

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)

Mar 17, 2015

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

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) 886-3888, 884-9200

9. Former name or former address, 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 2A (PRF2A)	7,122,320
PREFERRED SERIES 2B (PRF2B)	2,877,680
TOTAL DEBT AS OF DECEMBER 31, 2013 (IN MILLIONS)	254.57

11. Indicate the item numbers reported herein

Item 9.

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



Petron Corporation
PCOR

PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation
References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure
Amendment to the Articles of Incorporation of the Company.
Background/Description of the Disclosure
Amendment to the Articles of Incorporation of the Company.

Date of Approval by Board of Directors	Mar 17, 2015
Date of Approval by Stockholders	TBA
Other Relevant Regulatory Agency, if applicable	Department of Energy
Date of Approval by Relevant Regulatory Agency, if applicable	TBA
Date of Approval by Securities and Exchange Commission	TBA

Amendment(s)

Article No.	From	To
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SEVENTH	No provision for re-issuability of redeemed preferred shares.	Express provision that any and all preferred shares of the Corporation (whether unissued, issued, and outstanding, including all existing treasury shares) shall not be retired upon redemption but may be reissued under such terms and conditions and procedure as may be determined by the Board of Directors or the Executive Committee (when so delegated to it by the Board of Directors) and any preferred shares re-issued shall be given a new designation as a subsequent series.
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Rationale for the amendment(s)

The proposed amendment will allow the Company to have preferred shares to re-issue from treasury in addition to the unissued preferred shares and thus dispense the need for the Company to amend its articles of incorporation for future preferred share issuances.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the Articles of Incorporations with the SEC	TBA
Expected date of SEC approval of the Amended Articles of Incorporation	TBA

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

The proposed amendment will allow the Company to have preferred shares to re-issue from treasury in addition to the unissued preferred shares and thus dispense the need for the Company to amend its articles of incorporation for future preferred share issuances.

Other Relevant Information

Pleaa see attached letter dated March 17, 2015.

Filed on behalf by:

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



March 17, 2014

PHILIPPINE STOCK EXCHANGE, INC.

Disclosure Department
3rd Floor, Philippine Stock Exchange Center
Ayala Triangle, Ayala Avenue
Makati City

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

Gentlemen:

The Board of Directors, during its Regular Board Meeting held today, approved the following items:

A. Annual Stockholders' Meeting

1. Date of meeting: May 19, 2015
2. Record date: April 1, 2015 (agenda attached)
3. Closing of the stock transfer books: April 2 -13, 2015;

B. 2014 Audited Financial Statements showing that the Company posted a net income of ₱3 billion;

C. Cash dividend of ₱0.05 per share for common shareholders with a record date of April 1, 2015 and payment date of April 16, 2015;

D. Cash dividend for the preferred shareholders with the following record and payment dates:

		Dividend Amount (per share)	Record Date	Payment Date
Preferred Shares Series 2A	2 nd Quarter 2015	₱ 15.75	April 17, 2015	May 4, 2015
Preferred Shares Series 2B	2 nd Quarter 2015	₱ 17.14	April 17, 2015	May 4, 2015
Preferred Shares Series 2A	3 rd Quarter 2015	₱ 15.75	July 20, 2015	August 3, 2015
Preferred Shares Series 2B	3 rd Quarter 2015	₱ 17.14	July 20, 2015	August 3, 2015

- E. Amendment of the Company's Articles of Incorporation to add a re-issuability feature of the Company's preferred shares and submission of the same for ratification at the Annual Stockholders' Meeting scheduled on May 19, 2015;
- F. Election of Mr. Eduardo M. Cojuangco, Jr. as Chairman of the Executive Committee; and
- G. Appointment of Mr. Samuel S. Candido as Assistant Vice President – Refinery Technical Services.

Very truly yours,



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

**ANNUAL STOCKHOLDERS' MEETING
PETRON CORPORATION
2:00 PM, Tuesday, 19 May 2015
Valle Verde Country Club, Pasig City**

- 1) Call to Order
- 2) Report on Attendance and Quorum
- 3) Review and Approval of the Minutes of the Previous Annual Stockholders' Meeting
- 4) Management Report and Submission to the Stockholders of the Financial Statements for the Year 2014
- 5) Ratification of All Acts of the Board of Directors and Management Since the Last Stockholders' Meeting in the Year 2014
- 6) Ratification by the Stockholders of the Amendment of the Company's Articles of Incorporation (Provision of a Re-Issuability Feature of the Company's Preferred Shares)
- 7) Appointment of Independent External Auditor
- 8) Election of the Board of Directors for the Ensuing Term
- 9) Other Matters
- 10) Adjournment

JOEL ANGELO C. CRUZ
Corporate Secretary



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