



**Office of the Corporate Secretary**

Direct Lines: 536-0540  
Trunk Lines: 891-6040 to 70  
Local: 4106/4782

January 22, 2018

**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) copies of our disclosures to the Philippine Stock Exchange regarding the results of the meeting of the PNB Board of Directors held today, January 22, 2018 and the holding of the Annual Stockholders' Meeting of the Bank on April 24, 2018.

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](http://www.pnb.com.ph)

Authorized Depository of the Republic of the Philippines  
Member: PDIC



101222018001719



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

**Document Information**

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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

3 1

Day

Fiscal Year

SEC Form 17-C

FORM TYPE

April 25

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

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LCU

Document I.D.

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Cashier

STAMPS

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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 22, 2018  
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.  (SEC 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 22, 2018, the Board of Directors approved the following:

1. Holding of the Annual Stockholders' Meeting of the Bank on April 24, 2018 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 March 26, 2018 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 2017 Annual Stockholders' Meeting held on April 25, 2017

<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.

4. Report of the President on the Results of Operations for the Year 2017
  5. Approval of the 2017 Annual Report
  6. Ratification of All Legal Acts, Resolutions and Proceedings of the Board of Directors and Corporate Officers since the 2017 Annual Stockholders' Meeting
  7. Election of Directors
  8. Appointment of External Auditor
  9. Other Matters
  10. Adjournment
- 
2. Issuance of up to P20.0 Billion Peso-denominated Long Term Negotiable Certificates of Time Deposit (LTNCD) in one or more tranches, subject to the approval of the Bangko Sentral ng Pilipinas. The proceeds will be used to extend the maturity profile of the Bank's liabilities as part of overall liability management, support compliance with required BSP liquidity ratios, and raise long-term-funds for general corporate purposes;
  3. Appointment of SVP Roland V. Oscuro as Chief Security Officer (CSO) and Head of Enterprise Security Group in concurrent capacity as Chief Information Security Officer (CISO);
  4. Promotion of Mr. Edilberto S. Ramos from First Vice President to Senior Vice President;
  5. Appointment of Director Vivienne K. Tan as member of the Executive Committee, Board Audit & Compliance Committee, and Board Oversight Committee – Domestic and Foreign Offices/Subsidiaries.

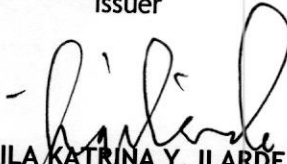
We trust you will take proper note of the above.

**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

**January 22, 2018**  
Date

  
**MAILA KATRINA Y. ILARDE**  
Corporate Secretary  
Signature and Title\*

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

## 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. Date of Report (Date of earliest event reported)  
Jan 22, 2018
2. SEC Identification Number  
AS096-005555
3. BIR Tax Identification No.  
000-188-209-000
4. Exact name of issuer as specified in its charter  
Philippine National Bank
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila  
Postal Code  
1300
8. Issuer's telephone number, including area code  
(632) 526-3131 to 70 / (632) 891-6040 to 70
9. Former name or former address, if changed since last report  
Not Applicable
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
11. Indicate the item numbers reported herein  
Item 9

*The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.*



# PNB

## Philippine National Bank PNB

**PSE Disclosure Form 7-1 - Notice of Annual or Special Stockholders' Meeting**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Sections 7 and 4.4 of the Revised Disclosure Rules**

### Subject of the Disclosure

Notice of the 2018 Annual Stockholders' Meeting of the Philippine National Bank

### Background/Description of the Disclosure

We wish to inform the Exchange that during its meeting held today, January 22, 2018, the Board of Directors approved the holding of the Annual Stockholders' Meeting of the Bank on April 24, 2018 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 March 26, 2018 will be entitled to notice of and to vote at the meeting.

We trust you will take note accordingly. Thank you.

### Type of Meeting

- Annual  
 Special

<b>Date of Approval by Board of Directors</b>	Jan 22, 2018
<b>Date of Stockholders' Meeting</b>	Apr 24, 2018
<b>Time</b>	8:00 a.m.
<b>Venue</b>	Grand Ballroom, Upper Lobby, Century Park Hotel, 599 Pablo Ocampo Sr. St., Malate, Manila
<b>Record Date</b>	Mar 26, 2018
<b>Agenda</b>	<p>The Agenda for the Meeting will be as follows:</p> <ol style="list-style-type: none"> <li>1. Call to Order</li> <li>2. Secretary's Proof of Notice and Quorum</li> <li>3. Approval of the Minutes of the 2017 Annual Stockholders' Meeting held on April 25, 2017</li> <li>4. Report of the President on the Results of Operations for the Year 2017</li> <li>5. Approval of the 2017 Annual Report</li> <li>6. Ratification of All Legal Acts, Resolutions and Proceedings of the Board of Directors and Corporate Officers since the 2017 Annual Stockholders' Meeting</li> <li>7. Election of Directors</li> <li>8. Appointment of External Auditor</li> <li>9. Other Matters</li> <li>10. Adjournment</li> </ol>

### Inclusive Dates of Closing of Stock Transfer Books

<b>Start Date</b>	Mar 20, 2018
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<b>End Date</b>	Mar 26, 2018
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**Other Relevant Information**

Shareholders who wish to recommend a person for election as a director of the Bank may submit a written notice of nomination to the PNB Corporate Secretary's Office, 9F PNB Financial Center, Diosdado Macapagal Blvd, Pasay City 1300. The written notice of nomination, duly signed by the nominating stockholder and the nominee, must clearly set out the names and contact information of both the nominating stockholder and the nominee, and must be supported by the biographical data of the nominee, including his or her relevant qualifications and experiences.

**Filed on behalf by:**

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



# 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

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Jan 22, 2018
2. SEC Identification Number  
AS096-005555
3. BIR Tax Identification No.  
000-188-209-000
4. Exact name of issuer as specified in its charter  
Philippine National Bank
5. Province, country or other jurisdiction of incorporation  
Philippines
6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila  
Postal Code  
1300
8. Issuer's telephone number, including area code  
(632) 526-3131 to 70 / (632) 891-6040 to 70
9. Former name or former address, if changed since last report  
Not Applicable
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

11. Indicate the item numbers reported herein  
Item 4

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# PNB

## Philippine National Bank PNB

**PSE Disclosure Form 4-8 - Change in Directors and/or Officers  
(Resignation/Removal or Appointment/Election)  
References: SRC Rule 17 (SEC Form 17-C) and  
Section 4.4 of the Revised Disclosure Rules**

**Subject of the Disclosure**

Appointment/Promotion of Senior Officers

**Background/Description of the Disclosure**

We wish to advise the Exchange that during its meeting held today, January 22, 2018, the Board of Directors approved and confirmed the appointment/promotion of the following officers.

We trust you will take note accordingly. Thank you.

**Resignation/Removal or Replacement**

Name of Person	Position/Designation	Effective Date of Resignation/Cessation of term (mmm/dd/yyyy)	Reason(s) for Resignation/Cessation
N.A.	N.A.	N.A.	N.A.

**Election or Appointment**

Name of Person	Position/Designation	Date of Appointment/Election (mmm/dd/yyyy)	Effective Date of Appointment Election (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
				Direct	Indirect	
Roland V. Oscuro	Chief Security Officer (CSO) and Head of Enterprise Security Group in concurrent capacity as Chief Information Security Officer (CISO)	Jan/22/2018	Jan/22/2018	100	645	Broker

**Promotion or Change in Designation**

Name of Person	Position/Designation		Date of Approval (mmm/dd/yyyy)	Effective Date of Change (mmm/dd/yyyy)	Shareholdings in the Listed Company		Nature of Indirect Ownership
	From	To			Direct	Indirect	
Edilberto S. Ramos	First Vice President	Senior Vice President	Jan/22/2018	Feb/01/2018	100	424	Broker

**Other Relevant Information**

None.

**Filed on behalf by:**

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

# 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

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5. Province, country or other jurisdiction of incorporation  
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6. Industry Classification Code(SEC Use Only)
7. Address of principal office  
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8. Issuer's telephone number, including area code  
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9. Former name or former address, if changed since last report  
Not Applicable
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	1,246,139,678

11. Indicate the item numbers reported herein  
Item 9

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# PNB

## Philippine National Bank PNB

**PSE Disclosure Form 4-30 - Material Information/Transactions**  
**References: SRC Rule 17 (SEC Form 17-C) and**  
**Sections 4.1 and 4.4 of the Revised Disclosure Rules**

**Subject of the Disclosure**

Results of the Meeting of the Board of Directors held on January 22, 2018

**Background/Description of the Disclosure**

We wish to inform the Exchange that during its meeting held today, January 22, 2018, the Board of Directors approved and confirmed the following:

1. Issuance of up to P20.0 Billion Peso-denominated Long Term Negotiable Certificates of Time Deposit (LTNCD) in one or more tranches, subject to the approval of the Bangko Sentral ng Pilipinas. The proceeds will be used to extend the maturity profile of the Bank's liabilities as part of overall liability management, support compliance with required BSP liquidity ratios, and raise long-term-funds for general corporate purposes;

2. Appointment of Director Vivienne K. Tan as member of the Executive Committee, Board Audit & Compliance Committee, and Board Oversight Committee – Domestic and Foreign Offices/Subsidiaries.

We trust you will take note accordingly. Thank you.

**Other Relevant Information**

None.

**Filed on behalf by:**

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