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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. January 27, 2017 Date of Report (Date of earliest event reported)
- 2. SEC Identification Number ASO96-005555 3. BIR Tax Identification No. 000-188-209-000

6.

4. PHILIPPINE NATIONAL BANK

Exact name of registrant as specified in its charter

5. PHILIPPINES

Use Only)

Province, country or other jurisdiction of Industry Classification Code: incorporation

- 1. PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila <u>1300</u>
- 7. Address of principal office Postal Code
- 8. (632)/ 526-3131 to 70/ (632) 891-6040 to 70 Issuer's telephone number, including area code
- 9. <u>Not Applicable</u> 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

Common Shares

1,249,139,678¹

11. Indicate the item numbers reported herein: Items 4 and 9

We wish to inform the Commission that during its meeting held today, January, 27, 2017, the Board of Directors approved the following:

1. Holding of the Annual Stockholders' Meeting of the Bank on April 25, 2017 at 8:00 a.m. at the Grand Ballroom, Upper Lobby, Century Park Hotel, 599 Pablo Ocampo Sr. St., Malate, City of Manila. Only stockholders of record as of March 27, 2017 will be entitled to notice of and to vote at the meeting.

¹ This number includes the 423,962,500 common shares deemed issued to the stockholders of Allied Banking Corporation (ABC) relative to the merger of PNB and ABC as approved by the Securities and Exchange Commission (SEC) on January 17, 2013. The shares are the subject of the Registration Statement approved by the SEC and for listing with the Philippine Stock Exchange.

The Agenda for the Meeting will be as follows:

- 1. Call to Order
- 2. Secretary's Proof of Notice and Quorum
- 3. Approval of the Minutes of the 2016 Annual Stockholders' Meeting held on May 31, 2016
- 4. Report of the President on the Results of Operations for the Year 2016
- 5 Approval of the 2016 Annual Report
- 6. Ratification of All Legal Acts, Resolutions and Proceedings of the Board of Directors and Corporate Officers since the 2016 Annual Stockholders' Meeting
- 7. Election of Directors
- 8. Appointment of External Auditor
- 9. Other Matters
- 10. Adjournment
- Appointment of Mr. Schubert Caesar C. Austero, Senior Vice President, as Head of the Human Resource Group, vice Ms. Socorrro D. Corpus, First Senior Vice President, effective February 16, 2017.

Further, please be informed that Mr. Austero has no beneficial ownership over any shares of PNB as of this date.

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
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MAILA KATRINA Y. ILARDE
Corporate Secretary Signature and Title*

January 27, 2017 Date

* Print name and title of the signing officer under the signature.

SEC Form 17-C December 2003