

**PETROENERGY RESOURCES CORPORATION**

**Procedures and Requirements for Voting and Participation in the 2025 Annual Stockholders’ Meeting**

PetroEnergy Resources Corporation (the “Company”) will dispense with the physical attendance of its stockholders for the 2025 Annual Stockholders’ Meeting (ASM). Instead, the Company will conduct the 2025 ASM scheduled on July 17, 2025 at 4:00 p.m. by remote communication and will conduct electronic voting in absentia.

Only stockholders of record as of **May 16, 2025** are entitled to participate and vote in the 2025 ASM.

The Company has adopted the following procedures and requirements to enable its stockholders to participate and vote in the 2025 ASM:

**I. ONLINE REGISTRATION STEPS AND REQUIREMENTS**

A. Stockholders may register **from 9:00 AM of July 10, 2025 until 5:00 PM of July 14, 2025** to signify his/her/its intention to participate in the 2025 ASM by remote communication. The registration steps and requirements are available through the following link: [PERC 2025 ASM Registration](#)

B. To register, stockholders shall submit the following requirements to the Office of the Corporate Secretary via email at [corpaffairs@petroenergy.com.ph](mailto:corpaffairs@petroenergy.com.ph):

**B.1. For Individual Stockholders:**

- (i) Scanned valid government issued identification card;
- (ii) Valid email address and active contact number;

**B.2. For Stockholders with Joint Accounts:**

- (i) Authorization letter signed by all stockholders indicating the name of the person authorized to cast the votes;
- (ii) Valid email address and active contact number of the authorized stockholder;
- (iii) Scanned copy of valid government-issued identification card of the authorized stockholder;

**B.3. For Stockholders under PCD Participant/Brokers Account or holding ‘Scripless Shares’:**

- (i) Broker’s Certification on the stockholder’s number of shareholdings;
- (ii) Valid email address and active contact number of the stockholder;
- (iii) Scanned copy of valid government-issued identification card of stockholder; and

**B.4. For Corporate Stockholders:**

- (i) Secretary’s Certificate attesting to the authority of the representative to vote the shares on behalf of the corporate stockholder;
- (ii) Valid email address and active contact number of authorized representative; and
- (iii) Valid government-issued identification card of authorized representative.

C. The documents submitted will then be verified by the Office of the Corporate Secretary with the assistance of the Stock Transfer Agent. The validation process will be completed by the Company no later than three (3) business days from the stockholder’s receipt of an email from the Company acknowledging receipt of the stockholder’s registration documents. Once validated, the stockholder will receive an email that his/her/its account has been verified and shall be provided instructions for the stockholder’s access to the Company’s electronic voting and to access the ASM livestreaming link.

**II. ELECTRONIC VOTING IN ABSENTIA**

A. Duly registered stockholders have the option to vote for the matters contained in the agenda for the 2025 ASM through electronic voting in absentia. The deadline for registration is 5:00 PM of July 14, 2025. Beyond this date, stockholders may no longer avail of the option to electronically vote in absentia.

B. After verification, the Company shall send a ballot to the registered stockholder through his/her/its e-mail address which shall contain all the agenda items for approval as indicated in the Notice of Meeting and the registered stockholder may vote as follows:

- (1) For items other than Election of Directors, the registered stockholder has the option to vote: In Favor of, Against, or Abstain. The vote is considered cast for all the registered stockholder's shares.
  - (2) For the Election of Directors, the registered stockholder may vote for all nominees, not vote for any of the nominees, or vote for some nominees only, in such number of shares as preferred by the stockholder, provided that the total number of votes cast shall not exceed the number of shares owned, multiplied by the number of directors to be elected. The total number of votes the stockholder is allowed to cast shall be based on the number of shares he/she or it owns.
  - (3) Once voting on the agenda items is finished, the stockholder can proceed to submit the accomplished ballot via email to [corpaffairs@petroenergy.com.ph](mailto:corpaffairs@petroenergy.com.ph).
  - (4) After the ballot has been submitted, the stockholder may no longer change his/her vote. The stockholder will receive a confirmation email that his/her/its vote has been recorded.
- C. Thereafter, the Office of the Corporate Secretary and the Transfer Agent, shall tabulate all valid and confirmed votes cast through electronic voting, together with the votes through proxies.
- D. Registered stockholders shall have until 5:00 PM of July 14, 2025 to cast their votes in absentia. Stockholders will not be allowed to cast votes during the livestream of the 2025 ASM.

### III. VOTING BY PROXY

- A. For individual stockholders holding certificated shares of the Company – Download the proxy form that is available at <https://petroenergy.com.ph/ir-contact>.
- B. For stockholders holding 'scripless' shares, or shares held under a PCD Participant/Broker – Download the proxy form that is available at <https://petroenergy.com.ph/ir-contact>. Stockholders are advised to coordinate with their brokers first for the execution of this type of proxy.
- C. For corporate stockholders - Download the proxy form that is available at <https://petroenergy.com.ph/ir-contact>. A copy of the duly signed and notarized Secretary's Certificate must be submitted together with the proxy form.
- D. General Instructions on Voting by Proxy:
- (1) Download and fill up the appropriate proxy form. Follow the instructions on how to cumulate or allocate votes in the election of directors.
  - (2) Send the scanned copy of the duly executed proxy form via email to corporate secretary via [corpaffairs@petroenergy.com.ph](mailto:corpaffairs@petroenergy.com.ph) or submit the original proxy form to the Office of the Corporate Secretary at 7<sup>th</sup> Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City.
  - (3) Deadline for the submission of proxies is at 5:00 PM of July 14, 2025.
  - (4) Validation of proxies will be on July 14, 2025.
  - (5) If a stockholder avails of the option to cast his/her vote electronically in absentia and also issues proxy votes with differing instructions, the duly accomplished ballots sent through e-mail shall replace the proxy votes issued by the stockholder.

### IV. PARTICIPATION BY REMOTE COMMUNICATION

- A. Only duly registered stockholders will be included in determining the existence of a quorum.
- B. Duly registered stockholders may send their questions and/or comments prior to the ASM through email at [corpaffairs@petroenergy.com.ph](mailto:corpaffairs@petroenergy.com.ph). The deadline for submitting questions shall be at **5:00 PM of July 14, 2025**.
- C. The proceedings during the 2025 ASM will be recorded. For any clarifications, please contact the Office of the Corporate Secretary via email at [corpaffairs@petroenergy.com.ph](mailto:corpaffairs@petroenergy.com.ph).

**SAMPLE ONLY**  
**PROXY PETROENERGY RESOURCES CORPORATION**  
**2025 STOCKHOLDERS' MEETING**

I/WE hereby name and appoint, \_\_\_\_\_, or in her absence, the Chairman of the meeting, as my/our proxy at the annual stockholders' meeting of **PETROENERGY RESOURCES CORPORATION ("PERC")** to be held on **July 17, 2025** and/or at any postponement or adjournment thereof, and/or any annual stockholders' meeting of PERC, which appointment shall not exceed five (5) years from date hereof.

In particular, I hereby direct my said proxy to vote all my shares on the agenda items set forth below as I have expressly indicated by marking the same with an "X".

Item No.	Subject	Action		
		For	Against	Abstain
I.	Approval of the Minutes of the Annual Meeting held on July 18, 2024			
II.	Approval of Management Report and the 2024 Audited Financial Statements contained in the 2024 Annual Report			
III.	Confirmation and Ratification of all acts, contracts and investment made and entered during the period July 18, 2024 to July 17, 2025			
IV.	Amendment of the Seventh Article of the Articles of Incorporation			
V.	Election of Directors for the year 2025-2026			
	1. Helen Y. Dee			
	2. Milagros V. Reyes			
	3. Yvonne S. Yuchengco			
	4. Carlos G. Dominguez-Independent Director			
	5. Cesar A. Buenaventura (For Retention and Reelection as Independent Director)			
	6. Eliseo B. Santiago (For Retention and Reelection as Independent Director)			
	7. Lorenzo V. Tan			
VI.	Appointment of External Auditors			

I am accomplishing this Proxy Form this \_\_\_\_\_ day of July 2025.

\_\_\_\_\_  
**PRINTED NAME OF STOCKHOLDER**

\_\_\_\_\_  
**AUTHORIZED SIGNATORY**

THIS PROXY SHOULD BE SUBMITTED UNTIL **5:00 PM OF JULY 14, 2025**, TO THE OFFICE OF THE CORPORATE SECRETARY AT 7<sup>th</sup> Floor, JMT Building, ADB Avenue, Ortigas Center, Pasig City OR BY EMAIL AT [corpaffairs@petroenergy.com.ph](mailto:corpaffairs@petroenergy.com.ph). THIS PROXY, WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO DIRECTION IS MADE, THIS PROXY WILL BE VOTED FOR THE ELECTION OF ALL NOMINEES AND FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT. A STOCKHOLDER GIVING A PROXY HAS THE POWER TO REVOKE IT AT ANY TIME BEFORE THE RIGHT GRANTED IS EXERCISED. A PROXY IS ALSO CONSIDERED REVOKED IF

THE STOCKHOLDER ATTENDS THE MEETING IN PERSON AND EXPRESSED HIS INTENTION TO VOTE IN PERSON. THIS PROXY DOES NOT NEED TO BE NOTARIZED.

**ANNEX "B-1"**

**PETROENERGY RESOURCES CORPORATION  
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