



**Office of the Corporate Secretary**

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

November 23, 2016

**PHILIPPINE DEALING & EXCHANGE CORPORATION**

37<sup>th</sup> 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 updates in the Annual Corporate Governance Report (ACGR) of the Bank.

We trust you will take note accordingly. Thank you.

Very truly yours,

  
**RUTH PAMELA E. TANGHAL**  
Assistant 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  
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

CR07528-2016

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**PNB**

**Philippine National Bank**

**PNB**

**PSE Disclosure Form ACGR-2 - Update on Annual Corporate Governance Report**  
**Reference: Revised Code of Corporate Governance of the**  
**Securities and Exchange Commission and SEC Memorandum Circular**  
**No. 1 and 12 Series of 2014**

**Description of the Disclosure**

In compliance with SEC Memorandum Circular No. 1, Series of 2014, re: Guidelines for Changes and Updates in the Annual Corporate Governance Report (ACGR), we submit herewith the updates in the ACGR of PNB.

We trust you will take note accordingly. Thank you.

**Filed on behalf by:**

**Name**

Ruth Pamela Tanghal

**Designation**

Assistant Corporate Secretary



111232016000495



## 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 Information

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**Industry Classification**  
**Company Type** Stock Corporation

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# COVER SHEET

AS096-005555

S.E.C. Registration Number

PHILIPPINE NATIONAL BANK

Company's Full Name)

9th Floor PNB Financial Center

Macapagal Blvd., Pasay City

Metro Manila

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

MAILA KATRINA Y. ILARDE  
Corporate Secretary  
Contact Person

834-0780

Company Telephone Number

1 2

Month Day  
Fiscal Year

3 1

Updates in ACGR

FORM TYPE

May 31

Month Day  
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

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November 23, 2016

**Ms. Justina F. Callangan**

Director

Corporation Finance Department

Securities and Exchange Commission

SEC Building, EDSA

Greenhills, Mandaluyong City

Dear Director Callangan:

In compliance with SEC Memorandum Circular No. 1, Series of 2014, re: Guidelines for Changes and Updates in the Annual Corporate Governance Report (ACGR), we submit herewith the updates in the ACGR of the Bank under Board Matters – Orientation and Education Program.

For your record. Thank you.

Very truly yours,

**MAIKA KATRINA Y. ILARDE**  
Corporate Secretary

**ALICE Z. CORDERO**  
Chief Compliance Officer

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

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**A. BOARD MATTERS**

6) Orientation and Education Program

(b) State any in-house training and external courses attended by Directors and Senior Management<sup>1</sup> for the past three (3) years: (updated – November 22, 2016)

Participant(s)	Title of Seminar/ Date
<b>2016</b>	
Christopher J. Nelson, Director	3 <sup>rd</sup> Annual SEC-PSE Corporate Governance Forum by the Securities and Exchange Commission on November 22, 2016 at the Philippine International Convention Center (PICC), PICC Complex, Roxas Boulevard, Manila
Lucio K. Tan, Jr., Director	Seminar on Best Practices in Parliamentary Procedures for Board Directors and Top Management by the Center for Global Best Practices on October 19, 2016 at Allied Bank Center, Ayala Avenue, Makati City
Federico C. Pascual, Independent Director	Distinguished Corporate Governance Speaker Series Seminar by the Institute of Corporate Directors on October 7, 2016 at the Makati Diamond Hotel
Edgar A. Cua, Independent Director	Corporate Governance Orientation Program by the Institute of Corporate Directors on August 25, 2016 at the Makati Shangri-la Hotel
Estelito P. Mendoza, Director	Seminar on Corporate Governance by SGV & Co. on August 9, 2016 at the SMC Head Office Complex, Mandaluyong City
Florencia G. Tarriela, Chairman/Independent Director Felix Enrico R. Alfiler, Vice Chairman/Independent Director Florido P. Casuela, Director Leonilo G. Coronel, Director Edgar A. Cua, Independent Director Reynaldo A. Maclang, President/Director Cecilio K. Pedro, Independent Director Carmen K. Tan, Director Lucio C. Tan, Director Michael G. Tan, Director Manuel T. Gonzales, Board Advisor William T. Lim, Board Advisor Harry C. Tan, Board Advisor Maila Katrina Y. Ilarde, Corporate Secretary Ruth Pamela E. Tanghal, Assistant Corporate Secretary Cenon C. Audencial, Jr., EVP Horacio E. Cebrero III, EVP Christopher C. Dobles, EVP Bernardo H. Tocmo, EVP Nelson C. Reyes, EVP Alice Z. Cordero, FSVP Socorro D. Corpus, FSVP Zacarias E. Gallardo, Jr., FSVP Miguel Angel G. Gonzalez, FSVP John Howard D. Medina, FSVP Benjamin S. Oliva, FSVP Aida M. Padilla, FSVP Carmela Leticia A. Pama, FSVP Allan L. Ang, SVP Schubert Caesar C. Austero, SVP Manuel C. Bahena, Jr., SVP Ponciano C. Bautista, Jr., SVP Cesar P. Buhay, SVP Esther F. Capule, SVP Emeline C. Centeno, SVP Elisa M. Cua, SVP Christian Jerome O. Dobles, SVP	Corporate Governance Forum by the Securities and Exchange Commission on August 3, 2016 at the Philippine International Convention Center (PICC), PICC Complex, Roxas Boulevard, Manila

<sup>1</sup> Senior Management refers to the CEO and other persons having authority and responsibility for planning, directing and controlling the activities of the company.

Erwin C. Go, SVP Marie Fe Liza S. Jayme, SVP Ma. Adelia A. Joson, SVP Ana Rose T. Kwan, SVP Cynthia B. Lanot, SVP Florencio C. Lat, SVP Maria Paz D. Lim, SVP Dioscoro Teodorico L. Lim, SVP Ma. Lourdes S. Liwag, SVP Maria Victoria P. Manimbo, SVP Roland V. Oscuro, SVP Maria Rita S. Pueyo, SVP Humildad M. Santelices, SVP Teresita U. Sebastian, SVP Lee Eng Y. So, SVP Juanita Margarita O. Umali, SVP Nanette O. Vergara, SVP Roberto S. Vergara, FVP Czarina G. Barbero, VP Constantino T. Yap, VP  Per SEC letter dated Feb. 24, 2016, Director Sycip was granted a permanent exemption from attending the corporate governance trainings/seminars requirement pursuant to SEC Memo Circular No. 20, Series of 2013, for his known probity and of a well-recognized stature, influence and reputation in the business community.	
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(a) Continuing education programs for directors: programs and seminars and roundtables attended during the year. (updated November 22, 2016)

Name of Directors	Date of Training	Program	Name of Training Institution
<b>2016</b>			
Christopher J. Nelson	November 22, 2016	3 <sup>rd</sup> Annual SEC-PSE Corporate Governance Forum	Securities & Exchange Commission (SEC)
Lucio K. Tan, Jr.	October 19, 2016	Seminar on Best Practices in Parliamentary Procedures for Board Directors and Top Management	Center for Global Best Practices
Federico C. Pascual	October 7, 2016	Distinguished Corporate Governance Speaker Series Seminar	Institute of Corporate Directors
Edgar A. Cua	August 25, 2016	Corporate Governance Orientation Program	Institute of Corporate Directors
Estelito P. Mendoza	August 9, 2016	Seminar on Corporate Governance	SGV & Co.
Florencia G. Tarriela Felix Enrico R. Alfiler Florido P. Casuela Leonilo G. Coronel Edgar A. Cua Reynaldo A. Maclang Cecilio K. Pedro Carmen K. Tan Lucio C. Tan Michael G. Tan	August 3, 2016	Corporate Governance Forum	Securities & Exchange Commission (SEC)
Florido P. Casuela Leonilo G. Coronel Federico C. Pascual Cecilio K. Pedro	April 6, 2016	Learning Session with Gallups Senior Practice Expert	Gallup
Washington Z. Sycip	Per SEC letter dated Feb. 24, 2016, Director Sycip has granted a permanent exemption from attending the corporate governance trainings/seminars requirement pursuant to SEC Memo Circular No. 20, Series of 2013, for his known probity and of a well recognized stature, influence and reputation in the business community.		