

CERTIFICATION OF INDEPENDENT DIRECTOR

I, AMANDO M. TETANGCO, JR., Filipino, of legal age and a resident of [REDACTED] after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of SHELL PILIPINAS CORPORATION and have been its independent director since 2021;
2. I am affiliated with the following companies or organizations:

COMPANY ORGANIZATION	POSITION	PERIOD OF SERVICE
St. Luke's Medical Center	Trustee/Director	Aug 2017 to present
Toyota Motor Philippines	ID	Mar 2019 to present
The Manila Hotel	ID	Aug 2018 to present
Converge ICT	ID	June 2020 to present
SM Prime Holdings, Inc.	ID/Vice Chairman	April 2021 to present
SM Investments Corp.	ID/Chairman	June 2023 to present
Tan Yan Kee Foundation	Trustee	Dec 2017 to present
Foundation for Liberty and Prosperity	Trustee	May 2019 to present

3. I am not affiliated with a government agency or Government-Owned and Controlled Corporation.
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of SHELL PILIPINAS CORPORATION, as provided for in Section 22 of the Revised Corporation Code, Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
5. I am not related to the director/officer/substantial shareholder of SHELL PILIPINAS CORPORATION and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
6. I am not subject of pending criminal / administrative investigation or proceeding. ^{See 1, 2, & 3.}

¹ A criminal and administrative case (OMB-C-C-13-0092) filed by Maxy Abad et al. against Mr. Amando M. Tetangco, Jr. et al. with the Ombudsman was dismissed on 13 May 2015. The dismissal was elevated to the Court of Appeals (CA) (CA-G.R. SP No. 144038), which sustained the dismissal on 15 May 2017. The CA's resolution was assailed with the Supreme Court (SC) (G.R. No. 234696) upon the filing of a Petition for Review dated 29 November 2017. In its Resolution dated 03 October 2022, the SC denied the Petition for Review and affirmed the 15 May 2017 Decision and 04 October 2017 Resolution of the CA. In its Resolution dated 09 August 2023, the SC denied with finality the petitioners' motion for reconsideration and directed the issuance of an Entry of Judgment. To date, an Entry of Judgment has not been received yet.

² A complaint for damages was filed by Mr. Antonio Tiu, et al. against Mr. Amando M. Tetangco, Jr., et. al before the Regional Trial Court of Quezon City (RTC-QC) in connection with the Report of the Anti-Money Laundering Council (AMLC), which served as the basis of AMLC's ex-parte petition for the issuance of Freeze Order issued by the Court of Appeals in CA G.R. AMLA No. 00134 dated 11 May 2015. Mr. Tetangco, Jr., et. al., were impleaded in their official capacity as members and/or officers of the AMLC.

In an order dated 27 March 2020, the RTC-QC dismissed the Complaint for Damages (Civil Case No. R-QZN-15-04513-CV) as to plaintiff Spouses James and Ann Lorraine Tiu against Mr. Tetangco Jr., Ms. Teresita Herbosa, Mr. Emmanuel Dooc, and

Ms. Julia Abad; and ordered Mr. Antonio Tiu to amend his complaint. Plaintiffs filed a Motion for Reconsideration, to which the Office of the Solicitor General (in representation of defendants Tetangco, et al) filed its Comment. In an Order dated 9 February 2021, the trial court denied the Motion for Reconsideration filed by the Spouses Tiu and upheld its earlier 27 March 2020 Order dismissing the case. Aggrieved Tiu, et al filed a Petition for Certiorari with the Court of Appeals (CA-G.R. SP No. 169478), assailing the 27 March 2020 and 09 February 2021 Orders. The CA, in its Decision dated 13 November 2023, dismissed the Petition for Certiorari and upheld the 27 March 2020 and 09 February 2021 Orders. On 21 December 2023, a Motion for Reconsideration was filed assailing said CA Decision. In its Resolution dated 11 April 2024, the CA denied the Motion for Reconsideration as the contentions raised therein were a mere rehash of those matters already passed upon in the assailed Decision. In view of the CA Resolution, Spouses Tiu filed a Motion to Withdraw [the Complaint dated 18 May 2015] dated 03 July 2024 before the RTC-QC. In its Order dated 11 July 2024, the RTC-QC resolved to grant the said Motion, and dismissed the case.

³ A Subpoena dated 8 November 2022 was reportedly issued by the Office of the City Prosecutor – Manila (OCP-Manila) in connection with the Joint Complaint-Affidavit filed by Perry Y. Uy and Cesar M. Mayo, Jr. against Mr. Amando M. Tetangco, Jr. and several other respondents including former members of the Monetary Board, for alleged violation of the Central Bank Act, as amended (R.A. 7653 as amended by R.A. 11211). As of date, no official service of subpoena or complaint has been made on Mr. Tetangco. The other respondents who have officially received the subpoena and/or voluntarily submitted to the jurisdiction of the OCP- Manila filed their respective counter-affidavits and their joint rejoinder-affidavit. In a Resolution dated 10 February 2023, the OCP-Manila dismissed the complaint against all respondents, including Mr. Tetangco, for lack of probable cause. Consequently, complainants requested a reconsideration of the said resolution which was eventually denied by the OCP-Manila in a Resolution dated 03 May 2023. Accordingly, complainants filed a Petition for Review dated 02 June 2023 with the Department of Justice (DOJ). On 23 June 2023, the other respondents filed a Verified Comment [To Petition for Review dated 02 June 2023] of even date. To date, a resolution/order relative to the Petition for Review from the DOJ has not been received by the respondents yet.

7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC Issuances.
8. I shall inform the Corporate Secretary of SHELL PILIPINAS CORPORATION of any changes in the abovementioned information within five days from its occurrence.


Done this JAN 23 2025 day of Taguig City 2025 at _____ City.


AMANDO M. TETANGCO, JR.
Nominee

SUBSCRIBED AND SWORN TO BEFORE ME this JAN 23 2025 day of _____ 2024 at Taguig City City, affiant exhibiting to me competent evidence of his identification:

Name	Competent Evidence of Identification	
	Type/Number	Date/Place Issued
AMANDO M. TETANGCO, JR.		

Doc. No. 278 ;
Page No. 57 ;
Book No. XX ;
Series of 2025.


NOTARY PUBLIC
ATTY. MARIE CHRISTINE DURAN-SCHULZE
Notary Public for Taguig City
NCC No. 39 (2025-2026) Expires on 12/31/2026
Unit 1210 High Street South Corporate Plaza Tower 2
26th St. Bonifacio Global City, Taguig City
Roll No. 56901; LM IBP No. 08178; 15 April 2009; RSM
PTR No. A-6396381; 01/02/2025; Taguig City
MCLE No. VIII-0008154 valid until 04/14/2028

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **EDGAR O. CHUA**, Filipino, of legal age and a resident of [REDACTED]
[REDACTED] after having been duly sworn to in accordance with law do hereby declare that:

1. I have been nominated as an independent director of SHELL PILIPINAS CORPORATION;
2. I am affiliated with the following companies or organizations:

COMPANY ORGANIZATION	POSITION	PERIOD OF SERVICE
Metropolitan Bank and Trust Company	Independent Director	April 2017 – present
First Gen Corp.	Independent Director	May 2021 – present
Philcement	Independent Director	November 2019 – present
JGSummit Olefins Corp	Independent Director	August 2022 – present
PHINMA Corp	Independent Director	April 2021 – present
Mitsubishi Motors Philippines Corporation	Member of Advisory Board	2017 – present
Coca Cola Bottlers Corp.	Member of Advisory Board	2017 – present
Amber Kinetics Inc.	CEO	2019 – present
Makati Business Club	Chairman	2017 – present
University of St. La Salle Bacolod	Chairman	2020 – present
Philippine Eagle Foundation	Chairman	2017 – present
De La Salle Philippines	President	2019 – present
Pilipinas Shell Foundation Inc.	Trustee	2016 – present

3. I am not affiliated with a government agency or government-owned and controlled corporation.
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of SHELL PILIPINAS CORPORATION, as provided for in Section 22 of the Revised Corporation Code, Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
5. I am not related to a director/officer/substantial shareholder of SHELL PILIPINAS CORPORATION and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
6. I am not subject of a pending criminal / administrative investigation or proceeding.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC Issuances.

8. I shall inform the Corporate Secretary of SHELL PILIPINAS CORPORATION of any changes in the abovementioned information within five days from its occurrence.

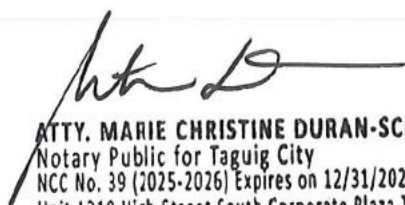
Done this JAN 16 2025 day of Taguig City 2025 at _____.



EDGAR O. CHUA
Affiant

SUBSCRIBED AND SWORN to before me this JAN 16 2025 day of Taguig City 2025 at _____
affiant personally appeared before me and exhibited to me his

Doc. No. 234;
Page No. 48;
Book No. XIV;
Series of 2025.



ATTY. MARIE CHRISTINE DURAN-SCHULZE
Notary Public for Taguig City
NCC No. 39 (2025-2026) Expires on 12/31/2026
Unit 1210 High Street South Corporate Plaza Tower 2
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MCLE No. VIII-0008154 valid until 04/14/2028

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FERNANDO ZOBEL DE AYALA**, Filipino, of legal age, and a resident of [REDACTED] after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of SHELL PILIPINAS CORPORATION and have been its independent director since 2012.¹
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
Ayala Corporation	Director Special Advisor Director, Vice Chairman of the Board Directors and Member, Executive Committee President and Chief Executive Officer President & Chief Operating Officer Member, Finance Committee	02/23/2023 to present 01/01/2023 1994 to 2022 2021 to 2022 2006 to 2021 2016 to 2022
Accendo Commercial Corp.	Director, Chairman of the Board of Directors	July 2009 to Present
Alabang Commercial Corporation	Director, Chairman of the Board of Directors and Executive Committee	April 1999 to Present
Ayala Foundation, Inc.	Chairman	05/15/2023 to present
AC Health Holdings, Inc.	Chairman, Board of Directors	9/25/2023
AC Ventures Holdings Corp. (formerly Water Capital Works)	Director, Vice Chairman of the Board of Directors	2017 to Present
AG Holdings Limited	Director	October 1999 to Present
Ayala Land, Inc.	Director Special Advisor Director, Chairman of the Board of Directors and Executive Committee; Member, Personnel and Compensation Committee	4/25/2024 2023 to 4/24/2024 1999 to 2022
Bank of the Philippine Islands	Director	9/20/23 to present

¹ Under SEC Memorandum Circular No. 4, Series of 2017, independent directors can be extended beyond nine years as independent directors so long as the Board of Directors can provide meritorious justification for the re-election of the independent directors and that the extension or their re-election is approved by the shareholders during a meeting for this purpose. Shareholders may re-elect an independent director who has served for more than nine years.

Hero Foundation, Inc.	Trustee, Chairman of the Board of Trustees	2009 to Present
Fercat Holdings, Inc.	President and Chairman	2003 to Present
Mermac, Inc.	Director Executive Committee Member	1998 to Present 2008 to Present
Sonoma Services, Inc.	Director, President	2002 to Present
Columbus Holdings, Inc.	Director, Vice Chairman of the Board of Directors	2006 to Present
Emerging City Holdings, Inc.	Director, Vice Chairman of the Board of Directors	2006 to Present
Fort Bonifacio Development Corporation	Director, Vice Chairman of the Board of Directors	2006 to Present
Bonifacio Land Corporation	Director, Vice Chairman of the Board of Directors	2005 to Present
Bonifacio Art Foundation, Inc.	Trustee, Vice Chairman of the Board of Trustees	2003 to Present
Berkshires Holdings, Inc.	Director, Vice Chairman of the Board of Directors	2006 to Present
Caritas Manila	Member, Board of Trustees	1990 to present
Habitat for Humanity Asia Pacific Development Campaign	Member	01/01/2022 to present
Pilipinas Shell Foundation, Inc.	Member, Board of Trustees	2020 to present
Asia Society	Member, Board of Trustees	2015 to present
Asia Philanthropy Circle	Member, Board of Trustees	2015 to present
The Metropolitan Museum	Member, International Council	2017
The Tate Museum	Member, Asia Pacific Acquisitions Committee Co-Chair, Asia Pacific Acquisitions Committee	2017 2019 to 2022
World Presidents Organization/Young Presidents Organization	Member	2022 to present
Chief Executives Organization	Member	2017 to present
Hispanic Society Museum & Library	Member, International Advisory Council	2019 to present
Art SG	Member, Advisory Group	March 2024

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of SHELL PILIPINAS CORPORATION, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of SHELL PILIPINAS CORPORATION and its subsidiaries and affiliates.
5. I disclose that I am the subject of the following criminal / administrative investigation or proceeding (as the case may be):


OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
Complaint for violation of Article 365 of the Revised Penal Code	Department of Justice	Counter-Affidavit Filed on 19 December 2011 In its <i>Resolution</i> dated 22 February 2017, the Office of the City Prosecutor of Manila dismissed the Complaint for lack of probable cause.
Civil Case for Violation of RA 6969, RA 8749, RA 9275 and Damages Pursuant to SC A.M. No, 09-6-8-SC	Makati Regional Trial Court/Court of Appeals/Supreme Court	The Regional Trial Court and Court of Appeals ruled that this was an ordinary civil case for damages, directing the same to be re-raffled to a regular court and that each of the individual complainants file a separate action for damages, as the damage suffered by one is not necessarily the same for all, and accordingly, pay the appropriate filing fees. This is now pending with the Supreme Court.

6. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC Issuances.
7. I shall inform the Corporate Secretary of SHELL PILIPINAS CORPORATION of any changes in the abovementioned information within five days from its occurrence.


Done this JAN 21 2025 day of Taguig City 2025 at Taguig City.



FERNANDO ZOBEL DE AYALA
Affiant

SUBSCRIBED AND SWORN to before me this JAN 21 2025 day of Taguig City 2024 at Taguig City,
affiant personally appeared before me and exhibited to me his 

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Page No. 59 ;
Book No. XIX ;
Series of 2025.


ATTY. MARIE CHRISTINE DURAN-SCHULZE
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CERTIFICATION OF INDEPENDENT DIRECTOR

I, **LYDIA B. ECHAUZ**, Filipino, of legal age and a resident of [REDACTED] after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of SHELL PILIPINAS CORPORATION and have been its independent director since 2017;
2. I am affiliated with the following companies or organizations:

COMPANY ORGANIZATION	POSITION	PERIOD OF SERVICE
SM Foundation, Inc.	Trustee	Since 1994
FERN Realty Corporation	Director	Since 2002
Riverside College, Inc.	Director	Since 2015
Museo del Galeon, Inc.	Trustee	Since 2015
Akademyang Filipino Association, Inc.	Trustee	Since 2015
NBS Educational Services, Inc.	Director	Since 2017
D&L Industries, Inc. (a publicly listed company)	Independent Director	Since 2017
Manila Electric Company or Meralco (a publicly listed company)	Independent Director	Since 2021
Mano Amiga Academy, Inc.	Trustee	Since 2016
SP New Energy Corporation	Director	Since May 2024

3. I am not affiliated with a government agency or Government-Owned and Controlled Corporation.
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of SHELL PILIPINAS CORPORATION, as provided for in Section 22 of the Revised Corporation Code, Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
5. I am not related to the director/officer/substantial shareholder of SHELL PILIPINAS CORPORATION and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
6. I am not subject of pending criminal / administrative investigation or proceeding.


7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC Issuances.
8. I shall inform the Corporate Secretary of SHELL PILIPINAS CORPORATION of any changes in the abovementioned information within five days from its occurrence.

Done this JAN 17 2025 day of Taguig City 2025 at Taguig City.


LYDIA B. ECHAZ
Affiant

SUBSCRIBED AND SWORN to before me this JAN 17 2025 day of Taguig City 2025 at Taguig City, affiant personally appeared before me and exhibited to me her

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Page No. 50;
Book No. 84;
Series of 2025.


ATTY. MARIE CHRISTINE DURAN-SCHULZE
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