



Office of the Corporate Secretary

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

June 23, 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) copies of the following disclosures of the Bank to the Philippine Stock Exchange:

1. Results of the 2020 Annual Stockholders' Meeting;
2. Results of the Organizational Meeting of the Board of Directors; and
3. Approval of the stockholders of 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-DELAPP
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
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Authorized Depository of the Republic of the Philippines
Member: PDIC

C04380-2020

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)
Jun 23, 2020
2. SEC Identification Number
ASO96-005555
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 4-24 - Results of Annual or Special Stockholders' Meeting

**References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules**

Subject of the Disclosure

Results of the 2020 Annual Stockholders' Meeting

Background/Description of the Disclosure

We wish to advise the Exchange that at the Annual Stockholders' Meeting of the Philippine National Bank ("PNB", the "Bank") held today, June 23, 2020, the following were approved by the stockholders of the Bank:

List of elected directors for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Shareholdings in the Listed Company		Nature of Indirect Ownership
	Direct	Indirect	
Felix Enrico R. Alfiler	0	8,324	PCDNC (Filipino) - Broker
Florido P. Casuela	0	162	PCDNC (Filipino) - Broker
Leonilo G. Coronel	0	1	PCDNC (Filipino) - Broker
Edgar A. Cua	100	0	Not Applicable
Estelito P. Mendoza	0	1,150	PCDNC (Filipino) - Broker
Christopher J. Nelson	0	100	PCDNC (Filipino) - Broker
Federico C. Pascual	38	1	PCDNC (Filipino) - Broker
Sheila T. Pascual	100	10	PCDNC (Filipino) - Broker
Carmen K. Tan	0	5,000	PCDNC (Filipino) - Broker
Lucio C. Tan	14,843,119	0	Not Applicable
Michael G. Tan	250	62,000	PCDNC (Filipino) - Broker
Vivienne K. Tan	0	10	PCDNC (Filipino) - Broker
Florencia G. Tarriela	2	0	Not Applicable
Jose Arnulfo A. Veloso	0	418,395	PCDNC (Filipino) - Broker
Domingo H. Yap	0	1	PCDNC (Filipino) - Broker

External auditor

SGV & Co.

List of other material resolutions, transactions and corporate actions approved by the stockholders

1. Approval of the Minutes of the 2019 Annual Stockholders' Meeting held on April 30, 2019
2. Approval of the 2019 Annual Report
3. Amendment of the Bank's Amended By-Laws, as follows:
 - a. Sections 4.6 and 4.7, Article IV, to allow the stockholders to vote through remote communication or in absentia, subject to such rules and regulations as may now or hereafter be imposed by law; and
 - b. Section 5.9, Article V, to allow the Board of Directors to participate and vote at Board meetings through remote communication, such as videoconferencing, teleconferencing, or other alternative modes of communication.

Other Relevant Information

Mr. Felix Enrico R. Alfiler, Mr. Edgar A. Cua, Mr. Federico C. Pascual, Ms. Florencia G. Tarriela and Mr. Domingo H. Yap were elected as independent directors of the Bank.

Filed on behalf by:

Name	Maila Katrina Ilarde
Designation	Corporate Secretary

C04382-2020

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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PNB

Philippine National Bank

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PSE Disclosure Form 4-25 - Results of Organizational Meeting

**References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules**

Subject of the Disclosure

Results of the Organizational Meeting of the Board of Directors

Background/Description of the Disclosure

We wish to advise the Exchange that at the Organizational Meeting of the Board of Directors held today, June 23, 2020, the following were appointed to the position(s) set forth after their names:

List of elected officers for the ensuing year with their corresponding shareholdings in the Issuer

Name of Person	Position/Designation	Shareholdings in the Listed Company		Nature of Indirect Ownership
		Direct	Indirect	
Florencia G. Tarriela	Chairman	2	0	Not Applicable
Felix Enrico R. Alfiler	Vice Chairman	0	8,324	PCDNC (Filipino) - Broker
Jose Arnulfo A. Veloso	President & Chief Executive Officer	0	418,395	PCDNC (Filipino) - Broker
Maria Paz D. Lim	Treasurer	210	28,470	PCDNC (Filipino) - Broker
Maila Katrina Y. Ilarde-DeLapp	Corporate Secretary	100	1,244	PCDNC (Filipino) - Broker
Nelson C. Reyes	Chief Financial Officer	100	5,143	PCDNC (Filipino) - Broker
Manuel C. Bahena, Jr.	Chief Legal Counsel	100	7,242	PCDNC (Filipino) - Broker
Samuel G. Lazaro	OIC - Internal Audit Group	100	774	PCDNC (Filipino) - Broker
Isagani A. Cortes	Chief Compliance Officer	0	0	Not Applicable
Simeon T. Yap	Chief Risk Officer	0	600	PCDNC (Filipino) - Broker

List of Committees and Membership

Name of Committees	Members	Position/Designation in Committee
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Corporate Governance and Sustainability Committee	Florencia G. Tarriela	Chairman
Corporate Governance and Sustainability Committee	Felix Enrico R. Alfiler	Member
Corporate Governance and Sustainability Committee	Federico C. Pascual	Member
Corporate Governance and Sustainability Committee	Domingo H. Yap	Member
Board Audit and Compliance Committee	Edgar A. Cua	Chairman
Board Audit and Compliance Committee	Felix Enrico R. Alfiler	Member
Board Audit and Compliance Committee	Florencia G. Tarriela	Member
Risk Oversight Committee	Federico C. Pascual	Chairman
Risk Oversight Committee	Felix Enrico R. Alfiler	Member
Risk Oversight Committee	Florido P. Casuela	Member
Risk Oversight Committee	Edgar A. Cua	Member
Risk Oversight Committee	Leonilo G. Coronel	Member
Risk Oversight Committee	Vivienne K. Tan	Member
Board Oversight RPT Committee	Domingo H. Yap	Chairman
Board Oversight RPT Committee	Edgar A. Cua	Member
Board Oversight RPT Committee	Federico C. Pascual	Member
Board Strategy and Policy Committee	Felix Enrico R. Alfiler	Chairman
Board Strategy and Policy Committee	Florido P. Casuela	Member
Board Strategy and Policy Committee	Leonilo G. Coronel	Member
Board Strategy and Policy Committee	Edgar A. Cua	Member
Board Strategy and Policy Committee	Christopher J. Nelson	Member
Board Strategy and Policy Committee	Federico C. Pascual	Member
Board Strategy and Policy Committee	Sheila T. Pascual	Member
Board Strategy and Policy Committee	Michael G. Tan	Member
Board Strategy and Policy Committee	Vivienne K. Tan	Member
Board Strategy and Policy Committee	Florencia G. Tarriela	Member
Board Strategy and Policy Committee	Jose Arnulfo A. Veloso	Member
Trust Committee	Christopher J. Nelson	Chairman
Trust Committee	Vivienne K. Tan	Member
Trust Committee	Federico C. Pascual	Member
Trust Committee	Sheila T. Pascual	Member
Trust Committee	Jose Arnulfo A. Veloso	Member (Ex-Officio)
Trust Committee	Joy Jasmin R. Santos	Member (Ex-Officio)
Board IT Governance Committee	Vivienne K. Tan	Chairman
Board IT Governance Committee	Florido P. Casuela	Member
Board IT Governance Committee	Leonilo G. Coronel	Member
Board IT Governance Committee	Christopher J. Nelson	Member
Board IT Governance Committee	Florencia G. Tarriela	Member
Board IT Governance Committee	Jose Arnulfo A. Veloso	Member
Executive Committee	Florido P. Casuela	Chairman
Executive Committee	Leonilo G. Coronel	Member

Executive Committee	Christopher J. Nelson	Member
Executive Committee	Sheila T. Pascual	Member
Executive Committee	Michael G. Tan	Member
Executive Committee	Vivienne K. Tan	Member
Executive Committee	Jose Arnulfo A. Veloso	Member
Executive Committee	Felix Enrico R. Alfiler	Non-Voting Member
Executive Committee	Florencia G. Tarriela	Non-Voting Member

List of other material resolutions, transactions and corporate actions approved by the Board of Directors

The following were appointed as Board Advisors of the Bank: Mr. Mark M. Chen, Mr. William T. Lim, Mr. Chester Y. Luy and Mr. Harry C. Tan.

Other Relevant Information

None.

Filed on behalf by:

Name	Maila Katrina Ilarde
Designation	Corporate Secretary

C04381-2020

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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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

Background/Description of the Disclosure

We wish to inform the Exchange, that during its meeting held today, May 22, 2020, the PNB Board of Directors approved the amendment of the By-Laws of the Bank, subject to the approval of the stockholders, the Bangko Sentral ng Pilipinas and Securities and Exchange Commission.

We trust you will take note accordingly.

Date of Approval by Board of Directors	May 22, 2020
Date of Approval by Stockholders	Jun 23, 2020
Other Relevant Regulatory Agency, if applicable	Bangko Sentral ng Pilipinas
Date of Approval by Relevant Regulatory Agency, if applicable	TBA
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article and Section Nos.	From	To

Article IV, Section 4.6	Unless otherwise provided by law, a quorum at any stockholders' meeting shall consist of the stockholders representing a majority of the voting stock of the Bank present either in person or by proxy.	Unless otherwise provided by law, a quorum at any stockholders' meeting shall consist of the stockholders representing a majority of the voting stock of the Bank present either in person, through remote communication or in absentia, or by proxy, subject to such rules and regulations as may now or hereafter be imposed by law.
Article IV, Section 4.7	Stockholders entitled to vote at a stockholders' meeting may vote either in person or by proxy the number of shares registered in their respective names in the Stock and Transfer Book of the Bank x x x	Stockholders entitled to vote at a stockholders' meeting may vote either in person, through remote communication or in absentia, or by proxy the number of shares registered in their respective names in the Stock and Transfer Book of the Bank x x x
Article V, Section 5.9	The Board of Directors shall be organized as such immediately after the election of the members thereof in a meeting for which no notice shall be required. Thereafter, the Board of Directors shall hold regular meetings at such particular date, hour or place within the Philippines as the Board may from time to time fix.	The Board of Directors shall be organized as such immediately after the election of the members thereof in a meeting for which no notice shall be required. Thereafter, the Board of Directors shall hold regular meetings at such particular date, hour or place within the Philippines as the Board may from time to time fix. Directors who cannot physically attend any Board meeting may participate and vote through remote communication, such as videoconferencing, teleconferencing, or other alternative modes of communication.

Rationale for the amendment(s)

The proposed amendments are consistent with the Bank's thrust to be in the forefront of technology to better serve its clients, shareholders and stakeholders. As proposed, the Bank is given the option to utilize technology in the exercise of shareholder rights and in the conduct of meetings of the Board of Directors. The proposed amendments are likewise consistent with the provisions of the Revised Corporation Code of the Philippines and Memorandum Circular No. 6, Series of 2020 issued by the Securities and Exchange Commission.

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 disclosure was amended to reflect the date of approval by the stockholders of the Bank.

Filed on behalf by:

Name	Maila Katrina Ilarde
Designation	Corporate Secretary