

COVER SHEET

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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
Month Day
Fiscal Year

Certification of Independent Director

FORM TYPE

May 29

Month Day
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Amended Articles Number/Section

Total amount of Borrowings

Total No. of Stockholders

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 19, 2014

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 Ms. Florencia G. Tarriela as Independent Director of the Philippine National Bank (PNB).

Thank you.

Very truly yours,


DORIS S. TE
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

Authorized Depository of the Republic of the Philippines
Member: PDIC



PNB

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FLORENCIA G. TARRIELA**, Filipino, of legal age and a resident of 32 Jasmin St., Valle Verde 2, Pasig City, after having duly sworn to in accordance with law do hereby declare that:

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

Company/Organization	Position/Relationship	Period of Service
1. PNB Remittance Center, Inc.	Member of the Board of Advisors	April 15, 2013 – Present
2. LT Group, Inc.	Independent Director	August 9, 2012 – Present
3. PNB (Europe) Plc.	Independent Director	August 4, 2011 – Present
4. PNB Life Insurance Corp.	Independent Director	August 15, 2011 – Present
5. PNB Capital and Investment Corporation	Independent Director	June 22, 2010 – Present
6. Foundation for Filipino Entrepreneurship, Inc. (FFEI)	Trustee	2010 – Present
7. TSPI MBA	Trustee	2006 – Present
8. TSPI Development Corporation	Trustee	October 17, 2003 – Present
9. Financial Executive Institute of the Philippines	Life Sustaining Member	1999 – Present
10. Tarriela Management Company	Vice President /Director	1993 – Present
11. Bankers Institute of the Philippines (BAIPHIL)	Life Sustaining Member	June 1989 – Present
12. Gozon Development Corporation	Vice President and Assistant Treasurer / Director	1982 – Present

3. As Chairman/Independent Director of the foregoing PNB subsidiaries, 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 JUN 18 2014 in Pasay City.



FLORENCIA G. TARRIELA
Chairperson

SUBSCRIBED AND SWORN to before me this JUN 18 2014 in Pasay City, affiant personally appeared before me and exhibited to me her TIN#106-906-497.

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Page No. 81 ;
Book No. III ;
Series of 2014



ATTY. MICHELLE A. PAHATI
Commission No. 14-05/01-08-14
Roll No. 45737

Notary Public for Pasay City until 12/31/15
9th Floor, PNB Financial Center,
Pres. D. P. Magsaysay Blvd., Pasay City
PTR No. 3676167/01-03-14/Pasay City
IBP No. 943771/12-02-13/Manila II.