



May 22, 2014

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

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

Gentlemen:

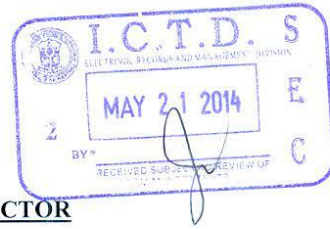
Please find attached a copy of the Certification of Independent Director which was filed by Mr. Artemio V. Panganiban with the Securities and Exchange Commission on May 21, 2014 following his election as an Independent Director of the Company at the Annual Stockholders' Meeting held on May 20, 2014.

Very truly yours,

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

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





**CERTIFICATION OF INDEPENDENT DIRECTOR**

I, **ARTEMIO V. PANGANIBAN**, Filipino, of legal age, and a resident of 1203 Acacia Street, Dasmariñas Village, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of **Petron Corporation**;
2. I am affiliated with the following listed companies or organizations:

<b>Company/Organization</b>	<b>Position/Relationship</b>	<b>Period of Service</b>
First Philippine Holdings Corp.	Independent Director	2007-Present
Metro Pacific Investments Corp.	Independent Director	2007-Present
GMA Network, Inc.	Independent Director	2007-Present
Manila Electric Company, Inc.	Independent Director	2008-Present
Robinsons Land Corp.	Independent Director	2008-Present
GMA Holdings, Inc.	Independent Director	2009-Present
Bank of the Philippine Islands	Independent Director	2010-Present
Asian Terminals, Inc.	Independent Director	2010-Present
Philippine Long Distance Telephone Co.	Independent Director	2013-Present
Jollibee Foods Corporation	Non-Executive Director	2012-Present
Metropolitan Bank and Trust Co.	Senior Adviser	2007-Present
Double Dragon Properties Corp.	Adviser	2014-Present

(for my complete bio-data, please see my website: [cjpanganiban.com](http://cjpanganiban.com))


3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of **Petron Corporation**, as provided for in Section 38 of the Securities Regulation Code and the Amended Implementing Rules and Regulations of the Securities Regulation Code.
4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
5. I shall inform the Corporate Secretary of **Petron Corporation** of any changes in the abovementioned information within five (5) days from its occurrence.

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

  
**ARTEMIO V. PANGANIBAN**  
Independent Director

SUBSCRIBED AND SWORN to before me this MAY 20 2014 at  
Mandaluyong City, affiant personally appeared before me and exhibited to me his  
Diplomatic Passport No. DE0000999 issued by the Department of Foreign Affairs, Manila on  
January 21, 2012.

Doc. No. 33 ;  
Page No. 16 ;  
Book No. II ;  
Series of 2014.

  
**DON-VIC P. QUEZON**  
Notary Public for Mandaluyong City  
40 San Miguel Avenue, 1550 Mandaluyong City  
Appointment No. 0382-14  
Until December 31, 2015  
Attorney's Roll No. 55728  
PTR No. 1942186 / 1-2-14 / Mandaluyong City  
Lifetime ICP No. 06374  
MCLE Compliance No. IV-0014582 / 3-25-13