



OFFICE OF THE CORPORATE SECRETARY

Direct Line: 8536-0540
Trunk Lines: 8891-6040 to 70
Local: 4582/4106

March 16, 2022

PHILIPPINE DEALING & EXCHANGE CORPORATION

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas
Makati City

Attention: **ATTY. MARIE ROSE M. MAGALLEN-LIRIO**
Head - Issuer Compliance and Disclosure Department (ICCD)

Dear Atty. Magallen-Lirio:

We are pleased to furnish the Philippine Dealing and Exchange Corporation (PDEX) a copy of our disclosure to the Philippine Stock Exchange regarding the Certifications of Independent Director of the following independent directors of the Bank:

1. Mr. Edgar A. Cua
2. Ms. Isabelita M. Papa
3. Mr. Federico C. Pascual
4. Mr. Wilfrido E. Sanchez
5. Mr. Domingo H. Yap

We trust you will take note accordingly. Thank you.

Very truly yours,


MICHELLE A. PAHATI-MANUEL
Assistant Corporate Secretary

Philippine National Bank
PNB Financial Center
Pres. Diosdado Macapagal Blvd.,
Pasay City, Metro Manila 1300, Philippines

T. (632) 8526-3131 to 70 / 8891-6040 to 70
P.O. Box 1884 (Manila)
P.O. Box 410 (Pasay City)
www.pnb.com.ph

Authorized Depository of the Republic of the Philippines
Member: PDIC

CR01395-2022

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 17-18 - Other SEC Forms/Reports/Requirements

| | |
|----------------------------------|---|
| Form/Report Type | Certifications of Independent Directors |
| Report Period/Report Date | Mar 15, 2022 |

Description of the Disclosure

We furnish you herewith the duly notarized Certifications of Independent Director of the following independent directors of the Philippine National Bank:

1. Mr. Edgar A. Cua
2. Ms. Isabelita M. Papa
3. Mr. Federico C. Pascual
4. Mr. Wilfrido E. Sanchez
5. Mr. Domingo H. Yap

We trust you will take note accordingly. Thank you.

Filed on behalf by:

| | |
|--------------------|---------------------|
| Name | Ruth Pamela Tanghal |
| Designation | Corporate Secretary |

COVER SHEET

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S.E.C. Registration Number

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(Company's Full Name)

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

| |
|--|
| RUTH PAMELA E. TANGHAL Corporate Secretary Contact Person |
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| |
|--|
| 8573-4582 Company Telephone Number |
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| 1 | 2 |
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Month

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Day

Fiscal Year

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| Certification of Independent Director |
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FORM TYPE

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| April 27 |
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Month Day
Annual Meeting

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Secondary License Type, If Applicable

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

Total amount of Borrowings

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Domestic

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Foreign

To be accomplished by SEC Personnel concerned

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File Number

LCU

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Document I.D.

Cashier

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Remarks = pls. use black ink for scanning purposes



Office of the Corporate Secretary

Direct Line: 8536-0540
Trunk Lines: 8891-6040 to 70
Local: 4582

March 15, 2022

MS. RACHEL ESTHER J. GUMTANG-REMALANTE

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

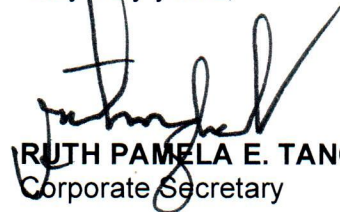
Dear Ms. Gumtang-Remalante:

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. Mr. Edgar A. Cua
2. Ms. Isabelita M. Papa
3. Mr. Federico C. Pascual
4. Mr. Wilfrido E. Sanchez
5. Mr. Domingo H. Yap

Thank you.

Very truly yours,



RUTH PAMELA E. TANGHAL
Corporate Secretary

Philippine National Bank
PNB Financial Center
Pres. Diosdado Macapagal Blvd.,
Pasay City, Metro Manila 1300,
Philippines

T. (632) 8526-3131 to 70/8891-6040 to 70
P.O. Box 1884 (Manila)
P.O. Box 410 (Pasay City)
www.pnb.com.ph

Authorized Depository of the Republic of the Philippines
Member: PDIC



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **EDGAR A. CUA**, Filipino, of legal age and a resident of _____, 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 Integrated Holdings, Inc. (formerly PNB Savings Bank) | Chairman/Independent Director | February 2021 to Present |
| PNB-Mizuho Leasing and Finance Corporation | Independent Director | April 2020 to Present |
| Allied Commercial Bank, Xiamen | Independent Director | June 2017 to Present |
| PNB Capital and Investment Corporation | Independent Director | June 2016 to Present |
| Davao Unicar Corporation | Director | August 1993 to Present |

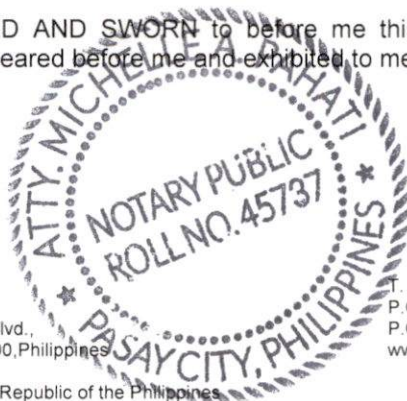
3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Philippine National Bank, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances;
4. I am not related to any director/officer/substantial 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.

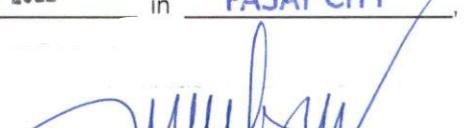
Done on MAR 08 2022 in Quezon City.


EDGAR A. CUA
Independent Director

SUBSCRIBED AND SWORN to before me this MAR 08 2022 in PASAY CITY, affiant personally appeared before me and exhibited to me his TIN No. _____

Doc. No. 112
Page No. 24
Book No. XII
Series of 2022.




ATTY. MICHELLE A. PARATI
Notary Public for Pasay City
Commission No. 21-14; valid until 12-31-22
Roll No. 45737/Lifetime Member No. 013506
P.O. Box 1884 (Manila)
P.O. Box 410 (Pasay City)
www.pnb.com.ph

Philippine National Bank
PNB Financial Center
Pres. Diosdado Macapagal Blvd.,
Pasay City, Metro Manila 1300, Philippines

Authorized Depository of the Republic of the Philippines
Member: PDIC



CERTIFICATION OF INDEPENDENT DIRECTOR


I, **ISABELITA M. PAPA**, Filipino, of legal age and a resident of _____
after having been 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 August 5, 2021;
2. I am affiliated with the following companies or organizations:

| COMPANY/ ORGANIZATION | POSITION/ RELATIONSHIP | PERIOD OF SERVICE |
|--|---------------------------|-------------------|
| PNB-Mizuho Leasing and Finance Corporation | Independent Director | 2022 to Present |
| PNB-Mizuho Equipment Rentals Corporation | Independent Director | 2022 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 **MAR 08 2022** in Mandaluyong City.

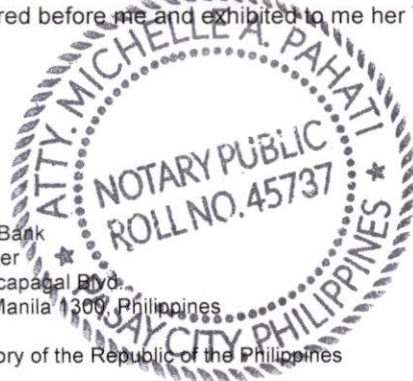

ISABELITA M. PAPA
Independent Director

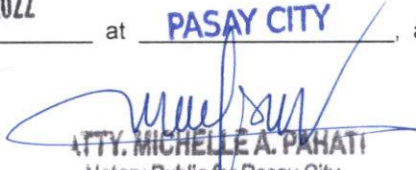
SUBSCRIBED AND SWORN to before me on **MAR 08 2022** at **PASAY CITY**, affiant
personally appeared before me and exhibited to me her TIN _____

Doc. No. 113;
Page No. 24;
Book No. XII;
Series of 2022.

Philippine National Bank
PNB Financial Center
Pres. Diosdado Macapagal Blvd.
Pasay City, Metro Manila 1309, Philippines

Authorized Depository of the Republic of the Philippines
Member: PDIC




ATTY. MICHELLE A. PAHATI
Notary Public for Pasay City
Commission No. 21-14; valid until 12-31-22
Roll No. 45737/Lifetime Member No. 013500
PTR No. 7369341/08 January 2021/Pasay City
T. (632) 8526-3131 to 7078891-6040 to 70
P.O. Box 1884 (Manila)
P.O. Box 410 (Pasay City)
www.pnb.com.ph

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FEDERICO C. PASCUAL**, Filipino, of legal age and a resident of _____, after having duly sworn to in accordance with law, do hereby declare that:

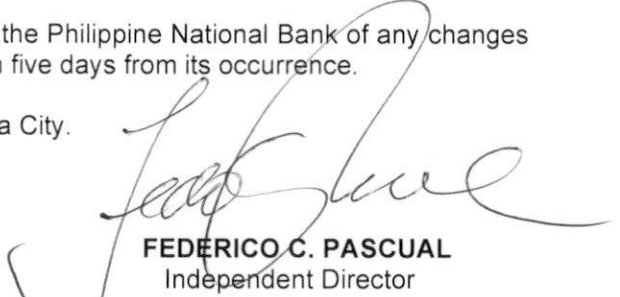
1. I am a nominee for Independent Director of the Philippine National Bank and have been its Independent Director since May 27, 2014;
2. I am affiliated with the following companies or organizations:

| Company/Organization | Position/Relationship | Period of Service |
|--|-------------------------------|--|
| PNB Capital and Investment Corporation | Chairman/Independent Director | April 2021 to Present |
| PNB-Mizuho Leasing and Finance Corporation | Chairman/Independent Director | April 2021 to Present (Chairman) 2016 to Present (Independent Director) |
| PNB-Mizuho Equipment Rentals Corporation | Chairman/Independent Director | April 2021 to Present (Chairman) April 2019 to Present (Independent Director) |
| Hermosa Golden Rainbow Corporation | Director | 2020 to Present |
| Allianz PNB Life Insurance, Inc. | Independent Director | 2016 to Present |
| SCTEX Development and Franchisers Corporation | 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 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 |

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

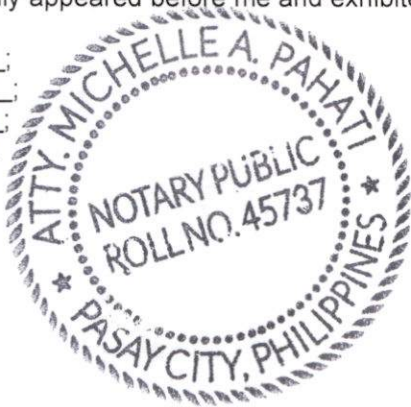
7. I shall inform the Corporate Secretary of the Philippine National Bank of any changes in the abovementioned information within five days from its occurrence.


Done on MAR 08 2022 in Muntinlupa City.


FEDERICO C. PASCUAL
Independent Director

SUBSCRIBED AND SWORN to before me this MAR 08 2022 in PASAY CITY,
affiant personally appeared before me and exhibited to me his TIN

Doc. No. 114
Page No. 24
Book No. 11
Series of 2022.




ATTY. MICHELLE A. PAHATI
Notary Public for Pasay City
Commission No. 21-14; valid until 12-31-22
Roll No. 45737/Lifetime Member No. 013506
PTR No. 7369341/ 08 January 2021/ Pasay City
B Financial Center, Pres. Macababal Blvd., Pasay City



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **WILFRIDO E. SANCHEZ**, Filipino, of legal age and a resident of _____
after having been 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 April 27, 2021;
2. I am affiliated with the following companies or organizations:

| COMPANY/ ORGANIZATION | POSITION/ RELATIONSHIP | PERIOD OF SERVICE |
|--|---------------------------|--------------------------|
| Quiason Makalintal Barot Torres Ibarra Sison & Damaso Law Firm | Tax Counsel | 1993 to Present |
| Asiabest Group International Inc. (ABG) | Director | 2018 to Present |
| Asia Brewery, Inc. | Independent Director | January 2017 to Present |
| Asian Institute of Management (AIM) | Trustee | 2016 to Present |
| EEL Corporation | Director | 2005 to Present |
| EMCOR, Inc. | Director | 2007 to Present |
| Eton Properties Philippines, Inc. | Independent Director | 2007 to Present |
| Gokongwei Brothers Foundation | Trustee | 2019 to Present |
| House of Investments, Inc. | Director | 2000 to Present |
| J-DEL Investments and Management Corp. | Director | 2008 to Present |
| JVR Foundation, Inc. | Trustee | 1996 to Present |
| Kawasaki Motor Corp. | Director | 2004 to Present |
| KS Prime Financial Corp. | Director | 2020 to Present |
| K-Servico, Inc. | Director | 2007 to Present |
| LT Group, Inc. | Independent Director | July 31, 2012 to Present |
| Magellan Capital Holdings, Corp. | Director | 1994 to Present |
| Tanduay Distillers, Inc. | Independent Director | January 2017 to Present |
| Trimotors Technology Corp. | Director | January 2020 to Present |
| Wodel, Inc. | Director | January 2014 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.

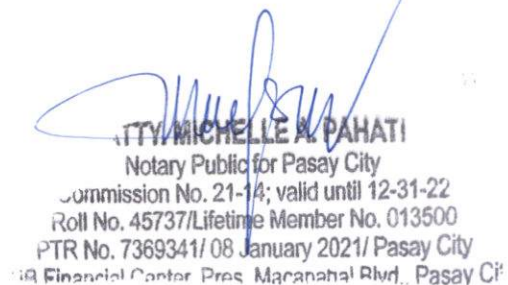
Done on MAR 08 2022 in Quezon City.


WILFRIDO E. SANCHEZ
Independent Director

SUBSCRIBED AND SWORN to before me on MAR 08 2022 at PASAY CITY,
affiant personally appeared before me and exhibited to me his Passport No. _____ issued on _____
to _____ at _____, Philippines.

Doc. No. 117
Page No. 25
Book No. XII
Series of 2022.




ATTY. MICHELLE A. PAHATI
Notary Public for Pasay City
Commission No. 21-14; valid until 12-31-22
Roll No. 45737/Lifetime Member No. 013500
PTR No. 7369341/ 08 January 2021/ Pasay City
18 Financial Center Pres. Macanabal Blvd., Pasay City



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **DOMINGO H. YAP**, Filipino, of legal age and a resident of _____ 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 |
|---|-----------------------|-------------------|
| Alliance Land 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 MAR 08 2022 in Makati City.

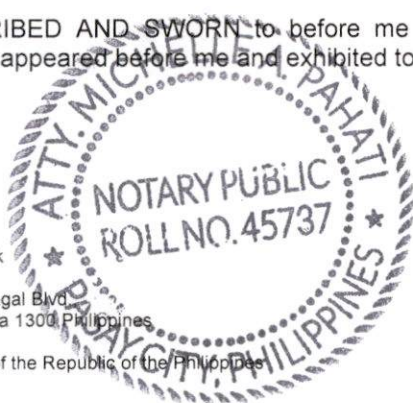

DOMINGO H. YAP
Independent Director

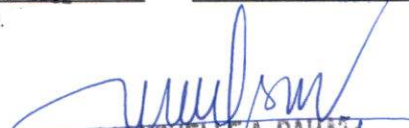
SUBSCRIBED AND SWORN to before me this MAR 08 2022 in PASAY CITY,
affiant personally appeared before me and exhibited to me his TIN No. _____

Doc. No. 115
Page No. 24
Book No. XII
Series of 2022.

Philippine National Bank
PNB Financial Center
Pres. Diosdado Macapagal Blvd.
Pasay City, Metro Manila 1300 Philippines

Authorized Depository of the Republic of the Philippines
Member: PDIC




ATTY. MICHELLE A. PAHATI
Notary Public for Pasay City

Commission No. 21-14; valid until 12-31-22
T. (632) 8526-3131 to 70/8891-8040, 1979
P.O. Box 1884 (Manila)
P.O. Box 410 (Pasay City)
www.pnb.com.ph
Financial Center, Pres. Macapagal Blvd., Pasay City