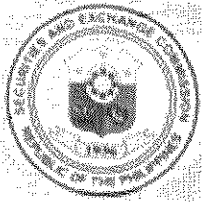




106282016003175



# 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

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### Company Information

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

### Document Information

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# 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)

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

May 31  
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

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FILE



**Office of the Corporate Secretary**

Direct Line: 536-0540  
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Local: 4106

June 28, 2016

**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 Certifications of Qualification of the following as 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

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

Authorized Depository of the Republic of the Philippines  
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 the Vice Chairman/Independent Director of the Philippine National Bank;
2. I am affiliated with the following companies or organizations:

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

- 3. As Chairman/Independent Director of the foregoing companies, the undersigned never exercised any executive and/or management functions...
4. I believe I possess all the qualifications and none of the disqualifications to serve as an Independent Director...
5. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director...
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 27th day of June 2016 in Pasay City.

FELIX ENRICO R. ALFILER
Vice Chairman
Independent Director

JUN 27 2016

SUBSCRIBED AND SWORN to before me this 27th day of June 2016 in Pasay City, affiant personally appeared before me and exhibited to me his TIN 135-912-014.

Doc. No. 56
Page No. 13
Book No. VI
Series of 2016.

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

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ATTY. MARIA ROCHELITA T. RAMIREZ
Commission No. 16-10; Roll No. 45153
P.O. Box 1884 (Manila)
P.O. Box 410 (Pasay City)
www.pnb.com.ph

9th Flr., PNB Financial Center
Pres. D. P. Macapagal Blvd., Pasay City
PTR No. 4739894/01-07-16/Pasay City
IBP No. 1012928/12-14-15/RSM



# PNB

## 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:

- I am an Independent Director of the Philippine National Bank;
- I am affiliated with the following company or organization:

Company/Organization	Position/Relationship	Period of Service
Davao Unicar Corporation	Director	August 1983 - Present

- As Director of the foregoing company, the undersigned never exercised any executive and/or management functions, limiting my participation only to presiding over/attending the company's Board and Stockholders' meetings involving policy matters;
- 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;
- I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code; and
- 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.

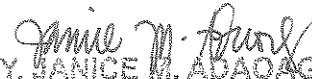
Done this \_\_\_\_\_ in Pasay City.

  
**EDGAR A. CUA**  
 Independent Director

**JUN 27 2016**

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

Doc. No. 57;  
 Page No. 13;  
 Book No. 11;  
 Series of 2016.

  
**ATTY. JANICE M. ADAOAG**  
 Commission No. 16-15; Roll No. 58140  
 Notary Public for Pasay City until 12/31/17  
 PNB Financial Center  
 T. (632) 526-3131 to 707891-6040 to 7071  
 P.O. Box 1884 (Manila) P. Macapagal Blvd., Pasay City  
 P.O. Box 410 (Pasay City)  
 TIN NO. 4739875/ 01-07-16/ Pasay City  
 www.pnb.com.ph  
 DP No. 1022798/ 01-07-16/ Manila III

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 PNB Financial Center  
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 Pasay City, Metro Manila 1300, Philippines

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

Table with 3 columns: Company/Organization, Position/Relationship, Period of Service. Rows include PNB Holdings Corporation, PNB General Insurers Co., Inc., PNB International Investments Corporation, University of Nueva Caceres - Bataan, Apo Reef World Resort, Global Energy Growth System, Tala Properties, Inc., Woldingham Realty, Inc., Green Grower Farm, and Bataan Peninsula Educational Institution, Inc.

- 3. As Chairman/Independent Director of the foregoing companies, the undersigned never exercised any executive and/or management functions...
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director...
5. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director...
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 [blank] in Pasay City.

Handwritten signature of Federico C. Pascual and printed name: FEDERICO C. PASCUAL, Independent Director. Includes date stamp: JUN 27 2016.

SUBSCRIBED AND SWORN to before me this [blank] in PASAY CITY, Philippines, personally appeared before me and exhibited to me his TIN 133-114-669.

Doc. No. 55; Page No. 13; Book No. VI; Series of 2016.

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

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T. (632) 526-3131 to 706040 to 706049; P.O. Box 1884 (Manila); P.O. Box 410 (Pasay City); www.pnb.com.ph

Notary Public Seal for Atty. MARA ROSALITA T. RAMIREZ, Commission No. 10-10; Roll No. 45158, Notary Public for Pasay City until 12/31/17, 8th Fl., PNB Financial Center, Pres. D. P. Macapagal Blvd., Pasay City, PTR No. 477-B94/01-07-16/Pasay City, IBP No. 1012925/12-14-16/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 an Independent Director of the Philippine National Bank;
2. I am affiliated with the following companies or organizations:

Table with 3 columns: Company/Organization, Position/Relationship, Period of Service. Rows include Lamoyian Corporation, Action Container, Inc., Federation of Filipino-Chinese Chambers of Commerce and Industry, Inc., Deaf Evangelistic Alliance Foundation, Inc., Pneumatic Equipment Corporation, CATS Motors, Philippine Business for Social Progress, Manila Doctors Hospital, Asian Theological Seminary, and PNB Savings Bank.

- 3. As Chairman/Independent 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 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 23 2016 in Pasay City.

Signature of Cecilio K. Pedro
CECILIO K. PEDRO
Independent Director

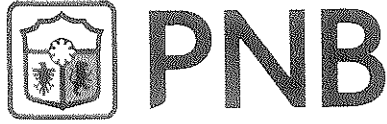
SUBSCRIBED AND SWORN to before me this JUN 27 2016 in PASAY CITY, affiant personally appeared before me and exhibited to me his TIN 100-758-295.

Doc. No. 131;
Page No. 28;
Book No. II;
Series of 2016.

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

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Member: PDIC

Signature of Atty. Cheryl Irenet Vitales-Labo
ATTY. CHERYL IRENET VITALES-LABO
Commission No. 16-16; Roll No. 47301
Notary Public for Pasay City until 12/31/17
P.O. Box 1884 (Manila)
P.O. Box 410 (Pasay City)
www.pnb.com.ph
Pres. D. Macapagal Blvd., Pasay City
PTR No. 4739898/01-07-16/Pasay City
IBP No. 1022812/01-07-16/Pasay City/IPLM



**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 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
Financial Executive Institute of the Philippines	Director/Life Sustaining 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	Vice President /Director	1993 – Present
Bankers Institute of the Philippines (BAIPHIL)	Life Sustaining Member	July 1989 – Present
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;

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

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

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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 \_\_\_\_\_ in Pasay City.




FLORENCIA G. TARRIELA  
Chairperson

JUN 27 2016

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

Doc. No. 517  
Page No. 105  
Book No. 716  
Series of 2016.



~~ATTY. MICHELLE A. PICHATI~~  
Commission No. 16-09 / Roll No. 45737  
Notary Public for Pasay City until 12/31/17  
9<sup>th</sup> Floor, PNB Financial Center,  
Pres. D.P. Macapagal Blvd., Pasay City  
PTR No. 4739800/01-07-16/Pasay City  
IBP Lifetime Member No. 013500 /Manila II