

10 April 2014

**MS. JANET A. ENCARNACION**  
Head, Disclosure Department  
The Philippine Stock Exchange, Inc.  
PSE Centre, Exchange Road  
Ortigas Center, Pasig City

Dear Ms. Encarnacion,

We wish to inform you that the Stockholders of the Bank of the Philippine Islands (BPI) at its Annual Meeting held on 10 April 2014, approved the Amendment of the Third Article of the Bank's Articles of Incorporation and Article I of its By-Laws to state the specific and complete address of the Bank's principal office, to include the name of building, street number if feasible, street and city. Thus, the amended Articles of Incorporation and By-Laws of BPI will now read as follows:

A. Amended Articles of Incorporation of BPI

**FROM:** THIRD - That the place where the principal office of the Corporation is to be established or located at Makati, Rizal, Philippines, xxx

**TO:** THIRD - That the place where the principal office of the Corporation is to be established or located is at BPI Building, 6768 Ayala Avenue, corner Paseo de Roxas, Barangay San Lorenzo, Makati City, Philippines, xxx


B. Amended By-Laws of BPI

**FROM:**  
ARTICLE I  
HEAD OFFICE AND BRANCHES

The Head Office of the Bank shall be located in Makati, Rizal. xxx

**TO:**  
ARTICLE I  
HEAD OFFICE AND BRANCHES

The Head Office of the Bank shall be located at BPI Building, 6768 Ayala Avenue corner Paseo de Roxas, Barangay San Lorenzo, Makati City, Philippines. xxx



CARLOS B. AQUINO  
Corporate Secretary

10 April 2014

**MS. JANET A. ENCARNACION**  
Head, Disclosure Department  
The Philippine Stock Exchange, Inc.  
PSE Centre, Exchange Road  
Ortigas Center, Pasig City

Dear Ms. Encarnacion,

We wish to inform you that the Stockholders of the Bank of the Philippine Islands (BPI) at its Annual Meeting held on 10 April 2014, approved the following:

- (a) The election/re-election of the following as Members of the Board of Directors of BPI for the term 2014-2015 and to hold office as such until their successors are duly elected and qualified:

1. Mr. Jaime Augusto Zobel de Ayala
2. Mr. Fernando Zobel de Ayala
3. Mr. Cezar P. Consing
4. Ms. Vivian Que Azcona
5. Mr. Romeo L. Bernardo
6. Mr. Octavio V. Espiritu
7. Ms. Rebecca G. Fernando
8. Mr. Xavier P. Loinaz
9. Mr. Aurelio R. Montinola III
10. Ms. Mercedita S. Nolleto
11. CJ Artemio V. Panganiban
12. Mr. Antonio Jose U. Periquet
13. Mr. Oscar S. Reyes
14. Dr. Astrid S. Tuminez
15. Ms. Dolores B. Yuvienco

Of the above elected directors, the following qualified and have been elected as independent directors as defined under the provision of SRC Rule 38 (Requirements on Nomination & Election of Independent Directors) of the Securities Regulation Code, as amended, to wit:

1. Mr. Romeo L. Bernardo
2. Mr. Octavio V. Espiritu
3. Mr. Xavier P. Loinaz
4. CJ Artemio V. Panganiban
5. Mr. Antonio Jose U. Periquet
6. Dr. Astrid S. Tuminez



- (b) The re-appointment of Isla Lipana & Co. as the External Auditors of BPI for the year 2014.

Also, at the Organizational Meeting of the Board of Directors, following the said Stockholders' Meeting, the following were elected/re-elected as Chairman and Officers of BPI for the term 2014-2015:

Jaime Augusto Zobel de Ayala	- Chairman
Fernando Zobel de Ayala	- Vice-Chairman
Cezar P. Consing	- President
Antonio V. Paner	- Treasurer
Carlos B. Aquino	- Corporate Secretary
Angela Pilar B. Maramag	- Deputy Corp. Secretary

Further, at the same Organizational Meeting of the Board of Directors, the following Committees were reconstituted:

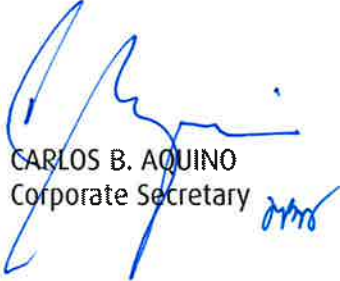
1. Executive Committee
  1. Jaime Augusto Zobel de Ayala - Chairman
  2. Fernando Zobel de Ayala - Vice-Chairman
  3. Cezar P. Consing - Member/President
  4. Aurelio R. Montinola III - Member
  5. Rebecca G. Fernando - Member
  6. Antonio Jose U. Periquet - Member (Independent)
  7. Mercedita S. Nolleto - Member
2. Audit Committee
  1. Xavier P. Loinaz - Chairman (Independent)
  2. Octavio V. Espiritu - Member (Independent)
  3. Aurelio R. Montinola III - Member
  4. Oscar S. Reyes - Member
  5. Dolores B. Yuvienco - Member
3. Risk Management Committee
  1. Octavio V. Espiritu - Chairman (Independent)
  2. Cezar P. Consing - Member/President
  3. Romeo L. Bernardo - Member (Independent)
  4. Aurelio R. Montinola III - Member
  5. Antonio Jose U. Periquet - Member (Independent)
  6. Astrid S. Tuminez - Member (Independent)

4. Related Party Transaction Committee:
  1. Octavio V. Espiritu - Chairman (Independent)
  2. Rebecca G. Fernando - Member
  3. Oscar S. Reyes - Member
  4. Romeo L. Bernardo - Member (Independent)
  
5. Trust Committee
  1. Mercedita S. Nolleto - Chairman
  2. Antonio Jose U. Periquet - Vice-Chairman (Independent)
  3. Fernando Zobel de Ayala - Member
  4. Cezar P. Consing - Member/President
  5. Romeo L. Bernardo - Member (Independent)
  6. Rebecca G. Fernando - Member
  7. Maria Theresa M. Javier - Member/Trust Officer
  
6. Personnel and Compensation Committee
  1. Fernando Zobel de Ayala - Chairman
  2. Romeo L. Bernardo - Member (Independent)
  3. Aurelio R. Montinola III - Member
  4. Oscar S. Reyes - Member
  5. Vivian Que Azcona - Member
  
7. Corporate Governance Committee
  1. Artemio V. Panganiban - Chairman (Independent)
  2. Romeo L. Bernardo - Member (Independent)
  3. Mercedita S. Nolleto - Member
  4. Oscar S. Reyes - Member
  5. Astrid S. Tuminez - Member (Independent)
  6. Dolores B. Yuvienco - Member
  
8. Nomination Committee
  1. Romeo L. Bernardo - Chairman (Independent)
  2. Jaime Augusto Zobel de Ayala - Member
  3. Fernando Zobel de Ayala - Member
  4. Xavier P. Loinaz - Member (Independent)
  5. Vivian Que Azcona - Member
  
9. Retirement/Pension Committee
  1. Mercedita S. Nolleto - Chairman
  2. Cezar P. Consing - Member/President
  3. Rebecca G. Fernando - Member
  4. Fidelina A. Corcuera - Member

10. Credit Committee

- |     |                              |                                      |
|-----|------------------------------|--------------------------------------|
| 1.  | Cezar P. Consing             | - Chairman/President                 |
| 2.  | Alfonso L. Salcedo, Jr.      | - Vice-Chairman                      |
| 3.  | Angela C. Santiano           | - Vice-Chairman                      |
| 4.  | Joseph Anthony M. Alonso     | - Member                             |
| 5.  | Roland Gerard R. Veloso, Jr. | - Member                             |
| 6.  | Reymundo S. L. Castro        | - Member                             |
| 7.  | Judy K. Tecson               | - Member                             |
| 8.  | Rebecca U. Anselmo           | - Member                             |
| 9.  | Olga S. Ang                  | - Alternate Member for<br>JK Tecson  |
| 10. | Cristina U. Javier           | - Alternate Member for<br>RU Anselmo |

11. Reappointment of all incumbent Officers of the Bank for the term 2014-2015.

  
CARLOS B. AQUINO  
Corporate Secretary