adjustment to the effective yield of the related debt and are deferred and amortized using the effective interest method. When a loan is paid, the related unamortized debt issue costs at the date of repayment are recognized in the separate statements of comprehensive income.

The Company's liabilities arising from its trade or borrowings such as loans payable, accounts payable and accrued expenses, long-term debt, lease liabilities and other noncurrent liabilities are included under this category.

Derecognition of Financial Assets and Financial Liabilities

Financial Assets. A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- the rights to receive cash flows from the asset have expired; or
- the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; and either: (a) has transferred substantially all the risks and rewards of the asset; or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes the associated liability. The transferred asset and the associated liability are measured on the basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company is required to repay.

Financial Liabilities. A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in separate statements of comprehensive income.

Impairment of Financial Assets

The Company recognizes allowance for expected credit loss (ECL) on financial assets at amortized cost and investments in debt instruments at FVOCI.

ECLs are probability-weighted estimates of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the Company in accordance with the contract and the cash flows that the Company expects to receive), discounted at the effective interest rate of the financial asset, and reflects reasonable and supportable information that is available without undue cost or effort about past events, current conditions and forecasts of future economic conditions.

The Company recognizes an allowance for impairment based on either 12-month or lifetime ECLs, depending on whether there has been a significant increase in credit risk since initial recognition.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company recognizes lifetime ECLs for receivables that do not contain significant financing component. The Company uses provision matrix that is based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to the borrowers and the economic environment.

At each reporting date, the Company assesses whether financial assets carried at amortized cost and investments in debt instruments at FVOCI are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired include observable data about the following events:

(a) significant financial difficulty of the issuer or the borrower;

(b) a breach of contract, such as a default or past due event;

(c) the restructuring of a financial asset by the Company on terms that the Company would not consider otherwise;

(d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganization; or

(e) the disappearance of an active market for that financial asset because of financial difficulties.

The Company considers a financial asset to be in default when a counterparty fails to pay its contractual obligations, or there is a breach of other contractual terms, such as covenants.

The Company directly reduces the gross carrying amount of a financial asset when there is no reasonable expectation of recovering the contractual cash flows on a financial asset, either partially or in full. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

The ECLs on financial assets at amortized cost are recognized as allowance for impairment losses against the gross carrying amount of the financial asset, with the resulting impairment losses (or reversals) recognized in the separate statements of comprehensive income. The ECLs on investments in debt instruments at FVOCI are recognized as accumulated impairment losses in OCI, with the resulting impairment losses (or reversals) recognized in the separate statements of comprehensive income.

<u>Classification of Financial Instruments between Liability and Equity</u>
Financial instruments are classified as liability or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument or a component that is a financial liability, are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity, net of any related income tax benefits.

A financial instrument is classified as liability if it provides for a contractual obligation to:

- deliver cash or another financial asset to another entity;

- exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Company; or

- satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Company does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount after deducting from the instrument as a whole or in part, the amount separately determined as the fair value of the liability component on the date of issue.

Offsetting Financial Instruments
Financial assets and financial liabilities are offset and the net amount is reported in the separate statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

Derivative Financial Instruments and Hedge Accounting
The Company uses derivative financial instruments, such as forwards, swaps and options to manage its exposure on foreign currency and commodity price risks. Derivative financial instruments are initially recognized at fair value on the date the derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Changes in fair value of derivatives that are not designated as hedging instruments are recognized in separate statements of comprehensive income.

Freestanding Derivatives. The Company designates certain derivatives as hedging instruments to hedge the exposure to variability in cash flows associated with recognized liabilities arising from changes in foreign exchange rates and interest rates.

At the inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which the Company wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The Company also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedging instrument are expected to offset the changes in cash flows of the hedged item.

Cash Flow Hedge. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in OCI and presented in the “Other reserves” account in the separate statements of changes in equity. The effective portion of changes in the fair value of the derivative that is recognized in OCI is limited to the cumulative change in fair value of the hedged item. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the separate statements of comprehensive income.

The Company designates only the intrinsic value of options and the change in fair value of the spot element of forward contracts as the hedging instrument in cash flow hedging relationships. The change in fair value of the time value of options, the forward element of forward contracts and the foreign currency basis spread of financial instruments are separately accounted for as cost of hedging and recognized in OCI. The cost of hedging is removed from OCI and recognized in separate statements of comprehensive income, either over the period of the hedge if the hedge is time related, or when the hedged transaction affects separate statements of comprehensive income if the hedge is transaction related.

When the hedged transaction subsequently results in the recognition of a non-financial item, the amount accumulated in equity is transferred and included in the initial cost of the hedged asset or liability. For all other hedged transactions, the amount accumulated in equity is reclassified to separate statements of comprehensive income as a reclassification adjustment in the same period or periods during which the hedged cash flows affect separate statements of comprehensive income.

If the hedge no longer meets the criteria for hedge accounting or the hedging instrument expires, is sold, is terminated or is exercised, hedge accounting is discontinued prospectively. The amount that has been accumulated in equity is: (a) retained until it is included in the cost of non-financial item on initial recognition, for a hedge of a transaction resulting in the recognition of a non-financial item; or (b) reclassified to separate statements of comprehensive income as a reclassification adjustment in the same period or periods as the hedged cash flows affect separate statements of comprehensive income, for other cash flow hedges. If the hedged future cash flows are no longer expected to occur, the amounts that have been accumulated in equity are immediately reclassified to separate statements of comprehensive income.

The Company has outstanding derivatives accounted for as cash flow hedge as at December 31, 2020 and 2019 (Note 34).

Embedded Derivatives. The Company assesses whether embedded derivatives are required to be separated from the host contracts when the Company becomes a party to the contract.

An embedded derivative is separated from the host contract and accounted for as a derivative if all of the following conditions are met:

(a) the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host contract;

(b) a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and

(c) the hybrid or combined instrument is not recognized at FVPL.

However, an embedded derivative is not separated if the host contract is a financial asset.

Reassessment only occurs if there is a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required.

Embedded derivatives that are bifurcated from the host contracts are accounted for either as financial assets or financial liabilities at FVPL.

The Company has embedded derivatives as at December 31, 2020 and 2019 (Note 34).

Inventories

Inventories are carried at the lower of cost and net realizable value (NRV). For petroleum products and crude oil, the NRV is the estimated selling price in the ordinary course of business, less the estimated costs to complete and/or market and distribute.

For financial reporting purposes, the Company uses the first-in, first-out method in costing petroleum products and crude oil. Cost is determined using the moving-average method in costing lubes and greases, blending components, polypropylene, materials and supplies inventories. For income tax reporting purposes, cost of all inventories is determined using the moving-average method.

For financial reporting purposes, duties and taxes related to the acquisition of inventories are capitalized as part of inventory cost. For income tax reporting purposes, such duties and taxes are treated as deductible expenses in the year these charges are incurred.

Investments in Shares of Stock of Subsidiaries and Associate

The Company's investments in shares of stock of subsidiaries and associate are accounted for under the cost method as provided for under PAS 27, *Consolidated and Separate Financial Statements*. A subsidiary is an entity controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. An associate is an entity in which the Company has significant influence. Significant influence is the power to participate in the financial and operating policies of the investee, but not control over those policies.

The investments are carried in the Company's separate statements of financial position at cost less any impairment in value. The Company recognizes dividends from subsidiaries and associate in separate statements of comprehensive income when its right to receive the dividend is established.

The Company's subsidiaries include the following:

Name of Subsidiary	Percentage of Ownership 2020	2019	Country of Incorporation
Overseas Ventures Insurance Corporation Ltd. (Ovincor)	**100.00**	100.00	Bermuda
Petrogen Insurance Corporation (Petrogen)	**100.00**	100.00	Philippines
Petron Freeport Corporation (PFC)	**100.00**	100.00	Philippines
Petron Singapore Trading Pte., Ltd. (PSTPL)	**100.00**	100.00	Singapore
Petron Marketing Corporation (PMC)	**100.00**	100.00	Philippines
New Ventures Realty Corporation (NVRC) and Subsidiaries	**85.55**	85.55	Philippines
Petrofuel Logistics, Inc. (PLI), formerly Limay Energen Corporation (LEC)	**-**	100.00	Philippines
Petron Global Limited (PGL)	**100.00**	100.00	British Virgin Islands
Petron Finance (Labuan) Limited (PFL)	**100.00**	100.00	Malaysia
Petron Oil and Gas Mauritius Ltd. (POGM) and Subsidiaries	**100.00**	100.00	Mauritius
Petrochemical Asia (HK) Limited (PAHL) and Subsidiaries	**100.00**	100.00	Hong Kong

Petrogen and Ovincor are both engaged in the business of non-life insurance and re-insurance.

The primary purpose of PFC and PMC is to, among others, sell on wholesale or retail and operate service stations, retail outlets, restaurants, convenience stores and the like.

PSTPL's principal activities include those relating to the procurement of crude oil, ethanol, catalysts, additives, coal and various petroleum finished products; crude vessel chartering and commodity risk management.

NVRC's primary purpose is to acquire real estate and derive income from its sale or lease. As of December 31, 2020 and 2019, NVRC owns 100% of Las Lucas Construction and Development Corporation (LLCDC), Parkville Estates & Development Corporation (PEDC), South Luzon Prime Holdings, Inc. (SLPHI), Abreco Realty Corporation (ARC) and 60% of Mariveles Landco Corporation (MLC).

On July 8, 2019, the BOD and stockholders of LEC approved the amendment of its Amended AOI to reflect the change in LEC's name to Petrofuel Logistics, Inc., change in the LEC's primary purpose and the increase in capital stock. On September 27, 2019, the application for the amendment in AOI was approved by the SEC. The amended primary purpose of the LEC is to engage in the business of providing logistics and freight forwarding services related to transportation and storage of various goods and products, including owning and operating real or personal properties in relation to the business.

On August 28, 2020, the Company signed the Share Purchase Agreement with San Miguel Integrated Logistics Services, Inc. (SMILSI) for the sale by the Company of its 100% ownership in PLI's equity which is equivalent to the entire 2,010,000 outstanding shares of PLI. The closing of the transaction occurred on September 1, 2020 (Notes 9 and 25).

PGL is a holding company incorporated in the British Virgin Islands.

POGM is a holding company incorporated under the laws of Mauritius. POGM owns an offshore subsidiary Petron Oil and Gas International Sdn. Bhd. (POGI).

As of December 31, 2020 and 2019, POGI owns 73.4% of Petron Malaysia Refining & Marketing Bhd (PMRMB) and 100% of both Petron Fuel International Sdn Bhd (PFISB) and Petron Oil (M) Sdn Bhd (POMSB), collectively hereinafter referred to as "Petron Malaysia".

Petron Malaysia is involved in the refining and marketing of petroleum products in Malaysia.

PFL is a holding company incorporated under the laws of Labuan, Malaysia.

PAHL is a holding company incorporated in Hong Kong in March 2008. As of December 31, 2020 and 2019, PAHL owns 100% of Robinsons International Holdings Limited (RIHL) which owns 100% of Philippine Polypropylene, Inc. (PPI) and 40% of MLC.

Interest in a Joint Venture

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Company's 33.33% joint venture interest in Pandacan Depot Services, Inc. (PDSI), included under "Investments and advances" account in the separate statements of financial position, is accounted for under the cost method of accounting. The interest in joint venture is carried in the separate statements of financial position at cost less any impairment in value. The Company has no capital commitments or contingent liabilities in relation to its interest in this joint venture.

Property, Plant and Equipment

Property, plant and equipment, except land, are stated at cost less accumulated depreciation and amortization and any accumulated impairment in value. Such cost includes the cost of replacing part of the property, plant and equipment at the time that cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing. Land is stated at cost less any impairment value, if any.

The initial cost of property, plant and equipment comprises its construction cost or purchase price, including import duties, taxes and any directly attributable costs in bringing the asset to its working condition and location for its intended use. Expenditures incurred after the asset has been put into operation, such as repairs, maintenance and overhaul costs, are normally recognized as an expense in the period the costs are incurred. Major repairs are capitalized as part of property, plant and equipment only when it is probable that future economic benefits associated with the items will flow to the Company and the cost of the items can be measured reliably.

Construction in progress (CIP) represents structures under construction and is stated at cost. This includes the costs of construction and other direct costs. Borrowing costs that are directly attributable to the construction of plant and equipment are capitalized during the construction period. CIP is not depreciated until such time that the relevant assets are ready for use.

For financial reporting purposes, depreciation and amortization for property, plant and equipment, other than those assets used in production, which commences when the assets are available for its intended use, are computed using the straight-line method. Effective January 1, 2020, depreciation of refinery and plant equipment used in production is computed based on the unit of production method (UPM) which considers the expected capacity over the estimated useful lives of these assets. The estimated useful lives of the assets are as follows:

	Number of Years
Buildings and improvements and related facilities	7 - 29
Refinery and plant equipment	4 - 34
Service stations and other equipment	3 - 10
Computers, office and motor equipment	2 - 10
Land leasehold improvements	10-12 or the term of the lease, whichever is shorter

For financial reporting purposes, duties and taxes related to the acquisition of property, plant and equipment are capitalized. For income tax reporting purposes, such duties and taxes are treated as deductible expenses in the year these charges are incurred.

For income tax reporting purposes, depreciation and amortization are computed using the double-declining balance method.

The remaining useful lives, residual values and depreciation and amortization method are reviewed and adjusted periodically, if appropriate, to ensure that such periods and methods of depreciation and amortization are consistent with the expected pattern of economic benefits from the items of property, plant and equipment.

The carrying amounts of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amounts may not be recoverable.
Fully depreciated assets are retained in the accounts until they are no longer in use.

An item of property, plant and equipment is derecognized either when it has been disposed of or when it is permanently withdrawn from use and no future economic benefits are expected from its use or disposal. Any gain or loss arising from the retirement and disposal of an item of property, plant and equipment (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in separate statements of comprehensive income in the period of retirement and disposal.

<u>Leases</u>
At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset for a period of time, the Company assesses whether, throughout the period of use:

- the Company has the right to obtain substantially all the economic benefits from use of the identified asset; and

- the Company has the right to direct the use of the identified asset.

Company as a Lessee
The Company recognizes a right-of-use asset and a lease liability at the lease commencement date (i.e., the date the underlying asset is available for use). The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise of the following:

- fixed payments, including in-substance fixed payments, less any lease incentives receivable;

- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

- amounts expected to be payable under a residual value guarantee; and

- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest method. The carrying amount of the lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, or a change in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recognized in the separate statements of comprehensive income if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases (i.e., lease that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) and leases of low-value assets, including pallets and computer equipment. The Company recognizes the lease payments associated with these leases as expense on a straight-line basis over the lease term.

The Company has applied COVID-19-Related Rent Concessions. The Company applies the practical expedient allowing it not to assess whether eligible rent concessions that are a direct consequence of the COVID-19 pandemic are lease modifications. The Company applies the practical expedient consistently to contracts with similar characteristics and in similar circumstances. For rent concessions in leases to which the Company chooses not to apply the practical expedient, or that do not qualify for the practical expedient, the Company assesses whether there is a lease modification.

Company as a Lessor
The Company determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, the lease is classified as a finance lease; if not, it is classified as an operating lease. As part of the assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Company is an intermediate lessor, it accounts for the head lease and the sublease separately. It assesses the lease classification of a sublease with reference to the right-of-use asset arising from the head lease. If a head lease is a short-term lease to which the Company applies the recognition exemption, it classifies the sublease as an operating lease.

If an arrangement contains lease and non-lease components, the Company applies PFRS 15 to allocate the consideration in the contract.

The Company identified the use of loaned equipment related to the sale of goods to be accounted under PFRS 16. The Company provides equipment such as pumps, tanks, signage and other ancillary equipment necessary for the operation of the business. These are loaned to the customers for the duration of the contract for the sole purpose of storing, handling and selling products and shall, at all times, remain the property of the Company. The Company allocates portion of the revenue to the use of loaned equipment and presented as part of "Net sales” in the separate statements of comprehensive income based on adjusted market assessment approach. Lease revenue from the use of loaned equipment is contingent to, and recognized at the same time as, the sale of goods.

The Company recognizes lease payments received under operating leases as rent income on a straight-line basis over the lease term.

<u>Investment Property</u>
Investment property consists of property held to earn rentals and/or for capital appreciation but not for sale in the ordinary course of business, used in the production or supply of goods or services or for administrative purposes. Investment property, except for land, is measured at cost including transaction costs less accumulated depreciation and amortization and any accumulated impairment in value. Cost also includes any related asset retirement obligation (ARO), if any. The carrying amount includes the cost of replacing part of an existing investment property at the time the cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing of an investment property. Land is stated at cost less any impairment in value.

Depreciation and amortization, which commence when the assets are available for their intended use, are computed using the straight-line method over the following estimated useful lives of the assets:

	Number of Years
Buildings and improvements	7 - 25
Land leasehold improvements	10 or the term of the lease, whichever is shorter

The useful lives and depreciation and amortization method are reviewed and adjusted, if appropriate, at each reporting date.

Investment property is derecognized either when it has been disposed of or when it is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement and disposal of investment property are recognized in separate statements of comprehensive income in the period of retirement and disposal.

Transfers are made to investment property when, and only when, there is an actual change in use, evidenced by ending of owner-occupation or commencement of an operating lease to another party. Transfers are made from investment property when, and only when, there is an actual change in use, evidenced by commencement of the owner-occupation or commencement of development with a view to sell.

For a transfer from investment property to owner-occupied property or inventories, the cost of property for subsequent accounting is its carrying amount at the date of change in use. If the property occupied by the Company as an owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of an intangible asset acquired in a business combination is its fair value at the date of acquisition. Subsequently, intangible assets are measured at cost less accumulated amortization and any accumulated impairment losses. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditures are recognized in separate statements of comprehensive income in the year in which the related expenditures are incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite.

Intangible assets with finite lives are amortized over the useful life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and the amortization method used for an intangible asset with a finite useful life are reviewed at least at each reporting date. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimate. The amortization expense on intangible assets with finite lives is recognized in separate statements of comprehensive income consistent with the function of the intangible asset.

Amortization is computed using the straight-line method over 5 to 16 years.

Gains or losses arising from the disposal of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in separate statements of comprehensive income when the asset is derecognized.

As of December 31, 2020 and 2019, the Company has existing and pending trademark registration for its products for a term of 10 to 20 years. It also has copyrights for its 7-kg LPG container, Gasulito with stylized letter "P" and two flames, Powerburn 2T, Petron New Logo (22 styles), Philippine Card Designs and Malaysian Card Designs, and Petron font. Copyrights endure during the lifetime of the creator and for another 50 years after creator's death.

The amount of intangible assets is included as part of "Other noncurrent assets - net" in the separate statements of financial position.

Expenses incurred for research and development of internal projects and internally developed patents and copyrights are expensed as incurred and are part of "Selling and administrative expenses" account in the separate statements of comprehensive income.

Asset Held for Sale

The Company classifies assets as held for sale, if their carrying amounts will be recovered primarily through sale rather than through continuing use. The assets are generally measured at the lower of their carrying amount and fair value less costs to sell. Impairment losses on initial classification as held for sale and subsequent gains and losses on remeasurement are recognized in the separate statements of comprehensive income. Gains are not recognized in excess of any cumulative impairment losses.

The criteria for held for sale is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes will be made or that the decision on sale will be withdrawn. Management must be committed to the sale within one year from date of classification.

Equity accounting of equity-accounted investees ceases once classified as held for sale.

Asset held for sale is presented under "Other current assets" account in the separate statements of financial position.

Impairment of Nonfinancial Assets

The carrying amounts of property, plant and equipment, right-of-use assets, investment property, intangible assets with finite useful lives, investments in shares of stock of subsidiaries and associate and interest in a joint venture are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. If any such indication exists, and if the carrying amount exceeds the estimated recoverable amount, the assets or cash-generating units are written down to their recoverable amounts. The recoverable amount of the asset is the greater of fair value less costs to sell and value in use. The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less costs of disposal. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. Impairment losses are recognized in separate statements of comprehensive income in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in separate statements of comprehensive income. After such a reversal, the depreciation and amortization charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life. An impairment loss with respect to goodwill is not reversed.

Cylinder Deposits

The Company purchases LPG cylinders which are loaned to dealers upon payment by the latter of an amount equivalent to about 90% of the acquisition cost of the cylinders.

The Company maintains the balance of cylinder deposits at an amount equivalent to three days worth of inventory of its biggest dealers, but in no case lower than P200,000 at any given time, to take care of possible returns by dealers.

At the end of each reporting date, cylinder deposits, shown under "Other noncurrent liabilities" account in the separate statements of financial position, are reduced for estimated non-returns. The reduction is recognized directly in the separate statements of comprehensive income.

Fair Value Measurements

The Company measures financial and non-financial assets and liabilities at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either: (a) in the principal market for the asset or liability; or (b) in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or most advantageous market must be accessible to the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the separate financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3: inputs for the asset or liability that are not based on observable market data.

For assets and liabilities that are recognized in the separate financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing the categorization at the end of each reporting period.

For purposes of the fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy.

Provisions

Provisions are recognized when: (a) the Company has a present obligation (legal or constructive) as a result of past event; (b) it is probable (i.e., more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate of the amount of the obligation can be made. Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement is recognized as a separate asset only when it is virtually certain that reimbursement will be received. The amount recognized for the reimbursement shall not exceed the amount of the provision. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

The Company recognizes provisions arising from legal and/or constructive obligations associated with the cost of dismantling and removing an item of property, plant and equipment and restoring the site where it is located, the obligation for which the Company incurs either when the asset is acquired or as a consequence of using the asset during a particular year for purposes other than to produce inventories during the year.

Capital Stock

Common Shares. Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares and share options are recognized as a deduction from equity, net of any tax effects.

Preferred Shares. Preferred shares are classified as equity if they are non-redeemable, or redeemable only at the Company's option, and any dividends thereon are discretionary. Dividends thereon are recognized as distributions within equity upon approval by the BOD of the Company.

Preferred shares are classified as a liability if they are redeemable on a specific date or at the option of the shareholders, or if dividend payments are not discretionary. Dividends thereon are recognized as interest expense in separate statements of comprehensive income as accrued.

Additional Paid-in Capital
When the shares are sold at premium, the difference between the proceeds and the par value is credited to the "Additional paid-in capital" account. When shares are issued for a consideration other than cash, the proceeds are measured by the fair value of the consideration received. In case the shares are issued to extinguish or settle the liability of the Company, the shares are measured either at the fair value of the shares issued or fair value of the liability settled, whichever is more reliably determinable.

Capital Securities
Undated Subordinated Capital Securities (USCS) are classified as equity instruments in the separate financial statements since there is no contractual obligation to deliver cash or other financial assets to another person or entity or to exchange financial assets or liabilities with another person or entity that is potentially unfavorable to the issuer (Note 20).

Senior Perpetual Capital Securities (SPCS) and *Redeemable Perpetual Securities (RPS)* are classified as equity instruments in the separate financial statements since these securities are perpetual securities in respect of which there is no fixed redemption date and the redemption is at the option of the Company. Also, the Company has the sole and absolute discretion to defer payment of any or all of the distribution (Note 20).

Incremental costs directly attributable to the issuance of capital securities are recognized as a deduction from equity, net of tax. The proceeds received net of any directly attributable transaction costs are credited to capital securities.

Retained Earnings
Retained earnings represent the accumulated net income or losses, net of any dividend distributions and other capital adjustments. Appropriated retained earnings represent that portion which is restricted and therefore not available for any dividend declaration.

Treasury Stock
Own equity instruments which are reacquired are carried at cost and deducted from equity. No gain or loss is recognized on the purchase, sale, reissuance or cancellation of the Company's own equity instruments. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital to the extent of the specific or average additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Revenue
The Company recognizes revenue from contracts with customers when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services, excluding amounts collected on behalf of third parties.

The transfer of control can occur over time or at a point in time. Revenue is recognized at a point in time unless one of the following criteria is met, in which case it is recognized over time: (a) the customer simultaneously receives and consumes the benefits as the Company performs its obligations; (b) the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

The Company assesses its revenue arrangements to determine if it is acting as a principal or as an agent. The Company has assessed that it acts as a principal as it controls the goods or services before transferring to the customer.

The following specific recognition criteria must also be met before revenue is recognized:

Sale of Goods. Revenue is recognized at the point in time when control of petroleum and related products is transferred to the customer, which is normally upon delivery of the goods. The Company provides trade discounts and volume rebates to certain customers based on the level of their purchases which may be applied against the amount of their existing or future payables to the Company. Trade discounts and volume rebates do not result to significant variable consideration and are generally determined based on concluded sales transactions as at the end of each month. The general payment terms with customers are combination of prepayments and credit terms on an average of 45 days from invoice date.
The Company identified several performance obligations related to the sale of goods and accounted for them separately:

- *Provisions of Technical Support.* The Company provides technical information, assistance and advice relating to the uses, handling and disposition of the products, loaned equipment and the machinery and equipment necessary or appropriate for the customers' needs. Revenue is recognized over time upon rendering of services to the customer. The Company allocates portion of the revenue to the technical support based on expected cost plus a margin approach.

- *Consumer Loyalty Program.* The Company has Consumer Loyalty Programs which allows customers to accumulate points when they purchase products at participating service stations. These points can be redeemed for Company's products, rewards, discounts and other privileges from partner merchants. Revenue is allocated between the goods sold and the points issued that are expected to be redeemed. This allocation is based on the relative stand-alone selling price of the points. A deferred liability account is set up for these points. The liability will be reversed when the Company has fulfilled its obligations to supply the discounted products under the terms of the program or when it is no longer probable that the points under the program will be redeemed. The deferred liability is based on the best estimate of future redemption profile. All the estimates are reviewed on an annual basis or more frequently, where there is indication of a material change.

Other sources of revenue are as follows:

Interest Income. Interest income is recognized using the effective interest method. In calculating interest income, the effective interest rate is applied to the gross carrying amount of the asset.

Dividend Income. Dividend Income is recognized when the Company's right to receive the payment is established.

Rent Income. Rent income from operating leases (net of any incentives given to the lessees), other than from the use of loaned equipment, is recognized on a straight-line basis over the lease terms. Lease incentives granted are recognized as an integral part of the total rent income over the term of the lease.

Gain or Loss on Sale of Investments in Share of Stock. Gain or loss is recognized when the Company disposes of its investment in shares of stock of a subsidiary, associate and joint venture and financial assets at FVPL. Gain or loss is computed as the difference between the proceeds of the disposed investment and its carrying amount, including the carrying amount of goodwill, any.

Other Income. Other income is recognized when there is incidental economic benefit, other than the usual business operations, that will flow to the Company and that can be measured reliably.

Cost and Expense Recognition

Costs and expenses are decreases in economic benefits during the reporting period in the form of outflows or decrease of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Expenses are recognized when incurred.

Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Capitalization of borrowing costs commences when the activities to prepare the asset are in progress and expenditures and borrowing costs are being incurred. Borrowing costs are capitalized until the assets are substantially ready for their intended use.

Investment income earned on the temporary investment of specific borrowings pending expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Research and Development Costs

Research costs are expensed as incurred. Development costs incurred on an individual project are carried forward when their future recoverability can be reasonably regarded as assured. Any expenditure carried forward is amortized in line with the expected future sales from the related project.

The carrying amount of development costs is reviewed for impairment annually when the related asset is not yet in use. Otherwise, this is reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable.

Employee Benefits

Short-term Employee Benefits. Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Retirement Benefits Costs and Other Employee Benefit Costs. The Company has a tax qualified and funded defined benefit pension plan covering all permanent, regular, full-time employees administered by trustee banks. Some of its subsidiaries have separate unfunded, noncontributory, retirement plans.

The net defined benefit retirement liability or asset is the aggregate of the present value of the amount of future benefit that employees have earned in return for their service in the current and prior periods, reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of economic benefits available in the form of reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit retirement plan is actuarially determined using the projected unit credit method. Projected unit credit method reflects services rendered by employees to the date of valuation and incorporates assumptions concerning projected salaries of employees. Actuarial gains and losses are recognized in full in the period in which they occur in OCI. Such actuarial gains and losses are also immediately recognized in equity and are not reclassified to profit or loss in subsequent period.

Defined benefit costs comprise the following:

- Service costs;
- Net interest on the defined benefit retirement liability or asset; and
- Remeasurements of defined benefit retirement liability or asset; and
- Settlement gain or loss, if any

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in the separate statements of comprehensive income. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuary.

Net interest on the net defined benefit retirement liability or asset is the change during the period as a result of contributions and benefit payments, which is determined by applying the discount rate based on the government bonds to the net defined benefit retirement liability or asset. Net interest on the net defined benefit retirement liability or asset is recognized as expense or income in the separate statements of comprehensive income.

Remeasurements of net defined benefit retirement liability or asset comprising actuarial gains and losses, return on plan assets, and any change in the effect of the asset ceiling (excluding net interest) are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to separate statements of comprehensive income in subsequent periods.

Settlement gain or loss pertains to the difference between the present value of the defined benefit obligation being settled, as determined on the date of settlement and the settlement price, including any plan assets transferred and any payments made directly by the entity in connection with the settlement. Any gain or loss on settlement is recognized as income or expense in the separate statements of comprehensive income.

The Company also provides other benefits to its employees as follows:

Corporate Performance Incentive Program. The Company has a corporate performance incentive program that aims to provide financial incentives for the employees, contingent on the achievement of the Company's annual business goals and objectives. The Company recognizes achievement of its business goals through key performance indicators (KPIs) which are used to evaluate performance of the organization. The Company recognizes the related expense when the KPIs are met, that is when the Company is contractually obliged to pay the benefits.

Savings Plan. The Company established a Savings Plan wherein eligible employees may apply for membership and have the option to contribute 5% to 15% of their monthly base pay. The Company, in turn, contributes an amount equivalent to 50% of the employee-member's contribution. However, the Company's 50% share applies only to a maximum of 10% of the employee-member's contribution. The Savings Plan aims to supplement benefits upon employees' retirement and to encourage employee-members to save a portion of their earnings. The Company accounts for this benefit as a defined contribution pension plan and recognizes a liability and an expense for this plan as the expenses for its contribution fall due. The Company has no legal or constructive obligations to pay further contributions after payments of the equivalent employer-share. The accumulated savings of the employees plus the Company's share, including earnings, will be paid in the event of the employee's: (a) retirement, (b) resignation after completing at least five years of continuous services, (c) death, or (d) involuntary separation not for cause.

Land/Home Ownership Plan. The Company established the Land/Home Ownership Plan, an integral part of the Savings Plan, to extend a one-time financial assistance to Savings Plan members in securing housing loans for residential purposes.

Foreign Currency

Foreign Currency Translations. Transactions in foreign currencies are initially recorded in the Company's functional currency at exchange rates at the dates of the transactions.

Monetary assets and monetary liabilities denominated in foreign currencies are translated to the functional currency at exchange rate at the reporting date.

Nonmonetary assets and nonmonetary liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate when the fair value was determined. Nonmonetary items denominated in foreign currencies that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising on translation are recognized in separate statements of comprehensive income, except for differences arising on the translation of financial assets at FVOCI, a financial liability designated as a hedge of the net investment in a foreign operation that is effective, or qualifying cash flow hedges, which are recognized in OCI.

Taxes

Current Tax. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Current tax relating to items recognized directly in equity is recognized in equity and not in separate statements of comprehensive income. The Company periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and establishes provisions where appropriate.

Deferred Tax. Deferred tax is recognized using the liability method in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- with respect to taxable temporary differences associated with investments in shares of stock of subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits - Minimum Corporate Income Tax (MCIT) and unused tax losses - Net Operating Loss Carry Over (NOLCO), to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward benefits of MCIT and NOLCO can be utilized, except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- with respect to deductible temporary differences associated with investments in shares of stock of subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Current tax and deferred tax are recognized in the separate statements of comprehensive income except to the extent that it relates to a business combination, or items recognized directly in equity or in OCI.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Value-added Tax (VAT). Revenues, expenses and assets are recognized net of the amount of VAT, except:

- where the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- receivables and payables that are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of "Other current assets" or "Trade and other payables" accounts in the separate statements of financial position.

Related Parties

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control and significant influence. Related parties may be individuals or corporate entities.

Basic and Diluted Earnings Per Common Share (EPS)

Basic EPS is computed by dividing the net income for the period attributable to equity holders of the Company, net of dividends on preferred shares and distributions to holders of capital securities, by the weighted average number of issued and outstanding common shares during the period, with retroactive adjustment for any stock dividends declared.

Diluted EPS is computed in the same manner, adjusted for the effect of all potential dilutive debt or equity instruments.

Operating Segments

The Company's operating segments are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. Financial information on operating segments is presented in Note 36 to the separate financial statements. The Chief Executive Officer (the chief operating decision maker) reviews management reports on a regular basis.

The measurement policies the Company used for segment reporting under PFRS 8 are the same as those used in its separate financial statements. There have been no changes in the measurement methods used to determine reported segment profit or loss from prior periods. All inter-segment transfers are carried out at arm's length prices.

Segment revenues, expenses and performance include sales and purchases between business segments.

Contingencies
Contingent liabilities are not recognized in the separate financial statements. They are disclosed in the notes to the separate financial statements unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the separate financial statements but are disclosed in the notes to the separate financial statements when an inflow of economic benefits is probable.

Events After the Reporting Date
Post year-end events that provide additional information about the Company's financial position at the reporting date (adjusting events) are reflected in the separate financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the separate financial statements when material.

4. Use of Judgments, Estimates and Assumptions

The preparation of the Company's separate financial statements in accordance with PFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the amounts of assets, liabilities, income and expenses reported in the separate financial statements at the reporting date. However, uncertainty about these judgments, estimates and assumptions could result in outcome that could require a material adjustment to the carrying amount of the affected asset or liability in the future.

Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions are recognized in the period in which the judgments and estimates are revised and in any future period affected.

Judgments
In the process of applying the Company's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effect on the amounts recognized in the separate financial statements:

Determining Functional Currency. The Company has determined that its functional currency is the Philippine peso. It is the currency of the primary economic environment in which the Company operates. It is the currency that mainly influences the sales price of goods and services and the costs of providing these goods and services.

Identification of Distinct Performance Obligation. The Company assesses the goods or services promised in a contract with a customer and identifies as a performance obligation either: (a) a good or service (or a bundle of goods or services) that is distinct; or (b) a series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer. The Company has determined that it has distinct performance obligations other than the sale of petroleum products such as the provision of technical support and consumer loyalty program and allocates the transaction price into these several performance obligations.

Leases. The Company elected to apply the practical expedient to grandfather the assessment of which transactions are leases. The Company applied PFRS 16 only to contracts that were previously identified as leases. Contracts that were not identified as leases under PAS 17 and IFRIC 4 were not reassessed for whether there is a lease under PFRS 16. Therefore, the definition of a lease under PFRS 16 was applied only to contracts entered into or changed on or after January 1, 2019.

Determining whether a Contract Contains a Lease. The Company uses its judgment in determining whether a contract contains a lease. At inception of a contract, the Company makes an assessment whether it has the right to obtain substantially all the economic benefits from the use of the identified asset and the right to direct the use of the identified asset.

Operating Lease Commitments - Company as Lessor/Lessee. The Company has entered into various lease agreements either as lessor or lessee. The Company had determined that it retains all the significant risks and rewards of ownership of the properties leased out on operating leases while the significant risks and rewards for properties leased from third parties are retained by the lessors.

Rent income recognized as “Other operating income” in the separate statements of comprehensive income amounted to P315,352 and P530,984 in 2020 and 2019, respectively. Revenues from the customers’ use of loaned equipment amounted to P1,149,761 in 2020 and P1,099,282 in 2019 (Note 36).

Rent expense recognized in the separate statements of comprehensive income amounted to P220,001 and P161,467 in 2020 and 2019, respectively (Notes 21, 22 and 28).

Estimating the Incremental Borrowing Rate. The Company cannot readily determine the interest rate implicit in its leases. Therefore, it uses the relevant incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR, therefore, reflects what the Company would have to pay, which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) and to make adjustments to reflect the terms and conditions of the lease. The Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to consider certain contract and entity-specific judgement estimates.

Determining the Lease Term of Contracts with Renewal Options - Company as Lessee. The Company determines the lease term as the noncancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised.

The Company has several lease contracts that include extension options. At lease commencement date, the Company applies judgment in evaluating whether it is reasonably certain to exercise the option to renew the lease by considering all relevant factors that create an economic incentive for it to exercise the renewal option. The Company reassesses whether it is reasonably certain to exercise the options if there is a significant event or change in circumstances within its control.

Determining Whether the Company is acting as a Principal or Agent in a Revenue Transaction. The determination whether the Company is a principal or agent in a contract is made by identifying each specified goods or services promised to the customers in the contract and evaluating whether the Company obtains control of the specified goods and services before it is transferred to the customer.

For the sale of petroleum products to dealers, the Company transfers the control of the goods upon delivery, hence, the Company has determined that it is acting as principal in the sales transactions with dealers. The dealers are likewise acting as principal in the sales transactions to end consumers on the basis of the following: (a) the dealers have the primary responsibility to provide specified goods to the end consumers; (b) the dealers bear inventory risk before the goods are transferred to end consumers; and (c) the dealers have discretion to establish prices for specified goods.

For the Company's fleet card transactions, the Company has likewise determined that it is acting as principal in the sales transactions with the customers since the Company has the primary responsibility for providing goods purchased through fleet cards and the Company has discretion to establish prices for specified goods in a fleet card transaction.

Classification of Financial Instruments. The Company exercises judgments in classifying a financial instrument, or its component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the separate statements of financial position.

The Company uses its judgment in determining the classification of financial assets based on its business model in which assets are managed and their cash flow characteristics. The classification and fair values of financial assets and financial liabilities are presented in Note 34.

Distinction Between Property, Plant and Equipment and Investment Property. The Company determines whether a property qualifies as investment property. In making its judgment, the Company considers whether the property generates cash flows largely independent of the other assets held by the Company. Owner-occupied properties generate cash flows that are attributable not only to the property but also to other assets used in the production or supply process.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production and supply of goods and services or for administrative purposes. If these portions can be sold separately (or leased out separately under finance lease), the Company accounts for the portions separately. If the portion cannot be sold separately, the property is accounted for as investment property only if an insignificant portion is held for use in the production or supply of goods or services for administrative purposes. Judgment is applied in determining whether ancillary services are so significant that a property does not qualify as investment property. The Company considers each property separately in making its judgment.

Determining Impairment Indicators of Other Nonfinancial Assets. PFRS requires that an impairment review be performed on property, plant and equipment, investments in shares of stock of an associate and interest in joint ventures, investment property and intangible assets when events or changes in circumstances indicate that the carrying value may not be recoverable. Determining the recoverable amount of assets requires the estimation of cash flows expected to be generated from the continued use and ultimate disposition of such assets. While it is believed that the assumptions used in the estimation of recoverable amounts are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable amounts and any resulting impairment loss could have a material adverse impact on financial performance.

Taxes. Significant judgment is required in determining current and deferred tax expense. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current income tax and deferred tax expenses in the year in which such determination is made.

Contingencies. The Company is currently involved in various pending claims and lawsuits which could be decided in favor of or against the Company. The Company's estimate of the probable costs for the resolution of these pending claims and lawsuits has been developed in consultation with in-house as well as outside legal counsel handling the prosecution and defense of these matters and is based on an analysis of potential results. The Company currently does not believe that these pending claims and lawsuits will have a material adverse effect on its financial position and financial performance. It is possible, however, that future financial performance could be materially affected by changes in the estimates or in the effectiveness of strategies relating to these proceedings.

Estimates and Assumptions

The key estimates and assumptions used in the separate financial statements are based upon the Company's evaluation of relevant facts and circumstances as at the date of the separate financial statements. Actual results could differ from such estimates.

Assessment for ECL on Trade and Other Receivables. The Company, applying the simplified approach in the computation of ECL, initially uses a provision matrix based on historical default rates for trade and other receivables. The Company also uses appropriate groupings if its historical credit loss experience shows significantly different loss patterns for different customer segments. The Company then adjusts the historical credit loss experience with forward-looking information on the basis of current observable data affecting each customer segment to reflect the effects of current and forecasted economic conditions.

The Company adjusts historical default rates to forward-looking default rate by determining the closely related economic factor affecting each customer segment. The Company regularly reviews the methodology and assumptions used for estimating ECL to reduce any differences between estimates and actual credit loss experience. The determination of the relationship between historical default rates and forecasted economic conditions is a significant accounting estimate.

The Company has assessed that the forward-looking default rate component of its ECL on trade and other receivables is not material because substantial amount of receivables are normally collected within one year. Moreover, based on Management's assessment, current conditions and forward-looking information does not indicate a significant increase in credit risk exposure of the Company from its trade receivables.

Impairment losses on trade and other receivables amounted to P77,249 and P26,056 in 2020 and 2019, respectively (Notes 7 and 22). Receivables written-off amounted to P5,520 and P375,045 in 2020 and 2019, respectively (Note 7).

The carrying amount of trade and other receivables amounted to P22,651,307 and P36,722,703 as of December 31, 2020 and 2019, respectively (Note 7).

Assessment for ECL on Other Financial Assets at Amortized Cost. The Company determines the allowance for ECL using general approach based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of financial assets at amortized cost. ECL is provided for credit losses that result from possible default events within the next 12 months unless there has been a significant increase in credit risk since initial recognition in which case ECL is provided based on lifetime ECL.

When determining if there has been a significant increase in credit risk, the Company considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Company also considers financial assets at day one to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent a significant risk in credit risk such as when non-payment was an administrative oversight rather than resulting from financial difficulty of the borrower.

The Company has assessed that the ECL on other financial assets at amortized cost is not material because the transactions with respect to these financial assets were entered into by the Company only with reputable banks, the Government of the Philippines and companies with good credit standing and relatively low risk of defaults. Accordingly, no additional provision for ECL on other financial assets at amortized cost was recognized in 2020 and 2019. The carrying amounts of other financial assets at amortized cost are as follows:

	Note	**2020**	2019
Cash in banks and cash equivalents	*5*	**P19,128,434**	P23,743,995
Advances to a subsidiary	*9*	**1,238,004**	1,236,011
		P20,366,438	P24,980,006

Net Realizable Values of Inventories. In determining the NRV of inventories, management takes into account the most reliable evidence available at the times the estimates are made. Future realization of the carrying amount of inventories of P38,677,614 and P61,809,346 as of the end of 2020 and 2019, respectively (Note 8), is affected by price changes in different market segments for crude and petroleum products. Both aspects are considered key sources of estimation uncertainty and may cause significant adjustments to the Company's inventories within the next financial year.

The Company recognized loss on inventory write-down amounting to nil and P545,445 in 2020 and 2019, respectively (Note 8).

Allowance for Inventory Obsolescence. The allowance for inventory obsolescence consists of collective and specific valuation allowance. A collective valuation allowance is established at a certain percentage based on the age and movement of stocks. In case there is write-off or disposal of slow-moving items during the year, a reduction in the allowance for inventory obsolescence is made. Review of allowance is done every quarter, while a revised set-up or booking is posted at the end of the year based on evaluations or recommendations of the proponents. The amount and timing of recorded expenses for any year would therefore differ based on the judgments or estimates made.

In 2020 and 2019, the Company reduced the allowance for inventory obsolescence by P545,445 and P701,307, respectively (Note 8).

Fair Value Measurements. A number of the Company's accounting policies and disclosures require the measurement of fair values for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. This includes a valuation team that has the overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values. The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values, then the valuation team assesses the evidence obtained to support the conclusion that such valuations meet the requirements of PFRS, including the level in the fair value hierarchy in which such valuations should be classified.

The Company uses market observable data when measuring the fair value of an asset or liability. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques.

If the inputs used to measure the fair value of an asset or a liability can be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy based on the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

The methods and assumptions used to estimate the fair values for both financial and non-financial assets and liabilities are discussed in Note 34.

Estimated Useful Lives of Property, Plant and Equipment, Right-of-Use Asset, Investment Property and Intangible Assets with Finite Useful Lives. The Company estimates the useful lives of property, plant and equipment, right-of-use asset, investment property and intangible assets with finite useful lives based on the period over which the assets are expected to be available for use. The estimated useful lives of property, plant and equipment, right-of-use asset, investment property and intangible assets with finite useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

In addition, estimation of the useful lives of property, plant and equipment, right-of-use asset, investment property and intangible assets with finite useful lives is based on collective assessment of industry practice, internal technical evaluation and experience with similar assets. It is possible, however, that future financial performance could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of property, plant and equipment, right-of-use asset, investment property and intangible assets with finite useful lives would increase recorded cost of goods sold and selling and administrative expenses and decrease noncurrent assets.

Except for refinery and plant equipment used in production, there is no change in estimated useful lives of property, plant and equipment, right-of-use asset, investment property and intangible assets with finite useful lives based on management's review at the reporting date.

Starting January 1, 2020, the Company adopted the UPM of accounting for depreciation of refinery and plant equipment used in production. UPM closely reflects the expected pattern of consumption of the future economic benefits embodied in these assets. Depreciation of said assets is computed using the expected consumption over the estimated useful lives of these assets. Previously, depreciation was computed using the straight-line method over the estimated useful lives of the assets.

Property, plant and equipment, net of accumulated depreciation amounted to P144,842,107 and P146,370,198 as at December 31, 2020 and 2019, respectively. Accumulated depreciation and amortization of property, plant and equipment amounted to P79,503,258 and P74,113,606 as at December 31, 2020 and 2019, respectively (Note 10).

Right-of-use of assets, net of accumulated depreciation amounted to P5,700,187 and P5,114,536 as at December 31, 2020 and 2019, respectively. Accumulated depreciation of right-of-use asset amounted to P1,395,295 and P869,843 as at December 31, 2020 and 2019, respectively (Note 11).

Investment property, net of accumulated depreciation and amortization amounted to P12,431,262 and P12,527,176 as at December 31, 2020 and 2019, respectively. Accumulated depreciation of investment property amounted to P6,733,548 and P5,443,473 as at December 31, 2020 and 2019, respectively (Note 12).

Intangible assets with finite useful lives, net of accumulated amortization, amounted to P105,665 and P114,309 as at December 31, 2020 and 2019, respectively (Note 13). Accumulated amortization of intangible assets with finite useful lives amounted to P143,243 and P120,896 as at December 31, 2020 and 2019, respectively.

Fair Value of Investment Property. The fair value of investment property presented for disclosure purposes is based on market values, being the estimated amount for which the property can be sold or based on a most recent sale transaction of a similar property within the same vicinity where the investment property is located.

In the absence of current prices in an active market, the valuations are prepared by considering: (a) the aggregate estimated future cash flows expected to be received from leasing out the property. A yield that reflects the specific risks inherent in the net cash flows is then applied to the net annual cash flows to arrive at the property valuation; or (b) the depreciated replacement cost of the asset, which estimates the current replacement cost of new assets and adjusted for obsolescence, including physical, functional and economic obsolescence.

Estimated fair values of investment property amounted to P16,374,698 and P16,298,564 as of December 31, 2020 and 2019, respectively (Note 12).

Realizability of Deferred Tax Assets. The Company reviews its deferred tax assets at each reporting date and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized. The Company's assessment on the recognition of deferred tax assets on deductible temporary differences and carry forward benefits of MCIT and NOLCO is based on the projected taxable income in the following periods.

Deferred tax assets amounted to P15,996,465 and P8,710,251 as of December 31, 2020 and 2019, respectively (Note 26).

Present Value of Defined Benefit Retirement Obligation. The present value of defined benefit retirement obligation depends on a number of factors that are determined on an actuarial basis using a number of assumptions. These assumptions are described in Note 29 to the separate financial statements and include discount rate and salary increase rate.

The Company determines the appropriate discount rate at the end of each year. It is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the retirement liabilities. In determining the appropriate discount rate, the Company considers the interest rates on government bonds that are denominated in the currency in which the benefits will be paid. The terms to maturity of these bonds should approximate the terms of the related retirement benefits liability.

Other key assumptions for the defined benefit retirement obligation are based in part on current market conditions.

While it is believed that the assumptions of the Company are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions may materially affect the Company's retirement benefits liability.

Retirement benefits costs recognized in separate statements of comprehensive income amounted to P305,980 and P85,962 in 2020 and 2019, respectively. Remeasurement losses of the net defined retirement obligation recognized in OCI amounted to P661,582 and P2,402,465 in 2020 and 2019, respectively. The retirement benefits liability amounted to P2,758,806 and P2,606,244 as of December 31, 2020 and 2019, respectively (Note 29).

Asset Retirement Obligation. The Company has ARO arising from the refinery, leased service stations, terminals and blending plant. Determining ARO requires estimation of the costs of dismantling, installing and restoring leased properties to their original condition. The Company determined the amount of ARO, based on the dismantling costs as estimated by the operating unit responsible for the asset, discounted at the Company's current credit-adjusted risk-free rate ranging from 3.21% to 5.47% depending on the life of the capitalized costs. The Company also conducts periodic review of the estimates of dismantling costs to consider actual expenses incurred during the actual retirement of assets and uses this as input in determining future liability. While it is believed that the assumptions used in the estimation of such costs are reasonable, significant changes in these assumptions may materially affect the recorded expense or obligation in future periods.

The ARO amounted to P2,859,458 and P1,712,703 as of December 31, 2020 and December 31, 2019 (Note 18).

5. Cash and Cash Equivalents

This account consists of:

	Note	**2020**	2019
Cash on hand		**P1,077,220**	P2,159,274
Cash in banks		**1,897,912**	2,267,208
Short-term placements		**17,230,522**	21,476,787
	33, 34	**P20,205,654**	P25,903,269

Cash in banks earn annual interest at the respective bank deposit rates. Short-term placements include demand deposits which can be withdrawn at anytime depending on the immediate cash requirements of the Company and earn annual interest at the respective short-term placement rates ranging from 0.05% to 3.63% in 2020 and 0.40% to 6.25% in 2019 (Note 25).

6. Financial Assets at Fair Value

This account consists of:

	Note	**2020**	2019
Proprietary membership shares		**P275,303**	P284,103
Derivative assets not designated as cash flow hedge		**218,272**	420,723
Derivative assets designated as cash flow hedge		**11,100**	200,384
	33, 34	**504,675**	905,210
Less Noncurrent portion	*13*	**6,720**	165,805
		P497,955	P739,405

The fair values presented have been determined directly by reference to published market prices, except for derivative assets which are based on inputs other than quoted prices that are observable (Note 34).

The noncurrent portion pertains to derivative assets designated as cash flow hedge due after 12 months, which is included in "Other noncurrent assets - net" account in the separate statements of financial position (Note 13).

Changes in fair value of assets at FVPL recognized in separate statements of comprehensive income in 2020 and 2019 amounted to (P8,800) and P29,709, respectively (Note 25) while changes in fair value of derivative assets designated as cash flow hedge were recognized in OCI.

7. Trade and Other Receivables

This account consists of:

	Note	2020	2019
Trade		**P13,631,075**	P25,877,111
Related parties - trade	*27*	**2,389,052**	3,510,078
Allowance for impairment loss on trade receivables		**(792,886)**	(722,351)
		15,227,241	28,664,838
Government		**4,546,015**	4,686,468
Related parties - non-trade	*27*	**2,470,048**	2,943,044
Others		**554,862**	574,018
Allowance for impairment loss on non-trade receivables		**(146,859)**	(145,665)
		7,424,066	8,057,865
	33, 34	**P22,651,307**	P36,722,703

Trade receivables are noninterest-bearing and on a 45-day average term. Penalties are charged when the account becomes overdue.

Government receivables pertain to duty drawback, VAT and specific tax claims. The filing and the collection of claims is a continuous process and is closely monitored.

Related parties - non-trade consists of advances made by the Company to Petron Corporation Employee Retirement Plan (PCERP), noninterest and interest-bearing receivables from its subsidiaries and other receivables from SMC and its subsidiaries.

Others mainly consist of receivables from various non-trade customers and counterparties for matured hedging transactions.

A reconciliation of the allowance for impairment losses at the beginning and end of 2020 and 2019 is shown below:

	Note	2020	2019
Balance at beginning of year		**P879,210**	P1,228,199
Additions	*4, 22*	**77,249**	26,056
Write off	*4*	**(5,520)**	(375,045)
Balance at end of year		**950,939**	879,210
Less: Noncurrent portion for long-term receivables		**11,194**	11,194
		P939,745	P868,016

The Company computes impairment loss on trade and other receivables based on past collection experiences, current circumstances and the impact of future economic conditions, if any, available at the reporting period. Loss rates are based on actual credit loss experience over the past three years. Economic conditions during the period over which the historical data has been collected, current conditions and the Company's view of the impact of future economic conditions, if any, over the expected lives of the trade and other receivables are also considered.

Trade accounts receivable written-off amounting to P5,520 and P375,045 in 2020 and 2019, respectively, pertained to long outstanding, uncollectible accounts which were previously provided with allowance.

The following table provides information about the exposure to credit risk and ECL of trade and other receivables as of December 31, 2020 and 2019:

	Weighted Average Loss Rate	**Gross Carrying Amount**	**ECL**
December 31, 2020			
Retail	**2.95%**	**P3,785,575**	**P111,495**
Lubes	**0.10%**	**586,964**	**613**
Gasul	**7.12%**	**771,728**	**54,961**
Industrial	**4.31%**	**7,109,066**	**306,392**
Others	**4.11%**	**11,337,719**	**466,284**
	3.98%	**P23,591,052**	**P939,745**

	Weighted Average Loss Rate	Gross Carrying Amount	ECL
December 31, 2019			
Retail	1.94%	P5,014,192	P97,259
Lubes	0.13%	488,381	614
Gasul	5.43%	972,485	52,799
Industrial	1.64%	16,463,352	269,209
Others	3.06%	14,652,309	448,135
	2.31%	P37,590,719	P868,016

8. Inventories

This account consists of:

	2020	2019
Crude oil and others	**P15,700,195**	P26,297,166
Petroleum	**15,184,326**	26,301,061
Materials and supplies	**5,302,527**	5,488,066
Lubes, greases and aftermarket specialties	**2,490,566**	3,723,053
	P38,677,614	P61,809,346

The cost of these inventories amounted to P39,289,534 and P62,894,692 as of December 31, 2020 and 2019, respectively.

If the Company had used the moving-average method (instead of the first-in, first-out method, which is the Company's policy), the cost of petroleum, crude oil and other products would have increased by P243,075 and P2,145,767 as of December 31, 2020 and 2019, respectively.

Inventories (including distribution or transshipment costs) charged to cost of goods sold amounted to P157,720,229 and P277,782,263 in 2020 and 2019, respectively (Note 21).

Research and development costs on these products constituted the expenses incurred for internal projects in 2020 and 2019 (Note 22).

The movements in allowance for write-down of inventories to NRV and inventory obsolescence at the beginning and end of 2020 and 2019 follow:

	Note	**2020**	2019
Balance at beginning of year		**P1,085,346**	P1,207,202
Additions:			
Loss on inventory write-down	*4*	**-**	545,445
Obsolescence of non-fuel products, materials and supplies		**72,019**	34,006
Reversals	*4*	**(545,445)**	(701,307)
Balance at end of year		**P611,920**	P1,085,346

The losses and reversals are included as part of "Cost of goods sold" account in the separate statements of comprehensive income (Note 21).

Reversal of write-down corresponds to inventories sold during the year.

9. Investments and Advances

This account consists of:

	Note	**2020**	2019
Advances to a subsidiary	*27, 33, 34*	**P1,238,004**	P1,236,011
Investments in shares of stock of subsidiaries - net	*(i)*	**33,092,569**	33,293,986
Investment in a joint venture	*(ii)*	**4,000**	4,000
		P34,334,573	P34,533,997

i. Investments in shares of stock of subsidiaries pertain to investments in the following entities:

	Note	**2020**	2019
POGM and Subsidiaries		**P26,764,842**	P26,764,842
PAHL and Subsidiaries		**4,988,402**	4,988,402
PGL		**3,700,610**	3,700,610
NVRC and Subsidiaries		**3,127,500**	3,127,500
PMC		**289,455**	289,455
Petrogen	*(a)*	**270,000**	270,000
PFC		**50,000**	50,000
Ovincor		**39,261**	39,261
PSTPL		**33,181**	33,181
PFL	*(b)*	**2,062**	2,062
PLI	*(c)*	**-**	236,500
Total cost		**39,265,313**	39,501,813
Less: Allowance for impairment loss		**6,172,744**	6,207,827
Investments in shares of stock - net		**P33,092,569**	P33,293,986

A reconciliation of the allowance for impairment losses at the beginning and end of 2020 and 2019 is shown below:

	Note	**2020**	2019
Balance at beginning of year		**P6,207,827**	P6,207,827
Addition	*(b), 25*	**494**	-
Reversal	*(c)*	**(35,577)**	-
Balance at end of year		**P6,172,744**	P6,207,827

The following are the major developments relating to the Company's investment in shares of stock of subsidiaries:

a. *Petrogen*
On September 10, 2019 and December 16, 2019, the Company subscribed to additional 31,250 and 93,750 common shares, respectively, of Petrogen at P1,000.00 per share for a total consideration of P125,000, pursuant to the increase in the capital stock of Petrogen which was approved by the SEC on November 4, 2019.

As of December 31, 2020 and 2019, the Company's ownership interest remains at 100% after the subscription.

b. *PFL*
The Company recognized impairment loss on the investment in PFL amounting to P494 in 2020 and nil in 2019 (Note 25).

c. *PLI*
On July 10, 2019 and September 30, 2019, the Company acquired additional 500,000 and 1,500,000 shares, respectively, of PLI at P100.00 per share for a total consideration of P200,000.

On August 28, 2020, the Company signed the Share Purchase Agreement with SMILSI, an entity under common control, for the sale by the Company of its equity in PLI equivalent to 100% of PLI's outstanding shares for a total consideration of P230,439. The transaction was completed on September 1, 2020. The Company reversed the previously recognized impairment loss amounting to P35,577 and recognized gain on disposal of investments amounting to P29,517 included as part of "Other income - net" account in the 2020 separate statements of comprehensive income (Note 25).

The Company received the following dividends from its investments in shares of stock of subsidiaries (Note 25):

2020

Subsidiaries	**Date of Declaration**	**Date of Receipt**	**Amount**
POGM	**July 13, 2020**	**July 17, 2020**	**P274,621**
PFC	**October 15, 2020**	**November 17, 2020**	**100,000**
PSTPL	**July 29, 2020**	**September 15, 2020**	**762,863**
PSTPL	**December 7, 2020**	**December 28, 2020**	**48,071**
Total			**P1,185,555**

2019

Subsidiaries	Date of Declaration	Date of Receipt	Amount
POGM	October 11, 2019	October 11, 2019	P490,455
POGM	December 9, 2019	December 10, 2019	1,341,850
PFC	August 19, 2019	August 19, 2019	100,000
PSTPL	December 17, 2019	December 17, 2019	1,113,024
Total			P3,045,329

ii. The Company has a 33.33% joint venture interest in PDSI, which is involved in receiving, storing and handling the out-loading of petroleum products of the three major oil companies to serve the fuel requirement of their respective customers. PDSI was incorporated on September 29, 2004.

As of December 31, 2020 and 2019, the carrying amount of the investment is P4,000.

Condensed financial information of PDSI as of and for the years ended December 31, 2020 and 2019 follows:

	2020	2019
Current assets	**P2,948**	P2,948
Current liabilities	**(831)**	(831)
Net assets	**P2,117**	P2,117
Costs and expenses/net loss	**P -**	(P98)

10. Property, Plant and Equipment

The movements and balances of property, plant, and equipment as of and for the years ended December 31 follow:

	Note	Buildings and Improvements and Related Facilities	Refinery and Plant Equipment	Service Stations and Other Equipment	Computers, Office and Motor Equipment	Land and Leasehold Improvements	Construction In-progress	Total
Cost								
January 1, 2019, as previously reported		P13,991,370	P175,609,649	P9,286,475	P3,497,212	P1,434,873	P9,415,904	P213,235,483
Adjustments due to adoption of PFRS 16		(914,965)	(1,816,286)	(176,095)	-	-	-	(2,907,346)
January 1, 2019, as adjusted		13,076,405	173,793,363	9,110,380	3,497,212	1,434,873	9,415,904	210,328,137
Additions		792,036	5,982,420	806,785	71,559	16,310	3,689,754	11,358,864
Disposals/retirements		(61,418)	(2,025)	(423,674)	(18,354)	(4,232)	(904)	(510,607)
Reclassifications to/from investment property	12	3,095,327	184,052	387,655	78,376	267,629	(4,705,629)	(692,590)
December 31, 2019		16,902,350	179,957,810	9,881,146	3,628,793	1,714,580	8,399,125	220,483,804
Additions		231,292	246,660	179,841	135,363	-	3,563,295	4,356,451
Disposals/retirements		(84,407)	-	(67,595)	(60,281)	(11,605)	(1,218)	(225,106)
Reclassifications	12	891,429	1,354,404	200,522	117,690	56,920	(2,890,749)	(269,784)
December 31, 2020		**17,940,664**	**181,558,874**	**10,193,914**	**3,821,565**	**1,759,895**	**9,070,453**	**224,345,365**
Accumulated Depreciation and Amortization								
January 1, 2019, as previously reported		9,659,798	44,934,393	7,523,876	2,874,213	931,651	-	65,923,931
Adjustments due to adoption of PFRS 16		(449,623)	(192,858)	(63,116)	-	-	-	(705,597)
January 1, 2019, as adjusted		9,210,175	44,741,535	7,460,760	2,874,213	931,651	-	65,218,334
Depreciation		708,993	7,461,973	674,700	293,253	86,155	-	9,225,074
Disposals/retirements		(59,337)	(269)	(423,673)	(15,579)	(4,232)	-	(503,090)
Reclassifications to/from investment property	12	100,057	-	47,425	-	25,806	-	173,288
December 31, 2019		9,959,888	52,203,239	7,759,212	3,151,887	1,039,380	-	74,113,606
Depreciation*		686,927	3,810,663	685,707	299,921	88,110	-	5,571,328
Disposals/retirements		(56,482)	-	(60,144)	(49,698)	(10,922)	-	(177,246)
Reclassifications	12	(15,539)	(11,787)	15,643	-	7,253	-	(4,430)
December 31, 2020		**10,574,794**	**56,002,115**	**8,400,418**	**3,402,110**	**1,123,821**	**-**	**79,503,258**
Carrying Amount								
December 31, 2019		P6,942,462	P127,754,571	P2,121,934	P476,906	P675,200	P8,399,125	P146,370,198
December 31, 2020		**P7,365,870**	**P125,556,759**	**P1,793,496**	**P419,455**	**P636,074**	**P9,070,453**	**P144,842,107**

**Depreciation expense for Refinery and Plant Equipment for the year under the straight-line method amounts to P7,987,281.*

ARO reclassified from "Property, plant and equipment" to "Right-of-use assets" under "Investment property" account in the separate statements of financial position amounted to P2,201,749 as a result of the adoption of PFRS 16 on January 1, 2019.

In 2020 and 2019, certain property, plant and equipment were reclassified to/from investment property due to change in usage of the asset from/to used in operations to/from leased to another party under an operating lease agreement (Note 12).

No impairment loss was required to be recognized in 2020 and 2019 based on management's assessment of impairment indicators.

Total depreciation and amortization recognized in the separate statements of comprehensive income amounted to P7,845,981 and P11,399,259 in 2020 and 2019, respectively (Note 24).

The Company capitalized interest amounting to P92,351 and P39,218 in 2020 and 2019, respectively (Notes 14, 17, 25 and 28). The capitalization rates used to determine the amount of interest eligible for capitalization ranged from 1.45% to 8.20% in 2020 and from 3.41% to 8.19% in 2019.

Capital Commitments

As of December 31, 2020 and 2019, the Company has outstanding commitments to acquire property, plant and equipment amounting to P9,149,444 and P12,490,609, respectively.

11. Right-of-Use Assets

The movements and balances as of and for the years ended December 31 follow:

	Land	Buildings and Improvements and Related Facilities	Service Stations and Other Equipment	Total
Cost				
January 1, 2019	P -	P -	P -	P -
Adjustment due to adoption of PFRS 16	6,787,551	999,093	24,331	7,810,975
January 1, 2019, as adjusted	6,787,551	999,093	24,331	7,810,975
Additions	27,256	-	-	27,256
Remeasurements	(1,853,852)	-	-	(1,853,852)
December 31, 2019	4,960,955	999,093	24,331	5,984,379
Additions	175,533	-	-	175,533
Remeasurements	894,616	40,954	-	935,570
December 31, 2020	**6,031,104**	**1,040,047**	**24,331**	**7,095,482**
Accumulated Depreciation				
January 1, 2019	-	-	-	-
Adjustment due to adoption of PFRS 16	642,481	-	-	642,481
January 1, 2019, as adjusted	642,481	-	-	642,481
Depreciation	448,338	209,308	2,792	660,438
Remeasurements	(433,076)	-	-	(433,076)
December 31, 2019	657,743	209,308	2,792	869,843
Depreciation	413,095	211,878	2,792	627,765
Remeasurements	(101,302)	(1,011)	-	(102,313)
December 31, 2020	**969,536**	**420,175**	**5,584**	**1,395,295**
Carrying Amount				
December 31, 2019	P4,303,212	P789,785	P21,539	P5,114,536
December 31, 2020	**P5,061,568**	**P619,872**	**P18,747**	**P5,700,187**

The Company recognized right-of-use assets for leases of office space, buildings, machinery and equipment, service stations and parcels of land. The leases typically run for a period of two to 30 years. Some leases contain an option to renew the lease at the end of the lease term and are being subjected to reviews to reflect current market rentals. The renewal option provides operational flexibility in managing the leased asset portfolio and aligns the business needs of the Company. The Company recognized interest expense related to these leases amounting to P1,250,630 and P1,302,521 in 2020 and 2019, respectively (Note 28).

With the adoption of PFRS 16 in 2019, property, plant and equipment pertaining to ARO of the refinery and terminals were reclassified to right-of-use assets (Note 10).

The Company also has certain leases of property and equipment with lease terms of 12 months or less and leases of equipment with low value. The Company has elected not to recognize right-of-use assets and lease liabilities for these leases. The expenses relating to short-term leases and leases of low-value assets amounted to P206,627 and P13,374, respectively, in 2020, and P129,263 and P32,204, respectively, in 2019 (Note 28).

The Company had total payment for leases of P2,259,016 and P2,209,915 in 2020 and 2019, respectively (Note 28).

The remeasurements pertain mainly to the change in the estimated dismantling costs of ARO during the year (Note 4).

12. Investment Property

The movements and balances as of and for the years ended December 31 follow:

	Note	Land and Leasehold Improvements	Buildings and Improvements	Construction In-progress	Right-of-use	Total
Cost						
January 1, 2019, as previously reported		P885,453	P6,672,401	**P -**	**P -**	P7,557,854
Adjustments due to adoption of PFRS 16		-	-	-	8,455,537	8,455,537
January 1, 2019, as adjusted		885,453	6,672,401	-	8,455,537	16,013,391
Additions		1,410	348,427	113,205	808,935	1,271,977
Reclassifications/remeasurements	*10*	(12,973)	457,281	237,214	3,759	685,281
December 31, 2019		873,890	7,478,109	350,419	9,268,231	17,970,649
Additions		-	82,707	94,116	848,815	1,025,638
Reclassifications/remeasurements	*10*	(4,578)	489,396	(295,410)	89,447	278,855
Disposals		-	-	-	(110,332)	(110,332)
December 31, 2020		**869,312**	**8,050,212**	**149,125**	**10,096,161**	**19,164,810**
Accumulated Depreciation						
January 1, 2019, as previously reported		725,501	3,452,621	-	-	4,178,122
Adjustments due to adoption of PFRS 16		-	-	-	63,116	63,116
January 1, 2019, as adjusted		725,501	3,452,621	-	63,116	4,241,238
Depreciation		41,876	309,082	-	1,024,565	1,375,523
Reclassifications from/to property, plant and equipment	*10*	(26,655)	(146,633)	-	-	(173,288)
December 31, 2019		740,722	3,615,070	-	1,087,681	5,443,473
Depreciation		41,685	336,242	-	1,029,599	1,407,526
Reclassifications from/to property, plant and equipment	*10*	(7,253)	(103)	-	-	(7,356)
Disposals		-	-	-	(110,095)	(110,095)
December 31, 2020		**775,154**	**3,951,209**	**-**	**2,007,185**	**6,733,548**
Carrying Amount						
December 31, 2019		P133,168	P3,863,039	P350,419	P8,180,550	P12,527,176
December 31, 2020		**P94,158**	**P4,099,003**	**P149,125**	**P8,088,976**	**P12,431,262**

With the adoption of PFRS 16 in 2019, property, plant and equipment pertaining to ARO of the service stations were reclassified to right-of-use assets over service stations and other related structures held by the Company for lease (Note 28).

In 2020 and 2019, certain investment property were reclassified from/to property, plant and equipment due to change in usage of the asset from/to used in operations to/from leased to another party under an operating lease agreement (Note 10).

The Company's investment property also includes a property located in Tagaytay with carrying amount of P6,931 and P8,317 as of December 31, 2020 and 2019, respectively.

No impairment loss was required to be recognized in 2020 and 2019 based on management's assessment of impairment indicators.

There are no other direct selling and administrative expenses other than depreciation and amortization and real property taxes arising from investment property that generated income in 2020 and 2019.

The fair value of investment property amounting to P16,374,698 and P16,298,564 as of December 31, 2020 and 2019, respectively, has been categorized as Level 3 in the fair value hierarchy based on the inputs used in the valuation techniques.

For properties with available appraisal reports, the fair value of investment property amounting to P52,813 and P43,768 as of December 31, 2020 and 2019, respectively, was determined by external, independent property appraisers having appropriate recognized professional qualifications and recent experience in the location and category of the property being valued. The independent appraisers provide the fair value of the Company's investment property on a regular basis. The fair value of investment property amounting to P4,819,800 and P4,943,847 as of December 31, 2020 and 2019, respectively, was determined using the depreciated replacement cost method. The net present value of lease liability recognized in investment property represents the remaining fair value amounting to P11,502,085 and P11,310,949 as of December 31, 2020 and 2019, respectively.

Valuation Technique and Significant Unobservable Inputs
The valuation of investment property applied the following approaches below:

Sales Comparison Approach. The market value of the land was determined using the Sales Comparison Approach. The comparative approach considers the sale of similar or substitute property, registered within the vicinity, and the related market data. The estimated value is established through such process of comparing available data. The property being valued is compared with sales transactions involving similar properties in the market. Listings and offerings may also be considered. The observable inputs to determine the market value of the property are the following: location characteristics, size, time element, quality and prospective use, bargaining allowance and marketability.

Depreciated Replacement Cost Method. The fair value of land and leasehold improvements, buildings and improvements and facilities were arrived at using the depreciated replacement cost method, which estimates the current replacement cost of new assets and adjusted for obsolescence, including physical, functional and economic obsolescence.

Income Approach. The rental value of the subject property was determined using the Income Approach. Under the Income Approach, the remaining lease payments on the property is first determined followed by the application of the proper capitalization rate to arrive at its net present value. The rental value of the property is determined on the basis of what a prudent lessor or a prospective lessee are willing to pay for its use and occupancy considering the prevailing rental rates of similar property and/or rate of return a prudent lessor generally expects on the return on its investment.

13. Other Assets

This account consists of:

	Note	**2020**	2019
Current:			
Prepaid taxes		**P21,945,327**	P17,612,295
Input VAT		**7,697,549**	7,969,786
Prepaid expenses	*27*	**1,303,083**	1,337,902
Special-purpose fund		**158,084**	156,794
Asset held for sale		**12,806**	134
		P31,116,849	P27,076,911
Noncurrent:			
Input VAT		**P560,001**	P1,024,108
Catalyst - net		**548,173**	657,991
Derivative assets designated as cash flow hedge	*6, 33, 34*	**6,720**	165,805
Others - net		**132,571**	149,923
		P1,247,465	P1,997,827

The “Others - net” under “Noncurrent” account includes licenses, other intangibles and other noncurrent assets amounting to P132,571 and P149,923 as of December 31, 2020 and 2019, respectively, net of amortization amounting to P102,474 and P71,418 in 2020 and 2019, respectively.

Amortization of other intangibles included as part of “Depreciation and amortization” under “Selling and administrative expenses” account in the separate statements of comprehensive income amounted to P15,824 and P13,083 in 2020 and 2019, respectively (Notes 22 and 24).

Amortization of catalysts, licenses and other noncurrent assets included as part of “Depreciation and amortization” under “Cost of goods sold” account in the separate statements of comprehensive income amounted to P223,538 and P125,141 in 2020 and 2019, respectively (Notes 21 and 24).

As of December 31, 2020, assets held for sale pertain to two condominium properties acquired through dacion en pago. As of December 31, 2019, assets held for sale represents the remaining 1,000 shares of Manila North Harbour Port, Inc. (MNHPI). During 2019, 50,000 shares representing 0.17% interest was sold to a related party (Notes 25 and 27).

14. Short-term Loans

This account pertains to unsecured Philippine peso and US dollar-denominated loans obtained from local and foreign banks with maturities ranging from 1 to 91 days and annual interest ranging from 0.92% to 6.75% in 2020 and 2.30% to 8.50% in 2019 (Note 25). These loans are intended to fund the importation of crude oil and petroleum products (Note 8) and working capital requirements.

Interest expense on short-term loans amounted to P3,269,924 in 2020 and P4,015,362 in 2019 (Note 25). Interest expense was capitalized as part of property, plant and equipment amounting to P27,736 and P12,254 in 2020 and 2019, respectively (Note 10).

15. Liabilities for Crude Oil and Petroleum Products

This account pertains to liabilities to suppliers of crude oil, petroleum and other products that are noninterest-bearing and generally settled on a 30-day term. Details of the supply agreements in relation to importations of crude oil requirements of the Company are disclosed in Note 30.

Liabilities for crude oil and petroleum products are payable to the following:

	Note	**2020**	2019
Related parties	*27*	**P12,399,284**	P22,080,823
Third parties		**1,631,057**	1,713,381
	33, 34	**P14,030,341**	P23,794,204

16. Trade and Other Payables

This account consists of:

	Note	**2020**	2019
Trade		**P4,006,076**	P17,215,205
Specific taxes and other taxes payable		**2,145,566**	1,336,460
Accrued payroll		**46,190**	3,280
Due to related parties	*27*	**1,185,715**	1,134,781
Accrued interest		**627,627**	829,947
Accrued rent		**58,154**	49,209
Dividends payable	*32*	**504,962**	495,646
Retention payable		**181,954**	718,643
Deferred liability on consumer loyalty program		**469,123**	665,404
Others		**245,529**	217,100
	33, 34	**P9,470,896**	P22,665,675

Trade payables are liabilities to haulers, contractors and suppliers that are non-interest bearing and are generally settled on a 30-day term.

Others include provisions (Note 38) and accruals of selling and administrative expenses which are normally settled within a year.

The Company recognized revenue that was included in deferred liability on consumer loyalty program amounting to P422,839 and P992,671 in 2020 and 2019, respectively (Note 36).

17. Long-term Debt

This account consists of:

	Note	2020	2019
Unsecured Peso-Denominated (net of debt issue costs)			
Term loan of 5.4583% due until 2022	*(a)*	**P1,997,826**	P2,995,035
Fixed rate retail bonds of 4.0032% due in 2021 and 4.5219% due in 2023	*(b)*	**19,944,346**	19,906,149
Term loan of 5.5276% due quarterly until 2024	*(d)*	**8,008,555**	10,135,493
Term loan of 5.7584% due until 2022	*(e)*	**4,990,341**	7,479,430
Fixed rate retail bonds of 7.8183% due in 2024 and 8.0551% due in 2025	*(f)*	**19,831,664**	19,798,597
Term loan of 4.5900% due until 2025	*(i)*	**4,970,209**	-
Unsecured Foreign Currency-Denominated (net of debt issue costs)			
Floating rate dollar loan - US$1,000 million due until 2022	*(c)*	**13,529,825**	32,853,952
Floating rate dollar loan - US$800 million due until 2024	*(g)*	**32,334,048**	39,907,979
Floating rate yen loan - JP¥15 billion due until 2025	*(h)*	**6,844,621**	-
Floating rate dollar loan - US$150 million due until 2023	*(j)*	**7,002,573**	-
	32, 33, 34	**119,454,008**	133,076,635
Less: current portion		**31,114,220**	16,880,553
		P88,339,788	P116,196,082

a. On October 13, 2015, the Company drew P5,000,000 from a P5,000,000 term loan which was signed and executed on October 7, 2015. The facility is amortized over 7 years with a 2-year grace period and is subject to a fixed rate of 5.4583% per annum. The net proceeds from the issuance were used to repay currently maturing obligations and for general corporate requirements. In 2020 and 2019, the Company settled matured interim principal payments aggregating to P1,000,000 each year.

b. On October 27, 2016, the Company issued P20,000,000 retail bonds (the "Bonds") divided into Series A (P13,000,000) and Series B (P7,000,000). Series A Bonds is due on October 27, 2021 with interest rate of 4.0032% per annum. Series B Bonds will mature on October 27, 2023 with interest rate of 4.5219% per annum. Interests on these Bonds are payable quarterly on January 27, April 27, July 27 and October 27 of each year. The proceeds from the issuance of the Bonds were used to partially settle the US$475 million and US$550 million Term Loan facilities, to repay short-term loans and for general corporate requirements. The Bonds were listed with the Philippine Dealing & Exchange Corp. on October 27, 2016.

c. On June 16, 2017, the Company signed and executed a US$1,000 million term facility and has initially drawn US$600 million on June 28, 2017. The proceeds were used to pay in full the outstanding balances of US$115 million and US$470 million loans under the US$475 million (executed on September 29, 2014) and US$550 million (executed on July 20, 2015) term loan facilities, respectively. On October 10, 2017, the Company drew the remaining US$400 million from the facility. The proceeds of which were used to settle the P20,000,000 Peso-denominated Notes issued on November 10, 2010 which matured on November 10, 2017. The facility is amortized over 5 years with a 2-year grace period and is subject to a floating interest rate based on LIBOR plus a spread. The Company made partial principal payments of US$221 million and US$148 million in 2020 and of US$177 million and US$118 million in 2019 against the US$600 million and US$400 million drawdowns, respectively.

d. On July 25, 2017, the Company drew P15,000,000 from a P15,000,000 term loan facility which was signed on July 14, 2017 and executed on July 17, 2017. The facility is amortized over 7 years and is subject to a fixed interest rate of 5.5276% per annum. The proceeds were used to refinance the bridge loan availed on December 23, 2016 for the acquisition of the Refinery Solid Fuel-Fired Power Plant in 2016. As of December 31, 2020, the P6,964,286 portion of the facility has already been paid.

e. On December 29, 2017, the Company drew P10,000,000 from a P10,000,000 bilateral facility which was signed and executed on December 28, 2017. The facility is amortized quarterly for five years beginning on the fifth quarter and is subject to a fixed rate of 5.7584% per annum. The proceeds were used to fund permanent working capital requirements. In 2020 and 2019, P2,500,000 portion of the facility has been paid each year.

f. On October 19, 2018, the Company offered P20,000,000 fixed retail bonds (the "Offer Bonds") divided into Series C (P13,200,000) bearing interest at 7.8183% per annum and Series D (P6,800,000) bearing interest at 8.0551% per annum. The Series C Offer Bonds will mature on April 19, 2024 (5.5-year term) while the Series D Offer Bonds is due on October 19, 2025 (7-year term). Interests on these Offer Bonds are payable quarterly, commencing on January 19, 2019, and thereafter, on April 19, July 19, October 19 and January 19 of each year. The net proceeds from the issuance of the Offer Bonds were used primarily to settle short-term loans availed by the Company to fund crude oil purchases and redeem a portion of the Company's remaining USCS (Note 19), and the balance for general corporate purposes. The Offer Bonds were listed with the Philippine Dealing & Exchange Corp. on October 19, 2018.

g. On May 10, 2019, the Company signed and executed a US$800 million term loan facility. Initial drawdown of US$300 million was made on May 15, 2019, the proceeds of which were used to refinance the Company's existing dollar-denominated bilateral short-term loans. On May 31, 2019, the Company drew an additional US$236 million from the facility to partially prepay its US$1,000 million term loan facility. Finally, the remaining balance of US$264 million was drawn on July 10, 2019 to refinance various peso-denominated short-term loans and for general corporate purposes. The facility is amortized over 5 years with a 2-year grace period, after which the total principal will be amortized in 7 equal semi-annual installments beginning May 15, 2021. The facility is subject to a floating interest rate based on LIBOR plus a spread, repriced every 1, 3 or 6 months. In 2020, the Company made prepayments of US$43 million, US$34 million and US$38 million against the US$300 million, US$236 million and US$264 million drawdowns, respectively.

h. On April 22, 2020, the Company drew JP¥15 billion from a JP¥15 billion term loan facility signed and executed on March 27, 2020. The proceeds were used to partially prepay its US$1 billion term loan facility. The JP¥ facility is amortized over 5 years with a 2-year grace period, after which the total principal will be amortized in 7 equal semi-annual installments beginning March 27, 2022. It is subject to a floating interest rate based on JP¥ LIBOR plus a spread, repriced every 1, 3 or 6 months.

i. On April 27, 2020, the Company drew P5,000,000 from a P5,000,000 term loan facility which was signed and executed on April 23, 2020. The facility is subject to a fixed interest rate of 4.59% per annum and amortized over 5 years with a 12-month grace period, after which the total principal will be amortized in 16 equal quarterly payments beginning July 27, 2021. The proceeds were used for general corporate purposes.

j. On August 26, 2020, the Company availed a US$150 million three-year long-term debt, subject to floating interest rate based on LIBOR plus a spread, repriced every 1, 3 or 6 months, that will mature on August 7, 2023. The proceeds were used to prepay part of the existing US$1.0 billion term loan facility and US$800 million loan.

The above-mentioned debt agreements contain, among others, covenants relating to merger and consolidation, maintenance of certain financial ratios, restrictions on loans and guarantees, disposal of a substantial portion of assets, significant changes in the ownership or control of subsidiaries, payments of dividends and redemption of capital stock.

The Company has two financial covenants, namely, net leverage ratio not to exceed 6.5x and ratio of consolidated gross debt to consolidated net worth not to exceed 2.75x. In November 2020, the Company secured consent to amend the testing of its net leverage ratio from semi-annual to incurrence-based, while the ratio of consolidated gross debt to consolidated net worth remained to be tested quarterly.

As of December 31, 2020 and 2019, the Company has complied with its financial covenants of its debt agreements.

Total interest incurred on the above-mentioned long-term loans (including amortization of debt issue costs) amounted to P5,726,351 and P6,892,631 for the years ended 2020 and 2019, respectively (Note 25). Interest amounting to P48,572 and P21,035 was capitalized in 2020 and 2019, respectively (Note 10).

Movements in debt issue costs follow:

	Note	**2020**	2019
Balance at beginning of year		**P1,239,693**	P978,662
Additions		**731,814**	711,311
Amortization for the year	*25, 32*	**(603,320)**	(450,280)
Balance at end of year		**P1,368,187**	P1,239,693

Repayment Schedule
As of December 31, 2020 and 2019, the annual maturities of long-term debt are as follows (Note 33):

2020

Year	**Gross Amount**	**Debt Issue Costs**	**Net**
2021	**P31,561,745**	**P447,525**	**P31,114,220**
2022	**26,726,257**	**339,386**	**26,386,871**
2023	**30,569,279**	**374,774**	**30,194,505**
2024	**23,541,771**	**144,169**	**23,397,602**
2025	**8,423,143**	**62,333**	**8,360,810**
2026 and beyond	**-**	**-**	**-**
	P120,822,195	**P1,368,187**	**P119,454,008**

2019

Year	Gross Amount	Debt Issue Costs	Net
2020	P17,071,900	P191,347	P16,880,553
2021	44,683,715	556,808	44,126,907
2022	24,450,143	160,616	24,289,527
2023	20,716,572	116,740	20,599,832
2024	20,593,998	144,146	20,449,852
2025 and beyond	6,800,000	70,036	6,729,964
	P134,316,328	P1,239,693	P133,076,635

18. Asset Retirement Obligation

Movements in the ARO are as follows:

	Note	**2020**	2019
Balance at beginning of year		**P1,712,703**	P3,586,080
Additions		**717**	10,837
Effect of change in discount rate		**567,978**	(789,389)
Effect of change in estimates	*4*	**503,436**	(1,187,342)
Accretion for the year	*25*	**77,087**	97,348
Settlement		**(2,463)**	(4,831)
Balance at end of year		**P2,859,458**	P1,712,703

19. Other Noncurrent Liabilities

This account consists of:

	Note	**2020**	2019
Cash bonds		**P947,360**	P750,408
Derivative liabilities designated as cash flow hedge		**291,732**	337,046
Cylinder deposits		**270,975**	237,256
Others		**224,083**	135,502
	33, 34	**P1,734,150**	P1,460,212

“Others” account includes liability to a contractor and supplier.

20. Equity

a. Capital Stock

Common Shares

Pursuant to the registration statement rendered effective by the SEC on May 18, 1995 and the permit to sell issued by the SEC dated May 30, 1995, 10,000,000,000 common shares of the Company with par value of P1.00 per share were offered for sale at an offer price of P1.00 per share. As of December 31, 2020 and 2019, the Company had 144,979 and 145,194 stockholders with at least one board lot at the PSE, respectively, for a total of 9,375,104,497 (P1.00 per share par value) issued and outstanding common shares.

Preferred Shares

On January 21, 2010, the SEC approved the Company’s amendment to its AOI to reclassify 624,895,503 unissued common shares into preferred shares with a par value of P1.00 per share, as part of its authorized capital stock. On February 12, 2010, the SEC issued an order permitting the Company’s offer and sale of 50,000,000 peso-denominated, cumulative, non-participating and non-voting preferred shares, with an oversubscription option of 50,000,000 preferred shares (collectively, the “2010 Preferred Shares”) to the public at an issue price of P100.00 per share. Proceeds from issuance in excess of par value less related transaction costs amounting to P9,764,404 was recognized as additional paid-in capital. Dividend rate of 9.5281% per annum computed in reference to the issue price was payable every March 5, June 5, September 5 and December 5 of each year, when declared by the Company’s BOD. The 2010 Preferred Shares were listed with PSE on March 5, 2010.

On October 17, 2014, the SEC issued an order permitting the Company’s public offering and sale of 7,000,000 cumulative, non-voting, non-participating, non-convertible, peso-denominated perpetual preferred shares with an oversubscription option of 3,000,000 preferred shares (collectively, the “Series 2 Preferred Shares”) at an issue price of P1,000.00 per share.

On November 3, 2014, the Company issued and listed in the PSE 10,000,000 Series 2 Preferred Shares at an offer price of P1,000.00 per share. The Series 2 Preferred Shares were issued in two (2) sub-series, (i) 7,122,320 Series 2A preferred shares (the “Series 2A Preferred Shares”) and (ii) 2,877,680 Series 2B preferred shares (the “Series 2B Preferred Shares”). Proceeds from issuance in excess of par value less related transaction costs amounting to P9,888,298 was recognized as additional paid-in capital.

The Series 2A Preferred Shares may be redeemed by the Company starting on the fifth anniversary from the listing date while the Series 2B Preferred Shares may be redeemed starting on the seventh anniversary from the listing date. Series 2A and Series 2B Preferred Shares have dividend rates of 6.3000% and 6.8583%, respectively. Cash dividends are payable quarterly every February 3, May 3, August 3 and November 3 of each year, as and if declared by the Company’s BOD.

All shares rank equally as regards to the Company’s residual assets, except that holders of preferred shares participate only to the extent of the issue price of the shares plus any accumulated and unpaid cash dividends.

On March 5, 2015, the Company redeemed the 2010 Preferred Shares at P100.00 per share, which were delisted by the PSE on March 6, 2015 in line with the latter's rule on the delisting of redeemed shares which are not re-issuable at the time of redemption under the issuing Company's AOI. On July 6, 2015, the SEC approved the amendment of the AOI of the Company to provide a re-issuability feature of its preferred shares.

On May 31, 2019, the SEC issued a permit for the Company's public offering and sale of 15,000,000 cumulative, non-voting, non-participating, non-convertible, peso-denominated perpetual preferred shares with an oversubscription option of 5,000,000 preferred shares (collectively, the "Series 3 Preferred Shares") at an issue price of P1,000.00 per share.

On June 25, 2019, the Company issued and listed on the PSE 20,000,000 Series 3 Preferred Shares. The net proceeds from the issuance were used for the repayment of the Company's outstanding short-term loans and for general corporate purposes while the remaining balance was allocated for the redemption of the Series 2A Preferred Shares in November 2019.

The Series 3 Preferred Shares were issued in two (2) sub-series: (i) 13,403,000 Series 3A Preferred Shares with dividend rate of 6.8713% per annum and first optional redemption date on its 5.5th anniversary from the issuance date; and (ii) 6,597,000 Series 3B Preferred Shares with dividend rate of 7.1383% per annum and first optional redemption date on its 7th anniversary from the issuance date. Cash dividends are payable quarterly on March 25, June 25, September 25 and December 25 of each year, as and if declared by the Company's BOD. Proceeds from issuance in excess of par value less related transaction costs amounting to P17,847,620 was recognized as additional paid-in capital.

On November 4, 2019, the Company redeemed its 7,122,320 Series 2A Preferred Shares issued on November 3, 2014 at a redemption price of P1,000.00 per share, with a record date of October 10, 2019. The redemption was approved by the Company's BOD on March 12, 2019.

As of December 31, 2020 and 2019, the Company had 22,877,680 and 10,000,000 (P1 par value) issued and outstanding preferred shares. The total number of preferred shareholders with at least one board lot at the PSE as of December 31, 2020 and 2019 are as follows:

	2020	2019
Series 2B Preferred Shares	**30**	30
Series 3A Preferred Shares	**8**	8
Series 3B Preferred Shares	**24**	25
	62	63

b. Retained Earnings

Declaration of Cash Dividends
On various dates in 2020 and 2019, the Company's BOD approved the declaration of cash dividends for common and preferred shareholders with the following details:

Type	**Per Share**	**Date of Declaration**	**Date of Record**	**Date of Payment**
2020				
Common	**P0.10000**	**March 10, 2020**	**March 24, 2020**	**April 8, 2020**
Series 2B	**17.14575**	**March 10, 2020**	**April 7, 2020**	**May 4, 2020**
Series 3A	**17.17825**	**March 10, 2020**	**June 1, 2020**	**June 25, 2020**
Series 3B	**17.84575**	**March 10, 2020**	**June 1, 2020**	**June 25, 2020**
Series 2B	**17.14575**	**May 26, 2020**	**July 9, 2020**	**August 3, 2020**
Series 3A	**17.17825**	**May 26, 2020**	**September 2, 2020**	**September 25, 2020**
Series 3B	**17.84575**	**May 26, 2020**	**September 2, 2020**	**September 25, 2020**
Series 2B	**17.14575**	**August 4, 2020**	**October 9, 2020**	**November 3, 2020**
Series 3A	**17.17825**	**August 4, 2020**	**December 2, 2020**	**December 28, 2020**
Series 3B	**17.84575**	**August 4, 2020**	**December 2, 2020**	**December 28, 2020**
Series 2B	**17.14575**	**November 3, 2020**	**January 8, 2021**	**February 3, 2021**
Series 3A	**17.17825**	**November 3, 2020**	**March 2, 2021**	**March 25, 2021**
Series 3B	**17.84575**	**November 3, 2020**	**March 2, 2021**	**March 25, 2021**

Type	Per Share	Date of Declaration	Date of Record	Date of Payment
2019				
Common	P0.10000	March 12, 2019	March 27, 2019	April 11, 2019
Series 2A	15.75000	March 12, 2019	April 4, 2019	May 3, 2019
Series 2B	17.14575	March 12, 2019	April 4, 2019	May 3, 2019
Series 2A	15.75000	March 12, 2019	July 12, 2019	August 5, 2019
Series 2B	17.14575	March 12, 2019	July 12, 2019	August 5, 2019
Series 2A	15.75000	August 6, 2019	October 11, 2019	November 4, 2019
Series 2B	17.14575	August 6, 2019	October 11, 2019	November 4, 2019
Series 3A	17.17825	August 6, 2019	September 2, 2019	September 25, 2019
Series 3B	17.84575	August 6, 2019	September 2, 2019	September 25, 2019
Series 3A	17.17825	November 5, 2019	December 2, 2019	December 26, 2019
Series 3B	17.84575	November 5, 2019	December 2, 2019	December 26, 2019
Series 2B	17.14575	November 5, 2019	January 14, 2020	February 3, 2020
Series 3A	17.17825	November 5, 2019	March 2, 2020	March 25, 2020
Series 3B	17.84575	November 5, 2019	March 2, 2020	March 25, 2020

Total cash dividends declared amounted to P2,515,555 and P2,515,305 in 2020 and 2019, respectively.

Appropriation for Capital Projects
On May 11, 2011, the Company's BOD approved the proposal to revise the current level of appropriated retained earnings of P15,372,000 to P25,000,000 for the Company's Refinery Master Plan 2 (RMP-2) project. On January 1, 2016, RMP-2 Project commenced commercial operation, thus, on May 5, 2016, the Company's BOD approved the reversal of P25,000,000 appropriation for the Company's RMP-2 and the re-appropriation of retained earnings amounting to P15,000,000 for capital projects in 2016 and 2017 which are expected to be completed within five years from the date of the approval.

c. Equity reserves comprise of the following:

Reserve for retirement plan pertains to the cumulative remeasurements of the Company's defined benefit retirement plan.

Other reserves comprise the net gain (loss) on cash flows hedges with details as follows:

	2020	2019
Balance at beginning of year	**(P9,445,913)**	(P9,300,533)
Net gain (loss) on cash flow hedges, net of tax	**70,096**	(145,380)
Balance at end of year	**(P9,375,817)**	(P9,445,913)

d. SPCS

On January 19, 2018, the Company issued US$500 million SPCS with an issue price of 100% for the partial repurchase and redemption of the Company's existing US$750 million USCS, the repayment of indebtedness and general corporate purposes including capital expenditures. The SPCS were listed with the Singapore Exchange Securities Trading Ltd. on January 22, 2018.

The SPCS were offered for sale and sold to qualified buyers and not more than 19 institutional lenders. Hence, the sale of SPCS was considered an exempt transaction for which no confirmation of exemption from the registration requirements of the SRC was required to be filed with the SEC.

Holders of the SPCS are conferred a right to receive distribution on a semi-annual basis from their issue date at the rate of 4.6% per annum, subject to a step-up rate. The Company has a right to defer the distribution under certain conditions.

The SPCS have no fixed redemption date and are redeemable in whole, but not in part, at their principal amounts together with any accrued, unpaid, or deferred distributions, at the Company's option on or after July 19, 2023 or on any distribution payment date thereafter or upon the occurrence of certain other events.

Payments of distributions pertaining to SPCS were made on the following dates: July 17, 2020 (P813,937), January 17, 2020 (P833,915), July 18, 2019 (P838,005), January 18, 2019 (P859,017) and July 19, 2018 (P878,419).

e. RPS

- On November 27, 2019, the Company issued US$6 million RPS to be used for capital expenditure requirements. Holders of the RPS are conferred a right to receive distribution on a quarterly basis, every February 27, May 27, August 27 and November 27, at the rate of 4.0% per annum. The Company has a right to defer the distribution under certain conditions.

  Distributions to holders of the RPS were made on November 27, 2020 (P2,885), August 27, 2020 (P2,917), May 27, 2020 (P3,037) and February 27, 2020 (P3,063).

- On June 22, 2020, the Company issued US$130 million RPS used for general corporate purposes. Holders of the RPS are conferred a right to receive distributions on a quarterly basis every March 22, June 22, September 22 and December 22.

  Payments of distributions pertaining to RPS were made on December 22, 2020 (P56,657) and September 22, 2020 (P57,079).

- On August 10, 2020, the Company issued additional US$100 million RPS used for general corporate purposes. Holders of the RPS are conferred a right to receive distributions on a quarterly basis every February 10, May 10, August 10 and November 10.

  Holders of RPS were paid on November 10, 2020 (P43,715).

The RPS have no fixed redemption date and are redeemable in whole or in part at their principal amounts together with any accrued, unpaid, or deferred distributions, at the Company's option on any distribution payment date after 90 days from Issuance Date.

21. Cost of Goods Sold

This account consists of:

	Note	2020	2019
Inventories	*8*	**P157,720,229**	P277,782,263
Depreciation and amortization	*24*	**4,621,498**	8,194,651
Materials and supplies		**2,917,913**	4,033,209
Purchased services and utilities		**1,019,825**	1,526,287
Personnel expenses	*23*	**995,389**	1,312,604
Others	*28, 30*	**3,478,900**	3,422,462
		P170,753,754	P296,271,476

Distribution or transshipment costs included as part of inventories amounted to P3,506,671 and P5,883,813 in 2020 and 2019, respectively.

Others include manufacturing and overhead costs such as maintenance and repairs, taxes and licenses, insurance and rent.

22. Selling and Administrative Expenses

This account consists of:

	Note	2020	2019
Depreciation and amortization	*24*	**P3,224,483**	P3,204,608
Purchased services and utilities		**2,934,998**	3,213,462
Personnel expenses	*23*	**1,993,837**	2,057,537
Maintenance and repairs		**633,431**	739,084
Materials and office supplies		**415,560**	360,836
Taxes and licenses		**207,823**	215,363
Advertising		**176,885**	338,482
Rent	*4, 28, 30*	**109,083**	75,408
Impairment losses on trade and other receivables	*4, 7*	**77,249**	26,056
Insurance		**50,301**	50,610
Others		**9,553**	26,792
		P9,833,203	P10,308,238

Selling and administrative expenses include research and development costs amounting to P65,555 and P76,310 in 2020 and 2019, respectively (Note 8).

23. Personnel Expenses

This account consists of:

	Note	2020	2019
Salaries, wages and other employee costs	*27*	**P2,692,420**	P3,311,034
Retirement benefits costs - defined contribution plan	*27*	**83,112**	99,825
Retirement benefits costs - defined benefit plan	*27, 29*	**213,694**	(40,718)
		P2,989,226	P3,370,141

The above amounts are distributed as follows:

	Note	2020	2019
Cost of goods sold	*21*	**P995,389**	P1,312,604
Selling and administrative expenses	*22*	**1,993,837**	2,057,537
		P2,989,226	P3,370,141

24. Depreciation and Amortization

This account consists of:

	Note	2020	2019
Cost of goods sold:			
Property, plant and equipment	*10*	**P4,136,305**	P7,862,933
Right-of-use assets	*11*	**261,655**	206,577
Other assets	*13*	**223,538**	125,141
	21	**4,621,498**	8,194,651
Selling and administrative expenses:			
Property, plant and equipment	*10*	**1,435,023**	1,362,141
Right-of-use assets	*11*	**366,110**	453,861
Investment property	*12*	**1,407,526**	1,375,523
Intangible assets	*13*	**15,824**	13,083
	22	**3,224,483**	3,204,608
		P7,845,981	P11,399,259

25. Interest Expense and Other Financing Charges, Interest Income and Other Income (Expenses)

This account consists of:

	Note	2020	2019
Interest expense and other financing charges:			
Long-term debt	*17*	**P5,079,577**	P6,422,690
Short-term loans	*14*	**3,242,188**	4,003,108
Accretion on lease liabilities	*28*	**1,250,630**	1,302,521
Bank charges		**645,962**	654,383
Amortization of debt issue costs	*17, 32*	**598,202**	448,906
Defined benefit obligation	*29*	**192,726**	335,219
Accretion on ARO	*18*	**77,087**	97,348
Others		**230,076**	68,109
		P11,316,448	P13,332,284
Interest income:			
Short-term placements	*5*	**P413,972**	P714,231
Advances to related parties	*27*	**204,027**	230,151
Plan assets	*29*	**100,440**	208,539
Trade receivables	*7*	**43,872**	39,934
Cash in banks	*5*	**16,913**	7,013
Others		**243**	517
		P779,467	P1,200,385

	Note	2020	2019
Other income (expenses):			
Foreign currency gains - net	*33*	**P2,396,721**	P2,551,797
Dividend income	*9*	**1,185,555**	3,045,329
Insurance claims		**59,029**	1,746
Impairment loss on investments in shares of stock of subsidiaries	*9*	**(494)**	-
Changes in fair value of financial assets at FVPL	*6*	**(8,800)**	29,709
Hedging losses - net		**(1,121,214)**	(1,783,200)
Marked-to-market losses - net	*34*	**(2,473,270)**	(1,477,255)
Others - net	*9, 27*	**304,980**	1,130,048
		P342,507	P3,498,174

Bank charges amounting to P5,417 and P1,942 was capitalized in 2020 and 2019, respectively (Note 10). Others - net includes other income due to rent concessions amounting to P18,983 (Notes 3 and 28) and gain on disposal of investment in PLI amounting to P29,517 (Note 9) both in 2020.

26. Income Taxes

The components of income tax benefit are shown below:

	2020	2019
Current	**P11,612**	P531,041
Deferred	**(4,865,067)**	(544,999)
	(P4,853,455)	(P13,958)

The movements of deferred tax assets and liabilities are accounted for as follows:

2020	**Balance at January 1**	**Recognized in Profit or Loss**	**Recognized in Other Comprehensive Income**	**Balance at December 31**
NOLCO	**P1,285,784**	**P7,561,572**	**P -**	**P8,847,356**
Various allowances, accruals and others	**2,615,708**	**(10,753)**	**-**	**2,604,955**
Net retirement benefits liability	**2,021,154**	**(154,991)**	**198,474**	**2,064,637**
Rental	**1,374,437**	**244,108**	**-**	**1,618,545**
MCIT	**491,489**	**-**	**-**	**491,489**
ARO	**277,949**	**18,612**	**-**	**296,561**
Inventory differential	**643,730**	**(570,808)**	**-**	**72,922**
Unrealized foreign exchange gains - net	**(137,777)**	**(814,140)**	**(30,041)**	**(981,958)**
Capitalized taxes and duties on inventories deducted in advance	**(1,401,870)**	**167,610**	**-**	**(1,234,260)**
Capitalized interest, losses, duties and taxes on property, plant and equipment deducted in advance and others	**(4,608,735)**	**301,827**	**-**	**(4,306,908)**
Excess of double-declining over straight-line method of depreciation and amortization	**(5,759,954)**	**(1,877,970)**	**-**	**(7,637,924)**
	(P3,198,085)	**P4,865,067**	**P168,433**	**P1,835,415**

2019	Balance at January 1	Adjustment Due to Adoption of PFRS 16	Recognized in Profit or Loss	Recognized in Other Comprehensive Income	Balance at December 31
NOLCO	P -	P -	P1,285,784	P -	P1,285,784
Various allowances, accruals and others	2,629,686	-	(13,978)	-	2,615,708
Net retirement benefits liability	1,504,957	-	(204,543)	720,740	2,021,154
Rental	224,294	874,050	276,093	-	1,374,437
MCIT	-	-	491,489	-	491,489
ARO	415,299	-	(137,350)	-	277,949
Inventory differential	(150,271)	-	794,001	-	643,730
Unrealized foreign exchange gains - net	539,002	-	(739,085)	62,306	(137,777)
Capitalized taxes and duties on inventories deducted in advance	(862,993)	-	(538,877)	-	(1,401,870)
Capitalized interest, losses, duties and taxes on property, plant and equipment deducted in advance and others	(4,818,384)	-	209,649	-	(4,608,735)
Excess of double-declining over straight-line method of depreciation and amortization	(4,881,770)	-	(878,184)	-	(5,759,954)
	(P5,400,180)	P874,050	P544,999	P783,046	(P3,198,085)

As at December 31, 2020, the NOLCO and MCIT of the Company that can be claimed as deduction from future taxable income and deduction from corporate income tax due, respectively, are as follows:

Year Incurred/Paid	**Carryforward Benefits Up To**	**NOLCO**	**MCIT**
2019	December 31, 2022	**P4,285,945**	**P491,489**
2020	December 31, 2025	**25,205,241**	**-**
		P29,491,186	**P491,489**

A reconciliation of tax on the pretax income computed at the applicable statutory rates to tax expense reported in the separate statements of comprehensive income is as follows:

	2020	2019
Statutory income tax rate	**30.00%**	30.00%
Increase (decrease) in income tax rate resulting from:		
Nontaxable income	**0.24%**	(34.91%)
Interest income subjected to lower final tax and others	**0.04%**	(22.46%)
Nondeductible expense	**(0.01%)**	2.04%
Nondeductible interest expense	**(0.04%)**	20.34%
Reversal of allowance for decline in the value of investments	**-**	(8.83%)
Effective income tax rate	**30.23%**	(13.82%)

27. Related Party Disclosures

The Company, certain subsidiaries, joint venture, associate and SMC and its subsidiaries in the normal course of business, purchase products and services from one another. Transactions with related parties are made at normal market prices and terms. The Company requires approval of the BOD for certain limits on the amount and extent of transactions with related parties.

Amounts owed by/owed to related parties are collectible/to be settled in cash. An assessment is undertaken at each financial year by examining the financial position of the related party and the market in which the related party operates.

The balances and transactions with related parties as of and for the years ended December 31 follow:

	Note	Year	Revenues from Related Parties	Purchases from Related Parties	Amounts Owed by Related Parties	Amounts Owed to Related Parties	Terms	Conditions
Ultimate Parent	*b*	**2020**	**P47**	**P -**	**P19**	**P -**	On demand; non-interest bearing	Unsecured; no impairment
		2019	62	-	6	-		
Retirement Plan	*7, 29, a*	**2020**	**93,404**	**-**	**1,561,752**	**-**	On demand; interest bearing	Unsecured; no impairment
		2019	113,073	-	1,971,150	-		
Intermediate Parent	*b, c, e, l, m*	**2020**	**7,733**	**173,501**	**10,872**	**251,388**	On demand; non-interest bearing	Unsecured; no impairment
		2019	12,546	227,533	8,399	94,701		
Subsidiaries	*g, h, i, j, l, m*	**2020**	**9,291,187**	**79,588,397**	**3,637,674**	**17,231,835**	On demand; non-interest bearing	Unsecured; no impairment
		2019	15,098,771	217,701,545	4,608,515	26,795,792		
Under Common Control	*b, c, d, f, k, l, m*	**2020**	**4,715,068**	**4,454,588**	**1,012,009**	**1,881,177**	On demand; non interest bearing	Unsecured; no impairment
		2019	6,182,710	4,903,159	1,177,865	2,010,078		
		2020	**P14,107,439**	**P84,216,486**	**P6,222,326**	**P19,364,400**		
		2019	P21,407,162	P222,832,237	P7,765,935	P28,900,571		

a. As of December 31, 2020 and 2019, the Company has interest bearing advances to PCERP, included as part of “Trade and other receivables - net" account in the separate statements of financial position, for some investment opportunities (Notes 7 and 29).

b. Sales relate to the Company’s supply agreements with TF, SMC and various SMC subsidiaries. Under these agreements, the Company supplies diesel fuel, gasoline and lubes requirements of selected SMC plants and subsidiaries.

c. Purchases relate to purchase of goods and services such as construction, information technology, shipping and terminalling from SMC and various SMC subsidiaries.

d. Petron entered into a lease agreement with San Miguel Properties, Inc. for its office space covering 6,852 square meters with a monthly rate of P6,196. The lease, which commenced on June 1, 2018, is for a period of one year and was subsequently renewed on a yearly basis in accordance with the written agreement of the parties.

e. The Company also pays SMC for its share in common expenses such as utilities and management fees.

f. Petron has existing logistics and freight forwarding agreement with PLI.

g. The Company has long-term lease agreements with NVRC covering certain parcels of land whereby the Company pays annual fixed rentals and uses the premises for petroleum marketing business for a period of 30 years (Note 30).

h. The Company also grants unsecured, noninterest and interest-bearing cash advances (interest rates ranging from 5% to 9%) to NVRC, which are payable monthly over an average period of 25 years. The advances are initially recognized at their present values at the time of grant and are subsequently accreted to their maturity values at their effective yields.

i. The Company obtains insurance coverage from Petrogen, which in turn obtains reinsurance coverage from Ovincor and other local reinsurers.

j. Petron has an existing trading agreement with PSTPL for the procurement of crude oil and trading of finished petroleum products and other materials such as ethanol, coal, catalysts and additives (Note 30).

k. In 2019, 50,000 shares of MNHPI representing 0.17% interest was sold to a related party at a gain of P3,310 recognized as part of “Others-net” (Note 25).

l. Amounts owed by related parties consist of trade and non-trade receivables, advances and prepaid expenses.

m. Amounts owed to related parties consist of trade payables, non-trade payables and other noncurrent liabilities.

n. The compensation and benefits of key management personnel of the Company, by benefit type, included in the “Personnel expenses” account follow (Note 23):

	2020	2019
Salaries and other short-term employee benefits	**P659,965**	P671,235
Retirement benefits costs - defined benefit plan	**108,506**	29,015
Retirement benefits costs - defined contribution plan	**21,175**	14,258
	P789,646	P714,508

28. Lease Commitments

Company as Lessee

The Company entered into commercial leases on office space, buildings, machinery and equipment service stations and certain parcels of land for its refinery and service stations (Note 11, 12 and 30). These leases' life ranges from one to 30 years with renewal options included in the contracts. There are no restrictions placed upon the Company by entering into these leases. The lease agreements include upward escalation adjustments of the annual rental rates.

Amounts recognized in profit or loss.

	Note	**2020**	2019
Interest on lease liabilities	*11*	**P1,250,630**	P1,302,521
Income from sub-leasing		**(228,976)**	(409,734)
Income from rent concessions	*3, 25*	**(18,983)**	-
Expenses relating to short-term leases		**206,627**	129,263
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets		**13,374**	32,204
		P1,222,672	P1,054,254

Rent expense included in cost of goods sold - others amounted to P110,918 in 2020 and P86,059 in 2019 (Note 21). Interest amounting to P10,626 and P3,987 was capitalized as part of property, plant and equipment in 2020 and 2019, respectively (Note 10).

Amounts recognized in separate statements of cashflows.

	Note	**2020**	2019
Interest expense under operating activities	*25*	**P1,250,630**	P1,302,521
Principal lease payments under financing activities	*32*	**1,008,386**	907,394

Company as Lessor - Operating Lease

The Company has entered into lease agreements on its service stations and other related structures. The non-cancellable leases have remaining terms of between three to ten years. All leases include a clause to enable upward escalation adjustment of the annual rental rates.

The following table sets out a maturity analysis of lease payments, showing undiscounted lease payments to be received after the reporting period.

	2020	2019
Less than one year	**P92,930**	P63,620
One to two years	**4,870**	13,184
Two to three years	**4,381**	2,544
Three to four years	**4,280**	-
Four to five years	**4,050**	22,131
More than five years	**22,151**	16,687
	P132,662	P118,166

29. Retirement Plan

The succeeding tables summarize the components of net retirement benefits costs (income) under defined benefit retirement plan recognized in separate statements of comprehensive income and the funding status and amounts of retirement plan recognized in the separate statements of financial position. The Company has a funded, noncontributory, defined benefit retirement plan. Contributions and costs are determined in accordance with the actuarial studies made for the plan. Annual cost is determined using the projected unit credit method. The Company's latest actuarial valuation date is as of December 31, 2020. Valuations are obtained on a periodic basis.

The Company's retirement plan is registered with the Bureau of Internal Revenue (BIR) as a tax-qualified plan under Republic Act (RA) No. 4917, as amended. The control and administration of the retirement plan is vested in the Board of Trustees (BOT), as appointed by the BOD of the Company. The BOT of the retirement plan, who exercise voting rights over the shares and approve material transactions, are also officers of the Company, while one of the BOT is also a BOD. The retirement plan's accounting and administrative functions are undertaken by SMC's Retirement Funds Office.

The following table shows a reconciliation of the net defined benefit retirement liability and its components:

	Present Value of Defined Benefit Obligation		**Fair Value of Plan Assets**		**Net Defined Benefit Retirement Liability**	
	2020	2019	**2020**	2019	**2020**	2019
Balance at beginning of year	**(P3,692,059)**	(P4,877,801)	**P1,085,815**	P3,282,177	**(P2,606,244)**	(P1,595,624)
Recognized in Profit or Loss						
Current service cost	**(213,694)**	(260,360)	**-**	-	**(213,694)**	(260,360)
Interest expense	**(192,726)**	(335,219)	**-**	-	**(192,726)**	(335,219)
Interest income	**-**	-	**100,440**	208,539	**100,440**	208,539
Past service cost*	**-**	435,701	**-**	-	**-**	435,701
Settlement loss*	**-**	(134,623)	**-**	-	**-**	(134,623)
	(406,420)	(294,501)	**100,440**	208,539	**(305,980)**	(85,962)
Recognized in Other Comprehensive Income						
Remeasurements:						
Actuarial gains (losses) arising from:						
Experience adjustments	**(94,897)**	(463,275)	**-**	-	**(94,897)**	(463,275)
Changes in financial assumptions	**(62,995)**	(54,983)	**-**	-	**(62,995)**	(54,983)
Changes in demographic assumptions	**137,521**	137,138	**-**	-	**137,521**	137,138
Return on plan asset excluding interest	**-**	-	**(641,211)**	(2,021,345)	**(641,211)**	(2,021,345)
	(20,371)	(381,120)	**(641,211)**	(2,021,345)	**(661,582)**	(2,402,465)
Others						
Contributions	**-**	-	**815,000**	1,477,807	**815,000**	1,477,807
Benefits paid	**301,062**	1,861,363	**(301,062)**	(1,861,363)	**-**	-
Transfer from other plans	**-**	-	**-**	-	**-**	-
	301,062	1,861,363	**513,938**	(383,556)	**815,000**	1,477,807
Balance at end of year	**(P3,817,788)**	(P3,692,059)	**P1,058,982**	P1,085,815	**(P2,758,806)**	(P2,606,244)

**In 2019, the significant reduction in the Company's headcount resulted in non-routine benefit payments during the year. This led to the recognition of settlement loss and curtailment of past service cost.*

The carrying amounts of the Company's retirement fund approximate fair values as of December 31, 2020 and 2019.

Plan assets consist of the following:

	2020	2019
Shares of stock:		
Quoted	**76%**	76%
Unquoted	**11%**	9%
Government securities	**8%**	9%
Cash and cash equivalents	**2%**	5%
Others	**3%**	1%
	100%	100%

Investment in Shares of Stock. As of December 31, 2020 and 2019, the Company's plan assets include 459,156,097 common shares of Petron with fair market value per share of P3.99 in 2020 and P3.86 in 2019, and 14,250,900 common shares of SMC with fair market value per share of P128.10 in 2020 and P164.00 in 2019.

The Company's plan recognized a loss on the investment in marketable securities of Petron and SMC amounting to P451,917 and P1,780,054 in 2020 and 2019, respectively, mainly as a result of marked-to-market remeasurements.

Dividend income from the investment in shares of stock of Petron and SMC amounted to P65,867 and P73,229 in 2020 and 2019, respectively.

Investment in trust account represents funds entrusted to financial institutions for the purpose of maximizing the yield on investible funds.

Others include receivables which earn interest. These include the uncollected balance as of December 31, 2020 of the plan's sale of investment in common shares of Petron to SMC Retirement Plan in 2018.

In 2019, the Company's plan has fully withdrawn its investments in pooled funds and Petron bonds.

The BOT reviews the level of funding required for the retirement fund. Such a review includes the asset-liability matching (ALM) strategy and investment risk management policy. The Company's ALM objective is to match maturities of the plan assets to the retirement benefit obligation as they fall due. The Company monitors how the duration and expected yield of the investments are matching the expected cash outflows arising from the retirement benefit obligation. The Company expects to contribute P552,984 to its defined benefit retirement plan in 2021.

The BOT approves the percentage of asset to be allocated for fixed income instruments and equities. The retirement plan has set maximum exposure limits for each type of permissible investments in marketable securities and deposit instruments. The BOT may, from time to time, in the exercise of its reasonable discretion and taking into account existing investment opportunities, review and revise such allocation and limits.

The retirement plan exposes the Company to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk as follows:

Investment and Interest Risk. The present value of the defined benefit obligation is calculated using a discount rate determined by reference to market yields to government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation. However, this will be partially offset by an increase in the return on the plan's investments and if the return on plan asset falls below this rate, it will create a deficit in the plan. Due to the long-term nature of plan obligation, a level of continuing equity investments is an appropriate element of the Company's long-term strategy to manage the plans efficiently.

Longevity and Salary Risks. The present value of the defined obligation is calculated by reference to the best estimate of the mortality of the plan participants both during and after their employment and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

The overall expected rate of return is determined based on historical performance of the investments.

The principal actuarial assumptions used to determine retirement benefits are as follows:

	2020	2019
Discount rate	**3.95%**	5.22%
Future salary increases	**4.00%**	5.00%

Assumptions for mortality and disability rates are based on published statistics and mortality and disability tables.

The weighted average duration of defined benefit obligation is from 6.4 years and 6.0 years as of December 31, 2020 and 2019, respectively.

The reasonably possible changes to one of the relevant actuarial assumptions, while holding all other assumptions constant, would have affected the defined benefit liabilities/assets by the amounts below:

	Defined Benefit Liabilities	
2020	**1 Percent Increase**	**1 Percent Decrease**
Discount rate	**(P223,868)**	**257,383**
Salary increase rate	**254,620**	**(225,796)**

	Defined Benefit Liabilities	
2019	1 Percent Increase	1 Percent Decrease
Discount rate	(P208,734)	P238,563
Salary increase rate	236,684	(211,027)

The Company has advances to PCERP amounting to P1,561,752 and P1,971,150 as of December 31, 2020 and 2019, respectively, included as part of "Trade and other receivables - net" account in the separate statements of financial position (Notes 7 and 27). The advances are subject to interest of 5% in 2020 and 2019 (Note 25).

In 2020 and 2019, portion of the Company's interest-bearing advances to PCERP were converted into contribution to the retirement plan (Note 27).

Transactions with the retirement plan are made at normal market prices and terms. Outstanding balances as of December 31, 2020 and 2019 are unsecured and settlements are made in cash. There have been no guarantees provided for any retirement plan receivables. The Company has not recognized any impairment losses relating to the receivables from retirement plan for the years ended December 31, 2020 and 2019.

30. Significant Agreements

Supply Agreements. The Company has assigned all its rights and obligations to PSTPL (as Assignee) to have a term contract to purchase the Company's crude oil requirements from Saudi Arabian Oil Company (Saudi Aramco), based on the latter's standard Far East selling prices and Kuwait Petroleum Corporation (KPC) to purchase Kuwait Export Crude Oil (KEC) at pricing based on latter's standard KEC prices. The contract with Saudi Aramco is from November 1, 2013 to December 31, 2014 while the contract with KPC is from January 1, 2015 to December 31, 2015, both with automatic annual extension thereafter unless terminated at the option of either party, upon at least 60 days written notice.

Outstanding liabilities of the Company for such purchases are shown as part of "Liabilities for crude oil and petroleum products" account in the separate statements of financial position as of December 31, 2020 and 2019 (Note 15).

Lease Agreements with Philippine National Oil Company (PNOC). On September 30, 2009, the Company through NVRC, entered into a 30-year lease with PNOC without rent-free period, covering a property which it shall use as site for its refinery, commencing January 1, 2010 and ending on December 31, 2039. Based on the latest re-appraisal made, the annual rental shall be P137,712 starting 2012, payable on the 15th day of January each year without the necessity of demand. This non-cancellable lease is subject to renewal options and annual escalation clauses of 3% per annum to be applied starting 2013 until the next re-appraisal is conducted. The leased premises were reappraised in 2017 and every fifth year thereafter in which the new rental rate shall be determined equivalent to 5% of the reappraised value, and still subject to annual escalation clause of 3% for the four years following the re-appraisal. Prior to this agreement, the Company had an outstanding lease agreement on the same property from PNOC. Also, as of December 31, 2020 and 2019, the Company leases other parcels of land from PNOC for its bulk plants and service stations (Note 38).

31. Basic and Diluted Loss Per Share

Basic and diluted loss per share amounts are computed as follows:

	2020	2019
Net income (loss) for the year	**(P11,201,688)**	P114,923
Dividends on preferred shares for the year	**(1,578,045)**	(1,577,795)
Distributions to the holders of capital securities	**(1,817,205)**	(1,697,022)
Net loss attributable to common shareholders of the Company (a)	**(P14,596,938)**	(P3,159,894)
Weighted average number of common shares outstanding (in thousands) (b)	**9,375,104**	9,375,104
Basic/diluted loss per share (a/b)	**(P1.56)**	(P0.34)

As of December 31, 2020 and 2019, the Company has no potential dilutive debt or equity instruments.

32. Supplemental Cash Flow Information

Supplemental information with respect to the separate statements of cash flows is presented below:

a. Changes in noncash current assets, certain current liabilities and others are as follows (amounts reflect actual cash flows rather than increases or decreases of the accounts in the separate statements of financial position):

	2020	2019
Decrease (increase) in assets:		
Trade and other receivables	**P13,311,305**	(P4,786,570)
Inventories	**23,605,157**	(7,601,580)
Other current assets	**(3,142,300)**	2,437,517
Increase (decrease) in liabilities:		
Liabilities for crude oil and petroleum products	**(9,751,459)**	12,026,960
Trade and other payables	**(9,300,162)**	1,683,462
	14,722,541	3,759,789
Additional allowance for (net reversal of) impairment of receivables, inventory decline and/or obsolescence and others	**(401,697)**	(470,845)
	P14,320,844	P3,288,944

b. Changes in liabilities arising from financing activities:

	Dividends Payable	Lease Liabilities	Short-term Loans	Long-term Debt	Total
Balance as of January 1, 2020	**P495,646**	**P16,277,740**	**P69,485,000**	**P133,076,635**	**P219,335,021**
Changes from Financing Cash Flows					
Payments of principal	**-**	**(1,008,386)**	**-**	**-**	**(1,008,386)**
Proceeds from availment of loans/leases	**-**	**-**	**118,899,000**	**18,626,186**	**137,525,186**
Payments of loans	**-**	**-**	**(115,561,700)**	**(29,570,419)**	**(145,132,119)**
Dividends and distributions declared	**4,332,760**	**-**	**-**	**-**	**4,332,760**
Dividends and distributions paid	**(4,323,444)**	**-**	**-**	**-**	**(4,323,444)**
Total changes from financing cash flows	**9,316**	**(1,008,386)**	**3,337,300**	**(10,944,233)**	**(8,606,003)**
New leases	**-**	**1,024,348**	**-**	**-**	**1,024,348**
Interest expense	**-**	**1,250,630**	**-**	**-**	**1,250,630**
Interest paid	**-**	**(1,250,630)**	**-**	**-**	**(1,250,630)**
Effects of changes in foreign exchange rates	**-**	**-**	**(128,840)**	**(3,281,714)**	**(3,410,554)**
Amortization of debt issue costs	**-**	**-**	**-**	**603,320**	**603,320**
Balance as of December 31, 2020	**P504,962**	**P16,293,702**	**P72,693,460**	**P119,454,008**	**P208,946,132**

	Dividends Payable	Lease Liabilities	Short-term Loans	Long-term Debt	Total
Balance as of January 1, 2019	P206,254	P -	P75,907,000	P118,000,066	P194,113,320
Adjustment due to adoption of PFRS 16	-	16,348,944	-	-	16,348,944
Balance as of January 1, 2019, as adjusted	206,254	16,348,944	75,907,000	118,000,066	210,462,264
Changes from Financing Cash Flows					
Payments of principal	-	(907,394)	-	-	(907,394)
Proceeds from availment of loans/leases	-	-	339,661,870	40,890,993	380,552,863
Payments of loans	-	-	(345,957,480)	(23,706,749)	(369,664,229)
Dividends and distributions declared	4,212,327	-	-	-	4,212,327
Dividends and distributions paid	(3,922,935)	-	-	-	(3,922,935)
Total changes from financing cash flows	289,392	(907,394)	(6,295,610)	17,184,244	10,270,632
New leases	-	836,190	-	-	836,190
Interest expense	-	1,302,521	-	-	1,302,521
Interest paid	-	(1,302,521)	-	-	(1,302,521)
Effects of changes in foreign exchange rates	-	-	(126,390)	(2,557,955)	(2,684,345)
Amortization of debt issue costs	-	-	-	450,280	450,280
Balance as of December 31, 2019	P495,646	P16,277,740	P69,485,000	P133,076,635	P219,335,021

33. Financial Risk Management Objectives and Policies

The Company's principal financial instruments include cash and cash equivalents, debt and equity securities, bank loans and derivative instruments. The main purpose of bank loans is to finance working capital relating to importation of crude and petroleum products, as well as to partly fund capital expenditures. The Company has other financial assets and liabilities such as trade and other receivables and trade and other payables, which are generated directly from its operations.

It is the Company's policy not to enter into derivative transactions for speculative purposes. The Company uses hedging instruments to protect its margin on its products from potential price volatility of crude oil and products. It also enters into forward currency and option contracts to hedge its currency exposure on crude oil importations and long-term dollar loan, respectively.

The main risks arising from the Company's financial instruments are foreign currency risk, interest rate risk, credit risk, liquidity risk and commodity price risk. The BOD regularly reviews and approves the policies for managing these financial risks. Details of each of these risks are discussed below, together with the related risk management structure.

Risk Management Structure

The Company follows an enterprise-wide risk management framework for identifying, assessing and addressing the risk factors that affect or may affect its businesses.

The Company's risk management process is a bottom-up approach, with each risk owner mandated to conduct regular assessment of its risk profile and formulate action plans for managing identified risks. As the Company's operation is an integrated value chain, risks emanate from every process, while some could cut across groups. The results of these activities flow up to the Management Committee and, eventually, to the BOD through the Company's annual business planning process.

Oversight and technical assistance is likewise provided by corporate units and committees with special duties. These groups and their functions are:

a. The Risk and Insurance Management Group, which is mandated with the overall coordination and development of the enterprise-wide risk management process.

b. The Treasurers Department, which is in charge of foreign exchange hedging transactions.

c. The Transaction Management Unit of Controllers Department, which provides backroom support for all hedging transactions.

d. The Corporate Technical and Engineering Services Department, which oversees strict adherence to safety and environmental mandates across all facilities.

e. The Internal Audit Department, which has been tasked with the implementation of a risk-based auditing.

f. The Commodity Risk Management Department (CRMD), which sets new and updates existing hedging policies by the BOD, provides the strategic targets and recommends corporate hedging strategy to the Commodity Risk Management Committee and Steering Committee.

g. PSTPL executes the hedging transactions involving crude and product imports on behalf of the Company.

The BOD also created separate positions and board-level entities with explicit authority and responsibility in managing and monitoring risks, as follows:

a. The Audit Committee is responsible for overseeing the Senior Management in establishing and maintaining an adequate, effective and efficient internal control framework. It ensures that systems and processes are designed to provide assurance in areas including reporting, monitoring compliance with laws, regulations and internal policies, efficiency and effectiveness of operations, and safeguarding of assets.

   The Internal Audit Department and the External Auditor directly report to the Audit Committee regarding the direction, scope and coordination of audit and any related activities.

b. The Risk Oversight Committee is responsible for the oversight of the enterprise risk management system of the Company to ensure its functionality and effectiveness.

c. The Compliance Officer, who is a senior officer of the Company reports to the BOD chairperson. Among other functions, he monitors compliance with the provisions and requirements of the Corporate Governance Manual and relevant laws and regulations and determines any possible violations and recommends corresponding penalties, subject to review and approval of the BOD. The Compliance Officer identifies and monitors compliance risk. Lastly, the Compliance Officer represents the Company before the SEC regarding matters involving compliance with the Corporate Governance Manual and other relevant rules and regulations of the SEC.

Foreign Currency Risk

The Company's functional currency is the Philippine peso, which is the denomination of the bulk of its revenues. The Company's exposures to foreign currency risk arise mainly from US dollar-denominated sales as well as purchases principally of crude oil and petroleum products. As a result of this, the Company maintains a level of US dollar-denominated assets and liabilities during the year. Foreign exchange risk occurs due to differences in the levels of US dollar-denominated assets and liabilities.

The Company pursues a policy of mitigating foreign currency risk by entering into hedging transactions or by substituting US dollar-denominated liabilities with peso-based debt. The natural hedge provided by US dollar-denominated assets is also factored in hedging decisions. As a matter of policy, currency hedging is limited to the extent of 100% of the underlying exposure.

The Company is allowed to engage in active risk management strategies for a portion of its foreign currency risk exposure. Loss limits are in place, monitored daily and regularly reviewed by management.

The Company assesses the existence of an economic relationship between the hedged item and the hedging instrument based on the currency, amount, and timing of their respective cash flows. For derivatives designated in a hedging relationship, the Company determines whether the derivatives are expected to be highly effective in offsetting the changes in the cash flows of the hedged item using the cumulative dollar-offset method. The dollar offset method approximates the changes in the fair value of the hedged item using a hypothetical derivative which mirrors the terms of the derivative used as hedging instrument.

For currency hedges, the Company maintains a 1:1 hedge ratio since a similar amount of hedging instrument is expected to offset the changes in the cash flows of the hedged item. The main sources of ineffectiveness are:

a. the effect of the counterparty and the Company's own credit risk on the fair value of the swaps, which is not reflected in the change in the fair value of the hedged cash flows attributable to the change in the exchange rates; and

b. changes in the timing of the hedged transactions.

The Company is exposed to foreign currency risk of its short-term loans and US dollar-denominated sales and purchases. On the other hand, both foreign currency and interest rate risks arise in the Company's long-term debts. The Company determined that foreign currency risk is a separately identifiable and measurable risk component eligible for designation since it is caused by fluctuations in USD/PHP exchange rates and benchmark closing prices used to measure the fluctuations are available in the market.

Information on the Company's US dollar-denominated financial assets and liabilities and their Philippine peso equivalents are as follows:

	2020		2019	
	US Dollar	**Phil. Peso Equivalent**	US Dollar	Phil. Peso Equivalent
Financial Assets				
Cash and cash equivalents	**349,039**	**16,761,900**	361,426	18,300,806
Trade and other receivables	**25,586**	**1,228,716**	81,801	4,141,994
Other assets	**4,776**	**229,358**	12,266	621,089
	379,401	**18,219,974**	455,493	23,063,889
Financial Liabilities				
Short-term loan	**20,000**	**960,460**	-	-
Liabilities for crude oil and petroleum products	**262,072**	**12,585,484**	434,373	21,994,477
Long-term debt (including current maturities)	**1,265,778**	**60,786,457**	1,454,286	73,637,772
Other liabilities	**26,308**	**1,263,389**	347,286	17,584,827
	1,574,158	**75,595,790**	2,235,945	113,217,076
Net foreign currency - denominated monetary liabilities	**(1,194,757)**	**(57,375,816)**	(1,780,452)	(90,153,187)

The Company incurred net foreign currency gains amounting to P2,396,721 and P2,551,797 in 2020 and 2019, respectively (Note 25), which were mainly countered by marked-to-market and realized hedging gains (losses) (Note 25). The foreign exchange rates from Philippine peso (PhP) to US dollar (US$) as of December 31 are shown in the following table:

	Php to US$
December 31, 2020	**48.023**
December 31, 2019	50.635

Managing foreign currency risk is also supplemented by monitoring the sensitivity of financial instruments to various foreign currency exchange rate scenarios. Foreign currency movements affect reported equity through the retained earnings and equity reserves arising from increases or decreases in unrealized and realized foreign exchange gains or losses.

The following table demonstrates the sensitivity to a reasonably possible change in the US dollar exchange rate, with all other variables held constant, to profit before tax and equity as of December 31, 2020 and 2019:

	P1 Decrease in the US dollar Exchange Rate		**P1 Increase in the US dollar Exchange Rate**	
2020	**Effect on Income before Income Tax**	**Effect on Equity**	**Effect on Income before Income Tax**	**Effect on Equity**
Cash and cash equivalents	**(P349,039)**	**(P244,327)**	**P349,039**	**P244,327**
Trade and other receivables	**(25,586)**	**(17,910)**	**25,586**	**17,910**
Other assets	**(4,776)**	**(3,343)**	**4,776**	**3,343**
	(379,401)	**(265,580)**	**379,401**	**265,580**
Short-term loan	**20,000**	**14,000**	**(20,000)**	**(14,000)**
Liabilities for crude oil and petroleum products	**262,072**	**183,450**	**(262,072)**	**(183,450)**
Long-term debt (including current maturities)	**1,265,778**	**886,045**	**(1,265,778)**	**(886,045)**
Other liabilities	**26,308**	**18,416**	**(26,308)**	**(18,416)**
	1,574,158	**1,101,911**	**(1,574,158)**	**(1,101,911)**
	P1,194,757	**P836,331**	**(P1,194,757)**	**(P836,331)**

2019	P1 Decrease in the US dollar Exchange Rate		P1 Increase in the US dollar Exchange Rate	
	Effect on Income before Income Tax	Effect on Equity	Effect on Income before Income Tax	Effect on Equity
Cash and cash equivalents	(P361,426)	(P252,998)	P361,426	P252,998
Trade and other receivables	(81,801)	(57,261)	81,801	57,261
Other assets	(12,266)	(8,586)	12,266	8,586
	(455,493)	(318,845)	455,493	318,845
Liabilities for crude oil and petroleum products	434,373	304,061	(434,373)	(304,061)
Long-term debt (including current maturities)	1,454,286	1,018,000	(1,454,286)	(1,018,000)
Other liabilities	347,286	243,100	(347,286)	(243,100)
	2,235,945	1,565,161	(2,235,945)	(1,565,161)
	P1,780,452	P1,246,316	(P1,780,452)	(P1,246,316)

Exposures to foreign currency risk vary during the year depending on the volume of foreign currency denominated transactions. Nonetheless, the analysis above is considered to be representative of the Company’s currency risk.

Interest Rate Risk

Interest rate risk is the risk that future cash flows from a financial instrument (cash flow interest rate risk) or its fair value (fair value interest rate risk) will fluctuate because of changes in market interest rates. The Company’s exposure to changes in interest rates relates mainly to the long-term borrowings and investment securities. Investments or borrowings issued at fixed rates expose the Company to fair value interest rate risk. On the other hand, investments or borrowings issued at variable rates expose the Company to cash flow interest rate risk.

The Company manages its interest costs by using a combination of fixed and variable rate debt instruments. Management is responsible for monitoring the prevailing market-based interest rates and ensures that the marked-up rates levied on its borrowings are most favorable and benchmarked against the interest rates charged by other creditor banks.

On the other hand, the Company’s investment policy is to maintain an adequate yield to match or reduce the net interest cost from its borrowings prior to deployment of funds to their intended use in operations and working capital management. However, the Company invests only in high-quality securities while maintaining the necessary diversification to avoid concentration of risk.

In managing interest rate risk, the Company aims to reduce the impact of short-term volatility on earnings. Over the longer term, however, permanent changes in interest rates would have an impact on separate statements of comprehensive income.

Managing interest rate risk is also supplemented by monitoring the sensitivity of Company’s financial instruments to various standard and non-standard interest rate scenarios. Interest rate movements affect reported equity through the retained earnings arising from increases or decreases in interest income or interest expense as well as fair value changes reported in separate statements of comprehensive income, if any.

The sensitivity to a reasonably possible 1% increase in the interest rates, with all other variables held constant, would have decreased the Company’s profit before tax (through the impact on floating rate borrowings) and equity by P607,865 and P736,378 in 2020 and 2019, respectively. A 1% decrease in the interest rate would have had the equal but opposite effect.

Interest Rate Risk Table. As of December 31, 2020 and 2019, the terms and maturity profile of the interest-bearing financial instruments, together with its gross undiscounted amounts, are shown in the following tables (Note 16):

2020	**<1 Year**	**1-<2 Years**	**2-<3 Years**	**3-<4 Years**	**4-<5 Years**	**>5 Years**	**Total**
Fixed Rate							
Philippine peso denominated	**P19,267,857**	**P6,892,857**	**P10,392,857**	**P16,057,143**	**P7,425,000**	**-**	**P60,035,714**
Interest rate	**4.0% - 5.8%**	**4.6% - 5.8%**	**4.5% - 5.5%**	**4.6% - 7.8%**	**4.6% - 8.1%**	**-**	**-**
Floating Rate							
US$ denominated (expressed in Php)	**12,293,888**	**17,837,115**	**18,180,135**	**5,488,343**	**-**	**-**	**53,799,481**
Interest rate*	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**-**	**-**	**-**
Floating Rate							
JP¥ denominated (expressed in Php)	-	**1,996,286**	**1,996,286**	**1,996,286**	**998,142**	-	**6,987,000**
Interest rate*	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**-**	**-**
	P31,561,745	**P26,726,258**	**P30,569,278**	**P23,541,772**	**P8,423,142**	**P -**	**P120,822,195**

**The Company reprices every month but has been given an option to reprice every 3 or 6 months.*

2019	<1 Year	1-<2 Years	2-<3 Years	3-<4 Years	4-<5 Years	>5 Years	Total
Fixed Rate							
Philippine peso denominated	P5,642,857	P18,642,857	P5,642,857	P9,142,857	P14,807,143	P6,800,000	P60,678,571
Interest rate	5.5% - 5.8%	4.0% - 5.8%	5.5% - 5.8%	4.5% - 5.5%	5.5% - 7.8%	8.1%	-
Floating Rate							
US$ denominated (expressed in Php)	11,429,043	26,040,858	18,807,286	11,573,715	5,786,855	-	73,637,757
Interest rate*	1, 3, 6 mos. Libor + margin	1, 3, 6 mos. Libor + margin	1, 3, 6 mos. Libor + margin	1, 3, 6 mos. Libor + margin	1, 3, 6 mos. Libor + margin	-	-
	P17,071,900	P44,683,715	P24,450,143	P20,716,572	P20,593,998	P6,800,000	P134,316,328

**The Company reprices every month but has been given an option to reprice every 3 or 6 months.*

<u>Credit Risk</u>

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. In effectively managing credit risk, the Company regulates and extends credit only to qualified and credit-worthy customers and counterparties, consistent with established credit policies, guidelines and credit verification procedures. Requests for credit facilities from trade customers undergo stages of review by Trade Sales and Finance Divisions. Approvals, which are based on amounts of credit lines requested, are vested among line managers and top management that include the President and the Chairman.

Generally, the maximum credit risk exposure of financial assets is the total carrying amount of the financial assets as shown on the face of the separate statements of financial position or in the notes to separate financial statements, as summarized below:

	Note	**2020**	2019
Cash in banks and cash equivalents	*5*	**P19,128,434**	P23,743,995
Derivative assets	*6, 13*	**229,372**	621,107
Trade and other receivables - net	*7*	**22,651,307**	36,722,703
Advances to a subsidiary	*9*	**1,238,004**	1,236,011
		P43,247,117	P62,323,816

Cash and Cash Equivalents, Advances to a Subsidiary, and Derivative Assets
Cash and cash equivalents, advances to a subsidiary and derivative assets are held with counterparties with high external credit ratings. The credit quality of these financial assets is considered to be high grade. Impairment on cash and cash equivalents, advances to a subsidiary and derivative assets has been measured on a 12-month ECL basis and reflects the short maturities of the exposures. The Company considers that its cash and cash equivalents, advances to a subsidiary and derivative assets have low credit risk based on the external credit ratings of its counterparties.

Trade and Other Receivables
The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate. Details of concentration of revenue are included in Note 36.

Credit Quality. In monitoring and controlling credit extended to counterparty, the Company adopts a comprehensive credit rating system based on financial and non-financial assessments of its customers. Financial factors being considered comprised of the financial standing of the customer while the nonfinancial aspects include but are not limited to the assessment of the customer's nature of business, management profile, industry background, payment habit and both present and potential business dealings with the Company.

Class A "*High Grade*" are accounts with strong financial capacity and business performance and with the lowest default risk.

Class B "*Moderate Grade*" refers to accounts of satisfactory financial capability and credit standing but with some elements of risks where certain measure of control is necessary in order to mitigate risk of default.

Class C "*Low Grade*" are accounts with high probability of delinquency and default.

Below is the credit quality profile of the Company's trade accounts receivable as of December 31, 2020 and 2019:

	Trade Accounts Receivables Per Class			
	Class A	**Class B**	**Class C**	**Total**
December 31, 2020				
Retail	**P1,404,566**	**P2,058,584**	**P322,425**	**P3,785,575**
Lubes	**528,187**	**58,143**	**634**	**586,964**
Gasul	**600,945**	**106,721**	**64,062**	**771,728**
Industrial	**1,965,183**	**4,548,326**	**595,557**	**7,109,066**
Others	**1,877,422**	**1,201,873**	**687,499**	**3,766,794**
	P6,376,303	**P7,973,647**	**P1,670,177**	**P16,020,127**

	Trade Accounts Receivables Per Class			
	Class A	Class B	Class C	Total
December 31, 2019				
Retail	P975,115	P3,655,805	P383,272	P5,014,192
Lubes	444,997	42,773	611	488,381
Gasul	897,738	14,837	59,910	972,485
Industrial	7,653,140	7,359,148	1,451,064	16,463,352
Others	1,825,147	3,582,610	1,041,022	6,448,779
	P11,796,137	P14,655,173	P2,935,879	P29,387,189

Collaterals. To the extent practicable, the Company also requires collateral as security for a credit facility to mitigate credit risk in trade and other receivables (Note 7). Among the collaterals held are letters of credit, bank guarantees, real estate mortgages, and cash bonds valued at P3,074,544 and P6,161,183 as of December 31, 2020 and 2019, respectively. These securities may only be called on or applied upon default of customers.

Risk Concentration. The Company's exposure to credit risk arises from default of counterparty. Generally, the maximum credit risk exposure of trade and other receivables is its carrying amount without considering collaterals or credit enhancements, if any. The Company has no significant concentration of credit risk since the Company deals with a large number of homogenous trade customers. The Company does not execute any credit guarantee in favor of any counterparty.

The table below presents the summary of the Company's exposure to credit risk and shows the credit quality of the assets by indicating whether the assets are subjected to 12-month ECL or lifetime ECL. Assets that are credit-impaired are separately presented.

	2020					
	Financial Assets at Amortized Cost					
	12-month ECL	**Lifetime ECL - not credit impaired**	**Lifetime ECL - credit impaired**	**Financial Assets at FVPL**	**Financial Assets at FVOCI**	**Total**
Cash in banks and cash equivalents	**P19,128,434**	**P -**	**P -**	**P -**	**P -**	**P19,128,434**
Trade and other receivables	**-**	**22,651,307**	**939,745**	**-**	**-**	**23,591,052**
Advances to a subsidiary	**1,238,004**	**-**	**-**	**-**	**-**	**1,238,004**
Derivative assets not designated as cash flow hedge	**-**	**-**	**-**	**218,272**	**-**	**218,272**
Derivative assets designated as cash flow hedge	**-**	**-**	**-**	**-**	**11,100**	**11,100**
	P20,366,438	**P22,651,307**	**P939,745**	**P218,272**	**P11,100**	**P44,186,862**

	2019					
	Financial Assets at Amortized Cost					
	12-month ECL	Lifetime ECL - not credit impaired	Lifetime ECL - credit impaired	Financial Assets at FVPL	Financial Assets at FVOCI	Total
Cash in banks and cash equivalents	P23,743,995	P -	P -	P -	P -	P23,743,995
Trade and other receivables	-	36,722,703	868,016	-	-	37,590,719
Advances to a subsidiary	1,236,011	-	-	-	-	1,236,011
Derivative assets not designated as cash flow hedge	-	-	-	420,723	-	420,723
Derivative assets designated as cash flow hedge	-	-	-	-	200,384	200,384
	P24,980,006	P36,722,703	P868,016	P420,723	P200,384	P63,191,832

Liquidity Risk

Liquidity risk pertains to the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

The Company's objectives in managing its liquidity risk are as follows: a) to ensure that adequate funding is available at all times; b) to meet commitments as they arise without incurring unnecessary costs; c) to be able to access funding when needed at the least possible cost; and d) to maintain an adequate time spread of refinancing maturities.

The Company constantly monitors and manages its liquidity position, liquidity gaps or surplus on a daily basis. A committed stand-by credit facility from several local banks is also available to ensure availability of funds when necessary.

The Company also uses derivative instruments such as forwards and swaps to manage liquidity.

The table below summarizes the maturity profile of the Company's financial assets and financial liabilities based on contractual undiscounted payments used for liquidity management as of December 31, 2020 and 2019.

2020	**Carrying Amount**	**Contractual Cash Flow**	**1 Year or Less**	**>1 Year - 2 Years**	**>2 Year - 5 Years**	**Over 5 Years**
Financial Assets						
Cash and cash equivalents	**P20,205,654**	**P20,205,654**	**P20,205,654**	**P -**	**P -**	**P -**
Trade and other receivables	**22,651,307**	**22,651,307**	**22,651,307**	**-**	**-**	**-**
Advances to a subsidiary	**1,238,004**	**1,238,004**	**-**	**1,238,004**	**-**	**-**
Derivative assets (including non-current portion)	**229,372**	**229,372**	**222,652**	**6,720**	**-**	**-**
Proprietary membership shares	**275,303**	**275,303**	**275,303**	**-**	**-**	**-**
Financial Liabilities						
Short-term loans	**72,693,460**	**72,896,163**	**72,896,163**	**-**	**-**	**-**
Liabilities for crude oil and petroleum products	**14,030,341**	**14,030,341**	**14,030,341**	**-**	**-**	**-**
Trade and other payables*	**6,294,341**	**6,294,341**	**6,294,341**	**-**	**-**	**-**
Derivative liabilities (including non-current portion)	**1,223,574**	**1,223,574**	**931,842**	**200,882**	**90,850**	**-**
Long-term debt (including current maturities)	**119,454,008**	**133,312,219**	**36,690,447**	**30,030,700**	**66,591,072**	**-**
Lease liabilities (including current portion)	**16,293,702**	**27,679,055**	**2,197,575**	**2,035,472**	**5,712,373**	**17,733,635**
Cash bonds	**947,360**	**947,688**	**-**	**931,452**	**15,529**	**707**
Cylinder deposits	**270,975**	**270,975**	**-**	**-**	**-**	**270,975**
Other noncurrent liabilities**	**47,360**	**47,360**	**-**	**10,604**	**18,871**	**17,885**

**excluding specific taxes and other taxes payable, deferred income and others*
***excluding cash bonds, cylinder deposits, derivative liabilities, and others*

2019	Carrying Amount	Contractual Cash Flow	1 Year or Less	>1 Year - 2 Years	>2 Year - 5 Years	Over 5 Years
Financial Assets						
Cash and cash equivalents	P25,903,269	P25,903,269	P25,903,269	P -	P -	P -
Trade and other receivables	36,722,703	36,722,703	36,722,703	-	-	-
Advances to a subsidiary	1,236,011	1,236,011	-	1,236,011	-	-
Derivative assets (including non-current portion)	621,107	621,107	455,302	72,640	93,165	-
Proprietary membership shares	284,103	284,103	284,103	-	-	-
Financial Liabilities						
Short-term loans	69,485,000	69,861,057	69,861,057	-	-	-
Liabilities for crude oil and petroleum products	23,794,204	23,794,204	23,794,204	-	-	-
Trade and other payables*	20,149,678	20,149,678	20,149,678	-	-	-
Derivative liabilities (including non-current portion)	913,364	913,364	576,318	247,747	89,299	-
Long-term debt (including current maturities)	133,076,635	152,550,783	23,950,609	49,231,652	72,128,803	7,239,719
Lease liabilities (including current portion)	16,277,740	28,676,687	2,188,328	2,059,168	5,536,583	18,892,608
Cash bonds	750,408	750,800	-	732,277	2,504	16,019
Cylinder deposits	237,256	237,256	-	-	-	237,256
Other noncurrent liabilities**	53,042	53,042	-	24,349	9,880	18,813

**excluding specific taxes and other taxes payable, deferred income and others*
***excluding cash bonds, cylinder deposits, derivative liabilities, and others*

<u>Commodity Price Risk</u>
Commodity price risk is the risk that future cash flows from a financial instrument will fluctuate because of changes in market prices. The Company enters into various commodity derivatives to manage its price risks on strategic commodities. Commodity hedging allows stability in prices, thus offsetting the risk of volatile market fluctuations. Through hedging, prices of commodities are fixed at levels acceptable to the Company, thus protecting raw material cost and preserving margins. For consumer (buy) hedging transactions, if prices go down, hedge positions may show marked-to-market losses, however, any loss in the marked-to-market position is offset by the resulting lower physical raw material cost. While for producer (sell) hedges, if prices go down, hedge positions may show marked-to-market gains, however, any gain in the marked-to-market position is offset by the resulting lower selling price.

To minimize the Company's risk of potential losses due to volatility of international crude and product prices, the Company implemented commodity hedging for crude and petroleum products. The hedges are intended to protect crude inventories from risks of downward price and squeezed margins. Hedging policy (including the use of commodity price swaps, time-spreads, put options, collars and 3-way options) developed by the CRMD is in place. Decisions are guided by the conditions set and approved by the Company's management.

Other Market Price Risk

The Company's market price risk arises from its investments carried at FVPL. The Company manages its risk arising from changes in market price by monitoring the changes in the market price of the investments.

Capital Management

The Company's capital management policies and programs aim to provide an optimal capital structure that would ensure the Company's ability to continue as a going concern while at the same time provide adequate returns to the shareholders. As such, it considers the best trade-off between risks associated with debt financing and relatively higher cost of equity funds.

An enterprise resource planning system is used to monitor and forecast the Company's overall financial position. The Company regularly updates its near-term and long-term financial projections to consider the latest available market data in order to preserve the desired capital structure. The Company may adjust the amount of dividends paid to shareholders, issue new shares as well as increase or decrease assets and/or liabilities, depending on the prevailing internal and external business conditions.

The Company monitors capital via carrying amount of equity as shown in the separate statements of financial position. The Company's capital for the covered reporting period is summarized below:

	2020	2019
Total assets	**P313,540,388**	P352,795,368
Total liabilities	**240,226,663**	274,852,816
Total equity	**73,313,725**	77,942,552
Debt to equity ratio	**3.28:1**	3.53:1
Asset to equity ratio	**4.28:1**	4.53:1

There were no changes in the Company's approach to capital management during the year.

The Company is not subject to externally-imposed capital requirements.

34. Financial Assets and Financial Liabilities

The table below presents a comparison by category of carrying amounts and fair values of the Company's financial instruments as of December 31:

		2020		2019	
	Note	**Carrying Amount**	**Fair Value**	Carrying Amount	Fair Value
Financial assets (FA):					
Cash and cash equivalents	*5*	**P20,205,654**	**P20,205,654**	P25,903,269	P25,903,269
Trade and other receivables	*7*	**22,651,307**	**22,651,307**	36,722,703	36,722,703
Advances to a subsidiary	*9*	**1,238,004**	**1,238,004**	1,236,011	1,236,011
FA at amortized cost		**44,094,965**	**44,094,965**	63,861,983	63,861,983
FA at FVOCI	*6, 13*	**11,100**	**11,100**	200,384	200,384
Proprietary membership shares	*6*	**275,303**	**275,303**	284,103	284,103
Derivative assets not designated as cash flow hedge	*6*	**218,272**	**218,272**	420,723	420,723
FA at FVPL		**493,575**	**493,575**	704,826	704,826
Total financial assets		**P44,599,640**	**P44,599,640**	P64,767,193	P64,767,193

		2020		2019	
	Note	**Carrying Amount**	**Fair Value**	Carrying Amount	Fair Value
Financial liabilities (FL):					
Short-term loans	*14*	**P72,693,460**	**P72,693,460**	P69,485,000	P69,485,000
Liabilities for crude oil and petroleum products	*15*	**14,030,341**	**14,030,341**	23,794,204	23,794,204
Trade and other payables*	*16*	**6,294,341**	**6,294,341**	20,149,678	20,149,678
Long-term debt including current portion	*17*	**119,454,008**	**119,454,008**	133,076,635	133,076,635
Derivative liabilities designated as cash flow hedge	*19*	**591,598**	**591,598**	723,881	723,881
Cash bonds	*19*	**947,360**	**947,360**	750,408	750,408
Cylinder deposits	*19*	**270,975**	**270,975**	237,256	237,256
Other noncurrent liabilities**	*19*	**47,360**	**47,360**	53,042	53,042
Other FL		**214,329,443**	**214,329,443**	248,270,104	248,270,104
Derivative liabilities not designated as cash flow hedge		**631,976**	**631,976**	189,483	189,483
Total financial liabilities		**P214,961,419**	**P214,961,419**	P248,459,587	P248,459,587

**excluding specific taxes and other taxes payable, deferred income and others*
***excluding cash bonds, cylinder deposits, derivative liabilities, and others*

The following methods and assumptions are used to estimate the fair value of each class of financial instruments:

Cash and Cash Equivalents, Trade and Other Receivables and Advances to a Subsidiary. The carrying amount of cash and cash equivalents and trade and other receivables approximates fair value primarily due to the relatively short-term maturities of these financial instruments. In the case of the advances to a subsidiary, the fair value is based on the present value of expected future cash flows using the applicable discount rates based on current market rates of identical or similar quoted instruments.

Derivatives. The fair values of freestanding and bifurcated forward currency transactions are calculated by reference to current forward exchange rates for contracts with similar maturity profiles. Marked-to-market valuation of commodity hedges are based on forecasted crude and product prices by third parties. The fair values of derivative instruments designated as cash flow hedges are computed by discounting the future cash flows and using the valuation model based on applicable market rates of similar instruments.

Financial Assets at FVPL. The fair values of publicly traded instruments and similar investments are based on published market prices.

Long-term Debt - Floating Rate. The carrying amount of floating rate loans with quarterly interest rate repricing approximate their fair value.

Cash Bonds, Cylinder Deposits and Other Noncurrent Liabilities. Fair value is estimated as the present value of all future cash flows discounted using the applicable market rates for similar types of instruments as of reporting date. Effective rates used in 2020 and 2019 are 7.45% and 7.57% respectively.

Short-term Loans, Liabilities for Crude Oil and Petroleum Products and Trade and Other Payables. The carrying amount of short-term loans, liabilities for crude oil and petroleum products and trade and other payables approximates fair value due to the relatively short-term maturities of these financial instruments.

Derivative Financial Instruments

The Company's derivative financial instruments according to the type of financial risk being managed and the details of freestanding and embedded derivative financial instruments that are categorized into those accounted for as cash flow hedges and those that are not designated as accounting hedges are discussed below.

The Company enters into various foreign currency, interest rate and commodity derivative contracts to manage its exposure on foreign currency, interest rate and commodity price risks. The portfolio is a mixture of instruments including forwards, swaps and options.

Derivative Instruments Accounted for as Cash Flow Hedges

The Company designated the following derivative financial instruments as cash flow hedges (Note 33):

	Maturity			
December 31, 2020	**1 Year or Less**	**> 1 Year - 2 Years**	**> 2 Years - 5 Years**	**Total**
Foreign Currency Risk				
Call spread swaps:				
Notional amount	**US$50,000**	**US$50,000**		**US$100,000**
Average strike rate	**P52.41 to P54.87**	**P52.41 to P55.02**		
Foreign Currency and Interest Rate Risk				
Cross currency swap:				
Notional amount	**US$20,000**	**US$30,000**	**US$30,000**	**US$80,000**
Average strike rate	**P47.00 to P57.00**	**P47.00 to P56.83**	**P47.00 to P56.50**	
Fixed interest rate	**4.19% to 5.75%**	**4.19% to 5.75%**	**4.19% to 5.75%**	
Interest Rate Risk				
Interest rate collar:				
Notional amount	**US$15,000**	**US$30,000**	**US$45,000**	**US$90,000**
Interest rate	**0.44% to 1.99%**	**0.44% to 1.99%**	**0.44% to 1.99%**	

December 31, 2019	Maturity 1 Year or Less	 > 1 Year - 2 Years	 > 2 Years - 5 Years	 Total
Foreign Currency Risk				
Call spread swaps:				
Notional amount	US$129,000	US$146,000	US$73,000	US$348,000
Average strike rate	P52.71 to P55.55	P52.59 to P55.61	P52.59 to P55.75	
Foreign Currency and Interest Rate Risk				
Cross currency swap:				
Notional amount	US$20,000	US$40,000	US$60,000	US$120,000
Average strike rate	P47.00 to P57.50	P47.00 to P57.00	P47.00 to P56.67	
Fixed interest rate	4.19% to 5.75%	4.19% to 5.75%	4.19% to 5.75%	
Interest Rate Risk				
Interest rate collar:				
Notional amount		US$30,000	US$75,000	US$105,000
Interest rate		0.44% to 1.99%	0.44% to 1.99%	

The table below summarizes the amounts pertaining to the designated hedged item.

December 31, 2020	**Change in Fair Value Used for Measuring Hedge Ineffectiveness**	**Hedging Reserve**	**Cost of Hedging Reserve**
Foreign Currency Risk			
US dollar-denominated loan	**P85,263**	**P -**	**(P40,309)**
Foreign Currency and Interest Rate Risks			
US dollar-denominated loan	**467,207**	**(187,109)**	**94,396**
Interest Rate Risks			
US dollar-denominated loan	**28,028**	**(19,620)**	**-**

December 31, 2019	Change in Fair Value Used for Measuring Hedge Ineffectiveness	Hedging Reserve	Cost of Hedging Reserve
Foreign Currency Risk			
US dollar-denominated loan	P199,938	P -	(P139,957)
Foreign Currency and Interest Rate Risks			
US dollar-denominated loan	330,757	(206,005)	118,184
Interest Rate Risks			
US dollar-denominated loan	(7,198)	5,039	-

There are no balances remaining in the hedging reserve from hedging relationships for which hedge accounting is no longer applied.

The table below summarizes the amounts pertaining to the designated hedging instrument as of December 31, 2020 and 2019.

December 31, 2020	Notional Amount	Carrying Amount Assets	Carrying Amount Liabilities	Line Item in the Separate Statement of Financial Position where the Hedging Instrument is Included	Changes in the Fair Value of the Hedging Instrument Recognized in OCI	Cost of Hedging Recognized in OCI	Amount Reclassified from Hedging Reserve	Amount Reclassified from Cost of Hedging Reserve to Profit or Loss	Line Item in the Separate Statements of Comprehensive Income Affected by the Reclassification
Foreign Currency Risk									
Call spread swaps	**US$100,000**	**P11,100**	**P96,363**	Financial assets at fair value, Other noncurrent assets, Derivative liabilities and Other noncurrent liabilities	**(P85,263)**	**(P23,159)**	**P27,678**	**P165,512**	**Other income (expenses) - net**
Foreign Currency and Interest Rate Risks									
Cross currency swap	**US$80,000**	**P -**	**P467,207**	Other noncurrent assets, Derivative liabilities and Other noncurrent liabilities	**(467,207)**	**(233,850)**	**129,460**	**199,867**	**Interest Expense and other financing charges, and Other income (expenses) - net**
Interest Rate Risk									
Interest rate collar	**US$90,000**	**P -**	**P28,028**	Other noncurrent assets and Derivative liabilities	**(28,028)**	**(8,657)**	**-**	**8,657**	**Interest Expense and other financing charges**

December 31, 2019	Notional Amount	Carrying Amount Assets	Carrying Amount Liabilities	Line Item in the Separate Statement of Financial Position where the Hedging Instrument is Included	Changes in the Fair Value of the Hedging Instrument Recognized in OCI	Cost of Hedging Recognized in OCI	Amount Reclassified from Hedging Reserve	Amount Reclassified from Cost of Hedging Reserve to Profit or Loss	Line Item in the Separate Statements of Comprehensive Income Affected by the Reclassification
Foreign Currency Risk									
Call spread swaps	US$348,000	P155,961	P355,899	Financial assets at fair value, Other noncurrent assets, Derivative liabilities and Other noncurrent liabilities	(P199,938)	(P344,028)	P -	P254,602	Other income (expenses) - net
Foreign Currency and Interest Rate Risks									
Cross currency swap	US$120,000	P37,018	P367,775	Other noncurrent assets, Derivative liabilities and Other noncurrent liabilities	(330,757)	103,931	205,300	64,904	Interest Expense and other financing charges, and Other income (expenses) - net
Interest Rate Risk									
Interest rate collar	US$105,000	P7,405	P207	Other noncurrent assets and Derivative liabilities	7,198	-	-	-	

No ineffectiveness was recognized in the 2020 and 2019 separate statements of comprehensive income.

The table below provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting.

	December 31, 2020		December 31, 2019	
	Hedging Reserve	**Cost of Hedging Reserve**	Hedging Reserve	Cost of Hedging Reserve
Balance at beginning of year	**(P200,966)**	**(P21,773)**	P -	(P77,359)
Changes in fair value:				
Foreign currency risk	**(27,678)**	**(23,159)**	-	(344,028)
Foreign currency risk and interest rate risk	**(102,466)**	**(233,850)**	(499,592)	103,931
Interest Rate Risk	**(35,226)**	**(8,657)**	7,198	-
Amount reclassified to profit or loss:				
Foreign currency risk	**27,678**	**165,512**	-	254,602
Foreign currency risk and interest rate risk	**129,460**	**199,867**	205,300	64,904
Interest rate risk	**-**	**8,657**	-	-
Income tax effect	**2,469**	**(32,510)**	86,128	(23,823)
Balance at end of year	**(P206,729)**	**P54,087**	(P200,966)	(P21,773)

Derivative Instruments not Designated as Hedges

The Company enters into certain derivatives as economic hedges of certain underlying exposures. These include freestanding and embedded derivatives found in host contracts, which are not designated as accounting hedges. Changes in fair value of these instruments are accounted for directly in the separate statements of comprehensive income. Details are as follows:

Call Spread Swaps

As of December 31, 2020, the Company has outstanding call spread swaps US$50 million maturing on June 2021. As of December 31, 2020 and 2019, the net negative fair value of these call spread swaps amounted to P25,704 and nil, respectively.

Cross Currency Swaps

As of December 31, 2020, the Company has outstanding cross currency swaps with a notional amount US$20 million maturing on May 2021 and June 2021. As of December 31, 2020 and 2019, the net negative fair value of these cross currency swaps amounted to P96,259 and nil, respectively.

Interest Rate Collar

As of December 31, 2020, the Company has outstanding interest rate collar with a notional amount US$15 million maturing on May 2021. As of December 31, 2020 and 2019, the net negative fair value of this interest rate collar amounted to P920 and nil, respectively.

Freestanding Derivatives

Freestanding derivatives consist of commodity and currency hedges entered into by the Company.

Currency Forwards. As of December 31, 2020 and 2019, the Company has outstanding foreign currency forward contracts with aggregate notional amount of US$320 million and US$586 million, respectively, and with various maturities in 2021 and 2020. As of December 31, 2020 and 2019, the net negative fair value of these currency forwards amounted to P15,614 and P109,149, respectively.

Commodity Swaps. The Company has outstanding swap agreements covering its oil requirements, with various maturities in 2021 and 2020. Under the agreements, payment is made either by the Company or its counterparty for the difference between the hedged fixed price and the relevant monthly average index price. Total outstanding equivalent notional quantity covered by the commodity swaps were 25,292 thousand barrels and 9,402 thousand barrels for 2020 and 2019, respectively. The estimated net receipts (payouts) for these transactions amounted to (P275,207) and P340,389 as of December 31, 2020 and 2019, respectively.

Commodity Options. As of December 31, 2020 and 2019, the Company has no outstanding 3-way options entered as hedge of forecasted purchases of crude oil.

The call and put options can be exercised at various calculation dates with specified quantities on each calculation date.

Embedded Derivatives

Embedded foreign currency derivatives exist in certain US dollar-denominated sales and purchases contracts for various fuel products of Petron. Under the sales and purchase contracts, the peso equivalent is determined using the average Philippine Dealing System rate on the month preceding the month of delivery.

As of December 31, 2020 and 2019, the total outstanding notional amount of currency forwards embedded in nonfinancial contracts is minimal. These nonfinancial contracts consist mainly of foreign currency-denominated service contracts, purchase orders and sales agreements. The embedded forwards are not clearly and closely related to their respective host contracts. As of December 31, 2020 and 2019, the net positive fair value of these embedded currency forwards is minimal.

For the years ended December 31, 2020 and 2019, the Company recognized marked-to-market losses from freestanding and embedded derivatives amounting to P2,473,270 and P1,477,255, respectively (Note 25).

Fair Value Changes on Derivatives not Designated as Cash Flow Hedge

The net movements in the fair value of derivative transactions in 2020 and 2019 are as follows:

	Note	**2020**	2019
Fair value at beginning of year		**P231,240**	P36,503
Net changes in fair value during the year	*25*	**(2,473,270)**	(1,477,255)
Fair value of settled instruments		**1,828,326**	1,671,992
Fair value at end of year		**(P413,704)**	P231,240

Fair Value Hierarchy

Financial assets and liabilities measured at fair value in the separate statements of financial position are categorized in accordance with the fair value hierarchy. This hierarchy groups financial assets and liabilities into three levels based on the significance of inputs used in measuring the fair value of the financial assets and liabilities.

The table below analyzes financial instruments carried at fair value, by valuation method as of December 31, 2020 and 2019. The different levels have been defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

- Level 3: inputs for the asset or liability that are not based on observable market data.

	2020	2019
	Level 2	Level 2
Financial Assets:		
FVPL	**P275,303**	P284,103
Derivative assets	**229,372**	621,107
Financial Liabilities:		
Derivative liabilities	**(1,223,574)**	(913,364)

The Company has no financial instruments valued based on Level 1 and 3 as of December 31, 2020 and 2019. During the year, there were no transfers into and out of Level 2 fair value measurements.

35. Registration with the Board of Investments (BOI) and the Authority of the Freeport Area of Bataan (AFAB)

BOI

RMP-2 Project. On June 3, 2011, the BOI approved the Company's application under RA 8479 as an Existing Industry Participant with New Investment in Modernization/Conversion of Bataan Refinery's RMP-2. The BOI is extending the following major incentives:

a. ITH for five years without extension or bonus year from July 2015 or actual start of commercial operations, whichever is earlier, but in no case earlier than the date of registration based on the formula of the ITH rate of exemption.

b. Minimum duty of three percent and VAT on imported capital equipment and accompanying spare parts.

c. Importation of consigned equipment for a period of five years from date of registration subject to posting of the appropriate re-export bond; provided that such consigned equipment shall be for the exclusive use of the registered activity.

d. Tax credit on domestic capital equipment shall be granted on locally fabricated capital equipment which is equivalent to the difference between the tariff rate and the three percent duty imposed on the imported counterpart.

e. Exemption from real property tax on production equipment or machinery.

f. Exemption from contractor's tax.

The RMP-2 Project commenced its commercial operation on January 1, 2016.

On August 19, 2019, the BOI approved the Company's application for the ITH incentive.

The Company did not avail of the ITH in 2020 and 2019. The RMP-2 entitlement period ended in June 2020.

AFAB
In December 2020, Bataan Refinery was granted approval as a registered enterprise by the AFAB. FAB-registered enterprises are entitled to avail of fiscal incentives under Special Economic Zone Act of 1995 or Omnibus Investment Code of 1987.

36. Segment Information

Management identifies segments based on business and geographic locations. These operating segments are monitored and strategic decisions are made on the basis of adjusted segment operating results. The CEO (the chief operating decision maker) reviews management reports on a regular basis.

The Company's major sources of revenues are as follows:

a. Sales of petroleum and other related products which include gasoline, diesel and kerosene offered to motorists and public transport operators through its service station network around the country.

b. Lease of equipment for gasoline service stations and other related structures.

c. Sales on wholesale or retail operation of service stations, retail outlets, restaurants, convenience stores and the like.

d. Export sales of various petroleum and non-fuel products to other countries such as China, Taiwan, Singapore, Thailand, Indonesia, Malaysia, Vietnam, Hong Kong and India.

e. Sale of polypropylene resins to domestic plastic converters of yarn, film and injection molding grade plastic products.

f. Provision of technical information, assistance and advice relating to the uses, handling and disposition of the products, loaned equipment and the machinery and equipment necessary or appropriate for the customers' needs.

Revenues are mainly derived from the sale of petroleum products to retail and commercial customers in various geographical locations. The general payment terms with customers are combination of prepayments and credit terms from a period of 30 to 60 days from invoice date.

The Company has no significant remaining performance obligations as it mainly recognized revenues in amounts that correspond directly to the value of completed performance obligations.

Segment Assets and Liabilities
Segment assets include all operating assets used by a segment and consist principally of operating cash, receivables, inventories and property, plant and equipment, net of allowances and impairment. Segment liabilities include all operating liabilities and consist principally of accounts payable, wages, taxes currently payable and accrued liabilities. Segment assets and liabilities do not include deferred taxes.

Major Customer
The Company does not have a single external customer from which sales revenue generated amounted to 10% or more of the total revenue of the Company.

The following table presents information on the business segment of the Company as of and for the years ended December 31, 2020 and 2019:

	Retail	Lubes	Gasul	Industrial	Others	Total
2020						
Revenue	**P76,643,342**	**P3,127,419**	**P15,151,749**	**P43,748,325**	**P35,740,101**	**P174,410,936**
Property, plant and equipment	**2,929,048**	**35,205**	**105,722**	**13,121**	**141,759,011**	**144,842,107**
Capital expenditures	**995,129**	**881**	**11,675**	**128**	**8,062,640**	**9,070,453**
2019						
Revenue	P120,579,564	P3,953,108	P19,597,564	P89,309,874	P81,343,310	P314,783,420
Property, plant and equipment	3,647,666	37,606	140,698	27,588	142,516,640	146,370,198
Capital expenditures	1,170,967	1,552	5,203	266	7,221,137	8,399,125

a. *revenues from the use of loaned equipment are presented as part of "Retail", "Gasul" and "Industrial"*
b. *revenues from provisions of technical support are presented as part of "Retail" and "Industrial"*
c. *revenues from consumer loyalty program are presented as part of "Others"*

Geographical Segments

The following table presents revenue information regarding the geographical segments of the Company for the years ended December 31, 2020 and 2019:

	2020	2019
Local	**P166,612,654**	P301,149,020
Export/international	**7,798,282**	13,634,400
Total	**P174,410,936**	P314,783,420

Disaggregation of Revenue

The following tables shows the disaggregation of revenue by geographical segments and the reconciliation of the disaggregated revenue with the Company's business segments for the years ended December 31, 2020 and 2019:

	Retail	Lubes	Gasul	Industrial	Others	Total
2020						
Local	**P76,643,342**	**P3,016,869**	**P15,113,981**	**P43,748,325**	**P28,090,137**	**P166,612,654**
Export/international	**-**	**110,550**	**37,768**	**-**	**7,649,964**	**7,798,282**
2019						
Local	P120,579,564	P3,862,869	P19,514,987	P89,309,874	P67,881,726	P301,149,020
Export/international	-	90,239	82,577	-	13,461,584	13,634,400

a. *revenues from the use of loaned equipment are presented as part of "Retail", "Gasul" and "Industrial"*
b. *revenues from provisions of technical support are presented as part of "Retail" and "Industrial"*
c. *revenues from consumer loyalty program are presented as part of "Others"*

37. Events After the Reporting Date

a. Dividend Declaration and Distributions

On January 15, 2021, the Company paid distributions amounting to US$11.50 million (P789,442) to the holders of the US$500 million SPCS.

On February 10, 2021, the Company paid distributions amounting to US$906.25 thousand (P43,536) to the holders of the US$100 million RPS.

On February 26, 2021, the Company paid distributions amounting to US$60 thousand (P2,919) to the holders of the US$6 million RPS.

On March 9, 2021, the BOD of the Company approved the declaration of cash dividends for Series 2B and Series 3 preferred shareholders with the following details:

Type	Per Share	Record Date	Payment Date
Series 2B	17.14575	April 7, 2021	May 3, 2021
Series 3A	17.17825	June 2, 2021	June 25, 2021
Series 3B	17.84575	June 2, 2021	June 25, 2021

b. Acquisition of the Treats Convenience Store Business

On February 22, 2021, the Asset Purchase Agreement with San Miguel Foods, Inc. and Foodcrave Marketing, Inc. for the acquisition by the Company of the Treats convenience store business was executed with completion date of March 1, 2021, for an aggregate purchase price of P64,241.

c. Petrogen's Stock Dividend Declaration to the Company

On October 21, 2020, the BOD of Petrogen declared 25,000 stock dividend in favor of the Company with a total amount of P25,000 to be issued out of the unissued capital stock of Petrogen by December 31, 2020, subject to the approval by the Insurance Commission (IC). The application for stock dividend declaration was approved by the IC on January 4, 2021. On February 5, 2021, the corresponding stock certificate was issued to the Company.

The Company's ownership interest in Petrogen remains at 100% after the transaction.

d. Deconsolidation of Petrogen from the Company

On December 3, 2020, the BOD of Petrogen approved the increase in its authorized capital stock from P750,000, divided into 750,000 shares, to P2,250,000, divided into 2,250,000 shares, with shares at a par value of P1,000 per share. On the same date, the BOD of Petrogen also approved the subscription of SMC to 1,494,973 shares at a book value of about P2,007 per share for an aggregate subscription price of P3,000,000. Petrogen received on February 8, 2021 the SEC approval on Petrogen's increase in authorized capital stock dated February 4, 2021 and issued 1,494,973 common shares with an aggregate par value of P1,494,973 to SMC for a total subscription price of P3,000,000. On March 1, 2021, the corresponding stock certificate was issued to SMC.

As a result, the Company's ownership interest in Petrogen decreased from 100% to 25.06% and Petrogen was deconsolidated from the Company effective February 4, 2021.

e. On March 9, 2021, the BOD of the Company approved the reversal of P8,000,000 of the P15,000,000 appropriated retained earnings of the Company since the capital projects, for which the appropriations were previously made, have been either completed or deferred. The remaining P7,000,000 is maintained for new projects.

38. Other Matters

a. Lease Agreements with PNOC

On October 20, 2017, the Company filed with the Regional Trial Court (RTC) of Mandaluyong City a complaint against PNOC for the reconveyance of the various landholdings it conveyed to PNOC in 1993 as a result of the government-mandated privatization of the Company.

The subject landholdings consist of the refinery lots in Limay, Bataan, 23 bulk plant sites and 66 service station lots located in different parts of the country. The Deeds of Conveyance covering the landholdings provide that the transfer of these lots to PNOC was without prejudice to the continued long-term use by the Company of the conveyed lots for its business operation. Thus, PNOC and the Company executed three lease agreements covering the refinery lots, the bulk plants, and the service station sites, all with an initial lease term of 25 years to expire in August 2018, with a provision for automatic renewal for another 25 years. In 2009, the Company, through its realty subsidiary, NVRC, had an early renewal of the lease agreement for the refinery lots with an initial lease term of 30 years, renewable for another 25 years.

The complaint alleges that PNOC committed a fundamental breach of the lease agreements when it refused to honor both the automatic renewal clause in the lease agreements for the bulk plants and the service station sites and the renewed lease agreement for the refinery lots on the alleged ground that all such lease agreements were grossly disadvantageous to PNOC, a government-owned-and-controlled corporation.

On December 11, 2017, the trial court granted the Company's prayer for a writ of preliminary injunction, enjoining PNOC from committing any act aimed at ousting the Company from possession of the subject properties until the case is decided.

The court-mandated mediation was terminated on February 5, 2018 without any agreement between the parties. The judicial dispute resolution proceedings before the court were likewise terminated on March 28, 2019, after the parties failed to agree to a settlement. Without prejudice to any further discussion between the parties regarding settlement, the case was remanded to the trial court for trial proper, with the pre-trial held on September 10, 2019. The Company also filed a motion for summary judgment on May 17, 2019. In a resolution dated November 13, 2019, the trial court granted the Company's motion for summary judgment and ordered (i) the rescission of the Deeds of Conveyance dated 1993 relating to the Company's conveyance of such leased premises to PNOC pursuant to a property dividend declaration in 1993, (ii) the reconveyance by PNOC to the Company of all such properties, and (iii) the payment by the Company to PNOC of the amount of P143,000, with legal interest from 1993, representing the book value of the litigated properties at the time of the property dividend declaration. PNOC filed a motion for reconsideration. The Company also filed a motion for partial reconsideration seeking a modification of the judgment to include an order directing PNOC to return to the Company all lease payments the latter had paid to PNOC since 1993.

Following the trial court's denial of their separate motions for reconsideration, both PNOC and the Company filed their notices of appeal with the trial court. The case was raffled off to the 5th Division of the Court of Appeals. The Company filed its appellant's brief in October 2020. PNOC filed a motion for extension of time to file its appellant's brief by November 5, 2020.

The motions for reconsideration were pending as of March 9, 2021.

b. Tax Credit Certificates Related Cases

In 1998, the BIR issued a deficiency excise tax assessment against the Company relating to its use of P659,000 worth of Tax Credit Certificate (“TCCs”) to pay certain excise tax obligations from 1993 to 1997. The TCCs were transferred to the Company by suppliers as payment for fuel purchases. The Company contested the BIR’s assessment before the Court of Tax Appeals (CTA). In July 1999, the CTA ruled that as a fuel supplier of BOI-registered companies, the Company was a qualified transferee of the TCCs and that the collection of the BIR of the alleged deficiency excise taxes was contrary to law. On March 21, 2012, the Court of Appeals (CA) promulgated a decision in favor of the Company and against the BIR affirming the ruling of the CTA striking down the assessment issued by the BIR to the Company. On April 19, 2012, a motion for reconsideration was filed by the BIR, which was denied by the CA in its resolution dated October 10, 2012. The BIR elevated the case to the Supreme Court (SC) through a petition for review on *certiorari* dated December 5, 2012. On July 9, 2018, the SC rendered a decision in favor of the Company denying the petition for review filed by the BIR and affirming the decision of the CA. No motion for reconsideration for such decision relating to the Company was filed by the BIR. The SC issued its Entry of Judgment declaring that its decision dated July 9, 2018 in the Company’s favor already attained finality on April 1, 2019. This case could now be considered closed and terminated.

c. Oil Spill Incident in Guimaras

On August 11, 2006, MT Solar I, a third party vessel contracted by the Company to transport approximately two million liters of industrial fuel oil, sank 13 nautical miles southwest of Guimaras, an island province in the Western Visayas region of the Philippines. In separate investigations by the Philippine Department of Justice (DOJ) and the Special Board of Marine Inquiry (SBMI), both agencies found the owners of MT Solar I liable. The DOJ found the Company not criminally liable, but the SBMI found the Company to have overloaded the vessel. The Company has appealed the findings of the SBMI to the Philippine Department of Transportation and Communication (DOTC) and is awaiting its resolution. The Company believes that SBMI can impose administrative penalties on vessel owners and crew, but has no authority to penalize other parties, such as the Company, which are charterers.

Other complaints for non-payment of compensation for the clean-up operations during the oil spill were filed with the Regional Trial Court of Guimaras by a total of 1,063 plaintiffs who allegedly did not receive any payment of their claims for damages arising from the oil spill. The total claims amount to P292,000. The cases were pending as of December 31, 2020. In the course of plaintiffs’ presentation of evidence, they moved for trial by commissioner, which was denied by the trial court. The plaintiffs elevated the matter by way of a petition for certiorari to the Court of Appeals in Cebu City (CA). On January 9, 2020, the CA issued a Resolution granting plaintiffs’ motion for reconsideration of the earlier resolution denying their petition and ordering the Company to file its comment on plaintiffs’ petition within 10 days. On February 6, 2020, the Company filed a motion for reconsideration of said Resolution, which remains pending to date. In the meantime, proceedings before the trial court continues. Less than 200 of the plaintiffs have testified so far.

d. Effect of COVID-19

The Company, being engaged in the fuel business, has been affected by the implementation of Enhanced Community Quarantine (ECQ) in the National Capital Region and other key cities in the country. The reduced economic activities and travel restrictions due to lockdowns in many countries significantly affected the Company's volume.

Global oil prices began to plunge in March 2020 as the price war among top oil producing countries was worsened by the demand destruction caused by the COVID-19 pandemic. Dubai crude plunged from US$64/bbl in January to US$20/bbl in April, posting record low levels in 26 years, which resulted in successive rollbacks in pump prices and reflected in the P10 billion net inventory loss incurred in the 1st semester of 2020. With Organization of Petroleum Exporting Countries (OPEC) and Russia agreeing to output cuts, recovery in oil prices was also seen in May and June as Dubai crude rose by about $10/bbl per month, stabilized at around $44/bbl in the second semester resulting in net inventory gains of almost P4 billion in the 2nd semester of 2020.

The Company saw optimism after the easing of some restrictions and start of mass vaccinations in Europe and US. With the Philippine government's effort to re-open the economy, fuel consumption began to pick up as shown by the gradual improvement in sales volume in the second semester.

The modest gain in second half, however, were not enough to mitigate the substantial losses during the early months of pandemic. The Company's revenues in 2020 declined by 45% from the previous year ending the year with a net loss of P11.2 billion in 2020.

The extent to which the COVID-19 pandemic impacts the Company will depend on future developments, including the timeliness and effectiveness of actions taken or not taken to contain and mitigate the effects of COVID-19 both in the Philippines and internationally by governments, central banks, healthcare providers, health system participants, other businesses and individuals, which are highly uncertain and cannot be predicted.

e. Philippines Ratified the Corporate Recovery and Tax Incentives for Enterprise (CREATE) Act

On November 26, 2020, the Senate approved on third and final reading Senate Bill No. 1357, otherwise known as the Corporate Recovery and Tax Incentives for Enterprises Act or CREATE, which seeks to reduce the corporate income tax (CIT) rates and to rationalize the current fiscal incentives by making it time-bound, targeted, and performance-based.

One of the key provisions of the bill that may affect the separate financial statements of the Company is an immediate 5% point cut in the CIT rate starting July 2020.

The bill is not considered substantively enacted as of December 31, 2020.

The bicameral committee approved the bill on February 1, 2021.

As at March 9, 2021, the bill is yet to be approved by the President of the Philippines.

Current and deferred taxes are measured using the applicable income tax rates as of December 31, 2020.

f. Other Proceedings

The Company is also a party to certain other proceedings arising out of the ordinary course of its business, including legal proceedings with respect to tax, regulatory and other matters. While the results of litigation cannot be predicted with certainty, management believes that the final outcome of these other proceedings will not have a material adverse effect on the Company's business, financial condition or results of operations.

g. The Company has unused letters of credit totaling approximately P7,055,492 and P6,132,073 as of December 31, 2020 and 2019, respectively.

39. Supplementary Information Required by the BIR

The BIR has issued RR No. 15-2010 which require certain tax information to be disclosed in the notes to the separate financial statements. The Company presented the required supplementary tax information as a separate schedule attached to its annual income tax return.

COVER SHEET

For

AUDITED FINANCIAL STATEMENTS

SEC Registration Number

3 1 1 7 1

COMPANY NAME

P E T R O N   C O R P O R A T I O N

PRINCIPAL OFFICE (No. / Street / Barangay / City / Town / Province)

S M C   H e a d   O f f i c e   C o m p l e x
4 0   S a n   M i g u e l   A v e n u e
M a n d a l u y o n g   C i t y

Form Type	Department requiring the report	Secondary License Type, If Applicable
A A F S		Certificates of Permit to Offer Securities for Sale dated 1994, 1995, 2010, 2014 and 2019

COMPANY INFORMATION

Company's email Address	Company's Telephone Number/s	Mobile Number
contactus@petron.com	8-884-9200	

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
144,979 as of December 31, 2020	May 18, 2021	December 31

CONTACT PERSON INFORMATION

The designated contact person *MUST* be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
MYRNA C. GERONIMO	mcgeronimo@petron.com	8-884-9200 loc 49189	

CONTACT PERSON's ADDRESS

SMC Head Office Complex, 40 San Miguel Avenue, Makati City

Note 1: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

2: All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.

PETRON

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Petron Corporation** (the "Company") is responsible for the preparation and fair presentation of the separate financial statements including the schedules attached therein, for the years ended **December 31, 2020 and 2019**, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors (the "Board") is responsible for overseeing the Company's financial reporting process.

The Board reviews and approves the financial statements including the schedules attached therein, and submits the same to the stockholders.

R.G. Manabat & Co., the independent auditor appointed by the stockholders, has audited the financial statements of the Company in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

RAMON S. ANG
President, Chief Executive Officer and Acting Chairman

EMMANUEL E. ERAÑA
Senior Vice President and Chief Finance Officer

Signed this 9th day of March 2021

BUREAU OF INTERNAL REVENUE
RECEIVED
MAR 29 2021
EXCISE LT REGULATORY DIVISION

SUBSCRIBED AND SWORN TO before me, a Notary Public for and in the City of Mandaluyong, Metro Manila, this MAR 0 9 2021, affiants being personally known to me and signed this instrument in my presence and avowed under penalty of law to the whole truth of contents thereof.

Name	Competent Evidence of Identity	Date/Place of Issue
Ramon S. Ang		
Emmanuel E. Eraña		

Doc. No. 249;
Page No. 51;
Book No. I;
Series of 2021

MARIA CRISSELDA N. TAMONDONG
Notary Public for Mandaluyong City
40 San Miguel Avenue, 1550 Mandaluyong City
Appointment No. 0582-21
Until December 31, 2022
Attorney's Roll No. 71094
PTR No. 4581638/1-07-2021/Mandaluyong
IBP No. 150820/1-13-2021/RSM
MCLE Compliance No. VI-0023071/4-24-2019

BUREAU OF INTERNAL REVENUE
RECEIVED
MAR 29 2021
EXCISE LT REGULATORY DIVISION

PETRON CORPORATION AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS
December 31, 2020, 2019 and 2018

With Independent Auditors' Report

R.G. Manabat & Co.
The KPMG Center, 9/F
6787 Ayala Avenue, Makati City
Philippines 1226
Telephone +63 (2) 8885 7000
Fax +63 (2) 8894 1985
Internet www.home.kpmg/ph
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REPORT OF INDEPENDENT AUDITORS

The Board of Directors and Stockholders
Petron Corporation
SMC Head Office Complex
40 San Miguel Avenue
Mandaluyong City

Opinion

We have audited the consolidated financial statements of Petron Corporation and Subsidiaries (the "Group"), which comprise the consolidated statements of financial position as at December 31, 2020 and 2019, and the consolidated statements of income, consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2020, and notes, comprising a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2020 and 2019, and its consolidated financial performance and its consolidated cash flows for each of the three years in the period ended December 31, 2020, in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audits of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue Recognition (P286,033 million)
Refer to Note 3, *Significant Accounting Policies* and Note 37, *Segment Information* to the consolidated financial statements.

The risk
Revenue is an important measure used to evaluate the performance of the Group. It is accounted for when the sales transactions have been completed and control over the goods and services has been transferred to the customer. Whilst revenue recognition and measurement is not complex for the Group, voluminous sales transactions and the sales target which form part of the Group's key performance measure may provide venue to improperly recognize revenue.

Our response
We performed the following audit procedures, among others, on revenue recognition:

- We tested operating effectiveness of the key controls over revenue recognition. We involved our information technology specialists, as applicable, to assist in the audit of automated controls, including interface controls between different information technology applications for the evaluation of relevant information technology systems and the design and operating effectiveness of controls over the recording of revenue transactions.

- We checked on a sampling basis, the sales transactions to the delivery documents for the year.

- We checked on a sampling basis, sales transactions for the last month of the financial year and also the first month of the following financial year to the delivery documents to assess whether these transactions are recorded in the correct financial year.

- We tested journal entries posted to revenue accounts, including any unusual or irregular items.

- We tested credit notes recorded after the financial year to identify potential reversals of revenue which were inappropriately recognized in the current financial year.

Valuation of Inventories (P44,922 million)
Refer to Note 3, *Significant Accounting Policies*, Note 4, *Significant Accounting Judgments, Estimates and Assumptions* and Note 9, *Inventories* to the consolidated financial statements.

The risk
There is a risk over the recoverability of the Group's inventories due to market price volatility of crude and petroleum products. Such volatility can lead to potential issues over the full recoverability of inventory balances. In addition, determining the net realizable values of inventories is subject to management's judgment and estimation. This includes estimating the selling price of finished goods and the cost of conversion of raw materials based on available market price forecasts and current costs.

Our response
We performed the following audit procedures, among others, on the valuation of inventories:

- We obtained and reviewed the calculation of write-down of the Group's raw materials and finished goods based on the net realizable values of finished goods at yearend.

- For raw materials, projected production yield was used to estimate the cost of conversion for the raw materials as at yearend. We assessed the projected yield by comparing it to the actual yield achieved from crude oil production runs during the year. We then compared the estimated costs of finished goods to the net realizable values to determine any potential write-down.

- For finished goods, we assessed the reasonableness of estimated selling prices by checking various products' sales invoices issued around and after yearend. Any write-down is computed based on the difference between the net realizable value and the cost of inventory held at yearend.

Valuation of Goodwill (P8,031 million)
Refer to Note 3, *Significant Accounting Policies*, Note 4, *Significant Accounting Judgments, Estimates and Assumptions* and Note 13, *Investment in Shares of Stock of Subsidiaries, Goodwill and Non-Controlling Interests* to the consolidated financial statements.

The risk
The Group has significant amount of goodwill arising from business acquisitions. We particularly focused on the valuation of goodwill allocated to Petron Oil and Gas International Sdn. Bhd. Group (Petron Malaysia Group) which accounts for 99% of total goodwill. The annual impairment test was significant to our audit as the assessment process is complex by nature and is based on management's judgment and assumptions on future market and/or economic conditions. The assumptions used include future cash flow projections, growth rates and discount rates.

Our response

We performed the following audit procedures, among others, on the valuation of goodwill:

- We tested the integrity of the discounted cash flow model used by the Group. This involved using our own valuation specialist to assist us in evaluating the models used and assumptions applied and comparing these assumptions to external data, where applicable. The key assumptions include sales volume, selling price and gross profit margin.

- We compared the Group's assumptions to externally derived data as well as our own assessments in relation to key inputs such as projected economic growth, competition, cost of inflation and discount rates, as well as performing break-even analysis on the assumptions.

- We also assessed the Group's disclosures about the sensitivity of the outcome of the impairment assessment to changes in key assumptions used in the valuation of goodwill.

Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2020, but does not include the consolidated financial statements and our auditors' report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2020 are expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditors' report is Mr. Darwin P. Virocel.

R.G. MANABAT & CO.

DARWIN P. VIROCEL
Partner
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covering the audit of 2019 to 2023 financial statements
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BIR Accreditation No. 08-001987-031-2019
Issued August 7, 2019; valid until August 6, 2022
PTR No. MKT 8533922
Issued January 4, 2021 at Makati City

March 19, 2021
Makati City, Metro Manila

PETRON CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
(Amounts in Million Pesos)

	Note	December 31 2020	2019
ASSETS			
Current Assets			
Cash and cash equivalents	*5, 34, 35*	**P27,053**	P34,218
Financial assets at fair value	*6, 14, 34, 35*	**603**	864
Investments in debt instruments	*7, 34, 35*	**184**	109
Trade and other receivables - net	*4, 8, 28, 34, 35*	**27,195**	44,657
Inventories - net	*4, 9*	**44,922**	72,210
Other current assets	*14, 28*	**32,337**	27,430
Total Current Assets		**132,294**	179,488
Noncurrent Assets			
Investments in debt instruments	*7, 34, 35*	**197**	311
Property, plant and equipment - net	*2, 4, 10, 12, 37*	**168,831**	168,267
Right-of-use assets - net	*4, 11*	**6,045**	5,509
Investment property - net	*4, 10, 12*	**30,049**	29,935
Deferred tax assets - net	*4, 27*	**2,190**	262
Goodwill - net	*4, 13*	**8,031**	8,319
Other noncurrent assets - net	*2, 4, 6, 14, 34, 35*	**2,088**	2,744
Total Noncurrent Assets		**217,431**	215,347
		P349,725	P394,835
LIABILITIES AND EQUITY			
Current Liabilities			
Short-term loans	*15, 33, 34, 35*	**P77,704**	P71,090
Liabilities for crude oil and petroleum products	*16, 28, 31, 34, 35*	**22,320**	39,362
Trade and other payables	*17, 28, 30, 33, 34, 35, 39*	**15,402**	28,741
Lease liabilities - current portion	*4, 31, 33, 34*	**1,243**	1,295
Derivative liabilities	*34, 35*	**1,124**	738
Income tax payable		**162**	267
Current portion of long-term debt - net	*18, 33, 34, 35*	**31,114**	16,881
Total Current Liabilities		**149,069**	158,374
Noncurrent Liabilities			
Long-term debt - net of current portion	*18, 33, 34, 35*	**88,340**	116,196
Retirement benefits liability - net	*30*	**3,705**	3,565
Deferred tax liabilities - net	*27*	**3,084**	6,348
Lease liabilities - net of current portion	*4, 31, 33, 34*	**14,561**	14,454
Asset retirement obligation	*4, 19*	**2,867**	1,720
Other noncurrent liabilities	*20, 34, 35*	**1,904**	1,748
Total Noncurrent Liabilities		**114,461**	144,031
Total Liabilities		**263,530**	302,405

Forward

	Note	December 31 2020	2019
Equity Attributable to Equity Holders of the Parent Company	*21*		
Capital stock		**P9,485**	P9,485
Additional paid-in capital		**37,500**	37,500
Capital securities		**36,481**	25,183
Retained earnings		**29,799**	45,510
Equity reserves		**(18,371)**	(16,899)
Treasury stock		**(15,122)**	(15,122)
Total Equity Attributable to Equity Holders of the Parent Company		**79,772**	85,657
Non-controlling Interests	*13*	**6,423**	6,773
Total Equity		**86,195**	92,430
		P349,725	P394,835

See Notes to the Consolidated Financial Statements.

PETRON CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF INCOME
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Million Pesos, Except Per Share Data)

	Note	**2020**	2019	2018
SALES	*28, 31, 37*	**P286,033**	P514,362	P557,386
COST OF GOODS SOLD	*22*	**277,320**	483,855	522,824
GROSS PROFIT		**8,713**	30,507	34,562
SELLING AND ADMINISTRATIVE EXPENSES	*23*	**(14,389)**	(15,815)	(16,981)
OTHER OPERATING INCOME	*4, 29*	**1,047**	1,507	1,340
INTEREST EXPENSE AND OTHER FINANCING CHARGES	*26, 37*	**(11,313)**	(13,490)	(9,689)
INTEREST INCOME	*26, 37*	**780**	1,340	706
OTHER INCOME (EXPENSES) - Net	*26*	**(1,049)**	(312)	517
		(24,924)	(26,770)	(24,107)
INCOME (LOSS) BEFORE INCOME TAX		**(16,211)**	3,737	10,455
INCOME TAX EXPENSE (BENEFIT)	*27, 36, 37*	**(4,798)**	1,434	3,386
NET INCOME (LOSS)		**(P11,413)**	P2,303	P7,069
Attributable to:				
Equity holders of the Parent Company	*32*	**(P11,380)**	P1,701	P6,218
Non-controlling interests	*13*	**(33)**	602	851
		(P11,413)	P2,303	P7,069
BASIC/DILUTED EARNINGS (LOSS) PER COMMON SHARE ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY	*32*	**(P1.58)**	(P0.17)	P0.28

See Notes to the Consolidated Financial Statements.

PETRON CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Million Pesos)

	Note	**2020**	2019	2018
NET INCOME (LOSS)		**(P11,413)**	P2,303	P7,069
OTHER COMPREHENSIVE LOSS				
Item that will not be reclassified to profit or loss				
Equity reserve for retirement plan	*30*	**(631)**	(2,531)	(1,133)
Income tax benefit	*27*	**191**	751	339
		(440)	(1,780)	(794)
Items that may be reclassified to profit or loss				
Net income (loss) on cash flow hedges	*35*	**100**	(208)	(110)
Exchange differences on translation of foreign operations		**(1,330)**	(1,133)	1,372
Unrealized fair value gains (losses) on investments in debt instruments at fair value through other comprehensive income	*7*	**1**	15	(10)
Share in other comprehensive income of a joint venture		**10**	-	-
Income tax benefit (expense)	27	**(30)**	58	36
		(1,249)	(1,268)	1,288
OTHER COMPREHENSIVE INCOME (LOSS) - Net of tax		**(1,689)**	(3,048)	494
TOTAL COMPREHENSIVE INCOME (LOSS) FOR THE YEAR - Net of tax		**(P13,102)**	(P745)	P7,563
Attributable to:				
Equity holders of the Parent Company		**(P12,852)**	(P1,167)	P6,570
Non-controlling interests		**(250)**	422	993
		(P13,102)	(P745)	P7,563

See Notes to the Consolidated Financial Statements.

PETRON CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018

(Amounts in Million Pesos)

		Equity Attributable to Equity Holders of the Parent Company										
					Retained Earnings		Equity Reserves					
	Note	Capital Stock	Additional Paid-in Capital	Capital Securities	Appro-priated	Unappro-priated	Reserve for Retirement Plan	Other Reserves	Treasury Stock	Total	Non-controlling Interests	Total Equity
As of December 31, 2019		**P9,485**	**P37,500**	**P25,183**	**P15,000**	**P30,510**	**(P4,704)**	**(P12,195)**	**(P15,122)**	**P85,657**	**P6,773**	**P92,430**
Net income on cash flow hedges - net of tax	*35*	-	-	-	-	-	-	70	-	70	-	70
Unrealized fair value losses on investments in debt instruments		-	-	-	-	-	-	1	-	1	-	1
Exchange differences on translation of foreign operations		-	-	-	-	-	-	(1,109)	-	(1,109)	(221)	(1,330)
Share in other comprehensive income of a joint venture		-	-	-	-	-	-	10	-	10	-	10
Equity reserve for retirement plan - net of tax		-	-	-	-	-	(444)	-	-	(444)	4	(440)
Other comprehensive loss		-	-	-	-	-	(444)	(1,028)	-	(1,472)	(217)	(1,689)
Net loss for the year		-	-	-	-	(11,380)	-	-	-	(11,380)	(33)	(11,413)
Total comprehensive loss for the year		-	-	-	-	(11,380)	(444)	(1,028)	-	(12,852)	(250)	(13,102)
Cash dividends	*21*	-	-	-	-	(2,515)	-	-	-	(2,515)	(100)	(2,615)
Distributions paid	*21*	-	-	-	-	(1,816)	-	-	-	(1,816)	-	(1,816)
Issuance of redeemable perpetual securities	*21*	-	-	11,298	-	-	-	-	-	11,298	-	11,298
Transactions with owners		-	-	11,298	-	(4,331)	-	-	-	6,967	(100)	6,867
As of December 31, 2020		**P9,485**	**P37,500**	**P36,481**	**P15,000**	**P14,799**	**(P5,148)**	**(P13,223)**	**(P15,122)**	**P79,772**	**P6,423**	**P86,195**

Forward

		Equity Attributable to Equity Holders of the Parent Company										
					Retained Earnings		Equity Reserves					
	Note	Capital Stock	Additional Paid-in Capital	Capital Securities	Appro-priated	Unappro-priated	Reserve for Retirement Plan	Other Reserves	Treasury Stock	Total	Non-controlling Interests	Total Equity
As of December 31, 2018		P9,485	P19,653	P24,881	P15,160	P34,331	(P2,940)	(P11,091)	(P10,000)	P79,479	P6,707	P86,186
Adjustment due to adoption of Philippine Financial Reporting Standard (PFRS) 16	*3*	-	-	-	-	(1,461)	-	-	-	(1,461)	(178)	(1,639)
As of January 1, 2019, as adjusted		9,485	19,653	24,881	15,160	32,870	(2,940)	(11,091)	(10,000)	78,018	6,529	84,547
Net loss on cash flow hedges - net of tax	*35*	-	-	-	-	-	-	(145)	-	(145)	-	(145)
Unrealized fair value losses on investments in debt instruments		-	-	-	-	-	-	10	-	10	-	10
Exchange differences on translation of foreign operations		-	-	-	-	-	-	(969)	-	(969)	(164)	(1,133)
Equity reserve for retirement plan - net of tax		-	-	-	-	-	(1,764)	-	-	(1,764)	(16)	(1,780)
Other comprehensive loss		-	-	-	-	-	(1,764)	(1,104)	-	(2,868)	(180)	(3,048)
Net income for the year		-	-	-	-	1,701	-	-	-	1,701	602	2,303
Total comprehensive income (loss) for the year						1,701	(1,764)	(1,104)	-	(1,167)	422	(745)
Cash dividends	*21*	-	-	-	-	(2,515)	-	-	-	(2,515)	(178)	(2,693)
Distributions paid	*21*	-	-	-	-	(1,697)	-	-	-	(1,697)	-	(1,697)
Issuance of preferred shares	*21*	-	17,847	-	-	-	-	-	2,000	19,847	-	19,847
Redemption of preferred shares	*21*	-	-	-	-	-	-	-	(7,122)	(7,122)	-	(7,122)
Issuance of redeemable perpetual securities	*21*	-	-	302	-	-	-	-	-	302	-	302
Reversal of retained earnings appropriation	*21*	-	-	-	(160)	160	-	-	-	-	-	-
Share issuance cost	*13*	-	-	-	-	(9)	-	-	-	(9)	-	(9)
Transactions with owners		-	17,847	302	(160)	(4,061)	-	-	(5,122)	8,806	(178)	8,628
As of December 31, 2019		P9,485	P37,500	P25,183	P15,000	P30,510	(P4,704)	(P12,195)	(P15,122)	P85,657	P6,773	P92,430

Forward

		Equity Attributable to Equity Holders of the Parent Company										
					Retained Earnings		Equity Reserves					
	Note	Capital Stock	Additional Paid-in Capital	Capital Securities	Appro-priated	Unappro-priated	Reserve for Retirement Plan	Other Reserves	Treasury Stock	Total	Non-controlling Interests	Total Equity
As of December 31, 2017		P9,485	P19,653	P30,546	P15,160	P33,982	(P2,146)	(P3,025)	(P10,000)	P93,655	P5,964	P99,619
Adjustment due to adoption of PFRS 9		-	-	-	-	42	-	-	-	42	(2)	40
As of January 1, 2018, as adjusted		9,485	19,653	30,546	15,160	34,024	(2,146)	(3,025)	(10,000)	93,697	5,962	99,659
Net loss on cash flow hedges - net of tax	*35*	-	-	-	-	-	-	(77)	-	(77)	-	(77)
Unrealized fair value losses on investments in debt instruments		-	-	-	-	-	-	(8)	-	(8)	-	(8)
Exchange differences on translation of foreign operations		-	-	-	-	-	-	1,231	-	1,231	141	1,372
Equity reserve for retirement plan - net of tax		-	-	-	-	-	(794)	-	-	(794)	1	(793)
Other comprehensive income (loss)		-	-	-	-	-	(794)	1,146	-	352	142	494
Net income for the year		-	-	-	-	6,218	-	-	-	6,218	851	7,069
Total comprehensive income (loss) for the year		-	-	-	-	6,218	(794)	1,146	-	6,570	993	7,563
Cash dividends	*21*	-	-	-	-	(2,052)	-	-	-	(2,052)	(237)	(2,289)
Distributions paid	*21*	-	-	-	-	(3,839)	-	-	-	(3,839)	-	(3,839)
Redemption of undated subordinated capital securities	*21*	-	-	(30,546)	-	-	-	(9,223)	-	(39,769)	-	(39,769)
Issuance of senior perpetual capital securities	*21*	-	-	24,881	-	-	-	-	-	24,881	-	24,881
Acquisition of additional interest in a subsidiary	*13*	-	-	-	-	(20)	-	11	-	(9)	(11)	(20)
Transactions with owners		-	-	(5,665)	-	(5,911)	-	(9,212)	-	(20,788)	(248)	(21,036)
As of December 31, 2018		P9,485	P19,653	P24,881	P15,160	P34,331	(P2,940)	(P11,091)	(P10,000)	P79,479	P6,707	P86,186

See Notes to the Consolidated Financial Statements.

PETRON CORPORATION AND SUBSIDIARIES

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018

(Amounts in Million Pesos)

	Note	**2020**	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES				
Income (loss) before income tax		**(P16,211)**	P3,737	P10,455
Adjustments for:				
Depreciation and amortization	*25, 37*	**9,490**	13,245	11,543
Interest expense and other financing charges	*26, 37*	**11,313**	13,490	9,689
Retirement benefits costs	*30*	**289**	70	523
Interest income	*26*	**(780)**	(1,340)	(706)
Unrealized foreign exchange losses (gains) - net		**(2,308)**	(2,573)	2,484
Other losses (gains) - net		**(994)**	139	(1,738)
Operating income before working capital changes		**799**	26,768	32,250
Changes in noncash assets, certain current liabilities and others	*33*	**12,031**	11,847	(15,616)
Cash generated from operations		**12,830**	38,615	16,634
Contribution to retirement fund	*30*	**(315)**	(940)	(1,068)
Interest paid		**(10,758)**	(12,722)	(9,035)
Income taxes paid		**(110)**	(949)	(1,980)
Interest received		**886**	1,358	496
Net cash flows provided by operating activities		**2,533**	25,362	5,047
CASH FLOWS FROM INVESTING ACTIVITIES				
Additions to property, plant and equipment	*10*	**(8,167)**	(17,547)	(10,416)
Proceeds from sale of property and equipment		**144**	43	58
Acquisition of investment property	*12*	**(591)**	(2,466)	(852)
Proceeds from sale of investment property		**-**	116	-
Increase in other noncurrent assets		**(43)**	(582)	(79)
Proceeds from disposal (acquisition) of:				
Investment in subsidiary - net	*13*	**181**	-	-
Investments in debt instruments	*7*	**39**	(31)	148
Net cash flows used in investing activities		**(8,437)**	(20,467)	(11,141)

Forward

	Note	2020	2019	2018
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from availment of loans	*33*	**P151,408**	P386,875	P339,581
Payments of:				
Loans	*33*	**(155,604)**	(381,558)	(312,564)
Lease liabilities	*29, 33*	**(2,361)**	(1,128)	-
Cash dividends and distributions	*21, 33*	**(4,423)**	(4,100)	(6,160)
Issuance of preferred shares	*21*	**-**	19,847	-
Redemption of preferred shares	*21*	**-**	(7,122)	-
Issuance of redeemable and senior perpetual capital securities	*21*	**11,298**	302	24,881
Redemption of undated subordinated capital securities	*21*	**-**	-	(39,769)
Acquisition of additional interest in a subsidiary	*13*	**-**	-	(20)
Net cash flows provided by financing activities		**318**	13,116	5,949
EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS		**(1,579)**	(1,198)	536
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(7,165)**	16,813	391
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**34,218**	17,405	17,014
CASH AND CASH EQUIVALENTS AT END OF YEAR	*5*	**P27,053**	P34,218	P17,405

See Notes to the Consolidated Financial Statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

(Amounts in Million Pesos, Except Par Value, Number of Shares and Per Share Data, Exchange Rates and Commodity Volumes)

1. Reporting Entity

Petron Corporation (the "Parent Company" or "Petron") was incorporated under the laws of the Republic of the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on December 22, 1966. On September 13, 2013, the SEC approved the extension of the Parent Company's corporate term to December 22, 2066. The accompanying consolidated financial statements comprise the financial statements of Petron Corporation and Subsidiaries (collectively referred to as the "Group") and the Group's interests in an associate and joint ventures.

Pursuant to the Parent Company's Articles of Incorporation (AOI), it has a corporate life of 50 years or for such longer period as may hereafter be authorized by the laws of the Philippines. Under Section 11 of the Revised Corporation Code of the Philippines, the Parent Company shall have a perpetual existence unless its AOI provides otherwise.

Petron is the only oil refining and the leading marketing company in the Philippines. Petron is committed to its vision to be the leading provider of total customer solutions in the energy sector and its derivative businesses.

Petron operates the modern refinery in Bataan, with a rated capacity of 180,000 barrels a day. Petron's Integrated Management Systems (IMS) - certified refinery processes crude oil into a full range of world-class petroleum products including liquefied petroleum gas (LPG), gasoline, diesel, jet fuel, kerosene, and petrochemicals. From the refinery, Petron moves its products mainly by sea to more than 30 terminals strategically located across the country. Through this network, Petron supplies fuels to its service stations and various essential industries such as power-generation, transportation, manufacturing, agriculture, etc. Petron also supplies jet fuel at key airports to international and domestic carriers.

With over 2,000 service stations and hundreds of industrial accounts, Petron remains the leader in the Philippine fuel market. Petron retails gasoline and diesel to motorists and public transport operators. Petron also sells its LPG brands "Gasul" and "Fiesta" to households and other industrial consumers through an extensive dealership network. In line with efforts to increase its presence in the regional market, Petron exports various products to Asia-Pacific countries.

Petron sources its fuel additives from its blending facility in Subic Bay. This gives Petron the capability to formulate unique additives suitable for the driving conditions in the Philippines. Petron also has a facility in Mariveles, Bataan where the refinery's propylene production is converted into higher-value polypropylene resin.

Today, Petron is one of the leading oil companies in Malaysia with an integrated business which includes an 88,000 barrel-per-day refinery, 11 terminals and facilities, and a network of more than 700 service stations.

The Parent Company is a public company under Section 17.2 of Securities Regulation Code (SRC) and its shares of stock are listed for trading at the Philippine Stock Exchange (PSE). As of December 31, 2020, the Parent Company's public float stood at 26.73%.

The intermediate parent company of Petron is San Miguel Corporation (SMC) while its ultimate parent company is Top Frontier Investment Holdings, Inc. Both companies are incorporated in the Philippines.

The registered office address of Petron is SMC Head Office Complex, 40 San Miguel Avenue, Mandaluyong City.

2. Basis of Preparation

Statement of Compliance

The accompanying consolidated financial statements have been prepared in compliance with Philippine Financial Reporting Standards (PFRS). PFRS are based on International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB). PFRS consist of PFRS, Philippine Accounting Standards (PAS) and Philippine Interpretations issued by the Financial Reporting Standards Council (FRSC).

The consolidated financial statements were approved and authorized for issuance by the Board of Directors (BOD) on March 9, 2021.

Basis of Measurement

The consolidated financial statements of the Group have been prepared on the historical cost basis of accounting except for the following which are measured on an alternative basis at each reporting date:

Items	Measurement Bases
Derivative financial instruments	Fair value
Financial assets at fair value through profit or loss (FVPL)	Fair value
Investments in debt instruments at fair value through other comprehensive income (FVOCI)	Fair value
Retirement benefits liability	Present value of the defined benefit obligation less fair value of plan assets

Functional and Presentation Currency

The consolidated financial statements are presented in Philippine peso, which is the Parent Company's functional currency. All financial information presented in Philippine peso is rounded off to the nearest million (P000,000), except when otherwise indicated.

Basis of Consolidation

The consolidated financial statements include the accounts of the Parent Company and its subsidiaries. These subsidiaries are:

Name of Subsidiary	Percentage of Ownership 2020	2019	Country of Incorporation
Overseas Ventures Insurance Corporation Ltd. (Ovincor)	**100.00**	100.00	Bermuda
Petrogen Insurance Corporation (Petrogen)	**100.00**	100.00	Philippines
Petron Freeport Corporation (PFC)	**100.00**	100.00	Philippines
Petron Singapore Trading Pte., Ltd. (PSTPL)	**100.00**	100.00	Singapore
Petron Marketing Corporation (PMC)	**100.00**	100.00	Philippines
New Ventures Realty Corporation (NVRC) and Subsidiaries	**85.55**	85.55	Philippines
Petrofuel Logistics Inc. (PLI), formerly Limay Energen Corporation (LEC)	**-**	100.00	Philippines
Petron Global Limited (PGL)	**100.00**	100.00	British Virgin Islands
Petron Finance (Labuan) Limited (PFL)	**100.00**	100.00	Malaysia
Petron Oil and Gas Mauritius Ltd. (POGM) and Subsidiaries	**100.00**	100.00	Mauritius
Petrochemical Asia (HK) Limited (PAHL) and Subsidiaries	**100.00**	100.00	Hong Kong

Petrogen and Ovincor are both engaged in the business of non-life insurance and re-insurance.

The primary purpose of PFC and PMC is to, among others, sell on wholesale or retail and operate service stations, retail outlets, restaurants, convenience stores and the like.

PSTPL's principal activities include those relating to the procurement of crude oil, ethanol, catalysts, additives, coal and various petroleum finished products; crude vessel chartering and commodity risk management.

NVRC's primary purpose is to acquire real estate and derive income from its sale or lease. As of December 31, 2020 and 2019, NVRC owns 100% of Las Lucas Construction and Development Corporation (LLCDC), Parkville Estates & Development Corporation (PEDC), South Luzon Prime Holdings, Inc. (SLPHI), Abreco Realty Corporation (ARC) and 60% of Mariveles Landco Corporation (MLC).

On July 8, 2019, the BOD and stockholders of LEC approved the amendment of its Amended AOI to reflect the change in LEC's name to Petrofuel Logistics, Inc., change in the LEC's primary purpose and the increase in its authorized capital stock. On September 27, 2019, the application for the amendment in AOI was approved by the SEC. The amended primary purpose of LEC is to engage in the business of providing logistics and freight forwarding services related to transportation and storage of various goods and products, including owning and operating real or personal properties in relation to the business, and to engage in necessary and/or incidental business or activities.

On August 28, 2020, the Parent Company signed the Share Purchase Agreement with San Miguel Integrated Logistics Services, Inc. (SMILSI) for the sale by the Parent Company of its 100% ownership in PLI's equity which is equivalent to the entire 2,010,000 outstanding shares of PLI. The closing of the transaction occurred on September 1, 2020 (Note 13).

PGL is a holding company incorporated in the British Virgin Islands.

POGM is a holding company incorporated under the laws of Mauritius. POGM owns an offshore subsidiary Petron Oil and Gas International Sdn. Bhd. (POGI).

As of December 31, 2020 and 2019, POGI owns 73.4% of Petron Malaysia Refining & Marketing Bhd (PMRMB) and 100% of both Petron Fuel International Sdn Bhd (PFISB) and Petron Oil (M) Sdn Bhd (POMSB), collectively hereinafter referred to as "Petron Malaysia".

Petron Malaysia is involved in the refining and marketing of petroleum products in Malaysia.

PFL is a holding company incorporated under the laws of Labuan, Malaysia.

PAHL is a holding company incorporated in Hong Kong in March 2008. As of December 31, 2020 and 2019, PAHL owns 100% of Robinsons International Holdings Limited (RIHL) which owns 100% of Philippine Polypropylene, Inc. (PPI) and 40% of MLC.

A subsidiary is an entity controlled by the Group. The Group controls an entity if and only if, the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

When the Group has less than majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including the contractual arrangement with the other vote holders of the investee, rights arising from other contractual arrangements and the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are included in the consolidated financial statements from the date when the Group obtains control, and continue to be consolidated until the date when such control ceases.

The financial statements of the subsidiaries are prepared for the same reporting period as the Parent Company, using uniform accounting policies for like transactions and other events in similar circumstances. Intergroup balances and transactions, including intergroup unrealized profits and losses, are eliminated in preparing the consolidated financial statements.

Non-controlling interests represent the portion of consolidated statements of income and net assets not attributable to the Parent Company and are presented in the consolidated statements of income, consolidated statements of comprehensive income and within equity in the consolidated statements of financial position, separately from the equity attributable to equity holders of the Parent Company.

Non-controlling interests represent the interests not held by the Parent Company in NVRC and PMRMB in 2020 and 2019.

A change in the ownership interest of a subsidiary, without loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, the Group: (i) derecognizes the assets (including goodwill) and liabilities of the subsidiary, the carrying amount of any non-controlling interests and the cumulative transaction differences recorded in equity; (ii) recognizes the fair value of the consideration received, the fair value of any investment retained and any surplus or deficit in consolidated statements of income; and (iii) reclassify the Parent Company's share of components previously recognized in other comprehensive income (OCI) to consolidated statements of income or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities.

Reclassification

Certain accounts have been reclassified to conform with the current year's presentation.

The effect of the reclassification on the consolidated statements of financial position as at December 31, 2019 is summarized below:

	Note	**As Previously Presented**	**Reclassification**	**As Reclassified**
Property, Plant and Equipment - net	*10*	P167,941	P326	P168,267
Other noncurrent assets - net	*14*	3,070	(326)	2,744

The reclassification did not have an effect on the consolidated income, consolidated total comprehensive income and cash flows for the year ended December 31, 2019.

3. Significant Accounting Policies

The accounting policies set out below have been applied consistently to all periods presented in the consolidated financial statements, except for the changes in accounting policies as explained below.

Adoption of New and Amended Standards and Interpretations

The Group has adopted the following new and amended standards and interpretations effective January 1, 2020 and accordingly, changed its accounting policies. Except as otherwise indicated, the adoption of the amended standards and framework did not have a material effect on the consolidated financial statements.

- Amendments to References to Conceptual Framework in PFRS sets out amendments to PFRS, their accompanying documents and PFRS practice statements to reflect the issuance of the revised Conceptual Framework for Financial Reporting in 2018 (2018 Conceptual Framework). The 2018 Conceptual Framework includes: (a) a new chapter on measurement; (b) guidance on reporting financial performance; (c) improved definitions of an asset and a liability, and guidance supporting these definitions; and (d) clarifications in important areas, such as the roles of stewardship, prudence and measurement uncertainty in financial reporting.

Some Standards, their accompanying documents and PFRS practice statements contain references to, or quotations from, the International Accounting Standards Committee's Framework for the Preparation and Presentation of Financial Statements adopted by the IASB in 2001 or the Conceptual Framework for Financial Reporting issued in 2010. The amendments update some of those references and quotations so that they refer to the 2018 Conceptual Framework and make other amendments to clarify which version of the Conceptual Framework is referred to in particular documents.

- Definition of a Business (Amendments to PFRS 3, *Business Combinations*). The amendments narrowed and clarified the definition of a business. The amendments also permit a simplified assessment of whether an acquired set of activities and assets is a group of assets rather than a business. The amendments: (a) confirmed that a business must include inputs and a process, and clarified that the process must be substantive and the inputs and process must together significantly contribute to creating outputs; (b) narrowed the definition of a business by focusing the definition of outputs on goods and services provided to customers and other income from ordinary activities, rather than on providing dividends or other economic benefits directly to investors or lowering costs; and (c) added a test that makes it easier to conclude that a company has acquired a group of assets, rather than a business, if the value of the assets acquired is substantially all concentrated in a single asset or group of similar assets.

- Definition of Material (Amendments to PAS 1, *Presentation of Financial Statements* and PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors*). The amendments refine the definition of what is considered material. The amended definition of what is considered material states that such information is material if omitting, misstating or obscuring it could reasonably be expected to influence the decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity. The amendments clarify the definition of what is considered material and its application by: (a) raising the threshold at which information becomes material by replacing the term 'could influence' with 'could reasonably be expected to influence'; (b) including the concept of 'obscuring information' alongside the concept of 'omitting' and 'misstating' information in the definition; (c) clarifying that the users to which the definition refers are the primary users of general purpose financial statements referred to in the Conceptual Framework; (d) clarifying the explanatory paragraphs accompanying the definition; and (e) aligning the wording of the definition of what is considered material across PFRS and other publications. The amendments are expected to help entities make better materiality judgments without substantively changing existing requirements.

The Group has early adopted the below PFRS effective June 1, 2020 and accordingly, changed its accounting policy:

- Coronavirus Disease 2019 (COVID-19) Related Rent Concessions (Amendment to PFRS 16, *Leases*). The amendment introduces an optional practical expedient that simplifies how a lessee accounts for rent concessions that are a direct consequence of COVID-19. A lessee that applies the practical expedient is not required to assess whether eligible rent concessions are lease modifications, and accounts for them in accordance with other applicable guidance. The practical expedient apply if:

  - the revised consideration is substantially the same or less than the original consideration;

  - the reduction in lease payments relates to payments due on or before June 30, 2021; and

  - no other substantive changes have been made to the terms of the lease.

  The Group has lease agreements with rent concessions that ranges from one to two months of rental payments in 2020. The rent concessions decreased the lease liabilities and increased other income by P23 (Note 26).

Standards Issued but Not Yet Adopted

A number of new and amended standards are effective for annual periods beginning after January 1, 2020 and have not been applied in preparing the consolidated financial statements. Unless otherwise indicated, none of these is expected to have a significant effect on the consolidated financial statements.

The Group will adopt the following new and amended standards on the respective effective dates:

- Interest Rate Benchmark Reform - Phase 2 (Amendments to PFRS 9, PAS 39, PFRS 7, PFRS 4, *Insurance Contracts* and PFRS 16). To ensure that financial statements best reflect the economic effects of interest rate benchmark reforms, the Phase 2 amendments were issued and focus on the accounting once a new benchmark rate is in place. The reliefs allow companies not to recognize significant modification gains or losses on financial instruments and mitigate the risk of discontinuations of existing hedging relationships because of changes required by reforms. The amendments address issues that might affect financial reporting during the reform in the following key areas:

  - *Practical Expedient for Particular Changes to Contractual Cash Flows*. As a practical expedient, a company will account for a change in the basis for determining the contractual cash flows that is required by the reform by updating the effective interest rate of the financial instrument. If there are other changes to the basis for determining the contractual cash flows, then a company first applies the practical expedient to the changes required by the reform and then applies other applicable requirements of PFRS 9 to other changes. A similar practical expedient applies to insurers applying PAS 39 and lessees for lease modifications required by a reform.

- *Relief from Specific Hedge Accounting* . The amendments enable and require companies to continue hedge accounting in circumstances when changes to hedged items and hedging instruments arise as a result of changes required by the reform. A company is required to amend the formal designation of hedging relationships to reflect the changes required by the reform. Reliefs are also provided for amounts accumulated in the cash flow hedge reserve, the separately identifiable requirement, groups of items designated as hedged items and retrospective effectiveness assessment under PAS 39.

- *Disclosure Requirements*. To enable users of financial statements to understand the effect of reforms on a company's financial instruments and risk management strategy, additional disclosures are required on how transition to alternative benchmark rates are being managed, quantitative information about financial instruments indexed to rates yet to transition due to benchmark reform at the end of the reporting period, and the extent to which changes to the risk management strategy have occurred due to the risks identified in the transition.

The amendments are effective for annual reporting periods beginning on or after January 1, 2021. Earlier application is permitted. The amendments apply retrospectively, but restatement of comparative information is not required. Reinstatement of a discontinued hedging relationship is required if the hedging relationship was discontinued solely because of changes required by the reform, and that discontinued hedging relationship meets all qualifying criteria for hedge accounting at the date of initial application.

The amendments are still subject to the approval by the FRSC.

- Property, Plant and Equipment - Proceeds before Intended Use (Amendments to PAS 16, *Property, Plant and Equipment*). The amendments prohibit an entity from deducting from the cost of an item of property, plant and equipment the proceeds from selling items produced before that asset is available for use. The proceeds before intended use should be recognized in profit or loss, together with the costs of producing those items which are identified and measured in accordance with PAS 2, *Inventories*.

  The amendments also clarify that testing whether an item of property, plant and equipment is functioning properly means assessing its technical and physical performance rather than assessing its financial performance.

  For the sale of items that are not part of a Company's ordinary activities, the amendments require the company to disclose separately the sales proceeds and related production cost recognized in profit or loss and specify the line items in which such proceeds and costs are included in the statement of comprehensive income. This disclosure is not required if such proceeds and cost are presented separately in the statement of comprehensive income.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022. Earlier application is permitted. The amendments apply retrospectively, but only to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented in the financial statements in which the company first applies the amendments.

- Onerous Contracts - Cost of Fulfilling a Contract (Amendments to PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*). The amendments clarify that the costs of fulfilling a contract comprise both the incremental costs (e.g., direct labor and materials); and an allocation of other direct costs (e.g., an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022 to contracts existing at the date when the amendments are first applied. At the date of initial application, the cumulative effect of applying the amendments is recognized as an opening balance adjustment to retained earnings or other component of equity, as appropriate. The comparatives are not restated. Earlier application is permitted.

- Annual Improvements to PFRS Standards 2018 - 2020. This Cycle of improvements contains amendments to four standards, of which the following are applicable to the Group:

  - Fees in the '10 per cent' Test for Derecognition of Financial Liabilities (Amendment to PFRS 9*).* This amendment clarifies that for the purpose of performing the '10 per cent test' for derecognition of financial liabilities, in determining those fees paid net of fees received, a borrower includes only fees paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

  - Lease Incentives (Amendment to Illustrative Examples accompanying PFRS 16). The amendment deletes from the Illustrative Example 13 the reimbursement relating to leasehold improvements to remove the potential for confusion because the example had not explained clearly enough the conclusion as to whether the reimbursement would meet the definition of a lease incentive in PFRS 16.

  The amendments are effective for annual reporting periods beginning on or after January 1, 2022. Earlier application permitted.

- Reference to the Conceptual Framework (Amendment to PFRS 3*).* The amendments:

  - updated PFRS 3 so that it now refers to the 2018 Conceptual Framework;

  - added a requirement that, for transactions and other events within the scope of PAS 37 or IFRIC 21, *Levies*, an acquirer applies PAS 37 or IFRIC 21 instead of the Conceptual Framework to identify the liabilities it has assumed in a business combination; and

  - added an explicit statement that an acquirer does not recognize contingent assets acquired in a business combination.

  The amendments are effective for business combinations occurring in reporting periods starting on or after January 1, 2022, with earlier adoption permitted.

- Classification of Liabilities as Current or Noncurrent (Amendments to PAS 1). To promote consistency in application and clarify the requirements on determining whether a liability is current or noncurrent, the amendments:

  - removed the requirement for a right to defer settlement of a liability for at least 12 months after the reporting period to be unconditional and instead requires that the right must have substance and exist at the end of the reporting period;

  - clarified that a right to defer settlement exists only if the company complies with conditions specified in the loan agreement at the end of the reporting period, even if the lender does not test compliance until a later date; and

  - clarified that settlement of a liability includes transferring a company's own equity instruments to the counterparty, but conversion options that are classified as equity do not affect classification of the liability as current or noncurrent.

  The amendments apply retrospectively for annual reporting periods beginning on or after January 1, 2023. Earlier application is permitted.

- PFRS 17, *Insurance Contracts*, replaces the interim standard, PFRS 4, *Insurance Contracts*, and establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts within the scope of the standard. The new standard reflects the view that an insurance contract combines features of both a financial instrument and a service contract, and considers the fact that many insurance contracts generate cash flows with substantial variability over a long period. PFRS 17 introduces a new approach that: (a) combines current measurement of the future cash flows with the recognition of profit over the period services are provided under the contract; (b) presents insurance service results (including presentation of insurance revenue) separately from insurance finance income or expenses; and (c) requires an entity to make an accounting policy choice portfolio-by-portfolio of whether to recognize all insurance finance income or expenses for the reporting period in profit or loss or to recognize some of that income or expenses in other comprehensive income (OCI).

  Under PFRS 17, groups of insurance contracts are measured based on fulfilment cash flows, which represent the risk-adjusted present value of the entity's rights and obligations to the policy holders, and a contractual service margin, which represents the unearned profit the entity will recognize as it provides services over the coverage period. Subsequent to initial recognition, the liability of a group of insurance contracts represents the liability for remaining coverage and the liability for incurred claims, with the fulfilment cash flows remeasured at each reporting date to reflect current estimates.

  Simplifications or modifications to the general measurement model apply to groups of insurance contracts measured using the 'premium allocation approach', investment contracts with discretionary participation features, and reinsurance contracts held.

  PFRS 17 brings greater comparability and transparency about the profitability of new and in-force business and gives users of financial statements more insight into an insurer's financial health. Separate presentation of underwriting and financial results will give added transparency about the sources of profits and quality of earnings.

PFRS 17 is effective for annual periods beginning on or after January 1, 2023. Full retrospective application is required, unless it is impracticable, in which case the entity chooses to apply the modified retrospective approach or the fair value approach. However, if the entity cannot obtain reasonable and supportable information necessary to apply the modified retrospective approach, then it applies the fair value approach. Early application is permitted for entities that apply PFRS 9 and PFRS 15, *Revenue from Contracts with Customers*, on or before the date of initial application of PFRS 17.

Deferral of the local implementation of Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28, *Investments in Associates and Joint Ventures*: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture.

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to PFRS 10 and PAS 28). The amendments address an inconsistency in the requirements in PFRS 10 and PAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The amendments require that a full gain or loss is recognized when a transaction involves a business (whether it is housed in a subsidiary or not). A partial gain or loss is recognized when a transaction involves assets that do not constitute a business, even if these assets are housed in a subsidiary.

  Originally, the amendments apply prospectively for annual periods beginning on or after January 1, 2016, with early adoption permitted. However, on January 13, 2016, the FRSC decided to postpone the effective date until the IASB has completed its broader review of the research project on equity accounting that may result in the simplification of accounting for such transactions and of other aspects of accounting for associates and joint ventures.

<u>Current versus Noncurrent Classification</u>

The Group presents assets and liabilities in the consolidated statements of financial position based on current and noncurrent classification. An asset is current when it is: (a) expected to be realized or intended to be sold or consumed in the normal operating cycle; (b) held primarily for the purpose of trading; (c) expected to be realized within 12 months after the reporting period; or (d) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

A liability is current when: (a) it is expected to be settled in the normal operating cycle; (b) it is held primarily for trading; (c) it is due to be settled within 12 months after the reporting period; or (d) there is no unconditional right to defer the settlement of the liability for at least 12 months after the reporting period.

The Group classifies all other assets and liabilities as noncurrent. Deferred tax assets and liabilities are classified as noncurrent.

<u>Financial Instruments</u>

Recognition and Initial Measurement. A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

The Group recognizes a financial asset or a financial liability in the consolidated statements of financial position when it becomes a party to the contractual provisions of the instrument.

A financial asset (unless a trade receivable without a significant financing component) or financial liability is initially measured at the fair value of the consideration given or received. The initial measurement of financial instruments, except for those designated as at FVPL, includes transaction costs. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial Assets
The Group classifies its financial assets, at initial recognition, as subsequently measured at amortized cost, FVOCI and FVPL. The classification depends on the contractual cash flow characteristics of the financial assets and the business model of the Group for managing the financial assets.

Subsequent to initial recognition, financial assets are not reclassified unless the Group changes the business model for managing financial assets. All affected financial assets are reclassified on the first day of the reporting period following the change in the business model.

The business model refers to how the Group manages the financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. The Group considers the following information in assessing the objective of the business model in which a financial asset is held at a portfolio level, which reflects the way the business is managed and information is provided to management:

- the stated policies and objectives for the portfolio and the operation of those policies in practice;

- how the performance of the portfolio is evaluated and reported to the Group's management;

- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;

- how employees of the business are compensated; and

- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

The Group considers the contractual terms of the instrument in assessing whether the contractual cash flows are solely payments of principal and interest. For purposes of this assessment, "principal" is defined as the fair value of the financial asset on initial recognition. "Interest" is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time for other basic lending risks and costs (e.g., liquidity risk and administrative costs), as well as profit margin. The assessment includes whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. The Group considers the following in making the assessment:

- contingent events that would change the amount or timing of cash flows;

- terms that may adjust the contractual coupon rate, including variable rate features;

- prepayment and extension features; and

- terms that limit the Group's claim to cash flows from specified assets.

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

For purposes of subsequent measurement, financial assets are classified in the following categories: financial assets at amortized cost, financial assets at FVOCI (with or without recycling of cumulative gains and losses) and financial assets at FVPL.

Financial Assets at Amortized Cost. A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVPL:

- it is held within a business model with the objective of holding financial assets to collect contractual cash flows; and

- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognized in the consolidated statements of income when the financial asset is derecognized, modified or impaired.

The Group's cash and cash equivalents, trade and other receivables, investment in debt instruments at amortized cost, noncurrent receivables and deposits, and restricted cash are included under this category.

Cash includes cash on hand and in banks which are stated at amortized cost. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value.

Financial Assets at FVOCI. Investment in debt instruments is measured at FVOCI if it meets both of the following conditions and is not designated as at FVPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and

- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

At initial recognition of an investment in equity instrument that is not held for trading, the Group may irrevocably elect to present subsequent changes in the fair value in other comprehensive income. This election is made on an instrument-by-instrument basis.

Financial assets at FVOCI are subsequently measured at fair value. Changes in fair value are recognized in OCI.

Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment on investment in debt instruments are recognized in the consolidated statements of income. When investment in debt instruments at FVOCI is derecognized, the related accumulated gains or losses previously reported in the consolidated statements of changes in equity are transferred to and recognized in the consolidated statements of income.

Dividends earned on holding an investment in equity instrument are recognized as dividend income in the consolidated statements of income when the right to receive the payment has been established, unless the dividend clearly represents a recovery of the part of the cost of the investment. When investment in equity instruments at FVOCI is derecognized, the related accumulated gains or losses previously reported in the consolidated statements of changes in equity are never reclassified to the consolidated statements of income.

The Group's investments in equity and debt instruments at FVOCI are classified under this category.

Financial Assets at FVPL. All financial assets not classified as measured at amortized cost or FVOCI are measured at FVPL. This includes derivative financial assets that are not designated as cash flow hedge. Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVPL.

At initial recognition, the Group may irrevocably designate a financial asset as at FVPL if the designation eliminates or significantly reduces an accounting mismatch that would otherwise arise from measuring assets or liabilities or recognizing the gains and losses on different bases.

The Group carries financial assets at FVPL using their fair values. Attributable transaction costs are recognized in the consolidated statements of income as incurred. Changes in fair value and realized gains or losses are recognized in the consolidated statements of income. Fair value changes from derivatives accounted for as part of an effective cash flow hedge are recognized in other comprehensive income. Any interest earned from investment in debt instrument designated as at FVPL is recognized in the consolidated statements of income. Any dividend income from investment in equity instrument is recognized in the consolidated statements of income when the right to receive payment has been established, unless the dividend clearly represents a recovery of the part of the cost of the investment.

The Group's derivative assets that are not designated as cash flow hedge and investments in equity instruments at FVPL are classified under this category.

<u>Financial Liabilities</u>
The Group determines the classification of its financial liabilities, at initial recognition, in the following categories: financial liabilities at FVPL and other financial liabilities. All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings, net of directly attributable transaction costs.

Financial Liabilities at FVPL. Financial liabilities are classified under this category through the fair value option. Derivative instruments (including embedded derivatives) with negative fair values, except those covered by hedge accounting relationships, are also classified under this category.

The Group carries financial liabilities at FVPL using their fair values and reports fair value changes in the consolidated statements of income. Any interest expense incurred is recognized as part of "Interest expense and other financing charges" account in the consolidated statements of income.

The Group's derivative liabilities that are not designated as cash flow hedge are classified under this category.

Other Financial Liabilities. This category pertains to financial liabilities that are not designated or classified as at FVPL. After initial measurement, other financial liabilities are carried at FVOCI or amortized cost using the effective interest method. Fair value changes from derivatives accounted for as part of an effective accounting hedge are recognized in other comprehensive income and presented in the consolidated statements of changes in equity. Amortized cost of other financial liabilities is calculated by taking into account any premium or discount and any directly attributable transaction costs that are considered an integral part of the effective interest rate of the liability. The effective interest rate amortization is included in "Interest expense and other financing charges" account in the consolidated statements of income. Gains and losses are recognized in the consolidated statements of income when the liabilities are derecognized as well as through the amortization process.

Debt issue costs are considered as an adjustment to the effective yield of the related debt and are deferred and amortized using the effective interest method. When a loan is paid, the related unamortized debt issue costs at the date of repayment are recognized in the consolidated statements of income.

The Group's liabilities arising from its trade or borrowings such as loans payable, accounts payable and accrued expenses, long-term debt, lease liabilities and other noncurrent liabilities are included under this category.

Derecognition of Financial Assets and Financial Liabilities

Financial Assets. A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

- the rights to receive cash flows from the asset have expired; or

- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; and either: (a) has transferred substantially all the risks and rewards of the asset; or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes the associated liability. The transferred asset and the associated liability are measured on the basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group is required to repay.

Financial Liabilities. A financial liability is derecognized when the obligation under the liability is discharged or cancelled, or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the consolidated statements of income.

Impairment of Financial Assets
The Group recognizes allowance for expected credit loss (ECL) on financial assets at amortized cost and investments in debt instruments at FVOCI.

ECLs are probability-weighted estimates of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e., the difference between the cash flows due to the Group in accordance with the contract and the cash flows that the Group expects to receive), discounted at the effective interest rate of the financial asset, and reflects reasonable and supportable information that is available without undue cost or effort about past events, current conditions and forecasts of future economic conditions.

The Group recognizes an allowance for impairment based on either 12-month or lifetime ECLs, depending on whether there has been a significant increase in credit risk since initial recognition.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group recognizes lifetime ECLs for receivables that do not contain significant financing component. The Group uses provision matrix that is based on the Group's historical credit loss experience, adjusted for forward-looking factors specific to the borrowers and the economic environment.

At each reporting date, the Group assesses whether these financial assets at amortized cost and investments in debt instruments at FVOCI are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired include observable data about the following events:

(a) significant financial difficulty of the issuer or the borrower;

(b) a breach of contract, such as a default or past due event;

(c) the restructuring of a financial asset by the Group on terms that the Group would not consider otherwise;

(d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganization; or

(e) the disappearance of an active market for that financial asset because of financial difficulties.

The Group considers a financial asset to be in default when a counterparty fails to pay its contractual obligations, or there is a breach of other contractual terms, such as covenants.

The Group directly reduces the gross carrying amount of a financial asset when there is no reasonable expectation of recovering the contractual cash flows on a financial asset, either partially or in full. This is generally the case when the Group determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

The ECLs on financial assets at amortized cost are recognized as allowance for impairment losses against the gross carrying amount of the financial asset, with the resulting impairment losses (or reversals) recognized in the consolidated statements of income. The ECLs on investments in debt instruments at FVOCI are recognized as accumulated impairment losses in other comprehensive income, with the resulting impairment losses (or reversals) recognized in the consolidated statements of income.

Classification of Financial Instruments between Liability and Equity
Financial instruments are classified as liability or equity in accordance with the substance of the contractual arrangement. Interest, dividends, gains and losses relating to a financial instrument or a component that is a financial liability, are reported as expense or income. Distributions to holders of financial instruments classified as equity are charged directly to equity, net of any related income tax benefits.

A financial instrument is classified as liability if it provides for a contractual obligation to:

- deliver cash or another financial asset to another entity;

- exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or

- satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Group does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

The components of issued financial instruments that contain both liability and equity elements are accounted for separately, with the equity component being assigned the residual amount after deducting from the instrument as a whole or in part, the amount separately determined as the fair value of the liability component on the date of issue.

Offsetting Financial Instruments
Financial assets and financial liabilities are offset and the net amount is reported in the consolidated statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

Derivative Financial Instruments and Hedge Accounting

The Group uses derivative financial instruments, such as forwards, swaps and options to manage its exposure on foreign currency, interest rate and commodity price risks. Derivative financial instruments are initially recognized at fair value on the date the derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Changes in the fair value of derivatives that are not designated as hedging instruments are recognized in the consolidated statements of income.

Freestanding Derivatives

The Group designates certain derivatives as hedging instruments to hedge the exposure to variability in cash flows associated with recognized liabilities arising from changes in foreign exchange rates and interest rates.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedging instrument are expected to offset the changes in cash flows of the hedged item.

Cash Flow Hedge. When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and presented in the “Other reserves” account in the consolidated statements of changes in equity. The effective portion of changes in the fair value of the derivative that is recognized in other comprehensive income is limited to the cumulative change in fair value of the hedged item. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the consolidated statements of income.

The Group designates only the intrinsic value of options and the change in fair value of the spot element of forward contracts as the hedging instrument in cash flow hedging relationships. The change in fair value of the time value of options, the forward element of forward contracts and the foreign currency basis spread of financial instruments are separately accounted for as cost of hedging and recognized in other comprehensive income. The cost of hedging is removed from other comprehensive income and recognized in the consolidated statements of income, either over the period of the hedge if the hedge is time related, or when the hedged transaction affects the consolidated statements of income if the hedge is transaction related.

When the hedged transaction subsequently results in the recognition of a non-financial item, the amount accumulated in equity is transferred and included in the initial cost of the hedged asset or liability. For all other hedged transactions, the amount accumulated in equity is reclassified to the consolidated statements of income as a reclassification adjustment in the same period or periods during which the hedged cash flows affect the consolidated statements of income.

If the hedge no longer meets the criteria for hedge accounting or the hedging instrument expires, is sold, is terminated or is exercised, hedge accounting is discontinued prospectively. The amount that has been accumulated in equity is: (a) retained until it is included in the cost of non-financial item on initial recognition, for a hedge of a transaction resulting in the recognition of a non-financial item; or (b) reclassified to the consolidated statements of income as a reclassification adjustment in the same period or periods as the hedged cash flows affect the consolidated statements of income, for other cash flow hedges. If the hedged future cash flows are no longer expected to occur, the amounts that have been accumulated in equity are immediately reclassified to the consolidated statements of income.

The Group has outstanding derivatives accounted for as cash flow hedge as at December 31, 2020 and 2019 (Note 35).

Embedded Derivatives. The Group assesses whether embedded derivatives are required to be separated from the host contracts when the Group becomes a party to the contract.

An embedded derivative is separated from the host contract and accounted for as a derivative if all of the following conditions are met:

(a) the economic characteristics and risks of the embedded derivative are not closely related to the economic characteristics and risks of the host contract;

(b) a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and

(c) the hybrid or combined instrument is not recognized as at FVPL.

However, an embedded derivative is not separated if the host contract is a financial asset.

Reassessment only occurs if there is a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required.

Embedded derivatives that are bifurcated from the host contracts are accounted for either as financial assets or financial liabilities at FVPL.

The Group has embedded derivatives as at December 31, 2020 and 2019 (Note 35).

Inventories

Inventories are carried at the lower of cost or net realizable value (NRV). For petroleum products and crude oil, the NRV is the estimated selling price in the ordinary course of business, less the estimated costs to complete and/or market and distribute.

For financial reporting purposes, the Group uses the first-in, first-out method in costing petroleum products and crude oil. Cost is determined using the moving-average method in costing lubes and greases, blending components, polypropylene, materials and supplies inventories. For income tax reporting purposes, cost of all inventories is determined using the moving-average method.

For financial reporting purposes, duties and taxes related to the acquisition of inventories are capitalized as part of inventory cost. For income tax reporting purposes, such duties and taxes are treated as deductible expenses in the year these charges are incurred.

Business Combination

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included as part of "Selling and administrative expenses" account in the consolidated statements of income.

When the Group acquires a business, it assesses the financial assets and financial liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as of the acquisition date.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured at the acquisition date fair values and any resulting gain or loss is recognized in the consolidated statements of income.

The Group measures goodwill at the acquisition date as: a) the fair value of the consideration transferred; plus b) the recognized amount of any non-controlling interests in the acquiree; plus c) if the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less d) the net recognized amount (generally fair value) of the identifiable assets acquired and liabilities assumed. When the excess is negative, a bargain purchase gain is recognized immediately in the consolidated statements of income. Subsequently, goodwill is measured at cost less any accumulated impairment in value. Goodwill is reviewed for impairment, annually or more frequently, if events or changes in circumstances indicate that the carrying amount may be impaired.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognized in the consolidated statements of income. Costs related to the acquisition, other than those associated with the issuance of debt or equity securities that the Group incurs in connection with a business combination, are expensed as incurred. Any contingent consideration payable is measured at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not remeasured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognized in the consolidated statements of income.

- *Goodwill in a Business Combination.*

  Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units, or groups of cash-generating units that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities are assigned to those units or groups of units.

  Each unit or group of units to which the goodwill is allocated:

  - represents the lowest level within the Group at which the goodwill is monitored for internal management purposes; and

  - is not larger than an operating segment determined in accordance with PFRS 8, *Operating Segments*.

Impairment is determined by assessing the recoverable amount of the cash-generating unit or group of cash-generating units, to which the goodwill relates. Where the recoverable amount of the cash-generating unit or group of cash-generating units is less than the carrying amount, an impairment loss is recognized. Where goodwill forms part of a cash-generating unit or group of cash-generating units and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained. An impairment loss with respect to goodwill is not reversed.

- *Intangible Assets Acquired in a Business Combination.*
  The cost of an intangible asset acquired in a business combination is the fair value at the date of acquisition, determined using discounted cash flows as a result of the asset being owned.

  Following initial recognition, intangible asset is carried at cost less any accumulated amortization and impairment losses, if any. The useful life of an intangible asset is assessed to be either finite or indefinite.

  An intangible asset with finite life is amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each reporting date.

  A change in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for as a change in accounting estimate. The amortization expense on intangible asset with finite life is recognized in the consolidated statements of income.

Business Combinations under Common Control
The Group accounts for business combinations involving entities that are ultimately controlled by the same ultimate parent before and after the business combination and the control is not transitory, using the pooling of interests method.

The assets and liabilities of the combining entities are reflected in the consolidated statements of financial position at their carrying amounts. No adjustments are made to reflect fair values, or recognize any new assets or liabilities, at the date of the combination. The only adjustments are those to align accounting policies between the combining entities.

No new goodwill is recognized as a result of the business combination. The only goodwill that is recognized is any existing goodwill relating to either of the combining entities. Any difference between the consideration paid or transferred and the equity acquired is recognized in equity.

The consolidated statements of income reflect the results of the combining entities for the full year, irrespective of when the combination took place.

Comparatives are presented as if the entities had been combined for the period that the entities were under common control.

Non-controlling Interests
The acquisitions of non-controlling interests are accounted for as transactions with owners in their capacity as owners and therefore no goodwill is recognized as a result of such transactions. Any difference between the purchase price and the net assets of the acquired entity is recognized in equity. The adjustments to non-controlling interests are based on a proportionate amount of the net assets of the subsidiary.

Interest in Joint Ventures
A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The Group's 33.33% joint venture interest in Pandacan Depot Services, Inc. (PDSI) and 50.00% joint venture interest in Terminal Bersama Sdn Bhd (TBSB), included under "Other noncurrent assets - net" account in the consolidated statements of financial position, are accounted for under the equity method of accounting. The interest in joint ventures is carried in the consolidated statements of financial position at cost plus post-acquisition changes in the Group's share in net income (loss) of the joint ventures, less any impairment in value. The consolidated statements of income reflect the Group's share in the results of operations of the joint ventures presented as part of "Other expenses" account. As of December 31, 2020, the Group has capital commitments amounting to P0.1 and nil for TBSB and PDSI, respectively. The Group has no contingent liabilities in relation to its interest in these joint ventures.

Results of operations as well as financial position balances of PDSI and TBSB were less than 1% of the consolidated balances of the Group and as such are assessed as not material; hence, not separately disclosed.

Property, Plant and Equipment
Property, plant and equipment, except land, are stated at cost less accumulated depreciation and amortization and any accumulated impairment in value. Such cost includes the cost of replacing part of the property, plant and equipment at the time that cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing. Land is stated at cost less any impairment in value, if any.

The initial cost of property, plant and equipment comprises its construction cost or purchase price, including import duties, taxes and any directly attributable costs in bringing the asset to its working condition and location for its intended use. Expenditures incurred after the asset has been put into operation, such as repairs, maintenance and overhaul costs, are normally recognized as an expense in the period the costs are incurred. Major repairs are capitalized as part of property, plant and equipment only when it is probable that future economic benefits associated with the items will flow to the Group and the cost of the items can be measured reliably.

Construction in progress (CIP) represents structures under construction and is stated at cost. This includes the costs of construction and other direct costs. Borrowing costs that are directly attributable to the construction of plant and equipment are capitalized during the construction period. CIP is not depreciated until such time that the relevant assets are ready for use.

For financial reporting purposes, depreciation and amortization for property, plant and equipment other than those assets used in production such as refinery and plant equipment, which commences when the assets are available for its intended use, are computed using the straight-line method. Effective January 1, 2020, depreciation of refinery and plant equipment used in production is computed based on the unit of production method (UPM) which considers the expected capacity over the estimated useful lives of these assets. The estimated useful lives of the assets are as follows:

	Number of Years
Buildings and improvements and related facilities	7 - 50
Refinery and plant equipment	4 - 34
Service stations and other equipment	3 - 33
Computers, office and motor equipment	2 - 20
Land and leasehold improvements	10- 12 or the term of the lease, whichever is shorter

For financial reporting purposes, duties and taxes related to the acquisition of property, plant and equipment are capitalized. For income tax reporting purposes, such duties and taxes are treated as deductible expenses in the year these charges are incurred.

For income tax reporting purposes, depreciation and amortization are computed using the double-declining balance method.

The remaining useful lives, residual values, and depreciation and amortization method are reviewed and adjusted periodically, if appropriate, to ensure that such periods and method of depreciation and amortization are consistent with the expected pattern of economic benefits from the items of property, plant and equipment.

The carrying amounts of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amounts may not be recoverable.

Fully depreciated assets are retained in the accounts until they are no longer in use.

An item of property, plant and equipment is derecognized when either it has been disposed of or when it is permanently withdrawn from use and no future economic benefits are expected from its use or disposal. Any gain or loss arising from the retirement and disposal of an item of property, plant and equipment (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in the consolidated statements of income in the period of retirement and disposal.

Leases

Policy Applicable from January 1, 2019

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset for a period of time, the Group assesses whether, throughout the period of use:

- the Group has the right to obtain substantially all the economic benefits from use of the identified asset; and

- the Group has the right to direct the use of the identified asset.

Group as a Lessee
The Group recognizes a right-of-use asset and a lease liability at the lease commencement date (i.e., the date the underlying asset is available for use). The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise of the following:

- fixed payments, including in-substance fixed payments, less any lease incentives receivable;

- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

- amounts expected to be payable under a residual value guarantee; and

- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortized cost using the effective interest method. The carrying amount of the lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, a change in the estimate of the amount expected to be payable under a residual value guarantee, or a change in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

When the lease liability is remeasured, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recognized in the consolidated statements of income if the carrying amount of the right-of-use asset has been reduced to zero.

The Group has elected not to recognize right-of use assets and lease liabilities for short-term leases (i.e., lease that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) and leases of low-value assets, including pallets and computer equipment. The Group recognizes the lease payments associated with these leases as expense on a straight-line basis over the lease term.

The Group has applied COVID-19-Related Rent Concessions. The Group applies the practical expedient allowing it not to assess whether eligible rent concessions that are a direct consequence of the COVID-19 pandemic are lease modifications. The Group applies the practical expedient consistently to contracts with similar characteristics and in similar circumstances. For rent concessions in leases to which the Group chooses not to apply the practical expedient, or that do not qualify for the practical expedient, the Group assesses whether there is a lease modification.

Group as a Lessor
The Group determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, the lease is classified as a finance lease; if not, it is classified as an operating lease. As part of the assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for the head lease and the sublease separately. It assesses the lease classification of a sublease with reference to the right-of-use asset arising from the head lease. If a head lease is a short-term lease to which the Group applies the recognition exemption, it classifies the sublease as an operating lease.

If an arrangement contains lease and non-lease components, the Group applies PFRS 15 to allocate the consideration in the contract.

The Group identified the use of loaned equipment related to the sale of goods to be accounted for under PFRS 16. The Group provides equipment such as pumps, tanks, signage and other ancillary equipment necessary for the operation of the business. These are loaned to the customers for the duration of the contract for the sole purpose of storing, handling and selling products and shall, at all times, remain the property of Petron. The Group allocates portion of the revenue to the use of loaned equipment and presented as part of "Net sales" in the consolidated statements of income based on adjusted market assessment approach. Lease revenue from the use of loaned equipment is contingent to, and recognized at the same time as, the sale of goods.

The Group recognizes lease payments received under operating leases as rent income on a straight-line basis over the lease term.

Policy Applicable before January 1, 2019

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement and requires an assessment of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset. A reassessment is made after the inception of the lease only if one of the following applies:

(a) there is a change in contractual terms, other than a renewal or extension of the arrangement;

(b) a renewal option is exercised or an extension is granted, unless the term of the renewal or extension was initially included in the lease term;

(c) there is a change in the determination of whether fulfillment is dependent on a specific asset; or

(d) there is a substantial change to the asset.

Where a reassessment is made, lease accounting shall commence or cease from the date when the change in circumstances gives rise to the reassessment for scenarios (a), (c) or (d), and at the date of renewal or extension period for scenario (b) above.

Finance leases, which transfer to the Group substantially all the risks and rewards incidental to ownership of the leased item, are capitalized at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Obligations arising from plant assets under finance lease agreement are classified in the consolidated statements of financial position as finance lease liabilities.

Lease payments are apportioned between financing charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Financing charges are recognized in the consolidated statements of income.

Capitalized leased assets are depreciated over the estimated useful lives of the assets when there is reasonable certainty that the Group will obtain ownership by the end of the lease term.

Operating Lease
Group as a Lessee. Leases which do not transfer to the Group substantially all the risks and rewards of ownership of the asset are classified as operating leases. Operating lease payments are recognized as an expense in the consolidated statements of income on a straight-line basis over the lease term. Associated costs such as maintenance and insurance are expensed as incurred.

Group as a Lessor. Leases where the Group does not transfer substantially all the risks and rewards of ownership of the assets are classified as operating leases. Rent income from operating leases is recognized as income on a straight-line basis over the lease term. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized as an expense over the lease term on the same basis as rent income. Contingent rents are recognized as income in the period in which they are earned.

Investment Property
Investment property consists of property held to earn rentals and/or for capital appreciation but not for sale in the ordinary course of business, used in the production or supply of goods or services or for administrative purposes. Investment property, except for land, is measured at cost including transaction costs less accumulated depreciation and amortization and any accumulated impairment in value. Cost also includes any related asset retirement obligation (ARO), if any. The carrying amount includes the cost of replacing part of an existing investment property at the time the cost is incurred, if the recognition criteria are met, and excludes the costs of day-to-day servicing of an investment property. Land is stated at cost less any impairment in value.

Depreciation and amortization, which commence when the assets are available for their intended use, are computed using the straight-line method over the following estimated useful lives of the assets:

	Number of Years
Buildings and improvements	7 - 50
Land and leasehold improvements	10 or the term of the lease, whichever is shorter

The useful lives and depreciation and amortization method are reviewed and adjusted, if appropriate, at each reporting date.

Investment property is derecognized either when it has been disposed of or when it is permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of investment property are recognized in the consolidated statements of income in the period of retirement or disposal.

Transfers are made to investment property when, and only when, there is an actual change in use, evidenced by ending of owner-occupation or commencement of an operating lease to another party. Transfers are made from investment property when, and only when, there is an actual change in use, evidenced by commencement of the owner-occupation or commencement of development with a view to sell.

For a transfer from investment property to owner-occupied property or inventories, the cost of property for subsequent accounting is its carrying amount at the date of change in use. If the property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

Intangible Assets
Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is its fair value at the date of acquisition. Subsequently, intangible assets are carried at cost less accumulated amortization and any accumulated impairment losses. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditures are recognized in the consolidated statements of income in the year in which the related expenditures are incurred.

The useful lives of intangible assets are assessed to be either finite or indefinite.

Intangible assets with finite lives are amortized over the useful life and assessed for impairment whenever there is an indication that the intangible assets may be impaired. The amortization period and amortization method used for an intangible asset with a finite useful life are reviewed at each reporting date. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortization period or method, as appropriate, and are treated as changes in accounting estimate. The amortization expense on intangible assets with finite lives is recognized in the consolidated statements of income consistent with the function of the intangible asset.

Amortization is computed using the straight-line method over the following estimated useful lives of the other intangible assets with finite lives:

	Number of Years
Software	5 - 7
Franchise fee	3 - 10
Other intangibles	10 - 16

Gains or losses arising from the disposal of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognized in the consolidated statements of income when the asset is derecognized.

As of December 31, 2020 and 2019, the Group has existing and pending trademark registration for its products for a term of 10 to 20 years. It also has copyrights for its 7-kg LPG container, Gasulito with stylized letter “P” and two flames, Powerburn 2T, Petron New Logo (22 styles), Philippine Card Designs and Malaysian Card Designs, and Petron font. Copyrights endure during the lifetime of the creator and for another 50 years after creator’s death.

The amount of intangible assets is included as part of “Other noncurrent assets - net” in the consolidated statements of financial position.

Expenses incurred for research and development of internal projects and internally developed patents and copyrights are expensed as incurred and are part of “Selling and administrative expenses” account in the consolidated statements of income.

Asset Held for Sale

The Group classifies assets as held for sale, if their carrying amounts will be recovered primarily through sale rather than through continuing use. The assets are generally measured at the lower of their carrying amount and fair value less costs to sell. Impairment losses on initial classification as held for sale and subsequent gains and losses on remeasurement are recognized in the consolidated statements of income. Gains are not recognized in excess of any cumulative impairment losses.

The criteria for held for sale is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition. Actions required to complete the sale should indicate that it is unlikely that significant changes will be made or that the decision on sale will be withdrawn. Management must be committed to the sale within one year from date of classification.

Equity accounting of equity-accounted investees ceases once classified as held for sale.

Assets held for sale are presented under “Other current assets” account in the consolidated statements of financial position.

Impairment of Nonfinancial Assets

The carrying amounts of property, plant and equipment, right-of-use assets, investment property, intangible assets with finite useful lives, investment in shares of stock of an associate and interest in joint ventures are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. Goodwill, licenses and trademarks and brand names with indefinite useful lives are tested for impairment annually either individually or at the cash-generating unit level. If any such indication exists, and if the carrying amount exceeds the estimated recoverable amount, the assets or cash-generating units are written down to their recoverable amounts. The recoverable amount of the asset is the greater of fair value less costs to sell and value in use. The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm’s length transaction between knowledgeable, willing parties, less costs of disposal. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs. Impairment losses are recognized in the consolidated statements of income in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset’s recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation and amortization, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the consolidated statements of income. After such a reversal, the depreciation and amortization charge is adjusted in future periods to allocate the asset’s revised carrying amount, less any residual value, on a systematic basis over its remaining useful life. An impairment loss with respect to goodwill is not reversed.

Cylinder Deposits
The Group purchases LPG cylinders which are loaned to dealers upon payment by the latter of an amount equivalent to about 90% of the acquisition cost of the cylinders.

The Group maintains the balance of cylinder deposits at an amount equivalent to three days worth of inventory of its biggest dealers, but in no case lower than P200 at any given time, to take care of possible returns by dealers.

At the end of each reporting date, cylinder deposits, shown under "Other noncurrent liabilities" account in the consolidated statements of financial position, are reduced for estimated non-returns. The reduction is recognized directly in the consolidated statements of income.

Fair Value Measurements
The Group measures financial and non-financial assets and liabilities at fair value at each reporting date

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either: (a) in the principal market for the asset or liability; or (b) in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or most advantageous market must be accessible to the Group.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic best interest.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

- Level 3: inputs for the asset or liability that are not based on observable market data.

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing the categorization at the end of each reporting period.

For purposes of the fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of fair value hierarchy.

Provisions

Provisions are recognized when: (a) the Group has a present obligation (legal or constructive) as a result of past event; (b) it is probable (i.e., more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate of the amount of the obligation can be made. Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement is recognized as a separate asset only when it is virtually certain that reimbursement will be received. The amount recognized for the reimbursement shall not exceed the amount of the provision. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

The Group recognizes provisions arising from legal and/or constructive obligations associated with the cost of dismantling and removing an item of property, plant and equipment and restoring the site where it is located, the obligation for which the Group incurs either when the asset is acquired or as a consequence of using the asset during a particular year for purposes other than to produce inventories during the year.

Capital Stock

Common Shares. Common shares are classified as equity. Incremental costs directly attributable to the issue of common shares and share options are recognized as a deduction from equity, net of any tax effects.

Preferred Shares. Preferred shares are classified as equity if they are non-redeemable, or redeemable only at the option of the Parent Company, and any dividends thereon are discretionary. Dividends thereon are recognized as distributions within equity upon approval by the BOD of the Parent Company.

Preferred shares are classified as a liability if they are redeemable on a specific date or at the option of the shareholders, or if dividend payments are not discretionary. Dividends thereon are recognized as interest expense in the consolidated statements of income as accrued.

Additional Paid-in Capital

When the shares are sold at premium, the difference between the proceeds and the par value is credited to the “Additional paid-in capital” account. When shares are issued for a consideration other than cash, the proceeds are measured by the fair value of the consideration received. In case the shares are issued to extinguish or settle the liability of the Parent Company, the shares are measured either at the fair value of the shares issued or fair value of the liability settled, whichever is more reliably determinable.

Capital Securities

Undated Subordinated Capital Securities (USCS) are classified as equity instruments in the consolidated financial statements since there is no contractual obligation to deliver cash or other financial assets to another person or entity or to exchange financial assets or liabilities with another person or entity that is potentially unfavorable to the issuer (Note 21).

Senior Perpetual Capital Securities (SPCS) and Redeemable Perpetual Securities (RPS) are classified as equity instruments in the consolidated financial statements since these securities are perpetual securities in respect of which there is no fixed redemption date and the redemption is at the option of the Parent Company. Also, the Parent Company has the sole and absolute discretion to defer payment of any or all of the distribution (Note 21).

Incremental costs directly attributable to the issuance of capital securities are recognized as a deduction from equity, net of tax. The proceeds received net of any directly attributable transaction costs are credited to capital securities.

Retained Earnings

Retained earnings represent the accumulated net income or losses, net of any dividend distributions and other capital adjustments. Appropriated retained earnings represent that portion which is restricted and therefore not available for any dividend declaration.

Treasury Stock

Own equity instruments which are reacquired are carried at cost and deducted from equity. No gain or loss is recognized on the purchase, sale, reissuance or cancellation of the Parent Company's own equity instruments. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital to the extent of the specific or average additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Revenue

The Group recognizes revenue from contracts with customers when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services, excluding amounts collected on behalf of third parties.

The transfer of control can occur over time or at a point in time. Revenue is recognized at a point in time unless one of the following criteria is met, in which case it is recognized over time: (a) the customer simultaneously receives and consumes the benefits as the Group performs its obligations; (b) the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

The Group also assesses its revenue arrangements to determine if it is acting as a principal or as an agent. The Group has concluded that it acts as a principal as it controls the goods or services before transferring to the customer.

The following specific recognition criteria must also be met before revenue is recognized:

Sale of Goods. Revenue is recognized at the point in time when control of petroleum and related products is transferred to the customer, which is normally upon delivery of the goods. The Group provides trade discounts and volume rebates to certain customers based on the level of their purchases which may be applied against the amount of their existing or future payables to the Group. Trade discounts and volume rebates do not result to significant variable consideration and are generally determined based on concluded sales transactions as at the end of each month. The general payment terms with customers are combination of prepayments and credit terms on an average of 45 days from invoice date.

The Group identified several performance obligations related to the sale of goods and accounted for them separately:

- *Provisions of Technical Support.* The Group provides technical information, assistance and advice relating to the uses, handling and disposition of the products, loaned equipment and the machinery and equipment necessary or appropriate for the customers' needs. Revenue is recognized over time upon rendering of services to the customer. The Group allocates portion of the revenue to the technical support based on expected cost plus a margin approach.

- *Consumer Loyalty Program.* The Group has Consumer Loyalty Programs which allows customers to accumulate points when they purchase products at participating service stations. These points can be redeemed for Group's products, rewards, discounts and other privileges from partner merchants. Revenue is allocated between the goods sold and the points issued that are expected to be redeemed. This allocation is based on the relative stand-alone selling price of the points. A deferred liability account is set up for these points. The liability will be reversed when the Group has fulfilled its obligations to supply the discounted products under the terms of the program or when it is no longer probable that the points under the program will be redeemed. The deferred liability is based on the best estimate of future redemption profile. All the estimates are reviewed on an annual basis or more frequently, where there is indication of a material change.

Service Income. Revenue is recognized over time when the performance of contractually agreed task has been rendered and control over the services has been transferred to the customer. General payment terms is on an average of 45 days from invoice date.

Other sources of revenue are as follows:

Interest Income. Interest income is recognized using the effective interest method. In calculating interest income, the effective interest rate is applied to the gross carrying amount of the asset.

Dividend Income. Dividend income is recognized when the Group's right to receive the payment is established.

Rent Income. Rent income from operating leases (net of any incentives given to the lessees), other than from the use of loaned equipment, is recognized on a straight-line basis over the lease terms. Lease incentives granted are recognized as an integral part of the total rent income over the term of the lease.

Gain or Loss on Sale of Investments in Shares of Stock. Gain or loss is recognized when the Group disposes of its investment in shares of stock of a subsidiary, associate and joint venture and financial assets at FVPL. Gain or loss is computed as the difference between the proceeds of the disposed investment and its carrying amount, including the carrying amount of goodwill, if any

Other Income. Other income is recognized when there is incidental economic benefit, other than the usual business operations, that will flow to the Group and that can be measured reliably.

Cost and Expense Recognition

Costs and expenses are decreases in economic benefits during the reporting period in the form of outflows or decrease of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Expenses are recognized when incurred.

Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Capitalization of borrowing costs commences when the activities to prepare the asset are in progress and expenditures and borrowing costs are being incurred. Borrowing costs are capitalized until the assets are substantially ready for their intended use.

Investment income earned on the temporary investment of specific borrowings pending expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

Research and Development Costs

Research costs are expensed as incurred. Development costs incurred on an individual project are carried forward when their future recoverability can be reasonably regarded as assured. Any expenditure carried forward is amortized in line with the expected future sales from the related project.

The carrying amount of development costs is reviewed for impairment annually when the related asset is not yet in use. Otherwise, this is reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable.

Employee Benefits

Short-term Employee Benefits. Short-term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Retirement Benefits Costs and Other Employee Benefit Costs. Petron has a tax qualified and funded defined benefit pension plan covering all permanent, regular, full-time employees administered by trustee banks. Some of its subsidiaries have separate unfunded, noncontributory, retirement plans.

The net defined benefit retirement liability or asset is the aggregate of the present value of the amount of future benefit that employees have earned in return for their service in the current and prior periods, reduced by the fair value of plan assets (if any), adjusted for any effect of limiting a net defined benefit asset to the asset ceiling. The asset ceiling is the present value of economic benefits available in the form of reductions in future contributions to the plan.

The cost of providing benefits under the defined benefit retirement plan is actuarially determined using the projected unit credit method. Projected unit credit method reflects services rendered by employees to the date of valuation and incorporates assumptions concerning projected salaries of employees. Actuarial gains and losses are recognized in full in the period in which they occur in OCI. Such actuarial gains and losses are also immediately recognized in equity and are not reclassified to profit or loss in subsequent period.

Defined benefit costs comprise the following:

- Service costs;
- Net interest on the defined benefit retirement liability or asset;
- Remeasurements of defined benefit retirement liability or asset; and
- Settlement gain or loss, if any.

Service costs which include current service costs, past service costs and gains or losses on non-routine settlements are recognized as expense in the consolidated statements of income. Past service costs are recognized when plan amendment or curtailment occurs. These amounts are calculated periodically by independent qualified actuary.

Net interest on the net defined benefit retirement liability or asset is the change during the period as a result of contributions and benefit payments, which is determined by applying the discount rate based on the government bonds to the net defined benefit retirement liability or asset. Net interest on the net defined benefit retirement liability or asset is recognized as expense or income in the consolidated statements of income.

Remeasurements of net defined benefit retirement liability or asset comprising actuarial gains and losses, return on plan assets, and any change in the effect of the asset ceiling (excluding net interest) are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to consolidated statements of income in subsequent periods.

Settlement gain or loss pertains to the difference between the present value of the defined benefit obligation being settled, as determined on the date of settlement and the settlement price, including any plan assets transferred and any payments made directly by the entity in connection with the settlement. Any gain or loss on settlement is recognized as income or expense in the consolidated statements of income.

The Group also provides other benefits to its employees as follows:

Corporate Performance Incentive Program. The Group has a corporate performance incentive program that aims to provide financial incentives for the employees, contingent on the achievement of the Group's annual business goals and objectives. The Group recognizes achievement of its business goals through key performance indicators (KPIs) which are used to evaluate performance of the organization. The Group recognizes the related expense when the KPIs are met, that is when the Group is contractually obliged to pay the benefits.

Savings Plan. The Group established a Savings Plan wherein eligible employees may apply for membership and have the option to contribute 5% to 15% of their monthly base pay. The Group, in turn, contributes an amount equivalent to 50% of the employee-member's contribution. However, the Group's 50% share applies only to a maximum of 10% of the employee-member's contribution. The Savings Plan aims to supplement benefits upon employees' retirement and to encourage employee-members to save a portion of their earnings. The Group accounts for this benefit as a defined contribution pension plan and recognizes a liability and an expense for this plan as the expenses for its contribution fall due. The Group has no legal or constructive obligations to pay further contributions after payments of the equivalent employer-share. The accumulated savings of the employees plus the Group's share, including earnings, will be paid in the event of the employee's: (a) retirement, (b) resignation after completing at least five years of continuous services, (c) death, or (d) involuntary separation not for cause.

Land/Home Ownership Plan. The Group established the Land/Home Ownership Plan, an integral part of the Savings Plan, to extend a one-time financial assistance to Savings Plan members in securing housing loans for residential purposes.

Foreign Currency

Foreign Currency Translations. Transactions in foreign currencies are initially recorded in the respective functional currencies of Group entities at exchange rates at the dates of the transactions.

Monetary assets and monetary liabilities denominated in foreign currencies are translated to the functional currency at exchange rate at the reporting date.

Non-monetary assets and non-monetary liabilities denominated in foreign currencies that are measured at fair value are translated to the functional currency at the exchange rate when fair value was determined. Non-monetary items denominated in foreign currencies that are measured based on historical cost are translated using the exchange rate at the date of the transaction.

Foreign currency differences arising on translation are recognized in the consolidated statements of income, except for differences arising on the translation of financial assets at FVOCI, a financial liability designated as a hedge of the net investment in a foreign operation that is effective, or qualifying cash flow hedges, which are recognized in OCI.

Foreign Operations. The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to Philippine peso at exchange rates at the reporting date. The income and expenses of foreign operations, excluding foreign operations in hyperinflationary economies, are translated to Philippine peso at average exchange rates for the period.

Foreign currency differences are recognized in OCI, and presented in the “Other reserves” account in the consolidated statements of changes in equity. However, if the operation is not a wholly-owned subsidiary, the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to the consolidated statements of income as part of the gain or loss on disposal.

When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in share of stock of an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to the profit or loss.

When the settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely to occur in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognized in OCI, and presented in the “Other reserves” account in the consolidated statements of changes in equity.

Taxes

Current Tax. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Current tax relating to items recognized directly in equity is recognized in equity and not in consolidated statements of income. The Group periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretations and establishes provisions where appropriate.

Deferred Tax. Deferred tax is recognized using the liability method in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax liabilities are recognized for all taxable temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit taxable profit or loss; and

- with respect to taxable temporary differences associated with investments in shares of stock of subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits - Minimum Corporate Income Tax (MCIT) and unused tax losses - Net Operating Loss Carry Over (NOLCO), to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward benefits of MCIT and NOLCO can be utilized, except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- with respect to deductible temporary differences associated with investments in shares of stock of subsidiaries, associates and interests in joint ventures, deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Current tax and deferred tax are recognized in the consolidated statements of income except to the extent that it relates to a business combination, or items recognized directly in equity or in other comprehensive income.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Value-added Tax (VAT). Revenues, expenses and assets are recognized net of the amount of VAT, except:

- where the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the tax is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and

- receivables and payables that are stated with the amount of tax included.

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of “Other current assets” or “Trade and other payables” accounts in the consolidated statements of financial position.

Related Parties

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control and significant influence. Related parties may be individuals or corporate entities.

Basic and Diluted Earnings Per Common Share (EPS)

Basic EPS is computed by dividing the net income for the period attributable to equity holders of the Parent Company, net of dividends on preferred shares and distributions to holders of capital securities, by the weighted average number of issued and outstanding common shares during the period, with retroactive adjustment for any stock dividends declared.

Diluted EPS is computed in the same manner, adjusted for the effect of all potential dilutive debt or equity instruments.

Operating Segments

The Group’s operating segments are organized and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. Financial information on operating segments is presented in Note 37 to the consolidated financial statements. The Chief Executive Officer (the chief operating decision maker) reviews management reports on a regular basis.

The measurement policies the Group used for segment reporting under PFRS 8 are the same as those used in its consolidated financial statements. There have been no changes in the measurement methods used to determine reported segment profit or loss from prior periods.

Segment revenues, expenses and performance include sales and purchases between business segments. Such sales and purchases are eliminated in consolidation.

Contingencies
Contingent liabilities are not recognized in the consolidated financial statements. They are disclosed in the notes to the consolidated financial statements unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the consolidated financial statements but are disclosed in the notes to the consolidated financial statements when an inflow of economic benefits is probable.

Events After the Reporting Date
Post year-end events that provide additional information about the Group's financial position at the reporting date (adjusting events) are reflected in the consolidated financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the consolidated financial statements when material.

4. Use of Judgments, Estimates and Assumptions

The preparation of the Group's consolidated financial statements in accordance with PFRS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the amounts of assets, liabilities, income and expenses reported in the consolidated financial statements at the reporting date. However, uncertainty about these judgments, estimates and assumptions could result in outcome that could require a material adjustment to the carrying amount of the affected asset or liability in the future.

Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Revisions are recognized in the period in which the judgments and estimates are revised and in any future period affected.

Judgments
In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effect on the amounts recognized in the consolidated financial statements:

Determining Functional Currency. The Parent Company has determined that its functional currency is the Philippine peso. It is the currency of the primary economic environment in which the Parent Company operates. It is the currency that mainly influences the sales price of goods and services and the costs of providing these goods and services.

Identification of Distinct Performance Obligation. The Group assesses the goods or services promised in a contract with a customer and identifies as a performance obligation either: (a) a good or service (or a bundle of goods or services) that is distinct; or (b) a series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer. The Group has determined that it has distinct performance obligations other than the sale of petroleum products such as the provision of technical support and consumer loyalty program and allocates the transaction price into these several performance obligations.

Leases. The Group elected to apply the practical expedient to grandfather the assessment of which transactions are leases. The Group applied PFRS 16 only to contracts that were previously identified as leases. Contracts that were not identified as leases under PAS 17 and IFRIC 4 were not reassessed for whether there is a lease under PFRS 16. Therefore, the definition of a lease under PFRS 16 was applied only to contracts entered into or changed on or after January 1, 2019.

Determining whether a Contract Contains a Lease. The Group uses its judgment in determining whether a contract contains a lease. At inception of a contract, the Group makes an assessment whether it has the right to obtain substantially all the economic benefits from the use of the identified asset and the right to direct the use of the identified asset.

Operating Lease Commitments - Group as Lessor/Lessee. The Group has entered into various lease agreements either as lessor or lessee. The Group had determined that it retains all the significant risks and rewards of ownership of the properties leased out on operating leases while the significant risks and rewards for properties leased from third parties are retained by the lessors.

Rent income recognized as "Other operating income" in the consolidated statements of income amounted to P1,047, P1,507 and P1,340 in 2020, 2019 and 2018, respectively. Rent income recognized as part of "Interest expense and other financing charges, interest income and other income (expenses)" amounted to P63 each in 2020, 2019 and 2018 (Note 26). Revenues from the customers' use of loaned equipment amounted to P1,150, P1,099 and P1,117 in 2020, 2019 and 2018, respectively (Note 37).

Rent expense recognized in the consolidated statements of income amounted to P143, P101 and P1,806 in 2020, 2019 and 2018, respectively (Notes 22, 23 and 29).

Estimating the Incremental Borrowing Rate. The Group cannot readily determine the interest rate implicit in its leases. Therefore, it uses the relevant incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR, therefore, reflects what the Group would have to pay, which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) and to make adjustments to reflect the terms and conditions of the lease. The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to consider certain contract and entity-specific judgement estimates.

Determining the Lease Term of Contracts with Renewal Options - Group as Lessee. The Group determines the lease term as the noncancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised.

The Group has several lease contracts that include extension options. At lease commencement date, the Group applies judgment in evaluating whether it is reasonably certain to exercise the option to renew the lease by considering all relevant factors that create an economic incentive for it to exercise the renewal option. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or change in circumstances within its control.

Determining Whether the Group is acting as a Principal or Agent in a Revenue Transaction. The determination whether the Group is a principal or agent in a contract is made by identifying each specified goods or services promised to the customers in the contract and evaluating whether the Group obtains control of the specified goods and services before it is transferred to the customer.

For the sale of petroleum products to dealers, the Group transfers the control of the goods upon delivery, hence, the Group has determined that it is acting as principal in the sales transactions with dealers. The dealers are likewise acting as principal in the sales transactions to end consumers on the basis of the following: (a) the dealers have the primary responsibility to provide specified goods to the end consumers; (b) the dealers bear inventory risk before the goods are transferred to end consumers; and (c) the dealers have discretion to establish prices for specified goods.

For the Group's fleet card transactions, the Group has likewise determined that it is acting as principal in the sales transactions with the customers since the Group has the primary responsibility for providing goods purchased through fleet cards and the Group has discretion to establish prices for specified goods in a fleet card transaction.

Classification of Financial Instruments. The Group exercises judgments in classifying a financial instrument, or its component parts, on initial recognition as a financial asset, a financial liability, or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the consolidated statements of financial position.

The Group uses its judgment in determining the classification of financial assets based on its business model in which assets are managed and their cash flow characteristics. The classification and fair values of financial assets and financial liabilities are presented in Note 35.

Distinction Between Property, Plant and Equipment and Investment Property. The Group determines whether a property qualifies as investment property. In making its judgment, the Group considers whether the property generates cash flows largely independent of the other assets held by the Group. Owner-occupied properties generate cash flows that are attributable not only to the property but also to other assets used in the production or supply process.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production and supply of goods and services or for administrative purposes. If these portions can be sold separately (or leased out separately under finance lease), the Group accounts for the portions separately. If the portion cannot be sold separately, the property is accounted for as investment property only if an insignificant portion is held for use in the production or supply of goods or services for administrative purposes. Judgment is applied in determining whether ancillary services are so significant that a property does not qualify as investment property. The Group considers each property separately in making its judgment.

Determining Impairment Indicators of Other Non-financial Assets. PFRS requires that an impairment review be performed on property, plant and equipment, investment in shares of stock of an associate and interest in joint ventures, investment property and intangible assets when events or changes in circumstances indicate that the carrying value may not be recoverable. Determining the recoverable amount of assets requires the estimation of cash flows expected to be generated from the continued use and ultimate disposition of such assets. While it is believed that the assumptions used in the estimation of recoverable amounts are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable amounts and any resulting impairment loss could have a material adverse impact on financial performance.

Taxes. Significant judgment is required in determining current and deferred tax expense. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current income tax and deferred tax expenses in the year in which such determination is made.

Beginning July 2008, in the determination of the Group's current taxable income, entities within the Group has an option to either apply the optional standard deduction (OSD) or continue to claim itemized standard deduction. Entities within the Group, at each taxable year from the effectivity of the law, may decide which option to apply; once an option to use OSD is made, it shall be irrevocable for that particular taxable year. For 2020, 2019 and 2018, majority of the entities within the Group opted to continue claiming itemized standard deductions except for Petrogen and certain subsidiaries of NVRC such as LLCDC, ARC and PEDC, as they opted to apply OSD (Note 27).

Contingencies. The Group is currently involved in various pending claims and lawsuits which could be decided in favor of or against the Group. The Group's estimate of the probable costs for the resolution of these pending claims and lawsuits has been developed in consultation with in-house as well as outside legal counsel handling the prosecution and defense of these matters and is based on an analysis of potential results. The Group currently does not believe that these pending claims and lawsuits will have a material adverse effect on its financial position and financial performance. It is possible, however, that future financial performance could be materially affected by the changes in the estimates or in the effectiveness of strategies relating to these proceedings.

Estimates and Assumptions

The key estimates and assumptions used in the consolidated financial statements are based upon the Group's evaluation of relevant facts and circumstances as at the date of the consolidated financial statements. Actual results could differ from such estimates.

Assessment for ECL on Trade and Other Receivables. The Group, applying the simplified approach in the computation of ECL, initially uses a provision matrix based on historical default rates for trade and other receivables. The Group also uses appropriate groupings if its historical credit loss experience show significantly different loss patterns for different customer segments. The Group then adjusts the historical credit loss experience with forward-looking information on the basis of current observable data affecting each customer segment to reflect the effects of current and forecasted economic conditions.

The Group adjusts historical default rates to forward-looking default rate by determining the closely related economic factor affecting each customer segment. The Group regularly reviews the methodology and assumptions used for estimating ECL to reduce any differences between estimates and actual credit loss experience. The determination of the relationship between historical default rates and forecasted economic conditions is a significant accounting estimate.

The Group has assessed that the forward-looking default rate component of its ECL on trade and other receivables is not material because substantial amount of receivables are normally collected within one year. Moreover, based on Management’s assessment, current conditions and forward-looking information does not indicate a significant increase in credit risk exposure of the Group from its trade receivables.

Impairment losses on trade and other receivables amounted to P67, P294 and P261 in 2020, 2019 and 2018 respectively (Notes 8, 23 and 26). Receivables written-off amounted to P8 in 2020, P375 in 2019 and P68 in 2018 (Note 8).

The carrying amount of trade and other receivables amounted to P27,195 and P44,657 as of December 31, 2020 and 2019, respectively (Note 8).

Assessment for ECL on Other Financial Assets at Amortized Cost. The Group determines the allowance for ECL using general approach based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of financial assets at amortized cost. ECL is provided for credit losses that result from possible default events within the next 12 months unless there has been a significant increase in credit risk since initial recognition in which case ECL is provided based on lifetime ECL.

The Group adjusts historical default rates to forward-looking default rate by determining the closely related economic factor affecting each customer segment. The Group regularly reviews the methodology and assumptions used for estimating ECL to reduce any differences between estimates and actual credit loss experience. The determination of the relationship between historical default rates and forecasted economic conditions is a significant accounting estimate.

When determining if there has been a significant increase in credit risk, the Group considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Group also considers financial assets at day one to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent a significant risk in credit risk such as when non-payment was an administrative oversight rather than resulting from financial difficulty of the borrower.

The Group has assessed that the ECL on other financial assets at amortized cost is not material because the transactions with respect to these financial assets were entered into by the Group only with reputable banks, the Government of the Philippines and companies with good credit standing and relatively low risk of defaults. Accordingly, no additional provision for ECL on other financial assets at amortized cost was recognized in 2020 and 2019. The carrying amounts of other financial assets at amortized cost are as follows:

	Note	**2020**	2019
Cash in banks and cash equivalents	*5*	**P25,970**	P32,049
Investments in debt instruments	*7*	**255**	257
Noncurrent deposits	*14*	**121**	104
		P26,346	P32,410

Net Realizable Values of Inventories. In determining the NRV of inventories, management takes into account the most reliable evidence available at the times the estimates are made. Future realization of the carrying amount of inventories of P44,922 and P72,210 as of the end of 2020 and 2019, respectively (Note 9), is affected by price changes in different market segments for crude and petroleum products. Both aspects are considered key sources of estimation uncertainty and may cause significant adjustments to the Group's inventories within the next financial year.

The Group recognized loss on inventory write-down amounting to nil in 2020 while P564 in 2019 and P742 in 2018 (Note 9).

Allowance for Inventory Obsolescence. The allowance for inventory obsolescence consists of collective and specific valuation allowance. A collective valuation allowance is established as a certain percentage based on the age and movement of stocks. In case there is write-off or disposal of slow-moving items during the year, a reduction in the allowance for inventory obsolescence is made. Review of allowance is done every quarter, while a revised set-up or booking is posted at the end of the year based on evaluations or recommendations of the proponents. The amount and timing of recorded expenses for any year would therefore differ based on the judgments or estimates made.

In 2020, 2019 and 2018, the Group provided an additional loss on inventory obsolescence amounting to P73, P31 and nil, respectively (Note 9).

Fair Value Measurements. A number of the Group's accounting policies and disclosures require the measurement of fair values for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. This includes a valuation team that has the overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values. The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information is used to measure fair values, then the valuation team assesses the evidence obtained to support the conclusion that such valuations meet the requirements of PFRS, including the level in the fair value hierarchy in which such valuations should be classified.

The Group uses market observable data when measuring the fair value of an asset or liability. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques.

If the inputs used to measure the fair value of an asset or a liability can be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy based on the lowest level input that is significant to the entire measurement.

The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

The methods and assumptions used to estimate the fair values for both financial and non-financial assets and liabilities are discussed in Note 35.

Estimated Useful Lives of Property, Plant and Equipment, Right-of-Use Asset, Investment Property and Intangible Assets with Finite Useful Lives. The Group estimates the useful lives of property, plant and equipment, right-of-use asset, investment property and intangible assets with finite useful lives based on the period over which the assets are expected to be available for use. The estimated useful lives of property, plant and equipment, right-of-use asset, investment property, intangible assets with finite useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

In addition, estimation of the useful lives of property, plant and equipment, right-of-use asset, investment property, intangible assets with finite useful lives is based on collective assessment of industry practice, internal technical evaluation and experience with similar assets. It is possible, however, that future financial performance could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of property, plant and equipment, right-of-use asset, investment property, intangible assets with finite useful lives would increase recorded cost of goods sold and selling and administrative expenses and decrease noncurrent assets.

Except for refinery and plant equipment used in production, there is no change in estimated useful lives of property, plant and equipment, right-of-use asset, investment property and intangible assets with finite useful lives based on management's review at the reporting date.

Starting January 1, 2020, the Group adopted the UPM of accounting for depreciation of refinery and plant equipment used in production. UPM closely reflects the expected pattern of consumption of the future economic benefits embodied in these assets. Depreciation of said assets is computed using the expected consumption over the estimated useful lives of these assets. Previously, depreciation was computed using the straight-line method over the estimated useful lives of the assets.

Property, plant and equipment, net of accumulated depreciation, amounted to P168,831 and P168,267 as of December 31, 2020 and 2019, respectively. Accumulated depreciation and amortization of property, plant and equipment, amounted to P98,902 and P93,193 as of December 31, 2020 and 2019, respectively (Note 10).

Right-of-use assets, net of accumulated depreciation, amounted to P6,045 and P5,509 as of December 31, 2020 and 2019, respectively. Accumulated depreciation of right-of-use asset amounted to P1,639 and P1,096 at December 31, 2020 and 2019, respectively (Note 11).

Investment property, net of accumulated depreciation, amounted to P30,049 and P29,935 as of December 31, 2020 and 2019, respectively. Accumulated depreciation of investment property amounted to P15,345 and P14,099 at December 31, 2020 and 2019, respectively (Note 12).

Intangible assets with finite useful lives, net of accumulated amortization, amounted to P138 and P127 as of December 31, 2020 and 2019, respectively (Note 14). Accumulated amortization of Intangible assets with finite useful lives amounted to P662 and P651 at December 31, 2020 and 2020, respectively.

Fair Value of Investment Property. The fair value of investment property presented for disclosure purposes is based on market values, being the estimated amount for which the property can be sold, or based on a most recent sale transaction of a similar property within the same vicinity where the investment property is located.

In the absence of current prices in an active market, the valuations are prepared by considering: (a) the aggregate estimated future cash flows expected to be received from leasing out the property. A yield that reflects the specific risks inherent in the net cash flows is then applied to the net annual cash flows to arrive at the property valuation; or (b) the depreciated replacement cost of the asset, which estimates the current replacement cost of new assets and adjusted for obsolescence, including physical, functional and economic obsolescence.

Estimated fair values of investment property amounted to P37,126 and P37,614, respectively as of December 31, 2020 and 2019 (Note 12).

Impairment of Goodwill. The Group determines whether goodwill is impaired at least annually. This requires the estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating value in use requires management to make an estimate of the expected future cash flows from the cash-generating unit and to choose a suitable discount rate to calculate the present value of those cash flows.

The recoverable amount of goodwill arising from the acquisition of Petron Malaysia has been determined based on the value in use using discounted cash flows (DCF). Assumptions used in the DCF include terminal growth rate of 3.0% in 2020 and 2019 and discount rates of 6.3% and 6.6% in 2020 and 2019, respectively (Note 13).

Management believes that any reasonably possible change in the key assumptions on which the recoverable amount is based would not cause its carrying amount to exceed its recoverable amount.

No impairment losses were recognized in 2020 2019 and 2018 in relation to the goodwill arising from the acquisition of Petron Malaysia which accounts for almost 99% of goodwill in the consolidated statements of financial position as of December 31, 2020 and 2019.

Realizability of Deferred Tax Assets. The Group reviews its deferred tax assets at each reporting date and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilized. The Group’s assessment on the recognition of deferred tax assets on deductible temporary differences and carry forward benefits of MCIT and NOLCO is based on the projected taxable income in the following periods.

Deferred tax assets amounted to P2,190 and P262 as of December 31, 2020 and 2019, respectively (Note 27).

Present Value of Defined Benefit Retirement Obligation. The present value of defined benefit retirement obligation depends on a number of factors that are determined on an actuarial basis using a number of assumptions. These assumptions are described in Note 30 to the consolidated financial statements and include discount rate and salary increase rate.

The Group determines the appropriate discount rate at the end of each year. It is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the retirement liabilities. In determining the appropriate discount rate, the Group considers the interest rates on government bonds that are denominated in the currency in which the benefits will be paid. The terms to maturity of these bonds should approximate the terms of the related retirement benefits liability.

Other key assumptions for the defined benefit retirement obligation are based in part on current market conditions.

While it is believed that the assumptions of the Group are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions may materially affect the Group's retirement benefits liability.

Retirement benefits costs recognized in the consolidated statements of income amounted to P430, P196 and P523 in 2020, 2019 and 2018, respectively. Remeasurement losses of the net defined retirement obligation recognized in OCI amounted to P631, P2,531 and P1,133 in 2020, 2019 and 2018, respectively. The retirement benefits liability amounted to P3,808 and P3,655 as of December 31, 2020 and 2019, respectively (Note 30).

Asset Retirement Obligation (ARO). The Group has ARO arising from the refinery, leased service stations, terminals and blending plant. Determining ARO requires estimation of the costs of dismantling, installing and restoring leased properties to their original condition. The Group determined the amount of ARO based on the dismantling costs as estimated by the operating unit responsible for the asset, discounted at the Group's current credit-adjusted risk-free rate ranging from 3.21% to 5.47% depending on the life of the capitalized costs. The Group also conducts periodic review of the estimates of dismantling costs to consider actual expenses incurred during the actual retirement of assets and uses this as input in determining future liability. While it is believed that the assumptions used in the estimation of such costs are reasonable, significant changes in these assumptions may materially affect the recorded expense or obligation in future periods.

The ARO amounted to P2,867 and P1,720 as of December 31, 2020 and 2019, respectively (Note 19).

5. Cash and Cash Equivalents

This account consists of:

	Note	**2020**	2019
Cash on hand		**P1,083**	P2,169
Cash in banks		**4,253**	5,193
Short-term placements		**21,717**	26,856
	34, 35	**P27,053**	P34,218

Cash in banks earn annual interest at the respective bank deposit rates. Short-term placements include demand deposits which can be withdrawn at any time depending on the immediate cash requirements of the Group and earn annual interest at the respective short-term placement rates ranging from 0.01% to 5.75% in 2020, 0.13% to 6.25% in 2019 and 0.20% to 7.00% in 2018 (Note 26).

6. Financial Assets at Fair Value

This account consists of:

	Note	**2020**	2019
Proprietary membership shares		**P275**	P284
Derivative assets not designated as cash flow hedge		**322**	546
Derivative assets designated as cash flow hedge		**12**	200
	34, 35	**609**	1,030
Less noncurrent portion	*14*	**6**	166
		P603	P864

The fair values presented have been determined directly by reference to published market prices, except for derivative assets which are based on inputs other than quoted prices that are observable (Note 35).

The noncurrent portion pertains to derivative assets designated as cash flow hedge due after 12 months, which is included in “Other noncurrent assets - net” account in the consolidated statements of financial position (Note 14).

Changes in fair value of assets at FVPL recognized in the consolidated statements of income in 2020, 2019 and 2018 amounted to (P9), P30 and P84, respectively (Note 26) while changes in fair value of derivative assets designated as cash flow hedge were recognized in OCI.

7. Investments in Debt Instruments

This account consists of:

	Note	**2020**	2019
Government securities		**P225**	P227
Other debt instruments		**156**	193
	34, 35	**381**	420
Less current portion		**184**	109
		P197	P311

Petrogen’s government securities are deposited with the Bureau of Treasury in accordance with the provisions of the Insurance Code, for the benefit and security of its policyholders and creditors. These investments bear fixed annual interest rates ranging from 1.78% to 7.02% in 2020 and 4.25% to 7.02% in 2019 (Note 26).

The breakdown of investments in debt instruments by contractual maturity dates as of December 31 follows:

	Note	**2020**	2019
Due in one year or less		**P184**	P109
Due after one year through six years		**197**	311
	34, 35	**P381**	P420

The breakdown of investments in debt instruments by classification and measurement as of December 31 follows:

	Note	**2020**	2019
Financial assets at amortized cost		**P255**	P257
Financial assets at FVOCI		**126**	163
	34, 35	**P381**	P420

The reconciliation of the carrying amounts of investments in debt instruments as of December 31 follows:

	Note	**2020**	2019
Financial Assets at FVOCI			
Balance as of January 1		**P163**	P152
Disposals		**(37)**	-
Amortization of premium		**(1)**	(4)
Unrealized fair value gains		**1**	15
Balance as of December 31		**126**	163
Financial Assets at Amortized Cost			
Balance as of January 1		**257**	226
Additions		**69**	71
Disposal		**(71)**	(40)
Balance as of December 31		**255**	257
	34, 35	**P381**	P420

8. Trade and Other Receivables

This account consists of:

	Note	**2020**	2019
Trade	*34*	**P19,372**	P35,009
Related parties - trade	*28, 34*	**932**	1,126
Allowance for impairment loss on trade receivables		**(823)**	(759)
		19,481	35,376
Government		**5,292**	6,392
Related parties - non-trade	*28*	**1,636**	2,011
Others		**958**	1,061
Allowance for impairment loss on non-trade receivables		**(172)**	(183)
		7,714	9,281
	34, 35	**P27,195**	P44,657

Trade receivables are non-interest bearing and are generally on a 45-day average term. Penalties are charged when the account becomes overdue.

Government receivables pertain to duty drawback, VAT and specific tax claims as well as subsidy receivables from the Government of Malaysia under the Automatic Pricing Mechanism. The amount includes receivables over 30 days but less than one year amounting to P482 and P1,500 as of December 31, 2020 and 2019, respectively. The filing and the collection of claims is a continuous process and is closely monitored.

Related parties - non-trade consists of advances made by the Parent Company to Petron Corporation Employee Retirement Plan (PCERP) and other receivables from SMC and its subsidiaries.

Others mainly consist of receivables from various non-trade customers and counterparties for matured hedging transactions.

A reconciliation of the allowance for impairment losses at the beginning and end of 2020 and 2019 is shown below:

	Note	**2020**	2019
Balance at beginning of year		**P1,260**	P1,410
Additions	*23, 26*	**67**	294
Write off	*4*	**(8)**	(375)
Currency translation adjustment		**(17)**	(69)
Balance at end of year		**1,302**	1,260
Less noncurrent portion for long-term receivables	*34*	**307**	318
		P995	P942

The Group computes impairment loss on trade and other receivables based on past collection experiences, current circumstances and the impact of future economic conditions, if any, available at the reporting period. Loss rates are based on actual credit loss experience over the past three years. Economic conditions during the period over which the historical data has been collected, current conditions and the Group's view of the impact of future economic conditions, if any, over the expected lives of the trade and other receivables are also considered.

Trade accounts receivable written-off amounting to P8 and P375 in 2020 and 2019, respectively, pertained to long outstanding, uncollectible accounts which were previously provided with allowance.

The following table provides information about the exposure to credit risk and ECL of trade and other receivables as of December 31, 2020 and 2019:

	Weighted Average Loss Rate	**Gross Carrying Amount**	**ECL**
December 31, 2020			
Retail	**2.62%**	**P4,350**	**P114**
Lubes	**0.16%**	**621**	**1**
Gasul	**6.96%**	**790**	**55**
Industrial	**3.99%**	**7,760**	**310**
Others	**3.51%**	**14,669**	**515**
		P28,190	**P995**

	Weighted Average Loss Rate	Gross Carrying Amount	ECL
December 31, 2019			
Retail	1.65%	P5,766	P95
Lubes	0.18%	549	1
Gasul	5.33%	994	53
Industrial	1.56%	17,515	273
Others	2.50%	20,775	520
		P45,599	P942

9. Inventories

This account consists of:

	2020	2019
Petroleum	**P19,414**	P33,173
Crude oil and others	**17,433**	29,626
Materials and supplies	**5,503**	5,688
Lubes, greases and aftermarket specialties	**2,572**	3,723
	P44,922	P72,210

The cost of these inventories amounted to P45,535 and P73,314 as of December 31, 2020 and 2019, respectively.

If the Group had used the moving-average method (instead of the first-in, first-out method, which is the Group's policy), the cost of petroleum, crude oil and other products would have increased by P142 and P1,374 as of December 31, 2020 and 2019, respectively.

Inventories (including distribution or transshipment costs) charged to cost of goods sold amounted to P263,078, P463,028 and P498,117 in 2020, 2019 and 2018, respectively (Note 22).

Research and development costs on these products constituted the expenses incurred for internal projects in 2020, 2019 and 2018 (Note 23).

The movements in allowance for write-down of inventories to NRV and inventory obsolescence at the beginning and end of 2020 and 2019 follow:

	Note	**2020**	2019
Balance at beginning of year		**P1,104**	P1,251
Additions:			
Loss on inventory obsolescence	*4*	**73**	31
Loss on inventory write-down	*4*	**-**	564
Reversals		**(564)**	(742)
Balance at end of year		**P613**	P1,104

The losses and reversals are included as part of "Cost of goods sold" account in the consolidated statements of income (Note 22).

Reversal of write-down corresponds to inventories sold during the year.

10. Property, Plant and Equipment

The movements and balances of property, plant and equipment as of and for the years ended December 31 follow:

	Note	Buildings and Improvements and Related Facilities	Refinery and Plant Equipment	Service Stations and Other Equipment	Computers, Office and Motor Equipment	Land and Leasehold Improvements	Construction in-Progress	Total
Cost								
January 1, 2019, as previously reported		P20,132	P188,237	P17,808	P5,239	P4,818	P12,328	P248,562
Adjustments due to adoption of PFRS 16		(918)	(1,816)	(176)	-	(262)	-	(3,172)
January 1, 2019, as adjusted		19,214	186,421	17,632	5,239	4,556	12,328	245,390
Additions		1,630	6,000	1,769	216	20	10,173	19,808
Disposals/reclassifications		3,099	183	121	243	1,237	(5,471)	(588)
Reclassification to/from investment property	*12*	(844)	-	-	-	(1,275)	-	(2,119)
Currency translation adjustment		(382)	(153)	(242)	(46)	(376)	(158)	(1,357)
December 31, 2019 as previously reported		22,717	192,451	19,280	5,652	4,162	16,872	261,134
Adjustments due to reclassification from Long-term Assets		-	422	-	-	-	-	422
December 31, 2019, as adjusted		22,717	192,873	19,280	5,652	4,162	16,872	261,556
Additions		243	446	560	222	-	7,009	8,480
Disposals/reclassifications		970	1,360	259	77	71	(3,262)	(525)
Reclassification to/from investment property	*12*	(162)	-	-	-	(31)	(143)	(336)
Currency translation adjustment		(271)	(430)	(315)	(64)	(68)	(294)	(1,442)
December 31, 2020		**23,497**	**194,249**	**19,784**	**5,887**	**4,134**	**20,182**	**267,733**
Accumulated Depreciation and Amortization								
January 1, 2019, as previously reported		12,827	54,077	12,379	4,204	1,091	-	84,578
Adjustments due to adoption of PFRS 16		(450)	(193)	(63)	-	-	-	(706)
January 1, 2019, as adjusted		12,377	53,884	12,316	4,204	1,091	-	83,872
Depreciation		888	7,755	1,081	520	91	-	10,335
Disposals/reclassifications		(61)	(35)	(442)	(17)	(4)	-	(559)
Reclassification to/from investment property	*12*	126	-	-	-	(18)	-	108
Currency translation adjustment		(125)	(214)	(123)	(35)	(66)	-	(563)
December 31, 2019 as previously reported		13,205	61,390	12,832	4,672	1,094	-	93,193
Adjustments due to reclassification from Long-term Assets		-	96	-	-	-	-	96
December 31, 2019, as adjusted		13,205	61,486	12,832	4,672	1,094		93,289
Depreciation*		858	4,096	1,028	457	92	-	6,531
Disposals/reclassifications		(73)	76	(44)	(84)	3	-	(122)
Reclassification to/from investment property	*12*	-	-	-	-	(7)	-	(7)
Currency translation adjustment		(197)	(318)	(126)	(51)	(1)	-	(693)
December 31, 2020		**13,793**	**65,244**	**13,690**	**4,994**	**1,181**	**-**	**98,902**
Carrying Amount								
December 31, 2019		P9,512	P131,061	P6,448	P980	P3,068	P16,872	P167,941
December 31, 2020		**P9,705**	**P129,005**	**P6,094**	**P893**	**P2,953**	**P20,182**	**P168,831**

**Depreciation expense for refinery and plant equipment for the year under the straight-line method amounted to P8,337.*

ARO reclassified from “Property, plant and equipment” to “Right-of-use assets” under “Investment property” account in the consolidated statements of financial position amounted to P2,466 as a result of the adoption of PFRS 16 on January 1, 2019.

In 2020 and 2019, certain property, plant and equipment were reclassified to/from investment property due to change in usage of the asset from/to used in operations to/from leased to another party under an operating lease agreement (Note 12).

No impairment loss was required to be recognized in 2020, 2019 and 2018 based on management’s assessment of impairment indicators.

The Group capitalized interest amounting to P313, P114 and nil in 2020, 2019 and 2018, respectively (Notes 15, 18, 26 and 29). The capitalization rates used to determine the amount of interest eligible for capitalization ranged from 1.45% to 8.20% in 2020 and from 3.41% to 8.19% in 2019.

Capital Commitments

As of December 31, 2020 and 2019, the Group has outstanding commitments to acquire property, plant and equipment amounting to P12,506 and P20,798, respectively.

11. Right-of-Use Assets

The movements in right-of-use assets as of December 31, 2020 are as follows

	Land	Buildings and Improvements and Related Facilities	Service Stations and Other Equipment	Total
Cost				
January 1, 2019	P -	P -	P -	P -
Adjustment due to adoption of PFRS 16	7,076	1,175	24	8,275
January 1, 2019, as adjusted	7,076	1,175	24	8,275
Additions	41	5	-	46
Disposals	(3)	-	-	(3)
Remeasurements	(1,538)	(123)	-	(1,661)
Currency translation adjustment	(50)	(2)	-	(52)
January 1, 2020	5,526	1,055	24	6,605
Additions	204	2	-	206
Remeasurements	867	39	-	906
Currency translation adjustment	(30)	(3)	-	(33)
December 31, 2020	**6,567**	**1,093**	**24**	**7,684**
Accumulated Depreciation				
January 1, 2019	-	-	-	-
Adjustment due to adoption of PFRS 16	790	-	-	790
January 1, 2019, as adjusted	790	-	-	790
Disposals	(2)	-	-	(2)
Remeasurements	(433)	-	-	(433)
Depreciation	478	221	3	702
Currency translation adjustment	39	-	-	39
January 1, 2020	872	221	3	1,096
Disposals				
Remeasurements	(115)	(1)	-	(116)
Depreciation	440	225	3	668
Currency translation adjustment	(8)	(1)	-	(9)
December 31, 2020	**1,189**	**444**	**6**	**1,639**
Carrying Amount				
December 31, 2019	P4,654	P834	P21	P5,509
December 31, 2020	**P5,378**	**P649**	**P18**	**P6,045**

The Group recognized right-of-use assets for leases of office space, buildings, machinery and equipment, service stations and parcels of land. The leases typically run for a period of two to 999 years. Some leases contain an option to renew the lease at the end of the lease term and are being subjected to reviews to reflect current market rentals. The renewal option provides operational flexibility in managing the leased asset portfolio and aligns the business needs of the Group. The Group recognized interest expense related to these leases amounting to P1,115 and P1,165 in 2020 and 2019, respectively (Note 29).

With the adoption of PFRS 16 in 2019, property, plant and equipment pertaining to ARO of the refinery and terminals were reclassified to right-of-use assets (Note 10).

The Group also has certain leases of property and equipment with lease terms of 12 months or less and leases of equipment with low value. The Group has elected not to recognize right-of-use assets and lease liabilities for these leases. The expenses relating to short-term leases, leases of low-value assets and variable lease payments that do not depend on an index or a rate amounted to P251, P13 and P3, respectively, in 2020, and P62, P32 and P7, respectively, in 2019 (Note 29).

The Group had total cash outflows for leases of P2,705 and P2,293 in 2020 and 2019, respectively (Note 29).

The remeasurements pertain mainly to the change in the estimated dismantling costs of ARO during the year (Note 4).

12. Investment Property

The movements and balances of investment property as of and for the years ended December 31 follow:

	Note	Land	Land and Leasehold Improvements	Buildings and Improvements	Right-of-Use	Total
Cost						
January 1, 2019, as previously reported		P8,422	P2,702	P15,269	P -	P26,393
Adjustment due to adoption of PFRS 16		-	-	-	10,730	10,730
January 1, 2019, as adjusted		8,422	2,702	15,269	10,730	37,123
Additions		226	513	1,727	809	3,275
Adjustments/disposals		-	2,068	(70)	4	2,002
Reclassifications from/to property, plant and equipment	*10*	685	590	844	-	2,119
Currency translation adjustment		(80)	(197)	(208)	-	(485)
January 1, 2020		9,253	5,676	17,562	11,543	44,034
Additions		3	321	588	849	1,761
Disposals/reclassifications		-	-	19	(110)	(91)
Reclassifications from/to property, plant and equipment	*10*	69	31	236	-	336
Remeasurements		-	-	-	90	90
Currency translation adjustment		(117)	(284)	(335)	-	(736)
December 31, 2020		**9,208**	**5,744**	**18,070**	**12,372**	**45,394**
Accumulated Depreciation						
January 1, 2019, as previously reported		-	1,118	8,739	-	9,857
Adjustment due to adoption of PFRS 16		-	-	-	63	63
January 1, 2019, as adjusted		-	1,118	8,739	63	9,920
Adjustments/disposals		-	2,736	(65)	-	2,671
Depreciation		-	320	627	936	1,883
Reclassifications from/to property, plant and equipment	*10*	-	18	(126)	-	(108)
Currency translation adjustment		-	(70)	(197)	-	(267)
January 1, 2020		-	4,122	8,978	999	14,099
Depreciation		-	318	685	941	1,944
Disposals/reclassifications		-	-	(10)	(110)	(120)
Reclassifications from/to property, plant and equipment	*10*	-	(7)	-	-	(7)
Currency translation adjustment		-	(239)	(332)	-	(571)
December 31, 2020		**-**	**4,194**	**9,321**	**1,830**	**15,345**
Carrying Amount						
December 31, 2019		P9,253	P1,554	P8,584	P10,544	P29,935
December 31, 2020		**P9,208**	**P1,550**	**P8,749**	**P10,542**	**P30,049**

With the adoption of PFRS 16 in 2019, property, plant and equipment pertaining to ARO of the service stations were reclassified to right-of-use assets over service stations and other related structures held by the Group for lease (Note 29).

In 2020 and 2019, certain investment property were reclassified from/to property, plant and equipment to change in usage of the asset from/to used in operations to/from leased to another party under an operating lease agreement (Note 10).

The Group's investment property also includes a property located in Tagaytay with carrying amount of P7 and P8 as of December 31, 2020 and 2019, respectively.

No impairment loss was required to be recognized in 2020, 2019 and 2018 based on management's assessment of impairment indicators.

There are no other direct selling and administrative expenses other than depreciation and amortization and real property taxes arising from investment property that generated income in 2020, 2019 and 2018.

The fair value of investment property amounting to P37,126 and P37,614 as of December 31, 2020 and 2019, respectively has been categorized as Level 3 in the fair value hierarchy based on the inputs used in the valuation techniques.

For properties with available appraisal reports, the fair value of investment property amounting to P20,804 was determined by external, independent property appraisers having appropriate recognized professional qualifications and recent experience in the location and category of the property being valued. The independent appraisers provide the fair value of the Group's investment property on a regular basis. The fair value of investment property amounting to P4,820 was determined by using the depreciated replacement cost method. The net present value of lease liability recognized in investment property represents the remaining fair value amounting to P11,502.

Valuation Technique and Significant Unobservable Inputs
The valuation of investment property applied the following approaches below:

Sales Comparison Approach. The market value of land was determined using the Sales Comparison Approach. The comparative approach considers the sale of similar or substitute property, registered within the vicinity, and the related market data. The estimated value is established through such process of comparing available data. The property being valued is then compared with sales transactions involving similar properties in the market. Listings and offerings may also be considered. The observable inputs to determine the market value of the property are the following: location characteristics, size, time element, quality and prospective use, bargaining allowance and marketability.

Depreciated Replacement Cost Method. The fair value of land and leasehold improvements and buildings and related improvements and facilities were arrived at using the depreciated replacement cost method, which estimates the current replacement cost of new assets and adjusted for obsolescence, including physical, functional and economic obsolescence.

Income Approach. The rental value of the subject property was determined using the Income Approach. Under the Income Approach, the remaining lease payments on the property is first determined followed by the application of the proper capitalization rate is applied to arrive at its net present value. The rental value of the property is determined on the basis of what a prudent lessor or a prospective lessee are willing to pay for its use and occupancy considering the prevailing rental rates of similar property and/or rate of return a prudent lessor generally expects on the return on its investment.

13. Investment in Shares of Stock of Subsidiaries, Goodwill and Non-controlling Interests

Investment in Shares of Stock of Subsidiaries

The following are the major developments relating to the Parent Company's investment in shares of stock of subsidiaries:

a. *NVRC*

On December 17, 2018, SEC approved the increase in authorized capital stock of NVRC. On the same date, the Parent Company acquired additional 2,840,000 common shares of NVRC at P1,000.00 per share for a total consideration of P2,840 which was effected through debt to equity conversion of NVRC's advances from the Parent Company. The transaction effectively increased the Parent Company's ownership interest in NVRC from 40.00% to 85.55%.

Consequently, the proportionate share of the carrying amount of the net assets of NVRC amounting to P11 has been transferred to equity holders of the Parent Company.

As of December 31, 2020 and 2019, the Parent Company owns 85.55% of NVRC.

b. *Petrogen*

On November 29, 2018, Petrogen issued 15,000 common shares as stock dividends for P1,000.00 per share or a total of P15 in favor of the Parent Company.

On September 10, 2019 and December 16, 2019, the Parent Company subscribed to additional 31,250 and 93,750 common shares, respectively, of Petrogen at P1,000.00 per share for a total consideration of P125, pursuant to the increase in the capital stock of Petrogen which was approved by the SEC on November 4, 2019.

As of December 31, 2020 and 2019, the Parent Company's ownership interest remains at 100% after the above transactions.

c. *PLI (formerly LEC)*

On July 10, 2019 and September 30, 2019, the Parent Company acquired additional 500,000 and 1,500,000 common shares, respectively, of PLI at P100.00 per share for a total consideration of P200.

On August 28, 2020, the Parent Company signed the Share Purchase Agreement with SMILSI, an entity under common control, for the sale by the Parent Company of its equity in PLI equivalent to 100% of PLI's outstanding shares for a total consideration of P230. The transaction was completed on September 1, 2020. The Group recognized loss on disposal of investments amounting to P1 included as part of "Other income - net" account in the 2020 consolidated statements of income (Note 26).

The following summarizes the accounts derecognized at the deconsolidation date:

	2020
Cash and cash equivalents	**P49**
Trade and other receivables - net	**37**
Other current assets	**14**
Property, plant and equipment - net	**137**
Right of use assets - net	**2**
Other noncurrent assets - net	**1**
Trade and other payables	**(7)**
Lease liabilities - net of current portion	**(2)**
Total	**P231**

Goodwill

The movements and balances of goodwill as of and for the years ended December 31 are as follows:

	2020	2019
Cost		
Balance at beginning of year	**P8,319**	P8,532
Translation adjustments	**(288)**	(213)
Net carrying amount at end of year	**P8,031**	P8,319

Impairment of Goodwill from Petron Malaysia

Goodwill arising from the acquisition of Petron Malaysia, which accounts for 99% of total goodwill in the consolidated statements of financial position as of December 31, 2020 and 2019, is allocated at the POGI Group cash generating unit (CGU) instead of each individual acquiree company's CGU as it is expected that the POGI Group CGU will benefit from the synergies created from the acquiree companies in combination.

The Group tested the goodwill for impairment. Value in use was determined by discounting the future cash flows expected to be generated from the continuing use of the CGU and was based on the following key assumptions:

- Cash flows were projected based on past experience and actual operating results. Management believes that this five-year forecast period was justified due to the long-term nature of the business.

- A discount rate of 6.3% in 2020 and 6.6% in 2019 was applied based on the weighted average cost of capital using the Capital Asset Pricing Model (CAPM).

- Terminal growth rate of 3.0% in 2020 and 2019 was applied as the POGI Group is in the process of increasing its network of service stations and upgrading its facilities and hence foresees growth in cash flows generated perpetually.

The values assigned to the key assumptions represent management's assessment of future trends in the industry and are based on internal sources (historical data).

For purposes of terminal growth rate sensitivity, terminal growth rate scenarios of 2%, 3% and 4% in 2020 and 2019 are applied on the discounted cash flows analysis. Based on the sensitivity analysis, any reasonably possible change in the key assumptions would not cause the carrying amount of goodwill to exceed its recoverable amount.
No impairment losses were recognized in 2020, 2019 and 2018 in relation to the goodwill arising from the acquisition of Petron Malaysia.

Non-controlling Interests
The following table summarizes the financial information relating to each of the Group's subsidiaries that has material non-controlling interests:

	December 31, 2020		December 31, 2019	
	NVRC	**PMRMB**	NVRC	PMRMB
Non-controlling Interests Percentage	**14.45%**	**26.60%**	14.45%	26.60%
Carrying amount of non-controlling interest	**P451**	**P5,972**	P440	P6,333
Current assets	**P664**	**P9,606**	P376	P16,038
Noncurrent assets	**9,317**	**25,869**	9,524	23,211
Current liabilities	**(1,211)**	**(12,446)**	(363)	(14,955)
Noncurrent liabilities	**(3,906)**	**(2,281)**	(4,829)	(2,249)
Net assets	**P4,864**	**P20,748**	P4,708	P22,045
Net income (loss) attributable to non-controlling interests	**P11**	**(P44)**	P9	P593
Other comprehensive loss attributable to non-controlling interests	**P -**	**(P217)**	P -	(P180)
Sales	**P415**	**P76,733**	P406	P143,205
Net income (loss)	**P155**	**(P376)**	P140	P2,193
Other comprehensive loss	**-**	**(60)**	-	(60)
Total comprehensive income (loss)	**P155**	**(P436)**	P140	P2,133
Cash flows provided by operating activities	**P234**	**P1,147**	P150	P12,328
Cash flows used in investing activities	**(3)**	**(4,332)**	(106)	(8,271)
Cash flows provided by (used in) financing activities	**(212)**	**2,995**	(101)	(3,919)
Effects of exchange rate changes on cash and cash equivalents	**-**	**(20)**	-	-
Net increase (decrease) in cash and cash equivalents	**P19**	**(P209)**	(P57)	P138

14. Other Assets

This account consists of:

	Note	**2020**	2019
Current			
Prepaid taxes		**P22,038**	P17,703
Input VAT		**7,698**	7,986
Prepaid expenses	*28*	**2,101**	1,417
Special-purpose fund		**158**	157
Assets held for sale		**13**	-
Tax recoverable		**131**	-
Others - net		**198**	167
		P32,337	P27,430
Noncurrent			
Input VAT		**P588**	P1,061
Catalyst - net		**552**	683
Prepaid rent		**290**	212
Derivative assets designated as cash flow hedge	*6, 34, 35*	**6**	166
Noncurrent deposits	*34, 35*	**121**	104
Intangibles - net	*4*	**138**	127
Others - net	*2*	**393**	391
		P2,088	P2,744

The "Others - net" under "Noncurrent" account includes marketing assistance to dealers and other prepayments amounting to P256, P268 and P777 as of December 31, 2020, 2019 and 2018, respectively, net of amortization amounting to P75, P154 and P236 in 2020, 2019 and 2018, respectively.

In 2019 there is a reclassification to property, plant and equipment from "Others - net" under "Noncurrent" account amounting to P326. (Notes 2 and10).

The amortization of prepaid rent amounted to P4, nil and P245 in 2020, 2019 and 2018, respectively.

Amortization of intangibles, marketing assistance to dealers, other prepayments included as part of "Depreciation and amortization" under "Selling and administrative expenses" account in the consolidated statements of income amounted to P82, P83 and P97 in 2020, 2019 and 2018, respectively (Notes 23 and 25).

Amortization of catalyst, intangibles and other prepayments included as part of "Depreciation and amortization" under "Cost of goods sold" account in the consolidated statements of income amounted to P261, P242 and P584 in 2020, 2019 and 2018, respectively (Notes 22 and 25).

As of December 31, 2020, assets held for sale pertain to two condominium properties acquired through dacion en pago.

As of December 31, 2019, assets held for sale represents the remaining 1,000 shares of Manila North Harbour Port, Inc. (MNHPI) amounting to P0.13. During 2019, 50,000 shares representing 0.17% interest was sold to a related party (Note 28).

15. Short-term Loans

This account pertains to unsecured Philippine peso, US dollar and Malaysian ringgit-denominated loans obtained from various banks with maturities ranging from 1 to 91 days and annual interest ranging from 0.92% to 6.75% in 2020, 2.30% to 8.50% in 2019 and 2.65% to 7.00% in 2018 (Note 26). These loans are intended to fund the importation of crude oil and petroleum products (Note 9) and working capital requirements.

Interest expense on short-term loans amounted to P3,418 in 2020, P4,065 in 2019 and P3,165 in 2018 (Note 26). Interest expense amounting to P174 was capitalized as part of property, plant and equipment in 2020 while P33 in 2019 and nil in 2018 (Note 10).

16. Liabilities for Crude Oil and Petroleum Products

This account pertains to liabilities to suppliers of crude oil, petroleum and other products that are non-interest bearing and generally settled on a 30-day term. Details of the supply agreements in relation to importations of crude oil requirements of the Group are disclosed in Note 31.

Liabilities for crude oil and petroleum products are payable to the following:

	Note	**2020**	2019
Third parties		**P22,301**	P39,361
Related parties	*28*	**19**	1
	34, 35	**P22,320**	P39,362

17. Trade and Other Payables

This account consists of:

	Note	**2020**	2019
Trade		**P6,386**	P20,533
Specific taxes and other taxes payable		**4,072**	2,821
Accrued payroll		**73**	24
Due to related parties	*28*	**1,118**	1,009
Accrued interest		**633**	833
Accrued rent		**303**	288
Dividends payable	*33*	**505**	496
Insurance liabilities		**288**	739
Retention payable		**180**	719
Retirement benefits liability	*30*	**103**	90
Deferred liability on consumer loyalty program		**1,406**	867
Others	*39*	**335**	322
	34, 35	**P15,402**	P28,741

Trade payables are liabilities to haulers, contractors and suppliers that are non-interest bearing and are generally settled on a 30-day term.

Others include provisions (Note 39), accruals of selling and administrative expenses, and advances which are normally settled within a year.

The Group recognized revenue that was included in the deferred liability on consumer loyalty program amounting to P1,158 and P2,017 in 2020 and 2019, respectively (Note 37).

18. Long-term Debt

This account consists of long-term debt of the Parent Company:

	Note	**2020**	2019
Unsecured Peso-Denominated (net of debt issue costs)			
Term loan of 5.4583% due until 2022	*(a)*	**P1,998**	P2,995
Fixed rate retail bonds of 4.0032% due in 2021 and 4.5219% due in 2023	*(b)*	**19,944**	19,906
Term loan of 5.5276% due quarterly until 2024	*(d)*	**8,008**	10,136
Term loan of 5.7584% due until 2022	*(e)*	**4,990**	7,479
Fixed rate retail bonds of 7.8183% due in 2024 and 8.0551% due in 2025	*(f)*	**19,832**	19,799
Term loan of 4.5900% due in 2025	*(i)*	**4,970**	-
Unsecured Foreign Currency-Denominated (net of debt issue costs)			
Floating rate dollar loan - US$1,000 million due until 2022	*(c)*	**13,530**	32,854
Floating rate dollar loan - US$800 million due until 2024	*(g)*	**32,334**	39,908
Floating rate yen loan - JP¥15 billion due until 2025	*(h)*	**6,845**	-
Floating rate dollar loan - US$150 million due until 2023	*(j)*	**7,003**	-
	33, 34, 35	**119,454**	133,077
Less current portion		**31,114**	16,881
		P88,340	P116,196

a. On October 13, 2015, the Parent Company drew P5,000 from a P5,000 term loan which was signed and executed on October 7, 2015. The facility is amortized over 7 years with a 2-year grace period and is subject to a fixed rate of 5.4583% per annum. The net proceeds from the issuance were used to repay currently maturing obligations and for general corporate requirements. In 2019 and 2018, the Parent Company settled matured interim principal payments aggregating to P1,000 each year.

b. On October 27, 2016, the Parent Company issued P20,000 retail bonds (the “Bonds”) divided into Series A (P13,000) and Series B (P7,000). Series A Bonds is due on October 27, 2021 with interest rate of 4.0032% per annum. Series B Bonds will mature on October 27, 2023 with interest rate of 4.5219% per annum. Interests on these Bonds are payable quarterly on January 27, April 27, July 27 and October 27 of each year. The proceeds from the issuance of the Bonds were used to partially settle the US$475 million and US$550 million Term Loan facilities, to repay short-term loans and for general corporate requirements. The Bonds were listed with the Philippine Dealing & Exchange Corp. on October 27, 2016.

c. On June 16, 2017, the Parent Company signed and executed a US$1,000 million term facility and has initially drawn US$600 million on June 28, 2017. The proceeds were used to pay in full the outstanding balances of US$115 million and US$470 million loans under the US$475 million (executed on September 29, 2014) and US$550 million (executed on July 20, 2015) term loan facilities, respectively. On October 10, 2017, the Parent Company drew the remaining US$400 million from the facility. The proceeds of which were used to settle the P20,000 Peso-denominated Notes issued on November 10, 2010 which matured on November 10, 2017. The facility is amortized over 5 years with a 2-year grace period and is subject to a floating interest rate based on LIBOR plus a spread. The Parent Company made partial principal payments of US$221 million and US$148 million in 2020 and US$177 million and US$118 million in 2019 against the US$600 million and US$400 million drawdowns, respectively.

d. On July 25, 2017, the Parent Company drew P15,000 from a P15,000 term loan facility which was signed on July 14, 2017 and executed on July 17, 2017. The facility is amortized over 7 years and is subject to a fixed interest rate of 5.5276% per annum. The proceeds were used to refinance the bridge loan availed on December 23, 2016 for the acquisition of the Refinery Solid Fuel-Fired Power Plant in 2016. As of December 31, 2020, the P6,964 portion of the facility has already been paid.

e. On December 29, 2017, the Parent Company drew P10,000 from a P10,000 bilateral facility which was signed and executed on December 28, 2017. The facility is amortized quarterly for five years beginning on the fifth quarter and is subject to a fixed rate of 5.7584% per annum. The proceeds were used to fund permanent working capital requirements. In 2020 and 2019, the P2,500 portion of the facility has been paid each year.

f. On October 19, 2018, the Parent Company offered P20,000 fixed retail bonds (the “Offer Bonds”) divided into Series C (P13,200) bearing interest at 7.8183% per annum and Series D (P6,800) bearing interest at 8.0551% per annum. The Series C Offer Bonds will mature on April 19, 2024 (5.5-year term) while the Series D Offer Bonds is due on October 19, 2025 (7-year term). Interests on these Offer Bonds are payable quarterly, commencing on January 19, 2019, and thereafter, on April 19, July 19, October 19 and January 19 of each year. The net proceeds from the issuance of the Offer Bonds were used primarily to settle short-term loans availed by the Parent Company to fund crude oil purchases and redeem a portion of the Parent Company’s remaining USCS (Note 21), and the balance for general corporate purposes. The Offer Bonds were listed with the Philippine Dealing & Exchange Corp. on October 19, 2018.

g. On May 10, 2019, the Parent Company signed and executed a US$800 million term loan facility. Initial drawdown of US$300 million was made on May 15, 2019, the proceeds of which were used to refinance the Parent Company’s existing dollar-denominated bilateral short-term loans. On May 31, 2019, the Parent Company drew an additional US$236 million from the facility to partially prepay its US$1,000 million term loan facility. Finally, the remaining balance of US$264 million was drawn on July 10, 2019 to refinance various peso-denominated short-term loans and for general corporate purposes. The facility is amortized over 5 years with a 2-year grace period, after which the total principal will be amortized in 7 equal semi-annual installments beginning May 15, 2021. The facility is subject to a floating interest rate based on LIBOR plus a spread, repriced every 1, 3 or 6 months.

h. On April 22, 2020, the Parent Company drew JP¥15 billion from a JP¥15 billion term loan facility signed and executed on March 27, 2020. The proceeds were used to partially prepay its US$1 billion term loan facility. The JP¥ facility is amortized over 5 years with a 2-year grace period, after which the total principal will be amortized in 7 equal semi-annual installments beginning March 27, 2022. It is subject to a floating interest rate based on JP¥ LIBOR plus a spread, repriced every 1, 3 or 6 months.

i. On April 27, 2020, the Parent Company drew P5 billion from a P5 billion term loan facility which was signed and executed on April 23, 2020. The facility is subject to a fixed interest rate of 4.59% per annum and amortized over 5 years with a 12-month grace period, after which the total principal will be amortized in 16 equal quarterly payments beginning July 27, 2021. The proceeds were used for general corporate purposes.

j. On August 26, 2020, the Parent Company availed a US$150 million three-year long-term debt, subject to floating interest rate based on LIBOR plus a spread, repriced every 1, 3 or 6 months that will mature on August 7, 2023. The proceeds were used to prepay part of the existing US$1.0 billion term loan facility and US$800 million loan.

The above-mentioned debt agreements contain, among others, covenants relating to merger and consolidation, maintenance of certain financial ratios, restrictions on loans and guarantees, disposal of a substantial portion of assets, significant changes in the ownership or control of subsidiaries, payments of dividends and redemption of capital stock.

The Group has two financial covenants, namely, net leverage ratio not to exceed 6.5x and ratio of consolidated gross debt to consolidated net worth not to exceed 2.75x. In November 2020, the Group secured consent to amend the testing of its net leverage ratio from semi-annual to incurrence-based, while the ratio of consolidated gross debt to consolidated net worth remained to be tested quarterly.

As at December 31, 2020 and 2019, the Group has complied with its financial covenants of its debt agreements.

Total interest incurred on the above-mentioned long-term loans (including amortization of debt issue costs) amounted to P5,727, P6,893 and P5,198 for the years ended 2020, 2019 and 2018, respectively (Note 26). Interest amounting to P49 was capitalized in 2020 and P21 in 2019 (Note 10).

Movements in debt issue costs follow:

	Note	**2020**	2019
Balance at beginning of year		**P1,240**	P979
Additions		**731**	711
Amortization for the year	*26*	**(603)**	(450)
Balance at end of year		**P1,368**	P1,240

Repayment Schedule
As of December 31, 2020 and 2019, the annual maturities of long-term debt are as follows (Note 34):

2020

Year	**Gross Amount**	**Debt Issue Costs**	**Net**
2021	**P31,562**	**P448**	**P31,114**
2022	**26,726**	**339**	**26,387**
2023	**30,569**	**375**	**30,194**
2024	**23,542**	**144**	**23,398**
2025	**8,423**	**62**	**8,361**
	P120,822	**P1,368**	**P119,454**

2019

Year	Gross Amount	Debt Issue Costs	Net
2020	P17,072	P191	P16,881
2021	44,684	557	44,127
2022	24,450	161	24,289
2023	20,717	117	20,600
2024	20,594	144	20,450
2025 and beyond	6,800	70	6,730
	P134,317	P1,240	P133,077

19. Asset Retirement Obligation

Movements in the ARO are as follows:

	Note	**2020**	2019
Balance at beginning of year		**P1,720**	P3,592
Effect of change in discount rate		**568**	(789)
Effect of change in estimates	*4*	**503**	(1,187)
Accretion for the year	*26*	**77**	98
Additions		**1**	11
Settlement		**(2)**	(5)
Balance at end of year		**P2,867**	P1,720

20. Other Noncurrent Liabilities

This account consists of:

	Note	**2020**	2019
Cylinder deposits		**P617**	P608
Cash bonds		**947**	750
Derivative liabilities designated as cash flow hedge		**292**	337
Others		**48**	53
	34, 35	**P1,904**	P1,748

“Others” account includes liability to a contractor and supplier.

21. Equity

a. Capital Stock

Common Shares

Pursuant to the registration statement rendered effective by the SEC on May 18, 1995 and the permit to sell issued by the SEC dated May 30, 1995, 10,000,000,000 common shares of the Parent Company with par value of P1.00 per share were offered for sale at an offer price of P1.00 per share. As of December 31, 2020 and 2019, the Parent Company had 144,979 and 145,194 stockholders with at least one board lot at the PSE, respectively, for a total of 9,375,104,497 (P1.00 per share par value) issued and outstanding common shares.

Preferred Shares

On January 21, 2010, the SEC approved the Parent Company's amendment to its AOI to reclassify 624,895,503 unissued common shares into preferred shares with a par value of P1.00 per share, as part of its authorized capital stock. On February 12, 2010, the SEC issued an order permitting the Parent Company's offer and sale of 50,000,000 peso-denominated, cumulative, non-participating and non-voting preferred shares, with an oversubscription option of 50,000,000 preferred shares (collectively, the "2010 Preferred Shares") to the public at an issue price of P100.00 per share. Proceeds from issuance in excess of par value less related transaction costs amounting to P9,764 was recognized as additional paid-in capital. Dividend rate of 9.5281% per annum computed in reference to the issue price was payable every March 5, June 5, September 5 and December 5 of each year, when declared by the Parent Company's BOD. The 2010 Preferred Shares were listed with PSE on March 5, 2010.

On October 17, 2014, the SEC issued an order permitting the Parent Company's public offering and sale of 7,000,000 cumulative, non-voting, non-participating, non-convertible, peso-denominated perpetual preferred shares with an oversubscription option of 3,000,000 preferred shares (collectively, the "Series 2 Preferred Shares") at an issue price of P1,000.00 per share.

On November 3, 2014, the Parent Company issued and listed in the PSE 10,000,000 Series 2 Preferred Shares at an offer price of P1,000.00 per share. The Series 2 Preferred Shares were issued in two (2) sub-series, (i) 7,122,320 Series 2A preferred shares (the "Series 2A Preferred Shares") and (ii) 2,877,680 Series 2B preferred shares (the "Series 2B Preferred Shares"). Proceeds from issuance in excess of par value less related transaction costs amounting to P9,889 was recognized as additional paid-in capital.

The Series 2A Preferred Shares may be redeemed by the Parent Company starting on the fifth anniversary from the listing date while the Series 2B Preferred Shares may be redeemed starting on the seventh anniversary from the listing date. Series 2A and Series 2B Preferred Shares have dividend rates of 6.3000% and 6.8583%, respectively. Cash dividends are payable quarterly every February 3, May 3, August 3 and November 3 of each year, as and if declared by the Parent Company's BOD.

All shares rank equally as regards to the Parent Company's residual assets, except that holders of preferred shares participate only to the extent of the issue price of the shares plus any accumulated and unpaid cash dividends.

On March 5, 2015, the Parent Company redeemed the 2010 Preferred Shares at P100.00 per share, which were delisted by the PSE on March 6, 2015 in line with the latter's rule on the delisting of redeemed shares which are not re-issuable at the time of redemption under the issuing Parent Company's AOI. On July 6, 2015, the SEC approved the amendment of the AOI of the Parent Company to provide a re-issuability feature of its preferred shares.

On May 31, 2019, the SEC issued a permit for the Parent Company's public offering and sale of 15,000,000 cumulative, non-voting, non-participating, non-convertible, peso-denominated perpetual preferred shares with an oversubscription option of 5,000,000 preferred shares (collectively, the "Series 3 Preferred Shares") at an issue price of P1,000.00 per share.

On June 25, 2019, the Parent Company issued and listed on the PSE 20,000,000 Series 3 Preferred Shares. The net proceeds from the issuance were used for the repayment of the Parent Company's outstanding short-term loans and for general corporate purposes while the remaining balance was allocated for the redemption of the Series 2A Preferred Shares in November 2019.

The Series 3 Preferred Shares were issued in two (2) sub-series: (i) 13,403,000 Series 3A Preferred Shares with dividend rate of 6.8713% per annum and first optional redemption date on its 5.5th anniversary from the issuance date; and (ii) 6,597,000 Series 3B Preferred Shares with dividend rate of 7.1383% per annum and first optional redemption date on its 7th anniversary from the issuance date. Cash dividends are payable quarterly on March 25, June 25, September 25 and December 25 of each year, as and if declared by the Parent Company's BOD. Proceeds from issuance in excess of par value less related transaction costs amounting to P17,847 was recognized as additional paid-in capital.

On November 4, 2019, the Parent Company redeemed its 7,122,320 Series 2A Preferred Shares issued on November 3, 2014 at a redemption price of P1,000.00 per share, with a record date of October 10, 2019. The redemption was approved by the Parent Company's BOD on March 12, 2019.

As of December 31, 2020 and 2019, the Parent Company had 22,877,680 and 10,000,000 (P1 par value) issued and outstanding preferred shares, respectively. The total number of preferred shareholders with at least one board lot at the PSE as of December 31, 2020 and 2019 are as follows:

	2020	2019
Series 2B Preferred Shares	**30**	30
Series 3A Preferred Shares	**8**	8
Series 3B Preferred Shares	**24**	25
	62	63

b. Retained Earnings

Declaration of Cash Dividends
On various dates in 2018, 2019 and 2020, the Parent Company's BOD approved the declaration of cash dividends for common and preferred shareholders with the following details:

Type	Per Share	Date of Declaration	Date of Record	Date of Payment
2018				
Common	P0.15000	March 13, 2018	March 27, 2018	April 18, 2018
Series 2A	15.75000	March 13, 2018	April 12, 2018	May 3, 2018
Series 2B	17.14575	March 13, 2018	April 12, 2018	May 3, 2018
Series 2A	15.75000	March 13, 2018	July 16, 2018	August 3, 2018
Series 2B	17.14575	March 13, 2018	July 16, 2018	August 3, 2018
Series 2A	15.75000	August 7, 2018	October 10, 2018	November 5, 2018
Series 2B	17.14575	August 7, 2018	October 10, 2018	November 5, 2018
Series 2A	15.75000	August 7, 2018	January 11, 2019	February 4, 2019
Series 2B	17.14575	August 7, 2018	January 11, 2019	February 4, 2019
2019				
Common	P0.10000	March 12, 2019	March 27, 2019	April 11, 2019
Series 2A	15.75000	March 12, 2019	April 4, 2019	May 3, 2019
Series 2B	17.14575	March 12, 2019	April 4, 2019	May 3, 2019
Series 2A	15.75000	March 12, 2019	July 12, 2019	August 5, 2019
Series 2B	17.14575	March 12, 2019	July 12, 2019	August 5, 2019
Series 2A	15.75000	August 6, 2019	October 11, 2019	November 4, 2019
Series 2B	17.14575	August 6, 2019	October 11, 2019	November 4, 2019
Series 3A	17.17825	August 6, 2019	September 2, 2019	September 25, 2019
Series 3B	17.84575	August 6, 2019	September 2, 2019	September 25, 2019
Series 3A	17.17825	November 5, 2019	December 2, 2019	December 26, 2019
Series 3B	17.84575	November 5, 2019	December 2, 2019	December 26, 2019
Series 2B	17.14575	November 5, 2019	January 14, 2020	February 3, 2020
Series 3A	17.17825	November 5, 2019	March 2, 2020	March 25, 2020
Series 3B	17.84575	November 5, 2019	March 2, 2020	March 25, 2020
2020				
Common	**P0.10000**	**March 10, 2020**	**March 24, 2020**	**April 8, 2020**
Series 2B	**17.14575**	**March 10, 2020**	**April 7, 2020**	**May 4, 2020**
Series 3A	**17.17825**	**March 10, 2020**	**June 1, 2020**	**June 25, 2020**
Series 3B	**17.84575**	**March 10, 2020**	**June 1, 2020**	**June 25, 2020**
Series 2B	**17.14575**	**May 26, 2020**	**July 9, 2020**	**August 3, 2020**
Series 3A	**17.17825**	**May 26, 2020**	**September 2, 2020**	**September 25, 2020**
Series 3B	**17.84575**	**May 26, 2020**	**September 2, 2020**	**September 25, 2020**
Series 2B	**17.14575**	**August 4, 2020**	**October 9, 2020**	**November 3, 2020**
Series 3A	**17.17825**	**August 4, 2020**	**December 2, 2020**	**December 28, 2020**
Series 3B	**17.84575**	**August 4, 2020**	**December 2, 2020**	**December 28, 2020**
Series 2B	**17.14575**	**November 3, 2020**	**January 8, 2021**	**February 3, 2021**
Series 3A	**17.17825**	**November 3, 2020**	**March 2, 2021**	**March 25, 2021**
Series 3B	**17.84575**	**November 3, 2020**	**March 2, 2021**	**March 25, 2021**

Total cash dividends declared by the Parent Company amounted to P2,515 both in 2020 and 2019 and P2,052 in 2018.

Appropriation for Capital Projects
On May 5, 2016, the Parent Company's BOD approved the reversal of P25,000 appropriation for the Parent Company's RMP-2 and the re-appropriation of retained earnings amounting to P15,000 for capital projects in 2016 and 2017 which are expected to be completed within five years from the date of the approval.

On August 23, 2016, LLCDC's BOD approved the reversal of appropriation made in 2010 amounting to P5 (P3 - attributable to non-controlling interest) which was aimed to fund its construction management service. On September 29, 2015, NVRC's BOD approved the appropriation of retained earnings of P200 (P120 - attributable to non-controlling interest) and on December 20, 2016, an additional appropriation of P200 (P120 - attributable to non-controlling interest) was approved, both for the programmed lot acquisitions which are expected to be completed in 2019.

On October 16, 2019, the BOD of NVRC authorized and approved the reversal of P400 appropriation following a change in the property acquisition plans of NVRC.

The appropriated retained earnings attributable to the equity holders of the Parent Company as of December 31, 2020 and 2019 amounted to P15,000.

c. The Group's unappropriated retained earnings include its accumulated equity in net earnings of subsidiaries, joint ventures and an associate amounting to P26,345, P28,791 and P26,800 as of December 31, 2020, 2019 and 2018, respectively. Such amounts are not available for declaration as dividends until declared by the respective investees.

d. Equity reserves comprise of the following:

Reserve for retirement plan pertains to the cumulative remeasurements of the Group's defined benefit retirement plan.

Other reserves comprise the net loss on cash flows hedges, unrealized fair value losses on investments in debt instruments, exchange differences on translation of foreign operations, effect of redemption of USCS and others with details as follows:

	2020	2019	2018
Balance at beginning of year	**(P12,195)**	(P11,091)	(P3,025)
Net loss on cash flow hedges, net of tax	**(393)**	(145)	(77)
Changes in fair value of investment in debt instruments	**464**	10	(8)
Cumulative translation adjustment	**(1,109)**	(969)	1,231
Share in other comprehensive loss of a joint venture	**10**	-	-
Redemption of USCS	**-**	-	(9,223)
Changes in ownership interests in subsidiaries	**-**	-	11
Balance at end of year	**(P13,223)**	(P12,195)	(P11,091)

e. USCS

In February 2013, the Parent Company issued US$500 million USCS at an issue price of 100% ("Original Securities"). In March 2013, the Parent Company issued under the same terms and conditions of the Original Securities an additional US$250 million at a price of 104.25% ("New Securities"). The New Securities constituted a further issuance of, were fungible with, and were consolidated and formed a single series with the Original Securities (the "Original Securities" and, together with the "New Securities", the "Securities"). Proceeds were applied by the Parent Company for capital and other expenditures of RMP-2 as well as for general corporate purposes.

The Securities were offered for sale and sold to qualified buyers and not more than 19 institutional lenders. Hence, each sale of the Securities was considered an exempt transaction for which no confirmation of exemption from the registration requirements of the Securities Regulation Code was required to be filed with the SEC. In compliance with the amended rules of the SRC, notices of exemption for the issuances of the Securities were filed with the SEC on February 12, 2013 for the Original Securities and on March 19, 2013 for the New Securities.

Holders of the Securities are conferred a right to receive distribution on a semi-annual basis from their issue date at the rate of 7.5% per annum, subject to a step-up rate. The Parent Company has a right to defer this distribution under certain conditions.

The Securities have no fixed redemption date and are redeemable in whole, but not in part, at their principal amounts together with any accrued, unpaid or deferred distributions at the Parent Company's option on or after August 6, 2018 or on any distribution payment date thereafter or upon the occurrence of certain events.

On January 8, 2018, the Parent Company announced a tender offer to holders of its US$750 million USCS with expiration deadline on January 16, 2018. Tenders amounting to US$402 million (P21,309) were accepted by the Parent Company and settled on January 22, 2018. The USCS purchased pursuant to the tender offer were cancelled. Accrued distributions and premiums paid related to the redemption amounted to US$13.901 million (P1,010) and US$12.059 million (P876), respectively. On August 6, 2018, the Parent Company redeemed the remaining US$348 million (P18,460) of the US$750 million USCS. The difference in the settlement amount and the carrying amount of USCS in 2018 was recognized as part of "Equity reserves" account in the consolidated statements of financial position.

Payments of distributions pertaining to USCS were made on the following dates: US$13.901 million on January 22, 2018 (P1,010); and US$13.052 million each on February 5, 2018 (P963) and August 6, 2018 (P988).

f. SPCS

On January 19, 2018, the Parent Company issued US$500 million SPCS with an issue price of 100% for the partial repurchase and redemption of the Parent Company's existing US$750 million USCS, the repayment of indebtedness and general corporate purposes including capital expenditures. The SPCS were listed with the Singapore Exchange Securities Trading Ltd. on January 22, 2018.

The SPCS were offered for sale and sold to qualified buyers and not more than 19 institutional lenders. Hence, the sale of SPCS was considered an exempt transaction for which no confirmation of exemption from the registration requirements of the SRC was required to be filed with the SEC.

Holders of the SPCS are conferred a right to receive distribution on a semi-annual basis from their issue date at the rate of 4.6% per annum, subject to a step-up rate. The Parent Company has a right to defer the distribution under certain conditions.

The SPCS have no fixed redemption date and are redeemable in whole, but not in part, at their principal amounts together with any accrued, unpaid, or deferred distributions, at the Parent Company's option on or after July 19, 2023 or on any distribution payment date thereafter or upon the occurrence of certain other events.

Payments of distributions pertaining to SPCS were made on the following dates: July 17, 2020 (P814), January 17, 2020 (P834), July 18, 2019 (P838), January 18, 2019 (P859) and July 19, 2018 (P878).

g. RPS

On November 27, 2019, the Parent Company issued US$6 million RPS to be used for capital expenditures requirements.

Holders of the RPS are conferred a right to receive distributions on a quarterly basis, every February 27, May 27, August 27 and November 27, at the rate of 4.0% per annum. The Parent Company has a right to defer the distribution under certain conditions.

Distributions to holders of the RPS were made on November 27, 2020 (P3), August 27, 2020 (P3), May 27, 2020 (P3) and February 27, 2020 (P3).

On June 22, 2020, the Parent Company issued US$130 million RPS used for general corporate purposes. Holders of the RPS are conferred a right to receive distributions on a quarterly basis every March 22, June 22, September 22 and December 22.

Payment of distributions pertaining to RPS were made on December 22, 2020 (P56) and September 22, 2020 (P57).

On August 10, 2020, the Parent Company issued additional US$100 million RPS used for general corporate purposes. Holders of the RPS are conferred a right to receive distributions on a quarterly basis every February 10, May 10, August 10 and November 10.

Holders of the RPS were paid on November 10, 2020 (P43).

The RPS have no fixed redemption date and are redeemable in whole, or in part, at their principal amounts together with any accrued, unpaid, or deferred distributions, at the Parent Company's option on any distribution payment date after 90 days from Issuance Date.

22. Cost of Goods Sold

This account consists of:

	Note	**2020**	2019	2018
Inventories	*9*	**P263,078**	P463,028	P498,117
Depreciation and amortization	*25*	**4,802**	8,430	8,277
Materials and supplies		**2,969**	4,099	5,498
Purchased services and utilities		**1,567**	2,101	2,211
Personnel expenses	*24*	**1,463**	1,771	1,979
Others	*29, 31*	**3,441**	4,426	6,742
		P277,320	P483,855	P522,824

Distribution or transshipment costs included as part of inventories amounted to P8,290, P11,380 and P10,076 in 2020, 2019 and 2018, respectively.

Others include manufacturing and overhead costs such as maintenance and repairs, taxes and licenses, insurance and rent.

23. Selling and Administrative Expenses

This account consists of:

	Note	**2020**	2019	2018
Depreciation and amortization	*25*	**P4,688**	P4,815	P3,266
Purchased services and utilities		**3,988**	4,597	4,457
Personnel expenses	*24*	**3,103**	3,318	4,092
Maintenance and repairs		**1,177**	1,342	1,285
Taxes and licenses		**340**	360	368
Materials and office supplies		**422**	528	605
Advertising		**421**	696	746
Rent	*2, 29*	**130**	38	1,753
Impairment losses on trade and other receivables	*4, 8*	**67**	35	261
Others	*9*	**53**	86	148
		P14,389	P15,815	P16,981

Selling and administrative expenses include research and development costs amounting to P66, P76 and P86 in 2020, 2019 and 2018, respectively (Note 9).

24. Personnel Expenses

This account consists of:

	Note	**2020**	2019	2018
Salaries, wages and other employee costs	*28*	**P4,194**	P4,919	P5,446
Retirement benefits costs - defined benefit plan	*28, 30*	**289**	70	523
Retirement benefits costs - defined contribution plan	*28*	**83**	100	102
		P4,566	P5,089	P6,071

The above amounts are distributed as follows:

	Note	**2020**	2019	2018
Costs of goods sold	*22*	**P1,463**	P1,771	P1,979
Selling and administrative expenses	*23*	**3,103**	3,318	4,092
		P4,566	P5,089	P6,071

25. Depreciation and Amortization

This account consists of:

	Note	**2020**	2019	2018
Cost of goods sold:				
Property, plant and equipment	*10*	**P4,363**	P8,081	P7,693
Right-of-use assets	*11*	**178**	107	-
Other assets	*14*	**261**	242	584
	22	**4,802**	8,430	8,277
Selling and administrative expenses:				
Property, plant and equipment	*10*	**P2,168**	2,254	2,225
Right-of-use assets	*11*	**490**	595	-
Investment property	*12*	**1,944**	1,883	699
Intangible assets and others	*14*	**86**	83	342
	23	**4,688**	4,815	3,266
	37	**P9,490**	P13,245	P11,543

26. Interest Expense and Other Financing Charges, Interest Income and Other Income (Expenses)

This account consists of:

	Note	**2020**	2019	2018
Interest expense and other financing charges:				
Long-term debt	*18*	**P5,080**	P6,423	P4,867
Short-term loans	*15*	**3,244**	4,032	3,165
Bank charges		**729**	920	1,133
Amortization of debt issue costs	*18*	**598**	449	331
Accretion on ARO	*19*	**77**	98	189
Accretion on lease liability	*29*	**1,115**	1,165	-
Product borrowings		**218**	65	-
Defined benefit obligation	*30*	**241**	335	-
Others		**11**	3	4
	37	**P11,313**	P13,490	P9,689
Interest income:				
Advances to related parties	*28*	**P94**	P113	P212
Short-term placements	*5*	**507**	953	416
Investments in debt instruments	*7*	**18**	18	24
Trade receivables	*8*	**44**	40	47
Cash in banks	*5*	**17**	7	7
Plan assets	*30*	**100**	209	-
	37	**P780**	P1,340	P706

Forward

	Note	2020	2019	2018
Other income (expenses) - net:				
Foreign currency gains (losses) - net	*34*	**P2,363**	P2,609	(P3,476)
Changes in fair value of financial assets at FVPL	*6*	**(9)**	30	84
Hedging gains (losses) - net		**(1,121)**	(1,783)	218
Marked-to-market gains (losses) - net	*35*	**(2,428)**	(1,926)	4,326
Others - net		**146**	758	(635)
		(P1,049)	(P312)	P517

The Group recognized its share in the net income (loss) of PDSI amounting to nil, P0.12 and (P1) in 2020, 2019 and 2018, respectively, and its share in the net income of TBSB amounting to P4.16 in 2020, P1.69 in 2019, and P4 in 2018. These were recorded as part of "Others - net" under "Other income (expenses) - net" account in the consolidated statements of income. Bank charges amounting to P5 was capitalized as part of property, plant and equipment in 2020 while P2 in 2019 and nil in 2018 (Note 10).

Also included in "Others - net" were the following: (i) rental income amounting to P63 each in 2020, 2019 and 2018 (Note 29); (ii) impairment losses on other receivables of POMSB amounting to P259 (net of P3 currency translation adjustment) in 2019 and interest income of P20 (Notes 8 and 39); (iii) gain on sale of fixed asset amounting to P95 in 2020; (iv) other income due to rent concession amounting to P23 in 2020.

27. Income Taxes

Deferred tax assets and liabilities are from the following:

2020

	January 1	Recognized in Profit or Loss	Recognized in Other Comprehensive Income	Others	December 31
Net retirement benefits liability	**P2,157**	**(P153)**	**P191**	**P -**	**P2,195**
Rental	**1,364**	**225**	**-**	**-**	**1,589**
NOLCO	**1,286**	**7,561**	**-**	**-**	**8,847**
Various allowances, accruals and others	**789**	**66**	**-**	**13**	**868**
Inventory differential	**649**	**(576)**	**-**	**-**	**73**
MCIT	**491**	**-**	**-**	**-**	**491**
ARO	**278**	**20**	**-**	**-**	**298**
Unutilized tax losses	**237**	**121**	**-**	**-**	**358**
Fair market value adjustments on business combination	**(30)**	**2**	**-**	**-**	**(28)**
Unrealized foreign exchange gains - net	**(158)**	**(826)**	**-**	**-**	**(984)**
Unrealized fair value losses (gains) on financial assets at FVOCI	**-**	**30**	**(30)**	**-**	**-**
Capitalized taxes and duties on inventories deducted in advance	**(1,402)**	**168**	**-**	**-**	**(1,234)**
Capitalized interest, losses, duties and taxes on property, plant and equipment deducted in advance and others	**(4,609)**	**302**	**-**	**-**	**(4,307)**
Excess of double-declining over straight-line method of depreciation and amortization	**(7,138)**	**(1,922)**	**-**	**-**	**(9,060)**
	(P6,086)	**P5,018**	**P161**	**P13**	**(P894)**

2019

	January 1	Adjustment Due to Adoption of PFRS 16	Recognized in Profit or Loss	Recognized in Other Comprehensive Income	Others	December 31
Net retirement benefits liability	P1,617	P -	(P243)	P751	P -	P2,125
Rental	192	771	401	-	-	1,364
NOLCO	-	-	1,286	-	-	1,286
Various allowances, accruals and others	1,085	-	(332)	-	9	762
Inventory differential	(150)	-	799	-	-	649
MCIT	-	-	491	-	-	491
ARO	415	-	(137)	-	-	278
Unutilized tax losses	-	-	237	-	-	237
Fair market value adjustments on business combination	(32)	-	2	59	-	29
Unrealized foreign exchange gains - net	523	-	(681)	-	-	(158)
Unrealized fair value losses (gains) on financial assets at FVOCI	-	-	1	(1)	-	-
Capitalized taxes and duties on inventories deducted in advance	(863)	-	(539)	-	-	(1,402)
Capitalized interest, losses, duties and taxes on property, plant and equipment deducted in advance and others	(4,818)	-	209	-	-	(P4,609)
Excess of double-declining over straight-line method of depreciation and amortization	(6,162)	-	(976)	-	-	(7,138)
	(P8,193)	P771	P518	P809	P9	(P6,086)

2018

	January 1	Recognized in Profit or Loss	Recognized in Other Comprehensive Income	Others	December 31
Net retirement benefits liability	P1,337	P -	P339	P -	P1,676
Rental	188	4	-	-	192
NOLCO	-	-	-	-	-
Various allowances, accruals and others	1,116	(65)	3	(61)	993
Inventory differential	199	(349)	-	-	(150)
MCIT	-	-	-	-	-
ARO	487	(72)	-	-	415
Unutilized tax losses	220	(220)	-	-	-
Fair market value adjustments on business combination	(33)	1	-	-	(32)
Unrealized foreign exchange gains - net	(264)	787	33	-	556
Unrealized fair value losses (gains) on financial assets at FVOCI	-	-	-	-	-
Capitalized taxes and duties on inventories deducted in advance	(288)	(575)	-	-	(863)
Capitalized interest, losses, duties and taxes on property, plant and equipment deducted in advance and others	(5,140)	322	-	-	(4,818)
Excess of double-declining over straight-line method of depreciation and amortization	(5,012)	(1,150)	-	-	(6,162)
	(P7,190)	(P1,317)	P375	(P61)	(P8,193)

The above amounts are reported in the consolidated statements of financial position as follows:

	2020	2019
Deferred tax assets - net	**P2,190**	P262
Deferred tax liabilities - net	**(3,084)**	(6,348)
	(P894)	(P6,086)

Net deferred taxes of individual companies are not allowed to be offset against net deferred tax liabilities of other companies, or vice versa, for purposes of consolidation.

The components of income tax expense are shown below:

	2020	2019	2018
Current	**P220**	P1,952	P2,069
Deferred	**(5,018)**	(518)	1,317
	(P4,798)	P1,434	P3,386

As of December 31, 2020, the NOLCO and MCIT of the Parent Company that can be claimed as deduction from future taxable income and deduction from corporate income tax due, respectively, are as follows:

Year Incurred/Paid	**Carryforward Benefits Up To**	**NOLCO**	**MCIT**
2019	December 31, 2022	P4,286	P491
2020	December 31, 2025	25,205	-
		P29,491	**P491**

A reconciliation of tax on the pretax income computed at the applicable statutory rates to tax expense reported in the consolidated statements of income is as follows:

	Note	**2020**	2019	2018
Statutory income tax rate		**30.00%**	30.00%	30.00%
Increase (decrease) in income tax rate resulting from:				
Income subject to Income Tax Holiday (ITH)	*36*	**-**	-	(5.14%)
Interest income subjected to lower final tax		**0.14%**	(1.84%)	(0.57%)
Nontaxable income		**0.33%**	(17.27%)	(11.13%)
Nondeductible expense		**1.49%**	4.27%	1.32%
Nondeductible interest expense		**(0.05%)**	0.61%	0.20%
Changes in fair value of financial assets at FVPL	*26*	**-**	(0.24%)	(0.24%)
Excess of optional standard deduction over deductible expenses		**0.07%**	(0.32%)	(0.10%)
Others, mainly income subject to different tax rates		**(2.38%)**	23.14%	18.04%
Effective income tax rate		**29.60%**	38.35%	32.38%

OSD

Effective July 2008, Republic Act (RA) No. 9504 was approved giving corporate taxpayers an option to claim itemized deduction or OSD equivalent to 40% of gross sales. Once the option to use OSD is made, it shall be irrevocable for the taxable year for which the option was made (Note 4).

28. Related Party Disclosures

The Parent Company, certain subsidiaries, associate, joint ventures and SMC and its subsidiaries in the normal course of business, purchase products and services from one another. Transactions with related parties are made at normal market prices and terms. The Group requires approval of the BOD for certain limits on the amount and extent of transactions with related parties.

Amounts owed by/owed to related parties are collectible/to be settled in cash. An assessment is undertaken at each financial year by examining the financial position of the related party and the market in which the related party operates.

The balances and transactions with related parties as of and for the years ended December 31 follow:

	Note	Year	Revenues from Related Parties	Purchases from Related Parties	Amounts Owed by Related Parties	Amounts Owed to Related Parties	Terms	Conditions
Retirement Plan	*8, 30, a*	**2020**	**P93**	**P -**	**P1,562**	**P -**	On demand;	Unsecured;
		2019	113	-	1,971	-	long-term;	no impairment
		2018	211	-	2,399	-	interest bearing	
Intermediate Parent	*b, e, g, h*	**2020**	**7**	**174**	**11**	**251**	On demand;	Unsecured;
		2019	13	228	8	95	non-interest	no impairment
		2018	12	1,026	7	25	bearing	
Under Common Control	*14, b, c, d, g, h, i, j*	**2020**	**4,764**	**4,445**	**1,157**	**1,918**	On demand;	Unsecured;
		2019	6,246	4,904	1,296	2,015	non-interest	no impairment
		2018	6,523	4,904	2,097	889	bearing	
Joint Ventures	*c, f, g, h*	**2020**	**-**	**-**	**4**	**-**	On demand;	Unsecured;
		2019	-	52	1	-	non-interest	no impairment
		2018	7	59	1	-	bearing	
		2020	**P4,864**	**P4,619**	**P2,734**	**P2,169**		
		2019	P6,372	P5,184	P3,276	P2,110		
		2018	P6,753	P5,989	P4,504	P914		

a. As of December 31, 2020 and 2019, the Parent Company has interest bearing advances to PCERP, included as part of "Trade and other receivables - net" in the consolidated statements of financial position, for some investment opportunities (Notes 8 and 30).

b. Sales relate to the Parent Company's supply agreements with the Intermediate Parent, various SMC subsidiaries, and an associate. Under these agreements, the Parent Company supplies diesel fuel, gasoline and lube requirements of selected SMC plants and subsidiaries.

c. Purchases relate to purchase of goods and services such as power, construction, information technology, shipping and terminalling from a joint venture and various SMC subsidiaries.

d. The Parent Company entered into a lease agreement with San Miguel Properties, Inc. for its office space covering 6,852 square meters with a monthly rate of P6. The lease, which commenced on June 1, 2018, is for a period of one year and was subsequently renewed on a yearly basis in accordance with the written agreement of the parties.

e. The Parent Company also pays SMC for its share in common expenses such as utilities and management fees.

f. TBSB, an operator of LPG bottling plant, provides bottling services to PFISB and another venturer.

g. Amounts owed by related parties consist of trade, non-trade receivables, advances and prepaid expenses.

h. Amounts owed to related parties consist of trade and non-trade payables.

i. In 2015, NVRC leased out certain parcels of its land to SMC Consolidated Power Corporation for a period of 25 years.

j. All of the 51,000 shares of MNHPI representing 0.17% interest was sold to a related party at a gain recognized as part of “Others - net” (Note 26).

k. The compensation and benefits of key management personnel of the Group, by benefit type, included in the “Personnel expenses” account as follows (Note 24):

	2020	2019	2018
Salaries and other short-term employee benefits	**P752**	P756	P998
Retirement benefits costs - defined benefit plan	**26**	29	135
Retirement benefits costs - defined contribution plan	**29**	27	35
	P807	P812	P1,168

29. Lease Commitments

Group as Lessee

The Group entered into commercial leases on office space, buildings, machinery and equipment, service stations and certain parcels of land for its refinery and service stations (Note 11, 12 and 31). These leases’ life ranges from one to 999 years with renewal options included in the contracts. There are no restrictions placed upon the Group by entering into these leases. The lease agreements include upward escalation adjustments of the annual rental rates.

Amounts recognized in profit or loss:

	Note	**2020**	2019
Interest on lease liabilities	*11*	**P1,115**	P1,165
Income from sub-leasing		**(1,054)**	(1,395)
Income from rent concession	*23*	**(23)**	-
Expenses relating to the variable portion of lease payments		**3**	7
Expenses relating to short-term leases		**251**	62
Expenses relating to leases of low-value assets, excluding short-term leases of low-value assets		**13**	32
		P305	(P129)

Rent expense amounting to P13 is included in cost of goods sold - others (Note 22). Interest expense amounting to P85 was capitalized as part of property, plant and equipment in 2020, P58 in 2019 while nil in 2018 (Note 10).

Amounts recognized in consolidated statements of cashflows:

	Note	**2020**	2019
Interest paid under operating activities	*26*	**P344**	P1,165
Principal lease payments under financing activities	*33*	**2,361**	1,128

Group as Lessor - Operating Lease

The Group has entered into lease agreements on its service stations and other related structures. The non-cancellable leases have remaining terms of between three to ten years. All leases include a clause to enable upward escalation adjustment of the annual rental rates.

The following table sets out a maturity analysis of lease payments, showing undiscounted lease payments to be received after the reporting period.

	2020	2019
Less than one year	**P794**	P1,304
One to two years	**614**	908
Two to three years	**610**	641
Three to four years	**577**	485
Four to five years	**532**	499
More than five years	**9,286**	7,562
	P12,413	P11,399

Rent income recognized in profit or loss amounted to:

	Note	**2020**	2019	2018
Other operating income		**P1,047**	P1,507	P1,340
Others - net	*26*	**63**	63	63
		P1,110	P1,570	P1,403

30. Retirement Plan

The succeeding tables summarize the components of net retirement benefits costs (income) under defined benefit retirement plans recognized in consolidated statements of income and the funding status and amounts of retirement plans recognized in the consolidated statements of financial position. The Parent Company has a funded, noncontributory, defined benefit retirement plan while several subsidiaries have unfunded, noncontributory, defined benefit retirement plans. Contributions and costs are determined in accordance with the actuarial studies made for the plans. Annual cost is determined using the projected unit credit method. The Group's latest actuarial valuation date is as of December 31, 2020. Valuations are obtained on a periodic basis.

The Parent Company's Retirement Plan is registered with the Bureau of Internal Revenue (BIR) as a tax-qualified plan under Republic Act (RA) No. 4917, as amended. The control and administration of the retirement plan is vested in the Board of Trustees (BOT), as appointed by the BOD of the Parent Company. The BOT of the retirement plan, who exercise voting rights over the shares and approve material transactions, are also officers of the Parent Company, while one of the BOT is also a BOD. The retirement plan's accounting and administrative functions are undertaken by SMC's Retirement Funds Office.

The following table shows a reconciliation of the net defined benefit retirement asset (liability) and its components:

	Present Value of Defined Benefit Obligation			Fair Value of Plan Assets			Net Defined Benefit Retirement Asset (Liability)		
	2020	2019	2018	**2020**	2019	2018	**2020**	2019	2018
Balance at beginning of year	**(P4,738)**	(P5,779)	(P5,872)	**P1,083**	P3,279	P883	**(P3,655)**	(P2,500)	(P4,989)
Recognized in Profit or Loss									
Current service cost	**(289)**	(370)	(337)	**-**	-	-	**(289)**	(370)	(337)
Past service cost - curtailment**	**-**	435	-	**-**	-	-	**-**	435	-
Interest expense*	**(241)**	(335)	(333)	**-**	-	-	**(241)**	(335)	(333)
Interest income*	**-**	-	-	**100**	209	147	**100**	209	147
Settlement loss**	**-**	(135)	-	**-**	-	-	**-**	(135)	-
	(530)	(405)	(670)	**100**	209	147	**(430)**	(196)	(523)
Recognized in Other Comprehensive Income									
Remeasurements:									
Actuarial gains (losses) arising from:									
Experience adjustments	**(64)**	(592)	(592)	**-**	-	-	**(64)**	(592)	(592)
Changes in financial assumptions	**(64)**	(54)	584	**-**	-	-	**(64)**	(54)	584
Changes in demographic assumptions	**138**	137	17	**-**	-	-	**138**	137	17
Return on plan asset excluding interest	**-**	-	-	**(641)**	(2,022)	(1,142)	**(641)**	(2,022)	(1,142)
	10	(509)	9	**(641)**	(2,022)	(1,142)	**(631)**	(2,531)	(1,133)
Others									
Benefits paid	**357**	1,934	777	**(301)**	(1,861)	(677)	**56**	73	100
Contributions	**-**	-	-	**815**	1,478	4,068	**815**	1,478	4,068
Translation adjustment	**37**	21	(23)	**-**	-	-	**37**	21	(23)
	394	1,955	754	**514**	(383)	3,391	**908**	1,572	4,145
Balance at end of year	**(P4,864)**	(P4,738)	(P5,779)	**P1,056**	P1,083	P3,279	**(P3,808)**	(P3,655)	(P2,500)

**Starting 2019, interest expense on defined benefit obligation and interest income on plan assets are presented as part of Interest Expense and Other Financing Charges, and Interest Income, respectively (Note 26).*

***The significant reduction in the Parent Company's headcount resulted in non-routine benefit payments during the year. This led to the recognition of settlement loss and curtailment of past service cost in 2019.*

The above net defined benefit retirement liability was recognized in the consolidated statements of financial position as follows:

	Note	**2020**	2019
Trade and other payables	*17*	**P103**	P90
Retirement benefits liability (noncurrent portion)		**3,705**	3,565
		P3,808	P3,655

Retirement benefits costs recognized in the consolidated statements of income by the Parent Company amounted to P214, (P40) and P410 in 2020, 2019 and 2018, respectively.

Retirement benefits costs recognized in the consolidated statements of income by the subsidiaries amounted to P75, P110 and P113 in 2020, 2019 and 2018, respectively.

The carrying amounts of the Parent Company's retirement fund approximate fair values as of December 31, 2020 and 2019.

Plan assets consist of the following:

	2020	2019
Shares of stock:		
Quoted	**76%**	76%
Unquoted	**11%**	9%
Government securities	**8%**	9%
Cash and cash equivalents	**2%**	5%
Others	**3%**	1%
	100%	100%

Investment in Shares of Stock. As of December 31, 2020 and 2019, the Group's plan assets include 459,156,097 common shares of Petron with fair market value per share of P3.99 in 2020 and P3.86 in 2019, and 14,250,900 common shares of SMC with fair market value per share of P128.10 in 2020 and P164.00 in 2019.

The Parent Company's plan recognized a loss on the investment in marketable securities of Petron and SMC amounting to P451, P1,780 and P675 in 2020, 2019 and 2018, respectively, mainly as a result of marked-to-market remeasurements.

Dividend income from the investment in shares of stock of Petron and SMC amounted to P66 in 2020 P73 in 2019 and P122 in 2018.

On December 18, 2018, out of the plan's 731,156,097 investment in common shares of Petron, 272,000,000 shares were sold to SMC Retirement Plan (SMCRP) for a total consideration of P2,350. Accordingly, the plan recognized loss on sale of investment amounting to P147.

Investment in trust account represents funds entrusted to financial institutions for the purpose of maximizing the yield on investible funds.

Others include receivables which earn interest. These include the uncollected balance as of December 31, 2020 of the plan's sale of investment in common shares of Petron to SMC Retirement Plan in 2018.

In 2019, the Parent Company's plan has fully withdrawn its investments in pooled funds and Petron bonds.

The BOT reviews the level of funding required for the retirement fund. Such a review includes the asset-liability matching (ALM) strategy and investment risk management policy. The Parent Company's ALM objective is to match maturities of the plan assets to the retirement benefit obligation as they fall due. The Parent Company monitors how the duration and expected yield of the investments are matching the expected cash outflows arising from the retirement benefit obligation. The Parent Company expects to contribute P553 to its defined benefit retirement plan in 2021.

The BOT approves the percentage of asset to be allocated for fixed income instruments and equities. The retirement plan has set maximum exposure limits for each type of permissible investments in marketable securities and deposit instruments. The BOT may, from time to time, in the exercise of its reasonable discretion and taking into account existing investment opportunities, review and revise such allocation and limits.

The retirement plan exposes the Group to actuarial risks such as investment risk, interest rate risk, longevity risk and salary risk as follows:

Investment and Interest Risk. The present value of the defined benefit obligation is calculated using a discount rate determined by reference to market yields to government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation. However, this will be partially offset by an increase in the return on the plan's investments and if the return on plan asset falls below this rate, it will create a deficit in the plan. Due to the long-term nature of plan obligation, a level of continuing equity investments is an appropriate element of the Group's long-term strategy to manage the plans efficiently.

Longevity and Salary Risks. The present value of the defined obligation is calculated by reference to the best estimate of the mortality of the plan participants both during and after their employment and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

The overall expected rate of return is determined based on historical performance of the investments.

The principal actuarial assumptions used to determine retirement benefits are as follows:

	2020	2019	2018
Discount rate	**3.95% to 5.00%**	5.22% to 5.73%	5.50% to 7.48%
Future salary increases	**4.00% to 5.75%**	5.00% to 6.50%	5.00% to 7.00%

Assumptions for mortality and disability rates are based on published statistics and mortality and disability tables.

The weighted average duration of defined benefit obligation is from 6 to 18 years as of December 31, 2020 and 2019.

The reasonably possible changes to one of the relevant actuarial assumptions, while holding all other assumptions constant, would have affected the defined benefit assets/liabilities by the amounts below:

	Defined Benefit Liabilities	
2020	**1 Percent Increase**	**1 Percent Decrease**
Discount rate	**(P319)**	**P339**
Salary increase rate	**138**	**(124)**

	Defined Benefit Liabilities	
2019	1 Percent Increase	1 Percent Decrease
Discount rate	(P209)	P239
Salary increase rate	237	(211)

The Parent Company has advances to PCERP amounting to P1,562 and P1,971 as of December 31, 2020 and 2019, respectively, included as part of "Trade and other receivables - net" account in the consolidated statements of financial position (Notes 8 and 28). The advances are subject to interest of 5% in 2020 and 2019 (Note 28).

In 2020 and in 2019, portion of the Parent Company's interest bearing advances to PCERP were converted into contribution to the retirement plan (Note 28).

Transactions with the retirement plan are made at normal market prices and terms. Outstanding balances as of December 31, 2020 and 2019 are unsecured and settlements are made in cash. There have been no guarantees provided for any retirement plan receivables. The Parent Company has not recognized any impairment losses relating to the receivables from retirement plan for the years ended December 31, 2020 and 2019.

31. Significant Agreements

Supply Agreements. The Parent Company has assigned all its rights and obligations to PSTPL (as Assignee) to have a term contract to purchase Petron's crude oil requirements from Saudi Arabian Oil Company (Saudi Aramco), based on the latter's standard Far East selling prices and Kuwait Petroleum Corporation (KPC) to purchase Kuwait Export Crude Oil (KEC) at pricing based on latter's standard KEC prices. The contract with Saudi Aramco is from November 1, 2013 to December 31, 2014 while the contract with KPC is from January 1, 2015 to December 31, 2015, both with automatic annual extension thereafter unless terminated at the option of either party, upon at least 60 days written notice.

PMRMB currently has a long-term supply contract of Tapis crude oil and Terengganu condensate for its Port Dickson Refinery from ExxonMobil Exploration and Production Malaysia Inc. (EMEPMI) and Low Sulphur Waxy Residue Sale/Purchase Agreement with ARC Energy. On the average, around 73% of crude and condensate volume processed are from EMEPMI with balance of around 27% from spot purchases.

Outstanding liabilities of the Group for such purchases are shown as part of "Liabilities for crude oil and petroleum products" account in the consolidated statements of financial position as of December 31, 2020 and 2019 (Note 16).

Toll Service Agreement with Innospec Limited (Innospec). PFC entered into an agreement with Innospec, a leading global fuel additives supplier, in December 2006. Under the agreement, PFC shall be the exclusive toll blender of Innospec's fuel additives sold in the Asia-Pacific region consisting of the following territories: South Korea, China, Taiwan, Singapore, Cambodia, Japan and Malaysia.

PFC will provide the tolling services which include storage, blending, filing and logistics management. In consideration of these services, Innospec will pay PFC a service fee based on the total volume of products blended at PFC Fuel Additives Blending facility.

Tolling services started in 2008 on which PFC recognized revenue amounting to P97, P113 and P109 in 2020, 2019 and 2018, respectively.

Lease Agreements with Philippine National Oil Company (PNOC). On September 30, 2009, Petron through NVRC entered into a 30-year lease with PNOC without rent-free period, covering a property which it shall use as site for its refinery, commencing on January 1, 2010 and ending on December 31, 2039. Based on the latest re-appraisal made, the annual rental shall be P138, starting 2012, payable on the 15th day of January each year without the necessity of demand. This non-cancellable lease is subject to renewal options and annual escalation clauses of 3% per annum to be applied starting 2013 until the next re-appraisal is conducted. The leased premises shall be reappraised in 2017 and every fifth year thereafter in which the new rental rate shall be determined equivalent to 5% of the reappraised value, and still subject to annual escalation clause of 3% for the four years following the re-appraisal. Prior to this agreement, Petron had an outstanding lease agreement on the same property from PNOC. Also, as at December 31, 2020 and 2019, Petron leases other parcels of land from PNOC for its bulk plants and service stations (Note 39).

32. Basic and Diluted Earnings (Loss) Per Share

Basic and diluted earnings (loss) per share amounts are computed as follows:

	2020	2019	2018
Net income (loss) attributable to equity holders of the Parent Company	**(P11,380)**	P1,701	P6,218
Dividends on preferred shares for the year	**(1,578)**	(1,578)	(646)
Distributions to the holders of capital securities	**(1,816)**	(1,697)	(2,971)
Net income (loss) attributable to common shareholders of the Parent Company (a)	**(P14,774)**	(P1,574)	P2,601
Weighted average number of common shares outstanding (in millions) (b)	**9,375**	9,375	9,375
Basic/diluted earnings (loss) per common share attributable to equity holders of the Parent Company (a/b)	**(P1.58)**	(P0.17)	P0.28

As of December 31, 2020, 2019 and 2018, the Parent Company has no potential dilutive debt or equity instruments.

33. Supplemental Cash Flow Information

Supplemental information with respect to the consolidated statements of cash flows is presented below:

a. Changes in noncash current assets, certain current liabilities and others are as follows (amounts reflect actual cash flows rather than increases or decreases of the accounts in the consolidated statements of financial position):

	2020	2019	2018
Decrease (increase) in assets:			
Trade and other receivables	**P16,401**	(P2,977)	(P6,523)
Inventories	**27,456**	(8,569)	(7,161)
Other assets	**(2,260)**	7,940	(5,049)
Increase (decrease) in liabilities:			
Liabilities for crude oil and petroleum products	**(16,216)**	14,859	(14,071)
Trade and other payables and others	**(12,943)**	1,059	16,597
	12,438	12,312	(16,207)
Additional allowance for (net reversal of) impairment of receivables, inventory decline and/or obsolescence, and others	**(407)**	(465)	591
	P12,031	P11,847	(P15,616)

b. Changes in liabilities arising from financing activities:

	Dividends Payable	Lease Liabilities	Short-term Loans	Long-term Debt	Total
Balance as of January 1, 2020	**P496**	**P15,749**	**P71,090**	**P133,077**	**P220,412**
Changes from financing cash flows:					
Payment of principal	**-**	**(2,361)**	**-**	**-**	**(2,361)**
Proceeds from availment of loans	**-**	**-**	**132,782**	**18,626**	**151,408**
Payments of loans	**-**	**-**	**(126,034)**	**(29,570)**	**(155,604)**
Dividends and distributions declared	**4,432**	**-**	**-**	**-**	**4,432**
Dividends and distributions paid	**(4,423)**	**-**	**-**	**-**	**(4,423)**
Total changes from financing cash flows	**9**	**(2,361)**	**6,748**	**(10,944)**	**(6,548)**
New leases	**-**	**1,689**	**-**	**-**	**1,689**
Interest expense	**-**	**1,115**	**-**	**-**	**1,115**
Interest paid	**-**	**(344)**	**-**	**-**	**(344)**
Effects of changes in foreign exchange rates	**-**	**(44)**	**5**	**(3,282)**	**(3,321)**
Other charges	**-**	**-**	**(139)**	**603**	**464**
Balance as of December 31, 2020	**P505**	**P15,804**	**P77,704**	**P119,454**	**P213,467**

	Dividends Payable	Lease Liabilities	Short-term Loans	Long-term Debt	Total
Balance as of January 1, 2019	P206	P -	P82,997	P118,000	P201,203
Adjustment due to adoption of PFRS 16	-	15,399	-	-	15,399
Balance as of January 1, 2019, as adjusted	206	15,399	82,997	118,000	216,602
Changes from financing cash flows:					
Payment of principal	-	(1,128)	-	-	(1,128)
Proceeds from availment of loans	-	-	345,984	40,891	386,875
Payments of loans	-	-	(357,851)	(23,707)	(381,558)
Dividends and distributions declared	4,390	-	-	-	4,390
Dividends and distributions paid	(4,100)	-	-	-	(4,100)
Total changes from financing cash flows	290	(1,128)	(11,867)	17,184	4,479
New leases	-	1,517	-	-	1,517
Interest expense	-	1,165	-	-	1,165
Interest paid	-	(1,165)	-	-	(1,165)
Effects of changes in foreign exchange rates	-	(39)	86	(2,558)	(2,511)
Other charges	-	-	(126)	451	325
Balance as of December 31, 2019	P496	P15,749	P71,090	P133,077	P220,412

34. Financial Risk Management Objectives and Policies

The Group's principal financial instruments include cash and cash equivalents, debt and equity securities, bank loans and derivative instruments. The main purpose of bank loans is to finance working capital relating to importation of crude and petroleum products, as well as to partly fund capital expenditures. The Group has other financial assets and liabilities such as trade and other receivables and trade and other payables, which are generated directly from its operations.

It is the Group's policy not to enter into derivative transactions for speculative purposes. The Group uses hedging instruments to protect its margin on its products from potential price volatility of crude oil and products. It also enters into forward currency and option contracts to hedge its currency exposure on crude oil importations and long-term dollar loan, respectively.

The main risks arising from the Group's financial instruments are foreign currency risk, interest rate risk, credit risk, liquidity risk and commodity price risk. The BOD regularly reviews and approves the policies for managing these financial risks. Details of each of these risks are discussed below, together with the related risk management structure.

Risk Management Structure

The Group follows an enterprise-wide risk management framework for identifying, assessing and addressing the risk factors that affect or may affect its businesses.

The Group's risk management process is a bottom-up approach, with each risk owner mandated to conduct regular assessment of its risk profile and formulate action plans for managing identified risks. As the Group's operation is an integrated value chain, risks emanate from every process, while some could cut across groups. The results of these activities flow up to the Management Committee and, eventually, the BOD through the Group's annual business planning process.

Oversight and technical assistance is likewise provided by corporate units and committees with special duties. These groups and their functions are:

a. The Risk and Insurance Management Group, which is mandated with the overall coordination and development of the enterprise-wide risk management process.

b. The Treasurers Department, which is in charge of foreign currency hedging transactions.

c. The Transaction Management Unit of Controllers Department, which provides backroom support for all hedging transactions.

d. The Corporate Technical and Engineering Services Group, which oversees strict adherence to safety and environmental mandates across all facilities.

e. The Internal Audit Department, which has been tasked with the implementation of a risk-based auditing.

f. The Commodity Risk Management Department (CRMD), which sets new and updates existing hedging policies by the BOD, provides the strategic targets and recommends corporate hedging strategy to the Commodity Risk Management Committee and Steering Committee.

g. PSTPL executes the hedging transactions involving crude and product imports on behalf of the Group.

The BOD also created separate positions and board-level entities with explicit authority and responsibility in managing and monitoring risks, as follows:

a. The Audit Committee is responsible for overseeing the Senior Management in establishing and maintaining an adequate, effective and efficient internal control framework. It ensures that systems and processes are designed to provide assurance in areas including reporting, monitoring compliance with laws, regulations and internal policies, efficiency and effectiveness of operations, and safeguarding of assets.

   The Internal Audit Department and the External Auditor directly report to the Audit Committee regarding the direction, scope and coordination of audit and any related activities.

b. The Risk Oversight Committee is responsible for the oversight of the enterprise risk management system of the Group to ensure its functionality and effectiveness.

c. The Compliance Officer, who is a senior officer of the Parent Company reports to the BOD chairperson. Among other functions, he monitors compliance with the provisions and requirements of the Corporate Governance Manual and relevant laws and regulations and determines any possible violations and recommends corresponding penalties, subject to review and approval of the BOD. The Compliance Officer identifies and monitors compliance risk. Lastly, the Compliance Officer represents the Group before the SEC regarding matters involving compliance with the Corporate Governance Manual and other relevant rules and regulations of the SEC.

Foreign Currency Risk
The Parent Company's functional currency is the Philippine peso, which is the denomination of the bulk of the Group's revenues. The Group's exposures to foreign currency risk arise mainly from US dollar-denominated sales as well as purchases principally of crude oil and petroleum products. As a result of this, the Group maintains a level of US dollar-denominated assets and liabilities during the year. Foreign currency risk occurs due to differences in the levels of US dollar-denominated assets and liabilities.

In addition, starting March 31, 2012, the Group's exposure to foreign currency risks also arise from US dollar-denominated sales and purchases, principally of crude oil and petroleum products, of Petron Malaysia whose transactions are in Malaysian ringgit, which are subsequently converted into US dollar before ultimately translated to equivalent Philippine peso amount using applicable rates for the purpose of consolidation.

The Group pursues a policy of mitigating foreign currency risk by entering into hedging transactions or by substituting US dollar-denominated liabilities with peso-based debt. The natural hedge provided by US dollar-denominated assets is also factored in hedging decisions. As a matter of policy, currency hedging is limited to the extent of 100% of the underlying exposure.

The Group is allowed to engage in active risk management strategies for a portion of its foreign currency risk exposure. Loss limits are in place, monitored daily and regularly reviewed by management.

The Group assesses the existence of an economic relationship between the hedged item and the hedging instrument based on the currency, amount, and timing of their respective cash flows. For derivatives designated in a hedging relationship, the Group determines whether the derivatives are expected to be highly effective in offsetting the changes in the cash flows of the hedged item using the cumulative dollar-offset method. The dollar-offset method approximates the changes in the fair value of the hedged item using a hypothetical derivative which mirrors the terms of the derivative used as hedging instrument.

For currency hedges, the Group maintains a 1:1 hedge ratio since a similar amount of hedging instrument is expected to offset the changes in the cash flows of the hedged item. The main sources of ineffectiveness are:

a. the effect of the counterparty and the Group's own credit risk on the fair value of the swaps, which is not reflected in the change in the fair value of the hedged cash flows attributable to the change in the exchange rates; and

b. changes in the timing of the hedged transactions.

The Group is exposed to foreign currency risk of its short-term loans and US dollar-denominated sales and purchases. On the other hand, both foreign currency and interest rate risks arise in the Group's long-term debts. The Group determined that foreign currency risk is a separately identifiable and measurable risk component eligible for designation since it is caused by fluctuations in US dollar to Philippine peso exchange rates and benchmark closing prices used to measure the fluctuations are available in the market.

Information on the Group's US dollar-denominated financial assets and liabilities and their Philippine peso equivalents are as follows:

	2020		2019	
	US Dollar (in millions)	**Phil. Peso Equivalent**	US Dollar (in millions)	Phil. Peso Equivalent
Assets				
Cash and cash equivalents	**455**	**21,827**	491	24,841
Trade and other receivables	**137**	**6,589**	264	13,364
Other assets	**18**	**869**	13	649
	610	**29,285**	768	38,854
Liabilities				
Short-term loans	**124**	**5,971**	32	1,605
Liabilities for crude oil and petroleum products	**434**	**20,853**	743	37,645
Long-term debts (including current maturities)	**1,266**	**60,786**	1,454	73,638
Other liabilities	**134**	**6,430**	469	23,754
	1,958	**94,040**	2,698	136,642
Net foreign currency-denominated monetary liabilities	**(1,348)**	**(64,755)**	(1,930)	(97,788)

The Group incurred net foreign currency gains (losses) amounting to P2,363, P2,609 and (P3,476) in 2020, 2019 and 2018, respectively (Note 26), which were mainly countered by marked-to-market and realized hedging gains (losses) (Note 26). The foreign currency rates from Philippine peso (PhP) to US dollar (US$) as of December 31 are shown in the following table:

	Php to US$
December 31, 2020	**48.023**
December 31, 2019	50.635
December 31, 2018	52.580

Managing of foreign currency risk is also supplemented by monitoring the sensitivity of financial instruments to various foreign currency exchange rate scenarios. Foreign currency movements affect reported equity through the retained earnings and equity reserves arising from increases or decreases in unrealized and realized foreign currency gains or losses.

The following table demonstrates the sensitivity to a reasonably possible change in the US dollar exchange rate, with all other variables held constant, to profit before tax and equity as of December 31, 2020 and 2019:

	P1 Decrease in the US dollar Exchange Rate		**P1 Increase in the US dollar Exchange Rate**	
2020	**Effect on Income before Income Tax**	**Effect on Equity**	**Effect on Income before Income Tax**	**Effect on Equity**
Cash and cash equivalents	**(P351)**	**(P349)**	**P351**	**P349**
Trade and other receivables	**(14)**	**(148)**	**14**	**148**
Other assets	**(5)**	**(17)**	**5**	**17**
	(370)	**(514)**	**370**	**514**
Short-term loans	**20**	**118**	**(20)**	**(118)**
Liabilities for crude oil and petroleum products	**262**	**618**	**(262)**	**(618)**
Long-term debts (including current maturities)	**1,266**	**886**	**(1,266)**	**(886)**
Other liabilities	**36**	**123**	**(36)**	**(123)**
	1,584	**1,745**	**(1,584)**	**(1,745)**
	P1,214	**P1,231**	**(P1,214)**	**(P1,231)**

	P1 Decrease in the US dollar Exchange Rate		P1 Increase in the US dollar Exchange Rate	
2019	Effect on Income before Income Tax	Effect on Equity	Effect on Income before Income Tax	Effect on Equity
Cash and cash equivalents	(P365)	(P381)	P365	P381
Trade and other receivables	(110)	(248)	110	248
Other assets	(8)	(10)	8	10
	(483)	(639)	483	639
Short-term loans	-	32	-	(32)
Liabilities for crude oil and petroleum products	434	1.048	(434)	(1,048)
Long-term debts (including current maturities)	1,454	1,018	(1,454)	(1,018)
Other liabilities	374	357	(374)	(357)
	2,262	2,455	(2,262)	(2,455)
	P1,779	P1,816	(P1,779)	(P1,816)

Exposures to foreign currency rates vary during the year depending on the volume of foreign currency denominated transactions. Nonetheless, the analysis above is considered to be representative of the Group’s currency risk.

<u>Interest Rate Risk</u>
Interest rate risk is the risk that future cash flows from a financial instrument (cash flow interest rate risk) or its fair value (fair value interest rate risk) will fluctuate because of changes in market interest rates. The Group’s exposure to changes in interest rates relates mainly to long-term borrowings and investment securities. Investments or borrowings issued at fixed rates expose the Group to fair value interest rate risk. On the other hand, investments or borrowings issued at variable rates expose the Group to cash flow interest rate risk.

The Group manages its interest costs by using a combination of fixed and variable rate debt instruments. Management is responsible for monitoring the prevailing market-based interest rates and ensures that the marked-up rates levied on its borrowings are most favorable and benchmarked against the interest rates charged by other creditor banks.

On the other hand, the Group's investment policy is to maintain an adequate yield to match or reduce the net interest cost from its borrowings prior to deployment of funds to their intended use in operations and working capital management. However, the Group invests only in high-quality securities while maintaining the necessary diversification to avoid concentration risk.

In managing interest rate risk, the Group aims to reduce the impact of short-term volatility on earnings. Over the longer term, however, permanent changes in interest rates would have an impact on consolidated statements of income.

Managing interest rate risk is also supplemented by monitoring the sensitivity of the Group's financial instruments to various standard and non-standard interest rate scenarios. Interest rate movements affect reported equity through the retained earnings arising from increases or decreases in interest income or interest expense as well as fair value changes reported consolidated statements of income, if any.

The sensitivity to a reasonably possible 1% increase in the interest rates, with all other variables held constant, would have decreased the Group's profit before tax (through the impact on floating rate borrowings) and equity by P538 and P736 in 2020 and 2019, respectively. A 1% decrease in the interest rate would have had the equal but opposite effect.

Interest Rate Risk Table. As of December 31, 2020 and 2019, the terms and maturity profile of the interest-bearing financial instruments, together with its gross amounts, are shown in the following tables:

2020	**<1 Year**	**1-<2 Years**	**2-<3 Years**	**3-<4 Years**	**4-<5 Years**	**>5 Years**	**Total**
Fixed Rate							
Philippine peso denominated	**P19,268**	**P6,893**	**P10,393**	**P16,057**	**P7,425**	**P -**	**P60,036**
Interest rate	**4.0% - 5.8%**	**4.6% - 5.8%**	**4.5% - 5.5%**	**4.6% - 7.8%**	**4.6% - 8.1%**		
Floating Rate							
US$ denominated (expressed in Php)	**12,294**	**17,837**	**18,180**	**5,489**	**-**	**-**	**53,800**
Interest rate*	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**			
JP¥ denominated (expressed in Php)	**-**	**1,996**	**1,996**	**1,996**	**998**	**-**	**6,986**
Interest rate*	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**	**1, 3, 6 mos. Libor + margin**			
	P31,562	**P26,726**	**P30,569**	**P23,542**	**P8,423**	**P -**	**P120,822**

**The Parent Company reprices every month but has been given an option to reprice every 3 or 6 months.*

2019	<1 Year	1-<2 Years	2-<3 Years	3-<4 Years	4-<5 Years	>5 Years	Total
Fixed Rate							
Philippine peso denominated	P5,643	P18,643	P5,643	P9,143	P14,807	P6,800	P60,679
Interest rate	5.5% - 5.8%	4.0% - 5.8%	5.5% - 5.8%	4.5% - 5.5%	5.5% - 7.8%	8.1%	-
Floating Rate							
US$ denominated (expressed in Php)	11,429	26,041	18,807	11,574	5,787	-	73,638
Interest rate*	1, 3, 6 mos. Libor + margin	1, 3, 6 mos. Libor + margin	1, 3, 6 mos. Libor + margin	1, 3, 6 mos. Libor + margin	1, 3, 6 mos. Libor + margin	-	-
	P17,072	P44,684	P24,450	P20,717	P20,594	P6,800	P134,317

**The Parent Company reprices every month but has been given an option to reprice every 3 or 6 months.*

Credit Risk
Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. In effectively managing credit risk, the Group regulates and extends credit only to qualified and credit-worthy customers and counterparties, consistent with established Group credit policies, guidelines and credit verification procedures. Requests for credit facilities from trade customers undergo stages of review by Trade Sales and Finance Divisions. Approvals, which are based on amounts of credit lines requested, are vested among line managers and top management that include the President and the Chairman.

Generally, the maximum credit risk exposure of financial assets is the total carrying amount of the financial assets as shown on the face of the consolidated statements of financial position or in the notes to the consolidated financial statements, as summarized below:

	Note	**2020**	2019
Cash in banks and cash equivalents	*5*	**P25,970**	P32,049
Derivative assets	*6*	**334**	746
Investments in debt instruments	*7*	**381**	420
Trade and other receivables - net	*8*	**27,195**	44,657
Noncurrent deposits	*14*	**121**	104
		P54,001	P77,976

Cash and Cash Equivalents, Derivative Assets and Noncurrent Deposits
Cash and cash equivalents, derivative assets and noncurrent deposits are held with counterparties with high external credit ratings. The credit quality of these financial assets is considered to be high grade. Impairment on cash and cash equivalents, derivative assets and noncurrent deposits has been measured on a 12-month ECL basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents, derivative assets and noncurrent deposits have low credit risk based on the external credit ratings of its counterparties.

Investments in Debt Instruments
The Group limits its exposure to credit risk by investing only in liquid debt instruments and only with counterparties that have high credit ratings. The Group monitors changes in credit risk by tracking published external credit ratings. To determine whether published ratings remain up to date and to assess whether there has been a significant increase in credit risk at the reporting date that has not been reflected in published ratings, the Group supplements this by reviewing changes in bond yields.

Trade and Other Receivables and Long-Term Receivables
The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry and country in which customers operate. Details of concentration of revenue are included in Note 37.

Credit Quality. In monitoring and controlling credit extended to counterparty, the Group adopts a comprehensive credit rating system based on financial and non-financial assessments of its customers. Financial factors being considered comprised of the financial standing of the customer while the non-financial aspects include but are not limited to the assessment of the customer’s nature of business, management profile, industry background, payment habit and both present and potential business dealings with the Group.

Class A "*High Grade*" are accounts with strong financial capacity and business performance and with the lowest default risk.

Class B "*Moderate Grade*" refers to accounts of satisfactory financial capability and credit standing but with some elements of risks where certain measure of control is necessary in order to mitigate risk of default.

Class C "*Low Grade*" are accounts with high probability of delinquency and default.

Below is the credit quality profile of the Group's trade accounts receivable as of December 31, 2020 and 2019:

	Trade Accounts Receivables Per Class			
	Class A	**Class B**	**Class C**	**Total**
December 31, 2020				
Retail	**P1,704**	**P2,277**	**P370**	**P4,351**
Lubes	**535**	**83**	**3**	**621**
Gasul	**613**	**111**	**66**	**790**
Industrial	**2,361**	**4,657**	**743**	**7,761**
Others	**3,464**	**2,418**	**899**	**6,781**
	P8,677	**P9,546**	**P2,081**	**P20,304**

	Trade Accounts Receivables Per Class			
	Class A	Class B	Class C	Total
December 31, 2019				
Retail	P1,424	P3,918	P424	P5,766
Lubes	464	84	2	550
Gasul	910	22	62	994
Industrial	8,141	7,645	1,740	17,526
Others	3,672	6,466	1,161	11,299
	P14,611	P18,135	P3,389	P36,135

Collaterals. To the extent practicable, the Group also requires collateral as security for a credit facility to mitigate credit risk in trade receivables (Note 8). Among the collaterals held are letters of credit, bank guarantees, real estate mortgages, cash bonds, cash deposits and corporate guarantees valued at P4,784 and P7,921 as of December 31, 2020 and 2019, respectively. These securities may only be called on or applied upon default of customers.

Risk Concentration. The Group's exposure to credit risk arises from default of counterparty. Generally, the maximum credit risk exposure of trade and other receivables is its carrying amount without considering collaterals or credit enhancements, if any. The Group has no significant concentration of credit risk since the Group deals with a large number of homogenous trade customers. The Group does not execute any credit guarantee in favor of any counterparty.

The table below presents the summary of the Group's exposure to credit risk and shows the credit quality of the assets by indicating whether the assets are subjected to 12-month ECL or lifetime ECL. Assets that are credit-impaired are separately presented.

	2020					
	Financial Assets at Amortized Cost					
	12-month ECL	**Lifetime ECL - not credit impaired**	**Lifetime ECL - credit impaired**	**Financial Assets at FVPL**	**Financial Assets at FVOCI**	**Total**
Cash in banks and cash equivalents	**P25,970**	**P -**	**P -**	**P -**	**P -**	**P25,970**
Trade and other receivables	**-**	**27,195**	**995**	**-**	**-**	**28,190**
Derivative assets not designated as cash flow hedge	**-**	**-**	**-**	**322**	**-**	**322**
Derivative assets designated as cash flow hedge	**-**	**-**	**-**	**-**	**12**	**12**
Investments in debt instruments	**255**	**-**	**-**	**-**	**126**	**381**
Long-term receivables - net	**-**	**-**	**307**	**-**	**-**	**307**
Noncurrent deposits	**121**	**-**	**-**	**-**	**-**	**121**
	P26,346	**P27,195**	**P1,302**	**P322**	**P138**	**P55,303**

	2019					
	Financial Assets at Amortized Cost					
	12-month ECL	Lifetime ECL - not credit impaired	Lifetime ECL - credit impaired	Financial Assets at FVPL	Financial Assets at FVOCI	Total
Cash in banks and cash equivalents	P32,049	P -	P -	P -	P -	P32,049
Trade and other receivables	-	44,657	942	-	-	45,599
Derivative assets not designated as cash flow hedge	-	-	-	546	-	546
Derivative assets designated as cash flow hedge	-	-	-	-	200	200
Investments in debt instruments	257	-	-	-	163	420
Long-term receivables - net	-	-	318	-	-	318
Noncurrent deposits	104	-	-	-	-	104
	P32,410	P44,657	P1,260	P546	P363	P79,236

Liquidity Risk

Liquidity risk pertains to the risk that the Group will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.

The Group's objectives in managing its liquidity risk are as follows: a) to ensure that adequate funding is available at all times; b) to meet commitments as they arise without incurring unnecessary costs; c) to be able to access funding when needed at the least possible cost; and d) to maintain an adequate time spread of refinancing maturities.

The Group constantly monitors and manages its liquidity position, liquidity gaps or surplus on a daily basis. A committed stand-by credit facility from several local banks is also available to ensure availability of funds when necessary.

The Group also uses derivative instruments such as forwards and swaps to manage liquidity.

The table below summarizes the maturity profile of the Group's financial assets and financial liabilities based on contractual undiscounted payments used for liquidity management as of December 31, 2020 and 2019.

2020	**Carrying Amount**	**Contractual Cash Flow**	**1 Year or Less**	**>1 Year - 2 Years**	**>2 Years - 5 Years**	**Over 5 Years**
Financial Assets						
Cash and cash equivalents	**P27,053**	**P27,053**	**P27,053**	**P -**	**P -**	**P -**
Trade and other receivables	**27,195**	**27,195**	**27,195**	**-**	**-**	**-**
Derivative assets (including non-current portion)	**334**	**334**	**328**	**6**	**-**	**-**
Proprietary membership shares	**275**	**275**	**275**	**-**	**-**	**-**
Investments in debt instruments	**381**	**585**	**381**	**142**	**62**	**-**
Noncurrent deposits	**121**	**121**	**-**	**-**	**3**	**118**
Financial Liabilities						
Short-term loans	**77,704**	**77,704**	**77,704**	**-**	**-**	**-**
Liabilities for crude oil and petroleum products	**22,320**	**22,320**	**22,320**	**-**	**-**	**-**
Trade and other payables*	**9,402**	**9,402**	**9,402**	**-**	**-**	**-**
Derivative liabilities (including non-current portion)	**1,416**	**1,416**	**1,124**	**201**	**91**	**-**
Long-term debts (including current maturities)	**119,454**	**133,312**	**36,690**	**30,031**	**66,591**	**-**
Lease liability (including current portion)	**15,804**	**22,406**	**1,913**	**1,731**	**4,735**	**14,027**
Cash bonds	**947**	**947**	**-**	**931**	**15**	**1**
Cylinder deposits	**617**	**617**	**-**	**-**	**-**	**617**
Other noncurrent liabilities**	**48**	**48**	**-**	**11**	**19**	**18**

**excluding specific taxes and other taxes payable, retirement benefits liability, deferred income and others*
***excluding cash bonds, cylinder deposits and derivative liabilities*

2019	Carrying Amount	Contractual Cash Flow	1 Year or Less	>1 Year - 2 Years	>2 Years - 5 Years	Over 5 Years
Financial Assets						
Cash and cash equivalents	P34,218	P34,218	P34,218	P -	P -	P -
Trade and other receivables	44,657	44,657	44,657	-	-	-
Derivative assets (including non-current portion)	746	746	580	73	93	-
Proprietary membership shares	284	284	284	-	-	-
Investments in debt instruments	420	448	123	152	173	-
Noncurrent deposits	104	104	-	-	3	101
Financial Liabilities						
Short-term loans	71,090	71,466	71,466	-	-	-
Liabilities for crude oil and petroleum products	39,362	39,362	39,362	-	-	-
Trade and other payables*	24,679	24,679	24,679	-	-	-
Derivative liabilities (including non-current portion)	1,075	1,075	738	248	89	-
Long-term debts (including current maturities)	133,077	152,552	23,951	49,232	72,129	7,240
Lease liability (including current portion)	15,749	22,736	1,938	1,747	4,547	14,504
Cash bonds	750	750	-	732	2	16
Cylinder deposits	608	608	-	-	-	608
Other noncurrent liabilities**	53	53	-	24	10	19

**excluding specific taxes and other taxes payable, retirement benefits liability, deferred income and others*
***excluding cash bonds, cylinder deposits and derivative liabilities*

Commodity Price Risk
Commodity price risk is the risk that future cash flows from a financial instrument will fluctuate because of changes in market prices. The Group enters into various commodity derivatives to manage its price risks on strategic commodities. Commodity hedging allows stability in prices, thus offsetting the risk of volatile market fluctuations. Through hedging, prices of commodities are fixed at levels acceptable to the Group, thus protecting raw material cost and preserving margins. For consumer (buy) hedging transactions, if prices go down, hedge positions may show marked-to-market losses; however, any loss in the marked-to-market position is offset by the resulting lower physical raw material cost. While for producer (sell) hedges, if prices go down, hedge positions may show marked-to-market gains; however, any gain in the marked-to-market position is offset by the resulting lower selling price.

To minimize the Group's risk of potential losses due to volatility of international crude and product prices, the Group implemented commodity hedging for crude and petroleum products. The hedges are intended to protect crude inventories from risks of downward price and squeezed margins. Hedging policy (including the use of commodity price swaps, time-spreads, put options, collars and 3-way options) developed by the CRMD is in place. Decisions are guided by the conditions set and approved by the Group's management.

Other Market Price Risk
The Group's market price risk arises from its investments carried at fair value (FVPL and certain debt instruments at FVOCI). The Group manages its risk arising from changes in market price by monitoring the changes in the market price of the investments.

Capital Management
The Group's capital management policies and programs aim to provide an optimal capital structure that would ensure the Group's ability to continue as a going concern while at the same time provide adequate returns to the shareholders. As such, it considers the best trade-off between risks associated with debt financing and relatively higher cost of equity funds.

An enterprise resource planning system is used to monitor and forecast the Group's overall financial position. The Group regularly updates its near-term and long-term financial projections to consider the latest available market data in order to preserve the desired capital structure. The Group may adjust the amount of dividends paid to shareholders, issue new shares as well as increase or decrease assets and/or liabilities, depending on the prevailing internal and external business conditions.

The Group monitors capital via carrying amount of equity as shown in the consolidated statements of financial position. The Group's capital for the covered reporting period is summarized below:

	2020	2019
Total assets	**P349,725**	P394,835
Total liabilities	**263,530**	302,405
Total equity	**86,195**	92,430
Debt to equity ratio	**3.1:1**	3.3:1
Assets to equity ratio	**4.1:1**	4.3:1

There were no changes in the Group's approach to capital management during the year.

The Group is not subject to externally-imposed capital requirements.

35. Financial Assets and Financial Liabilities

The table below presents a comparison by category of carrying amounts and fair values of the Group's financial instruments as of December 31:

		2020		2019	
	Note	**Carrying Amount**	**Fair Value**	Carrying Amount	Fair Value
Financial assets (FA):					
Cash and cash equivalents	*5*	**P27,053**	**P27,053**	P34,218	P34,218
Trade and other receivables	*8*	**27,195**	**27,195**	44,657	44,657
Investments in debt instruments	*7*	**255**	**255**	257	257
Noncurrent deposits	*14*	**121**	**121**	104	104
FA at amortized cost		**54,624**	**54,624**	79,236	79,236
Investments in debt instruments	*7*	**126**	**126**	163	163
Derivative assets designated as cash flow hedge	*6*	**12**	**12**	200	200
FA at FVOCI		**138**	**138**	363	363
Financial assets at FVPL	*6*	**275**	**275**	284	284
Derivative assets not designated as cash flow hedge	*6, 14*	**322**	**322**	546	546
FA at FVPL		**597**	**597**	830	830
Total financial assets		**P55,359**	**P55,359**	P80,429	P80,429

		2020		2019	
	Note	**Carrying Amount**	**Fair Value**	Carrying Amount	Fair Value
Financial liabilities (FL):					
Short-term loans	*15*	**P77,704**	**P77,704**	P71,090	P71,090
Liabilities for crude oil and petroleum products	*16*	**22,320**	**22,320**	39,362	39,362
Trade and other payables*	*17*	**9,402**	**9,402**	24,679	24,679
Long-term debt including current portion	*18*	**119,454**	**119,454**	133,077	133,077
Derivative liabilities designated as cash flow hedge	*20*	**592**	**592**	724	724
Cash bonds	*20*	**947**	**947**	750	750
Cylinder deposits	*20*	**617**	**617**	608	608
Other noncurrent liabilities**	*20*	**47**	**47**	53	53
Other FL		**231,083**	**231,083**	270,343	270,343
Derivative liabilities not designated as cash flow hedge		**824**	**824**	351	351
Total financial liabilities		**P231,907**	**P231,907**	P270,694	P270,694

**excluding specific taxes and other taxes payable, retirement benefits liability, deferred income and others*
***excluding cash bonds, cylinder deposits and derivative liabilities*

The following methods and assumptions are used to estimate the fair value of each class of financial instruments:

Cash and Cash Equivalents, Trade and Other Receivables and Advances to Subsidiaries and a Joint Venture. The carrying amount of cash and cash equivalents and trade and other receivables approximates fair value primarily due to the relatively short-term maturities of these financial instruments. In the case of the advances to subsidiaries and a joint venture, the fair value is based on the present value of expected future cash flows using the applicable discount rates based on current market rates of identical or similar quoted instruments.

Derivatives. The fair values of freestanding and bifurcated forward currency transactions are calculated by reference to current forward exchange rates for contracts with similar maturity profiles. Marked-to-market valuation of commodity hedges are based on forecasted crude and product prices by third parties. The fair values of derivative instruments designated as cash flow hedges are computed by discounting the future cash flows and using the valuation model based on applicable market rates of similar instruments.

Financial Assets at FVPL. The fair values of publicly traded instruments and similar investments are based on published market prices.

Long-term Debt - Floating Rate. The carrying amount of floating rate loans with quarterly interest rate repricing approximate their fair value.

Cash Bonds, Cylinder Deposits and Other Noncurrent Liabilities. Fair value is estimated as the present value of all future cash flows discounted using the applicable market rates for similar types of instruments as of reporting date. Effective rates used in 2020 and 2019 are 7.45% and 7.57% respectively.

Short-term Loans, Liabilities for Crude Oil and Petroleum Products and Trade and Other Payables. The carrying amount of short-term loans, liabilities for crude oil and petroleum products and trade and other payables approximates fair value due to the relatively short-term maturities of these financial instruments.

Derivative Financial Instruments

The Group’s derivative financial instruments according to the type of financial risk being managed and the details of freestanding and embedded derivative financial instruments that are categorized into those accounted for as cash flow hedges and those that are not designated as accounting hedges are discussed below.

The Group enters into various foreign currency, interest rate and commodity derivative contracts to manage its exposure on foreign currency, interest rate and commodity price risks. The portfolio is a mixture of instruments including forwards, swaps and options.

Derivative Instruments Accounted for as Cash Flow Hedges

The Group designated the following derivative financial instruments as cash flow hedges (Note 34).

	Maturity			
December 31, 2020	**1 Year or Less**	**> 1 Year - 2 Years**	**> 2 Years - 5 Years**	**Total**
Foreign Currency Risk				
Call Spread Swaps				
Notional amount	**US$50**	**US$50**		**US$100**
Average strike rate	**P52.41 to P54.87**	**P52.41 to P55.02**		
Foreign Currency and Interest Rate Risk				
Cross Currency Swap				
Notional amount	**US$20**	**US$30**	**US$30**	**US$80**
Average strike rate	**P47.00 to 57.00**	**P47.00 to 56.83**	**P47.00 to 56.50**	
Fixed interest rate	**4.19% to 5.75%**	**4.19% to 5.75%**	**4.19% to 5.75%**	
Interest Rate Risk				
Interest Rate Collar				
Notional amount	**US$15**	**US$30**	**US$45**	**US$90**
Interest rate	**0.44% to 1.99%**	**0.44% to 1.99%**	**0.44% to 1.99%**	

	Maturity			
December 31, 2019	1 Year or Less	> 1 Year - 2 Years	> 2 Years - 5 Years	Total
Foreign Currency Risk				
Call Spread Swaps				
Notional amount	US$129	US$146	US$73	US$348
Average strike rate	P52.71 to P55.55	P52.59 to P55.61	P52.59 to P55.75	
Foreign Currency and Interest Rate Risk				
Cross Currency Swap				
Notional amount	US$20	US$40	US$60	US$120
Average strike rate	P47.00 to P57.50	P47.00 to P57.00	P47.00 to P56.67	
Fixed interest rate	4.19% to 5.75%	4.19% to 5.75%	4.19% to 5.75%	
Interest Rate Risk				
Interest Rate Collar				
Notional amount		US$30	US$75	US$105
Interest rate		0.44% to 1.99%	0.44% to 1.99%	

The table below summarizes the amounts pertaining to the designated hedged item.

December 31, 2020	**Change in Fair Value Used for Measuring Hedge Ineffectiveness**	**Hedging Reserve**	**Cost of Hedging Reserve**
Foreign Currency Risk			
US dollar-denominated loan	**P85**	**P -**	**(P40)**
Foreign Currency and Interest Rate Risks			
US dollar-denominated loan	**467**	**(187)**	**94**
Interest Rate Risks			
US dollar-denominated loan	**28**	**(20)**	**-**

December 31, 2019	Change in Fair Value Used for Measuring Hedge Ineffectiveness	Hedging Reserve	Cost of Hedging Reserve
Foreign Currency Risk			
US dollar-denominated loan	P200	P -	(P139)
Foreign Currency and Interest Rate Risks			
US dollar-denominated loan	331	(206)	118
Interest Rate Risks			
US dollar-denominated loan	7	5	-

There are no balances remaining in the hedging reserve from hedging relationship for which hedge accounting is no longer applied.

The table below summarizes the amounts pertaining to the designated hedging instrument as of December 31, 2020 and 2019.

December 31, 2020	**Notional Amount**	**Carrying Amount**		**Line Item in the Consolidated Statement of Financial Position where the Hedging Instrument is Included**	**Changes in the Fair Value of The Hedging Instrument Recognized in OCI**	**Cost of Hedging Recognized in OCI**	**Amount Reclassified from Hedging Reserve to Profit or Loss**	**Amount Reclassified from Cost of Hedging Reserve to Profit or Loss**	**Line Item in the Consolidated Statement of Income Affected by the Reclassification**
		Assets	**Liabilities**						
Foreign Currency Risk									
Call spread swaps	**US$100**	**P11**	**P96**	Financial assets at fair value, Other noncurrent assets, Derivative liabilities and Other noncurrent liabilities	**(P85)**	**(P23)**	**P28**	**P166**	Other income (expenses) - net
Foreign Currency and Interest Rate Risks									
Cross currency swap	**US$80**	**-**	**467**	Other noncurrent assets, Derivative liabilities, Other noncurrent liabilities	**(467)**	**(234)**	**129**	**200**	Interest Expense and other financing charges, and Other income (expenses) - net
Interest Rate Risk									
Interest rate collar	**US$90**	**-**	**28**	Other noncurrent assets, Derivative liabilities	**(28)**	**(9)**	**-**	**9**	Interest Expense and other financing charges

December 31, 2019	**Notional Amount**	Carrying Amount		Line Item in the Consolidated Statement of Financial Position where the Hedging Instrument is Included	Changes in the Fair Value of The Hedging Instrument Recognized in OCI	Cost of Hedging Recognized in OCI	Amount Reclassified from Hedging Reserve to Profit or Loss	Amount Reclassified from Cost of Hedging Reserve to Profit or Loss	Line Item in the Consolidated Statement of Income Affected by the Reclassification
		Assets	Liabilities						
Foreign Currency Risk									
Call spread swaps	US$348	P156	P356	Financial assets at fair value, Other noncurrent assets, Derivative liabilities and Other noncurrent liabilities	(P200)	(P344)	P-	P254	Other income (expenses) - net
Foreign Currency and Interest Rate Risks									
Cross currency swap	120	37	368	Other noncurrent assets, Derivative liabilities, Other noncurrent liabilities	(331)	104	205	65	Interest Expense and other financing charges, and Other income (expenses) - net
Interest Rate Risk									
Interest rate collar	105	7	-	Other noncurrent assets, Derivative liabilities	7	-	-	-	

No hedging ineffectiveness was recognized in the 2020 and 2019 consolidated statements of income.

The table below provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting.

	December 31, 2020		December 31, 2019	
	Hedging Reserve	**Cost of Hedging Reserve**	Hedging Reserve	Cost of Hedging Reserve
Balance at beginning of year	**(P201)**	**(P21)**	P -	(P77)
Changes in fair value:				
Foreign currency risk	**(28)**	**(23)**	-	(344)
Foreign currency risk and interest rate risk	**(102)**	**(234)**	(499)	104
Interest rate risk	**(35)**	**(9)**	7	-
Amount reclassified to profit or loss:				
Foreign currency risk	**28**	**166**	-	254
Foreign currency risk and interest rate risk	**129**	**200**	205	65
Interest rate risk	**-**	**9**	-	-
Income tax effect	**2**	**(34)**	86	(23)
Balance at end of year	**(P207)**	**P54**	(P201)	(P21)

Derivative Instruments not Designated as Hedges

The Group enters into certain derivatives as economic hedges of certain underlying exposures. These include freestanding and embedded derivatives found in host contracts, which are not designated as accounting hedges. Changes in fair value of these instruments are accounted for directly in the consolidated statements of income. Details are as follows:

Call Spread Swaps. As of December 31, 2020, the Group has outstanding call spread swaps US$50 million maturing on June 2021. As of December 31, 2020 and 2019, the net negative fair value of these call spread swaps amounted to P26 and nil, respectively.

Cross Currency Swaps. As of December 31, 2020, the Group has outstanding cross currency swaps with a notional amount US$20 million maturing on May 2021 and June 2021. As of December 31, 2020 and 2019, the net negative fair value of these cross currency swaps amounted to P96 and nil, respectively.

Interest Rate Collar. As of December 31, 2020, the Group has outstanding interest rate collar with a notional amount US$15 million maturing on May 2021. As of December 31, 2020 and 2019, the net negative fair value of this interest rate collar amounted to P0.92 and nil in 2019.

Freestanding Derivatives

Freestanding derivatives consist of interest rate, foreign currency and commodity derivatives entered into by the Group.

Currency Forwards. As of December 31, 2020 and 2019, the Group has outstanding foreign currency forward contracts with aggregate notional amount of US$395 million and US$680 million, respectively, and with various maturities in 2021 and 2020. As of December 31, 2020 and 2019, the net negative fair value of these currency forwards amounted to P48 and P160, respectively.

Commodity Swaps. The Group has outstanding swap agreements covering its oil requirements, with various maturities in 2021 and 2020. Under the agreements, payment is made either by the Group or its counterparty for the difference between the hedged fixed price and the relevant monthly average index price. Total outstanding equivalent notional quantity covered by the commodity swaps were 32.8 million barrels and 12.5 million barrels for 2020 and 2019, respectively. The estimated net receipts (payouts) for these transactions amounted to (P754) and P355 as of December 31, 2020 and 2019, respectively.

Commodity Options. As of December 31, 2020 and 2019, the Group has no outstanding 3-way options entered as hedge of forecasted purchases of crude oil.

The call and put options can be exercised at various calculation dates with specified quantities on each calculation date.

Embedded Derivatives
Embedded foreign currency derivatives exist in certain US dollar-denominated sales and purchases contracts for various fuel products of the Parent Company. Under the sales and purchase contracts, the peso equivalent is determined using the average Philippine Dealing System rate on the month preceding the month of delivery.

As of December 31, 2020 and 2019, the total outstanding notional amount of currency forwards embedded in non-financial contracts is minimal. These non-financial contracts consist mainly of foreign currency-denominated service contracts, purchase orders and sales agreements. The embedded forwards are not clearly and closely related to their respective host contracts. As of December 31, 2020 and 2019, the net positive fair value of these embedded currency forwards is minimal.

For the years ended December 31, 2020, 2019 and 2018, the Group recognized marked-to-market gains (losses) from freestanding and embedded derivatives amounting to (P2,428), (P1,926) and P4,326, respectively (Note 26).

Fair Value Changes on Derivatives not Designated as Cash Flow Hedge
The net movements in the fair value of derivative transactions in 2020 and 2019 are as follows:

	Note	**2020**	2019
Fair value at beginning of year		**P195**	P387
Net changes in fair value during the year	*26*	**(2,428)**	(1,926)
Fair value of settled instruments		**1,309**	1,734
Fair value at end of year		**(P924)**	P195

Fair Value Hierarchy
Financial assets and liabilities measured at fair value in the consolidated statements of financial position are categorized in accordance with the fair value hierarchy. This hierarchy groups financial assets and liabilities into three levels based on the significance of inputs used in measuring the fair value of the financial assets and liabilities.

The table below analyzes financial instruments carried at fair value, by valuation method as of December 31, 2020 and 2019. The different levels have been defined as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3: inputs for the asset or liability are not based on observable market data.

	2020	2019
	Level 2	Level 2
Financial Assets:		
FVPL	**P275**	P284
Derivative assets	**334**	746
Investments in debt instruments	**126**	163
Financial Liabilities:		
Derivative liabilities	**(1,416)**	(1,075)

The Group has no financial instruments valued based on Level 1 and Level 3 as of December 31, 2020 and 2019. During the year, there were no transfers between and into and out of Level 1 and Level 2 fair value measurements.

36. Registration with the Board of Investments (BOI) and the Authority of the Freeport Area of Bataan (AFAB)

<u>BOI</u>
RMP-2 Project. On June 3, 2011, the BOI approved the Parent Company's application under RA 8479 as an Existing Industry Participant with New Investment in Modernization/Conversion of Bataan Refinery's RMP-2. The BOI is extending the following major incentives:

a. ITH for five years without extension or bonus year from July 2015 or actual start of commercial operations, whichever is earlier, but in no case earlier than the date of registration based on the formula of the ITH rate of exemption.

b. Minimum duty of three percent and VAT on imported capital equipment and accompanying spare parts.

c. Importation of consigned equipment for a period of five years from date of registration subject to posting of the appropriate re-export bond; provided that such consigned equipment shall be for the exclusive use of the registered activity.

d. Tax credit on domestic capital equipment shall be granted on locally fabricated capital equipment which is equivalent to the difference between the tariff rate and the three percent duty imposed on the imported counterpart.

e. Exemption from real property tax on production equipment or machinery.

f. Exemption from contractor's tax.

The RMP-2 Project commenced its commercial operation on January 1, 2016.

Certificate of entitlement has been timely obtained by the Parent Company to support its ITH credits in 2018. On August 19, 2019, the BOI approved the Parent Company's application for the ITH incentive. The approval also covers the claim for income tax exemption in the Parent Company's 2018 Income Tax Return, subject to adjustment, if any, after the completion of the audit by the BIR.

The Parent Company did not avail of the ITH in 2020 and 2019. The RMP-2 entitlement period ended in June 2020.

AFAB
In December 2020, Bataan Refinery was granted approval as a registered enterprise by the AFAB. FAB-registered enterprises are entitled to avail of fiscal incentives under Special Economic Zone Act of 1995 or Omnibus Investment Code of 1987.

37. Segment Information

Management identifies segments based on business and geographic locations. These operating segments are monitored and strategic decisions are made on the basis of adjusted segment operating results. The CEO (the chief operating decision maker) reviews management reports on a regular basis.

The Group's major sources of revenues are as follows:

a. Sales of petroleum and other related products which include gasoline, diesel and kerosene offered to motorists and public transport operators through its service station network around the country.

b. Insurance premiums from the business and operation of all kinds of insurance and reinsurance, on sea as well as on land, of properties, goods and merchandise, of transportation or conveyance, against fire, earthquake, marine perils, accidents and all others forms and lines of insurance authorized by law, except life insurance.

c. Lease of acquired real estate properties and equipment for petroleum, refining, storage and distribution facilities, gasoline service stations and other related structures.

d. Sales on wholesale or retail and operation of service stations, retail outlets, restaurants, convenience stores and the like.

e. Export sales of various petroleum and non-fuel products to other countries such as China, Taiwan, Cambodia, Malaysia, South Korea, Singapore, USA, Vietnam, Thailand, Indonesia, Bangladesh and UAE.

f. Sale of polypropylene resins to domestic plastic converters of yarn, film and injection molding grade plastic products.

g. Provision of technical information, assistance and advice relating to the uses, handling and disposition of the products, loaned equipment and the machinery and equipment necessary or appropriate for the customers' needs.

Revenues are mainly derived from the sale of petroleum products to retail and commercial customers in various geographical locations.

The Group has no significant remaining performance obligations as it mainly recognized revenues in amounts that correspond directly to the value of completed performance obligations.

Segment Assets and Liabilities
Segment assets include all operating assets used by a segment and consist principally of operating cash, receivables, inventories and property, plant and equipment, net of allowances and impairment. Segment liabilities include all operating liabilities and consist principally of accounts payable, wages, taxes currently payable and accrued liabilities. Segment assets and liabilities do not include deferred taxes.

Inter-segment Transactions
Segment revenues, expenses and performance include sales and purchases between operating segments. Transfer prices between operating segments are set on an arm's length basis in a manner similar to transactions with third parties. Such transfers are eliminated in consolidation.

Major Customer
The Group does not have a single external customer from which sales revenue generated amounted to 10% or more of the total revenue of the Group.

The following tables present revenue and income information and certain asset and liability information regarding the business segments as of and for the years ended December 31, 2020, 2019 and 2018.

	Petroleum	Insurance	Leasing**	Marketing	Elimination/ Others**	Total
2020						
Revenue:						
External sales	**P283,885**	**P -**	**P1,150**	**P674**	**P324**	**P286,033**
Inter-segment sales	**86,363**	**76**	**415**	**-**	**(86,854)**	**-**
Operating income (loss)	**(5,401)**	**53**	**266**	**79**	**375**	**(4,629)**
Net income (loss)	**(10,628)**	**104**	**155**	**74**	**(1,118)**	**(11,413)**
Assets and liabilities:						
Segment assets*	**387,619**	**3,353**	**9,981**	**659**	**(54,077)**	**347,535**
Segment liabilities*	**274,483**	**1,907**	**4,949**	**147**	**(21,040)**	**260,446**
Other segment information:						
Property, plant and equipment	**168,289**	**-**	**-**	**109**	**433**	**168,831**
Depreciation and amortization	**9,565**	**-**	**9**	**(90)**	**6**	**9,490**
Interest expense	**11,416**	**-**	**316**	**1**	**(420)**	**11,313**
Interest income	**853**	**30**	**232**	**5**	**(340)**	**780**
Income tax expense	**(4,841)**	**6**	**61**	**8**	**(32)**	**(4,798)**

**excluding deferred tax assets and liabilities*
***revenues from the use of loaned equipment are presented as part of leasing while revenues from consumer loyalty program and provisions of technical support are presented as part of others.*

	Petroleum	Insurance	Leasing**	Marketing	Elimination/ Others**	Total
2019						
Revenue:						
External sales	P511,921	P -	P1,100	P961	P380	P514,362
Inter-segment sales	228,613	102	406	-	(229,121)	-
Operating income	15,579	78	271	132	139	16,199
Net income	5,017	70	140	137	(3,061)	2,303
Assets and liabilities:						
Segment assets*	444,239	4,355	9,901	673	(64,595)	394,573
Segment liabilities*	319,412	2,981	5,046	136	(31,518)	296,057
Other segment information:						
Property, plant and equipment	167,260	-	-	123	558	167,941
Depreciation and amortization	13,326	-	9	(92)	2	13,245
Interest expense	13,647	-	322	2	(481)	13,490
Interest income	1,388	44	240	15	(347)	1,340
Income tax expense	1,346	26	49	15	(2)	1,434

**excluding deferred tax assets and liabilities*
***revenues from the use of loaned equipment are presented as part of leasing while revenues from consumer loyalty program and provisions of technical support are presented as part of others.*

	Petroleum	Insurance	Leasing**	Marketing	Elimination/ Others	Total
2018						
Revenue:						
External sales	P554,958	P -	P1,117	P923	P388	P557,386
Inter-segment sales	284,132	116	686	-	(284,934)	-
Operating income	18,117	90	313	89	312	18,921
Net income	11,854	150	97	94	(5,126)	7,069
Assets and liabilities:						
Segment assets*	398,305	1,418	6,730	622	(49,178)	357,897
Segment liabilities*	276,810	231	2,378	115	(16,016)	263,518
Other segment information:						
Property, plant and equipment	163,418	-	-	132	434	163,984
Depreciation and amortization	11,515	-	9	19	-	11,543
Interest expense	9,689	-	154	-	(154)	9,689
Interest income	814	31	5	10	(154)	706
Income tax expense	3,306	22	24	12	22	3,386

**excluding deferred tax assets and liabilities*
***revenues from the use of loaned equipment are presented as part of leasing while revenues from consumer loyalty program and provisions of technical support are presented as part of others.*

Inter-segment sales transactions amounted to P87,967, P230,220 and P284,934 for the years ended December 31, 2020, 2019 and 2018, respectively.

The following table presents additional information on the petroleum business segment of the Group as of and for the years ended December 31, 2020, 2019 and 2018

	Retail	Lube	Gasul	Industrial	Others	Total
2020						
Revenue	**P149,406**	**P3,577**	**P20,259**	**P57,889**	**P52,754**	**P283,885**
Property, plant and equipment	**9,057**	**37**	**258**	**13**	**158,924**	**168,289**
Capital expenditures	**2,382**	**1**	**12**	**-**	**22,234**	**24,629**
2019						
Revenue	249,210	4,474	25,745	125,314	107,178	511,921
Property, plant and equipment	9,949	40	303	100	156,868	167,260
Capital expenditures	1,892	2	5	-	14,951	16,850
2018						
Revenue	270,760	4,883	27,810	132,397	119,108	554,958
Property, plant and equipment	12,192	70	499	90	150,567	163,418
Capital expenditures	3,326	6	14	9	8,989	12,344

a. revenues from the use of loaned equipment are presented as part of "Retail", "Gasul" and "Industrial"
b. revenues from provisions of technical support are presented as part of "Retail" and "Industrial"
c. revenues from consumer loyalty program are presented as part of "Others"

<u>Geographical Segments</u>

The following table presents segment assets of the Group as of December 31, 2020 and 2019.

	2020	2019
Local	**P282,871**	P323,518
International	**64,664**	71,055
	P347,535	P394,573

<u>Disaggregation of Revenue</u>

The following table shows the disaggregation of revenue by geographical segments and the reconciliation of the disaggregated revenue with the Group's business segments for the years ended December 31, 2020, 2019 and 2018.

	Petroleum	Insurance	Leasing**	Marketing	Elimination/ Others**	Total
2020						
Local	**P165,139**	**P -**	**P1,565**	**P674**	**(P558)**	**P166,820**
Export/international	**205,109**	**76**	**-**	**-**	**(85,972)**	**119,213**
2019						
Local	299,668	60	1,506	961	(750)	301,445
Export/international	440,865	42	-	-	(227,990)	212,917
2018						
Local	311,951	44	1,803	P923	(979)	313,742
Export/international	527,139	72	-	-	(283,567)	243,644

***revenues from the use of loaned equipment are presented as part of leasing while revenues from consumer loyalty program and provisions of technical support are presented as part of others.*

38. Events After the Reporting Date

a. Dividend Declaration and Distributions

On January 15, 2021, the Parent Company paid distributions amounting to US$11.50 million (P789) to the holders of the US$500 million SPCS.

On February 10, 2021, the Parent Company paid distributions amounting to US$906.25 thousand (P4) to the holders of the US$100 million RPS

On February 26, 2020, the Parent Company paid distributions amounting to US$60 thousand (P3) to the holders of the US$6 million RPS.

On March 9, 2021, the BOD of the Parent Company approved the declaration of cash dividends for Series 2B and Series 3 preferred shareholders with the following details:

Type	Per Share	Record Date	Payment Date
Series 2B	17.14575	April 7, 2021	May 3, 2021
Series 3A	17.17825	June 2, 2021	June 25, 2021
Series 3B	17.84575	June 2, 2021	June 25, 2021

b. Acquisition of the Treats Convenience Store Business

On February 22, 2021, the Asset Purchase Agreement with San Miguel Foods, Inc. and Foodcrave Marketing, Inc. for the acquisition by the Parent Company of the Treats convenience store business was executed with completion date of March 1, 2021, for an aggregate purchase price of P64.

c. Petrogen's Dividend Declaration to the Parent Company

On October 21, 2020, the BOD of Petrogen declared 25,000 stock dividend in favor of the Parent Company with a total amount of P25 to be issued out of the unissued capital stock of Petrogen by December 31, 2020, subject to the approval by the Insurance Commission (IC). The application for stock dividend declaration was approved by the IC on January 4, 2021. On February 5, 2021, the corresponding stock certificate was issued to the Parent Company.

The Parent Company's ownership interest in Petrogen remains at 100% after the transaction.

d. Deconsolidation of Petrogen from the Parent Company

On December 3, 2020, the BOD of Petrogen approved the increase in its authorized capital stock from P750, divided into 750,000 shares, to P2,250, divided into 2,250,000 shares, with shares at a par value of P1,000 per share. On the same date, the BOD of Petrogen also approved the subscription of SMC to 1,494,973 shares at a book value of about P2,007 per share for an aggregate subscription price of P3,000. Petrogen received on February 8, 2021, the SEC approval on Petrogen's increase in authorized capital stock dated February 4, 2021 and issued 1,494,973 common shares with an aggregate par value of P1,495 to SMC for a total subscription price of P3,000. On March 1, 2021, the corresponding stock certificate was issued to SMC.

As a result, the Parent Company's ownership interest in Petrogen decreased from 100% to 25.06% and Petrogen was deconsolidated from the Parent Company effective February 4, 2021.

e. On March 9, 2021, the BOD of the Parent Company approved the reversal of P8,000 of the P15,000 appropriated retained earnings of the Parent Company since majority of the 2016 and 2017 capital projects were already completed while others were deferred. The remaining P7,000 is maintained for the Power plan project.

39. Other Matters

a. Lease Agreements with PNOC

On October 20, 2017, Petron filed with the RTC of Mandaluyong City a complaint against the PNOC for the reconveyance of the various landholdings it conveyed to PNOC in 1993 as a result of the government-mandated privatization of the Parent company.

The subject landholdings consist of the refinery lots in Limay, Bataan, 23 bulk plant sites and 66 service station lots located in different parts of the country. The Deeds of Conveyance covering the landholdings provide that the transfer of these lots to PNOC was without prejudice to the continued long-term use by Petron of the conveyed lots for its business operation. Thus, PNOC and the Parent company executed three lease agreements covering the refinery lots, the bulk plants, and the service station sites, all with an initial lease term of 25 years which expired in August 2018, with a provision for automatic renewal for another 25 years. In 2009, the Parent company, through its realty subsidiary, NVRC, had an early renewal of the lease agreement for the refinery lots with an initial lease term of 30 years, renewable for another 25 years.

The complaint alleges that PNOC committed a fundamental breach of the lease agreements when it refused to honor both the automatic renewal clause in the lease agreements for the bulk plants and the service station sites and the renewed lease agreement for the refinery lots on the alleged ground that all such lease agreements were grossly disadvantageous to PNOC, a government-owned-and-controlled corporation.

On December 11, 2017, the trial court granted Parent company's prayer for a writ of preliminary injunction, enjoining PNOC from committing any act aimed at ousting the Parent company from possession of the subject properties until the case is decided.

The court-mandated mediation was terminated on February 5, 2018 without any agreement between the parties. The judicial dispute resolution proceedings before the court were likewise terminated on March 28, 2019, after the parties failed to agree to a settlement. Without prejudice to any further discussion between the parties regarding settlement, the case was remanded to the trial court for trial proper, with the pre-trial held on September 10, 2019. The Parent company also filed a motion for summary judgment on May 17, 2019. In a resolution dated November 13 2019, the trial court granted the Parent company's motion for summary judgment and ordered: (i) the rescission of the Deeds of Conveyance dated 1993 relating to the Parent company's conveyance of such leased premises to PNOC pursuant to a property dividend declaration in 1993, (ii) the reconveyance by PNOC to the Parent company's of all such properties, and (iii) the payment by the Parent company to PNOC of the amount of P143, with legal interest from 1993, representing the book value of the litigated properties at the time of the property dividend declaration. PNOC filed a motion for reconsideration. The Parent company also filed a motion for partial reconsideration seeking a modification of the judgment to include an order directing PNOC to return to the Parent company all lease payments the latter had paid to PNOC since 1993.

Following the trial court's denial of their separate motions for reconsideration, both PNOC and the Parent company filed their respective notices of appeal with the trial court. The case was raffled off to the 5th Division of the Court of Appeals. The Parent company filed its appellant's brief in October 2020 while PNOC filed its appellant's brief on November 5, 2020.

The motions for reconsiderations were pending as at March 9, 2021.

b. Swakaya Dispute

In 2015, a disputed trade receivable balance of RM25 (P307) in favor of POMSB was reclassified to long-term receivables.

The dispute arose from the supply by POMSB of diesel to Swakaya. In 2013, POMSB entered into an agreement to supply diesel to Swakaya who subsequently sold the product to an operator of power plants in Sabah. In 2013, due to a government investigation, Swakaya's bank accounts were frozen which affected its ability to supply the power plants. Swakaya and the power plants operator agreed to ask POMSB to supply the power plants operator directly and, correspondingly, pay POMSB directly. Unknown to POMSB, Swakaya had a financing arrangement with Sabah Development Bank (SDB) which obligated the power plants operator to remit to SDB payments due to Swakaya. Due to some administrative issues, the moneys due to POMSB were remitted by power plants operator into a joint Swakaya/SDB Bank account. Despite SDB's earlier promise to remit the moneys to POMSB once it is established that the payment was indeed for a direct supply to the power plants operator, SDB subsequently refused and set off the moneys against Swakaya's debt to the bank. The sum involved was RM25 (P307). POMSB sued Swakaya and SDB before the Kota Kinabalu High Court for, among others, breach of trust. Swakaya did not appear in court and judgment was awarded in favor of POMSB and against Swakaya.

In April 2016, the Kota Kinabalu High Court ruled in favor of POMSB and a judgment sum inclusive of interest amounting to RM28 (P343) was deposited to its solicitor account in August 2016. SDB subsequently filed an appeal to Court of Appeal.

In May 2017, the Court of Appeal re-affirmed the decision of the Kota Kinabalu High Court and dismissed SDB's appeal with costs RM0.015 (P0.20) awarded to POMSB. In June 2017, SDB filed a Notice of Motion for leave to appeal to the Federal Court against the decision of the Court of Appeal, which was granted in April 2018. After hearing the appeal, in February 2020, the Federal Court allowed the appeal by SDB and set aside the Court of Appeal's decision. POMSB is preparing to file for a review by the Federal Court (to set aside its own decision).

Considering the length of time of litigation matters, a discount of RM8 (P95) was computed based on the original effective interest rate. Part of the discount, amounting to RM2 (P20) was unwound in 2019 and recognized as interest income.

The balance amounting to RM23 (P282) was provided full impairment in 2019.

As of March 9, 2021, an application for review was filed by POMSB at Federal Court and hearing date has yet to be scheduled.

c. Tax Credit Certificates Related Cases

In 1998, the BIR issued a deficiency excise tax assessment against the Parent Company relating to its use of P659 worth of Tax Credit Certificate ("TCCs") to pay certain excise tax obligations from 1993 to 1997. The TCCs were transferred to the Parent Company by suppliers as payment for fuel purchases. The Parent Company contested the BIR's assessment before the Court of Tax Appeals (CTA). In July 1999, the CTA ruled that as a fuel supplier of BOI-registered companies, the Parent Company was a qualified transferee of the TCCs and that the collection of the BIR of the alleged deficiency excise taxes was contrary to law. On March 21, 2012, the Court of Appeals (CA) promulgated a decision in favor of the Parent Company and against the BIR affirming the ruling of the CTA striking down the assessment issued by the BIR to the Parent Company. On April 19, 2012, a motion for reconsideration was filed by the BIR, which was denied by the CA in its resolution dated October 10, 2012. The BIR elevated the case to the Supreme Court (SC) through a petition for review on certiorari dated December 5, 2012. On July 9, 2018, the SC rendered a decision in favor of the Parent Company denying the petition for review filed by the BIR and affirming the decision of the CA. No motion for reconsideration for such decision relating to the Parent Company was filed by the BIR. The SC issued its Entry of Judgment declaring that its decision dated July 9, 2018 in the Parent Company's favor already attained finality on April 1, 2019. This case could now be considered closed and terminated.

d. Oil Spill Incident in Guimaras

On August 11, 2006, MT Solar I, a third party vessel contracted by the Parent company to transport approximately two million liters of industrial fuel oil, sank 13 nautical miles southwest of Guimaras, an island province in the Western Visayas region of the Philippines. In separate investigations by the Philippine Department of Justice (DOJ) and the Special Board of Marine Inquiry (SBMI), both agencies found the owners of MT Solar I liable. The DOJ found the Parent company not criminally liable, but the SBMI found the Parent company to have overloaded the vessel. Parent company has appealed the findings of the SBMI to the DOTr and is awaiting its resolution. Parent company believes that SBMI can impose administrative penalties on vessel owners and crew, but has no authority to penalize other parties, such as Petron, which are charterers.

Other complaints for non-payment of compensation for the clean-up operations during the oil spill were filed with the RTC of Guimaras by a total of 1,063 plaintiffs who allegedly did not receive any payment of their claims for damages arising from the oil spill. The total claims amounted to P292. The cases were pending as at December 31, 2020. In the course of plaintiffs' presentation of evidence, they moved for trial by commissioner, which was denied by the trial court. The plaintiffs elevated the matter by way of a petition for certiorari to the Court of Appeals in Cebu City (CA). On January 9, 2020, the CA issued a Resolution granting plaintiffs' motion for reconsideration of the earlier resolution denying their petition and ordering the Parent Company to file its comment on plaintiffs' petition within 10 days. On February 6, 2020, the Parent Company filed a motion for reconsideration of said Resolution which remains pending to date. In the meantime, proceedings before the trial court continues. Less than 200 of the plaintiffs have testified so far.

e. Effect of COVID-19

The Group, being engaged in the fuel business, has been affected by the implementation of Enhanced Community Quarantine (ECQ) in the National Capital Region and other key cities in the Philippines and Movement Control Order (MCO) in Malaysia. The reduced economic activities and travel restrictions due to lockdowns in many countries significantly affected volumes of both the Philippine and Malaysia operations.

Global oil prices began to plunge in March 2020 as the price war among top oil producing countries was worsened by the demand destruction caused by the COVID-19 pandemic. Dubai crude plunged from US$64/bbl in January to US$20/bbl in April, posting record low levels in 26 years, which resulted in successive rollbacks in pump prices and reflected in the nearly P15 billion net inventory loss incurred in the 1st semester of 2020. With Organization of Petroleum Exporting Countries (OPEC) and Russia agreeing to output cuts, recovery in oil prices was also seen in May and June as Dubai crude rose by about $10/bbl per month, stabilized at around $44/bbl in the second semester resulting in net inventory gains of almost P5 billion for the Group in the 2nd semester of 2020.

The Group saw optimism after the easing of some restrictions and start of mass vaccinations in Europe and US. With the Philippine and Malaysia governments' efforts to re-open the economy, fuel consumption began to pick up as shown by the gradual improvement in sales volume in the second semester.

The modest gain in second half, however, were not enough to mitigate the substantial losses during the early months of pandemic. The Group's consolidated revenues in 2020 declined by 44% from the previous year to ending the year with a net loss of P11,413.

The extent to which the COVID-19 pandemic impacts the Group will depend on future developments, including the timeliness and effectiveness of actions taken or not taken to contain and mitigate the effects of COVID-19 both in the Philippines and internationally by governments, central banks, healthcare providers, health system participants, other businesses and individuals, which are highly uncertain and cannot be predicted.

f. Philippines Ratified the Corporate Recovery and Tax Incentives for Enterprise (CREATE) Act

On November 26, 2020, the Senate approved on third and final reading Senate Bill No. 1357, otherwise known as the Corporate Recovery and Tax Incentives for Enterprises Act or CREATE, which seeks to reduce the corporate income tax (CIT) rates and to rationalize the current fiscal incentives by making it time-bound, targeted, and performance-based.

One of the key provisions of the bill that may affect the consolidated financial statements of the Group is an immediate 5% point cut in the CIT rate starting July 2020.

The bill is not considered substantively enacted as of December 31, 2020.

The bicameral committee approved the bill on February 1, 2021.

As at March 9, 2021, the bill is yet to be approved by the President of the Philippines.

Current and deferred taxes are measured using the applicable income tax rates as of December 31, 2020.

g. Other Proceedings

The Group is also a party to certain other proceedings arising out of the ordinary course of its business, including legal proceedings with respect to tax, regulatory and other matters. While the results of litigation cannot be predicted with certainty, management believes that the final outcome of these other proceedings will not have a material adverse effect on the Group's business financial condition or results of operations.

h. The Group has unused letters of credit totaling approximately P14,847 and P21,041 as of December 31, 2020 and 2019, respectively.

C O V E R   S H E E T
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

						3	1	1	7	1

COMPANY NAME

PETRON CORPORATION AND
SUBSIDIARIES

PRINCIPAL OFFICE (No. / Street / Barangay / City / Town / Province)

SMC Head Office Complex
40 San Miguel Avenue
Mandaluyong City

Form Type	Department requiring the report	Secondary License Type, If Applicable
A A F S		Certificates of Permit to Offer Securities for Sale dated 1994, 1995, 2010, 2014 and 2019

COMPANY INFORMATION

Company's email Address	Company's Telephone Number/s	Mobile Number
contactus@petron.com	8-884-9200	

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
145,041 (as of December 31, 2020)	May 18, 2021	December 31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
MYRNA C. GERONIMO	mcgeronimo@petron.com	8-884-9200 loc 49189	

CONTACT PERSON's ADDRESS

SMC Head Office Complex, 40 San Miguel Avenue, Mandaluyong City

Note 1: *In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.*

2: *All Boxes must be properly and completely filled-up. Failure to do so shall cause the delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-receipt of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.*

R.G. Manabat & Co.
The KPMG Center, 9/F
6787 Ayala Avenue, Makati City
Philippines 1226
Telephone +63 (2) 8885 7000
Fax +63 (2) 8894 1985
Internet www.home.kpmg/ph
Email ph-inquiry@kpmg.com

REPORT OF INDEPENDENT AUDITORS ON SUPPLEMENTARY INFORMATION

The Board of Directors and Stockholders
Petron Corporation
SMC Head Office Complex
40 San Miguel Avenue
Mandaluyong City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Petron Corporation and Subsidiaries (the "Group") as at December 31, 2020 and 2019 and for each of the three years in the period ended December 31, 2020, and have issued our report thereon dated March 19, 2021.

Our audits were made for the purpose of forming an opinion on the consolidated financial statements of the Group taken as a whole. The supplementary information included in the following schedules are the responsibility of the Group's management:

- Supplementary Schedules of Annex 68-J
- Map of the Conglomerate

Firm Regulatory Registration & Accreditation:
PRC-BOA Registration No. 0003, valid until November 21, 2023
SEC Accreditation No. 0003-SEC, Group A, valid for five (5) years covering the audit of 2020 to 2024 financial statements (2019 financial statements are covered by SEC Accreditation No. 0004-FR-5)
IC Accreditation No. 0003-IC, Group A, valid for five (5) years covering the audit of 2020 to 2024 financial statements (2019 financial statements are covered by IC Circular Letter (CL) No. 2019-39, Transition clause)
BSP Accreditation No. 0003-BSP, Group A, valid for five (5) years covering the audit of 2020 to 2024 financial statements (2019 financial statements are covered by BSP Monetary Board Resolution No. 2161, Transition clause)

These supplementary information are presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and are not required parts of the consolidated financial statements. Such supplementary information have been subjected to the auditing procedures applied in the audits of the consolidated financial statements and, in our opinion, are fairly stated, in all material respects, in relation to the consolidated financial statements taken as a whole.

R.G. MANABAT & CO.

DARWIN P. VIROCEL
Partner
CPA License No. 0094495
SEC Accreditation No. 94495-SEC, Group A, valid for five (5) years
covering the audit of 2019 to 2023 financial statements
Tax Identification No. 912-535-864
BIR Accreditation No. 08-001987-031-2019
Issued August 7, 2019; valid until August 6, 2022
PTR No. MKT 8533922
Issued January 4, 2021 at Makati City

March 19, 2021
Makati City, Metro Manila

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6787 Ayala Avenue, Makati City
Philippines 1226
Telephone +63 (2) 8885 7000
Fax +63 (2) 8894 1985
Internet www.home.kpmg/ph
Email ph-inquiry@kpmg.com

REPORT OF INDEPENDENT AUDITORS ON SUPPLEMENTARY INFORMATION

The Board of Directors and Stockholders
Petron Corporation
SMC Head Office Complex
40 San Miguel Avenue
Mandaluyong City

We have audited, in accordance with Philippine Standards on Auditing, the separate financial statements of Petron Corporation (the "Company") as at and for the years ended December 31, 2020 and 2019, and have issued our report thereon dated March 19, 2021.

Our audits were made for the purpose of forming an opinion on the separate financial statements taken as a whole. The supplementary information included in the *Reconciliation of Retained Earnings Available for Dividend Declaration* is the responsibility of the Company's management.

This supplementary information is presented for purposes of complying with the Revised Securities Regulation Code Rule 68, and is not a required part of the separate financial statements. Such supplementary information has been subjected to the auditing procedures applied in the audits of the separate financial statements and, in our opinion, is fairly stated, in all material respects, in relation to the separate financial statements taken as a whole.

R.G. MANABAT & CO.

DARWIN P. VIROCEL
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Email ph-inquiry@kpmg.com

REPORT OF INDEPENDENT AUDITORS ON COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Board of Directors and Stockholders
Petron Corporation
SMC Head Office Complex
40 San Miguel Avenue
Mandaluyong City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Petron Corporation and Subsidiaries (the "Group") as at December 31, 2020 and 2019 and for each of the three years in the period ended December 31, 2020, and have issued our report thereon dated March 19, 2021. Our audits were made for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The Supplementary Schedule of Financial Soundness Indicators, including their definitions, formulas and calculations, is the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purpose of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the consolidated financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2020 and 2019 and for each of the three years in the period ended December 31, 2020 and no material exceptions were noted.

R.G. MANABAT & CO.

DARWIN P. VIROCEL
Partner
CPA License No. 0094495
SEC Accreditation No. 94495-SEC, Group A, valid for five (5) years
covering the audit of 2019 to 2023 financial statements
Tax Identification No. 912-535-864
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March 19, 2021
Makati City, Metro Manila

Firm Regulatory Registration & Accreditation:
PRC-BOA Registration No. 0003, valid until November 21, 2023
SEC Accreditation No. 0003-SEC, Group A, valid for five (5) years covering the audit of 2020 to 2024
financial statements (2019 financial statements are covered by SEC Accreditation No. 0004-FR-5)
IC Accreditation No. 0003-IC, Group A, valid for five (5) years covering the audit of 2020 to 2024
financial statements (2019 financial statements are covered by IC Circular Letter (CL) No. 2019-39, Transition clause)
BSP Accreditation No. 0003-BSP, Group A, valid for five (5) years covering the audit of 2020 to 2024
financial statements (2019 financial statements are covered by BSP Monetary Board Resolution No. 2161, Transition clause)

PETRON CORPORATION AND SUBSIDIARIES
INDEX TO SUPPLEMENTARY SCHEDULES
DECEMBER 31, 2020

Statement of Management's Responsibility for the Consolidated Financial Statements

Report of Independent Auditors on Supplementary Information Filed Separately from the Consolidated Financial Statements

Supplementary Schedules to the Consolidated Financial Statements

Supplementary Schedules of Annex 68 - J		Page No.
A.	Financial Assets	NA[(a)]
B.	Amounts Receivable from Directors, Officers, Employees, Related Parties, and Principal Stockholders (Other than Related Parties)	NA[(b)]
C.	Amounts Receivable and Payable from Related Parties which are Eliminated during the Consolidation of Financial Statements	1 - 2
D.	Long-term Debt	3
E.	Indebtedness to Related Parties	NA
F.	Guarantees of Securities of Other Issuers	NA
G.	Capital Stock	4

[(a)] *Balance of Financial Assets at Fair Value Through Profit or Loss is less than 5% of total current assets.*
[(b)] *Balance of account is less than 1% of the total assets of the Group and no individually significant advances over P100,000.*

Map of the Conglomerate within which the Group belongs

Financial Soundness Indicators

Report on Independent Auditors on Supplementary Information Filed Separately from the Separate Financial Statements

Supplementary Schedule to Separate Financial Statements

Reconciliation of Parent Company's Retained Earnings Available for Dividend Declaration

PETRON CORPORATION AND SUBSIDIARIES
FINANCIAL SOUNDNESS INDICATORS

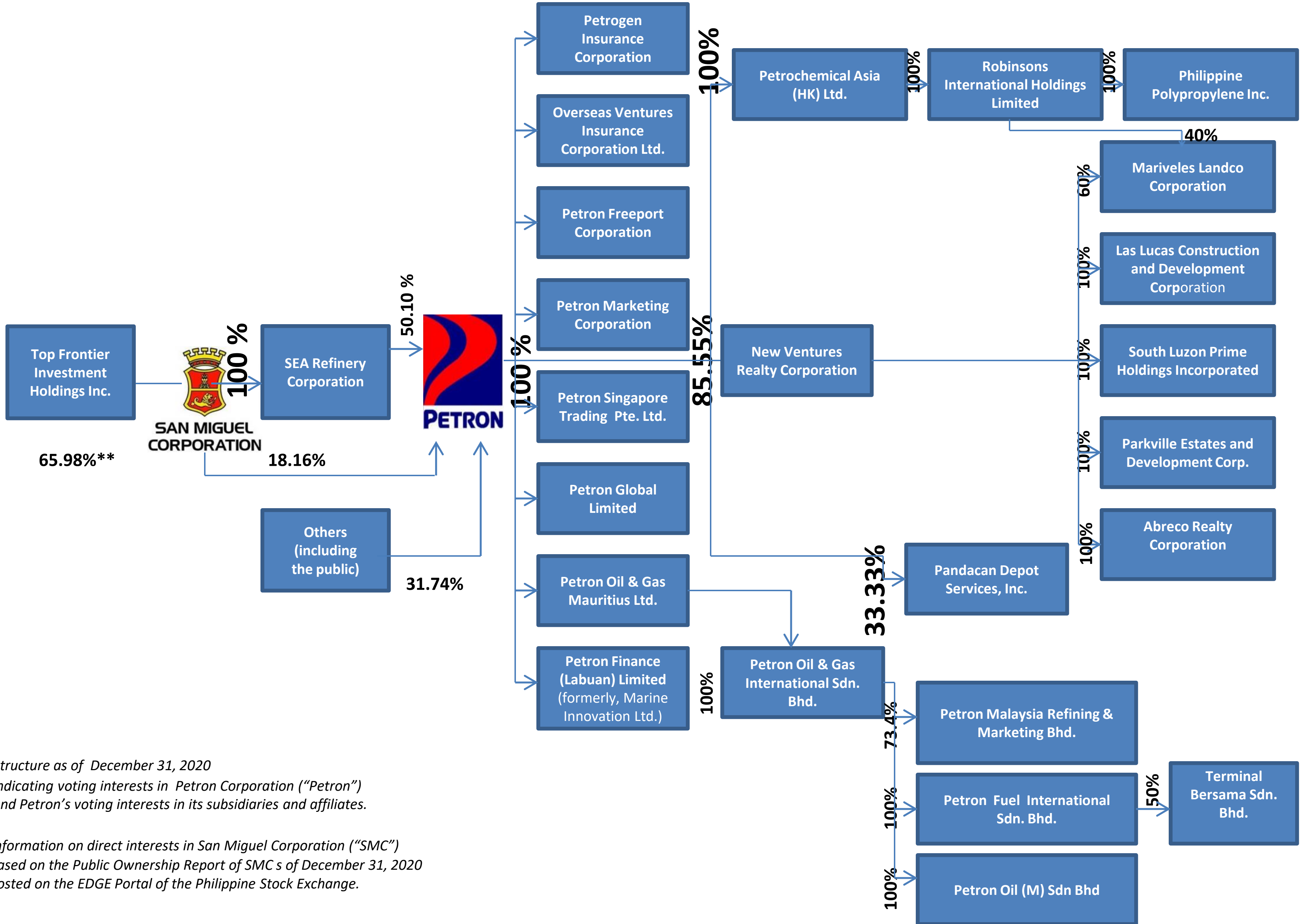
Financial Ratios	Formula	December 31, 2020	December 31, 2019
Liquidity			
a) Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	**0.89**	1.13
b) Quick Ratio	$\frac{\text{Current Assets less Inventories and Other Current Assets}}{\text{Current Liabilities}}$	**0.37**	0.50
Solvency			
c) Debt to Equity Ratio	$\frac{\text{Total Interest-bearing Liabilities}^{b}}{\text{Total Equity}}$	**2.29**	2.21
d) Asset to Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity}}$	**4.06**	4.27
e) Interest Rate Coverage Ratio	$\frac{\text{Earnings Before Interests and Taxes}}{\text{Interest Expense and Other Financing Charges}}$	**-0.43**	1.28
Profitability			
e) Return on Average Equity	$\frac{\text{Net Income}^{a}}{\text{Average Total Equity}}$	**-12.78%**	2.58%
f) Return on Average Assets	$\frac{\text{Net Income}^{a}}{\text{Average Total Assets}}$	**-3.07%**	0.61%
Operating Efficiency			
a) Volume Growth	$\left(\frac{\text{Current Period Volume}}{\text{Prior Period Volume}}\right) -1$	**-26.53%**	-1.42%
b) Sales Growth	$\left(\frac{\text{Current Period Sales}}{\text{Prior Period Sales}}\right) -1$	**-44.39%**	-7.72%
c) Operating Margin	$\frac{\text{Income from Operating Activities}}{\text{Sales}}$	**-1.62%**	3.15%

[a] *trailing 12 months net income*
[b] *excludes lease liabilities*

PETRON CORPORATION
SMC Head Office Complex 40 San Miguel Avenue, Mandaluyong City
SCHEDULE OF RECONCILIATION OF RETAINED EARNINGS
AVAILABLE FOR DIVIDEND DECLARATION
December 31, 2020
(Amounts in Thousand Pesos)

	(Figures based on audited separate financial statements)	
Unappropriated retained earnings, *as adjusted to available for dividend distribution,* beginning		**P10,496,565**
Add: Net income actually earned/realized during the period		
Net income during the period closed to retained earnings	(P11,201,688)	
Less: Non-actual/ unrealized income, net of tax:		
Fair value gains arising from marked-to-market measurement *(P2,398,164 if gross of tax)*	1,678,715	
Other unrealized gains or adjustments to the retained earnings as a result of certain transactions accounted for under PFRS *(P3,783 if gross of tax)*	2,648	
Sub-total	(12,883,051)	
Net income (loss) actually earned (incurred) during the year	(12,883,051)	**(12,883,051)**
Less: Dividend declarations during the year	(2,515,555)	
Distributions paid	(1,817,205)	
	(4,332,760)	**(4,332,760)**
TOTAL RETAINED EARNINGS AVAILABLE FOR DIVIDEND DECLARATION, ENDING		**(P6,719,246)**

PETRON GROUP STRUCTURE
(with Shareholdings in San Miguel Corporation)



* *Structure as of December 31, 2020 indicating voting interests in Petron Corporation ("Petron") and Petron's voting interests in its subsidiaries and affiliates.*

** *Information on direct interests in San Miguel Corporation ("SMC") based on the Public Ownership Report of SMC s of December 31, 2020 posted on the EDGE Portal of the Philippine Stock Exchange.*

PETRON

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Petron Corporation and Its Subsidiaries** (collectively referred to as the "Group") is responsible for the preparation and fair presentation of the consolidated financial statements including the schedules attached therein, for the years ended **December 31, 2020 and 2019**, in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors (the "Board") is responsible for overseeing the Group's financial reporting process.

The Board reviews and approves the financial statements including the schedules attached therein, and submits the same to the stockholders.

R.G. Manabat & Co., the independent auditor appointed by the stockholders, has audited the financial statements of the Group in accordance with Philippine Standards on Auditing, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

RAMON S. ANG
President, Chief Executive Officer and Acting Chairman

EMMANUEL E. ERAÑA
Senior Vice President and Chief Finance Officer

Signed this 9th day of March 2021

SUBSCRIBED AND SWORN TO before me, a Notary Public for and in the City of Mandaluyong, Metro Manila, this MAR 0 9 2021, affiants being personally known to me and signed this instrument in my presence and avowed under penalty of law to the whole truth of contents thereof.

Name	Competent Evidence of Identity	Date/Place of Issue
Ramon S. Ang		
Emmanuel E. Eraña		

Doc. No. 250;
Page No. 51;
Book No. I;
Series of 2021

MARIA CRISSELDA N. TAMONDONG
Notary Public for Mandaluyong City
40 San Miguel Avenue, 1550 Mandaluyong City
Appointment No. 0582-21
Until December 31, 2022
Attorney's Roll No. 71094
PTR No. 4581638/1-07-2021/Mandaluyong
IBP No. 150820/1-13-2021/RSM
MCLE Compliance No. VI-0023071/4-24-2019

ANNEX D

2020 Sustainability Report

Annex A: Reporting Template

(For additional guidance on how to answer the Topics, organizations may refer to Annex B: Topic Guide)

Contextual Information

Company Details	
Name of Organization	PETRON CORPORATION
Location of Headquarters	San Miguel Corporation Head Office Complex, 40 San Miguel Avenue, 1550 Mandaluyong City
Location of Operations	Nationwide
Report Boundary: Legal entities (e.g. subsidiaries) included in this report*	This Report discloses performance Sustainability indicators from the following: Petron Corporate Head Office, the Petron Bataan Refinery (PBR), our 30 terminals nationwide, and our corporate social responsibility arm, Petron Foundation, Inc..
Business Model, including Primary Activities, Brands, Products, and Services	Petron Corporation is the largest oil refining and marketing company in the Philippines. We supply approximately one third of the country's total fuel requirements through the operation of our 180,000 barrel-per-day oil refinery in Bataan. Considered one of the most advanced facilities in the region, our refinery processes crude oil into a full range of petroleum products including gasoline, diesel, LPG, jet fuel, kerosene and petrochemicals. From Bataan, we move our products mainly by sea to nearly 30 terminals located across the archipelago. Through our robust distribution network, we fuel strategic industries such as power generation, manufacturing, mining, agribusiness, among others. Petron also supplies jet fuel at key airports to international and domestic carriers. Through over 2,400 service stations – the most extensive in the country – we retail gasoline, diesel, and autoLPG to motorists and the public transport sector. Our wide range of world-class fuels includes Blaze 100 Euro 6, XCS, Xtra Advance, Turbo Diesel and Diesel Max. We also sell our LPG brands Gasul and Fiesta Gas to households and commercial consumers through an extensive retail network.
Reporting Period	January 1 to December 31, 2020
Highest Ranking Person responsible for this report	RAMON S. ANG President and CEO

**If you are a holding company, you could have an option whether to report on the holding company only or include the subsidiaries. However, please consider the principle of materiality when defining your report boundary.*

Materiality Process

Explain how you applied the materiality principle (or the materiality process) in identifying your material topics.[1]

[1] See *GRI 102-46* (2016) for more guidance.

In determining the materiality of our topics, we relied on our existing materiality test (based on the GRI G3 standards) using the following parameters:

- *Is this already mentioned as an important indicator by stakeholders?*
- *Does this constitute a future challenge for your sector? Is it already discussed by peers?*
- *Is this connected to relevant laws, regulations, international agreements, or voluntary agreements with strategic significance to your organization or to your stakeholders?*
- *Does this constitute an opportunity for your organization?*
- *Does this contribute to the likelihood that a significant risk to your organization occurs?*
- *Is this recognized by scientists / experts as a risk for sustainability?*
- *Does your organization have specialized knowledge or competencies to contribute to sustainability in this area?*
- *Does this contribute to successful implementation of your strategy or does this reinforce the values of your organization?*

Under this materiality matrix, we took stock of all the issues our stakeholders raised and plotted them against those that have the biggest financial or reputational impact on our business. At the same time, we took into consideration items that we believe posed significant risks in terms of information that we deemed proprietary or may compromise our competitive advantage, and therefore detrimental to the Company's sustainability as a business. Both quantitative and qualitative data were subjected to an internal verification process led by our Sustainability Council.

The discussion of our Sustainability indicators includes our Corporate Head Office, the Petron Bataan Refinery (PBR), our 30 terminals nationwide, and our corporate social responsibility arm, Petron Foundation, Inc. (PFI). We likewise report on voluntary initiatives to involve our external stakeholders such as service station dealers, business partners, vendors, suppliers, and contractors. We also discuss current issues and challenges faced by the Company in the context of sustainability in our operations and our corresponding planned actions. Furthermore, Petron's undertakings on joint ventures, subsidiaries, leasing facilities, outsourcing, operations, and involvement in other entities do not affect the comparability from period to period and/ or between organizations. Economic data reporting is consistent with the Petron Corporation 2020 Annual Report.

We continue to better appreciate the sustainability requirements and endeavor to further enhance the Materiality Process in determining our material topics for succeeding reports.

Economic Performance

Direct Economic Value Generated and Distributed

Disclosure	Amount (in Million Pesos)	Units
Direct economic value generated (revenue)	286,899	PhP
Direct economic value distributed:		
a. Operating costs	278,080	PhP
b. Employee wages and benefits	3,093	PhP
c. Payments to suppliers, other operating costs*		Php
d. Dividends given to stockholders and interest payments to loan providers	15,190	PhP
e. Taxes given to government	53,364	PhP
f. Investments to community (e.g. donations, CSR)	47	PhP

**Operating costs data already corresponds to Payment to suppliers and contractors*

<table>
<tr><th>What is the impact and where does it occur? What is the organization’s involvement in the impact?</th><th>Which stakeholders are affected?</th><th>Management Approach</th></tr>
<tr><td>
Petron’s principal business involves the refining of crude oil and the marketing and distribution of refined petroleum products. We sell refined petroleum products including LPG, gasoline, diesel, jet fuel, kerosene, solvents, asphalts, and petrochemical feedstocks such as mixed xylene, propylene, and toluene.
In the Philippines, Petron has an overall market share of 22.8% of the local oil market as of September 2020 in terms of sales volume based on company estimates.
The major markets in the petroleum industry are Retail, Industrial, LPG and Lube Trades. Petron sells its products to industrial end-users and through a nationwide network of service stations, LPG dealerships, sales centers and other retail outlets. We also supply jet fuel at key airports to international and domestic carriers.
In line with efforts to increase our presence in the regional market, we export various petroleum and non-fuel products to Asia-Pacific countries and regions such as Cambodia, Brunei, Singapore, and Malaysia.
The importation and sale of petroleum products is highly taxed in the Philippines. In recent years, the government has increased the excise taxes on petroleum products, among others, as part of its overall economic strategy to finance government spending and provide better infrastructure, health, education, jobs and social protection for the people.
</td><td>

Employees
Customers
Business partners (contactors, suppliers)
Financial institutions
Government
Communities

</td><td>
Petron Vision, Mission, and Values
<u>Vision</u>
“To be the Leading Provider of Total Customer Solutions in the Energy Sector and its Derivative Businesses.”
<u>Mission</u>
We will achieve this by:

Being an integral part of our customers’ lives, delivering a consistent customer experience through innovative products and services;
Developing strategic partnerships in pursuit of growth and opportunity;
Leveraging our refining assets to achieve competitive advantage;
Fostering an entrepreneurial culture that encourages teamwork, innovation, and excellence;
Caring for our community and environment;
Conducting ourselves with professionalism, integrity, and fairness;
Promoting the best interest of all our stakeholders.

Petron’s Sustainability Priorities
Our sustainability priorities represent Petron’s integrated approach to deliver on its Vision, Mission, and Values with the most value to and in the best interest of its stakeholders. The harmonious interplay of these priorities gives forward motion to our company even as it shows our dynamism in addressing the evolving needs of our stakeholders.

Economic Responsibility. We commit to the creation of long-term economic value and mutual advantage for our company and its shareholders.
Strategic Partnerships. We commit to building on shared strengths with business partners and other stakeholders in our quest to serve customers better while

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		creating more value for our investors. • **Product and Service Innovation.** We commit to investing in research and development for the continuous enhancement of our products, services, and processes in order to delight our customers, achieve competitive advantage, help shape the industry, and fuel environmental protection.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
The following risks may cause adverse impact on Petron's business operations and constrain the company's financial performance: • Volatility of the prices of crude oil and petroleum products; • Intense competition and cyclicality in global and regional refining capacities. • Any significant disruption in operations or casualty loss at our Refinery and Terminals; • Failure to comply with relevant national and local laws and regulations may result in financial penalties or administrative or legal proceedings against the Company, including the revocation or suspension of the Company's licenses or operation of its facilities. Continued compliance with safety, health, environmental and zoning laws and regulations may adversely affect Petron's results of operations and financial condition. • Failure to respond quickly and effectively to product substitution or government-mandated product formulations; • Significant capital expenditures, financing, and expansion of marketing and logistical support, which are subject to a number of risks and uncertainties, and its financial condition and results of	• Employees • Customers • Business partners (contactors, suppliers) • Financial institutions • Government • Communities	Petron Corporation follows an enterprise-wide risk management framework for identifying, mapping, and addressing the risk factors that affect or may affect its businesses. The company's risk management process is a bottom-up approach, with each division mandated to conduct regular assessment of its risk profile and formulate action plans for managing identified risks. As Petron's operations form an integrated value chain, risks emanate from every process. The results of these activities flow up to the management committee and, eventually, the board. Venue for these are through the company's annual business planning process and quarterly updates on major risks and mitigation strategies. Oversight and technical assistance are likewise provided by different corporate units. To effectively address the Covid-19 pandemic, Petron enhanced its Business Continuity Plan (BCP) to include a Pandemic Response. All line departments undertook critical functions continuity planning and provide overall business impact data assessment. HRMD spearheaded pocket meetings in February 2020 and a general meeting in March on the BCP. The BCP Steering Committee, composed of Petron senior executives, managers, supervisors, and employees in critical positions, crafted their respective Division BCPs. With Petron identified as a critical industry during the pandemic, our Corporate Affairs Department and HRMD worked to secure Covid-19 Inter-

operations may be adversely affected by its debt levels. • Increase in Petron's operating costs due to changes in applicable taxes, duties and tariffs; • Fluctuations in the value of the Philippine Peso against the U.S. dollar. • Loss of experienced, skilled and qualified personnel and senior management if Petron is unable to retain their services. • Existing or future claims against the Company, its subsidiaries, associates or joint ventures, or directors or key management. For 2020, Covid-19 became an additional critical risk for the Company as the pandemic severely disrupted business operations, negatively impacted sales, and imperiled the physical health of Petron employees and its business partners. There was a severity to the Covid risk given its global reach, the lack of full understanding about the virus, and the uncertainties of a long-term solution.		Agency Task Force (IATF) IDs and RapidPass accreditation to many of Petron's employees, facilitating their travel to and from Petron offices and facilities to ensure the uninterrupted supply of fuel products to the country. Additionally, our Management Information Systems Department (MISD) provided vital actions that complemented these efforts. Through them, Petron acquired additional laptops during the early part of the pandemic which were immediately deployed to key personnel and employees tasked with Work-from-Home arrangements. Essential applications such as Office365 were deployed in these units to enable employees continuous access to their email and core business applications. Microsoft Teams, another Office365 application, was deployed *en masse* as the platform for virtual meetings, replacing face-to-face interaction at the office. These applications (Office365 and its component Teams) are natively cloud-based, accessible outside of the company network and requiring only an internet connection, which allowed all of our employees to collaborate and interact even when doing work in their respective home environments. This ensured business operations continued even during the more than three months the country was in lockdown. Petron's PC Helpdesk Support, a critical aspect of technical support for computer assets and applications, was enhanced through posting of onsite personnel to render PC troubleshooting at selected offices of Petron despite the nationwide quarantine protocols. While remote support was improved through the Petron Helpline facility – another online facility that captures IT support requests and services.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
Petron sees opportunities for the business to further grow through: • Maximizing production of high margin refined petroleum products and petrochemicals.	• Employees • Customers • Business partners (contactors, suppliers) • Financial institutions	Over the years, Petron has made significant investments in upgrading its facilities and is focused on increasing production of white products and petrochemicals while minimizing production of low margin fuel products.

• Further increasing market share in the downstream oil market in the Philippines. • Continuing investments to increase operational efficiency and profitability and to increase market reach. • Pursuing selective synergistic acquisitions. Specific to the Covid-19 pandemic, Petron saw opportunities for the business to contribute to nation building by ensuring the availability of fuel products to the public, as well as supporting government initiatives to address the pandemic such as the *Libreng Sakay* program for medical frontliners and locally-stranded individuals. There was also an opportunity to utilize Treats convenience stores in select Petron service stations to sell San Miguel Food products at discounted prices for communities limited by the lockdowns.	• Government • Communities	We believe that the downstream oil market in the Philippines is still underserved and has a strong potential for growth. To capture this growth and further strengthen our market position, the Company will embark on initiatives that include retail expansion, facilities upgrade, supply chain improvements, and further enhancing customer experience. As regards the Covid-19 pandemic, Petron synergized efforts with the San Miguel Corporation Corporate HR and the SMC Center for Health Services, Inc. (CHSI) for a strategic response. Petron HR organized a Covid-19 Steering Committee comprised of Managers, Officers, and Petron Medical Health.

Climate-related risks and opportunities[2]

Governance	Strategy	Risk Management	Metrics and Targets
There is a Risk Oversight Committee composed of at least three (3) members of the Board, the majority of whom are independent directors. At least one members of the committee has relevant and thorough knowledge and experience on risk and risk management. The Committee is responsible for the oversight of the enterprise risk management system of the Company to ensure its functionality and effectiveness. **Petron Risk Management**	Petron recognizes that the industry is at great risk from the effects of climate change. Our major facilities, such as our Refinery and terminals, are located along shorelines, making sea level rise due to global warming a major threat to our operations. Sea level rise is now being considered in the planning stage of our terminal expansion projects. Opportunities ▪ Petron acknowledges that its product is a major source of GHG emissions. Thus we strive to produce more	While the responsibility for environmental management is shared across the business, Petron's **Environment Council** assists management in the formulation and implementation of environmental policies, disseminates new regulations, standards, and corporate policies throughout the organization, and shares best practices in environmental management. The refinery, terminals, and retail facilities nationwide have Health, Safety, and Environment	Goals and targets are set by each facility of the operating units. At the same time, Petron continues to benchmark with the performance and practices of other players in the oil industry to further improve its environmental performance.

[2] Adopted from the Recommendations of the Task Force on Climate-Related Financial Disclosures. The TCFD Recommendations apply to non-financial companies and financial-sector organizations, including banks, insurance companies, asset managers and asset owners.

(PRisMS) Policy Statement Petron Corporation is committed to an integrated and dynamic risk management framework that systematically identifies, assesses, measures, manages and monitors existing and potential risks confronting the company and its subsidiaries, whether from the environment or inherent in its business processes and systems. Risk management strategies are adopted across the organization to consider the best trade-off between risks and opportunities in order to maximize shareholder value. All managers and risk owners are primarily accountable for risk management.	environment-friendly products that result to less emission. ▪ As a resource intensive industry, there is a need to reduce our environment footprint through efficient use of resources (energy, water, etc.) and minimization of waste generation. Carbon, water, and waste footprint can be further reduced to be at par or better than other players in the oil industry. Risks ▪ Costs associated with reducing our environment footprint. ▪ Leaks and releases (spills).	(HSE) committees which involve all employees from management to rank and file.	
Recommended Disclosures			
a) *Describe the board's oversight of climate-related risks and opportunities* While climate change is not specifically spelled out in Petron's Corporate Governance Manual, this is broadly spelled out in the BOD's mandate: The Board of Directors is responsible for overseeing management of the Company and fostering the long-term success of the Company and securing its sustained competitiveness and profitability in a manner consistent with the fiduciary responsibilities of the Board of Directors	a) *Describe the climate-related risks and opportunities the organization has identified over the short, medium and long term* The Company does not currently have a specific climate change policy or strategy. However, we continue to consider global warming as a significant risk to the continuity of our operations and are continuing to develop initiatives to both mitigate and adapt to possible impacts.	a) *Describe the organization's processes for identifying and assessing climate-related risks* The Company does not currently have a specific climate change policy or strategy. However, we continue to consider global warming as a significant risk to the continuity of our operations and are continuing to develop initiatives to both mitigate and adapt to possible impacts.	a) *Disclose the metrics used by the organization to assess climate-related risks and opportunities in line with its strategy and risk management process* Petron refers to numerous metrics in assessing climate-related risks and opportunities as we believe that what gets measured gets managed. These include, but are not limited to: • Requirements in securing ISO certification in our facilities (ISO 14001 for Environment Management). • Integrated Accounting for

and the corporate objectives and best interests of the Company and its stakeholders. Also reflected under the CG Manual are the key internal control features necessary for good corporate governance, such as the duties and responsibilities of the Board of Directors and the board committees, the active operation of the Company in a sound and prudent manner, the presence of organizational and procedural controls supported by an effective management information and risk management reporting systems, among others.			Greenhouse Gas and Air Emissions for the Petron Bataan Refinery (initiated in 2011 with Philippine Business for the Environment [PBE] and Clean Air Initiative for Asian Cities. • Project CODy, a program at the Petron Bataan Refinery to characterize and measure the various types of wastes and segregate clean from oily wastewater streams in our plant so that we could spot opportunities for water reuse while minimizing wastewater treating cost. • Continued use of GRI G3 environmental indicators on Materials, Energy, Water, Biodiversity, Emissions, Effluents & Waste, Products and Services, Compliance, and Transportation.
b) Describe management's role in assessing and managing climate-related risks and opportunities In being part of a resource-intensive business that is both a contributor to and a recipient of the effects of climate change, we are unceasing in our efforts to improve our environmental performance to be at par or better than other players in the oil industry.	*b) Describe the impact of climate-related risks and opportunities on the organization's businesses, strategy and financial planning.* The Philippines has experienced a number of climate-related catastrophes in recent years, including typhoons, volcanic eruptions, earthquakes, tsunamis, mudslides, fires, droughts and floods related to climate events. Natural catastrophes may disrupt the Company's ability to produce or distribute its	*b) Describe the organization's processes for managing climate-related risks* Petron believes that climate change constitutes a real and serious threat to the planet, its people, and our way of life. Thus, we undertake initiatives to manage climate-related risks: • Information Education Campaign for our facilities (Refinery, Terminals, and service stations) discussing impacts of	*b) Describe the targets used by the organization to manage climate-related risks and opportunities and performance against targets* Goals and targets are set by each facility of the operating units. At the same time, Petron continues to benchmark with the performance and practices of other players in the oil industry to further improve its environmental performance.

Management continuously conducts assessment and performance assessments through quarterly management and safety reviews. Thus, business performance (actual vis-à-vis targets), compliance with business hurdle rates and financial parameters/ratios, as well as health, safety, and environmental requirements are evaluated periodically. We also have our Corporate Technical Services Group (CTSG)-Environment, under the Vice President for Operations which is directly responsible for formulating policies and guidelines implemented in our various operating units (Refinery, Terminal Operations, and National Sales). It also manages and coordinates programs and activities, particularly those aimed at reducing Petron's carbon footprint, and creating an environment that promotes health and safety.	products and impair the economic conditions in affected areas, as well as the overall Philippine economy. These types of events may materially disrupt Petron's business and operations and could have a material adverse effect on our financial condition and results of operations.	climate change to our facilities and how to contribute in reducing GHG emissions; • Adoption of mangrove areas for reforestation and other greening programs as GHG sequestration programs; • Climate Change Adaptation Programs are also included in the planning stage of our projects as part of our Environmental Impact Assessment study. This will include adaptation measures on impact of sea level rise, projected rainfall and temperature variations, among others. • We also take pride in the implementation of various management systems in our Refinery and depots, and the adoption of an environmental management plan in our service stations. Internal audits on the environmental performance of all our facilities are conducted annually while third-party audits from certifying bodies are conducted. All corrective actions are identified and implemented. • We also believe in the continued improvement of our personnel thus we invest on their	

		training. Recognizing that our environmental footprint extends to our supply chain, we extend the training on environmental programs to suppliers, contractors, and service providers.	
	c) Describe the resilience of the organization's strategy, taking into consideration different climate-related scenarios including a 2°C or lower scenario The Company does not currently have a climate change strategy that specifically details a 2^0C or lower scenario. However, we continue to consider global warming as a significant risk to the continuity of our operations and are continuing to develop initiatives to both mitigate and adapt to possible impacts.	*c) Describe how processes for identifying, assessing, and managing climate-related risks are integrated into the organization's overall risk management* We recognize that our industry is at great risk from the effects of climate change. Our major facilities, such as our Refinery and Terminals, are located along shorelines, making sea level rise due to global warming a major threat to our operations. Sea level rise is now being considered in the planning stage of our Terminal expansion projects. We believe that our efforts at managing our environmental footprint and mitigating our impact on the environment are key to reducing our vulnerability to climate change. This is critical, not only for us, but for the wider community affected by our operations. We know that while we cannot fully eliminate our impact on the environment and society, we are committed to upholding laws and regulations, installing management systems, and observing	

		best practices in efforts to reduce any negative effects. We continue to be influenced by the Precautionary Principle in our decision-making process, taking into account any potential harmful outcome even if uncertain.	

Procurement Practices

Proportion of spending on local suppliers

Disclosure	Quantity	Units
Percentage of procurement budget used for significant locations of operations that is spent on local suppliers	81	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Petron's business reaches beyond the economic centers of the country to its most remote areas. Fueling progress in these far-flung places, along with our development initiatives, we foster the potential for a more inclusive growth. For instance, economic opportunities start to arise where there is a Petron service station because our presence supports the government's move to set up farm-to-market roads and other public infrastructure that facilitate productivity. By tapping into the local business network, whether in terms of providing us with services or supplies, we build capacity at the grassroots level and create more partner businesses and contractors that help strengthen our business as we widen our scope.	• Key Petron business units (Refinery, Operations, National Sales, Supply, Procurement, Business Planning) • Suppliers • Host communities	**Vision, Mission, and Values** To be the leading provider of total customer solutions in the energy sector and its derivative businesses. We will achieve this by: • Being an integral part of our customers' lives, delivering consistent customer experience through innovative products and services; • Developing strategic partnerships in pursuit of growth and opportunity; • Leveraging our refining assets to achieve competitive advantage; • Fostering an entrepreneurial culture that encourages teamwork, innovation, and excellence; • Caring for community and the environment; • Conducting ourselves with professionalism, integrity, and fairness; • Promoting the best interest of all our stakeholders. **Petron Sustainability Priorities** • Economic Responsibility We commit to the creation of long-term

		economic value and mutual advantage for our company and its shareholders • Operational Efficiency We commit to the continuous improvement of our operations and in our supply chain, guided by global efficiency standards. • Strategic Partnerships We commit to building on shared strengths with business partners and other stakeholders in our quest to serve customers better while creating more value for our investors. • Product and Service Innovation We commit to investing in research and development for the continuous enhancement of our products, services, and processes in order to delight our customers, achieve competitive advantage, help shape the industry, and fuel environmental protection. Petron is unique since it operates in an ecosystem that includes a diverse group of supply chain stakeholders, from large foreign and local contractors to Philippine society's most basic units, the household and the *barangay*. While the potential for inclusive development is great, the challenge for alignment is enormous. We seek to leverage on our size and scale to extend the sustainability agenda throughout our sphere of influence.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Being at the forefront of Petron's spending requirements, we make sure that significant savings are generated without sacrificing the quality of goods and services.	• Key Petron business units (Refinery, Operations, National Sales, Supply, Procurement, Business Planning) • Suppliers	We continuously implement improvements to our Procurement to enhance efficiencies that maintain competitive advantage and promote savings. These efforts allow us to streamline the process and help us identify opportunities for improvements and establish a strategic sourcing program.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
This evolution of Petron's Materials and Services Purchasing Department to Procurement Division has opened opportunities	• Petron's Procurement Division • Suppliers	Good corporate governance is the foundation of our leadership position. We see Procurement's central role in encouraging the adoption of good

to improve accountability within our network. These changes include: • Embedding of ethical practices within procurement processes • Increased transparency in transactions • Optimization of procedures for customer responsiveness • Increased flexibility in determining optimal and efficient strategies • Identification of areas for expertise development		governance principles among the suppliers, communicating and cascading ethical practices throughout the supply chain, and increasing the compliance with these principles. Thus, we created a governance group that looks into the development, updating, and consistent application of procurement-related policies and procedures. We continuously review and update our procurement manual and procedures to reflect guidelines on working conditions, business standards and ethics, business integrity, occupational health and safety, environment, workplace harassment, conflict of interest and commercial bribery, company confidentiality, dangerous drugs, and dealing with government intermediaries.

Anti-corruption

Training on Anti-corruption Policies and Procedures

Disclosure	Quantity	Units
Percentage of employees to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of business partners to whom the organization's anti-corruption policies and procedures have been communicated to	100	%
Percentage of directors and management that have received anti-corruption training	100	%
Percentage of employees that have received anti-corruption training	100	%

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Directors, officers and employees represent the Company and are, thus, responsible for upholding the good name of the Company. Directors and officers and many employees interact with third parties, including the government.	Internal stakeholders • All Petron directors, officers, and employees External stakeholders • Customers • Dealers • Suppliers • Vendors • Contractors • Creditors	Petron strictly adheres to high standards of ethical conduct. The Board of Directors adopted the revised Code of Conduct and Ethical Business Policy of the Company in May 2018. The Code of Conduct and Ethical Business Policy of the Company expressly provides an anti-corruption policy and the Company Rules and Regulations on Discipline impose disciplinary action for a breach of such anti-corruption policy. Copies of the Code of Conduct are distributed to directors, officers and

	• financial institutions • joint venture partners • program partners • general public • government	employees and are readily available with the Human Resources Management and Development Department of the Company. The Code of Conduct is also available on the Petron website www.petron.com and the Petron intranet "Petron Hub". Training on anti-corruption is included in the values and leadership training seminars and employee orientation programs and form part of corporate governance seminars required to be attended by directors and key officers of the Company. Further labor relations seminars are also conducted which include a module on corruption.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Corruption incidences can occur during the interaction between a company and the third parties it deals with, including the government.	Internal stakeholders • All Petron directors, officers, and employees External stakeholders • Customers • Dealers • Suppliers • Vendors • Contractors • Creditors • financial institutions • joint venture partners • program partners • general public • government	The Company has a board-approved Code of Conduct and Ethical Business Policy that sets out the Company's anti-corruption policy and its Company Rules and Regulations on Discipline impose disciplinary action for a breach of such anti-corruption policy. Anti-corruption trainings of directors, officers and employees provide values trainings that are geared towards teaching about the adverse effects of corruption and developing a behavior of not acting in a corrupt manner
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
Availability of more in-depth training on anti-corruption that can enhance awareness and implementation of anti-corruption policies and practices in the Company	Internal stakeholders • All Petron directors, officers, and employees External stakeholders • Customers • Dealers • Suppliers • Vendors • Contractors • Creditors • financial institutions • joint venture partners • program partners	The Company will continue to promote anti-corruption in values and leadership training seminars, employee orientation programs, and labor relations seminars. The Company will also continue to include anti-corruption as a topic in corporate governance seminars required to be attended by directors and key officers of the Company.

	• general public • government	

Incidents of Corruption

Disclosure	Quantity	Units
Number of incidents in which directors were removed or disciplined for corruption	0	#
Number of incidents in which employees were dismissed or disciplined for corruption	0	#
Number of incidents when contracts with business partners were terminated due to incidents of corruption	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Directors, officers and employees represent the Company and are, thus, responsible for upholding the good name of the Company. By the nature of their positions, they interact with third parties that deal with the Company, including the government.	<u>Internal stakeholders</u> • All Petron directors, officers, and employees <u>External stakeholders</u> • Customers • Dealers • Suppliers • Vendors • Contractors • Creditors • financial institutions • joint venture partners • program partners • general public	The Code of Conduct and Ethical Business Policy sets the standards for ethical and business conduct of the directors, officers and employees and expresses the commitment of Petron to conduct its business fairly, honestly, impartially and in good faith, and in an uncompromising ethical and proper manner. All the directors, officers and employees of the Company are expressly required to comply with this Policy and conduct themselves in a manner that avoids even the mere appearance of improper behavior. Among the standards set by the Code of Conduct and Ethical Business Policy include: a) the open, honest and arm's length dealings with its customers, dealers, suppliers, vendors, contractors, creditors, financial institutions and joint venture partners. b) the supply of products and services of the highest quality backed by efficient after-sales services. c) the conduct of business in a manner that preserves the environment, protects the health and safety of its employees, customers, suppliers, contractors, and other stakeholders and the general public.

		d) the observance of the vision and the mission of the Company and its core values of professionalism, integrity, fairness, commitment to excellence, and care of the environment, and includes the prohibitions against conflict of interest, bribery, gifts, disclosure of non-public information of the company and misuse of company property, and e) professional competence of the employees. The procedure under the Code of Conduct and Ethical Business Policy requires anyone with any information or knowledge of any prohibited act or violation to promptly report the same to the Department Head, any Vice President, the Human Resources Management Department, the IAD or the General Counsel. Disciplinary measures may be imposed after an investigation. All incoming employees are oriented with the policies of the Company, including the Code of Conduct and Ethical Business Policy. And as part of their pre-employment requirements, all such incoming employees are required to declare in writing (a) all their existing businesses that may directly or indirectly conflict their performance of their duties once hired and their undertaking to inform the Company of any conflict of interest situation that may later arise and (b) their acceptance of the company policies, rules and procedures, including those relating to conflict of interest, gifts, and insider trading.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
• conflict of interest • bribery/gifts	Internal stakeholders • All Petron directors, officers, and employees External stakeholders • Customers • Dealers • Suppliers • Vendors	***Anti-Bribery and Anti-Corruption*** The Company Corporate Governance Manual embodies the company policy against corrupt practices and the company commitment to do business with integrity by avoiding corruption and bribery of all kinds and by observing all applicable anti-bribery and anti-corruption laws in every jurisdiction in which it does business.

	• Contractors • Creditors • financial institutions • joint venture partners • program partners • general public • government	The Code of Conduct and Ethical Business Policy also specifically prohibits bribery and any solicitation, receipt, offer or making of any illegal payments, favors, donations or comparable gifts which are intended to obtain business or uncompetitive favors. The said acts are also punishable under Company Rules and Regulations on Discipline with penalties ranging from light suspension to dismissal. ***Conflict of Interest*** The Code of Conduct and Ethical Business Policy expressly provides a proscription against engaging in any activity in conflict with the interest of the Company and it requires a full disclosure of any interest which any employee or his/her immediate family and friends may have in the Company. Employees are also generally restricted from accepting a position of responsibility (such as consultancy or directorship) with any other company or provide freelance services to anyone.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
Increased awareness on the negative impact of corruption	Internal stakeholders • All Petron directors, officers, and employees External stakeholders • Customers • Dealers • Suppliers • Vendors • Contractors • Creditors • financial institutions • joint venture partners • program partners • general public • government	The Company will continue to promote anti-corruption in values and leadership training seminars, employee orientation programs, and labor relations seminars. The Company will also continue to include anti-corruption as a topic in corporate governance seminars required to be attended by directors and key officers of the Company.

Resource Management

Energy consumption within the organization:

Disclosure	Quantity	Units
Energy consumption (renewable sources)	331.16	GJ
Energy consumption (gasoline)	36,284.25	GJ
Energy consumption (Fuel gas + LPG)	8,233,355.00	GJ
Energy consumption (diesel)	29,348.12	GJ
Energy consumption* (catalytic carbon, fuel oil, petroleum carbon, coal)	17,963,256.82	GJ
Energy consumption** (electricity)	37,307,685	kWh

**catalytic carbon, fuel oil, petroleum carbon, coal*
*** (electricity)*

Reduction of energy consumption

Disclosure	Quantity	Units
Energy reduction (gasoline)	0	GJ
Energy reduction (LPG)	0	GJ
Energy reduction (diesel)	0	GJ
Energy reduction (electricity)	134,703.4	kWh
Energy reduction (gasoline)	0	GJ

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Petron Bataan Refinery and its Polypropylene Plant accounts for 76.5% and 23.3% of the energy consumption of the organization, respectively. The energy consumption has a material impact on the operating cost of the organization. Bulk of the energy utilized comes from fossil fuel. Air emission from fuel combustion will impact the air quality in the area where we operate and in the fenceline communities.	Shareholders Fenceline Communities	**Petron Vision, Mission, and Values** Vision "To be the Leading Provider of Total Customer Solutions in the Energy Sector and its Derivative Businesses." Mission We will achieve this by: • Being an integral part of our customers' lives, delivering a consistent customer experience through innovative products and services; • Developing strategic partnerships in pursuit of growth and opportunity; • Leveraging our refining assets to achieve competitive advantage; • Fostering an entrepreneurial culture that encourages teamwork, innovation, and excellence;

		• Caring for our community and environment; • Conducting ourselves with professionalism, integrity, and fairness; • Promoting the best interest of all our stakeholders. **Petron's Sustainability Priorities** • <u>Environmental Stewardship</u> We commit to business practices that help protect the environment knowing that this accordingly safeguards the interests of our company and its stakeholders over the long term. • <u>Operational Efficiency</u> We commit to the continuous improvement of our operations and in our supply chain, guided by global efficiency standards. • <u>Product and Service Innovation</u> We commit to investing in research and development for the continuous enhancement of our products, services, and processes in order to delight our customers, achieve competitive advantage, help shape the industry, and fuel environmental protection. Petron Bataan Refinery continuously invests in optimizing energy consumption. Projects implemented through the years contribute to reducing energy consumption. This include the flare gas and fuel gas recovery systems. The operation of its Delayed Coker Unit (DCU) produces petroleum carbon that is used as fuel for the Refinery Solid Fuel Fired Power Plant. Our Refinery also remains judicious in its energy consumption by reducing energy losses from its operations. It has a program in place to monitor, maintain, and improve performance of its heat exchangers and heated lines. Other facilities also implement energy conservation programs such as the use of energy-efficient lighting fixtures. The participation of our facilities in the annual Earth Hour celebration, limitation of use of air-conditioning units, perimeter lighting systems and electricals during break and after office hours and

		conversion to LED are some of the energy conservation programs implemented by the company. As indicated in Petron's 2019 sustainability report, solar power was considered as potential source of renewable energy that may be used in Petron Corporation. For 2020, consumption from solar energy increased to 48 GJ from 3.3 GJ in 2019. This is attributed to increase in number of solar powered equipment in the terminals.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Potential disruption in coal supply or breakdown/shutdown of its power plant that could result to higher cost of energy for our Bataan refinery.	Stockholders	Petron Corporation will continuously seek stable and alternative sources for its power supply requirements.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
The COVID pandemic has driven the company to re-assess its business operations and improve efficiency to remain competitive. The changes implemented have resulted to a 19.7% decrease in energy index (GJ/MB Crude Processed) of Petron Bataan Refinery. Similarly, our terminal operations attained 30.8% reduction in energy index (GJ/KL fuel thruput) for 2020. The provincial government of Bataan has an approved Environment Code that requires Greenhouse Gas (GHG) Accounting and payment of GHG fees to industrial facilities within its jurisdiction. Since energy consumption translates to greenhouse gas emission, Petron Bataan Refinery will have more impetus to reduce its energy consumption. For 2021, Petron Bataan Refinery will be implementing the following energy reduction programs: • Atmospheric Pipestill Preheat Exchanger Performance	<u>Internal stakeholders</u> • All Petron directors, officers, and employees <u>External stakeholders</u> • Fenceline communities • LGUs • Concerned national government agencies (Department of Energy, DENR, Board of Investments) • general public	Management will continue to explore and evaluate new technologies that may be used to reduce energy consumption from operations and further improve on its energy efficiency programs. The utmost goal is to reduce cost from energy consumption and air pollutant emissions.

Monitoring and Cleaning to optimize heat exchange efficiency. • Upgrade/Expansion of steam generation facility that will supply steam in a more efficient manner than the existing Thermal Power Plant. These programs are expected to reduce energy consumption by up to 1,160 GJ/day.		

Water consumption within the organization

Disclosure	Quantity	Units
Water withdrawal*	108,368,978	m^3
Water consumption*	22,423,966	m^3
Water recycled and reused	323,851	m^3

**91.57% comes from surface water sources (sea) and recirculated back to the sea after treatment*
8.43% comes from groundwater / utility water providers

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Petron's water consumption is majorly attributed to the operations of its Bataan Refinery. Surface water withdrawn from the sea accounts for 91.57% of the water consumed. The use of water, especially from groundwater sources, competes with the water supply. Over extraction may also result to saltwater intrusion and ground subsidence. Use of groundwater also entails cost from payment of royalties to government agencies.	Community	Majority of the Refinery's water consumption is sourced from seawater. It is used for cooling purposes before it is recirculated back to the sea. To prevent groundwater depletion and saltwater intrusion, we installed seawater desalination plant to supply equivalent of 25.2% of the total freshwater requirement. Rainwater harvesting is also practiced intensively in the refinery and its terminals. Pier facilities of terminals are being upgraded with the long-term goal of implementing waterless receiving in all terminals. As of end 2020, six (6) terminals were already implementing waterless receiving. Modifications are also underway for other terminals to enable waterless receiving. Majority of terminals without waterless receiving are also implementing Product to Product pushing which can reduce water used for water pushing by up to 50%. All terminals are also implementing rainwater harvesting.

		Petron attained a 16.7% decrease in volume of water withdrawal in 2020 primarily due to lower volume of crude oil processed at the Refinery. Petron aligns its program on water use with San Miguel Corporation's "Water For All Program" that aims to reduce scarce water consumption. In 2020 it has attained 11.04% reduction in scarce water consumption versus 2016 baseline data.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Increasing water demand due to population growth and industrialization in the areas surrounding our community pose a threat to groundwater water supply and availability.	Community	Petron will continue to implement programs to reduce water consumption and explore other water resources to be used other than groundwater.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
Management has mandated Petron Corporation to maximize use of non-scarce water such as surface water in lieu of groundwater. With the mandate, the company is already exploring options to tap surface water resources. The refinery has also formulated short term and medium-term programs to reduce water consumption, such as the following: • Use of Reverse Osmosis Reject Water for bottle washing at Laboratory • Recovery and Reuse of Water Reject from the Continuous Electrodeonization (CEDI) in the water treatment facility as Firefighting Water • Modification of existing raw water and fire water storage tanks to capture and store rainwater within the area covered by its top roof • Recover and use the Reverse Osmosis online sensor drain	<u>Internal stakeholders</u> • Petron Management • Petron officers and employees <u>External stakeholders</u> • Fenceline communities • LGUs • government regulatory agencies (Department of Energy, DENR-EMB) • general public	Petron Corporation continues to collaborate with San Miguel Corporation's Water Council to achieve its 2025 reduction target and in utilizing alternative non-scarce sources (e.g. surface water) to replace groundwater extraction.

These programs are expected to reduce water consumption by up to 23.66 m^3/hr.		

Materials used by the organization

Disclosure	Quantity	Units
Materials used by weight or volume		
• renewable*	85,686	kg/liters
• non-renewable**	3,512,670	kg/liters
Percentage of recycled input materials used to manufacture the organization's primary products and services	0	%

** biofuels*
***crude oil and packaging materials*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
The organization relies on crude oil as its main raw material. The volatility in the price of crude oil has a significant impact in the operating cost.	Shareholders Customers	The company manages the risk of crude price volatility through a robust commodity hedging program. It also has a long-term logistics master plan in place to keep its logistics and operating costs at competitive levels and maintain market leadership. The master plan involves the optimization of the supply chain of the organization from the refinery to the terminals and service stations. The reclassification of Petron Bataan Refinery as Freeport Zone is a positive development since it will lead to lower cost for crude oil importation.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
The volatility of the crude oil price has a significant effect on the profitability of the company.	Shareholders Customers	Petron continues to enhance its crude optimization program (determines the crude mix that will yield the best product value at the lowest cost) and expand our crude oil supply sources in addition to our major crude oil suppliers. The long-term Logistics Master Plan (LMP) includes programs such as addition of storage tanks to help the company receive, store and process more types of crudes. This allows storage of crude at optimal inventory levels and increase the company's flexibility to supply finished

		products to the market in spite volatile crude price movements.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
Strategic acquisition of entities within the supply chain to reduce raw material cost. Logistical and product supply synergies with industry to reduce the need for raw material importation and processing The possible increase of biodiesel blend from the current 2% will result in higher Renewable Materials (CME) used by the company.	Shareholders Customers	Petron continues to consider and evaluate selective opportunities to expand both within and outside the Philippines through strategic acquisitions that will create operational synergies and add value to the existing business. Operating, logistical and product supply synergies with local industry players allow the company to reduce delivery of refined products to its various terminals all over the country, thereby also reducing raw material needs. This lowers the overall industry footprint, including the direct importation of finished products in certain regions. The company continuously pursues these partnerships that result in better value for its customers and other stakeholders.

Ecosystems and biodiversity (whether in upland/watershed or coastal/marine)

Disclosure	Quantity	Units
Operational sites owned, leased, managed in, or adjacent to, protected areas and areas of high biodiversity value outside protected areas	1	#
Habitats protected or restored	32	ha
IUCN[3] Red List species and national conservation list species with habitats in areas affected by operations	N/A	

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
The nationwide reach of Petron's operations exposes us to the varying conditions of and risks to our natural environment. Thus we seize opportunities to protect and nurture biodiversity. Specifically our Petron Bawing Terminal is located along the	• Fenceline communities • Petron facility in the area • LGUs, local DENR offices	**Petron Vision, Mission, and Values** Vision "To be the Leading Provider of Total Customer Solutions in the Energy Sector and its Derivative Businesses." Mission We will achieve this by:

[3] International Union for Conservation of Nature

Sarangani Bay Protected Seascape, a proclaimed National Integrated Protected Area System (NIPAS) by virtue of Presidential Proclamation No. 756 issued in 1996. It is also classified as Category V Protected Area by the International Union for Conservation of Nature (IUCN).		• Being an integral part of our customers' lives, delivering a consistent customer experience through innovative products and services; • Developing strategic partnerships in pursuit of growth and opportunity; • Leveraging our refining assets to achieve competitive advantage; • Fostering an entrepreneurial culture that encourages teamwork, innovation, and excellence; • Caring for our community and environment; • Conducting ourselves with professionalism, integrity, and fairness; • Promoting the best interest of all our stakeholders. **Petron's Sustainability Priorities** • Environmental Stewardship We commit to business practices that help protect the environment knowing that this accordingly safeguards the interests of our company and its stakeholders over the long term. • Operational Efficiency We commit to the continuous improvement of our operations and in our supply chain, guided by global efficiency standards. • Product and Service Innovation We commit to investing in research and development for the continuous enhancement of our products, services, and processes in order to delight our customers, achieve competitive advantage, help shape the industry, and fuel environmental protection. We are also guided by our corporate-wide Health, Safety, and Environment (HSE) Policy, which states that Petron shall: • Strive to fully comply with all government regulations relevant to the promotion of health and safety and the preservation of the environment; • Adopt appropriate operational procedures, provide the necessary resources and visible management

		support, and involve our stakeholders in all related endeavors; • Have stringent goals and targets against which we will measure our performance; and • Formulate strategies to continuously improve the ways we conduct our business. Specific to Bawing Terminal, Petron prepared a ten (10) year rehabilitation plan for 2020 – 2030 that covers 91,737 m^2 of foreshore area along the Sarangani Bay Protected Seascape and focusses on addressing its environmental (include water pollution and habitat destruction) and socio-economic issues (alternative livelihood). This rehabilitation plan will be reviewed and updated every ten (10) years, or at a shorter duration if warranted, to account for developments in the area and changes in regulations.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Potential risks can include damage to habitats, displacement of people living in the vicinity of the operations area/s as well as flora and fauna, water- and land-based pollution. Health risks from Covid-19 were the prevalent concern in 2020 for volunteers from Petron employees and stakeholders, leading to the suspension of greening activities with physical participation of volunteers e.g. tree planting, coastal cleanup.	• Fenceline communities • LGUs • DENR/CENRO/MENRO	Environmental sustainability is a critical aspect of our business. We develop our own systems for measuring, managing, and minimizing our environmental footprint and invest in cleaner production and greener product lines. And because our operations are often located within or near critical areas such as coastlines and coastal areas, we invest in rehabilitating the surrounding natural habitats to protect these critical ecosystems and offset our carbon footprint. We also regularly engage with the host LGUs and local DENR offices to coordinate activities related to the protection of the concerned ecosystems.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
There are opportunities for Petron to engage stakeholders in shared activities to protect the ecosystems. There is also the chance to introduce science-based solutions or interventions to correct existing	• Fenceline communities • LGUs • DENR/CENRO/ MENRO • NGOs and People's Organizations (POs) • Students and teachers	We acknowledge that our business has significant impact on the environment and must go beyond compliance with environmental regulations. Because Petron's operations are often located within critical areas such as coastlines and coastal areas, we invest in rehabilitating the surrounding natural

practices in environmental management. The physical limitations from the Covid-19 quarantines provided an opportunity to optimize the use of online communication platforms to reach out to more people for Petron's environmental advocacy. An example is the virtual environment forum sponsored by Petron as part of the 2020 Pawikan Festival of the Province of Bataan, which generated hundreds more in attendance than previous years' actual forum in the Pawikan Conservation Center in Morong, Bataan.	• Media	habitats to protect these critical environments and offset our carbon footprint. Under the ***Puno ng Buhay*** program, Petron adopts mangrove reforestation sites in areas where we are present, with the goal of protecting critical watersheds, minimizing carbon footprint, and where able, providing alternative livelihood to its host communities. We have since adopted a total of 30 hectares in Tacloban City, Leyte and Roxas City in Capiz in partnership with the LGUs and CENROs. This has resulted in 1,089 tons of CO_2e sequestered (as of end-April 2019). The measurement of carbon capture for 2020 was deferred due to Covid-19 quarantine restrictions. However, Petron is looking to resume the measurement in the 2nd half of 2021, with the expected easing of quarantine restrictions. Similarly, tree planting and cleanup activities by employees and business partners of Petron terminals nationwide and our Bataan Refinery to celebrate Earth Month, Environment Month, and International Coastal Cleanup Day in 2020 were suspended due to the pandemic. These will be resumed in 2021 subject to the easing of quarantine restrictions and clearance from concerned government agencies. However, Petron was able to continue its support of its advocacy for Pawikan conservation in Bataan Province with a donation to the 2020 Pawikan Festival. Petron sponsored the virtual Environment Forum held among public school students and teachers throughout Bataan with two of Petron's scholars under the Professional Masters in Tropical Marine Ecosystems Management (PM-TMEM) serving as resource speakers on the youth's role in marine conservation.

Environmental impact management

Air Emissions

GHG

Disclosure	Quantity	Units

Direct (Scope 1) GHG Emissions*	2,774,105	Tonnes CO_2e
Energy indirect (Scope 2) GHG Emissions	31,870	Tonnes CO_2e
Emissions of ozone-depleting substances (ODS)**	N/A	Tonnes

**For 2020, we added services vehicles used by Sales and Corporate Offices in the calculations.*
***We do not use Ozone Depleting substances, hence we have no ODS emissions*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Petron Bataan Refinery accounts for 99.84% of greenhouse gas emissions. Direct emissions from combustion of fossil fuels accounts for the majority of its greenhouse gas.	Community	**Petron Vision, Mission, and Values** Vision "To be the Leading Provider of Total Customer Solutions in the Energy Sector and its Derivative Businesses." Mission We will achieve this by: • Being an integral part of our customers' lives, delivering a consistent customer experience through innovative products and services; • Developing strategic partnerships in pursuit of growth and opportunity; • Leveraging our refining assets to achieve competitive advantage; • Fostering an entrepreneurial culture that encourages teamwork, innovation, and excellence; • Caring for our community and environment; • Conducting ourselves with professionalism, integrity, and fairness; • Promoting the best interest of all our stakeholders. **Petron's Sustainability Priorities** • Environmental Stewardship We commit to business practices that help protect the environment knowing that this accordingly safeguards the interests of our company and its stakeholders over the long term. • Operational Efficiency We commit to the continuous improvement of our operations and in our supply chain, guided by global efficiency standards. • Product and Service Innovation We commit to investing in research and

		development for the continuous enhancement of our products, services, and processes in order to delight our customers, achieve competitive advantage, help shape the industry, and fuel environmental protection. Additionally, continues to formulate and introduce new fuel products that improve fuel economy and lower emissions. We are also continuously optimizing energy consumption and reduce heat losses to reduce greenhouse gas and air pollutant emission. Lastly, we are actively implementing mangrove planting and reforestation programs to help reduce our carbon footprint.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
There is currently no material risk to the company relating to greenhouse gas emission. Potential risk may arise should the government impose cap on greenhouse gas emission from industries to support its GHG reduction commitment in the Council of Paris.	Shareholders	Petron acknowledges that our business has significant impacts on the environment and must go beyond compliance with environmental regulations. The Company has been able to better articulate how our operations stay in line with our vision of being an industry leader that cares for the environment by developing a system in place for measuring environmental footprint, which we extend from the Refinery to our service stations.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
Environmental sustainability is a critical aspect of the business. Petron develops its own systems for measuring, managing, and minimizing environmental footprint and invest in cleaner production and greener product lines. The provincial government of Bataan will be imposing Carbon Tax to industrial facilities within its jurisdiction. Petron Bataan Refinery will have more impetus to reduce its greenhouse gas emission.	Fenceline Communities Petron employees	In 2020, direct greenhouse gas emission of Petron Corporation decreased by 23.44% compared to 2019 emissions. The reduction was due to lower crude oil processed and shutdown of some processing units. We will continue to explore and implement the use of energy sources and fuel combustion technologies that will result to cleaner and less air pollutant emissions.

Air pollutants

Disclosure	Quantity	Units
NO_x	1,195,806	kg
SO_x	12,636,727	kg
Persistent organic pollutants (POPs)	0	kg
Volatile organic compounds (VOCs)*	131,091	kg
Hazardous air pollutants (HAPs)**	0	kg
Particulate matter (PM)	123,021	kg

**From fuel burning stationary and mobile sources only*

***We do not monitor HAPs since our emissions come from fugitive sources (e.g. storage tanks, loading arms) where emission rate cannot be accurately measured. However, we monitor the impact of the HAPs (e.g. benzene, PCE, H_2S) emissions in the environment by measuring its concentration in the ambient air.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
Bulk of air emissions comes from the operations of our Bataan Refinery. Air emissions may contribute to degradation of air quality and impact on the health of the receptors. Odor concerns from the surrounding community may also arise from such air emissions.	Fenceline communities	Petron's health, safety, and environment policy commits to protect and preserve the natural environment, and to promoting the health, safety, and security of our people, customers, contractors, and the general public. To address odor and particulate matter concerns the following are implemented: • Petron has invested in the use of state-of-the-art Circulating Fluidized Bed (CFB) Technology for its power and steam generation. The CFB has air emission treatment units such dedicated baghouse filters to remove particulate matter and dry scrubber (limestone injection) to reduce Sulfur Dioxide emissions. • The refinery also has Flue Gas Desulfurization (FGD) to remove Sulfur Emissions from its Fluidized Catalytic Cracking (FCC) Units. • The Sulfur Recovery Unit (SRU) recovers sulfur in refinery process streams thus avoiding Sulfur Dioxide emissions from flaring. • We continue to maintain a team to monitor concerns from the community and coordinate with Petron Bataan Refinery for its resolution. The use of Low Sulfur Fuel and fuel gas in 2020

		has significantly reduced concerns from the community. • Petron Bataan Refinery also operates a Community Clinic to help in maintaining the health of its fenceline communitiesz For 2020, Petron Bataan Refinery has achieved the following: • Invested in the use of cleaner Low Sulfur Fuel Oil and fuel gas to further reduce sulfur emissions. • Granted Permit to Operate valid for 5-years for Air Emission Source and Control Equipment • Online Data transmission from its Continuous Emission Monitoring System (CEMS) to EMB Region 3 monitoring server Petron continuously improves to reduce energy losses in our refinery operations that results to lower fuel consumption and less air pollutant emission. The facilities will continue to monitor air pollutant emission footprint, and benchmark performance within and outside the organization to ensure optimum operations and continuous improvement.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
Potential change in policy direction from the current concentration-based emission regulation to mass-based emission regulation of air pollutant emissions may result to higher operating costs if proposed regulations will be restrictive to the industries.	Shareholders	Petron, through its membership in industry organizations, is actively involved in public consultations done by regulatory agencies to ensure that new regulations will not pose a significant burden to the industries while maintaining the shared objective of protecting the environment.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
The provincial government of Bataan will be imposing Carbon Tax to industrial facilities within its jurisdiction. Petron Bataan Refinery will have more impetus to reduce its greenhouse gas emission. Air pollutant emission is also proportional to greenhouse gas emission. By implementing programs to reduce greenhouse	Fenceline communities	In 2020, Sox and NOx emissions of Petron Corporation decreased by 12.82% and 32.9%, respectively compared to 2019 emissions. The reduction was due to lower crude oil processed and shutdown of some processing units. The company will continue to explore and implement the use of energy sources and fuel combustion technologies that will

gas emission, air pollutant emission will also be reduced.		result to cleaner and less air pollutant emissions.

Solid and Hazardous Wastes

Solid Waste

Disclosure	Quantity	Units
Total solid waste generated	192,342,770	kg
Reusable*	0	kg
Recyclable*	7,475	kg
Composted	36,317	kg
Incinerated**	0	kg
Residuals/Landfilled	192,298,978	kg

**We classify reusable and recyclable wastes collectively as Recyclable Waste, hence zero for reusable waste.*
***We do not dispose waste through incineration, thus zero figure is reflected*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
All facilities generate solid waste from operations. Disposal of solid waste has an impact on operating cost, although minimal. Bulk of residuals wastes are disposed through engineered landfills.	Community Employees	The organization practices waste minimization, recycling, and reuse to minimize residual wastes disposed to landfills. Composting of biodegradable wastes is practiced in all facilities. To support the waste segregation program of the host communities, cleaned empty drums from terminals are donated to be used as waste segregation bins. To minimize plastic waste, our Refinery has sustained from 2018 the program that prohibits the use of single-use plastic inside the premises. This has resulted to a reduction in residual waste disposed to the landfill. Employee participation including the Peninsula School within the refinery compound is 100%. The facilities will continue to monitor solid waste footprint, and benchmark performance within and outside the organization to ensure optimum operations and continuous improvement. In 2020, amount of solid waste disposed to landfills decreased by 36.9% compared to 2019. The reduction is attributed to lower crude oil processed at the Refinery.

What are the Risk/s Identified?	Which stakeholders are affected?	Management Approach
There are no material risks identified for this aspect.	Community Employees	Environmental sustainability is a critical aspect of our business. We strike a balance between meeting the demands of our stakeholders and exercising our responsibility to care for and protect the environment. Our environmental stewardship is not only limited to producing eco-friendly products, but also covers the entire life cycle of our products – from production, transportation, and distribution to waste management. Throughout this life cycle, we strive to improve our resource efficiency, increase energy efficiency, and minimize environmental hazards. Resource efficiency entails using minimum resources and recycling the resources used; energy efficiency translates into reducing power consumption; and minimizing environmental hazards means proper disposal of the harmful substances during production, use, and waste processing.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
The increasing trend on regulating the use of single-use plastic can result in muted growth or decline in the demand for plastic raw materials such as polypropylene, which is produced by Petron Corporation. The production of environmental-friendly packaging such as biodegradable plastics is an opportunity to tackle the issue on single-use plastics. The practice of waste management in our facilities is also an opportunity for Petron to assist the LGU in implementing R.A. 9009 through its company-wide practice of waste reduction, recycling and reuse, as well as composting, to minimize solid waste disposal in public landfills. We are also providing cleaned used empty drums to communities	Fenceline communities and LGUs Various Petron stakeholders (schools, AFP, PNP, PCG, etc.) Petron employees	Petron aggressively pursues environment-friendly solutions in addressing the issue on single-use plastics.

and stakeholders to serve as waste bins for segregated trash. The success of the "no to single use plastic" program within the Refinery is an opportunity to expand its implementation to all the households within the Refinery Housing.		

Hazardous Waste

Disclosure	Quantity	Units
Total weight of hazardous waste generated	3,754,709	kg
Total weight of hazardous waste transported	1,345,252	kg

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach
All operating facilities generate hazardous waste. Waste generated are disposed through DENR-accredited treaters in accordance with regulations. Disposal of hazardous waste entails cost to the operations. It accounts for the bulk of the waste management cost.	Community Employees	The organization has been implementing programs to manage and reduce its footprint on hazardous waste. It has implemented **Project Solhaze** in its Bataan Refinery to characterize hazardous waste streams and identify opportunities to reduce generation. Among the programs implemented are supplier buy-back of waste catalysts, dewatering of waste sludge, and maximized use of phenolic caustic treatment unit to eliminate ex-situ disposal of hazardous spent caustic waste in 2020. In 2019, it has started adding oily wastewater sludge for water quenching in the DCU. This has greatly reduced amount of hazardous waste (oily sludge) disposed from the refinery. Spent activated carbon and spent clay is now used as fuel in the Refinery Solid Fuel Fired Boiler (RSFFB) to reduce amount of hazardous waste to be disposed. For 2020, 124 Metric Tons of waste was used as fuel that resulted to savings of PhP490,000. Hot spent limestone powder from RSFFB Silos is cooled down with water to reduce temperature and at the same time reduce pH to below 12.5 (the lower pH limit to be classified as hazardous waste).

		In the terminals, implementation of waterless receiving of fuel products in some pier facilities also eliminated generation of oily water. Furthermore, bulk delivery of fuel additives has been implemented in the terminals, eliminating the generation of empty steel drums, which are classified as hazardous waste in the regulation (RA 6969). The research and testing center has also shifted to test methods that has reduces or prevents generation of hazardous waste. Our facilities will continue to monitor and measure our hazardous waste footprint and benchmark performance within and outside the organization to ensure optimum operations and continuous improvement.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
The organization is dependent on the services of third party DENR-accredited hazardous waste transporters/treaters for the disposal of hazardous wastes. It is jointly liable if environmental incidents (e.g. spills) occur during transport or if wastes are not treated properly.	Petron Bataan Refinery and Terminal Operations DENR Accredited hazardous waste transporters/ treaters	The organization has a rigorous vetting process for selecting third party service providers for the transport and disposal of its hazardous waste. Due diligence and regular performance evaluation are done to ensure that all hazardous wastes are disposed in accordance to regulations.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
The cost of disposal of hazardous waste accounts for the bulk of waste management expenditure of the organization. Options are evaluated on how to further reduce disposal cost.	Petron Bataan Refinery and Terminal Operations Petron Corporate Environment Group DENR-EMB	Petron management continues to study all options and work with credible technology providers to be able to come up with a dedicated hazardous waste treatment facility to treat hazardous waste it generates.

Effluents

Disclosure	Quantity	Units
Total volume of water discharges	86,283,762.67	m^3
Percent of wastewater recycled*	0	%

**Recycling of treated wastewater is not practiced, but we have programs to reuse/recycle wastewater generated within the process units to reduce wastewater generation and water consumption*

What is the impact and where does it occur? What is the	Which stakeholders are affected?	Management Approach

organization's involvement in the impact?		
Petron Bataan Refinery and the terminals discharge treated wastewater to coastal surface waters. The organization ensures that all wastewater discharge complies with the wastewater effluent standards of the Clean Water Act. Wastewater discharge, especially if untreated, contributes to water pollution.	Community	Reduction of water consumption and wastewater generation has been a priority of Petron Corporation. Beginning 2010, it implemented **Project CODy** at the Petron Bataan Refinery to identify all waste streams, characterize its quality, and identify opportunities to reduce, reuse/recycle, or eliminate wastewater generation. The project was further reinforced in 2016 after the completion of its major expansion program. Among the projects implemented are: • reuse of stripped sour water • reduction of condensable blowdown • reduction of wastewater from crude desalter. The installation of dedicated receiving pipelines at the pier facility of terminals has eliminated the generation of wastewater from product pushing. Coastal cleanups are also done regularly by Petron terminals nationwide and our refinery in partnership with the host community and other government institutions to reduce water pollution in the areas where we operate.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
The operating facilities were granted a grace period ranging from December 2020 to December 2022 by DENR-EMB to comply with the new parameters imposed under DENR Administrative Order 2016-08. The organization committed to implement upgrade of existing wastewater treatment facilities, with penalty/s to be incurred by the organization if the committed timelines are not implemented on time or the technology selected for the upgrade will not be able to perform as designed.	Petron Bataan Refinery and Terminal Operations DENR-EMB	Management is committed to ensure timely completion of projects and will allot the necessary resources to implement it. The Covid-19 pandemic, however, has pushed back the timeline for implementation of the upgrading of treatment facilities due to logistics issues. This was already communicated with the regulators and request for extension was granted to some facilities. However, we remain committed to fulfilling the timelines as soon as conditions normalize from the pandemic. The company and other industries have on-going efforts with the regulatory agency to review select parameters and standards (e.g. sulfate, ammonia, and phosphate) since currently available

		technologies will not be able to comply with some of the new standards. The regulator has heeded the clamor of the industries and is currently formulating amendment to the regulation. The amendments may result to lower capital cost for upgrading.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
The organization is exploring technologies to increase the percentage of wastewater recycled. This is also aligned with the managements goal to reduce raw water consumption for the operations.	Petron Bataan Refinery and Terminal Operations Petron Corporate Environment Group DENR-EMB	Petron Management encourages personnel to be innovative and make out-of-the box solutions to opportunities and challenges. The Corporate Environment Group has an annual program dubbed **Best Environmental Initiative** to recognize facilities that implement programs that can reduce environment footprint and thereby increase operational efficiency. Our facilities will continue to monitor water and wastewater footprint, and benchmark performance within and outside the organization to ensure optimum operations and continuous improvement. The waterless receiving implemented in some of the terminals is among the programs recognized. Successful programs implemented in a facility are cascaded and implemented in other facilities to increase its impact.

Environmental compliance

Non-compliance with Environmental Laws and Regulations

Disclosure	Quantity	Units
Total amount of monetary fines for non-compliance with environmental laws and/or regulations	0	PhP
No. of non-monetary sanctions for non-compliance with environmental laws and/or regulations	None	#
No. of cases resolved through dispute resolution mechanism	None	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Which stakeholders are affected?	Management Approach

The organization did not incur significant monetary fines for non-compliance with environmental laws and/or regulations in 2020.	Petron Bataan Refinery and Terminal Operations Petron Corporate Environment Group Petron Law Division	Both as a company policy and a corporate responsibility, Petron ensures that it complies with all applicable environmental policies and regulations. Our Health, Safety, and Environment policy aims to protect and preserve the natural environment. A **Corporate Environment Group** provides technical advice to the management on issues concerning environmental management. It guides the environment unit of the various divisions of Petron Corporation, ensuring their compliance while mitigating significant environmental impacts. It is actively involved in industry groups and coordinates closely with regulators to ensure that it is kept abreast with developments on environmental management and regulations. The organization has an environment council that is composed of representatives from the environment group of each operating division. The council serves as an avenue for discussing developments on environmental management and benchmarking of best practices. Petron has secured relief of its Environmental Compliance Certificate (ECC) in its Pandacan Fuel Terminal. This has come as the company has fully addressed the compliance requirements of the Environmental Management Bureau and Local Government Unit. In addition, this signifies that the current site conditions of our former fuel terminal operation is within acceptable risk-based levels appropriate for its current zoning classification.
What are the Risk/s Identified?	**Which stakeholders are affected?**	**Management Approach**
The current management approach of the organization is capable to address current compliance obligations. Compliance with prevailing laws and regulations is part and parcel of our work. Risks may arise in the future if there will be new proposed regulations that will have an impact	Petron Bataan Refinery and Terminal Operations Petron Corporate Environment Group Petron Law Division	Petron management will continue to implement a proactive approach in addressing regulatory risks of the company. Through Petron's Corporate and Technical Services Group (CTSG)-Environment, the company developed the Manual on Philippine Environmental Regulations, a handy but substantial

to the operations. Changes in the policy environment demand that we stay ready to adapt and respond to any new regulations.		reference for environment laws and policies critical to the oil industry. Intended as a legacy project, this Manual contains six modules that compiled relevant regulatory requirements and customized procedures/ guidelines to address specific regulatory requirements. Each module covers major regulations: Clean Water Act, Clean Air Act, Solid Waste Management Act, Hazardous Waste Management Act, Environmental Impact Assessment, and General Laws. Video Tutorials/guide were also prepared to supplement the modules. The modules will serve as guide to Petron employees, especially those involved in environmental management and project management. This will help Management arrive at informed decisions with regards to regulatory compliance requirements on environmental management.
What are the Opportunity/ies Identified?	**Which stakeholders are affected?**	**Management Approach**
Petron is committed to providing fuel and energy products that deliver maximum performance but are environment friendly. Further, we acknowledge that our business has significant impacts on the environment and therefore must go beyond compliance with environmental regulations. Due to our affiliations in industry and environment organizations, we are an active stakeholder in discussions with the Department of Environment and Natural Resources–Environment Management Bureau (DENR-EMB). Through our involvement in stakeholder consultations, we are able to ensure that the oil and gas industry position and sentiments are considered in the crafting of new regulations.	Petron Management Petron Bataan Refinery and Terminal Operations Petron Corporate Environment Group Petron Law Division DENR-EMB	Petron is committed to pursuing good corporate governance in attaining its goals. We keep abreast of new developments and leading principles and practices on good corporate governance. We likewise continuously review our own policies and practices as we compete in a continually evolving business environment, while taking into account Petron's corporate objectives and the best interests of its stakeholders and the Company.

Employee Management

Employee Hiring and Benefits

Employee data

Disclosure	Quantity	Units
Total number of employees[4]	2,066	
a. Number of female employees	566	#
b. Number of male employees	1500	#
Attrition rate[5]	-8.39%	rate
Ratio of lowest paid employee against minimum wage	2.76:1	ratio

List of Benefits	Y/N	% of female employees who availed for the year	% of male employees who availed for the year
SSS	Y	45%	55%
PhilHealth	Y	50%	50%
Pag-ibig	Y	55%	55%
Parental leaves	Y	32%	68%
Vacation leaves	Y	28%	72%
Sick leaves	Y	37%	63%
Medical benefits (aside from PhilHealth))	Y	27%	73%
Housing assistance (aside from Pag-ibig)	Y	0%	100%
Retirement fund (aside from SSS)	Y	30%	70%
Further education support	Y	30%	70%
Company stock options	N	N/A	N/A
Telecommuting	Y	27%	73%
Flexible-working Hours	N	N/A	N/A
(Others)			

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
People Management <u>Compensation</u> Petron provides salaries that are competitive enough and above the minimum wage required by government. Organization's commitment in the implementation of government laws concerning the health and wellness of employees and continuously upgrading the company's benefit programs, promotes employees' well-being	**Petron's Sustainability Priorities** • <u>People Management</u> We commit to the implementation of personnel development and competitive compensation and benefits programs and practices that ensure the success of our company is reflected in the lives of the people that work hard for it. • <u>Health and Safety</u> We commit to fully abiding by laws and regulations that ensure the health and safety of personnel, contractors, and

[4] Employees are individuals who are in an employment relationship with the organization, according to national law or its application (GRI Standards 2016 Glossary)

[5] Attrition are = (no. of new hires – no. of turnover)/(average of total no. of employees of previous year and total no. of employees of current year)

which is a vital component of a healthy workplace, improving workforce engagement and productivity.	surrounding communities, with the ultimate aim of going beyond compliance. • Strategic Partnerships We commit to building on shared strengths with business partners and other stakeholders in our quest to serve customers better while creating more value for our investors.
What are the Risk/s Identified?	**Management Approach**
Compensation None since Petron tries to sustain its current salaries that are competitive enough with market to mitigate risks of attrition especially for critical talents. Benefits Controlling costs of healthcare benefits while addressing employee benefits strategy priorities.	Management's approach in prioritizing employees' health while managing the costs by enhancing health and wellness programs which can aid in determining onset of disease and dissemination of information regarding health and wellness. This can lead to prevention of disease that can lessen employee's hospitalization.
What are the Opportunity/ies Identified?	**Management Approach**
Compensation Higher than minimum wage and relatively competitive rates provide Petron opportunity to employ higher qualified employees to ensure productivity and assist in retention. Benefits Offering personalized programs and benefit options to employees and their families.	Management also cares for its employees' families by extending its healthcare packages to the employees' relatives not directly covered by the company's healthcare plan at a reasonable cost.

Employee Training and Development

Disclosure	Quantity	Units
Total training hours provided to employees	53,239	Hours
a. Female employees	14,587	Hours
b. Male employees	38,651	Hours
Average training hours provided to employees	25.8	Hours
a. Female employees	7.1	hours/employee
b. Male employees	18.7	hours/employee

**while Petron has available data for the total and average training hours for all employees, these are not disaggregated on a per gender basis. We will endeavor to do such data recording for the succeeding reports.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
We took great strides in upgrading the learning approach of the organization. We built a favorable work climate that institutionalizes learning through building the right values, skills and reinforced with great leadership.	Petron is committed to serve as a catalyst for positive change by fostering a safe, healthy, and harmonious work environment for our employees and improving the quality of life of our communities. This includes ensuring a steady supply of critical technical and leadership skills in the organization and fostering greater employee commitment.
What are the Risk/s Identified?	**Management Approach**
Skills gaps create business gaps. As the pace of technology advancement accelerates, upskilling and	Petron acknowledges its employees as the heart of the business, depending on their drive, passion,

reskilling is taking the business by storm. It is essential to understand what makes leaders and their teams tick and pinpoint to their motivations. Growth mindset and program relevance is key to activate learning.	knowledge, and talents to make Petron a sustainable business entity. Thus we place significant importance in creating working environments where employees can professionally flourish, where their well-being and skills are nurtured, and where teamwork can thrive.
What are the Opportunity/ies Identified?	**Management Approach**
Digital learning is strategically positioned as a spark to creativity and innovation. We are focused on finding ways to drive engagement, activate employees' competencies and measure the impact of learning. Petron can advance learning by investing significantly in digital learning. Social learning is also key to drive learning engagement within the organization. Learning and development was able to secure management buy-in but being able to champion it across the organization is the next big opportunity.	Management believes in developing Petron's human resource through programs designed to give in-depth experience and build skills that are crucial to our long-term success. Ensuring that we have a winning culture requires investment in our people so that they can grow and develop professionally within our organization.

Labor-Management Relations

Disclosure	Quantity	Units
% of employees covered with Collective Bargaining Agreements	29.37	%
Number of consultations conducted with employees concerning employee-related policies	15	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
The Company has collective bargaining agreements ("CBAs") with three labor unions in the Philippines: (1) Petron Employees Association; (2) Petron Employees Labor Union, and (3) the Bataan Refiners Union of the Philippines. Development and enhancement of reliable communication channels through employee groups and organizations *(i.e., Unions)* which will eventually cultivate and promote harmonious working environment. This translates to improved adherence to Company policies and practices *(i.e. operations modules, safety, security and environment)* and uninterrupted operations, production and supply.	In support of international protocols, Petron adheres to policies that respect the rights of employees to organize and air their grievances and encourage their participation in programs that raise their work productivity and enhance their career growth. Our employee policies are clearly spelled out and disseminated through our Corporate Policy and Personnel Policies and Procedures Manuals. These define our policies on discipline, conflicts of interest, working hours and rest periods, procedures for reporting irregularities, and sexual harassment, among other things. Petron always strives to protect its employees, contractors, and the immediate community in all areas of our operations. We establish a decent workplace by prioritizing industrial peace and harmonious relations.

What are the Risk/s Identified?	Management Approach
Our challenge is to sustain our harmonious work environment, as well as bridge skills and employment gaps, and maintain industrial peace. Specific risks include: <u>Communications Risk</u> Ineffective communication channels may result in messages and measures that are inconsistent with authorized responsibilities or established performance measures. <u>Performance Incentives Risk</u> Unrealistic, misunderstood, subjective or non-actionable performance measures may cause managers and employees to act in a manner inconsistent with the organization's objectives, strategies and ethical standards, and with prudent business practice.	Harmonious industrial relations is a sustainability priority in Petron. The Company's three CBAs especially testify to the growing mutual trust and respect that both our management and rank-and-file employees have been nourishing throughout the years. This is largely attributed to the open communication lines and dialogues with the employees, who are provided freedom and autonomy in collective bargaining, as well as avenues for meeting of minds: • Labor & Management Meetings • Open communication approach between Management and Union • Active coordination and healthy working relationship with DOLE • Inter-department meetings and focused group discussions (FGDs) during trainings, events and other activities • Performance Management
What are the Opportunity/ies Identified?	**Management Approach**
• Effective communication with employees across all levels and locations. • Standard method of resolving and discussing disputes and complaints.	Petron exerts every effort to sustain industrial peace between management and rank-and-file employees. The company has always maintained open communication lines and dialogues with its employees, including: • Grievance Machinery • Improved turn-around time in processing administrative cases • Closer coordination with line.

Diversity and Equal Opportunity

Disclosure	Quantity	Units
% of female workers in the workforce	27.40	%
% of male workers in the workforce	72.60	%
Number of employees from indigenous communities and/or vulnerable sector*	329	#

**Vulnerable sector includes, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E).*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Petron sees a competitive edge in the heterogeneity of its workforce, who are hired from every region throughout the Philippines. Coming from diverse	Our employees are the heart of our business. We depend on their drive, passion, knowledge, and talents to make Petron a sustainable business

cultural backgrounds and experiences, these employees have and bring different skills and talents to the Company, translating into fresh ideas and innovations that benefit the organization. As such, Petron does not tolerate discrimination in any form race, ethnicity, sex, religion, conviction, disability, age, or sexual identity of employees.	entity. We place significant importance in creating working environments where our employees can flourish, where their well-being and skills are nurtured, and where teamwork can thrive. We also ensure that our workforce mirrors "The Petron Way" in the communities where we operate. Because our continuing leadership is built on the foundation of professionalism, integrity, and fairness, Petron continuously fosters a workplace that supports these values and protects the morale of our employees as they meet their responsibilities, enhance their performance, and grow with the Company. As part of the Company's policy spelled out in Petron's Personnel Policies and Procedures Manual: *"In order to promote national interest, unity and progress and foster rapport with our brothers in the cultural minorities, the Company employs members of cultural minorities which complies with usual requirements and procedures pertinent to recruitment and hiring."*
What are the Risk/s Identified?	**Management Approach**
• Males account for some 2/3 of our workforce, while the remaining 1/3 is composed of females. Being a highly technical organization (i.e., Refinery and Operations require engineering graduates, who are usually males) means that the job requirements in Petron fit males more than females. We view this as a challenge in enhancing diversity in our workplace. • Another challenge is managing the costs of healthcare benefits while addressing employee needs.	Petron continuously seeks to be the employer of choice in the local oil industry, and to always foster a safe, ideal workplace that upholds and complies with local and international labor practices and standards. • Despite having a male-dominated workforce, there are no recorded incidents or acts of discrimination in the Company. We do not tolerate any form of discrimination, whether in terms of gender, religion, political beliefs, and other kinds of affiliations, and employees are provided with protective mechanisms and a labor-management council, both of which facilitate filing of grievances and discrimination cases, supported by an open-door management approach. • Petron will continue to strive for gender balance in our workplace. • We continue to undertake regular monitoring of employee health and welfare through annual health examination and regular consultations.
What are the Opportunity/ies Identified?	**Management Approach**
Despite the predominance of males in the workforce due to the nature of our manufacturing business (i.e., labor demand in Refinery and operations is for engineering graduates who are historically made up of males), Petron has remained open to employing	We make sure to uphold the principle of gender diversity in Petron, and recruit and reward all employees based on merit. While there is no formal hiring policy on minority groups, we actively promote workforce diversity by

qualified personnel regardless of gender. And over the years, the Company has witnessed more women occupying senior management positions. In addition, there are now lady sales executives and more female engineers employed in the Refinery as well as in Terminal Operations.	giving members of nearby Aeta communities the opportunity to be employed in Petron through an apprenticeship program in our Refinery in Bataan province. In previous years, there were Aetas who successfully graduated as trainees and became gainfully employed. This in turn inspired other members of the indigenous group to apply for similar apprenticeships.

Workplace Conditions, Labor Standards, and Human Rights

Occupational Health and Safety

Disclosure	Quantity	Units
Safe Man-Hours	11,897,819	Man-hours
No. of work-related injuries	3	#
No. of work-related fatalities	1	#
No. of work related ill-health	0	#
No. of safety drills	233	#

<table>
<tr><th>What is the impact and where does it occur? What is the organization's involvement in the impact?</th><th>Management Approach</th></tr>
<tr><td>Successful occupational health and safety (OHS) practice requires the collaboration of both employers and workers in health and safety programs involving occupational medicine, industrial hygiene, toxicology, education, engineering safety, ergonomics, psychology, etc.

A proactive approach to health and safety management not only provides occupational health services but also tries to nurture a positive culture around health as the safety policy-making buddy of Petron.</td><td>Petron Health, Safety and Environment Policy
We at Petron Corporation are committed to protecting and preserving the natural environment, and to promoting the health, safety and security of our people, our customers, suppliers, contractors and the general public. This commitment is key to the long-term sustainability of our business and governs the way we operate.
Consistent with this core commitment,
• we will strive to comply with all government regulations relevant to the promotion of health and safety and the preservation of the environment.
• we will adopt operational procedures, provide the necessary resources and management support, striving to involve all our stakeholders each step of the way.
To ensure that we live up to these commitments,
• we will follow stringent goals and targets against which we will measure our performance.
• we will implement and develop strategies that will allow and encourage us to improve the ways we conduct our business.
Petron's Sustainability Priorities</td></tr>
</table>

	• Health and Safety We commit to fully abiding by laws and regulations that ensure the health and safety of personnel, contractors, and surrounding communities, with the ultimate aim of going beyond compliance.
What are the Risk/s Identified?	**Management Approach**
Human factors referring to environmental, organizational and job factors as well as human characteristics which influence behavior at work. In 2020, we saw the unprecedented challenge presented by the COVID-19 pandemic to public health and the way we conduct our operations.	Petron commits to a safe and healthy workplace that fosters professional development and promotes professional and personal wellbeing. This commitment is deeply ingrained in our business practices because Petron's value proposition rests on our solid track record in safety performance. Our Occupational Health and Safety Policy uses a standardized system to effectively monitor the progress of safety programs, and conducts company-wide campaigns and activities on fire protection, disaster response and mitigation, among others. We always strive to protect employees, contractors, and the immediate community in all areas of operations. Specific to the risks posed by the Covid-19 pandemic, we put in place immediate and purposeful safety and preventive measures in line with national health mandates to limit the spread of the virus and combat the pandemic. Risk assessments were carried out to ensure business continuity and various adjustments were made including remote working conditions, safe social distancing, respiratory hygiene and frequent disinfection. Personnel awareness is prioritized by constant conduct of related trainings and regular information dissemination. Medical assistance not only limited to physical health but also including mental health support has been provided. At the same time, Petron facilitated the regular RT-PCR testing for some 1,900 employees, as well as Third Party Service Providers based in NCR. This is in coordination with San Miguel Foundation, Inc. Other initiatives included: • Providing employees with protective equipment *(face masks and shields and alcohol)* • Installing thermal scanners, hand wash stations, floor markings and social distancing guides in Petron offices • Providing shuttle service to reporting employees in lieu of taking public transportation • Establishing a special Covid-19 Special Allowance for employees reporting to the office during the ECQ

	• HR account representatives were likewise assigned to different Petron divisions to better assist employees on concerns and requirements related to Covid-19.
What are the Opportunity/ies Identified?	**Management Approach**
Petron seeks every opportunity to make Safety a way of life throughout the organization. The company conducts or provides constant trainings on Safety Awareness among all Petron employees, including Occupational Health and Safety, as mandated by Republic Act 11058 "An Act Strengthening Compliance with Occupational Health and Safety Standards" and Its IRR (D.O. 198-19). Petron's Terminal Operations Division implemented the Loss Prevention System ("LPS") which is a comprehensive management system designed to help organizations prevent all types of losses (personnel safety, process safety, reliability, product quality, government fines, etc.) and progressively improve *all* aspects of the business. LPS prevents or reduces losses using behavior-based tools and proven management techniques. With this new system, the Company aims to improve the over-all safety culture of the division and eventually adapt the same system throughout the organization. Petron's Bataan Refinery continues to be certified for the Integrated Management System ("IMS") Certification to Quality Management System ("QMS") ISO-9001 Version 2015 and Occupational Health & Safety Assessment Series OHSAS-18001 Version 2007, and also sustained Surveillance Audit to Environmental Management System ("EMS") ISO-14001 Version 2015. They also implement Behavioral Based Safety (BBS), a process that informs management and employees of the overall safety of the workplace through safety observations. BBS is intended to focus workers' attention on their own and their peers' daily safety behavior.	Petron commits to a safe and healthy workplace that fosters professional development and promotes professional and personal wellbeing. This commitment is deeply ingrained in our business practices because Petron's value proposition rests on our solid track record in safety performance. Our Occupational Health and Safety Policy uses a standardized system to effectively monitor the progress of safety programs and conducts company-wide campaigns and activities on fire protection, disaster response and mitigation, among others. We always strive to protect employees, contractors, and the immediate community in all areas of operations. With the implementation of Loss Prevention System and Behavioral Based Safety this shows Management commitment and support to ensure safe and healthful workplace.

Labor Laws and Human Rights

Disclosure	Quantity	Units
No. of legal actions or employee grievances involving forced or child labor	0	#

Do you have policies that explicitly disallows violations of labor laws and human rights (e.g. harassment, bullying) in the workplace?

Topic	Y/N	If Yes, cite reference in the company policy
Forced labor	N	While there is no specific reference to the term "forced labor," the Code of Conduct and Ethical Business Policy of the Company expressly states that "]t]he Petron Group respects the human rights of its directors, officers and employees and treats them with dignity and respect

Child labor	Y	While there is no specific reference to the term "child labor," the Corporate Policy Manual of the Company sets a general limitation on hiring of new personnel at least 18 years old. Further, the Policies Manual of parent company San Miguel Corporation - which are made expressly applicable to subsidiaries in the San Miguel Group - also expressly provide that the minimum age requirement for applicants is 18 years old, the age of majority under Philippine law and at which age a person can legally contract for himself/herself.
Human Rights	Y	The Code of Conduct and Ethical Business Policy of the Company expressly states that "[t]he Petron Group respects the human rights of its directors, officers and employees and treats them with dignity and respect." The same policy also expressly states that "[t]he Petron Group provides safe work conditions and promotes the development and best use of employee talent (including through the conduct of outside and in-house trainings) and equal opportunity employment."

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
As a company with nationwide operations, Petron aims to build a reputation based on trust and respect and strives to conduct business responsibly and ethically. These include initiatives that address the ways by which we manage our impact in our communities in every aspect of our business by every member of the organization. We believe that the connections we have with our communities pave the way in ensuring the sustainability of our business. Integral to this belief is the respect for the rule of law in the conduct of our business and upholding the human rights and basic freedoms of and by our employees and the people we deal with. The company shapes business processes and strategies that adhere to universally accepted principles on the areas of human rights, labor standards, environmental protection, and anti-corruption. We likewise prioritize industrial peace and harmonious relations as contributory factors to a decent workplace. We respect the rights of employees to organize and express their grievances through collective bargaining agreements. We conduct our business responsibly. To build a reputation based on trust and respect, we adhere to international human rights principles, as well as comply with Philippine labor laws. We believe in inclusivity and nondiscrimination, and Petron has a policy on the employment of cultural minorities and indigenous peoples. Various manuals capture clearly defined policies on labor-related matters and on	The Code of Conduct and Ethical Business Policy of the Company expressly states that "[t]he Petron Group respects the human rights of its directors, officers and employees and treats them with dignity and respect" and that "[t]he Petron Group provides safe work conditions and promotes the development and best use of employee talent (including through the conduct of outside and in-house trainings) and equal opportunity employment."

discipline, conflicts of interest, working hours and rest period, procedures for reporting irregularities, and sexual harassment among other things. The Company also only hires applicants 18 years old and above. There have also been no reports on forced labor, child labor, and violation of human rights.	
What are the Risk/s Identified?	**Management Approach**
Risks include potential legal actions, damage to corporate reputation, and loss of investor confidence, among others. Additionally, risks include human and individual characteristics which influence behavior at work. As a consequence, this may affect the upholding of human rights of employees.	Petron has built a reputation based on trust and respect. We aim to always conduct our business responsibly and ethically. We respect international human rights principles aimed at promoting and protecting human rights, including the United Nations Declaration of Human Rights and the International Labor Organization's Declaration on Fundamental Principles and Rights at Work. By embracing these international principles as well as complying with Philippine labor laws, Petron is committed to policies and practices that enrich the workplace. As a result, the Company has not had incidents related to human rights abuses, labor discrimination, child labor, and forced labor. Thus, Petron has not seen the need to conduct training programs related to handling human rights violations and other cases.
What are the Opportunity/ies Identified?	**Management Approach**
This is an opportunity for the company to increase awareness on the importance of human rights and in the process, institutionalize a standalone training program on human rights to deepen its appreciation among the workforce, as well as for Petron's business partners, to ensure that this value is shared throughout the entire supply chain. This is also an opportunity to even further our commitment to good governance and create long-term value for our shareholders. Our responsibility is to continue to grow our business in a manner that also creates healthier and safer communities, and a cleaner environment. We will succeed over the long term by managing our operations in adherence to the highest standards of good corporate governance and environmental and social sustainability. This entails compliance with national laws and regulations, as well as our own guidelines and protocols.	While the Company has no specific policy on forced labor and child labor, this aspect is addressed during our seminars and trainings, as well as during employee orientations. Furthermore, the Company does not hire applicants below 18 years old.

Supply Chain Management

Do you have a supplier accreditation policy? If yes, please attach the policy or link to the policy:

Petron's accreditation process also looks at the triple bottom line of our vendors:

Economic sustainability - We look at the suppliers' financial condition, investments, profile of technical personnel, technology, systems, and plant or site of operation to evaluate how they can support our short-term and long-term projects.

Environmental sustainability - vendors who manufacture and supply chemicals, and contractors who are engaged in a project with environmental impact, are required to submit applicable environmental licenses such as DENR permits, required environmental compliance certificates (ECC), or other environmental licenses before delivery of materials or services. Plant visits also give insights on how safety practices are being implemented, and validate if these green and safety requirements are actually observed.

Social sustainability – contractor applicants are required to submit mandatory legal documents that show that the vendor observes and protects the right of workers to just compensation and benefits. There are safety requirements that need to be complied with, depending on the nature or risk involved, such as company safety management systems, Occupational Safety & Health Standards (OSHS) registration certified by DOLE, and OSHS certificate of its Safety Officer or consultants to show that the vendor safeguards its worker's social and economic well-being as well as physical safety and health.

All potential suppliers of the Company are required to accomplish the "Vendor Assessment Social Accountability" form or statement that the vendor has to sign/accomplish.

Do you consider the following sustainability topics when accrediting suppliers?

Topic	**Y/N**	**If Yes, cite reference in the supplier policy**
Environmental performance	Y	PETRON CORPORATION VENDOR ASSESSMENT – ENVIRONMENTAL MANAGEMENT **Management System** 1) Does the organization have an environmental policy? 2) Do you have a group or an individual responsible for managing environmental aspects and impacts of your organization? 3) Do you have a system/program to manage emissions, discharges, and wastes generated by your organization? 4) Are you implementing an Environmental Management System *(e.g. ISO 14001)*? **Compliance** 1) The organization neither has a pending case on pollution *(e.g. Pollution Adjudication Board case)* nor received Notice of Violation/Notice of Adverse Findings from environmental regulatory agencies within the last three (3) years? 2) The organization has secured applicable permits relating to environmental laws and regulations imposed in the local and national level? *(e.g. ECC, Discharge Permit)* 3) The organization has a system/procedure to monitor compliance to environmental regulations? 4) The organization has a procedure/system to address non-compliance with environmental regulations?

		5) Is the top management of your organization regularly briefed on environmental issues relating to your operation? **Environmental Risks** 1) Has your organization identified environmental aspects that could have significant impact to the environment? 2) Do you implement programs to manage identified significant impacts? **Environmental Programs** 3) Are you implementing programs to reduce resource consumption *(water, fuel, and other raw materials)*? 4) Have you set targets to reduce resource consumption? **Supply Chain** 1) Do you assess the environmental risks and performance of your suppliers, service providers, and contractors?
Forced labor	Y	PETRON CORPORATION VENDOR ASSESSMENT – SOCIAL ACCOUNTABILITY • Do you have standing company policy on involuntary servitude or forced labor?
Child labor	Y	PETRON CORPORATION VENDOR ASSESSMENT – SOCIAL ACCOUNTABILITY • Do you have ready files/documents to verify your actual manpower count/report (including age, gender, position, place of assignment)? • Are you complying with the Child Labor Law (employable age, work permit, working hours, non-hazardous work)?
Human rights	Y	PETRON CORPORATION VENDOR ASSESSMENT – SOCIAL ACCOUNTABILITY • Do you have a company policy against any forms of discrimination (based on gender, age, religion) • Are persons belonging to ethnic or religious minorities given fair chance for employment? • Do you practice equal opportunity employment (for pregnant employees, single mothers, person with disabilities)? • Do you have standing company policy on involuntary servitude or forced labor? • Do you practice normal working hours for all employees?

		• Are benefits provided for services rendered beyond the required 8-hours of work per day and also for night shift duties? • Are employees paid with 13th month pay? • Are there clear guidelines for rest days and holidays? • Are the government-mandated leaves being observed (maternity, paternity, solo parent, sick & vacation, special leave for women)? • Does your company pay/remit the statutory contributions to BIR, SSS, Philhealth and HDMF? How about proper records management of the said payments/remittances? • Do you practice safe and conducive working environment (safe work areas, proper lighting & ventilation, easily recognizable fire/emergency exits, adequate passageways)? • Do you have designated persons/officers for medical and dental needs, safety concerns, security issues, buildings & facilities? • Are employees allowed to join and become active members of employee organizations and trade unions? • Are employees or their designated representatives consulted for important company decisions/plans?
Bribery and corruption	Y	PETRON CORPORATION VENDOR ASSESSMENT – SOCIAL ACCOUNTABILITY • Do you have a company code of conduct and guidelines for conflict of interest (among employees and towards suppliers/contractors/ business interests)?

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Petron is unique since it operates in an ecosystem that includes a diverse group of supply chain stakeholders, from large foreign and local contractors to Philippine society's most basic units, the household and the *barangay*. While the potential for inclusive development is great, the challenge for alignment is enormous. We seek to leverage on our size and scale to extend the sustainability agenda throughout our sphere of influence. In order to maintain the widest reach and deepest market penetration among industry players, the company operates the biggest number of storage	**Petron Vision, Mission, and Values** Vision "To be the Leading Provider of Total Customer Solutions in the Energy Sector and its Derivative Businesses." Mission We will achieve this by: • Being an integral part of our customers' lives, delivering a consistent customer experience through innovative products and services;

facilities nationwide, delivering products to and from its terminals strategically located in major locations to its service stations and customer accounts, using a large fleet of marine vessels, tank trucks and bridgers, and various other means of product transport.	• Developing strategic partnerships in pursuit of growth and opportunity; • Leveraging our refining assets to achieve competitive advantage; • Fostering an entrepreneurial culture that encourages teamwork, innovation, and excellence; • Caring for our community and environment; • Conducting ourselves with professionalism, integrity, and fairness; • Promoting the best interest of all our stakeholders. **Petron's Sustainability Priorities** • Environmental Stewardship We commit to business practices that help protect the environment knowing that this accordingly safeguards the interests of our company and its stakeholders over the long term. • Operational Efficiency We commit to the continuous improvement of our operations and in our supply chain, guided by global efficiency standards. • Strategic Partnerships We commit to building on shared strengths with business partners and other stakeholders in our quest to serve customers better while creating more value for our investors. We believe that maintaining market leadership and ensuring long-term dominance in this highly complex and dynamic industry demand a sustainable supply chain structure. The market is continually changing and gravitating towards companies that integrate profitability with social and environmental care in doing business. Our Supply Chain Management Committee ensures the ability to manage our operations safely, and that all Divisions are aligned in meeting customer needs, at the least possible cost, fit-for purpose and with utmost care for the environment and the society.
What are the Risk/s Identified?	**Management Approach**
The main risks identified are product stock-outs at customers' facilities in case of supply disruptions attributable to adverse weather conditions and other calamities, the inability of contractors to complete product deliveries on time, the occasional volatility of demand such as surges in sales, and health, safety, security and regulatory concerns that may restrict movement of product transport vehicles and their operators, among others.	The Supply Chain Management Committee oversees and coordinates the overall program to ensure that the company's customers are always supplied with the right product, with the right quality and quantity, at the right time and at least cost, to the customer's satisfaction and delight. The various divisions and departments that are part of the SCM Committee adopt a "Crude-to-Customer" approach in ensuring a demand-driven supply chain that considers changing requirements,

In the course of moving products along the supply chain, risks include those that relate to product quality and handling safety, compliance with government regulations, ensuring environmental protection and the health and safety of the company's personnel, its contractors, customers and communities where the company operates and delivers its products.	that raw materials are available for processing and finished products are available for lifting from the company's refinery and various terminals, that marine vessels, tank trucks and other modes of product transport are available and comply with all pertinent industry standards and government regulations, and that delivery schedules are well-coordinated to ensure products arrive at customer facilities on time and in a safe, secure and environment-friendly manner. The company incorporates various Business Continuity Plan options in its supply chain, so that it can source and deliver products to customers from alternate supply points via various modes of delivery in case of disruptions in the regular product delivery chain. The company maintains synergies and strategic supply arrangements with industry players to further ensure availability of products from alternate sources. Regularly discussed within the Supply Chain Management Committee are new government laws and regulations that affect product quality, handling, storage and delivery, and the costs that customers may incur from these changes, as well as the pertinent engagement of government agencies that craft and implement such laws and regulations. Changes and competitive moves within the industry are likewise regularly taken up. The different member departments of the Committee also ensure that contractors and suppliers of the supply chain perform in accordance with company and industry standards, comply with government regulations, have properly-trained personnel and sufficient capability, equipment and expertise, and are aligned with the company's programs and thrusts in relation to the supply chain. Performance of these contractors and suppliers are appraised regularly as part of the continuance of their services and in contract renewals.
What are the Opportunity/ies Identified?	**Management Approach**
Petron continually faces the challenge of being in a resource-intensive industry that is both a contributor to and a recipient of the effects of climate change. Thus, we adopt strategies to improve our environmental performance to be at par or better than other players in the energy industry. Recognizing that our environmental footprint extends to our supply chain, we also extend training on environmental programs to suppliers, contractors, and service providers.	Petron endeavors to grow and integrate sustainability principles throughout its supply chain. This starts from the Bataan refinery, to its network of terminals, all the way to its consumers through over 2,400 service stations nationwide. Only a sustainable supply chain structure can fortify the Company's goals of maintaining market leadership over the long-term. We have a **Supply Chain Management Committee** that monitors and promotes programs with the aim of improved customer

We adopt best practices and harness compliance tools and systems to ensure superior performance amid a complex business environment. Documentation, automation, and standardization of quality processes, behaviors, and systems ensure quality results while still acknowledging the uniqueness that differentiate Petron's performance, products and services from our competitors. PROCUREMENT IMPROVEMENT PROGRAM This initiative enhances efficiencies to maintain competitive advantage and promote savings. Streamlining the process, the program underwent a study that sought to identify opportunities for improvement and establish a strategic sourcing program that allows us to benchmark against world-class standards and industry best practices in procurement. The Procurement Improvement Program aims to benefit vendors, contractors, and service providers by: 1) integrating strategic procurement closer with the business units to fosters improved transparency in the supplier selection process, focuses more "spend" with the best suppliers, and create partnership opportunities between the business unit and the suppliers. 2) Focusing on optimizing existing I.T. infrastructure and investment to facilitate the work of the strategic procurement organization by activating the eProcurement facility for both materials and services, specifically through a *Vendor Portal* that serves as a centralized, web-based repository of information on vendors that accepts accreditation application. This will also facilitate the regular or annual performance review or appraisal of vendors.	service, increased revenues, and reduced costs. The Committee defines business processes, formulates the guidelines and procedures, and establishes key performance indicators that are applicable to its integrated Supply Chain Management Plan, including greening of the supply chain. The company's Logistics Master Plan that aims to improve the company's facilities, supply chain and operations incorporates sustainability principles, ensuring the reliability of product supply and improving on the company's costs to maintain market leadership. Concepts that are part of the program include shortening the distances between the company's supply points and its customers, maintaining optimal product inventory levels, optimizing the movement of product transport vehicles, ensuring communities are engaged in the company's operations and enhancing safety and environmental protection in all parts of the supply chain.

Relationship with Community

Significant Impacts on Local Communities

Operations with significant (positive or negative) impacts on local communities (exclude CSR projects; this has to be business operations)	Location	Vulnerable groups (if applicable)*	Does the particular operation have impacts on indigenous people (Y/N)?	Collective or individual rights that have been identified that or particular concern for the community	Mitigating measures (if negative) or enhancement measures (if positive)

Refinery operations	Limay, Bataan	N/A	N	N/A	• Expansion programs in the Refinery generates economic activities and jobs creation. • Preference for qualified local residents for job vacancies • Engagement of local contractors for maintenance, expansion projects and environmental programs • Contractors buying materials and supplies locally
					• IMS Certification • Installation of Environmental Protection Facilities • Compliance to products environmental standards • Use of low sulfur fuel gas for furnaces and boilers • Measuring, Managing and Minimizing PBR's environment footprint • Odor Management • Waste Segregation Performance Index (WSPI) for PBR and its contractors

Terminal Operations	Nationwide	N/A	N/A	N/A	Various programs implemented in response to COVID-19 include: Entry and Exit Safety Protocols, Health Declaration, Personnel Protection, Daily and Weekly Disinfection activities, Health Advisory, Signages and reminders, COVID-19 KamOSHtahan sa Terminal, No Contact Ship – Shore Interface Guidelines, Project CREST (Communication Report Exchanges of Ship and Terminal)
					Petron regularly conducts Safety Trainings For Customers and Haulers/ Drivers : • *Trainings for customers to supplement knowledge on safe and proper service station operation, and bulk fuel receiving procedures.* • *Defensive driving and safe product unloading seminars for company contracted tank truck.*
					Refinery and Terminal personnel, all contractual

					workers, and tank truck drivers are required to attend safety seminars, toolbox meetings, regular drills, and refresher courses to guarantee that they are exercising correct safety procedures and behavior.
					Groups for teams from the Terminals and the Refinery regularly conduct Fire Fighting Olympics organized by Petron's Operations HSE and Corporate Safety with LGU representatives in attendance. Petron also extends its Basic Fire Fighting and Emergency Preparedness Trainings to its communities.
					Availability of Petron firefighting and rescue equipment to support fenceline communities in case of emergencies
					Petron has a HazMat Brigade especially trained to handle emergencies involving hazardous materials, and an Oil Spill Control Brigade, also trained and equipped with oil

					skimmers and spill booms, sorbents and dispersals, speed boat and tugboat.
					To help diminish the risk and environmental damage of potential spills, all Terminals that handle heavy grade petroleum products are equipped with spill containment and recovery equipment. Petron is also a member of Oil Spill Response Limited (OSRL), the world's largest international oil spill response organization.
					Regardless of the facility, Petron conducts site assessment to gather baseline data on various aspects of communities where it is present. It studies all possible impacts of its presence and operations, including health and safety issues and infrastructure construction. It also documents and establishes the socio-economic profile and the general health condition of the community. This includes:

					• *Hazard Identification Risk* • *Assessment and Control;* • *Environmental Site Assessment;* • *Annual Work* • *Environmental Measurement to establish noise levels, air quality, and soil quality;* • *Hazard Operability Studies and fire scenario heat models per project.*
					Petron's Terminal EcoWatch build on and greatly enhances the Industrial EcoWatch Rating System or IERS, an initiative under DENR AO 2003-36 that promotes self-regulation among industries for improved environmental compliance and performance through a rating system. The EcoWatch assesses environmental performances in terms of maturity of environmental management. In its 7th year of implementation, the Ecowatch program for terminals has matured and has achieved 79%

					increase in environmental management and compliance rating compared to baseline rating in 2014.
Corporate Technical Services Group	Nationwide	Petron employees			Project TRACIE (Tracking and Recognizing All COVID-19 Infection in the workplace Environment) utilized QR code scanning technology to minimize physical contact of using manual forms, pens and long queues and shortens the processing time of accomplishing the form. Aside from serving as an effective tool for contact tracing, this ensures the immediate assessment and response of our Medical personnel should the need arise. This program is in coordination with HRMD, HOC Admin and MISD, and implemented in the Petron Head Office and in all Terminals.
					Corporate Safety advocates safety culture by ensuring the participation of all stakeholders and other divisions in the Safety Council. In response to the

					Covid-19 pandemic, safety guidelines were issued to ensure strict enforcement of social distancing and strengthen awareness of Petron personnel as well as third party service providers in all Petron Facilities. To continuously ensure compliance with regulations and company policies, Corporate Safety conducts facility assessments through virtual/ onsite approach and provides relevant safety and technical trainings.
	Employees, contractors and customers	Nationwide			Conducted training/seminars for employees, contractors and customers as prescribed by government agencies (i.e. DOLE, BFP) and/ or required as defined by the policies of the company. These include advanced safety courses for the development of technical skills of safety personnel, such as Mandatory 8-hr OSH Seminar among Petron employees in compliances with R.A. 11058.

Retail Operations		Motoring public			Petron introduced a number of industry firsts for environment-friendly products, beginning with the early rollout of unleaded gasoline and low-sulfer diesel in the 90s. It also pioneered in meeting the highly stringent European fuel quality standards with **Blaze 100 EURO 6,** the country's first premium plus gasoline that meets both Philippines and European standards.
					Through the Green S/S Awards, Petron recognizes dealers who run their service stations sustainably and implement programs that mitigate environmental risks.
					All operating facilities of Petron are required to have Pollution Control Officers (PCO). CTESG-Environment assists in complying with this requirement. This group renewed its recognition as a Training Organization for Category A Pollution Control

					Officers until November 2021. This will allow the continued conduct of 40-hour PCO Trainings and 8-hour Managing Head Training for service station dealers and qualified terminals for PCO accreditation.
					The Petron Research and Testing Center (PRTC) tests EURO IV fuels for sulfur, biodiesel, LPG and environmental samples. It also always examines raw materials before these are processed, as well as finished products before delivery to industrial clients or its service stations.

**Vulnerable sector includes children and youth, elderly, persons with disabilities, vulnerable women, refugees, migrants, internally displaced persons, people living with HIV and other diseases, solo parents, and the poor or the base of the pyramid (BOP; Class D and E)*

For operations that are affecting IPs, indicate the total number of Free and Prior Informed Consent (FPIC) undergoing consultations and Certification Preconditions (CPs) secured and still operational and provide a copy or link to the certificates if available: N/A

Certificates	**Quantity**	**Units**
FPIC process is still undergoing	N/A	#
CP secured	N/A	#

What are the Risk/s Identified?	**Management Approach**
As Petron widens its coverage in the country, however, we come face to face with the socio-economic challenges that afflict majority of the Filipinos such as lack of education, poor infrastructure, and health and sanitation issues. These challenges impact	Our contract with society is anchored on the belief that we have an equal stake in and responsibility to ensuring the well-being of those whose lives are touched by our business. Simply put: as we grow, so do our communities. Our

on our business in terms of difficulty in finding skilled workers, low productivity and absenteeism among others, so that Petron's responsibility extends to helping our communities work better.

Ultimately, we believe the condition of our surrounding communities poses costs and risks on our business. Efforts at self-sufficiency and productivity were integral to our road map to alleviating poverty, promoting safety in our host communities, and contributing to the economic performance of Petron.

company's Vision, Mission, and Values serve as our guidepost in "caring for the community and environment."

Petron Vision, Mission, and Values

Vision

"To be the Leading Provider of Total Customer Solutions in the Energy Sector and its Derivative Businesses."

Mission

We will achieve this by:

- Being an integral part of our customers' lives, delivering a consistent customer experience through innovative products and services;
- Developing strategic partnerships in pursuit of growth and opportunity;
- Leveraging our refining assets to achieve competitive advantage;
- Fostering an entrepreneurial culture that encourages teamwork, innovation, and excellence;
- Caring for our community and environment;
- Conducting ourselves with professionalism, integrity, and fairness;
- Promoting the best interest of all our stakeholders.

Petron's Sustainability Priorities

- Strategic Partnerships We commit to building on shared strengths with business partners and other stakeholders in our quest to serve customers better while creating more value for our investors.
- Advocacy and Social Responsibility We commit to ensuring our company's positive contribution to the economic and social needs of our surrounding communities through education, entrepreneurship, health, and livelihood programs. We likewise commit to support the UN Sustainable Development Goals (SDG) and the national government's poverty alleviation agenda.

Our values, focus, and commitments -- including the programs that we conduct, the products we develop, and the plans we make—are ultimately guided by what is best for our stakeholders. Regular engagement with our stakeholders, therefore, is crucial to the success of our sustainability efforts. We have in place systems that enable us to best address the needs of our

	customers, our business partners, and the communities where we are present.
What are the Opportunity/ies Identified?	**Management Approach**
Every day, the actions taken by Petron, our employees, and our partners touch millions of lives. Whether we are purchasing materials from our suppliers, producing fuel oil, serving consumers, or supporting the communities where we operate, we strive to fuel lasting and positive change. We believe our business success would not have been possible if not for those who shared our passion, commitment, and responsibility as agents of change. We have demonstrated that, beyond getting feedback, engaging our stakeholders can effectively help enhance our company's economic, environmental, and social performance. Opportunities include being able to engage our partners in our sustainability agenda, as well as magnify our environmental contributions by harnessing champions in local communities. The conduct of Pollution Control Officer (PCO) Training Courses allow us to equip our service station dealers, Petron employees, and other partners with knowledge on environmental management practices and policies. Stakeholder engagement activities also occur in virtually every aspect of Petron's operations and business transactions. Our Marketing Department invests in market research surveys, not only to gauge how Petron is perceived by the public, but also to get feedback before and after it launches products and initiatives that may impact consumers and the industry.	Human capital development is crucial to Petron's long-term goals. We identify two types of human capital that we consider as our network: permanent communities and mobile communities. Our permanent communities are our employees, our fenceline areas, and our direct business partners while our mobile communities are the general public who patronize our products. We consider them the driving force behind our business and work closely with them in the mutual aspiration of national development that filters to all levels of society. We believe that the connections we have with our communities pave the way in ensuring the sustainability of our business. Petron adopts a results-oriented, stakeholder-centric approach that allows the business to connect more meaningfully with various communities and introduce a trajectory of inclusionary growth. We are able to achieve this by including corporate social responsibility (CSR) in our business planning guidelines and positioning it as a primary strategy for optimizing business value. We conduct a site assessment to gather baseline data on various aspects of communities where we are present. We study all possible impacts of our presence and operations, including health and safety issues and infrastructure construction. We document and establish the socioeconomic profile and the general health condition of the community. Some of our activities include Hazard Identification Risk Assessment and Control; Environmental Site Assessment; an Annual Work Environmental Measurement to establish noise levels, air quality, and soil quality; and a Hazard Operability Studies and fire scenario heat models per project. Program monitoring is likewise a vital component of all CSR programs. Results of our monitoring and documentation guide the programs on education, livelihood development and micro-financing, community health and social services, and the environment. Programs are also measured against national and global development goals and principles. Regular stakeholder engagements are conducted to make sure that programs are able to achieve their objectives and to address any shortfalls immediately. Training and awareness cover topics that ensure the health and safety of the site and the community such as oil spill seminars, Pollution

	Control Officers training, annual audits and inspections, emergency response and rescue, and firefighting, some of which are open to the community to build their capacity to properly respond to emergencies. We fulfill requirements such as environmental compliance certificates, barangay clearance, zoning clearance, and certificates of non-coverage.

Customer Management

Customer Satisfaction

Disclosure	Score	Did a third party conduct the customer satisfaction study (Y/N)?
Customer satisfaction	N/A	N

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Our Contact Centers are there to support us in a market that is both dynamic and unpredictable especially in a deregulated industry such as the petroleum industry. The Contact Centers are a one-stop channel that caters to both business partners and consumers for order creation, inquiry handling, feedback management, lead processing and promo campaign execution. Gathered insights are shared internally to gain customers' point of view for continuous internal process improvement.	We use a consumer-centric approach to achieve continual improvement. At the basic level, we receive feedback nationwide from customers via the following platforms: the Petron website (www.petron.com), the Petron Customer Interaction Center (PCIC) and Petron Talk2Us channels where various customer concerns, inquiries, and complaints on orders, facilities and prices are attended to, and the feedback program at the service stations where signages are strategically placed that indicate the Talk2Us contact number, email and SMS where customers can relay feedback at their preferred channel most convenient to them 24x7 on a daily basis. Same contact details for Talk2Us are also found in the footer portion of POS receipts as added info. Feedback are also received from Petron official social networking sites managed by our Corporate Affairs Department (CAD) on Facebook, Instagram and Twitter. Other customers prefer the use of SNS sites for their convenience and accessibility. CAD coordinates closely with the Customer Relations Group (CRG) in the monitoring of customer feedback – inquiries, complaints, suggestions – for their proper and prompt disposition. All concerns are recorded in a CRM software and these are concerns are farmed out to respective resolving parties such as service station dealers

	thru our Areas Sales Executives and other internal Petron parties. Once settled, resolving parties inform feedback handlers who in turn confirm customer satisfaction by conducting actual callouts to customers and document results of callouts either for closure or non-closure.
What are the Risk/s Identified?	**Management Approach**
In a highly competitive industry, Petron needs to constantly be aware of how our brand measures up to the expectations of our consumers, our shareholders, and our stakeholders. There is a need to regularly assess customer loyalty and satisfaction, measure Petron's brand health versus competition, and understand the demands of the industry/market. With the rise of social media platforms that allow access to and sharing of information in real-time, there is a major risk to the brand for inquiries, complaints and other concerns that are not readily attended to. On the corporate side, failure to appreciate the pulse of the public impacts on: ▪ **Corporate reputation -** Our public image/perception and trustworthiness strongly influences stakeholder *(government, business partners, potential investors, etc.)* support and buy-in for our plans and programs and is essential to consumer preference. Reputation drives sales and sustainability. Reputation accounts for about 65 % of an average company's market value and can account for up to 95 % of market capital for companies that are primarily brand driven. ▪ Stakeholder Management - managing expectations by our various publics through sustained good relations with opinion-makers and influencers. ▪ **Information Management –** our ability to keep abreast with pertinent developments *(public attitudes, sensitivities, expectations, concerns and needs)* related to Petron's business and make informed and strategic decisions accordingly CAD is. It not only packages and sends out information to appropriate parties, it also counsels upper management on. ▪ **Crisis Management** – our ability to help Petron respond quickly and properly to crisis situations by anticipating potential reputational hazards and recommending appropriate courses of action to avert full-blown crises that will erode corporate reputation. Despite challenges on current limitations of the system, we continue to do follow-ups until resolution of complaints from resolving parties. In line with this, we also evaluate handling and assessing of work	We value our customers. We commit to being an integral part of their lives by consistently delivering innovative products and services. This commitment binds us to conducting business with excellence, as underscored by our own Corporate Quality Policy that states, *"We, at Petron, are guided by the basic philosophy of quality in all our business undertakings while taking responsible care of the environment and maintaining our competitiveness. Achieving this, we believe, is the true measure of corporate success."* We are unceasing in our commitment to ensure that all aspects of our operations practice the highest standards of safety and responsibility, and that the products and services we provide meet not only most stringent quality mandate of both local and international standards, but are also shaped by the needs of our consumers. We have our Corporate Affairs Department (CAD) which maintains a favorable corporate image and environment that allows Petron to effectively pursue its vision and business objectives through the effective use of communications, management of issues, and nurturing of relationships with stakeholders. To ensure the continued protection of the consumer rights of our customers, our Marketing Division ensures that all our advertising campaigns and communications programs subscribe to the standards set by governing bodies such as the Advertising Board of the Philippines Ad Standards Council, and the Philippine Association of National Advertisers. These groups harness the various sectors of the industry to achieve professional excellence through effective self-regulation; and promulgate self-regulatory rules, standards, and procedures of the advertising industry such as a Code of Ethics. These bodies also establish, maintain, and implement programs aimed at maximizing the growth potential of the advertising industry and promote public responsibility among advertising practitioners thereby protecting the interest of the customers.

efficiencies from all parties involved in the resolution process.	
What are the Opportunity/ies Identified?	**Management Approach**
• Results of our consumer market research initiatives allow us to determine the strength of our brands among our customers. • Our social media sites (website, Facebook, Twitter, and Instagram) managed by CAD provide platforms for instant communication and engagement with our customers and the public in general. This allows us to immediately act on their concerns and inquiries and gauge their preferences. These also give us multiple venues to post announcements, promos, and other relevant information about the Company, our products and events. Internal challenges will always be there but the group see these as opportunities to further elevate the overall customer experience. These include periodic review of service level agreements (SLA) for more efficient handling and resolution of complaints as well as enhancing collaboration among resolving groups. This is to map out activities should be there be extra hours needed to be invested to be handle the current situation.	Regularly, Petron conducts market research studies that identify our strengths as well as areas for improvement, engaging customers from all economic and social backgrounds, from rural areas to urban centers nationwide. Various mechanisms are in place to assess customer satisfaction. Internal and external customer feedback studies profile the users of Petron products, specifically their perception, usage, habits, and satisfaction levels among others. Results of these surveys are integrated into our Marketing programs so that the Petron brand remains top of mind. In the 4th quarter of 2019, Petron engaged a 3rd party group, GfK Philippines, a global market research agency and the 4th largest market research company in the world, to assess customer loyalty and satisfaction and measure Petron's brand health vis-à-vis competition. This resulted in a 96% customer satisfaction rating. Due to the Covid-19 pandemic however, we deferred the 3rd party assessment of our brand health for 2020, with plans to resume in 2021 relative to the normalization of business with the expected easing of Covid restrictions.

Health and Safety

Disclosure	Quantity	Units
No. of substantiated complaints on product or service health and safety*	0	#
No. of complaints addressed	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	**Management Approach**
Petron's customers demand high quality products that they have come to expect from our brand. Thus, it is the satisfaction of our stakeholders that fuels the innovation of product and service at Petron. Increasingly, the challenge for Petron is to meet the needs of customers in different market segments, ensuring that our products deliver consistent and	Meeting stringent regulatory requirements and going beyond compliance, we shape the petroleum industry. Environment protection is at the core of our strict adherence to the Clean Air Act, Biofuels Law, and RA 6969 for the control of toxic substances and hazardous waste.

reliable performance at the best possible value. At the same time, we have a responsibility to government and industry regulatory bodies.	Petron complies with laws and regulations governing our industry. We use a consumer-centric approach to achieve continual improvement.
What are the Risk/s Identified?	**Management Approach**
Petron operates in the context of a broader value cycle. We work with others to source materials; package, transport and sell our products; recover and reprocess blend components; collect and recycle the water we use. With our complex business cycle, managing sustainability in our daily operations poses great challenge. By collaborating closely with our business partners, communities, and consumers, we aim to ensure environmental and social responsibility in every product that bears our name. We are constantly working to close the loop associated with our products – from product innovation during the research and development stage, to efficient use of energy and materials during production and transport, to responsible product marketing and promotion.	**Petron Health, Safety and Environment Policy** We at Petron Corporation are committed to protecting and preserving the natural environment, and to promoting the health, safety and security of our people, our customers, suppliers, contractors and the general public. This commitment is key to the long-term sustainability of our business and governs the way we operate. Consistent with this core commitment, • we will strive to comply with all government regulations relevant to the promotion of health and safety and the preservation of the environment. • we will adopt operational procedures, provide the necessary resources and management support, striving to involve all our stakeholders each step of the way. To ensure that we live up to these commitments, • we will follow stringent goals and targets against which we will measure our performance. • we will implement and develop strategies that will allow and encourage us to improve the ways we conduct our business. **Petron's Sustainability Priorities** Health and Safety We commit to fully abiding by laws and regulations that ensure the health and safety of personnel, contractors, and surrounding communities, with the ultimate aim of going beyond compliance.
What are the Opportunity/ies Identified?	**Management Approach**
We make sure that throughout all the stages of the life cycle of our products—from introduction to growth and maturity to "decline"— the health and safety impacts on users and consumers, as well as the environment are considered. During its maturity stage for instance, fuel products are subjected to reformulations and enhancements necessary to ensure that they comply with the latest local and international standards. The decline of a product, when it is no longer marketable, is considered an opportunity for innovation. Product development at this stage is driven	**Petron Health, Safety and Environment Policy** We at Petron Corporation are committed to protecting and preserving the natural environment, and to promoting the health, safety and security of our people, our customers, suppliers, contractors and the general public. This commitment is key to the long-term sustainability of our business and governs the way we operate. Consistent with this core commitment,

by updates in the market as well as changes in fuels technology. Providing for venues to feedback on health and safety concerns of our business on the other hand gives us the opportunity to properly and promptly address issues that we may have been remiss in or have not thoroughly considered. As we aspire for continual improvement, we welcome feedback from our stakeholders on how we can make our services better and safer to provide the full Petron experience. Again, the rise of social media platforms that allow access to and sharing of information in real-time causes a major risk to the Petron brand for inquiries, complaints and other concerns that are not readily attended to. On the corporate side, failure to receive and act on safety and health concerns by the public regarding our operations, products and/or services impact on our ability to: ▪ maintain a favorable corporate image and environment that allows Petron to effectively pursue its corporate vision and business objectives. ▪ manage the expectations by our various publics.	• we will strive to comply with all government regulations relevant to the promotion of health and safety and the preservation of the environment. • we will adopt operational procedures, provide the necessary resources and management support, striving to involve all our stakeholders each step of the way. To ensure that we live up to these commitments, • we will follow stringent goals and targets against which we will measure our performance. • we will implement and develop strategies that will allow and encourage us to improve the ways we conduct our business. **Petron's Sustainability Priorities** Health and Safety We commit to fully abiding by laws and regulations that ensure the health and safety of personnel, contractors, and surrounding communities, with the ultimate aim of going beyond compliance.

Marketing and labelling

Disclosure	Quantity	Units
No. of substantiated complaints on marketing and labelling*	18,243	#
No. of complaints addressed**	2,081	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies. Additionally, Petron received and addressed 65,254 inquiries*

***Complaints addressed (2,081) represent complaints properly closed by the Petron Customer Interaction Center (PCIC)., i.e. This means, PCIC was able to coordinate with the customer and secure customer satisfaction. The balance (16,162) accounts for open, in progress and resolved complaints. "Resolved complaints" can only be closed once customer satisfaction is confirmed.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Because of the nature of our products, adherence to correct labeling protocols is inseparable from product responsibility. This responsibility begins from the time each product rolls out from our Refinery until it lands in the hands of our customers. All Petron service stations display the octane number of fuels to help our customers make better choices. Likewise, Petron service stations that conform to the	Overall responsibility for the delivery of safe, quality and reliable products and services to all our customers, both local and international, rests on the entire organization. Our Marketing Department oversees efforts to sustain the integrity of our corporate brand through responsible product labeling and advertising. Our Corporate Affairs Department ensures that we communicate to the general public our role in

guidelines of the Department of Energy on proper labeling of fuels. All Petron lubricant products and greases are also properly labeled and come with material safety data sheets (MSDS). Petron's product quality claims for lubricants adhere to the American Petroleum Institute (API), the Society of Automotive Engineers, and International Standardization Organization-Viscosity Grade for the service level and viscosity grades applicable to the specific type and make of engine/equipment/vehicle. For greases, Petron adheres to the quality specifications of the National Lubricating Grease Institute. The Philippines is among the Asia-Pacific Economic Cooperation (APEC) countries that have signed a commitment to implement the Globally Harmonized System of Classification and Labeling of Chemicals (GHS). All Petron operations concerning the manufacturing, marketing, and distribution of petroleum/petrochemical products, as well as the importation of chemical substances for operational needs will be subject to GHS labeling. Benzene, which is one of the petrochemical products of our Benzene-Toluene-Xylene (BTX) plant, is currently included in the Priority Chemical List (PCL) of the Department of Environment and Natural Resources (DENR). As such, we are required to secure a PCL Compliance Certificate from the DENR's Environmental Management Bureau aside from submitting an annual report, MSDS, and a chemical management plan. The additives manufactured by Petron must also comply with pre-manufacturing and pre-importation (PMPIN) requirements that include submitting information to DENR on the chemical substances to be manufactured. GHS-compliant MSDS are being prepared for petrochemical feed stocks produced at the refinery and for additives, fuels, lubricants, and other petroleum-based products. This is to meet DENR requirements and existing PMPIN requirements. We will also convert existing labels into GHS-compliant labels, rendering Petron products suitable for international markets should there be an opportunity to export. Employees involved in purchasing, forwarding, customs clearing, warehousing, emergency response, and the use of chemical substances in operations have undergone GHS training.	driving economic activity, fueling societal wellbeing and caring for the environment. All our products carry appropriate information and proper labeling on matters which are considered important disclosures so that consumers will be adequately informed of their environmental, health, and social impacts. All our products have Material Safety Data Sheets (MDS). An important component of our product stewardship and workplace safety, the MDS provides our personnel with procedures for handling or working with the materials we use, and all our products. The MSDS contains information such as physical data, toxicity, health effects, first aid, reactivity, storage, disposal, and spill-handling procedures.
What are the Risk/s Identified?	**Management Approach**
As part of our commitment to the environment, Petron strives to develop products that meet customer's demands for performance without adverse impact on the environment. We know that, given the chance, our customers want to make the right choices—not just in terms of getting the most for their peso, but in ensuring they make responsible choices	We seek to give our customers the information they need to make the right decisions about the products they use. Whether in our packaging labels, or in our service stations, Petron strives to provide product and service information as required by procedure. We empower our customers to make the right choices through the

that do not compromise their health or environmental quality.	accurate, reliable, and trustworthy information we provide in the packaging of our products, and provide our customers with packaging that they can be sure is environmentally friendly—particularly with our "green" product line.
What are the Opportunity/ies Identified?	**Management Approach**
<u>Empowering customer choice.</u> By letting our customers know what quality standards we follow, we again empower them to make better-informed decisions on what product to buy. <u>Deepening customer loyalty and building new business</u> The technical support that our Research and Development group continuously provide helps strengthen customer loyalty and continue to build business for the company. One of these activities is the conduct of technical training programs aimed at informing these customers of the products that the company offers, as well as assist them in optimizing the use of these products in their chosen applications. These training programs are provided free to all our product users. We also take every opportunity to reach out to different LGUs and end-users to conduct information and education campaigns in support of environment-related programs. Part of these information campaigns are product knowledge seminars and demos conducted for tricycle and jeepney operators and drivers on the appropriate use of motorcycle oils, diesel engine oils, engine decarbonizer, among others, to comply with emission limits. Another venue is our pioneering ***Lakbay Alalay*** program which started in 1986 to assist motorists trekking to the countryside during the Lenten break. *Lakbay Alalay* remains as the country's longest-running program that looks after the needs of travelers during high-traffic seasons. The activity provides opportunities to promote Petron's class-leading fuel and oil products and services in our service stations, as well as assistance to motorists such as free car safety check-up, basic automotive repairs, telecommunications support, and medical aid. Internally, Petron Ambassador's #BibilibatBibili sets employee's brand loyalty to a higher level by molding each member of the company's workforce to become a brand ambassador, not only supporting the products but also marketing Petron through positive word of mouth to friends and relatives. Through this program, Petron's reach and presence in various social media widens as more are sharing Petron's advertisements. The program is a collaborative effort of Petron's Research & Development, HR, Marketing and Corporate Affairs.	Petron takes seriously its commitment to market responsibly by adhering to the highest standards of product advertising and advocacy. Our Marketing Division also takes the lead in producing communications materials to promote responsible driving and road safety. All materials that promote Petron's products and services in mass media are subjected to review and approval by governing bodies such as the Advertising Board of the Philippines, Ad Standards Council, and the Philippine Association of National Advertisers to ensure that consumer rights are protected.

Aftermarket support Petron's after-sales support is also unparalleled in the local petroleum industry. We provide aftersales customer visits to our industrial and commercial clients and offer varied technical services to address technical difficulties, operational concerns, compliance to environmental regulations, efficiency enhancements, among others.	

Customer privacy

Disclosure	Quantity	Units
No. of substantiated complaints on customer privacy*	0	#
No. of complaints addressed	0	#
No. of customers, users and account holders whose information is used for secondary purposes	0	#

**Substantiated complaints include complaints from customers that went through the organization's formal communication channels and grievance mechanisms as well as complaints that were lodged to and acted upon by government agencies.*

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
Every day, the actions taken by Petron, our employees, and our partners touch millions of lives. Stakeholder engagement activities occur in virtually every aspect of Petron's operations and business transactions. Our Marketing Department invests in market research surveys, not only to gauge how Petron is perceived by the public, but also to get feedback before and after it launches products and initiatives that may impact consumers and the industry. As such, we keep an open line with our customers and stakeholders through various communication platforms. In the process of addressing customer concerns and providing timely feedback, we require specific personal information that we deem vital in being able to best deliver the specific solutions or answers they require. Our Customer Relations Group, along with our Corporate Affairs Department, are on the frontlines of the company's efforts to receive and manage and resolve customer concerns, serving as a personal information generated from our customers.	Petron is committed to keeping customer information private and utilize them only in accordance to the reason why it was asked for. This is explicitly stated in the Privacy Statement placed in our website www.petron.com and needs to be agreed upon by the viewer prior to accessing the website. "Petron Corporation and its subsidiaries (**"PETRON," "We," "us" or "our"**) respect your privacy and will keep secure and confidential all personal and sensitive information that you may provide to PETRON, and/or those that PETRON may collect from you ("**Personal Data**"). This privacy statement ("**Statement**") provides for the Personal Data we obtain, or which you may provide through this website, ww.petron.com ("**Website**"), and the standards we observe in using, processing, keeping, securing, and disclosing said Personal Data. "By accessing the Website and submitting your Concerns (defined below), or Personal Data through it, you expressly acknowledge that you have read, understood and hereby agree to all of the terms of this Statement and that you provide consent for us to: ▪ Process your Personal Data, as provided under applicable laws, regulations, and our policies, for our subsidiaries and affiliates, contractors, service providers, and other authorized third parties' legitimate purpose/s;

	▪ Make your Personal Data available for our subsidiaries and affiliates, contractors, service providers, and other third parties. As such, we have not received any complaints regarding breaches of customer privacy and that there were no incidences of non-compliance with regulations and voluntary codes concerning this topic, which would have resulted in significant fines or penalties.
What are the Risk/s Identified?	**Management Approach**
Specific to the Petron website, some content or applications, including advertisements, on the Website are served by third parties, including advertisers, advertising networks and servers, content providers, and application providers. These third parties may use cookies (alone or in conjunction with web beacons or other tracking technologies) to collect information about you when you use our Website. The information they collect may be associated with customers' Personal Data or they may collect information, including Personal Data, about their online activities over time and across different websites and other online services. They may use this information to provide our customers with interest-based (behavioral) advertising or other targeted content. Petron does not control these third parties' tracking technologies or how they may be used. In any concerns about an advertisement or other targeted content, Petron directs the customers to the responsible provider.	Petron's Data Privacy Policy (approved in May 2017 by the Board of Directors) sets out the principle that the Company will observe transparency, legitimate use and proportionality in the processing of personal data. In compliance with applicable law and regulation, the Company has appointed a Data Privacy Officer.
What are the Opportunity/ies Identified?	**Management Approach**
Customer feedback collected are incorporated in qualitative and quantitative research initiatives which seek to capture the overall service station experience; and customer feedback studies, which seek to profile product users and determine consumer perception of our brands. These information help us measure our performance as compared to other brands, and gauge if our products and brands are able to meet our consumers' needs.	Petron established a Personal Data Privacy Policy of the Company in May 2017 setting out its principles to observe transparency, legitimate use and proportionality in the processing of personal data. In compliance with applicable law and regulation, the Company has appointed a Data Privacy Officer.

Data Security

Disclosure	Quantity	Units
No. of data breaches, including leaks, thefts and losses of data	0	#

What is the impact and where does it occur? What is the organization's involvement in the impact?	Management Approach
The Company owns, uses or is in the possession of information assets (such as financial information, intellectual property, and employee details), that can be in electronic systems, business applications, networks, and information processing facilities. Employees and officers, depending on the nature of their functions, also have access to various information assets of the Company. As information is one of the most critical assets of Petron, maintaining data security in the company provides protection to this asset. Maintaining the confidentiality, integrity and availability of information enables the company to continuously operate and provide services to our clients.	• The Company established its Information Security Steering Committee ("ISSC") comprised of representatives from the Management Services Department, the Legal Department, the Human Resources Management and Development Department, and Internal Audit Department. The ISSC is tasked to provide oversight on company information security by enforcing and continually improving controls and requirements of information security within the Company, including the review and consideration of an information security management system. • In addition, Petron's Board of Directors approved the Personal Data Privacy Policy of the Company in May 2017 that sets out principle that the Company will observe transparency, legitimate use and proportionality in the processing of personal data. In compliance with applicable law and regulation, the Company has appointed a Data Privacy Officer. • Petron has also undertaken different initiatives in relation to data security. Foremost among these is the maintenance of its Information Security Management System which contains policies, guidelines, standards and procedure focused on maintaining confidentiality, integrity and availability of information and information systems throughout different IT processes
What are the Risk/s Identified?	**Management Approach**
A lack of or an insufficient information security management system will expose to risk the confidentiality, integrity, and availability of information assets of the Company and their respective information processing facilities, information processing systems, and associated information assets and/or an accidental or unlawful destruction, loss, or alteration of personal data, including its unauthorized disclosure.	The Company performs risk assessment and risk treatment in planning and implementing activities to meet its information security objectives. • Petron commissioned an Information Security Maturity Assessment (ISMA) to measure the company's current information security maturity level. The results of the said assessment were used as a baseline to launch a project roadmap to further improve information security in the company. • To increase Information Security awareness for new employees, Petron embedded information security training within the Employee Orientation conducted by the Human Resources Department. In addition, Petron continuously releases weekly Information Security Awareness materials for all employees to sustain awareness and strengthen their knowledge of information security.

	• Petron also continuously checks and remediate possible gaps in its technical controls by conducting periodic vulnerability assessments activity both for internal systems and public-facing websites. • The company completed various projects to further enhance data security within Petron. These projects include among others – implementation of web application firewall, updates on proxy server, increased e-mail security, implementation of baseline security standards for servers, updated contracts and agreements to service providers to include information security clauses, improvement on patching of workstations.
What are the Opportunity/ies Identified?	**Management Approach**
Petron can continue to explore options for cloud storage for data, including keeping information secure and backed up off-site, and the use of new software tools to improve information security.	Petron constantly reviews and improves controls and requirements of information security of the Company.

Product or Service Contribution to UN SDGs

Key products and services and its contribution to sustainable development.

Key Products and Services	Societal Value / Contribution to UN SDGs	Potential Negative Impact of Contribution	Management Approach to Negative Impact
• TULONG ARAL NG PETRON	**GOAL 1: No Poverty (End Poverty in all its Forms Everywhere)** • Petron's scholarship programs (Tulong Aral ng Petron and Refinery scholarships) are sending poor but deserving children to school to equip them to become employable. Some 187 Petron scholars are now part of the Petron workforce. • Parents of TAP scholars in Rosario, Cavite were also trained in sewing and dressmaking and provided with sewing machines as a means to augment their livelihood.	We do not see a negative impact of this initiative	N/A

• TULONG ARAL NG PETRON	**GOAL 2: Zero Hunger End hunger, achieve food security and improved nutrition and promote sustainable agriculture** • Tulong Aral ng Petron's feeding program has benefitted over 8,000 scholars since 2016.	We do not see a negative impact of this initiative	N/A
• PETRON CLINICS • LAKBAY ALALAY	**Goal 3: Good Health and Well-being Ensure healthy lives and promote well-being for all at all ages** • At least 16,107 residents have availed of specialized health services *(free medical, laboratory, x-ray/ultrasound services and medicines)* provided by Petron Clinics for its fenceline communities in Pandacan, Manila, Limay, Bataan, and Rosario, Cavite. • Petron Corporation's ***Lakbay Alalay***, the Philippines' longest-running road assistance project advocates safety on the road and reduce travel-related injuries while providing motorists with a memorable travel experience.	We do not see a negative impact of this initiative	N/A
• TULONG ARAL NG PETRON	**GOAL 4: Quality Education Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all.** • Tulong Aral ng Petron (TAP) has given scholarships from elementary to college to over 17,000 children and youth from its host communities all around the country, with over 8,600 graduates as a result. Four of TAP's	We do not see a negative impact of this initiative	N/A

• REFINERY SCHOLARSHIP PROGRAMS • PETRON SCHOOL • BRIGADA ESKWELA	college graduates have been employed in Petron. • PBR college scholarships support the Petron Bataan Refinery's manpower requirements. This has produced 283 graduates, with 183 hired in various positions at the Refinery. • Since 2002, a total of 108 Petron Schools equivalent to 258 classrooms have been built. • Volunteer employees and stakeholders from Petron facilities nationwide have repaired/ refurbished at least 1,600 classrooms since 2007 to benefit over 100,000 students as part of DepEd's *Brigada Eskwela* National Schools Maintenance Week.		
• Project CODy at the Petron Refinery in Limay, Bataan	**GOAL 6: Clean Water and Sanitation** • This is a water footprint initiative for water reduction and reuse while minimizing wastewater treatment expenses. • As of December 2020, Petron had an 11.04% reduction in scarce water consumption vs, 2016 baseline consumption, and is below the medium target of 20% reduction in scarce water consumption by 2020 in San Miguel Corporation's Water for All Program, compared to the 38.07% reduction attained in 2019. The COVID pandemic significantly reduced production volume at Petron Bataan Refinery, resulting to higher water usage index. This contributed to the lower % reduction. However, Petron is confident that its long-term plans can attain	We do not see a negative impact of this initiative	N/A

	the 50% reduction target by 2025.		
• Petron's 140-MW Refinery Solid Fuel-Fired Boiler (RSFFB) in Limay, Bataan	**GOAL 7: Affordable and Clean Energy** • allows the grid to maximize its supply of power to the energy requirements of the region. It also produces surplus energy – approximately 10 MW – to contribute to the grid. • RSFFB is one of the first in the Philippines to use clean coal technology such as the Circulating Fluidized Bed, which reduces emissions by roughly 95% compared to normal coal plants.	Continued reliance on coal as energy source	Petron's health, safety, and environment policy commits to protect and preserve the natural environment, and to promoting the health, safety, and security of our people, customers, contractors, and the general public. Petron has invested in the use of the more efficient Circulating Fluidized Bed Technology for its power and steam generation that has contributed in the reduction of air pollutant emissions.
	GOAL 9: Industry, Innovation and Infrastructure • Generates electrical and steam energy sufficient to sustain the full operations of the Petron Bataan Refinery without taking from the Luzon grid, allowing the grid to maximize its supply of power to the energy requirements of the Philippines' Central Luzon Region. • Also produces surplus energy (approximately 10 MW) to contribute to the grid. • The RSFFB also utilizes petroleum coke, a by-product of RMP-2, as feedstock for the power plant. Equally important, the power plant is one of the first in the Philippines to use clean coal technology such as the Circulating Fluidized Bed, which reduces emissions	Continued reliance on coal as energy source	Petron's health, safety, and environment policy commits to protect and preserve the natural environment, and to promoting the health, safety, and security of our people, customers, contractors, and the general public. The company has invested in the use of the more efficient Circulating Fluidized Bed Technology for its power and steam generation that has contributed in the reduction of air pollutant emissions.

	by roughly 95% versus normal coal plants.		
Petron Refinery Master Plan 2 (RMP-2) in Limay, Bataan	**GOAL 9: Industry, Innovation and Infrastructure** • RMP 2's increased production capabilities improves the country's supply security and lessen our dependence on higher-costing fuel products. It also increases our capacity to produce more stringent and environment-friendly fuels to help improve the country's air quality.	Increase in water and air emission and waste generation	Implementation of waste prevention, minimization, recycling/reuse programs, where possible, and waste treatment technologies from design stage until operational stage, as well as continuous monitoring of environmental indicators (Materials, Energy, Water, Emissions, Transport, Biodiversity, Products & Services, and Compliance).
Petron Terminal EcoWatch program	**GOAL 13: Climate Action** • Builds on and greatly enhances the Industrial EcoWatch Rating System or IERS, an initiative under DENR Administrative Order 2003-36. • Promotes self-regulation among industries for improved environmental compliance and performance through a rating system. • Petron's Terminal EcoWatch assesses environmental performances in terms of maturity of environmental management, providing higher score for environmental programs that lead to improved key indicators, and even more points for continual improvement. • For 2020, there were five (5) platinum rated (highest rating) terminals, thirteen Gold, six Silver, and five Green.	We do not see a negative impact of this initiative	N/A
Project Legacy	Through Petron's Corporate and Technical Services Group (CTSG)-Environment,	We do not see a negative impact of this initiative	

	the company developed the Manual on Philippine Environmental Regulations, a handy but substantial reference for environment laws and policies critical to the oil industry. Intended as a legacy project, this Manual contains six modules that compiled relevant regulatory requirements and customized procedures/ guidelines to address specific regulatory requirements. Each module covers major regulations: Clean Water Act, Clean Air Act, Solid Waste Management Act, Hazardous Waste Management Act, Environmental Impact Assessment, and General Laws. Video Tutorials/guide were also prepared to supplement the modules. The modules will serve as guide to Petron employees, especially those involved in environmental management and project management. This will help Management arrive at informed decisions with regards to regulatory compliance requirements on environmental management.		
Pollution Control Officers (PCO) Training	**GOAL 13: Climate Action** • All operating facilities of Petron are required to have Pollution Control Officers (PCO). • To assist service stations in complying with this requirement, CTESG-Environment conducts a customized PCO training exclusive for appointed PCOs of Petron Service Stations. • Since 2010, 62 batches of training have been	Conflict with other DENR-recognized PCO Training organizations.	Petron is committed to the continued improvement of its environmental practices across its operations. We see the PCO Training Course as a pivotal environmental management training program that enables us to share our passion for environment preservation and shape the minds of our service station dealers. Through this program, we are able to promote awareness of various

	conducted for a total of 3,007 participants.		environmental laws and local and global environmental issues among stakeholders, among them service station dealers or their representatives, contractors, Petron employees, and local government units. In addition to compliance with environmental regulations, the course was organized to eventually accredit Service Station Managers as certified Pollution Control Officers (PCO) who will be in-charge of monitoring site activities with regard to environmental performance. Through this program, we are able to share our operating and technical experience with our supply chain and external stakeholders. At the same time, we will continue to work with the relevant government agencies to secure their approval to continue conducting the PCO training.
• **PUNO NG BUHAY**	**GOAL 15: Life on Land Protect, restore and promote sustainable use of terrestrial ecosystems, sustainably manage forests, combat desertification, and halt and reverse land degradation and halt biodiversity loss.** Petron is actively pursuing programs aimed at protecting the environment: • Through Puno ng Buhay, Petron has adopted a total of 85 hectares for mangroves and bamboo plantation. It has already	We do not see a negative impact of this initiative	N/A

• **Support to NATIONAL GREENING PROGRAM**	successfully captured a total of 1,089 tons of carbon from 30 hectares of reforestation sites in Leyte and Roxas provinces. • National Greening Program supports the goal of the National Government to restore the country's forest cover. Since 2000, volunteers from Petron's Bataan refinery and various terminals have collectively planted over one million mangrove and tree seedlings.		
	GOAL 17: Partnerships to achieve the Goal Strengthen the means of implementation and revitalize the global partnership for sustainable development. • Petron is an active member of a number of like-minded organizations such as the Philippine Business for Social Progress (PBSP) and is a founding member of the Philippine Business for the Environment (now the Business for Sustainable Development). • Petron Foundation is also active member of the Association of Foundations and the Philippine Council for NGO Certification (PCNC). • Petron has sustained partnership in multi-stakeholder initiatives with various national government agencies such as DOE, DENR DepEd, DSWD, PNP, DOTr, TESDA, etc.	We do not see a negative impact of this initiative	N/A

** None/Not Applicable is not an acceptable answer. For holding companies, the services and products of its subsidiaries may be disclosed.*