

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

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

DORIS S. TE
Corporate Secretary
Contact Person

834-0780
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

Certificate of Independent Director
FORM TYPE

May 29
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



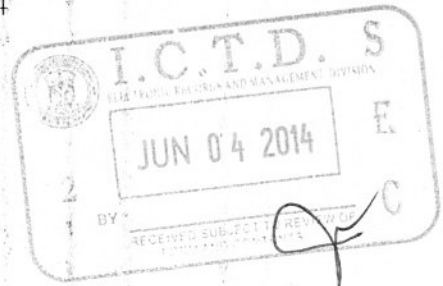
PNB

Office of the Corporate Secretary

Direct Lines: 536-0540
Trunk Lines: 891-6040 to 70
Local: 4782

June 3, 2014

Ms. Justina F. Callangan
Director
Corporation Finance Department
Securities and Exchange Commission
SEC Building, EDSA
Greenhills, Mandaluyong City



Dear Director Callangan:

In compliance with the Notice addressed to All Independent Directors issued by the Securities and Exchange Commission (SEC) on October 20, 2006, we are transmitting herewith the Certification of Qualification of Dr. Cecilio K. Pedro as Independent Director of the Philippine National Bank (PNB).

Thank you.

Very truly yours,

DORIS S. TE
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



PNB

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CECILIO K. PEDRO**, Filipino, of legal age and a resident of 225-B Fresno Road, Pasay City, after having duly sworn to in accordance with law do hereby declare that:

1. I am an Independent Director of the Philippine National Bank;
2. I am affiliated with the following companies or organizations:

| Company/Organization | Position/Relationship | Period of Service |
|--|-----------------------|-------------------|
| Lamoian Corporation | CEO | 25 years |
| Pneumatic Equipment Corporation | Chairman/CEO | 8 years |
| Action Container, Inc. | Chairman/CEO | 25 years |
| Deaf Evangelistic Alliance Foundation, Inc. | Chairman | 22 years |
| CATS Motors | Director | 5 years |
| Philippine Business for Social Progress | Director | 5 years |
| Federation of Filipino-Chinese Chambers of Commerce and Industry, Inc. | Vice President | 15 years |

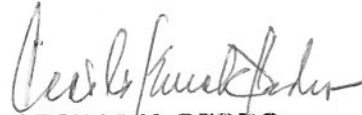
3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Philippine National Bank, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations;
4. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code, and
5. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five (5) days from its occurrence.

Philippine National Bank
 PNB Financial Center
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 Pasay City, Metro Manila 1300,
 Philippines

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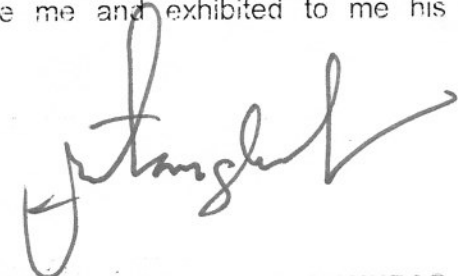
Authorized Depository of the Republic of the Philippines
 Member: PDIC

Done this JUN 08 2014 in PASAY CITY


CECILIO K. PEDRO
Independent Director

PASAY CITY SUBSCRIBED AND SWORN to before me this JUN 08 2014 in
affiant personally appeared before me and exhibited to me his
TIN No. 100-758-295

Doc. No. 515
Page No. 104
Book No. V
Series of 2014


ATTY. RUTH PAMELA E. TANGHAL-MANUBAG
Commission No. 14-11/01-09-14; Roll No. 46369
Notary Public for Pasay City until 12/31/15
9th Floor PNB Financial Center
Pres. D.P. Macapagal Blvd., Pasay City
PTR No. 3673894/01-08-14
IBP No. 932334/12-05-13/PPLM