

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 24, 2026
Date of Report (Date of earliest event reported)
2. 36073
SEC Identification Number
3. 000-508-271-000
BIR Tax Identification Number
4. UNION BANK OF THE PHILIPPINES
Exact name of issuer as specified in its charter
5. METRO MANILA
Province, country of other jurisdiction
of incorporation
6. _____
Industry Code (SEC Use Only)
7. UNIONBANK PLAZA, MERALCO AVE., COR. ONYX ST., 1605
ORTIGAS CENTER, PASIG CITY Postal Code
Address of principal office
8. (02) 8841-8600
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

3,316,405,584

11. Indicate the item numbers reported herein: Item 9 - Other Events

Please refer to the attached letter dated April 24, 2026.

Signatures

Pursuant to the requirements of the Securities Regulation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

UNION BANK OF THE PHILIPPINES


Registrant

By:

Name: **ATTY. JOSELITO V. BANAAG**

Title: *SVP/ Corporate Secretary*

Date : April 24, 2026

A handwritten signature in blue ink, appearing to read 'Joselito V. Banaag', is written over the printed name and title. The signature is stylized and enclosed within a large, loopy blue oval.

April 24, 2026

SECURITIES AND EXCHANGE COMMISSION

SEC Headquarters, 7907 Makati Avenue
Salcedo Village, Brgy. Bel-Air, Makati City 1209

Attention: **DIRECTOR OLIVER O. LEONARDO**
Markets and Securities Regulation Department

THE PHILIPPINE STOCK EXCHANGE, INC.

6th Floor, PSE Tower
28th Street corner 5th Avenue
Bonifacio Global City, Taguig City

Attention: **ATTY. JOHANNE DANIEL M. NEGRE**
Officer-in-Charge, Disclosure Department

PHILIPPINE DEALING AND EXCHANGE CORP.

29/F BDO Equitable Tower
8751 Paseo de Roxas, Makati City

Attention: **ATTY. SUZY CLAIRE R. SELLEZA**
Head - Issuer Compliance and Disclosure Department

Gentlemen:

Please be informed that Union Bank of the Philippines (the “Bank”) held its Annual Stockholders’ Meeting (“ASM”) today, April 24, 2026, in accordance with its By-Laws, conducted virtually via <https://asm.unionbankph.com>. The following matters were approved at the meeting:

- i. Minutes of the Annual Stockholders’ meeting held on April 25, 2025;
- ii. Annual Report of Management on Operations for the year 2025 and the Audited Financial Statements as of December 31, 2025;
- iii. Ratification of past actions and decisions of the Board, its Committees, and the Management of the Bank for the year 2025, together with all the material related party transactions; and the amendments to Articles V, VII, VIII and X of the Bank’s By-Laws as approved by the Board of Directors on March 27, 2026 by virtue of its delegated power to amend the By-Laws. Please refer to attached “Annex A” for the comparative table of amendments;

- iv. Appointment of the accounting firm of Sycip Gorres Velayo & Co. as external auditor of the Bank for the year 2026;
- v. Election of the Board of Directors for 2026 – 2027 term:
 - 1. Erramon I. Aboitiz
 - 2. Justo A. Ortiz
 - 3. Ana Maria A. Delgado
 - 4. Sabin M. Aboitiz
 - 5. Samel A. Aboitiz
 - 6. Iker M. Aboitiz
 - 7. Jose Emmanuel U. Hilado
 - 8. Nina D. Aguas
 - 9. Robert Joseph M. De Claro
 - 10. Victor Alfonso A. Limlingan
 - 11. Roberto G. Manabat - Lead Independent Director
 - 12. Manuel D. Escueta - Independent Director
 - 13. Josiah L. Go - Independent Director
 - 14. Honorio G. Poblador IV - Independent Director
 - 15. Peter B. Favila - Independent Director

At the Organizational Board meeting of the Board of Directors of the Bank which followed after the ASM, the following matters were approved:

- I. Re-appointment of the following Corporate Officers of the Bank:

Erramon I. Aboitiz	- Chairman of the Board
Justo A. Ortiz	- Vice Chairman
Ana Maria A. Delgado	- President and Chief Executive Officer
Manoj Varma	- Senior Executive Vice President/ Consumer Bank Group Head
Therese G. Chan	- Executive Vice President/ Wealth Client Relationships Head
Manish Chawla	- Executive Vice President/ Chief Technology and Operations Officer
Melina C. Concha	- Executive Vice President/ Institutional Banking Head
Antonio Sebastian T. Corro	- Executive Vice President/ Chief Cross-Sell Officer/ Chief External Relations Officer
Atty. Isagani A. Cortes	- Executive Vice President/ Chief Compliance and Corporate Governance Officer
Albert Raymond C. Cuadrante	- Executive Vice President/ Chief Marketing & Customer Experience Officer
Ramon G. Duarte	- Executive Vice President/ Senior Advisor – Special Projects
Concepcion Perla P. Lontoc	- Executive Vice President/ Relationship Banking Center Head
Manuel R. Lozano	- Executive Vice President/ Chief Financial Officer
Dennis D. Omila	- Executive Vice President/ Chief Transformation Officer
Michaela Sophia E. Rubio	- Executive Vice President/ Chief Human Resource Officer and Head of Corporate Social Responsibility

Raquel N. Sevidal	- Executive Vice President/ Commercial Banking Center Head
Johnson L. Sia	- Executive Vice President/ Treasurer and Global Markets Head
Gauraw Srivastava	- Executive Vice President/ Wealth Management Business Head
Mukul Sukhani	- Executive Vice President/ Cards and Consumer Loans Head
Erwin R. Wiriadi	- Executive Vice President/ Chief Risk Officer
Atty. Joselito V. Banaag	- Senior Vice President/ General Counsel/ Corporate Secretary
Norman C. Gabriel	- Senior Vice President/ Chief Audit Executive
Rear Admiral Donn Anthony L. Mirafior (Ret.)	- Senior Vice President/ Chief Security Officer
Ma. Cristina C. Tismo	- Senior Vice President/ Chief Information Officer
Edgar Allan G. Oblena	- Senior Vice President/ Financial Controller
Atty. Leila P. Paz-Aguba	- Senior Vice President/ Assistant Corporate Secretary
Jose Paolo G. Rufo	- Senior Vice President/ Chief Information Security Officer/ OIC - Data Protection Officer
Atty. Buenaventura S. Sanguyo, Jr.	- Senior Vice President/ Assistant Corporate Secretary
Atty. Cyril F. De Leon	- Assistant Vice President/ Assistant Corporate Secretary
Atty. Maria Corazon B. Dela Cruz	- Assistant Corporate Secretary
Atty. Katrina Joy C. Javier	- Assistant Corporate Secretary
Atty. Aira Joyce G. Patricio	- Assistant Corporate Secretary
Atty. Patricia Mae G. Peralta	- Assistant Corporate Secretary
Atty. Jonaselle F. Tolentino	- Assistant Corporate Secretary

II. Re-appointment of the following members of the Non-Executive Board and various Board Committees:

i. NON-EXECUTIVE BOARD

- | | |
|---------------------------------|---------------------------------------|
| 1. Roberto G. Manabat | - Chairman/ Lead Independent Director |
| 2. Erramon I. Aboitiz | - Vice Chairman |
| 3. Justo A. Ortiz | |
| 4. Sabin M. Aboitiz | |
| 5. Samel A. Aboitiz | |
| 6. Iker M. Aboitiz | |
| 7. Jose Emmanuel U. Hilado | |
| 8. Nina D. Aguas | |
| 9. Robert Joseph M. De Claro | |
| 10. Victor Alfonso A. Limlingan | |
| 11. Manuel D. Escueta | - Independent Director |
| 12. Josiah L. Go | - Independent Director |
| 13. Honorio G. Poblador IV | - Independent Director |
| 14. Peter B. Favila | - Independent Director |

ii. BOARD COMMITTEES

A. EXECUTIVE COMMITTEE

Regular Members:

1. Erramon I. Aboitiz - Chairman
2. Justo A. Ortiz
3. Sabin M. Aboitiz
4. Ana Maria A. Delgado
5. Nina D. Aguas
6. Robert Joseph M. De Claro
7. Jose Emmanuel U. Hilado

Alternate Members:

1. Victor Alfonso A. Limlingan
2. Iker M. Aboitiz
3. Samel A. Aboitiz

B. RISK MANAGEMENT COMMITTEE

Regular Members:

1. Manuel D. Escueta, *Independent Director* - Chairman
2. Samel A. Aboitiz
3. Justo A. Ortiz
4. Victor Alfonso A. Limlingan
5. Roberto G. Manabat, *Lead Independent Director*
6. Josiah L. Go, *Independent Director*
7. Honorio G. Poblador IV, *Independent Director*

Alternate Members:

1. Iker M. Aboitiz
2. Jose Emmanuel U. Hilado
3. Robert Joseph M. De Claro

C. AUDIT COMMITTEE

Regular Members:

1. Roberto G. Manabat, *Lead Independent Director* - Chairman
2. Samel A. Aboitiz
3. Nina D. Aguas
4. Victor Alfonso A. Limlingan
5. Peter B. Favila, *Independent Director*
6. Manuel D. Escueta, *Independent Director*
7. Josiah L. Go, *Independent Director*

D. MARKET RISK COMMITTEE

Regular Members:

1. Honorio G. Poblador IV, *Independent Director* - Chairman
2. Jose Emmanuel U. Hilado
3. Justo A. Ortiz
4. Nina D. Aguas

5. Victor Alfonso A. Limlingan
6. Peter B. Favila, *Independent Director*
7. Roberto G. Manabat, *Lead Independent Director*
8. Manuel D. Escueta, *Independent Director*
9. Josiah L. Go, *Independent Director*

Alternate Members:

1. Samel A. Aboitiz
2. Ana Maria A. Delgado
3. Robert Joseph M. De Claro

E. OPERATIONAL RISK MANAGEMENT COMMITTEE

Regular Members:

1. Josiah L. Go, *Independent Director* - Chairman
2. Justo A. Ortiz
3. Samel A. Aboitiz
4. Victor Alfonso A. Limlingan
5. Peter B. Favila, *Independent Director*
6. Manuel D. Escueta, *Independent Director*
7. Roberto G. Manabat, *Lead Independent Director*

Alternate Members:

1. Sabin M. Aboitiz
2. Robert Joseph M. De Claro

F. CORPORATE GOVERNANCE COMMITTEE

Regular Members:

1. Peter B. Favila, *Independent Director* - Chairman
2. Justo A. Ortiz
3. Sabin M. Aboitiz
4. Nina D. Aguas
5. Robert Joseph M. De Claro
6. Roberto G. Manabat, *Lead Independent Director*
7. Manuel D. Escueta, *Independent Director*
8. Josiah L. Go, *Independent Director*
9. Honorio G. Poblador IV, *Independent Director*

Alternate Members:

1. Erramon I. Aboitiz
2. Victor Alfonso A. Limlingan

G. INFORMATION TECHNOLOGY & CYBERSECURITY COMMITTEE

Regular Members:

1. Justo A. Ortiz - Chairman
2. Ana Maria A. Delgado

3. Victor Alfonso A. Limlingan
4. Jose Emmanuel U. Hilado
5. Honorio G. Poblador IV, *Independent Director*
6. Dennis D. Omila, *Non-voting Member*

Alternate Member:

1. Robert Joseph M. De Claro

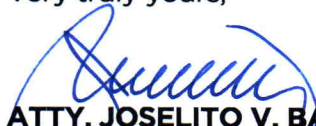
H. RELATED PARTY TRANSACTION COMMITTEE

Regular Members:

1. Peter B. Favila, *Independent Director* - Chairman
2. Roberto G. Manabat, *Lead Independent Director*
3. Manuel D. Escueta, *Independent Director*
4. Josiah L. Go, *Independent Director*
5. Honorio G. Poblador IV, *Independent Director*

III. Re-appointment of Senior Officers of the Bank, as indicated in the attached list.

Very truly yours,



ATTY. JOSELITO V. BANAAG
*Senior Vice-President,
General Counsel &
Corporate Secretary*

List of Senior Officers

Nasir I. Khan, FLOD Risk Assurance Lead

Senior Vice President

Julian Michel A. Aboitiz
Raymond Anthony B. Acosta
Atty. Arlene Joan T. Agustin
Christy Mae R. Almonte
Brenda Ruth A. Angeles
Erianne B. Ansaldo
Jonnaluz B. Arañas
Atty. Cyril G. Arnesto
Donald A. Asuncion
Aaron Jon D. Atienza
Gerardo T. Austria
Alan Jay C. Avila
Angela G. Baguisi-Peralta
Conrad Anthony Dominic L. Banal
Ronaldo S. Batisan
Mary Grace H. Bela
Konstantin O. Beloglazov
Ma. Cecilia Teresa S. Bernad
Jesusa Crisel L. Bernardino
May G. Buencamino
Ruth Mary S. Calamba
Allan Roy L. Calderon
Catherine Anne B. Casas
Luis Alberto A. Castañeda
Vincent Paul M. Castillo
Mary Grace G. Catoto
Efrenilo L. Cayanga, Jr.
Margaret O. Chao
Michael L. Chong
Abigail Sarena T. Chua
Ma. Eleonor E. Chua
Atty. Luis Martin S. Clemente
Lesley Anne H. Co
Hannah Theresa S. Contreras
Leslee May T. Cruz
Antonio Miguel D. Dans II
Jobart T. Dator
Gener P. De Guzman
Jonathan Jerald V. Deomano
Niña Michelle A. Destacamento
Montano M. Dimapilis
Rolando P. Ebreo
Carlo I. Eñanosa
Gladys G. Enriquez
Edric B. Fernandez
Marilou I. Ferrer
Christopher M. Go
Erika Denise D. Go
Nerissa A. Gonzaga

Richard James T. Gonzalez
Ramon Manuel A. Guinto
Shella Marie P. Hernando
Bhuvanesh Hingoraney
James Morris P. Iletto
Imelda G. Jayme
Simran Khanna
Mariano Dominick F. Lacson
Adrian H. Lim
Tracy S. Lim
Peter Agustin T. Lopez
Cynthia J. Macasaet
Angelbert D.G. Macatangay
Michael P. Magbanua
Kathleen Marie P. Malacad
Ana Jania F. Mañalac
Macklen A. Manaois
Kenneth C. Mariano
Ma. Eloisa Jovita M. Mariano
Melissa Anne G. Martin
Kathleen Bernadette W. Mateo
Don Jerico B. Matriano
Iona I. Mayo
Agnes Veronica S. Moulic
Christopher Patrick G. Ocampo
Gladys M. Ocampo
Jacquelyn J. Ong
Raquel P. Palang
Lauro P. Peralta
Paul Benedict F. Perez
Ruby Gisela L. Perez
Vivian S. Perez
Sandra L. Purificacion
Praveen W. Ramankutty
Cyrus G. Rebuena
Maria Iraida B. Recto
Geoffrey Lancelot B. Remo
Jose Alfonso C. Reyna
Michelle P. Rodriguez
Jose Maria O. Roxas
Maria Katrina N. Roxas
Robin Emmanuel S. Roxas
Quintin C. San Diego, Jr.
Myla Angela A. Santos
Atty. Nikki Neil R. Santos
Renato Piccolo R. Sarmiento Jr.
Gautam Sharma
Christine V. Siapno
Maria Carissa A. Sindiong
Jose Paulo R. Soliman
Raymond Joseph F. Soncuya
Angellyn Claudette P. Sumpaico
Mellany M. Sy
Ben P. Sy Chu
Marnita J. Tan

John Michael C. Tang
Martin James S. Tensuan
Cherrie L. Tinoko
Jo-Ann Fatima L. Tolentino
Atty. Menchie M. Tormon
Inulli C. Ty
Shiela P. Umali
Maria Paz B. Urmatam
Dominador N. Velasco IV
Jane Ann C. Vergara
Leo Miguelito D. Villacrusis
Karen Kristine S. Yang
Jeannette Yvonne M. Zagala

Vice President

Amy P. Abes
James Steven P. Aguilar
Jennifer Rose M. Alano
Sidney Carlos M. Alba
Corazon T. Alcantara
Alfonso Ismael A. Alcuaz
Sharlyn Veronica M. Alo-Lambot
Ma Cristina Claire T. Almendarez
Maria Jerusha J. Ambrosio
Ann Lilibeth M. Antiquina
Jimmy B. Anyayahan
Ronald Gerard M. Arceo
Mayumi C. Aromin
Anna Claret F. Asuncion
Rachel P. Asuncion
Anna Lea O. Axalan
Kathlynn Ann L. Aznar
Edzel S. Babas
Joseph D. Baricaua
Shekilah R. Bartolome
Ma. Rowena S. Basconcillo
Guia G. Bausa
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Maria Carmen R. Benitez
Shiendy G. Benitez
Rachelle M. Bernal
Sheryll P. Biyo
Aura Bernadette R. Bonzon
Grace Ann S. Bueno
Francis D. Caberoy
Tina Marie T. Calderon
Michelle C. Caoile
Joanne Christine T. Capal
Maria Cecilia R. Caperina
Diane Dominique O. Capili
Jose Patricio F. Casas
Joseph C. Castillo
Mildred B. Castillo
Nova A. Casimpan

Atty. Jessa Mary Ann C. Cedeño-Buyco
Jean Lynn S. Chua
Jenille Stephanie N. Chuan
Louis Michael P. Concepcion
Michael Vincent F. Condez
Monica D. Cristi
Amor A. Cruz
Gerado O. Cruz, Jr.
Johanna Mae D. Cruz
Heindrick Franell G. Cu
Jerome C. Cu
Maria Concepcion M. Cueto-Galleon
Diana D. Dayrit
Abigail M. De Guzman
Fredrick Daniel D. De Guzman
Carolina G. De Luzuriaga
Gerard Robin D. De Padua
Maria Anna Veronica N. del Rosario
Maria Eunice C. Dela Dingco
Romina R. Dela Torre
Jeanette T. Dimero
Ernesto P. Diño, Jr.
Norie Fe R. Dy
Nathaniel M. Dy-Liacco
Renee Lynn S. Dytuco
Paolo M. Elemos
Gerard Boy O. Elinzano
Elliebeth L. Endaya
Benise Christine Endencia
Rupert Anthony G. Enriquez
Jennifer F. Escasa
Christine Anne P. Esguerra
Marjorie K. Espiritu
Erick John G. Estrada
Liezl S. Faldas
Romeo V. Gabayeron
Micarella Mariz I. Gabriel
Maria Paz C. Galang
Jessine Y. Gamo
Jillian Q. Gatcheco-Cantada
Ariel Giovanni S. Gemanil
Arnica Mae C. Go
Jesylyne Y. Go
Jolina C. Go
Antonio Javier I. Gonzalez
Rene P. Guzman
Jaypee E. Halagao
Justin Daniel A. Honculada
Juan Carlos D. Ibarra
Barbie Anne G. Ilagan
Rommel R. Ilunio
Maria Concepcion M. Isidro
Carlo Ramon R. Jayme
Bernice A. Junghan
Sairah S. Kadil

Jennifer Marie G. Ko Gaw
Nikhil Kumar
Lean Adriel D. Llanes
Reena April M. Lumba
Mattel Pamela A. Luna
Jenni Rose I. Lurian
Rommel T. Macapagal
Girly G. Magnait
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Clarissa Lourdes S. Matias
David R. Medel
Amor A. Mondejar
Eugene Christopher O. Monsod
Noelyn Joyce R. Morales
Melanie R. Motus
Gretchen T. Navor
Antonio G. Ng
Maria Minerva A. Nieto
Miguel Carlos M. Nolasco
Lannie Y. Ocubillo
Ana Margarita T. Oliveros
Caesar Antonino M. Ordoñez, Jr.
Melissa Lynn S. Pablo
Jose Paolo P. Palacios
Erwin N. Palomar
Atty. Robert M. Panganiban
Peter Anthony Y. Pantangco
Carlo Miguel A. Pasion
Jerrica B. Pastor
John Francis F. Pecaña
Pamela Geraldine P. Pepito
Julien Cohl A. Pusta
Philippe D. Quito
Edon V. Ramirez
Mary Mae M. Ramizo
Atty. Jhoel P. Raquedan
Margie D. Raymundo
Catherine C. Razon
Anna Marie B. Reyes
Sheila Marie D. Reyes
Kristian Anthony M. Ricardo
Atty. Joanna Marie G. Robles
Lou Angella I. Roco
Daryl Sol D. Rodriguez
Ramon Mariano R. Rodriguez, Jr.
Rachelle R. Rogel
Nikki Ann E. Sac
John Basil O. Sace
Joel V. Salvador
Wilhelm S. Samson
Mylene S. Sanchez
Essen A. Sangalang
Francesca Celine B. Sangalang
Annalyn S. Santos

Ma Agnes S. Santos
Pierre Emanuelle N. Santos
Dave Marco D. Sesbreño
Kris Lawrence L. Sia
Alexander John H. Sibal
Reziel B. Simo
Mary Grace O. Singson
Michelle Gale O. Soliman
Katrina Tanya P. Soncuya
Ma. Vanessa S. Sta. Ana
Cecille P. Sta. Teresa
Melissa Hazel C. Sua
Timothy Mark L. Syling
Carol Ann T. Tagle
Marilou A. Taino
Michael Paul P. Tan
Stephanie Y. Tan
Elizabeth C. Tang
Ma. Amparo L. Tang
Karen Lynde Q. Tee
Romana M. Tiu
Colleen Faye P. Toledo
Serafin Benedicto U. Tongco II
Karen Isabel L. Trinidad
Kristine A. Ubaldo
Sherryl B. Uy
Karina Aileen B. Valdezco
Anamarie O. Valencia
Joann B. Velasquez
Stephanie A. Villafuerte
John Ray C. Villamar
Maria Aileen A. Villarama
Camilla Natasha B. Villegas
Rose Ann I. Vilorio
Joanna R. Wolf
Enrique Noel L. Yusingco

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Emelissa D. Abenir
Morris Morel H. Abesamis
Romabelle A. Advincula
Theeex D. Agapito
Reagen A. Aguda
Jennifer C. Albano
Adrian A. Aldaba
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Rachel Ann G. Amandy
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Hazel L. Antivola
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Danilo S. Aquino, Jr.
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Niko Rio C. Arevalo

Xavier Dominic D. Arroyo
Ruben Carlo O. Asuncion
John Edrian M. Atendido
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Marcelo A. Belleca
Marisse R. Bernal-Co
Wilfredo S. Bernardo
Fluellan N. Besitan
Francine Nicole A. Bharwani
Erma Mae D. Bodiao
Zyra Mae O. Bongao
Leo Alexander N. Borromeo
Roel C. Brion
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Delvert Albert E. Carillo
Agnes Victoria D. Casal
Lea Beverly B. Casimiro
Donna Vittoria F. Castell
Joyce Ann C. Castillo
Frederick C. Catahan
Darwin G. Chiong
Marlon P. Chua
Matthew Gregory F. Cipriano
Leonard C. Coronado
Susan C. Corral
Arnel L. Cortez
Kendrick O. Crucillo
Anna Marie C. Cruz
Ma Lourdes Eloisa T. Cunanan
Ida Angela A. Dagcuta
Maria Cecilia C. Danganan
Philane Socorro M. Davies

Javi Angela B. De Gorostiza
Catherine Z. De Guzman
Rommel D. De Guzman
Ma. Rosario Kristine A. De La Torre
Karen T. Del Castillo
Irene L. Del Rosario
Mary Grace C. Del Rosario
Ann Lourein R. Dela Cruz
Keith Jacquilene B. Dela Cruz
Maria Armela L. Dela Cruz
Robert Joseph E. Dela Cruz
Marthaniel C. Dela Paz
Hazel B. Deles
Mary Ehmylle D. Delmo
Alyssa R. Delos Angeles
Jose Manuel D. Diaz
Maria Cristina N. Dimaano
Maureen Jonah D. Dimaya
Jorell S. Dimayuga
Andrei M. Donato
Sergei Jude C. Doria
Charlie D. Doroin, Jr.
Dennis Jim C. Drueco
Marco Paulo S. Dumaliang
Joseph Raymond M. Dungca
Genevieve L. Dy
Maria Soledad B. Encarguez
Abigail B. Enciso
Gerard Chester J. Enriquez
Daisy G. Escueta
Irene C. Espanol
Cayo Ramon F. Espejo
Sandy C. Estrella
Ma. Ana C. Figueroa
Nemia P. Francia
Christehl Regine B. Frejas
Arvin C. Gabriel
Jacquelyn K. Galvez
Jefferson A. Galvez
Patricia Joyce G. Gamboa
Pete P. Gamboa
Manuel S. Garing
Bianca Graciela D. Gelido
Althea Charmaine R. Girang-Camacho
Natalie Rayma R. Godoy
Bronell C. Gonzales
Enrique D. Gonzales III
Anna Beatriz G. Gonzalez
Paul C. Guadalupe
Ma Roshciel O. Guanlao
Jerome T. Guarin
Matthew Leland David Y. Gue
Donnilyn Grace M. Guevara
Brian N. Hernandez
Adriano T. Hipolito

Josemaria M. Hizon
Maria Angela M. Hizon
Angelica Elaine E. Honasan
Robert Marco S. Ibarra
John Philip A. Ignacio
John Paulo B. Inciong
Anna Cristina A. Javier
Carlota P. Jose
Maria Luisa S. Jose
Vivienne Rose B. Jumilla
Jessica Angela N. Kawamura
Natasska Ivy T. Ku
Juan Fidel N. Labayen
Rhea Marie R. Lakip
Catherine N. Laniog
Noel Christopher C. Lavarias
Bethany Joy M. Lazaro
Lexter Louie C. Lazaro
Jowena G. Liao
Gian Carlo S. Lim
Marvin Dave G. Lim
Norbert T. Lim
Juan Manuel S. Liwag
Donald M. Liwanag
Mylene A. Llaneta
Arlene S. Lubo
Cresenciano G. Lugos, Jr.
Paolo Gabriel A. Macabuag
Yvette Patricia S. Macabuhay
Renald Romulus A. Madriaga
Nathalie Charmaine S. Madrid
Kristine D. Magpili
Donna May S. Mandap
Donn Marco A. Manese
Yogee Denzel Russel D. Mann
Jardistine M. Mantele
Alvin D. Marana
Riza D. Marasigan
Ana Estela G. Marcelino
Louie Jane M. Marcelo
Francis Joseph H. Marcilla
Michaela Andrea V. Marfori
Maria Cristina R. Marquez
Michael Cecil B. Martinez
Norman D. Mascariñas
Mark John M. Matibag
Krystle Ann P. Mediante
Mary Grace G. Mediavillo
Carnel P. Megino
Loreta D. Mendoza
Ana Rica E. Mercado
Anne Catherine O. Mistula
Jose Mari M. Montemayor
Amor G. Morales
Margarita Maria Ines B. Muñoz

Donna Camille T. Nacario
Gilbert E. Nero
Janine Ruby M. Ng
Samuel Anthony D. Oberes
Margarita F. Ordonez
Ronaldo A. Ordonia
Vijay C. Ostonal
Angelica Marie J. Ozaeta
Patricia Anne M. Pablo
Maria Isabel S. Padillo
Maria Rosennette A. Pagunsan
Jacquiline D. Palacios
Joseph P. Parlan
Fritz Gerard C. Pascua
Rey D. Pascual
Cheryl L. Patiño
Nino Paolo C. Peralta
Maria Joanna Victoria J. Perez
Neben D. Perez
Sharina Adorah C. Perez
Myra Cris D. Perol
Melissa F. Polangcos
Jolly A. Punongbayan
Charlene D. Punzalan
Caroline P. Quarte
Ryan E. Ramirez
Cynthia M. Ramos
Jose Launcelot Langley G. Ramos
Mayden Joy S. Ramos
Robelyn May S. Ramos
Mariel G. Regis
Khae Anne Lezlie D. Relota
Michael Vincent E. Repollo
Clifford D. Resonable
Rey G. Reyataza
Justin C. Rivera
Ma Bettina Ysabel P. Rodriguez
Rafael A. Rodriguez
Iris Monica D. Rodrillo
Irene Z. Roman
Christine G. Romero
Ricardo Manuel M. Roque
Ma Kristina P. Rosarito
Manuel Andres S. Roxas
Elvira R. Royales
Rodylen C. Sacala
Joanne L. Salandanan
Angelica M. Santiago
Charles T. Santiago
Karleen Faye Marie A. Santiago
Christopher Xavier B. Santillan
Lorelie D. Santos
Monica Francesca D. Santos
Ryah Claudette Q. Sarile
Paolo Luigi A. Sazon

Atty. Andrew L. Selga
Narcisa E. Sian
Aileen A. Solis
Michael C. Sotto
Rio Mae Evelyn A. Talisic
Aina S. Tan
Edhel Ann S. Tan
Marilyn O. Tan
Mahalia A. Tecson
Michael N. Terrado
Francis Albert B. Tionko
Helen Grace B. Torres
Rachel Anne P. Ubay
Aida T. Ungay
Ysabel Jacqueline A. Urrutia
Che Marie T. Uy
Emmanuel Thomas Gerard O. Valeña
Derrick M. Valenzuela
Leilani D. Valle
Kristine P. Valsadera
Sunshine S. Victoria
Maria Laura Ramona S. Villacorta
Antonio F. Villafria, Jr.
Arvin F. Villanueva
Melinda E. Villareal
Dareen Gay S. Vilorio
Sugarey G. Vinzon
Dia Lareina Pauline G. Wong
Maria Eliza Camille B. Yamamoto-Santos
Jeanilyn T. Yap
Nerissa A. Yap
Jeel V. Yee
Jason Clie L. Yu
Kathleen Suzette B. Yu
Jessmae S. Zafra
Benigno B. Zialcita IV

UNION BANK OF THE PHILIPPINES

SUMMARY OF AMENDMENTS TO BY-LAWS

Article and Section Nos.	FROM	TO
Article V, Section 15	<p>SECTION 15. Duties and Functions of the Risk Management Committee - The Risk Management Committee shall: (a) be responsible for the development and oversight of the Bank's risk management program; (b) possess a range of expertise as well as adequate knowledge of the institution's risk exposures to be able to develop appropriate strategies for preventing losses and minimizing the impact of losses when they occur; (c) oversee the system of limits to discretionary authority that the Board delegates to management, ensure that the system remains effective, that the limits are observed and that the immediate corrective actions are taken whenever limits are breached; (d) identify and evaluate exposures, assess the probability of each risk becoming reality and shall estimate its possible effect and cost. Priority areas of concern are those risks that are most likely to occur and are costly when they happen; (e) shall develop a written plan defining the strategies for managing and controlling the major risks. It shall identify practical strategies to reduce the chance of harm and failure or minimize losses if the risk becomes real; (f) implement the Risk Management Plan. It shall communicate the risk management plan and loss control procedures to affected parties. The Committee shall conduct regular discussions on the institution's current risk exposure based on regular management reports and direct concerned units or offices on how to reduce these risks; and (g) review and revise the plan as needed. The Committee shall evaluate the risk management plan to ensure its continued relevancy, comprehensiveness, and effectiveness. It shall revisit strategies, look for emerging or changing exposures, and keep abreast of developments that affect the likelihood of harm or loss. The Committee shall report regularly to the Board of Directors the entity's over-all risk exposure, actions taken to reduce the risks, and recommend further actions or plans as necessary.</p>	<p>SECTION 15. Duties and Responsibilities Functions of the Risk Management Committee - The Risk Management Committee shall: (a) be responsible for the development and oversight of the Bank's risk management program; (b) possess a range of expertise as well as adequate knowledge of the institution's risk exposures to be able to develop appropriate strategies for preventing losses and minimizing the impact of losses when they occur; (c) oversee the system of limits to discretionary authority that the Board delegates to management, ensure that the system remains effective, that the limits are observed and that the immediate corrective actions are taken whenever limits are breached; (d) identify and evaluate exposures, assess the probability of each risk becoming reality and shall estimate its possible effect and cost. Priority areas of concern are those risks that are most likely to occur and are costly when they happen; (e) shall develop a written plan defining the strategies for managing and controlling the major risks. It shall identify practical strategies to reduce the chance of harm and failure or minimize losses if the risk becomes real; (f) implement the Risk Management Plan. It shall communicate the risk management plan and loss control procedures to affected parties. The Committee shall conduct regular discussions on the institution's current risk exposure based on regular management reports and direct concerned units or offices on how to reduce these risks; and (g) review and revise the plan as needed. The Committee shall evaluate the risk management plan to ensure its continued relevancy, comprehensiveness, and effectiveness. It shall revisit strategies, look for emerging or changing exposures, and keep abreast of developments that affect the likelihood of harm or loss. The Committee shall report regularly to the Board of Directors the entity's over-all risk exposure, actions taken to reduce the risks, and recommend further actions or plans as necessary.</p>

	<p>The Charter shall be reviewed and refined periodically, as deemed necessary. In line with the creation of the Risk Management Committee, the existing Risk Management Policy Committee is hereby being dissolved. (As amended on May 27, 2005)</p>	<p>The Charter shall be reviewed and refined periodically, as deemed necessary. In line with the creation of the Risk Management Committee, the existing Risk Management Policy Committee is hereby being dissolved. (As amended on May 27, 2005, and further amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</p>
<p>Article V, Section 17</p>	<p>SECTION 17. Duties and Functions of the Corporate Governance Committee - The Corporate Governance Committee shall assist the Board of Directors in fulfilling its CORPORATE GOVERNANCE RESPONSIBILITIES. It shall review and evaluate the qualifications of all persons nominated to the board as well as those nominated to other positions requiring appointment by the board of directors. The Corporate Governance Committee shall have a written charter that describes the duties and responsibilities of its members. This charter shall be approved by the Board of Directors and reviewed and updated at least annually. It shall be responsible for ensuring the Board's effectiveness and due observance of corporate governance principles and guidelines. It shall oversee the periodic performance evaluation of the Board and its Committees and Executive Management; and shall also conduct an annual self evaluation of its performance. The Committee shall also decide whether or not a director is able to and has been adequately carrying out his duties as director bearing in mind the director's contribution and performance (e.g., competence, candor, attendance, preparedness and participation). Internal guidelines shall be adopted that address the competing time commitments that are faced when directors serve on multiple boards. The Committee shall make recommendations to the Board regarding the continuing education of directors, assignment to board committees, succession plan for the board members and senior officers, and their remuneration commensurate with corporate and individual performance. The Committee shall also decide the manner by which the Board's performance may be evaluated and propose an objective performance criteria approved by the Board. Such performance indicators shall address how the Board has enhanced long term</p>	<p>SECTION 17. Duties and Responsibilities Functions of the Corporate Governance Committee - The Corporate Governance Committee shall assist the Board of Directors in fulfilling its CORPORATE GOVERNANCE RESPONSIBILITIES. It shall review and evaluate the qualifications of all persons nominated to the board as well as those nominated to other positions requiring appointment by the board of directors. The Corporate Governance Committee shall have a written charter that describes the duties and responsibilities of its members. This charter shall be approved by the Board of Directors and reviewed and updated at least annually. It shall be responsible for ensuring the Board's effectiveness and due observance of corporate governance principles and guidelines. It shall oversee the periodic performance evaluation of the Board and its Committees and Executive Management; and shall also conduct an annual self evaluation of its performance. The Committee shall also decide whether or not a director is able to and has been adequately carrying out his duties as director bearing in mind the director's contribution and performance (e.g., competence, candor, attendance, preparedness and participation). Internal guidelines shall be adopted that address the competing time commitments that are faced when directors serve on multiple boards. The Committee shall make recommendations to the Board regarding the continuing education of directors, assignment to board committees, succession plan for the board members and senior officers, and their remuneration commensurate with corporate and individual performance. The Committee shall also decide the manner by which the Board's performance may be evaluated and propose an objective performance criteria approved by the Board. Such performance indicators shall address how the Board has enhanced long term</p>

	<p>shareholders' value. (As amended on May 27, 2005)</p> <p>The Corporate Governance Committee shall pre-screen the qualifications and prepare a final list of all candidates for the Board of Directors and the key officers of the Company and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent director/s. After the nomination, the Corporate Governance Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for independent directors, as required by law and shall be made available to the appropriate government agency in-charge of monitoring compliance and to all stockholders through the filing and distribution of the Information Statement, in accordance with law, or in such other reports the company is required to submit to the appropriate government agency. The name of the person or group of persons who recommended the nomination of the independent director shall be identified in such report including any relationship with the nominee. Only nominees whose names appear on the Final List of Candidates shall be eligible for election as Independent Director/s. No other nominations shall be entertained after the Final List of Candidates shall have been prepared. No further nominations shall be entertained or allowed on the floor during the actual annual stockholders'/memberships' meeting. (As amended on May 24, 2019)</p>	<p>shareholders' value. (As amended on May 27, 2005)</p> <p>The Corporate Governance Committee shall pre-screen the qualifications and prepare a final list of all candidates for the Board of Directors and the key officers of the Company and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent director/s. After the nomination, the Corporate Governance Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for independent directors, as required by law and shall be made available to the appropriate government agency in-charge of monitoring compliance and to all stockholders through the filing and distribution of the Information Statement, in accordance with law, or in such other reports the company is required to submit to the appropriate government agency. The name of the person or group of persons who recommended the nomination of the independent director shall be identified in such report including any relationship with the nominee. Only nominees whose names appear on the Final List of Candidates shall be eligible for election as Independent Director/s. No other nominations shall be entertained after the Final List of Candidates shall have been prepared. No further nominations shall be entertained or allowed on the floor during the actual annual stockholders'/memberships' meeting. (As amended on May 24, 2019, and further amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</p>
<p>Article V, Section 22</p>	<p>SECTION 22. Operations Risk Management Committee - The Operations Risk Management Committee shall be composed of at least three (3) members of the Board of Directors, majority of whom shall be Independent Directors including the Chairman. The Chairman of the Committee shall not be the Chairman of the Board of Directors, or of any other board-level committee. It is responsible for reviewing risk management policies and practices relating to operational risk, including those that affect branches, internet banking, central processing services and treasury operations. (As amended on May 28, 2010,</p>	<p>SECTION 22. Operational Operations Risk Management Committee - The Operational Risk Management Committee shall be composed of at least three (3) members of the Board of Directors, majority of whom shall be Independent Directors including the Chairman. The Chairman of the Committee shall not be Chairman of the Board of Directors, or any other board-level committee. It is responsible for reviewing risk management policies and practices relating to operational risk, including those that affect branches, internet banking, central processing services and treasury operations. (As amended on May 28, 2010,</p>

	and further amended on May 24, 2019 and May 22, 2020)	and further amended on May 24, 2019 and May 22, 2020, and further amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)
Article V, Section 23	<p>SECTION 23. Roles and Responsibilities of the Operations Risk Management Committee:</p> <p>a. Assesses the adequacy of the Bank's policies, procedures, organization and resources for preventing, or limiting the damage from unexpected loss due to deficiencies in information systems; business, operational and management processes; employee skills and supervision; equipment; and internal controls.</p> <p>b. Reports results of periodic or special risk assessments conducted in various businesses and operating units of the Bank, to proactively uncover operational risks that can result to actual loss or damage to the Bank.</p> <p>c. Summarizes results of internal audits, BSP examinations, and investigation of administrative cases that highlight trends indicative of present or emerging exposures to specific operational risks.</p> <p>d. Performs risk assessment of major information systems to be implemented in the Bank.</p> <p>e. Reviews regulatory compliance issues, whether currently existing, or anticipated to arise as a result of new laws or regulations.</p> <p>f. Reviews and endorses the Bank's Business Continuity Plan, strategies, and resources. (As amended on May 28, 2010)</p>	<p>SECTION 23. <u>Duties</u> Roles and Responsibilities of the Operations <u>Operational</u> Risk Management Committee - :</p> <p>a. Assesses the adequacy of the Bank's policies, procedures, organization and resources for preventing, or limiting the damage from unexpected loss due to deficiencies in information systems; business, operational and management processes; employee skills and supervision; equipment; and internal controls.</p> <p>b. Reports results of periodic or special risk assessments conducted in various businesses and operating units of the Bank, to proactively uncover operational risks that can result to actual loss or damage to the Bank.</p> <p>c. Summarizes results of internal audits, BSP examinations, and investigation of administrative cases that highlight trends indicative of present or emerging exposures to specific operational risks.</p> <p>d. Performs risk assessment of major information systems to be implemented in the Bank.</p> <p>e. Reviews regulatory compliance issues, whether currently existing, or anticipated to arise as a result of new laws or regulations.</p> <p>f. Reviews and endorses the Bank's Business Continuity Plan, strategies, and resources. (As amended on May 28, 2010)</p> <p><u>The Operational Risk Management Committee shall provide Board-level oversight of the Bank's operational risk framework covering risks arising from people, processes, systems, external events, and environmental and social factors. The Committee reviews and approves the Bank's operational risk management framework and outsourcing framework, ensuring these cover all business lines, outsourced service providers, third-party relationships, and other operational dependencies. It is responsible for ensuring compliance with applicable laws, regulations, and internal control requirements, and oversees the</u></p>

		<p><u>adequacy of resources, including personnel and technology, as well as the implementation of the Bank's business continuity management framework. The Committee monitors major operational risk exposures, reviews legal risk matters as necessary, and reports operational risk assessments, internal audit results, BSP examinations, and other findings related to emerging or significant operational risks.</u></p> <p><u>The Committee shall have a written charter that defines the duties and responsibilities of its members. The charter shall be approved by the Board of Directors and reviewed and refined periodically. (As amended on May 28, 2010, and further amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u></p>
<p>Article V, Section 24</p>	<p>N/A</p>	<p>New Section 24</p> <p><u>SECTION 24. Related Party Transactions Committee - The Related Party Transactions Committee shall be composed of at least three (3) members of the Board of Directors, two (2) of whom shall be Independent Directors, including the chairperson. The Committee shall at all times be entirely composed of Independent Directors and Non-Executive Directors, with Independent Directors comprising majority of the members. (As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u></p>
<p>Article V, Section 25</p>	<p>N/A</p>	<p>New Section 25</p> <p><u>SECTION 25. Duties and Responsibilities of the Related Party Transactions Committee - The Related Party Transactions Committee shall assist the Board of Directors in fulfilling its corporate governance responsibilities on matters pertaining to related party transactions.</u></p> <p><u>It shall evaluate on an ongoing basis, existing relations between and among businesses and counterparties which fall within the purview of related parties, to ensure that all related parties are continuously identified, monitored, and</u></p>

		<p><u>subsequent changes in relationships with counterparties (from non-related to related and vice versa) are captured. Related parties, RPTs, and changes in relationships shall be reflected in the relevant reports to the Board and regulators. The Related Party Transactions Committee shall evaluate related party transactions to ensure that they are not undertaken on more favorable economic terms (e.g., price, commissions, interest rates, fees, tenor, collateral requirement) compared to similar transactions with non-related parties.</u></p> <p><u>The Committee shall have a written charter that defines the duties and responsibilities of its members. The charter shall be approved by the Board of Directors and reviewed and refined periodically. (As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u></p>
Article V, Section 24	SECTION 24. Other Committee. The Board of Directors may create such other committees as it may deem necessary for the best interest of the Corporation.	<p>Renumbered to Section 26</p> <p>SECTION 26 24. Other Committee. The Board of Directors may create such other committees as it may deem necessary for the best interest of the Corporation. <u>(As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u></p>
Article V, Section 25	SECTION 25. Retirement. In addition to the powers and attributes of the Board of Directors assigned by the Corporation Law and these By-Laws, the Board of Directors shall determine the manner and conditions under which employees of the Corporation shall retire and be granted retirement benefits. (As amended on May 24, 1996).	<p>Renumbered to Section 27</p> <p>SECTION 27 25. Retirement. In addition to the powers and attributes of the Board of Directors assigned by the Corporation Law and these By-Laws, the Board of Directors shall determine the manner and conditions under which employees of the Corporation shall retire and be granted retirement benefits. (As amended on May 24, 1996, <u>and further amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u></p>
Article VII, Section 1	SECTION 1. Officers. The officers of the Corporation shall be: a Chairman, one or more Vice-Chairmen, a Chief Executive Officer, a President, a Chief Operating Officer, one or more Executive Vice Presidents, Senior Vice-Presidents, First Vice Presidents, one or more Vice	SECTION 1. Officers. The officers of the Corporation shall be: a Chairman, one or more Vice-Chairmen <u>a Vice-Chairman</u> , a Chief Executive Officer, a President, a Chief Operating Officer, <u>one or more Senior Executive Vice Presidents</u> , one or more Executive Vice Presidents, Senior Vice-

	<p>Presidents, and one or more Assistant Vice-Presidents as the Board of Directors may determine, a Treasurer, a Secretary, and such other officers as may be deemed necessary. The Chairman, Vice-Chairmen, Chief Executive Officer, President and Chief Operating Officer shall be directors of the Corporation; the other officers may not be directors. Two or more officers may be held by the same person, provided that they are not incompatible with each other. (As amended on May 24, 1996).</p>	<p>Presidents, First Vice Presidents, one or more Vice Presidents, and one or more Assistant Vice Presidents as the Board of Directors may determine, a Chief Compliance and Corporate Governance Officer, a Chief Risk Officer, a Chief Internal Auditor, a Treasurer, a Secretary, one or more Assistant Corporate Secretaries, and such other officers as may be deemed necessary. A Chief Operating Officer may be appointed at the Board's determination.</p> <p>The Chairman, Vice Chairman Vice-Chairmen, Chief Executive Officer, and President and Chief Operating Officer shall be directors of the Corporation; the other officers may not be directors. Two or more officers may be held by the same person, provided that they are not incompatible with each other. (As amended on May 24, 1996, and further amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</p>
Article VIII, Section 5	<p>SECTION 5. The Chief Operating Officer. The Chief Operating Officer of the Corporation shall have supervision and direction of the day-to-day business affairs of the Corporation (As amended on May 24, 1996).</p>	For deletion
Article VIII, Section 5	N/A	<p>New Section 5</p> <p><u>SECTION 5. The Senior Executive Vice-President(s). The Senior Executive Vice-President(s) shall have powers and duties as may be prescribed by the Board of Directors. He shall also perform such duties and have such powers as may be delegated to them by the Chief Executive Officer. (As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u></p>
Article VIII, Section 7	<p>SECTION 7. Senior Vice-Presidents. The Senior Vice-President(s) shall exercise such powers and perform duties as the Board of Directors may from time to time prescribe. (As amended on May 24, 1996).</p>	For deletion
Article VIII, Section 7	N/A	<p>New Section 7</p> <p><u>SECTION 7. The Chief Compliance and Corporate Governance Officer. The Chief Compliance and Corporate Governance</u></p>

		<p><u>Officer shall report directly to (a) the Board of Directors or to (b) to a corporate governance committee composed of directors who do not hold executive positions in the bank.</u></p> <p><u>The Chief Compliance and Corporate Governance Officer shall have such powers and duties incident to his office and those which may be required of him by the Board of Directors. (As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u></p>
Article VIII, Section 8	SECTION 8. The First Vice President(s). The First Vice-President(s) shall exercise such powers and perform duties as the Board of Directors may from time to time prescribe. (As amend on May 24, 1996)	For deletion
Article VIII, Section 8	N/A	<p>New Section 8</p> <p><u>SECTION 8. The Chief Risk Officer. The Chief Risk Officer shall report directly to (a) the Board of Directors or to (b) a risk committee composed of directors who do not hold executive positions in the bank.</u></p> <p><u>The Chief Risk Officer shall have such powers and duties incident to his office and those which may be required of him by the Board of Directors. (As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u></p>
Article VIII, Section 9	SECTION 9. The Vice President(s). The Vice-Presidents shall exercise such power and perform such duties as the Board of Directors may, from time to time prescribe.	For deletion
Article VIII, Section 9	N/A	<p>New Section 9</p> <p><u>SECTION 9. The Chief Internal Auditor. The Chief Internal Auditor shall (a) report directly to the Board of Directors or to an audit committee composed of directors who do not hold executive positions in the bank; (b) shall not install nor develop procedures, prepare records or engage in other activities which he normally reviews or appraises.</u></p> <p><u>The Chief Internal Auditor shall have such powers and duties incident to his office and those which may be required of him</u></p>

		<u>by the Board of Directors. (As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u>
Article VIII, Section 10	SECTION 10. The Assistant Vice President(s). The Assistant Vice-Presidents shall exercise such powers and perform such duties as the Board of Directors may, from time to time, prescribe and such powers and duties as may be delegated by the President.	For deletion
Article VIII, Section 11	SECTION 11. The Treasurer. The Treasurer shall have such powers and duties as are incident to his office and shall have the care and custody of all the funds and securities of the Corporation. He may also exercise such powers and perform such duties as the Board of Directors may prescribe.	Renumbered to Section 10 SECTION 10 11. The Treasurer. The Treasurer shall have such powers and duties as are incident to his office and shall have the care and custody of all the funds and securities of the Corporation. He may also exercise such powers and perform such duties as the Board of Directors may prescribe. <u>(As amended by the Board of Directors on March 27, 2206, pursuant to its delegated power to amend the By-Laws)</u>
Article VIII, Section 12	SECTION 12. The Secretary. The Secretary shall give due notice and keep the minutes of all meetings of stockholders of the Corporation and of the Board of Directors; have custody of the Stock Certificate Book, Stock and Transfer Book and the Corporate Seal; prepare ballots for the annual election and keep a complete and up-to-date roll of the stockholders and their addresses. He shall also perform such duties as are incident to his office and those which may be required of him by the Board of Directors.	Renumbered to Section 11 SECTION 11 12. The Secretary. The Secretary shall give due notice and keep the minutes of all meetings of stockholders of the Corporation and of the Board of Directors; have custody of the Stock Certificate Book, Stock and Transfer Book and the Corporate Seal; prepare ballots for the annual election and keep a complete and up-to-date roll of the stockholders and their addresses. He shall also perform such duties as are incident to his office and those which may be required of him by the Board of Directors. <u>(As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</u>
Article VIII, Section 12	N/A	New Section 12 <u>SECTION 12. Assistant Corporate Secretary(ies). One or more Assistant Corporate Secretaries as may be appointed by the Board of Directors shall assist the Secretary in the performance of his duties and responsibilities. They shall perform the duties and responsibilities of the Secretary in the absence or unavailability of the Secretary. (As amended by the Board of Directors on</u>

		March 27, 2026, pursuant to its delegated power to amend the By-Laws)
Article VIII, Section 14	SECTION 14. Election of Officers. The Directors elected in the regular stockholders' meeting shall immediately or within a reasonable time thereafter, hold a meeting wherein they shall elect by vote of a majority of members of the Board, the Chairman, the Vice-Chairmen, the Chief Executive Officer, the President, the Chief Operating Officer. At said meeting, the Board shall likewise elect, appoint or re-appoint, subject to the terms of their contracts, if any, as may have been entered into by the Board of Directors with the officer concerned, the Executive Vice-President(s), the Treasurer, the Secretary, the Senior Vice-President(s), the First Vice-President(s), the Vice-President(s), and the Assistant Vice-President(s). (As amended on May 24, 1996)	SECTION 14. Election of Officers. The Directors elected in the regular stockholders' meeting shall immediately or within a reasonable time thereafter, hold a meeting wherein they shall elect by vote of a majority of members of the Board, the Chairman, the Vice-Chairmen Vice-Chairman , the Chief Executive Officer, the President. the Chief Operating Officer. At said meeting, the Board shall likewise elect, appoint or re-appoint, subject to the terms of their contracts, if any, as may have been entered into by the Board of Directors with the officer concerned, the Senior Executive Vice-President(s) , the Executive Vice-President(s), a Chief Compliance and Corporate Governance Officer, a Chief Risk Officer, a Chief Internal Auditor, a Treasurer, a Secretary, and the Assistant Corporate Secretary(ies), and such other officers as may be deemed necessary. the Senior Vice-President(s), the First Vice-President(s), the Vice-President(s), and the Assistant Vice-President(s). (As amended on May 24, 1996, and further amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws))
Article VIII, Section 15	SECTION 15. Internal Auditor. The Internal Auditor shall (a) report directly to the Board of Directors or to an audit committee composed of directors who do not hold executive positions in the bank; (b) shall not install nor develop procedures, prepare records or engage in other activities which he normally reviews or appraises. (As amended on May 28, 1999)	For deletion and incorporated to Section 9. The Chief Internal Auditor
Article X, Section 1	SECTION 1. Dividends shall be declared and paid out of the surplus of net profits of the Corporation as often and at such times as the Board of Directors may determine after making provision for necessary reserves in accordance with law and the regulations of the Central Bank of the Philippines.	SECTION 1. Dividends shall be declared and paid out of the surplus of net profits of the Corporation as often and at such times as the Board of Directors may determine after making provision for necessary reserves in accordance with law and the regulations of the Bangko Sentral ng Pilipinas Central Bank of the Philippines. (As amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)
Article X, Section 2	SECTION 2. Profit Sharing. Subject to existing laws and regulations of the Central	SECTION 2. Profit Sharing. Subject to existing laws and regulations of the

	<p>Bank as well as other applicable laws, rules and regulations and contractual obligations of the Corporation, the profits or net earning resulting from the operation of the Corporation after deducting the expenses of administration and after making proper provisions for the tax liabilities thereof, loan loss reserves or such reserves to be determined by the Board of Directors as the laws and regulations or the exigencies of the business may require, shall be disposed in a manner to be determined at the full discretion of the Board of Directors to the Board of Directors, Officers, and permanent Rank and File Employees upon endorsement by the Corporation's Compensation and Remuneration Committee or its successor body, considering the paramount interest of the Corporation at any particular time. The profits or net earning to be disposed may be in the form of cash, or shares of stock, or a combination of both. (As amended on May 27, 2016)</p>	<p>Bangko Sentral ng Pilipinas Central Bank as well as other applicable laws, rules and regulations and contractual obligations of the Corporation, the profits or net earning resulting from the operation of the Corporation after deducting the expenses of administration and after making proper provisions for the tax liabilities thereof, loan loss reserves or such reserves to be determined by the Board of Directors as the laws and regulations or the exigencies of the business may require, shall be disposed in a manner to be determined at the full discretion of the Board of Directors to the Board of Directors, Officers, and permanent Rank and File Employees upon endorsement by the Corporation's Corporate Governance Committee Compensation and Remuneration Committee or its successor body, considering the paramount interest of the Corporation at any particular time. The profits or net earning to be disposed may be in the form of cash, or shares of stock, or a combination of both. (As amended on May 27, 2016, and further amended by the Board of Directors on March 27, 2026, pursuant to its delegated power to amend the By-Laws)</p>
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