

COVER SHEET

AS096-005555

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)

MAILA KATRINA Y. ILARDE
Corporate Secretary
Contact Person

834-0780
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

Certifications of Independent Directors

FORM TYPE

April 25

Month Day
Annual Meeting

Secondary License Type. If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

Total amount of Borrowings

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = pls. use black ink for scanning purposes



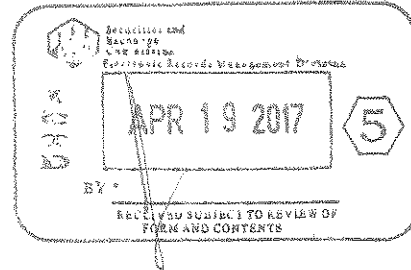
Office of the Corporate Secretary

Direct Line: 536-0540
Trunk Lines: 891-6040 to 70
Local: 4106

April 19, 2017

Ms. Justina F. Callangan

Director
Corporate Governance and Finance Department
Securities and Exchange Commission
G/F Secretariat Building
PICC Complex, Roxas Boulevard
Pasay City



Dear Director Callangan:

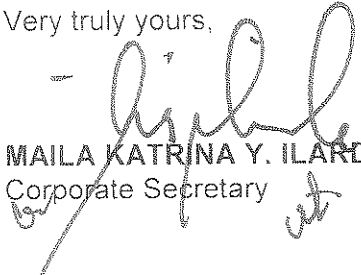
In compliance with SEC Memorandum Circular No. 5, Series of 2017, dated March 7, 2017, we are transmitting herewith the Certifications of Qualification of the following nominees for Independent Directors of the Philippine National Bank (PNB):

1. Mr. Felix Enrico R. Alfiler
2. Mr. Edgar A. Cua
3. Mr. Federico C. Pascual
4. Mr. Cecilio K. Pedro
5. Ms. Florencia G. Tarriela

Likewise, attached herewith is a copy of PNB's 2017 Information Statement (SEC Form 20-IS).

For your records. Thank you.

Very truly yours,


MAILA KATRINA Y. ILARDE
Corporate Secretary

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

T. (632) 526-3131 to 70/891-6040 to 70
P.O. Box 1884 (Manila)
P.O. Box 410 (Pasay City)
www.pnb.com.ph

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Member: PDIC



CERTIFICATION OF INDEPENDENT DIRECTOR

I, FELIX ENRICO R. ALFILER, Filipino, of legal age and a resident of U-501 The Mondrian Residences, Filinvest, Muntinlupa, after having duly sworn to in accordance with law do hereby declare that:

- 1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since January 1, 2012;
2. I am affiliated with the following companies or organizations:

Table with 3 columns: Company/Organization, Position/Relationship, Period of Service. Rows include PNB General Insurers Co., Inc., PNB RCI Holdings Co., Ltd., PNB Savings Bank, and PNB International Investments Corporation.

- 3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Philippine National Bank, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

Done this MAR 24 2017 in Pasay City.

FELIX ENRICO R. ALFILER
Vice Chairman/
Independent Director

SUBSCRIBED AND SWORN to before me this 18 APR 2017 in Pasay City, affiant personally appeared before me and exhibited to me his TIN 135-912-014.

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Page No. 03
Book No. XIII
Series of 2017.

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ATTY. VANESSA NEERAN, L.L.M.
Notar Public for the Philippines
Not. Commission No. 46-08, Reg. No. 67459
Not. Office: 1001, 10th Floor, City and 12-01-17
Pasay City
Notary Public for the Philippines
Not. Commission No. 46-08, Reg. No. 67459
Not. Office: 1001, 10th Floor, City and 12-01-17
Pasay City
IBP No. 3060587/07-10-2017/Menac City

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CERTIFICATION OF INDEPENDENT DIRECTOR

I, EDGAR A. CUA, Filipino, of legal age and a resident of Unit 20 A Gilmore Townhomes, Gilmore Avenue near Santolan Road, Brgy. Valencia, Quezon City, after having duly sworn to in accordance with law do hereby declare that:

- 1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since May 31, 2016;
2. I am affiliated with the following companies or organizations:

Table with 3 columns: Company/Organization, Position/Relationship, Period of Service. Rows include PNB Capital and Investment Corporation and Davao Unicar Corporation.

- 3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Philippine National Bank...
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank...
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director...
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

Done this APR 18 2017 in Pasay City.

Handwritten signature of Edgar A. Cua and printed name: EDGAR A. CUA, Independent Director

SUBSCRIBED AND SWORN to before me this APR 18 2017 in Pasay City, affiant personally appeared before me and exhibited to me his TIN No. 162-181-045.

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Page No. 53;
Book No. 711;
Series of 2017.

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Notary Public for Pasay City until 12-31-17
Commission No. 16-10; Roll No. 45158
9th Floor PNB Financial Center
Pres. D.P. Muecapagal Blvd., Pasay City
PTR No. 8284604/ 01-06-17
IBP No. 1060895/ 01-10-2017/RSM

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CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FEDERICO C. PASCUAL**, Filipino, of legal age and a resident of 311 San Juanico St., Ayala Alabang Village, Muntinlupa City, after having duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since May 27, 2014;
2. I am affiliated with the following companies or organizations.

Company/Organization	Position/Relationship	Period of Service
Allianz PNB Life Insurance, Inc.	Independent Director	2017 to Present
PNB-IBJL Leasing and Finance Corporation	Independent Director	2016 to Present
Bataan Peninsula Educational Institution, Inc	Chairman	January 2016 to Present
PNB Holdings Corporation	Independent Director	September 11, 2014 to Present
PNB International Investments Corporation	Independent Director	August 1, 2014 to Present
University of Nueva Caceres - Bataan	Partner	2013 to Present
Apo Reef World Resort	Chairman/Director	2013 to Present
Global Energy Growth System	Director	2011 to Present
Tala Properties, Inc.	President/Director	1994 to Present
Woldingham Realty, Inc.	President/Director	1994 to Present
Green Grower Farm	Proprietor	1992 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Philippine National Bank, as provided for in Section 38 of the Securities Regulation Code, its implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding,
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and

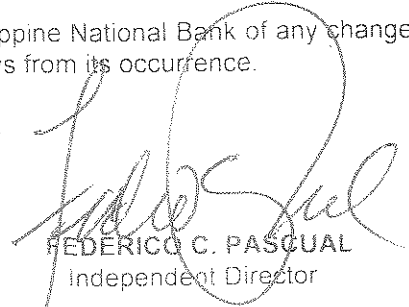
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7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.


Done this APR 17 2017 in Pasay City.



FEDERICO C. PASCUAL
Independent Director

SUBSCRIBED AND SWORN to before me this APR 18 2017 in PASAY CITY
affiant personally appeared before me and exhibited to me his TIN 133-114-669

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Page No. 52
Book No. XIII
Series of 2017.



ATTY. MARIA ROGELIO T. RAMIREZ
Commission No. 16-10; Roll No. 45158
Notary Public for Pasay City until 12-31-17
9th Floor, PNB Financial Center
Free, D.R. Macapagal Blvd., Pasay City
PTR No. 5284604/ 01-06-17
ISP No. 1060895/ 01-10-2017/RSM



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CECILIO K. PEDRO**, Filipino, of legal age and a resident of 225-B Fresno Road, Pasay City, after having duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since February 28, 2014;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
PNB Savings Bank	Independent Director	April 23, 2014 to Present
Asian Theological Seminary	Chairman	March 17, 2012 to Present
Lamoiyan Corporation	President/CEO	March 1988 to Present
Action Container, Inc.	Chairman/CEO	1988 to Present
Federation of Filipino-Chinese Chambers of Commerce and Industry, Inc.	Vice President	1988 to Present
Deaf Evangelistic Alliance Foundation, Inc.	Chairman	1991 to Present
Pneumatic Equipment Corporation	Chairman/CEO	2005 to Present
CATS Motors	Director	2008 to Present
Philippine Business for Social Progress	Director	2008 to Present
Manila Doctors Hospital	Director	2009 to Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Philippine National Bank, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and

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 P.O. Box 410 (Pasay City)
 www.pnb.com.ph

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 Member: PDIC

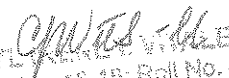
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

Done this APR 16 2017 in Pasay City.


CECILIO K. PEDRO
Independent Director

SUBSCRIBED AND SWORN to before me this _____ in _____, affiant personally appeared before me and exhibited to me his TIN 100-758-295.

Doc. No. 40 ;
Page No. 9 ;
Book No. 1 ;
Series of 2017.


ATTY. CHERYL L. LABO
Commission No. 18-18; Roll No. 47301
Notary Public for Pasay City until 12/31/17
9th Floor PNB Financial Center
Pres. D.P. Macapagal Blvd., Pasay City
PTR No. S294611/01-06-17/Pasay City
IBP No. 1060864/1-10-17/PPLM



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FLORENCIA G. TARRIELA**, Filipino, of legal age and a resident of 32 Jasmin St., Valle Verde II, Pasig City, after having duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since May 24, 2005;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
PNB-IBJL Leasing and Finance Corporation	Chairman/Independent Director	2016 – Present
PNB-IBJL Equipment Rentals Corporation	Chairman/Independent Director	2016 – Present
Financial Executive Institute of the Philippines (FINEX)	Director/Life Member	2014 – Present
PNB International Investments Corporation	Independent Director	August 1, 2014 – Present
LT Group, Inc.	Independent Director	August 9, 2012 – Present
PNB Capital and Investment Corporation	Chairman/Independent Director	June 22, 2010 – Present
Foundation for Filipino Entrepreneurship, Inc. (FFEI)	Trustee	2010 – Present
TSPI MBA	Trustee	2006 – Present
TSPI Development Corporation	Trustee	October 17, 2003 – Present
Tarriela Management Company Inc.	Vice President /Director	1993 – Present
Bankers Institute of the Philippines (BAIPHIL)	Sustaining Lifetime Member	July 1989 – Present
Gozon Development Corporation	Vice President and Assistant Treasurer/Director	1982 – Present

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Philippine National Bank, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;

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6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

Done this APR 11 2017 in Pasay City.


FLORENCIA G. TARRIELA
Chairperson/
Independent Director

SUBSCRIBED AND SWORN to before me this APR 18 2017 in Pasay City, affiant personally appeared before me and exhibited to me her TIN 106-906-487.

Doc. No. 341
Page No. 20
Book No. III
Series of 2017.


ATTY. JANICE M. ADACAG
Commission No. 16-15; Roll No. 58140
Notary Public for Pasay City until 12/31/17
9th Floor PNB Financial Center
Pres. O.P. Macapagal Blvd., Pasay City
PTR No. 6284591/01-06-17/Pasay City
ISP No. 1060889/1-10-17/Manila III