

# COVER SHEET

P W - 1 2 1  
S.E.C. Registration Number

B A N K O F T H E P H I L I P P I N E I S L A N D S

(Company's Full Name)

2 2 / F - 2 8 / F A Y A L A T R I A N G L E  
G A R D E N S T O W E R 2 , P A S E O D E  
R O X A S C O R . M A K A T I A V E . ,  
B E L - A I R , M A K A T I C I T Y

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

ATTY. MARIA LOURDES P. GATMAYTAN

Contact Person

8663-6525

Company Telephone Number

Month Day  
Fiscal Year

**SEC FORM 17-C**

FORM TYPE

24

Month Day  
Annual Meeting

Secondary License Type, If Applicable

Dept. Requiring this Doc.

Amended Articles Number/Section

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

\_\_\_\_\_

LCU

Document I.D.

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Cashier

STAMPS

**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. 23 April 2024  
Date of Report (Date of earliest event reported)
  
2. PW-121  
SEC Identification Number
  
3. 000-438-366-000  
BIR Tax Identification No.
  
4. BANK OF THE PHILIPPINE ISLANDS  
Exact name of registrant as specified in its charter
  
5. MANILA, PHILIPPINES  
Province, country or other jurisdiction of Incorporation
  
6.   
Industry Classification Code (SEC Use Only)
  
7. 22/F-28/F AYALA TRIANGLE GARDENS TOWER 2, PASEO DE ROXAS COR.  
MAKATI AVE., BEL-AIR, MAKATI CITY (current business address)  
Address of principal office  
  
1226  
Postal Code
  
8. (632) 8663-6525 (CORPSEC OFFICE) / (632) 8663-6733 (IR)  
Issuer's telephone number, including area code
  
9. N/A  
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 & Amount of Debt Outstanding
<u>Common</u>	<u>5,259,201,283 shares</u>

11. Indicate the item numbers reported therein: Item 9

Item 9 - Other Events

Please be informed that the Annual Stockholders' Meeting and Organizational Meeting of the Board of Directors of Bank of the Philippine Islands were held today, 23 April 2024. Please see results as per attached.

Pursuant to the requirement of the Securities Regulation Code, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BANK OF THE PHILIPPINE ISLANDS**  
Registrant

23 April 2024  
Date

  
**MARIA LOURDES P. GATMAYTAN**  
Corporate Secretary 

23 April 2024

Securities and Exchange Commission  
7907 Makati Avenue, Salcedo Village  
Barangay Bel-Air, Makati City 1209

Attention: Director Oliver O. Leonardo  
Director, Markets & Securities Regulation Department

Director Rachel Esther J. Gumtang-Remalante  
Director, Corporate Governance & Finance Department

Philippine Stock Exchange  
6/F PSE Tower  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street  
Bonifacio Global City, Taguig City

Attention: Mr. Norberto Moreno, Jr.  
Officer-in-Charge, Disclosure Department

Philippine Dealing and Exchange Corporation  
29/F BDO Equitable Tower  
8751 Paseo de Roxas, Makati City

Attention: Atty. Marie Rose M. Magallen-Lirio  
Head, Issuer Compliance and Disclosure Department

Gentlemen:

Please be informed that at the Annual Stockholders' Meeting of Bank of the Philippine Islands (BPI) held today, 23 April 2024 conducted virtually through <http://www.ayalagroupshareholders.com/> the stockholders approved the following:

1. Approval of the Minutes of the Annual Meeting of the Stockholders on April 27, 2023  
*Resolution No. ASM-2024-01: "RESOLVED, to approve the minutes of the Annual Stockholders' Meeting held on April 27, 2023."*
2. Approval of Annual Report and Audited Financial Statements  
*Resolution No. ASM-2024-02: "RESOLVED, to approve the Annual Report and Audited Financial Statements of Bank of the Philippine Islands as of December 31, 2023."*
3. Ratification of the Acts of the Board of Directors and Officers  
*Resolution No. ASM-2024-03: "RESOLVED, to ratify all the acts and resolutions of the Board of Directors, Executive Committee, and other Board Committees, and all the acts of Management since the Annual Stockholders Meeting on April 27, 2023 until April 23, 2024."*

4. Election of the Board of Directors (Including the Independent Directors)

*Resolution No. ASM-2024-04: "RESOLVED, to elect the following as directors of the Bank to serve as such beginning today until their successors are elected and qualified:*

*Jaime Augusto Zobel de Ayala  
Fernando Zobel de Ayala  
Cezar P. Consing  
Janet Guat Har Ang\*  
René G. Bañez  
Karl Kendrick T. Chua  
Wilfred T. Co  
Emmanuel S. de Dios\*  
Jose Teodoro K. Limcaoco  
Rizalina G. Mantaring\*  
Aurelio R. Montinola III  
Mario Antonio V. Paner\*  
Cesar V. Purisima\*  
Jaime Z. Urquijo  
Maria Dolores B. Yuvienco\*\**

*\*Nominated as Independent Director*

*Note: The election of directors is subject to confirmation by the BSP Monetary Board and other applicable regulatory confirmation/approvals.*

5. Election of External Auditors and Fixing of their Remuneration

*Resolution No. ASM-2024-05: "RESOLVED, to appoint Isla Lipana & Co. as the external auditor of BPI and its major subsidiaries and affiliates for the year 2024 for an audit fee of PHP 27.022Mn."*

Also, at the Organizational Meeting of the Board of Directors held today, 23 April 2024, immediately after the BPI Annual Stockholders' Meeting, the following were elected/appointed for the term 2024-2025:

1. Chairman and Officers

Jaime Augusto Zobel de Ayala	Chairman
Cezar P. Consing	Vice-Chairman
Jose Teodoro K. Limcaoco	President/CEO
Dino R. Gasmén	Treasurer
Maria Lourdes P. Gatmaytan	Corporate Secretary
Emeliana Elisa F. Navarro	Assistant Corporate Secretary
Shiena Angela D. Aquino	Assistant Corporate Secretary

## 2. Board Committees and Memberships

### a. Executive Committee

Jaime Augusto Zobel de Ayala	Chairman
Cezar P. Consing	Vice-Chairman
Jose Teodoro K. Limcaoco	Member/President/CEO
René G. Bañez	Member
Aurelio R. Montinola III	Member
Cesar V. Purisima	Member (Independent)
Fernando Zobel de Ayala	Member

### b. Audit Committee

Maria Dolores B. Yuvienco	Chairman (Independent)
Mario Antonio V. Paner	Member (Independent)*
Cesar V. Purisima	Member (Independent)

### c. Risk Management Committee

Rizalina G. Mantaring	Chairman (Independent)
Janet Guat Har Ang	Member (Independent)
Cezar P. Consing	Member
Mario Antonio V. Paner	Member (Independent)*
Cesar V. Purisima	Member (Independent)

### d. Related Party Transaction Committee

Janet Guat Har Ang	Chairman (Independent)
René G. Bañez	Member
Maria Dolores B. Yuvienco	Member (Independent)

### e. Corporate Governance and Sustainability Committee

Emmanuel S. de Dios	Chairman (Independent)
Rizalina G. Mantaring	Member (Independent)
Jaime Z. Urquijo	Member

### f. Personnel and Compensation Committee

Jaime Augusto Zobel de Ayala	Chairman
Fernando Zobel de Ayala	Member
Cezar P. Consing	Member
Aurelio R. Montinola III	Member
Maria Dolores B. Yuvienco	Member (Independent)

g. Nomination Committee

Cesar V. Purisima	Chairman (Independent)
Jaime Augusto Zobel de Ayala	Member
Cezar P. Consing	Member

h. Retirement/Pension Committee

Aurelio R. Montinola III	Chairman
René G. Bañez	Member
Rizalina G. Mantaring	Member (Independent)
Karl Kendrick T. Chua	Member

i. Credit Committee

Jose Teodoro K. Limcaoco	Chairman
Joseph Anthony M. Alonso	Vice-Chairman
Dominique R. Ocliasa	Member
Juan Carlos L. Syquia	Member
Eric Roberto M. Luchangco	Member
Homer L. Aniceto	Member

*\*subject to BSP confirmation*

3. Appointment of the Lead Independent Director

Rizalina G. Mantaring	Lead Independent Director
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4. Board Representatives at IT Steering Committee

Janet Guat Har Ang
Rizalina G. Mantaring

The re-appointment of all incumbent Officers of the Bank for the term 2024-2025 was likewise approved.

Thank you.

Very truly yours,

  
MARIA LOURDES P. GATMAYTAN  
Corporate Secretary *jt sp*

## BANK OF THE PHILIPPINE ISLANDS\_SEC FORM 17-C\_23APRIL2024

Lean P. Batalla <lpbatalla@bpi.com.ph>

on behalf of


BPI Corporate Secretary <corporate.secretary@bpi.com.ph>

Tue 4/23/2024 11:58 AM

To:ICTD Submission <ictdsubmission@sec.gov.ph>

Cc:Emeliana Elisa F. Navarro <efnavarro@bpi.com.ph>;Lean P. Batalla <lpbatalla@bpi.com.ph>

Bcc:Shiena Angela D. Aquino <sadaquino@bpi.com.ph>

 1 attachments (1 MB)

BANK OF THE PHILIPPINE ISLANDS\_SEC FORM 17-C\_23APRIL2024.pdf;

Good day,

Please see attached SEC Form 17-C re: Results of 2024 Annual Stockholders' Meeting & Organizational Board Meeting of Bank of the Philippine Islands.

Kindly acknowledge receipt of this email once received.

Thank you.

### **Bank of the Philippine Islands (BPI)**

Lean P. Batalla

Tel. No. 8663-6521

email add: [corporate.secretary@bpi.com.ph](mailto:corporate.secretary@bpi.com.ph)

[lpbatalla@bpi.com.ph](mailto:lpbatalla@bpi.com.ph)



**Re: BANK OF THE PHILIPPINE ISLANDS\_SEC FORM 17-C\_23APRIL2024**

ICTD Submission &lt;ictdsubmission+canned.response@sec.gov.ph&gt;

Tue 4/23/2024 11:58 AM

To: Lean P. Batalla &lt;lpmatalla@bpi.com.ph&gt;

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Thank you for reaching out to ictdsubmission@sec.gov.ph!

Your submission is subject for Verification and Review of the Quality of the Attached Document only for Secondary Reports. The Official Copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 7 working days via order through the SEC Express at <https://secexpress.ph/>. For further clarifications, please call (02) 8737-8888.

----- NOTICE TO  
COMPANIES -----

Please be informed of the reports that shall be filed only through ictdsubmission@sec.gov.ph.

Pursuant to SEC MC Circular No. 3 s 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in PORTABLE DOCUMENT FORMAT (pdf) through email at ictdsubmission@sec.gov.ph such as the following SECONDARY REPORTS:

1. 17-A 6. ICA-QR 11. IHAR 16. 39-AR 21. Monthly Reports
2. 17-C 7. 23-A 12. AMLA-CF 17. 36-AR 22. Quarterly Reports
3. 17-L 8. 23-B 13. NPM 18. PNFS 23. Letters
4. 17-Q 9. GIS-G 14. NPAM 19. MCG 24. OPC (Alternate Nominee)
5. ICASR 10. 52-AR 15. BP-FCLC 20. S10/SEC-NTCE-EXEMPT

Further, effective 01 July 2023, the following reports shall be submitted through <https://efast.sec.gov.ph/user/login>.

1. FORM MC 18 7. Completion Report
2. FORM 1 - MC 19 8. Certificate-SEC Form MCG- 2009
3. FORM 2- MC 19 9. Certificate-SEC Form MCG- 2002, 2020 ETC.
4. ACGR 10. Certification of Attendance in Corporate Governance
5. I-ACGR 11. Secretary's Certificate Meeting of Board Directors (Appointment)
6. MRPT

Please be informed that the submission of the abovementioned eleven (11) reports through the ictdsubmission@sec.gov.ph shall no longer be

accepted. For further information, please access this link Notice for guidance on the filing of reports:

Likewise, the following reports shall be filed through the Electronic Filing and Submission Tool (eFAST) at

<https://efast.sec.gov.ph/user/login> :

1. AFS 7. IHFS 13. SSF
2. GIS 8. LCFS 14. AFS with Affidavit of No Operation
3. BDFS 9. LCIF 15. AFS with NSPO Form 1,2, and 3
4. FCFS 10. OPC\_AO 16. AFS with NSPO Form 1,2,3 and 4,5,6
5. FCIF 11. PHFS 17. FS - Parent
6. GFFS 12. SFFS 18. FS – Consolidated

For the submission and processing of compliance in the filing of Memorandum Circular No. 28 Series of 2020, please visit this link –

<https://apps010.sec.gov.ph/>

For your information and guidance.

Thank you.