



## SECURITIES AND EXCHANGE COMMISSION

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Company Information

SEC Registration No.

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Company Name

PHIL. NATIONAL BANK

Industry Classification

Company Type

Stock Corporation

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| MAILA KATRINA Y. ILARDE   |   |     |      |             |     |     |     |     |     |      | 834-0780 |          |                                    |                    |      |      |     |       |      |      |      |     |     |     |      |     |          |     |                 |     |    |           |      |     |      |       |   |
| Corporate Secretary  Contact Person  Company  |   |     |      |             |     |     |     |     |     |      |          |          | ny                                 | y Telephone Number |      |      |     |       |      |      |      |     |     |     |      |     |          |     |                 |     |    |           |      |     |      |       |   |
| 1 2 3 1 Certification of Independent Director  Month Day Fiscal Year  Certification of Independent Director |   |     |      |             |     |     |     |     |     |      |          |          | April 30  Month Day Annual Meeting |                    |      |      |     |       |      |      |      |     |     |     |      |     |          |     |                 |     |    |           |      |     |      |       |   |
|   | Secondary License Type, If Applicable         |     |      |             |     |     |     |     |     |      |          |          |                                    |                    |      |      |     |       |      |      |      |     |     |     |      |     |          |     |                 |     |    |           |      |     |      |       |   |
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| _   |   |     |      |             |     |     |     |     |     | ٦    |          |          |                                    |                    |      |      |     | Г     |      |      |      |     |     | Tot | al a | m   | oun<br>T | t o | t of Borrowings |     |    |           |      |     |      | ٦     |   |
| L   | Т   | ota | al N | <b>l</b> o. | of  | Sto | ock | cho | lde | rs   |          |          |                                    |                    |      |      |     | L     |      |      |      | Oor | nes | ic  |      |     |          |     | Foreign         |     |    |           |      |     | ل    |       |   |
|   | To be accomplished by SEC Personnel concerned |     |      |             |     |     |     |     |     |      |          |          |                                    |                    |      |      |     |       |      |      |      |     |     |     |      |     |          |     |                 |     |    |           |      |     |      |       |   |
| File Number LCU   |   |     |      |             |     |     |     |     |     |      |          | •        |                                    |                    |      |      |     |       |      |      |      |     |     |     |      |     |          |     |                 |     |    |           |      |     |      |       |   |
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### Office of the Corporate Secretary

Direct Lines: 536-0540 Trunk Lines: 891-6040 to 70 Local: 4106/4782

August 22, 2019

MS. RACHEL ESTHER J. GUMTANG-REMALANTE

OIC, Corporate Governance and Finance Department Securities and Exchange Commission G/F Secretariat Building PICC Complex, Roxas Boulevard Pasay City

Dear Ms. Remalante:

In compliance with the SEC Memorandum Circular No. 5 Series of 2017, we submit herewith the duly notarized Certification of Independent Director of Mr. Domingo H. Yap, an Independent Director Nominee of the Philippine National Bank.

For your records. Thank you.

Very truly yours

MAILA KATRINA Y. ILARD Corporate Secretary

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 70/891-6040 to 70 P.O. Box 1884 (Manila) P.O. Box 410 (Pasay City) www.pnb.com.ph



#### CERTIFICATION OF INDEPENDENT DIRECTOR

- I, DOMINGO H. YAP, Filipino, of legal age and a resident of 10 Stella St., Bel-Air, Makati City, after having duly sworn to in accordance with law do hereby declare that:
  - 1. I am a nominee for Independent Director of the Philippine National Bank;
  - 2. I am affiliated with the following companies or organizations:

| Company/Organization  | Position/Relationship    | Period of Service |
|---|--------------------------|-------------------|
| Universal Paint & Coating Philippines, Inc.                             | Founder                  | 1963 to Present   |
| DHY Realty and Development Inc.   | Founder                  | 1976 to Present   |
| Colorado Chemical Sales Corp.   | Founder                  | 1976 to Present   |
| Federation of Filipino-Chinese Chamber of Commerce and Industries, Inc. | President                | 2016 to 2019      |
| Kangha Family Club  | Executive Vice President | 2019              |
| BOAO Forum for Asia Manila Conference                                   | Chairman                 | 2019              |

- 3. 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, its Implementing Rules and Regulations and other SEC issuances;
- I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
- To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;
- I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and
- I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

| Done this | in | P | asay | City | 1. |
|-----------|----|---|------|------|----|
|           |    |   |      |      |    |

DOMINGO H. YAP Independent Director

SUBSCRIBED AND SWORN to before me this

AUG 2 2 2019 in Pasay City, affiant personally appeared

before me and exhibited to me his TIN \_ 100 - 208 - 374

Doc. No. Page No. 2 Book No.

Series of 2019.

ATTY. MICHELLE A. PAHATI

Notary Public for Pasay City until 12/31/20; Commission No. 19-40 Roll No. 45737 / IBP Lifetime Member No. 013500 PTR No. 6445206-15 January 2019-Pasay City 9F PNB Financial Center, Macapagat Blvd., Pasay City

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

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