



OFFICE OF THE CORPORATE SECRETARY

Direct Line: 8536-0540
Trunk Lines: 8891-6040 to 70
Local: 4106

April 8, 2020

PHILIPPINE DEALING & EXCHANGE CORPORATION

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas
Makati City

Attention: **ATTY. MARIE ROSE M. MAGALLEN-LIRIO**
Head - Issuer Compliance and Disclosure Department (ICCD)

Dear Atty. Magallen-Lirio:

We are pleased to furnish the Philippine Dealing and Exchange Corporation (PDEX) a copy of our amended disclosure to the Philippine Stock Exchange regarding the postponement of the 2020 Annual Stockholders' Meeting of the Bank, in compliance with the Notice of the Securities and Exchange Commission dated April 3, 2020.

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

T. (632) 8526-3131 to 70 / 8891-6040 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

C02659-2020

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)

Apr 8, 2020

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) 8526-3131 to 70/(632) 8891-6040 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	1,525,764,850	

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 7-2 - Postponement of Annual Stockholders' Meeting

**References: SRC Rule 17 (SEC Form 17-C) and
Section 7 of the Revised Disclosure Rules**

Subject of the Disclosure

Postponement of Annual Stockholders' Meeting of the Philippine National Bank

Background/Description of the Disclosure

In view of the COVID-19 outbreak and the Enhanced Community Quarantine, the PNB Board of Directors approved during its meeting held today, March 27, 2020, the change in the schedule of the Bank's Annual Stockholders' Meeting from April 28, 2020 to June 23, 2020.

We trust you will take note accordingly.

Date of Approval by Board of Directors

Mar 27, 2020

Date of Stockholders' Meeting (as provided in the By-Laws)

Second Tuesday of April

Reason(s) for postponement

The Annual Stockholders' Meeting, which was originally scheduled on April 28, 2020, has been postponed to safeguard the health and safety of the stockholders and other stakeholders. The Board approved to change the schedule of the Annual Stockholders' Meeting to June 23, 2020.

Other Relevant Information

The amendment was made in compliance with the requirements under the SEC Notice dated April 3, 2020 regarding the Postponement of Annual Stockholders' Meeting.

Filed on behalf by:

Name

Maila Katrina Ilarde

Designation

Corporate Secretary



Corporate Secretary's Office

Direct Line/Telefax No.: 8834-07-80

Trunk Lines: 8891-6040 to 70

Local: 4106

CERTIFICATION

I, **MAILA KATRINA Y. ILARDE**, Corporate Secretary and a duly authorized representative of the Philippine National Bank ("PNB"), a universal banking corporation organized and existing under the laws of the Republic of the Philippines under SEC registration number ASO96-005555, with principal office at the PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila, do hereby certify and state that:

- 1) PNB will comply with the guidelines for the alternative filing of reports and/or documents through electronic mail with the Securities and Exchange Commission through Corporate Governance and Finance Department (CGFD) issued on March 30, 2020 in light of the imposition of an Enhanced Community Quarantine and Stringent Social Distancing Measures over Luzon to prevent the spread of the 2019 Coronavirus Disease (COVID-2019);
- 2) The information contained in SEC Form 17-C submitted on March 27, 2020 is true and correct to the best of my knowledge;
- 3) On behalf of PNB, I hereby undertake to submit hard or physical copies of the SEC Form 17-C dated March 27, 2020, with proper notarization and certification, within ten (10) calendar days from the date of the lifting of the Enhanced Community Quarantine period and resumption of SEC's normal working hours;
- 4) I am fully aware that non-submission of hard/physical copies of reports as well as certification that they refer to one and the same document submitted online, within ten (10) calendar days from the lifting of the Enhanced Community Quarantine period and resumption of SEC's normal working hours, shall invalidate the reports, applications, compliance, requests and other documents submitted via email. Hence, the corresponding penalties under existing rules and regulations of the Commission shall apply without prejudice to the imposition of penalties under Section 54 of the Securities Regulation Code and other applicable existing rules and regulations for failure to comply with the orders of the Commission; and
- 5) I am executing this certification on March 31, 2020 to attest to the truthfulness of the foregoing facts and for whatever legal purpose it may serve.

MAILA KATRINA Y. ILARDE

Corporate Secretary

Passport No. P5034194A

COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

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

MAILA KATRINA Y. ILARDE

Corporate Secretary

Contact Person

8834-0780

Company Telephone Number

1	2
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Month

3	1
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Day

Fiscal Year

SEC Form 17-C

FORM TYPE

April 30

Month Day

Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total amount of Borrowings

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document I.D.

Cashier

S T A M P S

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**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. March 27, 2020
Date of Report (Date of earliest event reported)
2. SEC Identification Number ASO96-005555
3. BIR Tax Identification No. 000-188-209-000
4. PHILIPPINE NATIONAL BANK
Exact name of registrant as specified in its charter
5. PHILIPPINES
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code:
7. PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila 1300
Address of principal office Postal Code
8. (632) 8526-3131 to 70 / (632) 8891-6040 to 70
Issuer's telephone number, including area code
9. Not Applicable
Former name or former address, if changed since last report
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
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Common Shares	1,525,764,850
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11. Indicate the item numbers reported herein: Items 4 and 9

We wish to inform the Commission that during its meeting held today, March 27, 2020, the PNB Board of Directors approved and confirmed the following:

1. Change in the schedule of the Bank's Annual Stockholders' Meeting from April 28, 2020 to June 23, 2020, in view of the COVID-19 outbreak and the Enhanced Community Quarantine

	FROM	TO
Date	April 28, 2020	June 23, 2020
Time	8:00 o'clock a.m.	8:00 o'clock a.m.
Venue	Grand Ballroom, Upper Lobby, Century Park Hotel, 599 Pablo Ocampo, Sr. St., Malate, City of Manila	Grand Ballroom, Upper Lobby, Century Park Hotel, 599 Pablo Ocampo, Sr. St., Malate, City of Manila
Record Date	March 30, 2020	May 25, 2020

2. Resignation of Mr. Antonio T. Baculi, SVP and Head of Retail Lending Group, effective April 18, 2020.

We trust you will take proper note of the above.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PHILIPPINE NATIONAL BANK

Issuer

March 27, 2020

Date


MAILA KATRINA Y. ILARDE

Corporate Secretary
Signature and Title*

* Print name and title of the signing officer under the signature.
SEC Form 17-C
December 2003



SECRETARY'S CERTIFICATE

I, **MAILA KATRINA Y. ILARDE**, Corporate Secretary of the Philippine National Bank ("PNB"), a universal banking corporation organized and existing under the laws of the Republic of the Philippines, with principal office address at the PNB Financial Center, Pres. Diosdado Macapagal Boulevard, Pasay City, Metro Manila, do hereby certify that during the meeting of the PNB Board of Directors held on March 27, 2020, at which a majority of the members was present and acting throughout, the Board approved the following:

POSTPONEMENT/CHANGE IN SCHEDULE OF THE 2020 PNB ANNUAL STOCKHOLDERS' MEETING – CORPORATE SECRETARY'S OFFICE

RESOLUTION NO. 14/03-27-20

RESOLVED, AS IT IS HEREBY RESOLVED, that in light of the COVID-19 pandemic and the Enhanced Community Quarantine, the Board approve and confirm the change in the schedule of the 2020 PNB Annual Stockholders' Meeting from April 28, 2020 to June 23, 2020 x x x.

IN WITNESS WHEREOF, I have hereunto affixed my signature on April 8, 2020 in Makati City, Metro Manila.


MAILA KATRINA Y. ILARDE
Corporate Secretary

SUBSCRIBED AND SWORN to before me on _____ in _____, Affiant exhibiting to me her _____.

Doc.No. _____
Page No. _____
Book No. _____
Series of 2020.

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

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