



OFFICE OF THE CORPORATE SECRETARY

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

May 3, 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

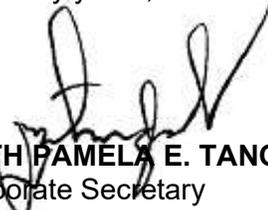
Subject: Amendments to By-Laws

Dear Atty. Selleza:

We are pleased to furnish the Philippine Dealing & Exchange Corporation (PDEX) a copy of the amended disclosure of the Bank to the Philippine Stock Exchange, Inc. regarding the amendments to the Amended By-Laws.

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)
May 2, 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
Item 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 4-4 - Amendments to By-Laws References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Amendment of the Amended By-Laws of the Philippine National Bank

Background/Description of the Disclosure

We wish to advise the Exchange that during its meeting held today, February 23, 2024, the PNB Board of Directors approved and confirmed the amendments to Article III, Article IV, Article V and Article VI of the Bank's Amended By-Laws in compliance with the provisions of the Revised Corporation Code of the Philippines and other applicable laws and regulations, subject to the approval of the stockholders, the Bangko Sentral ng Pilipinas and the Securities and Exchange Commission.

We trust you will take note accordingly.

Date of Approval by Board of Directors	Feb 23, 2024
Date of Approval by Stockholders	Apr 30, 2024
Other Relevant Regulatory Agency, if applicable	Bangko Sentral ng Pilipinas
Date of Approval by Relevant Regulatory Agency, if applicable	TBA
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article and Section Nos.	From	To
Article III, Section 3.4	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article III, Section 3.5	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article IV, Section 4.2	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article IV, Section 4.3	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article IV, Section 4.4	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article IV, Section 4.7	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article V, Section 5.4	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article V, Section 5.5	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article V, Section 5.8	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article V, Section 5.9	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".
Article V, Section 5.11	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".

Article V, Section 5.12	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".	
Article V, Section 5.17	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".	
Article VI, Section 6.1	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".	
Article VI, Section 6.9	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".	
Article VI, Section 6.10	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".	
Article VI, Section 6.11	Please refer to the attached "Annex A".	Please refer to the attached "Annex A".	

Rationale for the amendment(s)

The proposed amendments will ensure alignment of the Bank's Amended By-Laws with the provisions of the Revised Corporation Code of the Philippines and other applicable laws and regulations, and enhance the Bank's overall corporate governance practices.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the By-Laws with the SEC	TBA
Expected date of SEC approval of the Amended By-Laws	TBA

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

None.

Other Relevant Information

The disclosure was amended to reflect the approval by the stockholders.

Filed on behalf by:

Name	Ruth Pamela Tanghal
Designation	Corporate Secretary