



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

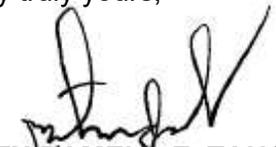
Subject: Results of Annual Stockholders' Meeting

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 the Annual Stockholders' Meeting of the Bank 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

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 4-24 - Results of Annual or Special Stockholders' 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 2024 Annual Stockholders' Meeting

Background/Description of the Disclosure

We wish to advise the Exchange that at the Annual Stockholders' Meeting of the Philippine National Bank ("PNB", the "Bank") held today, April 30, 2024, the following were approved by the stockholders of the Bank:

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

Name of Person	Shareholdings in the Listed Company		Nature of Indirect Ownership
	Direct	Indirect	
Felix Enrico R. Alfiler	0	5	Under PCDNC (Filipino) - Broker
Florido P. Casuela	0	162	Under PCDNC (Filipino) - Broker
Edgar A. Cua	100	0	N.A.
Chester Y. Luy	0	10	Under PCDNC (Filipino) - Broker
Estelito P. Mendoza	0	1,150	Under PCDNC (Filipino) - Broker
Isabelita M. Papa	0	1	Under PCDNC (Filipino) - Broker
Sheila T. Pascual	100	10	Under PCDNC (Filipino) - Broker
Wilfrido E. Sanchez	0	1	Under PCDNC (Filipino) - Broker
Protacio T. Tacandong	0	1	Under PCDNC (Filipino) - Broker
Eusebio V. Tan	0	10	Under PCDNC (Filipino) - Broker
Lucio C. Tan III	300	0	N.A.
Michael G. Tan	250	62,000	Under PCDNC (Filipino) - Broker
Vivienne K. Tan	0	10	Under PCDNC (Filipino) - Broker
Maria Almasara Cyd N. Tuano-Amador	0	1	Under PCDNC (Filipino) - Broker
Domingo H. Yap	0	1	Under PCDNC (Filipino) - Broker

External auditor

SGV & Co.

List of other material resolutions, transactions and corporate actions approved by the stockholders

- 1. Approval of the Minutes of the 2023 Annual Stockholders' Meeting held on April 25, 2023
- 2. Approval of the 2023 Annual Report
- 3. 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

Other Relevant Information

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.

Filed on behalf by:

Name	Ruth Pamela Tanghal
Designation	Corporate Secretary



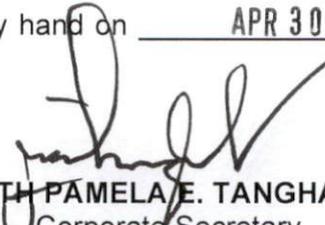
Corporate Secretary's Office
 Direct Line/Telefax No.: 8834-07-80
 Trunk Lines: 8891-6040 to 70
 Local: 4582

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:

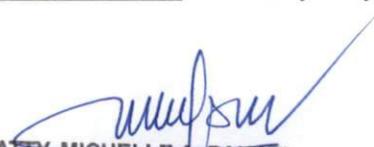
1. That I have caused this SEC Form 17-C to be prepared on behalf of PNB;
2. That I read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
3. That the company, PNB, will comply with the requirements set forth in SEC Notice dated May 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

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S.E.C. Registration Number

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(Company's Full Name)

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

RUTH PAMELA E. TANGHAL Corporate Secretary Contact Person
--

8834-0780 Company Telephone Number
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1	2
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Month

3	1
---	---

Day

Fiscal Year

SEC Form 17-C FORM TYPE

April 30 <i>Month Day</i> Annual Meeting
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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

--

Domestic

--

Foreign

Total amount of Borrowings

To be accomplished by SEC Personnel concerned

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File Number

LCU

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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

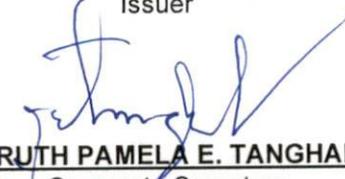
We trust you will take note accordingly. Thank you.

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.