



## NOTICE OF ANNUAL STOCKHOLDERS' MEETING

The Annual Stockholders' Meeting of P-H-O-E-N-I-X Petroleum Philippines, Inc. will be held on the following date and place:

**Thursday, March 08, 2012, 2:00 PM**  
**Marco Polo Hotel**  
**Davao City**

The agenda for the Meeting shall be, as follows:

1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Stockholders' Meeting held last March 11, 2011
4. Report of the President and Chief Executive Officer
5. Report of the Chief Finance Officer
6. Approval of the 2011 Audited Financial Statements and 2011 Annual Report
7. Approval of Corporate Actions:
  - a) Proposed Amendment of Article VII of the Company's Articles of Incorporation increasing the Authorized Capital Stock from 750,000,000 common shares to 2,500,000,000 common shares;
  - b) Declaration of 50% stock dividends
8. Ratification and Confirmation of all Acts and Resolutions of the Board and Management executed in the normal course of business covering the period of 01 February 2011 until 31 January 2012
9. Election of the Members of the Board of Directors
10. Appointment of External Auditor
11. Other Matters
12. Adjournment

Only stockholders of record as of February 14, 2011 will be entitled to notice of and vote at, this meeting. Registration for the Meeting begins at 12:00 PM on March 8, 2012.

If you will not be able to attend the Meeting but would like to be represented thereat, you may submit your proxy form, duly signed and accomplished, to the Corporate Secretary at Stella Hizon Reyes Road, Bo. Pampang, Lanang, Davao City, Philippines, no later than 5:00PM on March 1, 2012. Corporate stockholders should also provide a notarized secretary's certificate indicating their number of shares and attesting to the appointment of the corporation's proxy for the Meeting as well as the execution and delivery of the proxy form. Any proxies received will be validated by the Company's Corporate Secretary on March 3, 2012 at its principal office at Stella Hizon Reyes Road, Bo. Pampang, Lanang, Davao City, Philippines.

**THE COMPANY IS NOT SOLICITING PROXIES.**

Davao City, Philippines, February 16, 2012.

  
**ATTY. SOCORROERMAC CABREROS**  
Corporate Secretary