



**MINUTES OF THE ANNUAL STOCKHOLDERS' MEETING  
HELD ON APRIL 26, 2022  
via Microsoft Live Events**

**DIRECTORS/STOCKHOLDERS PRESENT**

Please refer to "Annex A"

**I. CALL TO ORDER**

The meeting commenced at 8:00 a.m. with the singing of the National Anthem. The invocation was, thereafter, led by SVP Celeste Marie V. Lim.

Chairman Federico C. Pascual welcomed the stockholders to the Bank's third virtual Annual Stockholders' Meeting. He thereafter called the meeting to order.

The Corporate Secretary, Ms. Ruth Pamela E. Tanghal, recorded the minutes of the proceedings.

**II. SECRETARY'S PROOF OF NOTICE AND QUORUM**

The Chairman asked the Corporate Secretary to show proof that the required Notice of the Meeting was provided to all the stockholders of record. The Corporate Secretary explained that as per the requirements of the Securities and Exchange Commission (SEC) and the Bank's Amended By-Laws, Notice of the Meeting stating the date and time of the meeting and the link for attendance by way of remote communication was published, in print and online format, from 29 to 30 March 2022 in the Philippine Star and the BusinessWorld, and from 07 to 13 April 2022 in the Manila Bulletin, the Philippine Star and the BusinessWorld. The supporting Affidavits of Publication of the Notice were submitted for the record. Further, the Corporate Secretary said that the Notice of the Meeting was posted in the Bank's website at [www.pnb.com.ph](http://www.pnb.com.ph) and in the Bank's PSE EDGE profile. Thereafter, the Corporate Secretary certified that Notice of the Meeting was provided to all stockholders of record.

The Chairman requested the Corporate Secretary to certify the existence of a quorum. The Corporate Secretary reported that, according to the guidelines circulated to the stockholders, the last day for registration for the annual meeting was on 19 April 2022. She said that based on the tally of those who successfully registered for the virtual meeting and the validated Proxies and Powers of Attorney, there were present a total of 1,212,902,770 shares or 79.49% of the Bank's total outstanding shares. Ms. Tanghal said that the validation of Proxies took place on 21 April 2022. The Corporate Secretary, thus, certified that a quorum existed for a valid transaction of business.

The Chairman said that because of the ongoing pandemic and with the health crisis in everyone's midst, the Bank was holding its annual meeting virtually for the third time. He also said that despite the global health crisis, the Bank endeavored to provide its stockholders the avenue to participate in the Bank's annual meeting as if held in person. He mentioned that the stockholders were notified of the mechanics to participate and vote on the matters to be discussed during the meeting and, thus called on the Corporate Secretary to briefly present the rules of conduct and voting procedure for the 2022 Annual Stockholders' Meeting.

The Corporate Secretary explained that the voting rights of each stockholder were set out under Item 10 of the Bank's Information Statement, while the requirements and procedure for participation and voting through remote communication were set out under "Annex B" of the said Information Statement and were uploaded to the Bank's website and PSE EDGE profile.

The Corporate Secretary briefly discussed the rules of the meeting, as follows:

1. Stockholders who completed the registration and verification procedure on or before 19 April 2022 could attend and participate in the meeting and be included in determining the quorum for the meeting.
2. Stockholders who had questions about the matters set out in the agenda were requested to send their questions to [pnb\\_asm@pnb.com.ph](mailto:pnb_asm@pnb.com.ph). Questions received via email would be addressed at the Q & A portion of the meeting. Further, stockholders also had the option to send in their questions through the MS Live Chatbox, which would be live and available during the Q & A portion. Questions which were not accommodated during the meeting due to time constraints or for any other reason would be replied to by the Bank through electronic mail messaging;
3. The five (5) items for approval or ratification of the stockholders during the meeting would be presented on the screen for reference of the stockholders;
4. Stockholders who completed the registration and verification procedure were given the opportunity to vote *in absentia* through the Bank's Voting Portal by no later than 5:00 p.m. of 21 April 2022. Stockholders were also given the opportunity to cast their votes by sending their proxy forms no later than 5:00 p.m. of 21 April 2022;
5. Votes received on or before 5:00 p.m. of 22 April 2022 were tabulated and would be presented throughout the meeting; and,
6. The Annual Stockholders' Meeting would be recorded in video and audio format in accordance with the requirements of the SEC.

### **III. APPROVAL OF THE MINUTES OF THE 2021 ANNUAL STOCKHOLDERS' MEETING HELD ON APRIL 27, 2021**

The next item in the Agenda was the approval of the Minutes of the 2021 Annual Stockholders' Meeting held on 27 April 2021. The Chairman inquired if the stockholders were apprised of the said item in the Agenda. In response thereto, the Corporate Secretary said that copies of the Minutes of the 2021 Annual Stockholders' Meeting held on 27 April 2021 were uploaded on the Bank's website on 30 April 2021 and were prepared in accordance with the Revised Corporation Code. A copy of the Minutes was likewise attached as Annex "C" of the Bank's Information Statement.

The Corporate Secretary then flashed on the screen a summary of the matters discussed during the 2021 Annual Stockholders' Meeting for the examination of the stockholders. The Corporate Secretary further advised that the salient matters approved in the 2021 Annual Stockholders' Meeting could also be found on page 39, under Item 8 of the Bank's Information Statement. The Corporate Secretary proposed that, in the interest of time, the reading of the Minutes of the 2021 Annual Stockholders' Meeting held on 27 April 2021 be dispensed with, and that the said Minutes as appearing in the Bank's records be approved.

The Corporate Secretary reported that based on the total votes received, a total of 1,212,407,841 shares voted in favor of approving the Minutes of the 2021 Annual Stockholders' Meeting held on 27 April 2021.

With the favorable vote of stockholders owning more than a majority of the outstanding shares, the Chairman declared that the Minutes of the 2021 Annual Stockholders' Meeting held on 27 April 2021 were approved.

The Corporate Secretary was then instructed to reflect the tally of votes in the Minutes. Thus:

	No. of Shares	%
Approving	1,212,407,841	79.46%
Dissenting	-	-
Abstaining	15,243	0.00%

**IV. REPORT OF THE PRESIDENT ON THE RESULTS OF OPERATIONS FOR THE YEAR 2021**

Mr. Jose Arnulfo A. Veloso, President and Chief Executive Officer of PNB, presented the results of operations for the year 2021. He provided the President’s Report to the Bank’s stockholders, as follows:

“PNB’s performance for 2021 shows that it continues to be profitable as income from our core banking operations reached ₱40.1 billion, growing by 2 percent year-on-year. Despite the economic fallout from COVID-19, we continued to play our part in helping customers, the banking public, and our employees as we navigate the impact of the continuing pandemic situation that we have.

PNB booked higher net earnings reaching ₱31.7 billion in 2021 – 12 times higher than the ₱2.62 billion recorded in 2020. Our Bank’s core net income is now better than Pre-Pandemic 2019 levels by 8% as PNB posted robust performance fueled by continued growth in lending and fee-based income. As of end-December 2021, PNB’s consolidated resources stood at ₱1.19 trillion. The Bank’s Capital Adequacy Ratio of 13.66% and Common Equity Tier 1 Ratio of 12.96% remained above the minimum regulatory requirement of 10%.

In 2021, we carried out a branch network rationalization plan to manage costs and create efficiencies in line with the Bank’s goal to be adaptive and sustainable. PNB ended 2021 with a domestic branch network of 670. Our ATM and Cash Accept Machine network, on the other hand, stood at 1,731 by year-end.

During the pandemic, we also relied on a service PNB had launched close to five decades ago. To enable Filipinos to safely and conveniently conduct transactions, we continued to deploy our Bank On Wheels to allow customers to withdraw cash, pay bills, and transfer funds. In 2021, the Bank On Wheels was able to serve 1,700 sites and communities.

At the overseas front, PNB remains the largest among Philippine universal banks, with 70 offices and 107 agents and partners in Asia, Europe, the Middle East, and North America. In 2021, we have processed 2.37 million remittance items, with remittance volume of USD2.34 billion.

We have also booked 183 Own a Philippine Home Loan (OHPL) items, amounting to ₱679 million. As of end-2021, total portfolio for OPHL is at ₱2.7 billion. We partnered with New Jersey-based Alexander Anderson Real Estate Group to beef up OPHL and help push properties in the Philippines to Filipino-Americans.

Likewise, digitalization efforts were intensified to improve remittance services. In October 2021, we launched the PNB Singapore Mobile App, the Bank’s first

remittance app overseas allowing users to send money 24/7 using their mobile devices. For 2022 to 2023, we are committed to further grow our remittance business through the introduction of mobile app services in the UK, Hong Kong, Japan, and the USA.

We also pushed our Cards in business in 2021 by launching the PNB Cart Mastercard, a virtual credit card made specifically for online transactions. Credit card credentials will be in digital form. There is no physical plastic card to be issued as card details are emailed to the cardholder via a password-protected PDF file. Virtual cards are exclusively used for online purchases where credit card information can be keyed in. We also offered credit card services on the PNB Digital App for onboarding, viewing of balances, utility bills payment, and access to electronic statement of account.

For 2022, the cards business is looking to grow with an estimated 100 thousand new cards on the back of the relaunch of 3 key products: PNB PAL Mabuhay Miles Mastercard, Platinum Rewards, and Visa Rebate. We are also fast-tracking the release of key features on our PNB Digital App to increase our Digital Onboarding Capabilities and Self-Service transactions.

When the pandemic first hit in 2020, our institutional banking business quickly shifted from asset growth to credit-intensive portfolio management with the intent to hand-hold severely impacted client relationships. We calibrated a framework in aiding borrowers heavily affected by the downturn and identified relationships in resilient industries where we could expand existing business.

In 2021, we capitalized on highly-resilient local corporates to safeguard the Bank's portfolio. Despite a drastically altered landscape, our corporate banking and commercial banking teams provided much-needed financing to priority industries such as utilities, infrastructure, power, telecommunication, and wholesale and retail trade.

Our cash management business, on the other hand, continued to build the number of customers and bring in more CASA to the Bank. We generated 40 thousand enrollments in 2021, higher than the 20 thousand enrollments in 2020.

In our efforts to improve customer experience, we partnered with Adobe Sign to digitize loan implementation and transaction documents. We are looking at adopting this service enterprise-wide by the fourth quarter of 2022. With the partnership, PNB will make it safer and easier for customers to do transactions anytime, anywhere, virtually.

Through our investment banking arm, PNB Capital and Investment Corporation, we continued to build the businesses by arranging and facilitating several IPOs, follow-on offerings, and other deals. Among others, some of the projects that PNB Capital worked on were the REIT offerings of DoubleDragon Properties Corporation and Robinsons Land Corporation – these issuances are proof that despite the challenges, the Philippine capital market continues to thrive and our economy is gradually inching its way to recovery. Other noteworthy undertakings – among others – were Monde Nissin's IPO wherein they offered 3.6 billion common shares; AllDay Marts' ₱4.5-billion IPO; Synergy Grid & Development's ₱13.8-billion Follow-On Offering.

2021 saw an increase in customer preference for online banking amidst the health and safety concerns and quarantine restrictions. With this in mind, we accelerated digital transformation in terms of offering digital banking products and services for clients and improving our way of doing business.

We relaunched our PNB Digital App during the first half of 2021. Total enrollment as of end-2021 stood at 483 thousand. We saw an 8% growth year-on-year in total digital banking users, with 73% of these users actively using the platform. This in turn resulted to a 76% year-on-year increase in digital transactions.

To enhance our digital platform and be able to better compete in the market during the pandemic, we formally launched to the public our web-based online account opening platform in June 2021. New-to-bank clients can now open an account with PNB safely and securely in the comfort of their homes. As of end-2021, the Bank has processed over 50,000 applications for new accounts.

We are investing in technology and changing a lot of our processes at PNB. More and more customers are now demanding non-stop banking services. They want it fast, safe, and easy. In the new normal, we need to rely on technology to interact with customers and our target market across all our channels.

On the awards front, several accolades were given to PNB.

We were honored by the Asiamoney with 'Best Bank for Investment Research,' acknowledging our efforts in supporting our clients through research capabilities.

We were likewise recognized by the BSP as "Outstanding Regional Partners" in the 2021 BSP Stakeholders Appreciation Ceremony. Receiving distinctions were PNB (National Capital Region), PNB Laoag Cash and Clearing Unit (Region I), PNB Cebu Cash Center (Region VII), and PNB Butuan-Montilla Branch (Region XIII).

We were awarded by the Asia Responsible Enterprise Awards the 'Green Leadership Award' for Project P.L.A.N.E.T. (Protect, Love, and Nurture the Environment Together), our banner environmental and sustainability program. Project P.L.A.N.E.T. was developed to raise awareness among employees; encourage them to reduce their environmental footprint at work and in their own homes; and provide them with eco-friendly, healthy, and sustainable alternatives.

Finally, we were honored by a joint program of the European Union and UN Women as 'Champion for Transparency and Reporting' in the UN Women 2021 Philippines Women's Empowerment Principles (WEPs) Awards. We were cited for our commitment to transparency and reporting that reflects gender data and indicators.

Before we proceed, let me update all of you regarding our Non-Performing Loans.

Our NPLs grew as the Pandemic impacted many of our customers as the lockdowns slowed down the overall economy. Our NPLs went up at a time when we were already facing issues brought about our Savings Bank—which we had merged back to the Parent bank prior to the lockdowns.

Our legacy Savings Bank NPL reached 1.96% of the total of 9.72%.

Our legacy Transportation accounts NPL, on the other hand, amounted to 4.15%.

And, the last part is our organic NPLs which is at 3.61%. This represents our BAU regular accounts. This level of NPLs is relatively at par compared to the banking industry's 3.55%.

Rest assured that we will continue to work on these NPLs to bring the levels down.

In 2021, we executed the monetization of our three huge real estate properties. This transaction was crucial, and this allowed PNB to absorb the impact of the expected credit losses which are directly attributed to PNB's Legacy Accounts and the impact of COVID-19 and the slowdown in the economy. This transaction allowed the Bank to weather the storm.

From this initiative, we recognized a one-off gain of ₱33.6 billion from the transfer of prime real estate properties in exchange for shares of PNB Holdings Corporation.

*Sa ngalan ng Top Management at lahat ng Philnabankers, maraming salamat po sa patuloy ninyong tiwala at suporta sa PNB. Maaasahan po ninyo na patuloy naming palalakasin at patitibayin ang PNB."*

After the President's Report, Mr. Aidell R. Gregorio, Acting Chief Financial Officer of PNB, presented the Financial Report for the year 2021, thus:

"PNB sustained its positive financial results in 2021 despite the lingering COVID-19 pandemic that continued to adversely impact the country's economy.

The Bank registered a higher net profit before provisions for impairment and taxes at ₱50.8 billion in 2021, three times its year-ago level due to sustained core income and, boosted by substantial one-off gain from monetizing the value of our low income-generating assets.

The Bank's net interest income representing about 87% of the total core operating income was relatively flat year-on-year at ₱35 billion as the Bank managed to maintain net interest margin at 3.2%.

In 2021, the Bank was more prudent in its lending activities as it re-directed new loan grants to essential sectors and industries that will thrive in the new norm. To help cushion the impact of the reduction in yields, the Bank also refocused on generating low-cost CASA funding. The trends in the Bank's deposits and loans can be seen in the succeeding slides.

Interest expense on deposits declined as the Bank let go of substantial high-cost time deposits while incremental deposits continued to be in low-cost funds. Deposit liabilities closed at ₱895 billion, increasing by half a percent year-on-year. This forms part of the Bank's strategy to continue generating further low-cost CASA funds amid this current operating interest rate environment. As of end-2021, total demand and savings deposits, comprising 80% of the Bank's deposit liabilities, had a composite growth of 14% year-on-year. In contrast, time deposits recorded a reduction of 32% year-on-year.

On the other hand, interest income on loans declined by 9% due to a combination of lower loan balances and average asset yields compared to the pre-pandemic levels. Gross loans increased by 2% year-on-year to reach ₱631 billion by end-December 2021 as both corporate loans and retail loans

increased by 4% and 7%, respectively, offsetting the 2% decline in Commercial/SMEs.

The Bank's revenues from fee-based activities increased by 43% year-on-year to reach ₱5.3 billion, driven by higher loan-related and deposit-related transactions. The volume of transactions in 2021 is notably much higher compared to the previous year's volumes that were significantly affected when the pandemic started. In 2021, the Bank also resumed its collection of fees from interbank fund transfers, withdrawals and remittance transactions, which were waived in the prior year to support the industry's initiative.

Furthermore, the Bank also recorded higher bancassurance and investment banking revenues in 2021. The Bank participated in a number of underwriting deals with several entities which took advantage of the momentum in the capital markets during the year. The improvement in fee-based income was also supplemented by the additional fees from the increasing usage of the Bank's digital platform.

The Bank's other income or non-core income stood at ₱36.9 billion in 2021. This is six times higher than the level a year ago, primarily due to the ₱33.4 billion gains from the properties-for-shares swap.

On the other hand, trading and foreign exchange gains declined year-on-year since, in the previous year, the favorable market conditions allowed the Bank to post significant gains from the disposal of our investment portfolio as we took advantage of the decline in benchmark interest rates in January 2020.

Operating expenses, excluding provisions for credit losses, are lower by 6% compared to the previous year as the Bank continued to focus on essential expenditures especially during these challenging times.

During the year, the Bank continued its proactive approach to build loan loss provisions especially for those borrowers who were directly hit by the COVID-19 pandemic. However, we have also taken into consideration the significant recent developments in the status of some of our borrowers who are now gradually recovering. This led to a level of credit provisions in 2021 which are much lower by 24% year-on-year.

After the impairment provisions and taxes, the Bank's consolidated net income for full year 2021 amounted to ₱31.7 billion, twelve times higher than the bottom-line income in the previous year.

On our financial condition, our total assets closed at ₱1.2 trillion, 3% lower than the year-ago level, on account of the disposal of the three prime properties subject of the properties-for-share swap, as well as the disposal of two of our subsidiaries in 2021, PNB Holdings Corporation and our non-life insurance arm, PNB General Insurers.

Meanwhile, total equity improved by 3% year-on-year due to higher results of operations from the Bank's core banking activities, as well as the benefits of monetizing the value of our low income-generating assets. Our capital ratios at 13.66% for Capital Adequacy Ratio and 12.96% for Common Equity Tier 1 ratio remained above the minimum regulatory requirement of 10%.

On April 23, 2021, the Board of Directors of the Bank approved and confirmed the property dividend declaration of up to 239,353,710 common shares of PNB Holdings Corporation (PHC), with par value of ₱100 per share, to all shareholders of record as of May 18, 2021. The property dividends shall be

paid at a ratio of about 0.1568 shares of PHC for every one share of PNB. In case a shareholder is entitled to a fractional PHC share, the Bank shall pay for such fraction in cash based on par value on the dividend settlement date. We are pleased to inform our shareholders that on December 24, 2021, the Securities and Exchange Commission noted and approved the distribution of such property dividends.

Finally, as required by Section 49 of the Revised Corporation Code, we would like to inform our shareholders that the Bank maintains a system of internal controls and risk management systems adequate to enable the preparation of the financial statements in accordance with Philippine Financial Reporting Standards that are free from any material misstatement.”

Ms. Isabelita M. Papa, Member of the Board of Directors and Chairman of the Board Audit and Compliance Committee (BACC), thereafter presented pertinent regulatory matters for the year 2021, as follows:

“In compliance with Sections 29 and 49 of the Revised Corporation Code, we are required to present to our stockholders a report on the total compensation received by the directors for the year. In the Bank’s Information Statement, pages 37 and 38, the Bank has disclosed that the total per diem paid to the Board of Directors for 2021 amounted to approximately ₱67.375M. Flashed on the screen is the table showing the emoluments and compensation received by each director.

Further, Section 49 of the Revised Corporation Code requires disclosure of directors’ self-dealings and related party transactions with the Bank. I would like to report that information on the Bank’s transaction with related parties and certain directors, officers, stockholders and related interests (DOSRI) are shown under Note 33 and 41 of the Audited Financial Statements of the Bank and Subsidiaries and Part II, Schedules B and C of the Supplementary Code, Rule 68, Annex J.

In the aggregate, DOSRI loans generally should not exceed the Bank’s equity or 15% of the Bank’s total loan portfolio, whichever is lower. As of 31 December 2021, the Bank and its subsidiaries were compliant with regulations. The Bank’s Audited Financial Statement had been uploaded to the Bank’s website and PSE EDGE profile.”

Chairman Pascual thanked Mr. Veloso, Mr. Gregorio and Ms. Papa for an extensive report on the overall performance of the Bank. He also acknowledged the invaluable service, contribution, and commitment to the Bank of the Board of Directors, the Board Advisors, the President, Senior Management, officers and all the employees of PNB.

## **V. APPROVAL OF THE 2021 ANNUAL REPORT**

The Corporate Secretary presented the proposed resolution regarding the notation and approval of the Bank’s 2021 Annual Report, together with the Audited Financial Statement as of 31 December 2021. She further reported that copies of the Annual Report and the Audited Financial Statement were attached to the Information Statement and uploaded to the Bank’s website.

The Corporate Secretary confirmed that based on the total votes received, a total of 1,211,787,301 shares voted in favor of approving the Bank’s 2021 Annual Report, together with the Audited Financial Statement as of 31 December 2021; thus, with the shareholders owning more than a majority of the outstanding shares voting in favor of the matter, the Bank’s 2021 Annual Report, together with its Audited Financial Statement as of 31 December 2021, was noted and confirmed, as follows:



**STOCKHOLDERS' RESOLUTION NO. 01-22**

**RESOLVED**, AS IT IS HEREBY RESOLVED, that the Bank's 2021 Annual Report, together with the Audited Financial Statement for the year ended 31 December 2021, be noted and approved.

The Chairman instructed the Corporate Secretary to reflect the tally of votes in the Minutes, thus:

	No. of Shares	%
Approving	1,211,787,301	79.42%
Dissenting	-	-
Abstaining	573,533	0.04%

**VI. RATIFICATION OF ALL THE LEGAL ACTS, RESOLUTIONS AND PROCEEDINGS OF THE BOARD OF DIRECTORS AND CORPORATE OFFICERS SINCE THE 2021 ANNUAL STOCKHOLDERS' MEETING**

The next item in the Agenda was the confirmation and ratification of all the legal acts, resolutions and proceedings of the Board of Directors and Officers since the 2021 Annual Stockholders' Meeting held on 27 April 2021. A summary of the acts submitted for ratification was flashed on the screen for the examination of the stockholders. As explained by the President, these acts, resolutions and proceedings submitted for approval of the stockholders consisted of regular banking transactions and policy formulation undertaken in the regular course of business of the Bank. These acts were standard, if not customary, in the Banking industry.

The Corporate Secretary confirmed that, based on the total votes received, a total of 1,211,787,301 outstanding shares of the Bank voted in favor of approving all the legal acts, resolutions and proceedings of the Board of Directors and Corporate Officers of the Bank from the date of the Bank's last Annual Stockholders' Meeting on 27 April 2021 up to the present date.

The Chairman said that, with the shareholders owning more than a majority of the outstanding shares voting in favor of the matter, the legal acts, resolutions and proceedings of the Board of Directors and Corporate Officers of the Bank from the date of the Bank's last Annual Stockholders' Meeting on April 27, 2021 up to the present date were approved, confirmed and ratified. The proposed resolution was presented for approval and confirmation, thus:

**STOCKHOLDERS' RESOLUTION NO. 02-22**

**RESOLVED**, AS IT HEREBY RESOLVED that all legal acts, resolutions and proceedings of the Board of Directors and Corporate Officers of the Bank from the last Annual Stockholders' Meeting on 27 April 2021 up to the present, as reflected in the Minutes of the Meetings of the Board of Directors and the Board Committees be approved, confirmed and ratified.

The Chairman, thus, instructed the Corporate Secretary to reflect the following tally of votes in the Minutes, thus:

	No. of Shares	%
Approving	1,211,787,301	79.42%
Dissenting	0	0
Abstaining	573,533	0.04%

**VII. ELECTION OF DIRECTORS**

The Corporate Secretary reported that the Bank’s Corporate Governance and Sustainability Committee, acting as the Nomination Committee, approved the nomination of the following as Directors of the Bank for 2022-2023, in alphabetical order:

- 1. Mr. Florido P. Casuela
- 2. Mr. Leonilo G. Coronel
- 3. Mr. Edgar A. Cua
- 4. Mr. Estelito P. Mendoza
- 5. Ms. Isabelita M. Papa
- 6. Mr. Federico C. Pascual
- 7. Ms. Sheila T. Pascual
- 8. Mr. Wilfrido E. Sanchez
- 9. Ms. Carmen K. Tan
- 10. Mr. Lucio C. Tan
- 11. Mr. Lucio C. Tan III
- 12. Mr. Michael G. Tan
- 13. Ms. Vivienne K. Tan
- 14. Mr. Jose Arnulfo A. Veloso; and
- 15. Mr. Domingo H. Yap

The Corporate Secretary further reported that Mr. Edgar A. Cua, Ms. Isabelita M. Papa, Mr. Federico C. Pascual, Mr. Wilfrido E. Sanchez and Mr. Domingo H. Yap were nominated as Independent Directors. She clarified that, as recommended by the Corporate Governance and Sustainability Committee, should any of the regulators not approve the independent directorship of any of the nominees, such nominee shall be deemed automatically elected as a regular director.

The Corporate Secretary further explained that the Revised Corporation Code of the Philippines required the presentation of a summary of the attendance report, the appraisal and performance reports of the members of the Board, and the criteria and procedure for assessing the performance of the directors, which could be found in the Bank’s Manual of Corporate Governance provided in the Bank’s website.

The Corporate Secretary proposed that, since there were only fifteen (15) nominees to the fifteen (15) available seats in the Board of Directors, and since each of the nominees received votes in their respective names, the fifteen (15) nominees be proclaimed as duly elected directors of the Bank, to serve as such until the election and qualification of their successors.

The Corporate Secretary presented the votes received by each of the nominees and the proposed resolution for the election of Directors for 2022-2023. Having received the requisite votes, the nominees were then declared as duly elected Directors of the Bank for 2022-2023 to serve immediately as such until the election and qualification of their successors. The following resolution was, thus, proposed for approval and confirmation:

**STOCKHOLDERS RESOLUTION NO. 03-22**

**RESOLVED**, AS IT IS HEREBY RESOLVED, to approve and confirm the election of the following as members of the Board of Directors of the Bank for the year 2022-2023:

- 1. Mr. Florido P. Casuela
- 2. Mr. Leonilo G. Coronel
- 3. Mr. Edgar A. Cua (Independent Director)
- 4. Mr. Estelito P. Mendoza
- 5. Ms. Isabelita M. Papa (Independent Director)
- 6. Mr. Federico C. Pascual (Independent Director)
- 7. Ms. Sheila T. Pascual
- 8. Mr. Wilfrido E. Sanchez (Independent Director)
- 9. Ms. Carmen K. Tan
- 10. Mr. Lucio C. Tan
- 11. Mr. Lucio C. Tan III
- 12. Mr. Michael G. Tan
- 13. Ms. Vivienne K. Tan
- 14. Mr. Jose Arnulfo A. Veloso
- 15. Mr. Domingo H. Yap (Independent Director)

The Corporate Secretary was also instructed to reflect in the Minutes the votes received by each of the nominees, as follows:

NOMINEE	NO. OF VOTES
Mr. Florido P. Casuela	1,212,516,465
Mr. Leonilo G. Coronel	1,212,287,820
Mr. Edgar A. Cua	1,212,287,820
Mr. Estelito P. Mendoza	1,201,624,748
Ms. Isabelita M. Papa	1,211,981,329
Mr. Federico C. Pascual	1,211,931,029
Ms. Sheila T. Pascual	1,212,287,820
Mr. Wilfrido E. Sanchez	1,212,256,039
Ms. Carmen K. Tan	1,211,931,029
Mr. Lucio C. Tan	1,211,931,029
Mr. Lucio C. Tan III	1,211,931,029
Mr. Michael G. Tan	1,211,749,354
Ms. Vivienne K. Tan	1,211,931,029
Mr. Jose Arnulfo A. Veloso	1,212,287,820
Mr. Domingo H. Yap	1,212,287,820

**VIII. APPOINTMENT OF EXTERNAL AUDITOR**

Ms. Isabelita M. Papa, Chairman of the BACC, explained that the appointment of the Bank’s External Auditor underwent a process mandated by the Bank’s Manual of Corporate Governance, which was in compliance with the requirements of the SEC.

The BACC was responsible for the selection, evaluation, appointment, dismissal, replacement and reappointment of the External Auditor, which was thereafter endorsed to the Board of Directors and presented to the stockholders for approval. The Committee took into consideration the following factors in selecting an External Auditor for the Bank, thus:

- size of the auditing firm;
- reputation and professionalism of the partners;
- track record;
- knowledge of current auditing and accounting practices;
- integrity and competencies of their staff;
- resources and facilities; and,
- the Bank's trust and confidence in their skills.

Ms. Papa reported that, after careful deliberations and compliance with the Bank's rules and procedures for the appointment of External Auditor, the BACC recommended and endorsed the appointment of SGV & Co. as External Auditor of the Bank. The partner-in-charge of the Bank's account, Ms. Vicky B. Lee-Salas, was appointed on 01 September 2020. As such, there was no need to request for a change in the partner-in-charge of the Bank's account. The appointment of SGV & Co. as External Auditor of the Bank was approved by the Board of Directors on 28 February 2022 and, thus, presented for the ratification of the stockholders.

Ms. Papa discussed that, in compliance with Section 49 of the Revised Corporation Code, the total engagement fees billed and paid for the professional services rendered by SGV & Co. in 2021 (inclusive of out-of-pocket expenses and value-added tax) amounted to ₱22.945 million.

The Corporate Secretary reported that, based on the total votes received by proxy and via remote communication, a total of 1,212,325,050 shares of the Bank voted in favor of the appointment of SGV & Co. as External Auditor of the Bank.

The Chairman said that, with the shareholders voting in favor of the matter, SGV & Co. was appointed as External Auditor of the Bank for the ensuing year. Thus, the Corporate Secretary presented the proposed resolution for the appointment of the External Auditor for the ensuing year, as follows:

**STOCKHOLDERS' RESOLUTION NO. 04-22**

**RESOLVED**, AS IT IS HEREBY RESOLVED, to approve the appointment of SGV & Co. as the External Auditor of the Bank for the fiscal year 2022 to 2023.

The Corporate Secretary was then instructed to reflect in the Minutes the votes received, as follows:

	No. of Shares	%
Approving	1,212,325,050	79.46%
Dissenting	20,500	0.00
Abstaining	-	-

**IX. OTHER MATTERS**

The Chairman then requested Ms. Emeline C. Centeno, Investors Relations Officer of the Bank, to read and relay the questions received from the stockholders, to be addressed by the PNB Management.

Ms. Centeno relayed the first two queries sent via email by Ms. Divina F. Cavestany on (1) whether there was an update on when the latter could receive her PNB Holdings

Corporation (PHC) shares given that PNB declared property dividends last year; and, (2) whether PNB had plans to declare cash dividends this year.

On the first question of Ms. Cavestany, Mr. Jonathan Uy, Strategy Division Head of PNB, replied that, as communicated last year, all PNB shareholders as of 18 May 2021 would receive 0.156886919 PHC share for every 1 PNB common share. Mr. Uy said that he was pleased to inform Ms. Cavestany that the Bank had already completed several internal and regulatory milestones pertaining to the distribution of these property dividends. Further, the Bank was currently working on the remaining approvals from regulatory bodies. The Bank would provide public disclosures and advisory through the Philippine Stock Exchange or PSE as soon as the Bank obtained all the necessary internal and regulatory approvals to facilitate the distribution of the PHC shares. He said that the Bank hoped to receive the necessary regulatory approvals soon, so that the Bank could distribute the property dividends within the year.

Mr. Uy mentioned that PHC had crafted its strategic business plan that would be disclosed once it was listed in the PSE. Since PHC had been aiming to improve its financial performance significantly in the future, Ms. Cavestany and all other PNB shareholders, who were entitled to receive PHC shares, could possibly benefit should Ms. Cavestany choose to hold onto her PHC shares over the long term.

In response to the second question of Ms. Cavestany, Mr. Aidell Gregorio, Acting CFO of the Bank, said that since PNB was a publicly listed company, it was unable to provide definitive, forward looking statements. However, he said that the Bank wanted to assure the stockholders that PNB's Senior Management team and its Board of Directors recognized the shareholder's interests and concerns and had been working very hard to sustain the growth in the Bank's profitability, which would eventually allow declaration of cash dividends on a regular and sustainable basis, without compromising its growth trajectory.

Mr. Gregorio further said that, as the Bank would navigate through a challenging business environment brought about by the prolonged COVID-19 pandemic, the Bank, however, would have to take into consideration the compliance with regulations on capital adequacy to absorb possible asset quality deterioration, as well as build up the capital requirements for the Bank's business growth, while taking into account the shareholders' interest.

Ms. Centeno read the next question sent via email by Mr. Jose Marie Erwin H. Duran. Mr. Duran asked that, as a stockholder, what would he do to receive and cash in the PHC shares allocated to him?

Mr. Jonathan Uy replied that, after PNB's public disclosure that it had already obtained all the necessary approvals for the distribution of PHC shares as property dividends, the Bank would provide step by-step instructions on how the PNB shareholders would receive their dividends. He advised Mr. Duran to contact the PNB Trust Banking Group through email address [pnbtransferagency@pnb.com.ph](mailto:pnbtransferagency@pnb.com.ph) to ensure that they had Mr. Duran's updated contact details and other important information, and so Mr. Duran could receive the instructions.

Mr. Uy said that, upon listing of PHC shares in the PSE, the investing public would have a better understanding of the company's strategic business plan, specifically with regard to the three prime properties. The listing would enable Mr. Duran (or any stockholder) to cash in the dividends by selling his shares through the PSE, where he would likely get the best market-based return from his stake in PHC. Alternatively, Mr. Duran may choose to hold on to his shares to take advantage of potential valuation gains in the future.

According to Mr. Uy, PHC already hired PNB Capital and Investment Corporation as financial adviser and Picazo Buyco Tan Fider & Santos Law Offices as its legal counsel to work on the listing requirements of the PSE. While PHC would need to complete the listing requirements, Mr. Uy assured the Bank's shareholders that the Parent bank/PNB was providing the necessary assistance to PHC since the company's listing was a priority of the Bank.

Mr. Uy said that PNB would provide the necessary assistance, on a best-effort basis, to enable the shareholders to sell their shares should they intend to sell their PHC shares before the PSE listing.

Ms. Centeno mentioned that the next question was from Ms. Elvira V. Gonzales who asked what were the factors that contributed to the Bank's high net income in 2021.

In reply to Ms. Gonzales' question, President Veloso said that despite the adverse impact of the prolonged COVID-19 pandemic, the Bank still managed to grow its income from its core banking operations by 2% year-on-year. Further, he gave the idiomatic expression, *"(w)hen there is fog on the road, you do not drive fast and aggressive."*

President Veloso mentioned that the Bank's revenues from fee-based activities grew by 43% from the previous year, as the year 2021 marked the gradual reopening of the economy, which resulted in higher volume of loan-related and deposit-related transactions of the Bank. He said that the Bank also participated in several underwriting arrangements as entities took advantage of the capital markets during 2021. This core operating income was complemented by a P33.4B-gain of the property for shares swap completed during the year with PHC. This was part of a series of transactions which aimed to monetize the value of the Bank's low earning assets. The Bank's expenses excluding provisions for credit losses were lower by 6% in 2021 as the Bank continued to focus on essential expenditures especially during this challenging time. The Bank had set aside much lower credit provisions in 2021 taking into consideration the significant recent developments in the status of the Bank's borrowers who had now been gradually recovering from the pandemic. The secret sauce to this was the men and women who ensured that PNB was running on a well-oiled machine.

President Veloso also addressed the Members of the Board, Management, and every staff across the 670 branches and 76 offices in 16 countries with the words – *"(k)apit bisig, tulong-tulong para kumita ang Philippine National Bank."*

Ms. Centeno stated that the next question was from Ms. Leonila F. Coquilla, who asked about the Bank's outlook with regard to the Non-Performing Loans (NPL) ratio this year given that PNB posted a lower NPL ratio of 9.97% as of end-2021 compared to previous year's ratio of 10.09%.

Mr. Aidell Gregorio, Acting CFO of the Bank, responded and said that the Bank's NPL ratio was projected to further decline to low single-digit by end-2022, supported by the anticipated downtrend in gross NPLs. He stated that as part of the Bank's NPL reduction strategy, the Bank had been focusing on the restructuring of accounts and, leveraging on regulatory relief measures for loan accounts affected by the pandemic. Mr. Gregorio said that along this line, the Bank ensured that repayment plans for those that would be restructured were aligned with borrowers' cash flows and industry recovery prospects. Likewise, the Bank closely monitored those restructured accounts to make sure that payments would not be missed or delayed while they were still within the curing/observation period before they were re-classified as current loans.

Mr. Gregorio said that to minimize NPL formation, the Bank would continue with its strategy to re-focus the Bank's new credit exposures to essential sectors and industries critical to function during community quarantines as well as to those that would thrive in

the new normal. In this regard, the Bank implemented Quadrant Classification of the Borrower based on financial resiliency and industry vulnerability to the COVID-19 situation. The Bank would concentrate on Quadrant 1 portfolio (least impacted by pandemic) and strong Quadrant 3 borrowers (those resilient borrowers in highly vulnerable industries).

Ms. Centeno read the first question sent in via the MS Live Chatbox. She said that the question was from Mr. Justino Aquino. Mr. Aquino said that PNB incurred substantial provisioning in 2020 and 2021; thus, he asked if the Bank expected to raise additional loan loss provisions for 2022 and onwards.

Mr. Gregorio said that the Bank booked approximately ₱17B worth of impairment provisions for credit losses in 2020 and another ₱13B in 2021 as a pro-active approach in addressing potential delinquencies that may arise from the impact of the prolonged pandemic. For 2022 and onwards, the additional provisioning would depend on the Bank's assessment if there were significant changes in the economic scenarios and macroeconomic factors considered in the calculation of Expected Credit Loss (ECL) or if there were actual delinquencies that happened which would require increase in provisioning. However, with the expected downtrend in the Bank's NPLs amidst improving economic outlook, most likely, there would be reversals of credit provisions in 2022. Thus, provisions for credit losses would no longer weigh down the Bank's profitability unlike during the pandemic year.

Ms. Centeno relayed that the next question posed by Mr. Joseph Reyes was from the MS Live Chatbox. He asked if PNB had been adopting a hybrid work arrangement similar to other companies now that the situation had significantly improved to allow more mobility and less restriction. He further asked how the new work arrangement would affect the Bank's manpower productivity.

President Veloso said that PNB had adopted a Telecommuting Policy pertaining to a work arrangement that had allowed an employee to work from home or a designated alternative workplace with the use of telecommunication and computer technologies. President Veloso said that, along this line, the Bank had equipped its teams with available technologies and logistical support to enable the Bank to thrive in a business landscape that had been radically transformed by the pandemic.

According to President Veloso, the Bank's hybrid work arrangement was envisioned to help reduce carbon footprint, improve employees' well-being, promote work-life fit, reduce operating costs, and improve employee retention.

President Veloso explained that the pandemic had proven that certain roles and positions could be delivered from home with the same or even higher level of productivity. In fact, during the peak of the pandemic, the Bank continued to touch base with the Bank's employees on the ground through the virtual *Kumustahan* sessions using Microsoft Teams. President Veloso said that he visited the entirety of the branches nationwide, including overseas branches located in Los Angeles and in New York, and was able to find out the condition of the Bank's team members. The Bank's efforts to drive the business during the pandemic were noticed by award-giving bodies. The Bank was recognized by The Asian Banker Leadership Achievement Awards as "Best Managed Bank during COVID-19" and "Best CEO Response to COVID-19" in 2020. The Bank continued to be communicative in 2021 as the Bank pushed efficiency measures and ways to improve profitability.

Ms. Centeno read the last question taken from the MS Live Chatbox from Ms. Elijeneah T. Ecaruan who asked for the Bank's actions to improve its technology to make PNB a safer bank against bad actors who were preying on customers, especially as online transactions/number of users were growing.

President Veloso said that the Bank had implemented defense in-depth or layered security to ensure that the Bank's systems and services offered were monitored and protected so the Bank's customers could safely use the Bank's services.

According to President Veloso, the Bank had engaged a 3<sup>rd</sup>-party service provider to provide 24x7 monitoring and threat detection in the Bank's environment. The Bank's services used multi-factor authentication to ensure that customers were protected when they transact using the Bank's services.

President Veloso mentioned that the Bank improved its One-Time-Password (OTP) protection for financial transaction for online services by requiring clients to verify every fund transfer with a Short Message Service (SMS) for OTP in contrast to only one SMS OTP verification for each login session in the past.

President Veloso further mentioned that the Bank had been utilizing threat intelligence to pro-actively identify threats that may be directed to the Bank's customer like phishing sites or fake (spoof) PNB website that might be used to lure target customers into believing they were dealing with a legitimate PNB representative. These were complemented by continuous cyber threat and scam awareness broadcast by the Bank's concerned business units. Also, the Bank had been enhancing the multi-factor authentication capabilities of the mobile and internet banking platforms within the year to include soft token verification of transactions other than SMS OTP. In this regard, money transfers would have to be approved through the primary mobile device of the client, without the use of OTP that could be compromised. Similarly, the Bank would put in place detection of "out-of-normal" transaction amount/s or location of transactions, as compared to the usual behavior of a client. Triggering of such transactions would require additional authentication that only the legitimate client could provide.

To conclude, Ms. Centeno said that questions submitted during the live Q & A segment but were not answered due to time constraints would be answered by Management via email. She thanked the stockholders for their questions and for the opportunity given to the PNB Management Team to answer them.

## **X. ADJOURNMENT**

After the discussion of all the items in the Agenda, the Chairman, on behalf of PNB's Board of Directors, Advisors, and Senior Management, thanked everyone who joined the virtual meeting today – especially those who had been joining the Bank's annual meetings.

Chairman Pascual said that since March 2020, many Filipinos had been faced with challenges as the entire nation and the whole world adjusted to the so called "new normal." The Bank felt the impact of the pandemic amongst employees, customers, and the banking public. If there were an important thing that the Bank learned during this worldwide crisis, it was how to work together and strengthen the Bank's team to continue serving the banking public while supporting the overall economy.

Chairman Pascual expressed his gratitude to the stockholders for choosing to stay with PNB throughout these tough times. The stockholders' support inspired the Bank to continue doing its job well and to be Stronger, Better, and Younger in the years to come.

Chairman Pascual mentioned that Filipinos were now seeing an economy that was on the road to recovery. He said that stockholders may be assured that the Bank would carry on to further enhance the Bank's shareholder value just as the Bank had done in years past.



In closing, Mr. Pascual said “*(a)ng PNB ay patuloy ninyong masasandalan kahit saan, kahit kailan.*”

The 2022 Annual Stockholders' Meeting adjourned at 9:20 a.m.

**CERTIFIED CORRECT:**

(original signed)  
**RUTH PAMELA E. TANGHAL**  
Corporate Secretary

**ATTESTED BY:**

(original signed)  
**FEDERICO C. PASCUAL**  
Chairman of the Meeting



**ANNUAL STOCKHOLDERS’ MEETING**  
**Held on April 26, 2022**  
**via Microsoft Live Events**

**NUMBER OF SHARES HELD BY SHAREHOLDERS:**

Total Outstanding Shares	-	1,525,764,850
Total No. of Shares Represented by Proxy and Present Remotely or via Voting in Absentia	-	1,212,902,770
Percentage of the Total Shares Represented by Proxies and Present Remotely or via Voting in Absentia	-	79.49%

**DIRECTORS PRESENT:**

FLORIDO P. CASUELA, Director  
 LEONILLO G. CORONEL, Director  
 EDGAR A. CUA, Independent Director  
 ESTELITO P. MENDOZA, Director  
 ISABELITA M. PAPA, Independent Director  
 FEDERICO C. PASCUAL, Independent Director  
 SHEILA T. PASCUAL, Director  
 WILFRIDO E. SANCHEZ, Director  
 CARMEN K. TAN, Director  
 LUCIO C. TAN, Director  
 LUCIO C. TAN III, Director  
 MICHAEL G. TAN, Director  
 VIVIENNE K. TAN, Director  
 JOSE ARNULFO A. VELOSO, Director  
 DOMINGO H. YAP, Independent Director

**ALSO PRESENT:**

FELIX ENRICO R. ALFILER, Board Advisor	CARLO DIMAALA, Senior Vice President
WILLIAM T. LIM, Board Advisor	CLARO P. FERNANDEZ, Senior Vice President
CHESTER Y. LUY, Board Advisor	CHRISTIAN JEROME O. DOBLES, Senior Vice President
CHRISTOPHER J. NELSON, Board Advisor	ANA ROSE T. KWAN, Senior Vice President
FLORENCIA G. TARRIELA, Board Advisor	CELESTE MARIE V. LIM, Senior Vice President
RUTH PAMELA E. TANGHAL, Corporate Secretary	MA. LOURDES S. LIWAG, Senior Vice President
MICHELLE A. PAHATI-MANUEL, Asst. Corporate Secretary	MICHAEL M. MORALLOS, Senior Vice President
CENON C. AUDENCIAL, JR., Executive Vice President	JENNIFER NG, Senior Vice President
ROBERTO D. BALTAZAR, Executive Vice President	NIXON S. NGO, Senior Vice President
ISAGANI A. CORTES, Executive Vice President	BERNABE R. PUNSALAN, Senior Vice President
AIDA M. PADILLA, Executive Vice President	TERESITA U. SEBASTIAN, Senior Vice President
ALLAN L. ANG, First Senior Vice President	MARIZA L. TIBURCIO, Senior Vice President
MANUEL C. BAHENA, JR., First Senior Vice President	MARIA TERESA C. VELASCO, Senior Vice President
ZACARIAS E. GALLARDO, JR., First Senior Vice President	MA. AGNES T. ALMOSARA, First Vice President
ERWIN C. GO, First Senior Vice President	KELVIN S. AQUILINO, First Vice President
MARIE FE LIZA S. JAYME, First Senior Vice President	AARON ASTOR, First Vice President
MARIA ADELIA A. JASON, First Senior Vice President	KATHERINE H. CABRERA, First Vice President
NOEL C. MALABAG, First Senior Vice President	NEIL B. CAMPOS, First Vice President
JOSE GERMAN M. LICUP, First Senior Vice President	DAMASEN PAUL C. CID, First Vice President
MARIA PAZ D. LIM, First Senior Vice President	DAVID STEPHEN T. CU, First Vice President
ROLAND V. OSCURO, First Senior Vice President	MA. THERESA P. DEL ROSARIO, First Vice President
NANETTE O. VERGARA, First Senior Vice President	DENNIS ANTHONY L. ELAYDA, First Vice President
SOCORRO D. CORPUS, Officer-in-Charge	HERNANDO J. ELMIDO, JR., First Vice President
PAOLO EUGENIO J. BALTAO, Senior Vice President	MARK ANGELO Z. ESPIRITU, First Vice President
JEAN MARIE B. BARUELO, Senior Vice President	AIDELL AMOR GREGORIO, First Vice President & Acting CFO
MARIANA F. CACULITAN, Senior Vice President	CANDICE T. LIM, First Vice President
EMELINE C. CENTENO, Senior Vice President & Investor Relations Officer	JOHN CHRISTOPHER C. LU, First Vice President
ELISA M. CUA, Senior Vice President	MARIE GRACE P. MARCELO, First Vice President
	MARY ROSE MENDEZ, First Vice President

GERALDINE S. PUNZALAN, First Vice President  
MA. CECILIA DB. REGALARIO, First Vice President  
JOY JASMIN R. SANTOS, First Vice President  
RODERICK SORIANO, First Vice President  
ROBINA S. SY, First Vice President  
DON A. TAMAYO, First Vice President  
GININA C. TRAZO, First Vice President  
JONATHAN L. UY, First Vice President  
MARY LOURDES T. UY, First Vice President  
ARLENE S. VIERNES, First Vice President  
CONSTANTINO T. YAP, First Vice President  
ALFONSO ISMAEL A. ALCUAZ, Vice President  
ALVIN JOSEPH A. AROGO, Vice President  
JOCELYN R. BRONIOLA, Vice President  
ERIC B. BUSTAMANTE, Vice President  
ANNA LIZA S. CALAYAN, Vice President  
RALPH BENEDICT B. CENTENO, Vice President  
SHIRLEY T. CHING, Vice President  
JULIET S. DYTOC, Vice President  
JOSE MARIE ERWIN H. DURAN, Vice President

MELISSA K. GABOR, Vice President  
MARIE ROSE D. GONZALES, Vice President  
ZORINA C. JINGCO, Vice President  
MA. CECILIA C. LACHICA, Vice President  
SAMUEL G. LAZARO, Vice President  
CARLOS OLIVER L. LEYTTE, Vice President  
EDGARDO S. MALDONADO, Vice President  
MARIA KAREN M. MENEZ, Vice President  
MARIE THERESE T. MONTECER, Vice President  
ROBERTO R. NOCEDA, Vice President  
JAY B. PESIGAN, Vice President  
JULIUS T. RIFAREAL, Vice President  
ANGELITO MARIA E. RIVERA, Vice President  
MARIA LUCIA L. RODEROS, Vice President  
JOHN HILARION C. SALAS, Vice President  
MA. TERESA D. TOLENTINO, Vice President  
LOURDES M. VALENCIA, Vice President  
ANALISA I. SAN PEDRO, Senior Assistant Vice President

**SHAREHOLDERS/OTHER ATTENDEES:**

ANTONIO S. ABACAN, JR. Bangko Sentral ng Pilipinas  
PAUL R. VEHEMENTE, Bangko Sentral ng Pilipinas  
CHRISTIAN NEIL A. PAZCOGUIN, Philippine Stock Exchange  
WILSON P. TAN, SGV & Co.  
AILEEN L. SARINGAN, SGV & Co.  
LESLIE ANNE G. HUANG, SGV & Co.  
DANA DANIELLE U. SAMSON, SGV & Co.  
GERRY B. VALENCIANO, PNB Capital and Investment Corporation  
MANUEL ANTONIO G. LISBONA, PNB Securities, Inc.  
CHRISTINE GRACE A. BANDOL, PNB-Mizuho Leasing and Finance Corporation  
LIMWEL M. CAPARROS, PNB-Mizuho Leasing and Finance Corporation  
JUANITA TAN-LEE, LT Group, Inc.  
ANABELLE D. ARCEO, LT Group, Inc.  
DIOSCORO TEODORICO L. LIM, LT Group, Inc.  
ABINADAB BANARES, LT Group, Inc.  
ANTHONY A. ASUNCION  
LEILA A. DELOS REYES  
CARLO SALVADOR T. CHUA  
JOEL H. MALING  
JUSTINO AQUINO  
MA. CRISTINA M. ADVINCULA  
JOCELYN D. OPACO  
JULEE MAE B. LASCANO  
RAPHAEL JUSTIN S. MAGNO  
KATRINA JANE O. MAYOCA  
ANALIN B BUSTAMANTE  
HAROLD T. TAGUBA  
ELIJENEAH ECARUAN  
MARILEN P. NATIVIDAD  
CANDLE JOY D. RUGAS  
CYNTHIA S. GARCIA  
MARRITA G. LIM  
NELIA FARIN  
TITO B. EBRADA  
CESAR C. SEVILLA  
CHRISTINE JOY TOC  
EDUARDO JOSEPH F. REYES  
MERLY I. MERCADO  
JAYSON I. EVANGELISTA  
MELVAR C. BENEDICTO  
MARIA HASMIN B. SENORAN  
MA. CONTRERAS L. CONTRERAS  
PAT PIO F. FONDEVILLA  
JOEY P. BUENO

MELANIE M. MANCENIDO  
RAMIR E. GARBO  
RICHARD R. MANINGO  
MARIAMEL V. CORDOVA  
RANIEL R. MANQUIZ  
ALBERT C. LOPEZ  
MARIA ROSARIO V. GARCIA  
FELISABEL L. TAGANAS  
JOCELYN P. ROSAL  
DESIREE D. TUMPAG  
DORIS C. BARGAYO  
BLAINE P. KOW  
MARIA CECILIA V. FABELLA  
ISABELLA LOUISE E. MARASIGAN  
LAURA P. BAYONITO  
REY G. POSECION  
ELAINE D. JANIOLA  
JANET D. ANTONIO  
JOBE S. DIESTA  
MARILA S. BALAQUIOT  
ERNEST T. UY  
SHEILA O. CAEG-BILOG  
JOCELYN C. DIAWAN  
MA. KATHELYN JENICA B. DELA CRUZ  
WALTER T. LASACA  
JOSEPHINE L. CALUAG  
NINA MELISSA C. ROBLES  
BONNIE M. DURAN  
NIKKI ANGELA I. ORSOLINO  
RHIZZY ANN G. ROQUE  
JOHN MICHAEL L. TAN  
ROBERTO F. BARTOLOME  
CESAR D. SOTOZA  
ARON B. BUGALON  
JACLYN FAITH C. LIPANA  
ELINOR A. MACROHON  
JO-AN A. ISAAC  
MICHAEL D. UY  
HILDA P. RIVADELO  
JULIE ANNE L. DIMAYUGA  
SHIELA MARIE T. FIEL  
MARK JULIUS D. MENESES  
MARK LEE G. QUINANOLA  
CONRAD PAUL D. PASCUAL  
JOANA DIANA M. ARAGON  
ANNE MICHELLE A. CANAPI  
JEFFREY C. QUERUBIN

MARY GRACE B. LUMONGSOD	BERNIE H. TOCMO	MAGGIE M. DEGAMO
ARTURO S. MARTINEZ	GEMMA S. LIM	MARIA BELLA G. CASIO
JOVEN F. MAABA	VALERY S. AGAPITO	EMETERIO M. VALERDE III
MICHAEL M. MARIANO	EMJAY SOCORRO C. DE CHAVEZ	JANIELLE MAY T. DELFIN
DANIEL JOSEPH SANJAY L. CANTOS	DEREINA LISSA R. ABIOG	JAIME B. FERNANDEZ
JULIAN MIGUEL P. OCAMPO	AMELIA R. LAUS	RHODEL C. SAYSON
ABIGAIL LORRAINE C. BALILI	MA. ISABEL V. MAKAYAN	ANGELA KOLEEN F. RIVERA
ROMMEL T. REMOTIGUE	MARIA CECILIA L. GUARINO	PEARLEN G. TRABASAS
NICOLE ANN R. MALE	MARIO R. PALISOC	JHUMAR D. LABARO
ABIGAIL P. GIRONELLA	AL JHUN M. PATRICIO	PAMELA S. TORRES
GUILBERT A. TAMPARONG	GRACIANO C. SANTOS, JR.	VITO ANTONIO D. RUBIO
MEYLORD M. CAPANZANA	AGNES A. DIMATULAC	LUDY R. LANDINGIN
FLORISA ADELA D. LEOPANDO	SHARON MARIE C. MAGPAYO	ABIGAIL V. CHUA
JOANNA MARIE L. AVILES	LOUISE B. TANZO	ELEZAR A. ABRIGANA, JR.
CHERY GRACE N. DOMINGO	MABEL L. MATEO	VEVERLY P. VICTORIA
RICARDO B. DIMACALI, JR.	GREGORIO G. SANTIAGO, JR.	RHAPUNZEL R. CASTILLO
JOSE BENJAMIN A. NUNEZ III	MARIA TERESA D. MACATUNO	JOSE FRANCIS M. JARDIOLIN
MADELEINE PATRICIA LEAH M. ONG	JUDITH C. AGLOSOLOS	THERESE ANN S. ALGARRA
MARY ANN L. LABANDA	CHRISTINE MARIE M. RILLERA	ARLENE B. MORALES
JEMM A. DE LEON	SELENA MAGDALENA M. MADARANG	MIGUEL M. GUTIERREZ
MA. VICTORIA V. PINERO	MA. GEMMA G. SUBIATE	NANCY B. CAPISTRANO
KASHEMERE C. LAORDEN	PAULO LORENZO G. BERNARDO	ROXANNE L. NIVERA
FERDINAND A. MEDINA	NOEMIE T. FLORESCA	PERLITA I. CALANGI
MARIA SOLEDAD A. COSUCO	HAROLD P. PONTANOS	LENIE L. PASCUAL
LORNA S. GAMBOA	ALYANA YSABLE L. GUTIERREZ	CECILIA T. AGUILLO
JENNY M. SALES	MA. ANNALIZA A. BARTOLOME	ALVIN J. PORNASDORO
GRACE BEATRIX C. PANDES	ROSLYN P. DOMINGO	ASHLEY NICOLE S. TICZON
JOEL JEROME L. ONG	RALPH TERENCE S. BALABA	MARY ANN A. BRINAS
JOAN COLEEN LIM	SHERLYNE M. CHUA	FORTUNATO C. CONCEJA
MARIA JESSICA N. REYES	ANNA LIZA A. BULLECER	MERLYN B. JAVELLANA
RODESSA D. DADIA	MARIA CARMINA P. POBLETE	ZANDRA C. CANTILANG
MERCY P. AMADO	MARY GRACE O. ESTALILLA	JOEL A. TALOSIG
RHONDO R. ROBERTO	EMLYN P. AUDEMARD	MA.ETHEL A. CRUZ
TRACY ANN S. SIO	BIANCA MARIE P. ANGALA	MARICEL PRUDENTE
DAVID S. SALVADOR	MARA VICTORIA C. MENDOZA	RENEIL ALLAN A. CRUZ
JOHANN S. GAN	KRITHSAN G. CHOI	REGINALD MENDOZA
LENNIE B. HONG	FRANCIS G. ADRIANO	ROLANDO A. TANDOC
MICHAEL A. MARTE	BERNADETTE M. QUIZON	CRYSTAL CHRISTINE T. CHAVEZ
MAUREEN APPLE L. GONZALES	KIMBERLY ANN L. YU	MICHELLE MAE M. VIDANES
ROGELIO C. ESTRELLA, JR.	HANZ MANUEL A. DELA CRUZ	MARIA CRISTINA S. BERNARDO
SHEILA Z. SY	JANEEN IRISH G. SIY	SHEELA MAY ANN A. MALIMUTIN
CARISA C. DOMINGO	APRIL ROSE D. UMADHAY	
JERRY C. ROSETE	MARIA BELEN G. CARLOS	
SHERMAN ANDY M. MEPICO	MICHAEL RAY C. DIZON	
ROWENA V. PRADO	JAMIE Q. MARISCAL	
LUZVIMINDA V. MAGSINO	CARISSA S. CAPARAS	
MICHAEL G. TAASAN	MIA F. JAVIER	
CARLO LUCAS M. BUAN	MA. LUISA L. VINLUAN	