



**OFFICE OF THE CORPORATE SECRETARY**

Direct Line: 8536-0540  
Trunk Lines: 8891-6040 to 70  
Locals: 4582/4106

April 30, 2024

**PHILIPPINE DEALING & EXCHANGE CORPORATION**

29th Floor, BDO Equitable Tower  
8751 Paseo de Roxas  
Makati City

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**  
Head, Issuer Compliance and Disclosure Department  
Philippine Dealing & Exchange Corporation

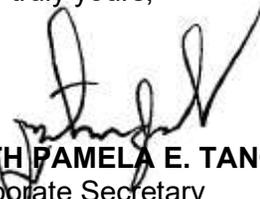
Subject: Results of Organizational Meeting of the Board of Directors

Dear Atty. Selleza:

We are pleased to furnish the Philippine Dealing and Exchange Corporation (PDEx) a copy of our disclosure to the Philippine Stock Exchange, Inc. regarding the Results of Organizational Meeting of the Board of Directors held today, April 30, 2024.

We trust you will take note accordingly. Thank you.

Very truly yours,

  
**RUTH PAMELA E. TANGHAL**  
Corporate Secretary

Philippine National Bank  
PNB Financial Center  
Pres. Diosdado Macapagal Blvd.,  
Pasay City, Metro Manila 1300,  
Philippines

T. (632) 8526-3131 to 70 / 8891-6040 to 70  
P.O. Box 1884 (Manila)  
P.O. Box 410 (Pasay City)  
[www.pnb.com.ph](http://www.pnb.com.ph)

Authorized Depository of the Republic of the Philippines  
Member: PDIC

# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1. Date of Report (Date of earliest event reported)  
Apr 30, 2024
2. SEC Identification Number  
ASO96-005555
3. BIR Tax Identification No.  
000-188-209-000
4. Exact name of issuer as specified in its charter  
Philippine National Bank
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
PNB Financial Center, President Diosdado Macapagal Boulevard, Pasay City, Metro  
Manila  
Postal Code  
1300
8. Issuer's telephone number, including area code  
(632) 8526-3131 to 70
9. Former name or former address, if changed since last report  
Not Applicable
10. Securities registered pursuant to Sections 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	1,525,764,850

11. Indicate the item numbers reported herein  
Items 4 and 9

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*



# PNB

## Philippine National Bank PNB

### PSE Disclosure Form 4-25 - Results of Organizational Meeting References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

#### Subject of the Disclosure

Results of the Organizational Meeting of the Board of Directors

#### Background/Description of the Disclosure

We wish to advise the Exchange that at the Organizational Meeting of the Board of Directors held today, April 30, 2024, the following were appointed to the position(s) set forth after their names:

#### List of elected officers for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Position/Designation	Shareholdings in the Listed Company		Nature of Indirect Ownership
		Direct	Indirect	
Edgar A. Cua	Chairman of the Board	100	0	N.A.
Lucio C. Tan III	Vice Chairman of the Board	300	0	N.A.
Florido P. Casuela	President	0	162	Under PCDNC (Filipino) - Broker
Maria Paz D. Lim	Treasurer	210	29,760	Under PCDNC (Filipino) - Broker
Ruth Pamela E. Tanghal	Corporate Secretary	100	457	Under PCDNC (Filipino) - Broker
Francis B. Albalate	Chief Financial Officer	0	2,200	Under PCDNC (Filipino) - Broker
Manuel C. Bahena, Jr.	Chief Legal Counsel	100	8,532	Under PCDNC (Filipino) - Broker
Isagani A. Cortes	Chief Compliance Officer	0	0	N.A.
Analisa I. San Pedro	Chief Audit Executive	100	571	Under PCDNC (Filipino) - Broker
Juliet S. Dytoc	Chief Risk Officer	0	1,346	Under PCDNC (Filipino) - Broker

#### List of Committees and Membership

Name of Committees	Members	Position/Designation in Committee
Corporate Governance and Sustainability Committee	Edgar A. Cua	Chairman
Corporate Governance and Sustainability Committee	Protacio T. Tacandong	Vice Chairman
Corporate Governance and Sustainability Committee	Isabelita M. Papa	Member

Corporate Governance and Sustainability Committee	Maria Almasara Cyd. N. Tuano-Amador	Member
Corporate Governance and Sustainability Committee	Domingo H. Yap	Member
Board Audit and Compliance Committee	Protacio T. Tacandong	Chairman
Board Audit and Compliance Committee	Isabelita M. Papa	Vice Chairman
Board Audit and Compliance Committee	Edgar A. Cua	Member
Board Audit and Compliance Committee	Chester Y. Luy	Member
Board Audit and Compliance Committee	Michael G. Tan	Member
Board Audit and Compliance Committee	Eusebio V. Tan	Member
Board Audit and Compliance Committee	Domingo H. Yap	Member
Board Audit and Compliance Committee	Maria Almasara Cyd N. Tuano-Amador	Member
Risk Oversight Committee	Maria Almasara Cyd N. Tuano-Amador	Chairman
Risk Oversight Committee	Isabelita M. Papa	Vice Chairman
Risk Oversight Committee	Felix Enrico R. Alfiler	Member
Risk Oversight Committee	Edgar A. Cua	Member
Risk Oversight Committee	Chester Y. Luy	Member
Risk Oversight Committee	Wilfrido E. Sanchez	Member
Risk Oversight Committee	Protacio T. Tacandong	Member
Risk Oversight Committee	Vivienne K. Tan	Member
Risk Oversight Committee	Domingo H. Yap	Member
Board Oversight RPT Committee	Domingo H. Yap	Chairman
Board Oversight RPT Committee	Maria Almasara Cyd N. Tuano-Amador	Vice Chairman
Board Oversight RPT Committee	Edgar A. Cua	Member
Board Oversight RPT Committee	Eusebio V. Tan	Member
Executive Committee	Florido P. Casuela	Chairman
Executive Committee	Lucio C. Tan III	Vice Chairman
Executive Committee	Felix Enrico R. Alfiler	Member
Executive Committee	Chester Y. Luy	Member
Executive Committee	Sheila T. Pascual	Member
Executive Committee	Wilfrido E. Sanchez	Member
Executive Committee	Eusebio V. Tan	Member
Executive Committee	Michael G. Tan	Member
Executive Committee	Vivienne K. Tan	Member
Executive Committee	Edgar A. Cua	Non-Voting Member
Executive Committee	Maria Almasara Cyd N. Tuano-Amador	Non-Voting Member
Board Strategy and Policy Committee	Felix Enrico R. Alfiler	Chairman
Board Strategy and Policy Committee	Edgar A. Cua	Vice Chairman
Board Strategy and Policy Committee	Florido P. Casuela	Member
Board Strategy and Policy Committee	Chester Y. Luy	Member
Board Strategy and Policy Committee	Isabelita M. Papa	Member
Board Strategy and Policy Committee	Sheila T. Pascual	Member
Board Strategy and Policy Committee	Wilfrido E. Sanchez	Member
Board Strategy and Policy Committee	Protacio T. Tacandong	Member

Board Strategy and Policy Committee	Eusebio V. Tan	Member
Board Strategy and Policy Committee	Lucio C. Tan III	Member
Board Strategy and Policy Committee	Michael G. Tan	Member
Board Strategy and Policy Committee	Vivienne K. Tan	Member
Board Strategy and Policy Committee	Maria Almasara Cyd N. Tuano-Amador	Member
Trust Committee	Sheila T. Pascual	Chairman
Trust Committee	Wilfrido E. Sanchez	Vice Chairman
Trust Committee	Felix Enrico R. Alfiler	Member
Trust Committee	Vivienne K. Tan	Member
Trust Committee	Florido P. Casuela	Member (Ex-Officio)
Trust Committee	Joy Jasmin R. Santos	Member (Ex-Officio)
Board IT Governance Committee	Isabelita M. Papa	Chairman
Board IT Governance Committee	Lucio C. Tan III	Vice Chairman
Board IT Governance Committee	Felix Enrico R. Alfiler	Member
Board IT Governance Committee	Florido P. Casuela	Member
Board IT Governance Committee	Chester Y. Luy	Member
Board IT Governance Committee	Eusebio V. Tan	Member
Board IT Governance Committee	Vivienne K. Tan	Member
Board IT Governance Committee	Domingo H. Yap	Member
Board Overseas Offices Oversight Committee	Felix Enrico R. Alfiler	Chairman
Board Overseas Offices Oversight Committee	Maria Almasara Cyd N. Tuano-Amador	Vice Chairman
Board Overseas Offices Oversight Committee	Isabelita M. Papa	Member

**List of other material resolutions, transactions and corporate actions approved by the Board of Directors**

1. The Board confirmed the appointment of Dr. Lucio C. Tan as Chairman Emeritus of the Bank for the year 2024-2025.
2. The following were appointed as Board Advisors of the Bank: Mr. Leonilo G. Coronel, Mr. William T. Lim, Mr. Federico C. Pascual, Ms. Lourdes A. Salazar, Ms. Carmen K. Tan and Ms. Florencia G. Tarriela.

**Other Relevant Information**

None.

**Filed on behalf by:**

<b>Name</b>	Ruth Pamela Tanghal
<b>Designation</b>	Corporate Secretary



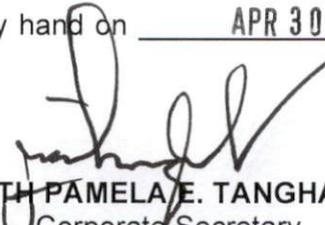
**Corporate Secretary's Office**  
 Direct Line/Telefax No.: 8834-07-80  
 Trunk Lines: 8891-6040 to 70  
 Local: 4582

**CERTIFICATION**

I, **RUTH PAMELA E. TANGHAL**, Corporate Secretary of the Philippine National Bank ("PNB"), a universal banking corporation duly registered under and by virtue of the laws of the Republic of the Philippines with SEC Registration No. ASO96-005555, and with principal office address at the PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila, on oath state:

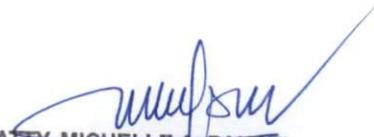
1. That I have caused this SEC Form 17-C to be prepared on behalf of PNB;
2. That I read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
3. That the company, PNB, will comply with the requirements set forth in SEC Notice dated May 12, 2021 to effect a complete and official submission of reports and/or documents through electronic mail;
4. That I am fully aware that submitted documents which require pre-evaluation and/or payment of processing fee shall be considered complete and officially received only upon payment of the filing fee; and
5. That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2020 shall be used by the company in its online submission to CGFD.

IN WITNESS WHEREOF, I have hereunto set my hand on APR 30 2024 in Pasay City, Metro Manila, Philippines.

  
**RUTH PAMELA E. TANGHAL**  
 Corporate Secretary

SUBSCRIBED AND SWORN to before me on APR 30 2024 in Pasay City, affiant exhibited to me her TIN 216-805-132.

Doc. No. 416  
 Page No. 58  
 Book No. IV  
 Series of 2024.

  
**ATTY. MICHELLE A. PARATI**  
 Notary Public for Pasay City  
 Commission No. 23-29; valid until 12-31-24  
 Roll No. 45737/Lifetime Member No. 013500  
 PTR No. 8058699/ 05 January 2023/ Pasay City  
 MCLE Compliance No. VII-0028408  
 PNB Financial Center, Pres. Macapagal Blvd., Pasay City

# COVER SHEET

A	S	O	9	6	-	0	0	5	5	5	5
---	---	---	---	---	---	---	---	---	---	---	---

S.E.C. Registration Number

P	H	I	L	I	P	P	I	N	E		N	A	T	I	O	N	A	L		B	A	N	K
---	---	---	---	---	---	---	---	---	---	--	---	---	---	---	---	---	---	---	--	---	---	---	---

(Company's Full Name)

9	t	h		F	l	o	o	r		P	N	B		F	i	n	a	n	c	i	a	l		C	e	n	t	e	r
---	---	---	--	---	---	---	---	---	--	---	---	---	--	---	---	---	---	---	---	---	---	---	--	---	---	---	---	---	---

M	a	c	a	p	a	g	a	l		B	l	v	d	.	,		P	a	s	a	y		C	i	t	y		
---	---	---	---	---	---	---	---	---	--	---	---	---	---	---	---	--	---	---	---	---	---	--	---	---	---	---	--	--

M	e	t	r	o		M	a	n	i	l	a																	
---	---	---	---	---	--	---	---	---	---	---	---	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

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

<b>RUTH PAMELA E. TANGHAL</b> Corporate Secretary Contact Person
--

<b>8834-0780</b> Company Telephone Number
--

1	2
---	---

*Month*

3	1
---	---

*Day*

Fiscal Year

<b>SEC Form 17-C</b> FORM TYPE
-----------------------------------

April 30 <i>Month Day</i> Annual Meeting
--

--

Secondary License Type, If Applicable

--	--	--

Dept. Requiring this Doc.

--

Amended Articles Number/Section

--

Total No. of Stockholders

--

Domestic

--

Foreign

-----  
To be accomplished by SEC Personnel concerned

--	--	--	--	--	--	--	--	--	--	--	--

File Number

\_\_\_\_\_

LCU

--	--	--	--	--	--	--	--	--	--	--	--

Document I.D.

\_\_\_\_\_

Cashier

STAMPS
--------

Remarks = pls. use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION  
SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.2(c) THEREUNDER

1. April 30, 2024  
Date of Report (Date of earliest event reported)
2. SEC Identification Number ASO96-005555 3. BIR Tax Identification No. 000-188-209-000
4. PHILIPPINE NATIONAL BANK  
Exact name of registrant as specified in its charter
5. PHILIPPINES 6.  (SEC Use Only)  
Province, country or other jurisdiction of incorporation      Industry Classification Code:
7. PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila 1300  
Address of principal office      Postal Code
8. (632) 8526-3131 to 70/ (632) 8891-6040 to 70  
Issuer's telephone number, including area code
9. Not Applicable  
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  

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	1,525,764,850
11. Indicate the item numbers reported herein: Items 4 and 9

We wish to advise the Commission that at the Annual Stockholders' Meeting of the Philippine National Bank ("PNB" or the "Bank") held today, the stockholders approved and confirmed the following:

- I. Minutes of the 2023 Annual Stockholders' Meeting held on April 25, 2023
- II. 2023 Annual Report
- III. Amendment to the By-Laws, as follows:
  - a. Sections 3.4 and 3.5, Article III;
  - b. Sections 4.2, 4.3, 4.4 and 4.7, Article IV;
  - c. Sections 5.4, 5.5, 5.8, 5.9, 5.11, 5.12 and 5.17, Article V; and
  - d. Sections 6.1, 6.9, 6.10 and 6.11, Article VI

IV. Election of the following as directors of the Bank to serve as such for a period of one (1) year and until their successors shall have been elected and qualified:

1. Felix Enrico R. Alfiler
2. Florido P. Casuela
3. Edgar A. Cua
4. Chester Y. Luy
5. Estelito P. Mendoza
6. Isabelita M. Papa
7. Sheila T. Pascual
8. Wilfrido E. Sanchez
9. Protacio T. Tacandong
10. Eusebio V. Tan
11. Lucio C. Tan III
12. Michael G. Tan
13. Vivienne K. Tan
14. Maria Almasara Cyd N. Tuaño-Amador
15. Domingo H. Yap

Mr. Edgar A. Cua, Ms. Isabelita M. Papa, Mr. Protacio T. Tacandong, Ms. Maria Almasara Cyd N. Tuaño-Amador and Mr. Domingo H. Yap were elected as Independent Directors.

V. Appointment of SGV & Co. as the Bank's external auditor

At the Organizational Meeting of the Board of Directors immediately following the Annual Stockholders' Meeting, the following were appointed to the position(s) set forth after their names:

Edgar A. Cua	-	Chairman of the Board
Lucio C. Tan III	-	Vice Chairman of the Board
Florido P. Casuela	-	President
Maria Paz D. Lim	-	Treasurer
Ruth Pamela E. Tanghal	-	Corporate Secretary
Francis B. Albalate	-	Chief Financial Officer
Manuel C. Bahena, Jr.	-	Chief Legal Counsel
Isagani A. Cortes	-	Chief Compliance Officer
Analisa I. San Pedro	-	Chief Audit Executive
Juliet S. Dytoc	-	Chief Risk Officer

Further, the Board confirmed the appointment of Dr. Lucio C. Tan as Chairman Emeritus of the Bank for the year 2024-2025.

Moreover, the following were appointed as Board Advisors of the Bank: Mr. Leonilo G. Coronel, Mr. William T. Lim, Mr. Federico C. Pascual, Ms. Lourdes A. Salazar, Ms. Carmen K. Tan and Ms. Florencia G. Tarriela.

In addition, during the said Organizational Meeting, the following were appointed Chairpersons/Members of the Bank's Board Committees:

I. Corporate Governance and Sustainability Committee

	<u>Name</u>	<u>Position</u>
1.	Edgar A. Cua*	- Chairman
2.	Protacio T. Tacandong*	- Vice Chairman
3.	Isabelita M. Papa*	- Member
4.	Maria Almasara Cyd N. Tuaño-Amador*	- Member
5.	Domingo H. Yap*	- Member

(\*) - Independent Director

## II. Board Audit and Compliance Committee

	<u>Name</u>	<u>Position</u>
1.	Protacio T. Tacandong*	- Chairman
2.	Isabelita M. Papa*	- Vice Chairman
3.	Edgar A. Cua*	- Member
4.	Chester Y. Luy	- Member
5.	Michael G. Tan	- Member
6.	Eusebio V. Tan	- Member
7.	Domingo H. Yap*	- Member
8.	Maria Almasara Cyd N. Tuaño-Amador*	- Member

## III. Risk Oversight Committee

	<u>Name</u>	<u>Position</u>
1.	Maria Almasara Cyd N. Tuaño-Amador *	- Chairman
2.	Isabelita M. Papa*	- Vice Chairman
3.	Felix Enrico R. Alfiler	- Member
4.	Edgar A. Cua*	- Member
5.	Chester Y. Luy	- Member
6.	Wilfrido E. Sanchez	- Member
7.	Protacio T. Tacandong*	- Member
8.	Vivienne K. Tan	- Member
9.	Domingo H. Yap*	- Member

## IV. Board Oversight RPT Committee

	<u>Name</u>	<u>Position</u>
1.	Domingo H. Yap*	- Chairman
2.	Maria Almasara Cyd N. Tuaño-Amador*	- Vice Chairman
3.	Edgar A. Cua*	- Member
4.	Eusebio V. Tan	- Member

## V. Executive Committee

	<u>Name</u>	<u>Position</u>
1.	Florido P. Casuela	- Chairman
2.	Lucio C. Tan III	- Vice Chairman
3.	Felix Enrico R. Alfiler	- Member
4.	Chester Y. Luy	- Member
5.	Sheila T. Pascual	- Member
6.	Wilfrido E. Sanchez	- Member
7.	Eusebio V. Tan	- Member
8.	Michael G. Tan	- Member
9.	Vivienne K. Tan	- Member
10.	Edgar A. Cua*	- Non-Voting Member
11.	Maria Almasara Cyd N. Tuaño-Amador*	- Non-Voting Member

## VI. Board Strategy and Policy Committee

	<u>Name</u>	<u>Position</u>
1.	Felix Enrico R. Alfiler	- Chairman
2.	Edgar A. Cua*	- Vice Chairman
3.	Florido P. Casuela	- Member
4.	Chester Y. Luy	- Member
5.	Isabelita M. Papa*	- Member
6.	Sheila T. Pascual	- Member
7.	Wilfrido E. Sanchez	- Member

(\*) - Independent Director

- |     |                                     |          |
|-----|-------------------------------------|----------|
| 8.  | Protacio T. Tacandong*              | - Member |
| 9.  | Eusebio V. Tan                      | - Member |
| 10. | Lucio C. Tan III                    | - Member |
| 11. | Michael G. Tan                      | - Member |
| 12. | Vivienne K. Tan                     | - Member |
| 13. | Maria Almasara Cyd N. Tuaño-Amador* | - Member |

VII. Trust Committee

- |    | <u>Name</u>             | <u>Position</u>       |
|----|-------------------------|-----------------------|
| 1. | Sheila T. Pascual       | - Chairman            |
| 2. | Wilfrido E. Sanchez     | - Vice Chairman       |
| 3. | Felix Enrico R. Alfiler | - Member              |
| 4. | Vivienne K. Tan         | - Member              |
| 5. | Florido P. Casuela      | - Member (Ex-Officio) |
| 6. | Joy Jasmin R. Santos    | - Member (Ex-Officio) |

VIII. Board IT Governance Committee

- |    | <u>Name</u>             | <u>Position</u> |
|----|-------------------------|-----------------|
| 1. | Isabelita M. Papa*      | - Chairman      |
| 2. | Lucio C. Tan III        | - Vice Chairman |
| 3. | Felix Enrico R. Alfiler | - Member        |
| 4. | Florido P. Casuela      | - Member        |
| 5. | Chester Y. Luy          | - Member        |
| 6. | Eusebio V. Tan          | - Member        |
| 7. | Vivienne K. Tan         | - Member        |
| 8. | Domingo H. Yap*         | - Member        |

IX. Board Overseas Offices Oversight Committee

- |    | <u>Name</u>                         | <u>Position</u> |
|----|-------------------------------------|-----------------|
| 1. | Felix Enrico R. Alfiler             | - Chairman      |
| 2. | Maria Almasara Cyd N. Tuaño-Amador* | - Vice Chairman |
| 3. | Isabelita M. Papa*                  | - Member        |

(\* - Independent Director

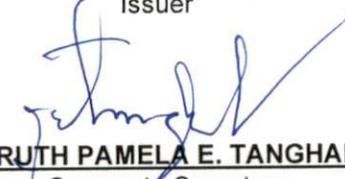
We trust you will take note accordingly. Thank you.

**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.

**PHILIPPINE NATIONAL BANK**

Issuer

  
**RUTH PAMELA E. TANGHAL**  
Corporate Secretary  
Signature and Title\*

**April 30, 2024**

Date

\* Print name and title of the signing officer under the signature.