

C01422-2014

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 26, 2014
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
SMC 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
-
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	9,375,104,497
Preferred	100,000,000
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

Sale of Shares by a Major Stockholder

Background/Description of the Disclosure

Sale of Shares by a Major Stockholder

Other Relevant Information

Please see attached disclosure letter dated March 27, 2014

Filed on behalf by:

Name

Joel Angelo Cruz

Designation

Vice President - General Counsel and Corp. Sec.



March 27, 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:

We advise that the Petron Corporation Employees' Retirement Plan ("PCERP"), a shareholder of Petron Corporation (the "Company"), has agreed to sell 470,000,000 common shares of the Company at a price of P11.50 per share through the facilities of the Philippine Stock Exchange for settlement on April 1, 2014, pursuant to a Placement Agreement dated March 26, 2014 (the "Placement Agreement"). PCERP has engaged Maybank Kim Eng Securities Pte. Ltd., Merrill Lynch (Singapore) Pte. Ltd., Standard Chartered Securities (Singapore) Pte. Limited and UBS AG to act as placement agents for the transaction.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'Joel'.

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