



Office of the Corporate Secretary  
Direct Line: 536-0540  
Trunk Lines: 891-6040 to 70  
Local: 4106

August 6, 2019

**PHILIPPINE DEALING & EXCHANGE CORPORATION**

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

Attention: **Atty. Joseph B. Evangelista**  
Head - Issuer Compliance and Disclosure Department

Dear Atty. Evangelista:

We are pleased to furnish the Philippine Dealing and Exchange Corporation (PDEX) a copy of our disclosure to the Philippine Stock Exchange regarding the Statement of Changes in Beneficial Ownership of Securities (SEC Form 23-B) of Mr. Jose Arnulfo A. Veloso and Mr. Martin G. Tengco, Jr.

We trust you will take note accordingly. Thank you.

Very truly yours,

  
**MAILA KATHRINA Y. ILARDE**  
Corporate Secretary

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

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# PNB

## Philippine National Bank

### PNB

**PSE Disclosure Form 17-7 - Statement of Changes in Beneficial  
Ownership of Securities**  
*References: SRC Rule 23 and  
Section 17.5 of the Revised Disclosure Rules*

<b>Name of Reporting Person</b>	Martin G. Tengco, Jr.
<b>Relationship of Reporting Person to Issuer</b>	First Vice President and Chief Audit Executive of PNB

**Description of the Disclosure**

We are pleased to submit herewith the Statement of Changes in Beneficial Ownership of Securities (SEC Form 23-B) of Mr. Martin G. Tengco, Jr., First Vice President and Chief Audit Executive of the Bank.

We trust you will take note accordingly. Thank you.

**Filed on behalf by:**

<b>Name</b>	Maila Katrina Ilarde
<b>Designation</b>	Corporate Secretary



108062019002092



## 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 Representative

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### Company Information

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

### Document Information

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**Department** CFD  
**Remarks** REPORTING PERSON:  
TENGCO, MARTIN, JR. GALANG

R/C

# COVER SHEET

A S 0 9 6 - 0 0 5 5 5 5

S.E.C. Registration Number

P H I L I P P I N E N A T I O N A L B A N K

(Company's Full Name)

9 t h F l o o r P N B F i n a n c i a l C e n t e r

M a c a p a g a l B l v d . , P a s a y C i t y

M e t r o M a n i l a

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

**MAILA KATRINA Y. ILARDE**  
Corporate Secretary

Contact Person

**834-0780**

Company Telephone Number

1 2

Month

3 1

Day

Fiscal Year

**SEC Form 23-B**

FORM TYPE

**April 30**

Month Day  
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Domestic

Foreign

Total amount of Borrowings

To be accomplished by SEC Personnel concerned

File Number

\_\_\_\_\_

LCU

Document I.D.

\_\_\_\_\_

Cashier

**STAMPS**

Remarks = pls. use black ink for scanning purposes

FORM 23-B

SECURITIES AND EXCHANGE COMMISSION  
Metro Manila, Philippines

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 23 of the Securities Regulation Code

REVISED

Check box if no longer subject to filing requirement

1. Name and Address of Reporting Person TENGCO MARTIN, JR. GALANG (Last) (First) (Middle)		2. Issuer Name and Trading Symbol PHILIPPINE NATIONAL BANK/PNB		7. Relationship of Reporting Person to Issuer (Check all applicable)  Director _____ Officer _____ (give title below)		10% Owner _____ Other _____ (specify below)	
3. Tax Identification Number _____		5. Statement for Month/Year JULY 2019		6. If Amendment, Date of Original (Month/Year)		FVP & Chief Audit Executive	
4. Citizenship FILIPINO		6. If Amendment, Date of Original (Month/Year)					
7. (City) _____ (Province) _____ (Postal Codes) _____							
Table 1 - Equity Securities Beneficially Owned							
1. Class of Equity Security	2. Transaction Date (Month/Day/Year)	4. Securities Acquired (A) or Disposed of (D)	3. Amount of Securities Owned at End of Month		4. Ownership Form: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership	
			%	Number of Shares			
PNB COMMON SHARES	07/22/2019	355 A	54.70	1,222 I		Under Broker - SB Equities, Inc.	
PNB COMMON SHARES	07/22/2019	157 A	43.38	100 D			

If a change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements found on page 3 of this form.

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly:  
(1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:  
(A) Voting power which includes the power to vote, or to direct the voting of, such security, and/or  
(B) Investment power which includes the power to dispose of, or to direct the disposition of, such security;  
(2) A person will be deemed to have an indirect beneficial interest in any equity security which is:  
(A) held by members of a person's immediate family sharing the same household;  
(B) held by a partnership in which such person is a general partner;  
(C) held by a corporation in which such person is a controlling shareholder, or  
(D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

(Print or Type Responses)

FORM 23-B (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., warrants, options, convertible securities)

1. Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Yr)	4. Number of Derivative Securities Acquired (A) or Disposed of (D)		5. Date Exercisable and Expiration Date (Month/Day/Year)	6. Title and Amount of Underlying Securities	7. Price of Derivative Security	8. No. of Derivative Securities Beneficially Owned at End of Month	9. Ownership Form of Derivative Security, Direct (D) or Indirect (I) *	10. Nature of Indirect Beneficial Ownership
			Amount	(A) or (D)						
N.A.										

Explanation of Responses:

Note: File three (3) copies of this form, one of which must be manually signed. Attach additional sheets if space provided is insufficient.

Date

**Item 1.**

**Security and Issuer**

State the title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities.

**Item 2.**

**Identity and Background**

If the person filing this Form is a corporation, partnership, syndicate or other group of persons, state its name, the province, county or other place of its organization, its principal office, the address of its principal office and the information required by (d) and (e) of this item. If the person filing this statement is a natural person, provide the information specified in (a) through (f) of this item with respect to such person(s).

- a. Name.
- b. Residence or business address.
- c. Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such person(s) is employed.
- d. Whether or not, during the last five years, such person(s) has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the date, nature of conviction, name and location of court.
- e. Whether or not, during the last five years, such person was a partner in, or a partner of an administrative body of competent jurisdiction, domestic or foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, or any other administrative action, that indefinitely, permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking; and

f. Citizenship.

**Item 3.**

**Purpose of Transaction**

State the purpose or purposes of the acquisition of securities of the issuer. Describe any plans or proposals which the reporting persons may have which relate to or would result in:

- a. The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer;
- b. An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries;
- c. A sale or transfer of a material amount of assets of the issuer or of any of its subsidiaries;
- d. Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- e. Any material change in the present capitalization or dividend policy of the issuer;
- f. Any other material change in the issuer's business or corporate structure;
- g. Changes in the issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any person;
- h. Causing a class of securities of the issuer to be delisted from a securities exchange;
- i. Any action similar to any of those enumerated above.

**Item 4.**

**Interest in Securities of the Issuer**

State the aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned (identifying those shares which there is a right to acquire within thirty (30) days from the date of this report) by each person named in Item 2. The above-mentioned information should also be furnished with respect to persons who, together with any of the persons named in Item 2, comprise a group.

- a. For each person named in response to paragraph (a), indicate the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole or shared power to dispose or to direct the disposition. Provide the applicable information required by Item 2 with respect to each person with whom the power to vote or to direct the vote or to dispose or direct the disposition is shared.
- b. In connection with the class of securities reported on that were effected during the past sixty (60) days by the persons named in response to paragraph (a), the amount of securities:

- (1) the price per share or unit, and (2) where or how the transaction was effected.
- d. If any other person is known to have the right to acquire securities of the issuer, or to direct the receipt of dividends from, or the proceeds from the sale of such securities, a statement to that effect should be included in response to this item and, if such interest relates to more than five (5%) percent of the class, such person should be identified.
- e. If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class of securities, state the date on which such beneficial ownership was reduced.

**Item 5.**

**Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer**

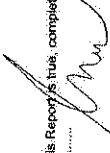
Describe any contract, arrangement, understanding or relationship among the person named in Item 2 and between such persons and any person with respect to any securities of the issuer, including but not limited to transfer or voting of any of the securities, floor's lots, joint ventures, options arrangements, puts or calls, guarantees of profits, division of profits or loss, or the giving or withholding of proxies, naming the person with whom such contracts, arrangements, understandings or relationships have been entered into. Include such information for any of the securities that are pledged or otherwise subject to a contingency the occurrence of which would give another person voting power or investment power over such securities except that disclosure of standard debit and similar provisions contained in loan agreements need not be included.

**Item 6.**

**Material to be Filled as Exhibits**

Copies of all written agreements, contracts, arrangements, understandings, plans or proposals relating to:  
a. the acquisition of issuer control, liquidation, sale of assets, merger, or change in business or corporate structure or any other matter as disclosed in Item 3; and  
b. the transfer or voting of the securities, floor's lots, joint ventures, options, puts, calls, guarantees of loans, guarantees against losses or the giving or withholding of any proxy as disclosed in Item 5.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in the City of \_\_\_\_\_ on \_\_\_\_\_, 20\_\_\_\_\_.

By:   
Signature of Reporting Person  
MARTIN G. TENGCO, JR., FVP & CHIEF AUDIT EXECUTIVE  
(Name/Title)