



106042015000946



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
Tel: (632) 726-0931 to 39 Fax: (632) 725-5293 Email: mis@sec.gov.ph

Barcode Page

The following document has been received:

Receiving Officer/Encoder : Fernando T. Fernandez

Receiving Branch : SEC Head Office

Receipt Date and Time : June 04, 2015 11:13:37 AM

Received From : Head Office

Company Representative

Doc Source

Company Information

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

Document Information

Document ID 106042015000946
Document Type LETTER/MISC
Document Code LTR
Period Covered June 03, 2015
No. of Days Late 0
Department CED/CFD/CRMD/MRD/NTD
Remarks Cert. of Independent Director
CGFD

FILE

COVER SHEET

A S 0 9 6 - 0 0 5 5 5 5

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

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

DORIS S. TE
Corporate Secretary
Contact Person

834-0780
Company Telephone Number

1 2

Month Day
Fiscal Year

3 1

Certification of Independent Director

FORM TYPE

Last Tuesday of
May of each year

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



PNB

Office of the Corporate Secretary

Direct Line: 536-0540
Trunk Lines: 891-6040 to 70
Local: 4782

June 3, 2015

Ms. Justina F. Callangan

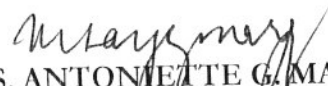
Director
Corporation Finance Department
Securities and Exchange Commission
SEC Building, EDSA
Greenhills, Mandaluyong City

Dear Director Callangan:

In compliance with the Notice addressed to All Independent Directors issued by the Securities and Exchange Commission (SEC) on October 20, 2006, we are transmitting herewith the Certification of Qualification of Mr. Deogracias N. Vistan as Independent Director of the Philippine National Bank (PNB).

For your records. Thank you.

Very truly yours,


MA. S. ANTONIETTE G. MARQUEZ
Senior Assistant Vice President

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

Authorized Depository of the Republic of the Philippines
Member: PDIC



PNB

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **DEOGRACIAS N. VISTAN**, Filipino, of legal age and a resident of Unit E 161 Alexandra Condominium, 29 Meralco Avenue, Pasig City, after having duly sworn to in accordance with law do hereby declare that:

1. I am an Independent Director of the Philippine National Bank;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Lorenzo Shipping Corporation	Director and Chair, Audit Committee	2002-Present
U-Bix Corporation	Director and Chair, Marketing Committee	2006-Present
Landbank Countryside Development Foundation, Inc.	Trustee	2006-Present
Pinoy Micro Enterprise Foundation	Chairman	2007-Present
PNB Capital and Investment Corporation	Independent Director	August 1, 2011-Present
Ramon Magsaysay Award Foundation	Member, Board of Trustees	April 23, 2013-Present
PNB International Investments Corporation	Chairman/Independent Director	August 1, 2014-Present
V & A Foods Corporation	Chairman	April 24, 2015-Present

3. As Chairman/Director of the foregoing companies, the undersigned never exercised any executive and/or management functions, limiting my participation only to presiding over/attending the companies' Board and Stockholders' meetings involving policy matters;
4. I believe 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 and its implementing Rules and Regulations;
5. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code; and
6. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five (5) days from its occurrence.

Done this 29 MAY 2015 in Pasay City.

DEOGRACIAS N. VISTAN
Independent Director

* SUBSCRIBED AND SWORN to before me this 29 MAY 2015 in Pasay City, affiant personally appeared before me and exhibited to me his TIN No. 120-155-173.

Doc. No. 103 ;
Page No. 22 ;
Book No. XV ;
Series of 2015

ATTY. MARILA N. SISON-BALAGUOT
Commission No. 14-04; Roll No. 45151
Notary Public for Pasay City until 12/31/15
9th Floor PNB Financial Center
Pres. D.P. Macapagal Blvd., Pasay City
PTR No. 4203776/01-05-15/Pasay City
IBP No. 992957/01-06-15/Manila II