

APPLICATION TO SUBSCRIBE AND PURCHASE

1:2.6 Stock Rights Offering of 157,975,512 Common Shares at the Offer Price of ₱4.80 per Rights Share

This Application must be prepared and completed in all parts. This form, together with your payment and the attachments specified below, must be received at the designated office of RCBC Trust and Investments Group at the 9th Floor Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue, Makati City, starting **9:00 a.m. of January 22, 2018** and no later than **11:00 a.m. of January 26, 2018**. Duly accomplished Applications, check payments and other required supporting documents may also be submitted to the RCBC Baguio Branch located at RCBC Building, 20 Session Road, Baguio City starting 9:00 a.m. of January 25, 2018 up to 11:00 a.m. of January 26, 2018. Failure to return this form with the required payment and other requirements within the Offer Period shall constitute conclusive evidence of waiver of the subscription rights under this Rights Offer. It is also understood that, if the Applicant subscribes to less than his/her Entitlement Shares, the Applicant is hereby waiving his/her right to subscribe to the balance. The Company reserves the right to reject an Application to Subscribe and Purchase or reduce the number of Rights Shares applied for subscription or purchase if the same will cause the Company to be in breach of Philippine ownership requirement under relevant Philippine laws. This Application is irrevocable and, once received, may not be withdrawn.

APPLICATION

The undersigned applicant (the "Applicant"), being a registered shareholder of PetroEnergy Resources Corporation (the "Issuer" or the "Company") as of January 12, 2018 (the "Record Date"), hereby exercises the pre-emptive right to subscribe to **one (1) Rights Share for every two and six-tenths (2.6) existing Common Shares** held in the Applicant's name as of the Record Date, for a minimum of One (1) Rights Share at the Offer Price of **Four Pesos and Eighty Centavos (₱4.80)** per share and in full payment.

Should there be unsubscribed Rights Shares on account of the failure of the other shareholders to fully exercise their Entitlement Shares and at the undersigned Applicant's option, the undersigned Applicant hereby applies to subscribe for additional number of Rights Shares indicated below and pays the full payment of the Additional Rights Shares together with the Entitlement Shares. The undersigned Applicant further understands that the Additional Rights Shares to which it is entitled to subscribe shall be in proportion to the undersigned's original shareholdings in the Company as of Record Date, relative to the original shareholding of all other applicants for Additional Rights Shares as of such Record Date, provided that no Applicant for Additional Rights Shares shall be allocated Additional Rights Shares that are more than the number for which such Applicant has applied.

	NUMBER OF RIGHTS SHARES	OFFER PRICE PER RIGHTS SHARE	TOTAL OFFER PRICE
RIGHTS ENTITLEMENT		₱ 4.80	₱
ADDITIONAL RIGHTS SHARES		₱ 4.80	₱
TOTAL		₱ 4.80	₱

PAYMENT

The Rights Shares covered by the Entitlement and Additional Rights Shares, if any, must be paid by way of a personal or corporate check, manager's check, or a cashier's check drawn against a Bangko Sentral ng Pilipinas (BSP) - authorized agent bank, or any branch thereof, located in Metro Manila. Checks should be dated as of the date of the submission of this Application, made payable to "PERC SRO" and crossed "Payee's Account Only". Check payments subject to clearing periods of over three (3) banking days shall not be accepted.

TYPE OF CHECK	DRAWEE BANK/BRANCH	CHECK NO.	AMOUNT
<input type="checkbox"/> Personal <input type="checkbox"/> Corporate <input type="checkbox"/> Manager's/Cashier's			₱

PDTC LODGMENT / DELIVERY OF STOCK CERTIFICATES

The Applicant is designating the Depository Participant ("DP") for whose depository account the shares will be lodged with the Philippine Depository and Trust Corporation ("PDTC"). The Rights Shares will be lodged with the PDTC at least two (2) trading days prior to the Listing Date. **ALL APPLICATIONS FOR THE RIGHTS SHARES ARE REQUIRED TO BE LODGED WITH THE PDTC. FAILURE TO APPOINT A PDTC PARTICIPANT WILL AUTOMATICALLY RESULT IN THE REJECTION OF APPLICATION SUBMITTED.** The Applicant may request for the upliftment of his/her Rights Shares and to receive stock certificates evidencing his/her investment in the Rights Shares through his/her broker after full payment, lodgement, and listing of the Rights Shares, in accordance with existing upliftment procedures. Any expense to be incurred in connection with such issuance of certificates shall be borne by the Applicant.

Information required for PDTC-lodged Rights Shares (to be completed with the assistance of the PDTC Participant appointed by the Applicant)	We confirm that we are a PDTC Participant and that the Applicant named in this Application is our bona fide client.
_____ PDTC Participant Firm PDTC Participant Code PDTC Sub-Account Code	_____ Authorized Signature(s) and Stamp of PDTC Participant

REPRESENTATIONS AND WARRANTIES

The Applicant warrants that all information contained herein and in the attached documents are true and correct. The Applicant hereby acknowledges and confirms having read and understood and relied solely upon the provisions of the Prospectus in relation to the Rights Offer, understands the terms and conditions thereof, and unconditionally accepts said terms and conditions. The Applicant understands that no person has been authorized to give information or to make any representation with respect to the Rights Shares other than those specified in the Prospectus and this Application. The Applicant likewise agrees that this Application, upon approval and acceptance by the Company, shall constitute a binding agreement between the Applicant and the Company.

NAME OF APPLICANT (IN PRINT)	SIGNATURE OF APPLICANT		DATE
ADDRESS	NATIONALITY	TEL. NO/S.	TAX IDENTIFICATION NUMBER

ACKNOWLEDGMENT (Applicants should not fill in this section)

Application received by: RCBC Trust and Investments Group Authorized Signatory: _____ Date: _____	Approved and Accepted by PetroEnergy Resources Corporation as to: _____ Rights Shares _____ Additional Rights Shares Authorized Signatory: _____ Date: _____
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REQUIRED ATTACHMENTS TO THIS APPLICATION

- Check payment corresponding to 100% of the total Offer Price for the Entitlement and Additional Rights Shares applied for
- A duly executed signature card in the form attached to this Application
- For individual Applicants, copy of valid government ID with the Applicant's picture and signature
- For corporate Applicants:
 - A certified true copy of the Applicant's latest articles of incorporation and by-laws and other constitutive documents (each as amended to date) duly certified by its corporate secretary;
 - A certified true copy of the Applicant's SEC certificate of registration duly certified by its corporate secretary; and
 - A duly notarized corporate secretary's certificate setting forth the resolution of the Applicant's Board of Directors or equivalent body authorizing the purchase of the Rights Shares indicated in the Application, identifying the designated signatories authorized for the purpose, including his or her specimen signature, and certifying to the percentage of the Applicant's capital or capital stock held by Philippine nationals.

THE APPLICANT IS ADVISED TO READ THE PROSPECTUS FOR A COMPLETE DESCRIPTION OF THE RIGHTS SHARES AND THE TERMS ON WHICH THEY ARE OFFERED. A COPY OF THE PROSPECTUS IS AVAILABLE FOR DOWNLOAD AT THE COMPANY'S WEBSITE AT [HTTP://PETROENERGY.COM.PH](http://PETROENERGY.COM.PH), AND AT THE PSE EDGE PORTAL AT EDGE.PSE.COM.PH. THE HYPERLINK TO THE COMPANY'S WEBSITE IS ALSO PROVIDED AT THE PSE EDGE PORTAL.

IN CASE OF QUESTIONS OR CLARIFICATIONS, PLEASE CONTACT RCBC CAPITAL CORPORATION REPRESENTATIVES CHINA P. LAGUIO AT +632-894-9000 LOC. 2213; GRACE U. DOMINGO AT +632-894-9000 LOC. 2216; OR RCBC TRUST AND INVESTMENTS GROUP REPRESENTATIVES, RYAN ROY W. SINAON AT +632-894-9000 LOC. 1278, OR MARIA LIZETH M. LAUS AT +632-894-9000 LOC. 9014.

SUMMARY OF THE TERMS AND CONDITIONS OF THE RIGHTS OFFER

The information supplied below are merely excerpts taken from the Prospectus filed by the Issuer with the Philippine Stock Exchange, Inc. ("PSE"), as amended or supplemented. For a complete description of the Terms of the Rights Offer, the Applicant is advised to refer to the section entitled "Terms and Conditions of the Rights Offer" in the Prospectus. Capitalized terms used herein shall have the meaning ascribed to them in the final Prospectus, filed by the Company with the PSE, as may be amended or supplemented.

1. **Issuer** PetroEnergy Resources Corporation ("PERC" or the "Company")
2. **Issue Manager and Lead Underwriter** RCBC Capital Corporation
3. **Rights Shares** 157,975,512 Common Shares with a par value of P1.00 per share. The Rights Shares shall rank equally in all respects with existing Common Shares, including the right to receive all dividends, or distributions made, paid or declared after a valid subscription agreement is perfected between the Company and a buyer as evidenced by the written acceptance by the Company of the application to subscribe and purchase (the "Application to Subscribe and Purchase" or the "Application") of the buyer. All of the Rights Shares will be issued from the Company's existing and unissued authorized capital stock.
4. **Offer Price** The Rights Shares are being offered at the Offer Price of **P4.80** per share.
5. **Offer Period** The Offer Period shall commence on **January 22, 2018** at 9:00 a.m. (Manila time) and end on **January 26, 2018** at 11:00 a.m. (Manila time). PERC and RCBC Capital reserve the right to extend or terminate the Offer Period with the approval of the PSE. Applications must be received by RCBC Trust and Investments Group (the "Receiving Agent") not later than 11:00 a.m., Manila Time on **January 26, 2018**. Applications received thereafter or without the required documents will be rejected. Applications shall be considered irrevocable upon submission to the Receiving Agent or to the designated branches of RCBC, and shall be subject to the terms and conditions of the Rights Offer as stated in this Application and in the Prospectus. The actual subscription and/or purchase of the Rights Shares shall become effective only upon the actual listing of the Rights Shares on the PSE.
6. **Minimum Subscription** Each Application must be for a minimum of one (1) Rights Share.
7. **Eligible Shareholders** The Rights Shares are being offered to eligible existing holders of record of Common Shares as of the Record Date. The Common Shares of the Company may be held by any natural person of legal age residing in the Philippines regardless of nationality, or any corporation, association, partnership, trust account, fund or entity residing in and organized under the laws of the Philippines, and/or licensed to do business in the Philippines, regardless of nationality, subject to the right of the Company to reject an Application or reduce the number of Rights Shares applied for subscription or purchase if the same will cause the Company to be in breach of the Philippine ownership requirement under relevant Philippine laws.
8. **Rights Entitlement** Each Eligible Shareholder is entitled to subscribe to one (1) Rights Share for every two and six-tenths (2.6) Common Shares held as of the Record Date (the "Entitlement Shares"). Fractions of the Rights Shares will not be allotted to existing shareholders and fractional entitlements will be rounded down to the nearest whole number of the Rights Shares. Such fractions will be aggregated and sold for the benefit of the Company.
9. **Additional Subscription** If an Eligible Shareholder (the "Applicant") fully subscribes to his/her Entitlement Shares and subject to the availability of unsubscribed Rights Shares arising from the failure of the other Eligible Shareholders to fully exercise their Rights Shares entitlement, the Applicant may simultaneously apply for an additional subscription of the unsubscribed Rights Shares (the "Additional Rights Shares"). The Additional Rights Shares are payable in full upon submission of the Application.

If the aggregate number of Additional Rights Shares available for subscription equals or exceeds the aggregate number of Additional Rights Shares so subscribed for, the Applicant will be allocated the number of Additional Rights Shares indicated in his Application. If the aggregate number of Additional Rights Shares available for subscription is less than the aggregate number of Additional Rights Shares so subscribed for, the available Additional Rights Shares will be allocated to Applicants who have applied to subscribe for such Additional Rights Shares. Such allocation will be made at the discretion of the Company primarily based on each Applicant's relative shareholding in the Company as of the Record Date, provided that no Applicant for Additional Rights Shares shall be allocated more Additional Rights Shares than the number for which they have applied.

There can be no guarantee made as to the number of Additional Rights Shares an applicant may be allocated. A subscription for Additional Rights Shares is irrevocable on the part of the Applicant and may not be cancelled or modified by such Applicant. The offer process in relation to the Additional Rights Shares shall be known as the Second Round of the Rights Offer.
10. **Restriction on Ownership** The Philippine Constitution and related statutes set forth restrictions on foreign ownership of companies engaged in certain activities. Article XII, Section 2 of the Constitution provides that the exploration, development, and utilization of natural resources may be undertaken by the State by entering into co-production, joint venture, or production-sharing agreements with Filipino citizens, or corporations or associations at least 60 per centum of whose capital is owned by such citizens. Since the Company's and its subsidiaries and affiliates' principal business is the exploration, development and utilization of natural resources, it is subject to this constitution requirement.
11. **Requirement for Non-Resident Individual or Foreign Corporate and Institutional Applicants** Subscription to the Rights Shares in certain jurisdictions may be restricted by law. Foreign investors interested in subscribing or purchasing the Rights Shares should inform themselves of the applicable legal requirements under the laws and regulations of the countries of their nationality, residence or domicile, and as to any relevant tax or foreign exchange control laws and regulations affecting them personally. In addition to the basic documentary requirements, foreign investors both corporate and individual, are required to submit together with their Application, a representation and warranty stating that their purchase of the Rights Shares will not violate the laws of their jurisdiction, and that they are allowed under such laws, to acquire, purchase and hold the Rights Shares.
12. **Payment Terms** The Rights Shares must be paid for in full upon submission of the Application. Payment must be made by personal check, corporate check, manager's check or cashier's check drawn against a bank account with a Bangko Sentral ng Pilipinas (the "BSP") -authorized agent bank or any branch thereof in Metro Manila to the order of "**PERC SRO**". The check must be dated as of the date of submission of the Application and crossed for "Payee's Account Only". Checks subject to clearing periods of over three (3) banking days shall not be accepted. The Rights Shares shall be non-transferrable and not acceptable for trading until the Rights Shares have been fully paid and listed on the PSE on Listing Date.
13. **Acceptance/ Rejection of Applications** The Company has full discretion to accept or reject all or a portion of any Application under the terms and conditions of the Rights Offer. The actual number of Rights Shares to which any Applicant may be entitled is subject to the confirmation of the Company. Applications where checks are dishonored upon first presentment and Applications which do not comply with the terms of the Rights Offer shall be rejected. Moreover, payment received upon submission of an Application does not constitute approval or acceptance by the Company of the Application. An Application, when accepted, shall constitute an agreement between the Applicant and the Company for the subscription to the Rights Shares at the time, in the manner and subject to terms and conditions set forth in this Application and those described in the Prospectus. All Applications accepted by the Company may not be unilaterally revoked or cancelled by the Applicant, in full or in part, and the rights and privileges pertaining thereto are non-transferrable.

Notwithstanding the acceptance of any Application by the Company, the actual subscription and/or purchase by an Applicant of the Rights Shares will become effective only upon listing of the Rights Shares on the PSE. If such condition is not fulfilled on or before the periods provided above, all Application payments will be returned to the Applicants without interest and, in the meantime, the said Application payments will be held in a separate bank account with the Receiving Agent.
14. **Refunds** In the event that the number of Rights Shares to be received by an Applicant is less than the number covered by its Application, or if an Application is rejected by the Company, then the Company shall refund, without interest, via check payable to the relevant Applicant, within five (5) banking days from the end of the Offer Period, the amount corresponding to the number of Rights Shares not issued to such Applicant. Such refund check shall be made available at the office of the Receiving Agent. Refund checks that remain unclaimed after thirty (30) days from the date such checks are made available for pickup shall be mailed at the Applicant's risk to the address indicated in the Application.
15. **Issuance and Transfer Taxes** All documentary stamp taxes applicable to the original issuance of the Rights Shares shall be for the sole account of the Company.
16. **Registration and Lodgment of Shares with the PDTC** All Rights Shares are required to be lodged with the PDTC at least two (2) trading days prior to the Listing Date. All Applicants must indicate their designated Trading Participants/brokers and other required information for the PDTC lodgment of the Rights Shares in the Application. The Applicant may request for their shares in certificated form and receive stock certificates evidencing their investment in the Rights Shares through their respective Trading Participants/brokers after full payment and lodgment of the Rights Shares and in accordance with existing procedure. Stock certificates requested will be issued and made available by the Stock Transfer Agent within three (3) trading days from the Listing Date. Any expense incurred in connection with such issuance of certificates shall be borne by the Applicant.
17. **Registration of Foreign Investments** The BSP, the central bank of the Philippines, requires that investments in shares of stock funded by inward remittance of foreign currency be registered with the BSP if the foreign exchange needed to service capital repatriation or dividend remittance is to be sourced from the domestic banking system. The registration with the BSP of all foreign investments in the Rights Shares shall be the responsibility of the foreign investor.
18. **Receiving Agent** RCBC Trust and Investments Group with office address at the 9th Floor, Yuchengco Tower, RCBC Plaza, 6819 Ayala Avenue, Makati City.
19. **Stock Transfer Agent** RCBC Trust and Stock Transfer Operations Department with office address at Ground Floor, West Wing, Grepalife Building, 221 Sen. Gil Puyat Avenue, Makati City.
20. **Listing and Trading** The Company's application for the listing of the Rights Shares was approved by the PSE on December 13, 2017. All of the Rights Shares are expected to be listed on the PSE on February 2, 2018. Trading is expected to commence on the same date that the relevant Rights Shares are listed on the PSE.
21. **Commitment to Purchase** RCBC Capital Corporation, the Issue Manager and Lead Underwriter, has agreed to firmly underwrite the Rights Offer. The firm underwriting ensures that the Rights Shares covered by the Rights Offer are fully subscribed. In the event that there is an offering to QIBs of any Rights Shares which remain unsubscribed after the second round, a separate notice of exemption shall be filed by the Company.