



Corporate Secretary's Office

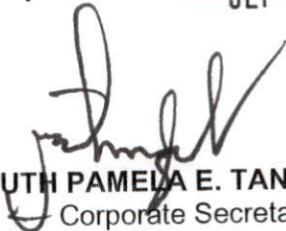
Direct Line/Telefax No.: 8834-07-80
Trunk Lines: 8891-6040 to 70
Local: 4582

CERTIFICATION

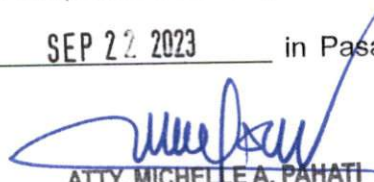
I, **RUTH PAMELA E. TANGHAL**, Corporate Secretary of the Philippine National Bank ("PNB"), a universal banking corporation duly registered under and by virtue of the laws of the Republic of the Philippines with SEC Registration No. ASO96-005555, and with principal office address at the PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila, on oath state:

1. That I have caused this SEC Form 17-C to be prepared on behalf of PNB;
2. That I read and understood its contents which are true and correct based on my own personal knowledge and/or on authentic records;
3. That the company, PNB, will comply with the requirements set forth in SEC Notice dated May 12, 2021 to effect a complete and official submission of reports and/or documents through electronic mail;
4. That I am fully aware that submitted documents which require pre-evaluation and/or payment of processing fee shall be considered complete and officially received only upon payment of the filing fee; and
5. That the e-mail account designated by the company pursuant to SEC Memorandum Circular No. 28, s. 2020 shall be used by the company in its online submission to CGFD.

IN WITNESS WHEREOF, I have hereunto set my hand on SEP 22 2023 in PASAY CITY, Metro Manila, Philippines.


RUTH PAMELA E. TANGHAL
Corporate Secretary

SUBSCRIBED AND SWORN to before me on SEP 22 2023 in Pasay City, affiant exhibited to me her TIN 216-805-132.


ATTY. MICHELLE A. PAHATI
Notary Public for Pasay City
Commission No. 23-29; valid until 12-31-24
Roll No. 45737/Lifetime Member No. 013500
PTR No. 8058699/ 05 January 2023/ Pasay City
MCLE Compliance No. VII-0028408
PNB Financial Center, Pres. Macapagal Blvd., Pasay City

Doc. No. 154
Page No. 32
Book No. II
Series of 2023.

COVER SHEET

A S C 9 6 - 0 0 5 5 5 5

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)

RUTH PAMELA E. TANGHAL
Corporate Secretary

Contact Person

8834-0780

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 amount of Borrowings

Total No. of Stockholders

Domestic

Foreign

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. September 22, 2023
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 6. (Use Only)
Province, country or other jurisdiction of incorporation Industry Classification Code:
7. PNB Financial Center, Pres. Diosdado Macapagal Blvd., Pasay City, Metro Manila 1300
Address of principal office
Postal Code
8. (632) 8526-3131 to 70/(632) 8891-6040 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	1,525,764,850

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

We wish to advise the Commission that during its meeting held today, September 22, 2023, the PNB Board of Directors approved and confirmed the following:

1. Revisions in the Table of Organization of the Bank to reflect the following:
 - a. Abolition of the Public Affairs Group (PAG) and transfers of its functions, effective October 1, 2023, as follows:
 - a.1. Transfer of PAG's Corporate Communications, Government and Media Relations, and Events functions to the Marketing Services/Intelligence Analytics and Performance Group; and
 - a.2. Transfer of the Corporate Sustainability Unit to the Financial Management Sector (FMS) to report directly to the FMS Head/Chief Financial Officer (CFO)
 - b. Renaming of FMS to Financial Management, Strategy and Sustainability Sector (FMSSS)

2. Change in the designation of Mr. Francis B. Albalate, EVP, from FMS Head and CFO to FMSSS Head and CFO, effective October 1, 2023. Mr. Albalate has 2,200 PNB shares under his name;
3. Recall of the temporary designation of Mr. Jose German M. Licup, FSVP, as Officer-in-Charge of PAG, effective October 1, 2023. Mr. Licup has no beneficial ownership over any PNB shares;
4. Recall of the appointment of Mr. Aidell Amor R. Gregorio, SVP, as Acting Chief Financial Officer and Officer-in-Charge of FMS, effective September 18, 2023. Mr. Gregorio has no beneficial ownership over any PNB shares;
5. Resignation of Dr. Lucio C. Tan as Director of the Bank, effective September 22, 2023. Dr. Tan has been a Director of the Bank since December 8, 1999;
6. Creation of the Chairman Emeritus position and the appointment of Dr. Lucio C. Tan as Chairman Emeritus of the Bank, effective September 22, 2023;
7. Resignation of Ms. Carmen K. Tan as Director of the Bank, effective September 22, 2023. Ms. Tan has been a Director of the Bank since May 31, 2016;
8. Appointment of Ms. Carmen K. Tan as Board Advisor of the Bank, effective September 22, 2023;
9. Election of Mr. Chester Y. Luy as Director of the Bank, effective September 22, 2023.

Mr. Chester (Chet) Y. Luy has been a Board Advisor of the Bank since 2020. He previously served as PNB's Chief Strategy Officer and Head of the Wealth Management Group. He has extensive international leadership experience serving as Managing Director for several global banks and was based in New York, Singapore, and Manila. He held senior leadership roles at JPMorgan, Bank of America Merrill Lynch, Barclays Capital, HSBC, Julius Baer, Bank of Singapore, RCBC, and PNB.

In addition to serving as Board Advisor of PNB, he serves on the board of various corporations including LT Group Inc., Tanduay Distillers Inc., Eton Properties Philippines Inc. Mr. Luy garnered the Top Analyst award by the Institutional Investor magazine in the U.S. for several years and was conferred the "Men Who Matter" award by People Asia magazine.

Mr. Luy obtained his MBA (Masters of Management) from the J. L. Kellogg Graduate School of Management. He garnered a B.S. Business Administration degree from the University of the Philippines (Magna Cum Laude). He was awarded as the Most Outstanding University of the Philippines Business Administration student, graduating at the top of the class of 1990 and obtaining the highest G.P.A. in the graduating B.S. Business Administration batch of the University of the Philippines. Mr. Luy is a Chartered Financial Analyst (CFA).

10. Election of Mr. Eusebio V. Tan as Director of the Bank, effective September 22, 2023.

Atty. Eusebio (Ebot) V. Tan previously served as Managing Partner and currently serves as Senior Counsel at ACCRALAW. His areas of expertise include banking, mergers and acquisitions, investments, business law, among others. He served as the President of the Management Association of the Philippines, FINEX, and as Chairman of the Philippines-Japan Economic Cooperation Committee (PHILJEC) (where he now sits as a member of its Board of Advisers). He was conferred the award of "The Order of the Rising Sun, Gold Rays with Neck Ribbon" by the Emperor of Japan and the Japanese government.

Atty. Tan obtained his Bachelor of Arts degree, majoring in Economics (Summa Cum Laude), through the Liberal Arts Accelerated Honors Program from the De La Salle University in 1971 and was awarded the General Excellence Gold Medal and the Dr. Jose Rizal Honors Society ring. He obtained his Bachelor of Laws degree from the Ateneo de Manila University School of Law in 1975 and was awarded the Second Honors Silver Medal. He obtained his Master of Laws degree from Columbia University School of Law in the U.S.

11. Revisions to the memberships of the following Board Committees:

A. Executive Committee

FROM				TO			
	Name		Position		Name		Position
1.	Leonilo G. Coronel	-	Chairman	1.	Leonilo G. Coronel	-	Chairman
2.	Felix Enrico R. Alfiler	-	Vice Chairman	2.	Felix Enrico R. Alfiler	-	Vice Chairman
3.	Florido P. Casuela	-	Member	3.	Florido P. Casuela	-	Member
4.	Sheila T. Pascual	-	Member	4.	Sheila T. Pascual	-	Member
5.	Lucio C. Tan III	-	Member	5.	Lucio C. Tan III	-	Member
6.	Michael G. Tan	-	Member	6.	Michael G. Tan	-	Member
7.	Vivienne K. Tan	-	Member	7.	Vivienne K. Tan	-	Member
8.	Edgar A. Cua*	-	Non-Voting Member	8.	Chester Y. Luy	-	Member
9.	Maria Almasara Cyd N. Tũaño-Amador*	-	Non-Voting Member	9.	Eusebio V. Tan	-	Member
				10.	Edgar A. Cua*	-	Non-Voting Member
				11.	Maria Almasara Cyd N. Tũaño-Amador*	-	Non-Voting Member

B. Board Strategy and Policy Committee

FROM				TO			
	Name		Position		Name		Position
1.	Felix Enrico R. Alfiler	-	Chairman	1.	Felix Enrico R. Alfiler	-	Chairman
2.	Edgar A. Cua*	-	Vice Chairman	2.	Edgar A. Cua*	-	Vice Chairman
3.	Florido P. Casuela	-	Member	3.	Florido P. Casuela	-	Member
4.	Leonilo G. Coronel	-	Member	4.	Leonilo G. Coronel	-	Member
5.	Isabelita M. Papa*	-	Member	5.	Isabelita M. Papa*	-	Member
6.	Sheila T. Pascual	-	Member	6.	Sheila T. Pascual	-	Member
7.	Wilfrido E. Sanchez*	-	Member	7.	Wilfrido E. Sanchez*	-	Member
8.	Lucio C. Tan III	-	Member	8.	Lucio C. Tan III	-	Member
9.	Michael G. Tan	-	Member	9.	Michael G. Tan	-	Member
10.	Vivienne K. Tan	-	Member	10.	Vivienne K. Tan	-	Member
11.	Maria Almasara Cyd N. Tũaño-Amador*	-	Member	11.	Maria Almasara Cyd N. Tũaño-Amador*	-	Member
12.	Domingo H. Yap*	-	Member	12.	Domingo H. Yap*	-	Member
				13.	Chester Y. Luy	-	Member
				14.	Eusebio V. Tan	-	Member

C. Trust Committee

FROM				TO			
	Name		Position		Name		Position
1.	Sheila T. Pascual	-	Chairman	1.	Sheila T. Pascual	-	Chairman
2.	Leonilo G. Coronel	-	Vice Chairman	2.	Leonilo G. Coronel	-	Vice Chairman
3.	Felix Enrico R. Alfiler	-	Member	3.	Felix Enrico R. Alfiler	-	Member
4.	Vivienne K. Tan	-	Member	4.	Vivienne K. Tan	-	Member
5.	Wilfrido E. Sanchez*	-	Non-Voting Member	5.	Chester Y. Luy	-	Member
6.	Florido P. Casuela	-	Member (Ex-Officio)	6.	Wilfrido E. Sanchez*	-	Non-Voting Member
7.	Joy Jasmin R. Santos	-	Member (Ex-Officio)	7.	Florido P. Casuela	-	Member (Ex-Officio)
				8.	Joy Jasmin R. Santos	-	Member (Ex-Officio)

*Independent Director

D. Board Audit and Compliance Committee

FROM			TO		
	Name	Position		Name	Position
1.	Isabelita M. Papa*	- Chairman	1.	Isabelita M. Papa*	- Chairman
2.	Edgar A. Cua*	- Vice Chairman	2.	Edgar A. Cua*	- Vice Chairman
3.	Michael G. Tan	- Member	3.	Michael G. Tan	- Member
			4.	Eusebio V. Tan	- Member
			5.	Domingo H. Yap*	- Member

*Independent Director

The relinquishment by Dr. Lucio C. Tan and Ms. Carmen K. Tan of their directorships in PNB is part of succession planning and their commitment to good governance and promotes diversity in the board composition.

We trust you will take note accordingly. Thank you.

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

RUTH PAMELA B. TANGHAL

Corporate Secretary

Signature and Title*

September 22, 2023

Date

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