



Office of the Corporate Secretary

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

December 20, 2016

PHILIPPINE DEALING & EXCHANGE CORPORATION

37th Floor, Tower 1, The Enterprise Center
6766 Ayala Avenue corner Paseo de Roxas
Makati City

Attention: **Ms. Vina Vanessa S. Salonga**
Head - Issuer Compliance and Disclosure Department

Dear Ms. Salonga:

We are pleased to furnish the Philippine Dealing and Exchange Corporation (PDEX) a copy of our disclosure to the Philippine Stock Exchange regarding the approval of the Bangko Sentral ng Pilipinas on the amendment of the Amended By-Laws of the Bank.

We trust you will take note accordingly. 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

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Authorized Depository of the Republic of the Philippines
Member: PDIC

C07071-2016

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. Date of Report (Date of earliest event reported)
Dec 20, 2016
2. SEC Identification Number
AS096-005555
3. BIR Tax Identification No.
000-188-209-000
4. Exact name of issuer as specified in its charter
Philippine National Bank
5. Province, country or other jurisdiction of incorporation
Philippines
6. Industry Classification Code(SEC Use Only)

7. Address of principal office
PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila
Postal Code
1300

8. Issuer's telephone number, including area code
(632) 526-3131 to 70/(632) 891-6040 to 70
9. Former name or former address, if changed since last report
Not Applicable
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	1,249,139,678
11. Indicate the item numbers reported herein
Item 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to

the Corporate Information Officer of the disclosing party.



PNB

Philippine National Bank

PNB

PSE Disclosure Form 4-4 - Amendments to By-Laws
References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules

Subject of the Disclosure

Amendment of the Amended By-Laws of the Philippine National Bank (PNB)

Background/Description of the Disclosure

We wish to inform the Exchange that at the Annual Stockholders' Meeting of PNB held today, May 31, 2016, the stockholders approved the amendment of Article IV, Section 4.2 of the Amended By-Laws of the Bank, to change the date of the Annual Stockholders' Meeting from the last Tuesday of May to the last Tuesday of April of each year, subject to the approval of the Bangko Sentral ng Pilipinas and Securities and Exchange Commission.

We trust you will take note accordingly. Thank you.

Date of Approval by Board of Directors	Mar 2, 2016
Date of Approval by Stockholders	May 31, 2016
Other Relevant Regulatory Agency, if applicable	Bangko Sentral ng Pilipinas
Date of Approval by Relevant Regulatory Agency, if applicable	Nov 25, 2016
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article and Section Nos.	From	To
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Article IV, Section 4.2	The annual meeting of the stockholders shall be held at the principal office of the Bank or any other place within Metro Manila as may be determined by the majority of the Board of Directors, on the last Tuesday of May of each year unless such day is a legal holiday, in which case, the business day next following shall be the meeting day for the particular year.	The annual meeting of the stockholders shall be held at the principal office of the Bank or any other place within Metro Manila as may be determined by the majority of the Board of Directors, on the last Tuesday of April of each year unless such day is a legal holiday, in which case, the business day next following shall be the meeting day for the particular year.
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Rationale for the amendment(s)

The purpose of changing the date of the meeting is to align the holding of the Annual Stockholders' Meeting of the Bank with the other companies within the LT Group, Inc. conglomerate.

The timetable for the effectivity of the amendment(s)

**Expected date of filing
the amendments to the
By-Laws with the SEC** TBA

**Expected date of SEC
approval of the
Amended By-Laws** TBA

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

None.

Other Relevant Information

The amendment was made to reflect the approval of the Bangko Sentral ng Pilipinas per its letter dated December 16, 2016, which we received today, December 20, 2016.

Filed on behalf by:

Name	Maila Katrina Ilarde
Designation	Corporate Secretary