

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)
Oct 12, 2016
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 JUNE 30, 2016 (IN MILLIONS)	210,349

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

**Petron Corporation
PCOR**

PSE Disclosure Form 4-30 - Material Information/Transactions
References: SRC Rule 17 (SEC Form 17-C) and
Sections 4.1 and 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Securities and Exchange Commission's order rendering effective the registration statement for the shelf registration of up to P40 billion peso-denominated fixed rate bonds and Permit to Offer Securities for Sale for the first tranche of up to P15 billion with an oversubscription option of P5 billion.

Background/Description of the Disclosure

Securities and Exchange Commission's order rendering effective the registration statement for the shelf registration of up to P40 billion peso-denominated fixed rate bonds and Permit to Offer Securities for Sale for the first tranche of up to P15 billion with an oversubscription option of P5 billion.

Other Relevant Information

Please see attached letter dated October 12, 2016.

The final prospectus and the final offer supplement dated October 12, 2016 will be uploaded at the company website, www.petron.com.

Filed on behalf by:

Name

Jhoanna Jasmine Javier-Elacio

Designation

Legal Manager and Assistant Corporate Secretary



October 12, 2016

PHILIPPINE STOCK EXCHANGE, INC.
Disclosure Department
3rd Floor, Philippine Stock Exchange Center
Ayala Triangle, Ayala Avenue
Makati City

Attention: **Mr. Jose Valeriano B. Zuño III**
OIC-Head, Disclosure Department

Gentlemen:

We write further to our letter earlier relating to the issuance by the Securities and Exchange Commission (“SEC”) of the pre-effective letter dated today in connection with the Company’s registration statement for the shelf registration and sale in the Philippines of peso-denominated fixed rate bonds of up to ₱40 billion (the “Bonds”).

After the compliance by the Company with the required submissions as directed in the aforementioned pre-effective letter, the Company likewise received today from the SEC the order rendering effective the registration statement for the shelf registration of the Bonds and the Permit to Offer Securities for Sale for the first tranche of the Bonds consisting of Series A Bonds and Series B Bonds with an aggregate principal amount of ₱15 billion, with an oversubscription option of up to ₱5 billion (the “Offer Bonds”).

Please find enclosed a copy of the Order of Registration for the shelf registration of the Bonds and the Permit to Offer Securities for Sale for the Offer Bonds.

Very truly yours,

A handwritten signature in blue ink that reads 'JCCruz'.

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



Republic of the Philippines
Department of Finance
Securities and Exchange Commission

Markets and Securities Regulation Department

IN THE MATTER OF : SEC MSRD Order No. 13
: Series of 2016
:
PETRON CORPORATION : Registration of Debt Securities
: (under Shelf Registration)
- Registrant - :
X ----- X

ORDER

Upon consideration of the Registration Statement and other papers and documents attached thereto filed on behalf of **PETRON CORPORATION**, the Commission, in its meeting of 11 October 2016, favorably considered the application for shelf registration of **Forty Billion Pesos (P40,000,000,000.00) worth of Fixed Rate Bonds**, in accordance with the requirements of Sections 8 and 12 of the Securities Regulation Code.

For the first tranche, the company applied to offer up to **Fifteen Billion Pesos (P 15,000,000,000.00) with an over-subscription option of up to Five Billion Pesos (P5,000,000,000.00)** worth of 5-year **Series A Fixed Rate Bonds Due 2021** and 7-year **Series B Bonds due 2023**.

In this regard and after determining that the company has complied with the required submissions as directed in the Pre-Effective Letter issued on 12 October 2016, **the subject Registration Statement is now rendered effective.**

Let a **Certificate of Permit to Offer Securities for Sale** authorizing the sale and distribution of up to **Fifteen Billion Pesos (P 15,000,000,000.00) with an over-subscription option of up to Five Billion Pesos (P5,000,000,000.00) worth of 5-year Series A Fixed Rate Bonds Due 2021 and 7-year Series B Bonds due 2023** relative to the first tranche be issued in favor of the company.

The sale and distribution of the remaining securities under the subsequent tranches shall be conducted only after the issuance by the Commission of the pertinent permit.

SO ORDERED.

EDSA, Mandaluyong City, Philippines,

October 12, 2016.


EMMA A. VALENCIA
Officer-in-Charge



Republic of the Philippines
Department of Finance
Securities and Exchange Commission

MARKETS AND SECURITIES REGULATION DEPARTMENT

CERTIFICATE OF PERMIT TO OFFER SECURITIES FOR SALE

THE ISSUANCE OF THIS CERTIFICATE OF PERMIT IS PERMISSIVE ONLY AND DOES NOT CONSTITUTE
A RECOMMENDATION OR ENDORSEMENT OF THE SECURITIES PERMITTED TO BE ISSUED

THIS IS TO CERTIFY that the securities of

PETRON CORPORATION

consisting of up to **Fifteen Billion Pesos (P15,000,000,000.00)** with an over-subscription option of up to **Five Billion Pesos (P5,000,000,000.00)** worth of **Fixed Rate Bonds** covered under **SEC MSRD Order No. 13** have been registered and may now be offered for sale or sold to the public subject to full compliance with the provisions of the Securities Regulation Code and its Amended Implementing Rules and Regulations, Revised Code of Corporate Governance and other applicable laws and orders as may be issued by the Commission.

Issued at Mandaluyong City, Philippines this 12th day of October Two Thousand and Sixteen.




EMMA A. VALENCIA
Officer-in-Charge