



**OFFICE OF THE CORPORATE SECRETARY**

Direct Line: 8536-0540  
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1 June 2026

**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 [Amended-3]

Dear Atty. Selleza:

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

We trust you will take note accordingly. Thank you.

Very truly yours,

  
**ATTY. MICHELLE A. PAHATI-MANUEL**  
Assistant Corporate Secretary

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

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Authorized Depository of the Republic of the Philippines  
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# 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 29, 2026
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**

On February 28, 2025, the PNB Board of Directors approved and confirmed the amendment of Section 5.8 of the PNB Amended By-Laws on Per Diem of Directors in compliance with the provisions of the Revised Corporation Code of the Philippines and other applicable laws and regulations, subject to shareholder and regulatory approvals.

We trust you will take note accordingly. Thank you.

<b>Date of Approval by Board of Directors</b>	Feb 28, 2025
<b>Date of Approval by Stockholders</b>	Apr 29, 2025
<b>Other Relevant Regulatory Agency, if applicable</b>	Bangko Sentral ng Pilipinas
<b>Date of Approval by Relevant Regulatory Agency, if applicable</b>	Feb 23, 2026
<b>Date of Approval by Securities and Exchange Commission</b>	TBA
<b>Date of Receipt of SEC approval</b>	TBA

**Amendment(s)**

Article and Section Nos.	From	To
Article V, Section 5.8	Section 5.8. Compensation. Directors, as such, shall receive such compensation for their services as may from time to time be fixed by the stockholders subject to the limitations set forth in Section 30 of the Corporation Code. Each director shall also be entitled to a reasonable per diem, as may be determined by the Board.	Section 5.8. Per Diem. Each director, except for the President, shall be entitled to reasonable per diem pursuant to Section 29 of the Revised Corporation Code, which the President is authorized to fix and/or increase based on industry practice, performance of the Bank, or other analogous factors.

**Rationale for the amendment(s)**

The proposed amendment 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)**

<b>Expected date of filing the amendments to the By-Laws with the SEC</b>	May 29, 2026
<b>Expected date of SEC approval of the Amended By-Laws</b>	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 update the date as reflected in the Expected Date of Filing the Amendments to the By-Laws with the SEC.

**Filed on behalf by:**

<b>Name</b>	Michelle Pahati-Manuel
<b>Designation</b>	Assistant Corporate Secretary