

COVER SHEET

AS096-005555

S.E.C. Registration Number

PHILIPPINE NATIONAL BANK

Company's Full Name)

9th Floor PNB Financial Center

Macapagal Blvd., Pasay City

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

DORIS S. TE
Corporate Secretary
Contact Person

834-0780
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

SEC 17-C
FORM TYPE

May 29
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.

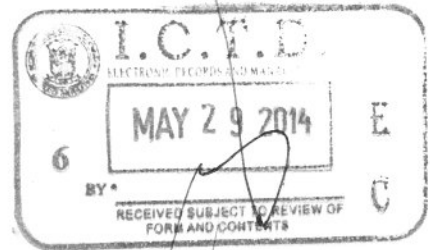
Cashier

STAMPS

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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. May 27, 2014
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
Common Shares	1,119,426,764 ¹

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

We wish to advise the Commission that at the Annual Stockholders' Meeting of the Philippine National Bank (PNB) held today, the stockholders of PNB discussed and approved the following:

1. Amendment of Article II of the Articles of Incorporation, in compliance with SEC Memorandum Circular No. 6, Series of 2014, to state the specific address of the principal office of the Bank;

¹ This number includes the 423,962,500 common shares (the "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 filed with SEC and for listing with the Philippine Stock Exchange. This also includes a portion of its Stock Rights Offering (Offer) of 162,931,262 common shares (Rights Shares), particularly 33,218,348 Right Shares, which was sourced from the existing authorized but unissued capital stock. The remaining 129,712,914 Rights Shares subject of the Offer will be sourced from an increase in authorized capital stock of the Bank and have therefore not yet been issued.

2. Amendment of the By-Laws, as follows: (a) Section 1.1, Article I, in compliance with SEC Memorandum Circular No. 6, Series of 2014, to state the specific address of the principal office of the Bank; and (b) Section 4.2, Article IV, to clarify that the annual meeting of the stockholders shall be held at the principal office of the Bank, if practicable, or anywhere in Metro Manila on the last Tuesday of May of each year;
3. Election of the following as directors of the bank to serve as such for a period of one (1) year and until their successors shall have been elected and qualified:
 - a. Florencia G. Tarriela
 - b. Felix Enrico R. Alfiler
 - c. Florido P. Casuela
 - d. Joseph T. Chua
 - e. Leonilo G. Coronel
 - f. Reynaldo A. Maclang
 - g. Estelito P. Mendoza
 - h. Federico C. Pascual
 - i. Cecilio K. Pedro
 - j. Washington Z. Sycip
 - k. Harry C. Tan
 - l. Lucio C. Tan
 - m. Lucio K. Tan, Jr.
 - n. Michael G. Tan
 - o. Deogracias N. Vistan

Ms. Florencia Tarriela, Mr. Felix Enrico Alfiler, and Mr. Deogracias Vistan were re-elected as Independent Directors. Mr. Cecilio K. Pedro and Mr. Federico C. Pascual were also elected as Independent Directors; however, this is still subject to the approval of the regulators.

4. Appointment of SGV & Co. as the bank's External Auditor

At the Organizational Meeting of the Board of Directors immediately following the Annual Stockholders' Meeting, the following were appointed to the position(s) set forth after their names:

Florencia G. Tarriela	-	Chairman of the Board
Felix Enrico R. Alfiler	-	Vice Chairman of the Board
Reynaldo A. Maclang	-	President and CEO
Zacarias E. Gallardo, Jr.	-	Chief Financial Officer
Alice Z. Cordero	-	Chief Compliance Officer
Carmela A. Pama	-	Chief Risk Officer
Ma. Paz D. Lim	-	Treasurer
Doris S. Te	-	Corporate Secretary
Manuel C. Bahena	-	Chief Legal Counsel
Dioscoro Teodorico L. Lim	-	Chief Audit Executive

The following are the Board Advisors of the Bank: Mr. William T. Lim, Mr. Manuel T. Gonzales, Mr. Vicente J. Jayme, Jr. and Mr. Christopher J. Nelson.

Likewise, during the said Organizational Meeting, the following were appointed Chairpersons/Members of the Board Committees below, viz:

I. Corporate Governance Committee

<u>Name</u>	<u>Position</u>
1. Felix Enrico R. Alfiler	- Chairman
2. Reynaldo A. Maclang	- Member
3. Estelito P. Mendoza	- Member
4. Michael G. Tan	- Member
5. Lucio K. Tan, Jr.	- Member
6. Deogracias N. Vistan	- Member
7. Florencia G. Tarriela	- Member

II. Board Audit and Compliance Committee

<u>Name</u>	<u>Position</u>
1. Deogracias N. Vistan	- Chairman
2. Felix Enrico R. Alfiler	- Member
3. Florido P. Casuela	- Member
4. Federico C. Pascual	- Member
5. Harry C. Tan	- Member

III. Risk Oversight Committee

<u>Name</u>	<u>Position</u>
1. Florido P. Casuela	- Chairman
2. Leonilo G. Coronel	- Member
3. Joseph T. Chua	- Member
4. Harry C. Tan	- Member
5. Florencia G. Tarriela	- Member

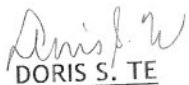
We trust you will take note of the above.

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

May 27, 2014
Date


DORIS S. TE
Corporate Secretary
Signature and Title*

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