



**MINUTES OF THE ORGANIZATIONAL
BOARD OF DIRECTORS' MEETING
OF PNB HOLDINGS CORPORATION
held on April 30, 2025 via remote communication**

IN ATTENDANCE:

DR. LUCIO C. TAN, Chairman
KARLU T. SAY, President
LUCIO C. TAN III, Member
WILLIAM T. LIM, Member
EUSEBIO V. TAN, member
CIELO M. SALGADO, Member
ELAINE Y. CO, Member
MARIA CECILIA GONZALEZ, Member
ROWENA M. NAZARETH, Member

ALSO IN ATTENDANCE:

CARLOS LUIS L. FERNANDEZ, Corporate Secretary
RICHARD V. KO, Assistant Corporate Secretary

I. CALL TO ORDER

Upon the directive of the Chairman, the President, Ms. Karlu T. Say, called the meeting to order and presided over the same. The Corporate Secretary, Atty. Carlos Luis L. Fernandez, recorded the minutes of the proceedings.

II. PROOF OF PRESENCE OF QUORUM

The Corporate Secretary certified to the presence of all Directors, thereby constituting a quorum for the valid transaction of business.

III. APPOINTMENT OF MEMBERS OF THE COMMITTEES

The President then discussed with the Board the need to appoint the members of the Committees. After some discussion, and upon motion duly made and seconded, the Board approved the following:

OBD RESOLUTION NO. 1-2025

“RESOLVED, that the Board hereby approves and confirms the appointment of the members of the Committees as follows:

EXECUTIVE COMMITTEE

Chairman: Dr. Lucio C. Tan
Members: Karlu T. Say
Lucio C. Tan III
William T. Lim

AUDIT AND RISK OVERSIGHT COMMITTEE

Chairman: Elaine Y. Co
Members: Ma. Cecilia M. Gonzalez
Eusebio V. Tan

CORPORATE GOVERNANCE COMMITTEE

Chairman: Cielo M. Salgado
Members: Rowena M. Nazareth
Elaine Y. Co

NOMINATION AND COMPENSATION COMMITTEE

Chairman: Karlu T. Say
Members: Dr. Lucio C. Tan
Cielo M. Salgado”

IV. APPOINTMENT OF OFFICERS

The President informed the Board that the next item in the Agenda is the appointment of the officers of the Corporation. After a brief discussion, and upon motion duly made and seconded, the Board approved the following:

OBD RESOLUTION NO. 2-2025

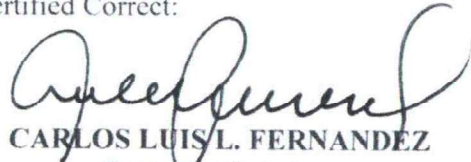
“**RESOLVED**, that the Board hereby approves and confirms the appointment, to the positions set after their names, of the following as Officers of the Corporation and to serve as such until their successors have been elected and qualified:

Dr. Lucio C. Tan	- Chairman
Karlu T. Say	- President
Carlos Luis L. Fernandez	- Corporate Secretary
Richard V. Ko	- Assistant Corporate Secretary
Maryknoll B. Zamora	- Chief Finance Officer
Joselito Consunji	- Chief Operation Officer
Michael Leslie Delos Reyes	- Chief Risk and Compliance Officer
Marvin M. Javier	- Data Privacy Officer & ICT
Becky D. Co	- VP Treasury
Ferdinand M. Dela Rosa	- VP Property Management
Arnold B. Gandia	- VP Quantity Surveying
Mildred Ann M. Gonzales	- VP Legal
Julio Jude Teodoro D. Montinola	- VP Business Development
Eric R. Potente	- VP Procurement
Gladys Grace K. Uy	- VP Human Resources
Winnie K. Ong	- VP Internal Audit
Eleno A. De Paz	- VP Planning & Design
Richard C. Naval	- VP Technical Services & Construction Management”


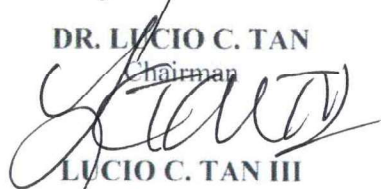
V. ADJOURNMENT

There being no other business to discuss, the Meeting was adjourned.

Certified Correct:


CARLOS LUIS L. FERNANDEZ
Corporate Secretary

Attested By:


DR. LUCIO C. TAN
Chairman

LUCIO C. TAN III
Member

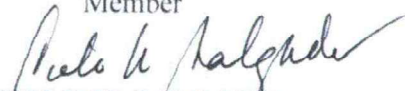
EUSEBIO V. TAN
Member

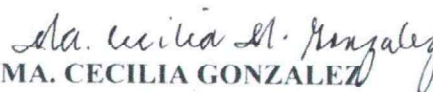

ELAINE Y. CO
Member


ROWENA M. NAZARETH
Member


KARLU T. SAY
Member


WILLIAM T. LIM
Member


CIELO M. SALGADO
Member


MA. CECILIA GONZALEZ
Member

Certified Correct:


CARLOS LUIS L. FERNANDEZ
Corporate Secretary

Attested By:

DR. LUCIO C. TAN
Chairman

LUCIO C. TAN III
Member

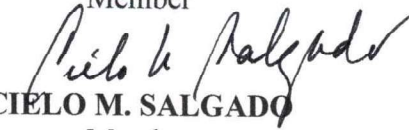
EUSEBIO V. TAN
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ROWENA M. NAZARETH
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KARLU T. SAY
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WILLIAM T. LIM
Member


CIELO M. SALGADO
Member


MA. CECILIA GONZALEZ
Member