

04 February 2019

**Securities & Exchange Commission**

Secretariat Building, PICC Complex  
Roxas Blvd, Metro Manila

**Philippine Stock Exchange**

Disclosure Department  
3/F PSE Plaza, Ayala Triangle Plaza  
Makati City, Metro Manila

**Philippine Dealing & Exchange Corporation**

37th Floor, Tower 1, The Enterprise Center  
6766 Ayala Ave. corner Paseo de Roxas  
Makati, 1226 Metro Manila, Philippines

**Attention: Hon. Vicente Graciano P. Felizmenio, Jr.**  
Director, Market and Securities Regulation Department  
Securities & Exchange Commission

**Ms. Janet Encarnacion**  
Head - Disclosure Department  
Philippine Stock Exchange

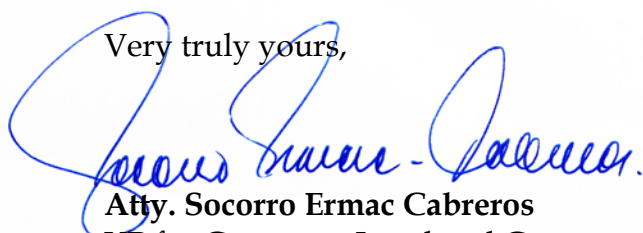
**Ms. Paula Beatrice A. Bueno**  
OIC - Issuer Compliance and Disclosure Department  
(ICDD)

*Sir and Mesdames:*

We would like to submit the Notice and Agenda for the incoming Annual Stockholders' Meeting of the Company on 15 March 2019 at 2:00 o'clock in the afternoon at the Phoenix Petroleum Corporate Headquarters located along Stella Hizon Reyes Road, Bo. Pampanga, Lanang, Davao City.

Thank you and best regards.

Very truly yours,



**Atty. Socorro Ermac Cabreros**  
VP for Corporate Legal and Corporate Secretary

## **NOTICE AND AGENDA**

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

**Friday, March 15, 2019, 2:00 PM**  
**Phoenix Petroleum Corporate Headquarters**  
**Stella Hizon Reyes Rd. Bo. Pampanga,**  
**Lanang, Davao City**

The agenda for the Meeting shall be, as follows:

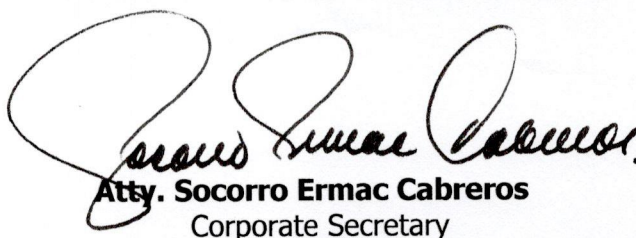
1. Call to Order
2. Certification of Notice and Quorum
3. Approval of the Minutes of the Annual Stockholders' Meeting held last March 15, 2018
4. Report of the President and Chief Executive Officer
5. Approval of the 2017 Audited Financial Statements and 2017 Annual Report
6. Approval of Corporate Actions:
  - A. Proposed Authority for the Corporation or any of its subsidiaries to enter into a Joint Venture Agreement or cooperation with China National Offshore Oil Corporation (CNOOC) to operate and establish various LNG related trade and services under the LNG Integrated Hub Project which includes the operation of an LNG import terminal and gas-fired power plant;
    - a. Proposed Authority to form and organize a new corporation, a wholly-owned subsidiary of the Company to manage the Corporation's LNG interest in the LNG Integrated Hub Project;
    - b. Proposed Authority to invest corporate funds in the initial amount of Php250,000,000.00 for the LNG Integrated Hub Project which shall include the formation of a new corporation.
  - B. Ratification of the Company's corporate actions:
    - a. increase investments in the following wholly-owned subsidiaries:

<u>Name of Subsidiary</u>	<u>Amount of Investment</u>
Subic Petroleum Trading and Transport Inc. (SPTT)	Php 55,800,000.00
Phoenix Global Mercantile, Inc. (PGMI)	22,500,000.00
P-F-L Petroleum Management, Inc.	429,625,000.00
<b>TOTAL</b>	<b>Php 507,925,000.00</b>



- b. investment of corporate funds through acquisition of shares in Action.Able, Inc. and think.able, Limited.
  - c. formation and organization of a new wholly-owned subsidiary in Singapore, **PNX Energy International Holdings, Pte. Ltd. (PEIH)**, to manage the Company's international investments, including expansion of related business activities and operation in the Asia Pacific Region, and the Company's initial investment of USD10,000 intended for PEIH's initial operations.
- 7. 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 Feb 2018 until 31 January 2019
  - 8. Election of the Members of the Board of Directors
  - 9. Appointment of External Auditor
  - 10. Other Matters
  - 11. Adjournment

All stockholders as of **14 February 2019** shall be entitled to participate and vote in the said annual meeting.



**Atty. Socorro Ermac Cabreros**  
Corporate Secretary