

COVER SHEET

AS096-005555

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

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Company's Full Name)

9 t h F l o o r P N B F i n a n c i a l C e n t e r

M a c a p a g a l B l v d . , P a s a y C i t y

M e t r o M a n i l a

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

MAILA KATRINA Y. ILARDE
Corporate Secretary

Contact Person

85734106

Company Telephone Number

1 2

Month Day
Fiscal Year

3 1

Certifications of Independent Directors

FORM TYPE

April 30

Month Day
Annual Meeting

[Empty box]

Secondary License Type, If Applicable

[Empty box]

Dept. Requiring this Doc.

[Empty box]

Amended Articles Number/Section

[Empty box]

Total No. of Stockholders

Total amount of Borrowings

[Empty box]

Domestic

[Empty box]

Foreign

To be accomplished by SEC Personnel concerned

[Empty grid]

File Number

_____ LCU

[Empty grid]

Document I.D.

_____ Cashier

S T A M P S

Remarks = pls. use black ink for scanning purposes



Office of the Corporate Secretary

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

March 6, 2020

MS. RACHEL ESTHER J. GUMTANG-REMALANTE

Officer-in-Charge
Corporate Governance and Finance Department
Securities and Exchange Commission
G/F Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City


Dear Ms. Gumtang-Remalante:

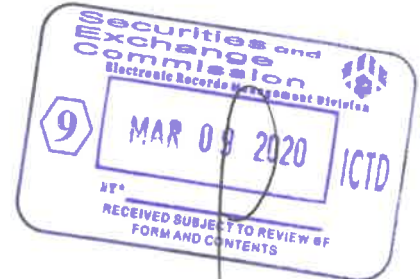
In compliance with SEC Memorandum Circular No. 5, Series of 2017, we submit herewith the duly notarized Certifications of Independent Director of the following independent directors of the Philippine National Bank:

1. Ms. Florencia G. Tarriela
2. Mr. Felix Enrico R. Alfiler
3. Mr. Edgar A. Cua
4. Mr. Federico C. Pascual
5. Mr. Domingo H. Yap

Thank you.

Very truly yours,


MAILA KATRINA Y. ILARDE
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
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P.O. Box 410 (Pasay City)
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CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FLORENCIA G. TARRIELA**, Filipino, of legal age and a resident of 32 Jasmin St., Valle Verde II, Pasig City, after having duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since May 24, 2005;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Bankers Association of the Philippines	Director	November 2018 to Present
Financial Executive Institute of the Philippines (FINEX) Foundation	Trustee/Life Member	2018 – Present
PNB-IBJL Leasing and Finance Corporation	Chairman/Independent Director	2016 – Present
PNB-IBJL Equipment Rentals Corporation	Chairman/Independent Director	2016 – Present
PNB International Investments Corporation	Independent Director	August 1, 2014 – Present
LT Group, Inc.	Independent Director	August 9, 2012 – Present
PNB Capital and Investment Corporation	Chairman/Independent Director	June 22, 2010 – Present
Foundation for Filipino Entrepreneurship, Inc. (FFEI)	Trustee	2010 – Present
TSPI MBA	Trustee	2006 – Present
TSPI Development Corporation	Trustee	October 17, 2003 – Present
Tarriela Management Company Inc.	Vice President /Director	1993 – Present
Bankers Institute of the Philippines (BAIPHIL)	Life Sustaining Member	July 1989 – Present
Gozon Development Corporation	Vice President and Assistant Treasurer/Director	1982 – Present

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, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;

Philippine National Bank
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6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

Done on February 28, 2020 in Pasay City.


FLORENCIA G. TARRIELA
Chairperson/
Independent Director

SUBSCRIBED AND SWORN to before me this 03 MAR 2020 in Pasay City, affiant
personally appeared before me and exhibited to me her TIN 106-906-487.

Doc. No. 177
Page No. 27
Book No. 1
Series of 2020.


ATTY. CHANISSIMAE Y. VENTURA
Commission No. 49-46; Roll No. 55217
Notary Public for Pasay City until 12-31-20
9th Floor PNB Financial Center
Pres. D.P. Macapagal Blvd., Pasay City
PTR No. 7036058/ 01-07-20
IBP No. 108347/ 01-08-20/Cagayan



CERTIFICATION OF INDEPENDENT DIRECTOR

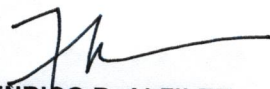
I, **FELIX ENRICO R. ALFILER**, Filipino, of legal age and a resident of U-501 The Mondrian Residences, Filinvest, Muntinlupa, after having duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since January 1, 2012;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
PNB General Insurers Co., Inc.	Chairman/Independent Director	2016 to Present
PNB RCI Holdings Co., Ltd.	Chairman/Independent Director	July 29, 2015 - Present
PNB Savings Bank	Independent Director	Oct. 29, 2013 - Present
PNB International Investments Corporation	Chairman/Independent Director	Oct. 18, 2013 - Present


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, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

Done on February 28, 2020 in Pasay City.


FELIX ENRICO R. ALFILER
 Vice Chairman/
 Independent Director

SUBSCRIBED AND SWORN to before me this MAR 03 2020 in Pasay City, affiant personally appeared before me and exhibited to me his TIN 135-912-014.

Doc. No. 331;
 Page No. 68;
 Book No. Y;
 Series of 2020.


ATTY. SHERRY R. BLAIN QUISCO-SANTIAGO, CPA
 Notary Public for Pasay City
 Commission No. 70-09 until December 31, 2021
 9F PNB Financial Center
 Pres. D.P. Macapagal Blvd., Pasay City
 T. (632) 8526-3131 to 70/8891-6040 to 70/87 / IBP Lifetime Member No. 07522
 PTR No. 7036075 / 01-07-2020 / Pasay City
 MCLE Compliance No. VI-0019678 / 03-01-19

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 P.O. Box 1884 (Manila)
 P.O. Box 410 (Pasay City)
 www.pnb.com.ph

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CERTIFICATION OF INDEPENDENT DIRECTOR

I, **EDGAR A. CUA**, Filipino, of legal age and a resident of Unit 20 A Gilmore Townhomes, Gilmore Avenue near Santolan Road, Brgy. Valencia, Quezon City, after having duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since May 31, 2016;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Allied Commercial Bank, Xiamen	Independent Director	June 2017-Present
PNB Capital and Investment Corporation	Independent Director	2016-Present
Davao Unicar Corporation	Director	August 1983 - Present

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, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

Done on February 28, 2020 in Pasay City.

EDGAR A. CUA
Independent Director

SUBSCRIBED AND SWORN to before me this MAR 03 2020 in Pasay City, affiant personally appeared before me and exhibited to me his TIN No. 162-181-045.

Doc. No. 330
Page No. 67
Book No. X
Series of 2020.

Ygnies
ATTY. SHERRYL B. BLANQUESCO-SANTIAGO, CPA
 Notary Public for Pasay City
 Commission No. 10-01 until December 31, 2021
 9F PNB Financial Center
 Pres. D.P. Macapagal Blvd., Pasay City
 Roll No. 55787 / HBP Lifetime Member No. 07522
 PTR No: 7036075 / 01-07-2020 / Pasay City
 NICLE Compliance No. VI-0019678 / 03-01-19

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Pasay City, Metro Manila 1300, Philippines

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P.O. Box 410 (Pasay City)
www.pnb.com.ph

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Member: PDIC



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FEDERICO C. PASCUAL**, Filipino, of legal age and a resident of 311 San Juanico St., Ayala Alabang Village, Muntinlupa City, after having duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since May 27, 2014;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Allianz PNB Life Insurance, Inc.	Independent Director	2017 to Present
PNB-IBJL Leasing and Finance Corporation	Independent Director	2016 to Present
Bataan Peninsula Educational Institution, Inc.	Chairman	January 2016 to Present
Sarco Land Resources Ventures Corporation	Director	November 2016 to Present
PNB Holdings Corporation	Independent Director	September 11, 2014 to Present
PNB International Investments Corporation	Independent Director	August 1, 2014 to Present
University of Nueva Caceres - Bataan	Partner	2013 to Present
Apo Reef World Resort	Director	2013 to Present
Tala Properties, Inc.	President/Director	1994 to Present
Woldingham Realty, Inc.	President/Director	1994 to Present
Green Grower Farm	Proprietor	1992 to Present
Multi Sectoral Governing Council of Bureau of Customs	Member	December 6, 2019 to Present

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, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and

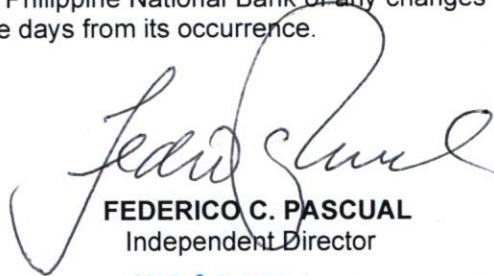
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 Pasay City, Metro Manila 1300, Philippines

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 P.O. Box 410 (Pasay City)
www.pnb.com.ph

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7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.


Done on February 28, 2020 in Pasay City.



FEDERICO C. PASCUAL
Independent Director

SUBSCRIBED AND SWORN to before me this MAR 03 2020 in _____
affiant personally appeared before me and exhibited to me his TIN 133-114-669.

Doc. No. 17 ;
Page No. 5 ;
Book No. 4 ;
Series of 2020.



ATTY. STACY G. QUINSAY
Notary Public for Pasay City
Until December 31, 2020
PTR No. 7036064, 01/07/2020
IBP No. 108354, 01/08/2020
Roll No. 60792
MCLE Compliance No. VI-0022726
9th Flr. PNB Financial Center, Pres.
Diosdado Macapagal Blvd., Pasay City
Appointment No. 19-37



CERTIFICATION OF INDEPENDENT DIRECTOR

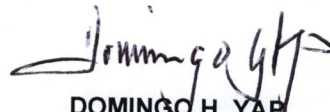
I, **DOMINGO H. YAP**, Filipino, of legal age and a resident of No. 10 Stella St., Bel-Air, Makati City, after having duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since September 1, 2019;
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
AllianceLand Development Corporation	President/Part Owner	2014 to Present
Universal Paint & Coating Philippines, Inc.	President/Owner	2009 to Present
Colorado Chemicals Sales Corporation	President/Owner	1976 to Present
DHY Realty and Development Inc.	President/Owner	1976 to Present
H-Chem Industries, Inc.	President/Owner	1963 to Present

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, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial shareholder of the Philippine National Bank, any of its related companies or any of its substantial shareholders;
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation proceeding;
6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances; and
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.

Done on February 28, 2020 in Pasay City.


DOMINGO H. YAP
 Independent Director

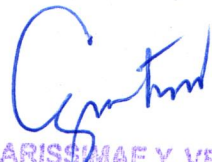
SUBSCRIBED AND SWORN to before me this 03 MAR 2020 in Pasay City, affiant personally appeared before me and exhibited to me his TIN No. 100-208-374.

Doc. No. 176;
 Page No. 27;
 Book No. II;
 Series of 2020.

Philippine National Bank
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ATTY. CHARISS MAE Y. VENTURA
 Commission No. 19-46; Roll No. 55217
 Notary Public for Pasay City until 12-31-20
 9th Floor PNB Financial Center
 Pres. D.P. Macapagal Blvd., Pasay City
 PTR No. 7036058/ 01-07-20
 IBP No. 108347/ 01-08-20/Cagayan