



103072016001386



## SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines  
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

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### Company Representative

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### Company Information

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**SEC Registration No.** 0000014829  
**Company Name** PILIPINAS SHELL PETROLEUM CORP (NEW)  
**Industry Classification** Mfg. Ofgas; Distribution Ofgaseous Fuels Through Mains  
**Company Type** Stock Corporation

### Document Information

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**Document ID** 103072016001386  
**Document Type** 17-C (FORM 11-C:CURRENT DISCL/RPT)  
**Document Code** 17-C  
**Period Covered** February 29, 2016  
**No. of Days Late** 0  
**Department** CFD  
**Remarks** Amendment

# COVER SHEET

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S.E.C. Registration Number

P	I	L	I	P	I	N	A	S	S	H	E	L	L	P	E	T	R	O	L	E	U	M						
C	O	R	P	O	R	A	T	I	O	N																		

(Company's Full Name)

1	5	6	V	A	L	E	R	O	S	T	S	A	L	C	E	D	O	V	I	L	L	A	G	E				
M	A	K	A	T	I	C	I	T	Y																			

(Business Address, No. Street City/Town/Province)

MA. LOURDES O. DINO
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Contact Person

816-65-01 / 499-4877
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Company Telephone Number

1	2	3	1
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Month                      Day

**Amended**

1	7	-	C	
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FORM TYPE

0	4	3 <sup>rd</sup> Tuesday
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Month                      Day

Fiscal Year

Annual Meeting

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Secondary License Type, If Applicable

C	F	D
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Dept. Requiring this Doc.

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Amended Articles Number/Section

359
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Total No. of Stockholders

Total Amount of Borrowings

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Domestic

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Foreign

**To be accomplished by SEC Personnel concerned**

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File Number

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LCU

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Document I. D.

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Cashier

<b>STAMPS</b>
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7 March 2016

**SECURITIES & EXCHANGE COMMISSION ("SEC")**  
SEC Building, EDSA, Greenhills  
Mandaluyong City, Metro Manila

**Pilipinas Shell Petroleum Corporation**

Shell House  
156 Valero St., Salcedo Village  
1227 Makati City, Philippines  
**Tel** +63 2 499 4001  
**Fax** +63 2 816 6565  
**Telex** 63247 Shell PN  
**Website** <http://www.shell.com>

Attention: **Atty. Justina Callangan**  
*Director*  
Corporate Finance Department

**Re: Pilipinas Shell Petroleum Corporation's  
(PSPC) 17-C Reports on Recent Vacancies in  
the Board**

Dear Atty. Callangan:

We are writing in response to your letter dated 5 February 2016 notifying us that the above-captioned reports submitted are in violation of SRC Rule 17.1(A)(iii)(2)(c) and requiring us to amend said Report. Having received your letter on 29 February 2016, we have until 07 March 2016 to respond to your letter.

We reply, as follows:

1. Actual Date of Resignation of Mr. Carlos Araneta

Please be advised that we have not received any written resignation from Mr. Araneta following his verbal advise to the Board of his intention to resign in the 18 August 2015 Board Meeting. He also failed to attend the 8 December Board Meeting. We also circulated the Minutes of the Board Meeting dated 18 August 2015 where we noted his intention to resign verbally to all directors and there were no objections made thereto by any of the directors, including Mr. Araneta.

Thus, to ensure continuity in the Board, the Chairman considered Mr. Araneta's verbal advise to the Board last 18 August 2015 as his formal resignation notice to pave the way for the Nominations Committee to convene and commence the process for his replacement. Otherwise, apart from the difficulty of attaining quorum, the Board would continue to miss out on opportunities for a new director to provide fresh inputs and unique perspectives during Board Meetings.

There was also no special reason given by Mr. Araneta for resigning, apart from having been a member of the Board for so many years.

Given the above circumstances surrounding Mr. Araneta's resignation, we could only file the 17-C Report in January 2016.

In any case, we have attached herewith the amended 17-C to reflect clearly that we did not receive a written resignation letter from Mr. Araneta.

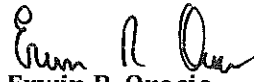
2. Late Reporting of the Demise of Mr. Cesar Bautista

We recognize that we have filed the 17-C Report on this subject late. We were faced with heavy load that usually comes at the end of the calendar year, which includes a review of corporate governance practices that may be improved and the clamor to find new directors to fill the 2 vacant seats and schedule the Nominations Committee Meeting to kickstart said process.

Thus, we humbly request for your leniency. Rest assured that our commitment to comply with the Securities & Regulations Code as well as our adherence to best practices in good governance remains strong.

Thank you very much for your kind reconsideration.

Yours Sincerely,



**Erwin R. Orocio**  
*Corporate Secretary*

**SECURITIES AND EXCHANGE COMMISSION  
AMENDED SEC FORM 17-C  
CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER**

1. 29 February 2016  
Date of Report (Date of earliest event reported)
2. SEC Identification Number 14829                      3. BIR Tax Identification No. 000-164-757
4. Pilipinas Shell Petroleum Corporation  
Exact name of issuer as specified in its charter
5. Makati City, Metro Manila, Philippines                      6.  (SEC Use Only)  
Province, country or other jurisdiction of incorporation                      Industry Classification Code:
7. Shell House, 156 Valero Street, Salcedo Village, Makati City                      1227  
Address of principal office                      Postal Code
8. (63 2) 816 6501  
Issuer's telephone number, including area code
9. N/A  
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 – N/A

Title of Each Class	Number of Shares of Common Stock Outstanding
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11. Indicate the Item numbers reported herein:

**Item 4 (a). Other Events – Resignation, Removal or Election of Registrant's Directors**

**(i) Resignation of Mr. Carlos Araneta (Director)**

Mr. Carlos Araneta has verbally expressed his desire to resign as director of the Corporation during the Board Meeting held on 18 August 2015, having occupied said position for so many years. The Corporation, through the Chairman of the Board, expressed its gratitude to Mr. Araneta's contributions to the company and acknowledged its desire to resign in writing thereafter as the Corporation has not received a formal written resignation letter from Mr. Araneta.

There was no specific reason given by Mr. Araneta for his resignation.

**(ii) Death of Mr. Cesar Bautista (Director)**


Mr. Cesar Bautista, an Independent Director of the Corporation, died on 09 December 2015.

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**SIGNATURES**

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date : 29 February 2016



Ma. Lourdes O. Dino  
Asst. Corporate Secretary

REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY ) S.S.

MAR 07 2016

MAKATI CITY

SUBSCRIBED AND SWORN TO BEFORE ME, this \_\_\_\_ day of \_\_\_\_\_ at \_\_\_\_\_ affiant exhibiting to me her Community Tax Certificate and/or Competent evidence of Identification:

Name	Community Tax Certificate		Competent Evidence of Identification	
	Number	Date/Place Issued	Type/Number	Date/Place Issued
Ma. Lourdes O. Dino				

NOTARY PUBLIC



**RUBIN G. CURA**  
NOTARY PUBLIC FOR & IN MAKATI CITY  
156 VALERO ST., SALCEDO VILLAGE, MAKATI CITY  
ROLL NO. 53981  
IBP NO. 05934-PPLM CHAPTER-LIFETIME  
UNTIL DEC. 31, 2016/APPOINTMENT NO. M-445  
PTR NO. MKT5330396 MAKATI CITY 08 JANUARY 2016  
MCLE COMPLIANCE IV-0002310 / 03 AUGUST 2011

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Book No. XV;  
Series of 2016.