

# COVER SHEET

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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  
Fiscal Year

3 1  
Day

**SEC Form 17-C**  
FORM TYPE

**April 24**  
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

Remarks = pls. use black ink for scanning purposes

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 25, 2019  
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.  (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)/ 526-3131 to 70/ (632) 891-6040 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
Common Shares	1,249,139,678 <sup>1</sup>

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

We wish to inform the Commission that during its meeting held today, January 25, 2019, the Board of Directors approved and confirmed the following:

1. Holding of the Annual Stockholders' Meeting of the Bank on April 30, 2019 at 8:00 a.m. at the Grand Ballroom, Upper Lobby, Century Park Hotel, 599 Pablo Ocampo Sr. St., Malate, Manila. Only stockholders of record as of April 1, 2019 will be entitled to notice of and to vote at the meeting.

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 2018 Annual Stockholders' Meeting held on April 24, 2018
4. Report of the President on the Results of Operations for the Year 2018
5. Approval of the 2018 Annual Report

<sup>1</sup> 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.

6. Ratification of All Legal Acts, Resolutions and Proceedings of the Board of Directors and Corporate Officers since the 2018 Annual Stockholders' Meeting
  7. Election of Directors
  8. Appointment of External Auditor
  9. Other Matters
  10. Adjournment
- 
2. Revised Table of Organization of the Bank to reflect the following;
    - a. Creation of the Strategy and Financial Advisory Sector (SFAS)
    - b. Reclassification and renaming of the Marketing and Product Development Group to Marketing and Brand Management Sector (MBMS)
    - c. Creation of Digital Innovation Group
  3. Establishment of a Php Bonds and Commercial Paper program of up to ₱100 Billion to be issued in one or more tranches;
  4. Hiring under Management Contract of Mr. Jovencio B. Hernandez as Head of Marketing and Brand Management Sector with the rank of Executive Vice President, effective February 1, 2019;
  5. Hiring of Mr. Chester Y. Luy as Head of Strategy and Financial Advisory Sector and concurrent Head of Wealth Management Group, with the rank of Executive Vice President, effective January 28, 2019;
  6. Hiring of Mr. Noel C. Malabag as Chief Dealer and Trading Division Head, with the rank of Senior Vice President, effective February 1, 2019;
  7. Early retirement of Mr. Ponciano C. Bautista, Senior Vice President and Officer-in-Charge of the Treasury Sector, effective February 17, 2019.

Further, please be informed that Mr. Hernandez, Mr. Luy and Mr. Malabag have no beneficial ownership over any PNB shares under their names 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**

Issuer



**MAILA KATRINA Y. ILARDE**

Corporate Secretary  
Signature and Title\*

**January 25, 2019**

Date

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