

102262018000754



## SECURITIES AND EXCHANGE COMMISSION

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Company Information

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**SEC Registration No.** AS96005555  
**Company Name** PHIL. NATIONAL BANK  
**Industry Classification**  
**Company Type** Stock Corporation

**Document Information**

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# COVER SHEET

FILE COPY

AS096-005555

S.E.C. Registration Number

PHILIPPINE NATIONAL BANK

Company's Full Name)

9th Floor PNB Financial Center

Macapagal Blvd., Pasay City

Metro Manila

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

**MAILA KATRINA Y. ILARDE**  
Corporate Secretary  
Contact Person

834-0780

Company Telephone Number

1 2

Month Day  
Fiscal Year

3 1

**SEC Form 17-C**

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

Total amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

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. **February 23, 2018**  
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.  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)/ 526-3131 to 70/ (632) 891-6040 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
<b>Common Shares</b>	<b>1,249,139,678<sup>1</sup></b>

11. Indicate the item numbers reported herein: **Items 4 and 9**

We wish to inform the Commission that during its meeting held today, February 23, 2018, the PNB Board of Directors approved and confirmed the following:

1. Nominees to the Board of Directors of the Bank for the year 2018-2019, as confirmed by the Corporate Governance/Nomination/Remuneration and Sustainability Committee:
  - a) Mr. Felix Enrico R. Alfiler
  - b) Mr. Florido P. Casuela
  - c) Mr. Edgar A. Cua

<sup>1</sup> This number includes the 423,962,500 common shares deemed issued to the stockholders of Allied Banking Corporation (ABC) relative to the merger of PNB and ABC as approved by the Securities and Exchange Commission (SEC) on January 17, 2013. The shares are the subject of the Registration Statement approved by the SEC and for listing with the Philippine Stock Exchange.

- d) Mr. Leonilo G. Coronel
- e) Mr. Reynaldo A. Maclang
- f) Mr. Estelito P. Mendoza
- g) Mr. Christopher J. Nelson
- h) Mr. Federico C. Pascual
- i) Mr. Cecilio K. Pedro
- j) Ms. Carmen K. Tan
- k) Mr. Lucio C. Tan
- l) Mr. Lucio K. Tan, Jr.
- m) Mr. Michael G. Tan
- n) Ms. Vivienne K. Tan
- o) Ms. Florencia G. Tarriela

Mr. Felix Enrico R. Alfiler, Mr. Edgar A. Cua, Mr. Federico C. Pascual, Mr. Cecilio K. Pedro and Ms. Florencia G. Tarriela were nominated as Independent Directors.

- 2. Acceptance of the resignation of Mr. Joseph T. Chua as Board Advisor of the Bank and its subsidiaries;
- 3. Creation of a Board Strategy and Policy Committee (BSPC) and its Charter;
- 4. Election of the following as Members of BSPC:

	<u>Name</u>	<u>Position</u>
1.	Felix Enrico R. Alfiler*	- Chairman
2.	Florido P. Casuela	- Member
3.	Leonilo G. Coronel	- Member
4.	Edgar A. Cua*	- Member
5.	Christopher J. Nelson	- Member
6.	Federico C. Pascual*	- Member
7.	Michael G. Tan	- Member
8.	Vivienne K. Tan	- Member
9.	Florencia G. Tarriela*	- Member

- 5. Amendment of the PNB By-Laws for purposes of updating its provisions, subject to the approval of the stockholders, Bangko Sentral ng Pilipinas and Securities and Exchange Commission;
- 6. Amendment of the Executive Committee (Excom) Charter, to delete functions absorbed by the BSPC;
- 7. Change in the Excom membership, as follows:

	<u>FROM</u>			<u>TO</u>	
	<u>Name</u>	<u>Position</u>		<u>Name</u>	<u>Position</u>
1.	Florido P. Casuela	- Chairman	1.	Florido P. Casuela	- Chairman
2.	Leonilo G. Coronel	- Member	2.	Leonilo G. Coronel	- Member
3.	Reynaldo A. Maclang	- Member	3.	Reynaldo A. Maclang	- Member
4.	Christopher J. Nelson	- Member	4.	Christopher J. Nelson	- Member
5.	Lucio K. Tan, Jr.	- Member	5.	Lucio K. Tan, Jr.	- Member
6.	Michael G. Tan	- Member	6.	Michael G. Tan	- Member
7.	Vivienne K. Tan	- Member	7.	Vivienne K. Tan	- Member
8.	Felix Enrico R. Alfiler*	- Non-Voting Member			
9.	Federico C. Pascual*	- Non-Voting Member			
10.	Florencia G. Tarriela*	- Non-Voting Member			

\*Independent Director



8. Dissolution of the Board Oversight Committee – Domestic and Foreign  
Offices/Subsidiaries

We trust you will take note accordingly.

**SIGNATURES**

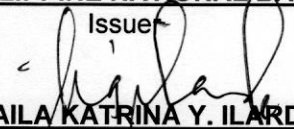
Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**PHILIPPINE NATIONAL BANK**

Issuer

**February 23, 2018**

Date

  
**MAILA KATRINA Y. ILARDE**

Corporate Secretary  
Signature and Title\*

\* Print name and title of the signing officer under the signature.