

**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. April 20, 2023
Date of Report (Date of earliest event reported)
2. SEC Identification Number 443 3. BIR Tax Identification No. 000-444-210-000
4. CHINA BANKING CORPORATION
Exact name of issuer as specified in its charter
5. Philippines 6. SEC (Use Only)
Province, Country or other jurisdiction of Industry Classification Code:
incorporation
7. 8745 China Bank Bldg., Paseo de Roxas, Makati City 1226
Address of principal office Postal Code
8. 888-55-555
Issuer's telephone number, including area code
9. -- NA --
Former name or former address, if changed since last report
10. Securities registered pursuant to Section 8 and 12 of the SRC of Sections 4 and 8 of the RSA
- | Title of each Class | Number of shares of common stock
outstanding and amount of debt outstanding |
|---------------------|--|
| Common | 2,691,288,212 shares |
11. Indicate the item numbers reported herein: Item 9

Pursuant to the requirements of the Revised Securities Act, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

CHINA BANKING CORPORATION
Registrant

Date April 20, 2023


LEILANI B. ELARMO
Corporate Secretary
Signature and Title *

* Print name and title of the signing officer under the signature.

20 April 2023

SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City

Attention: **1. DIRECTOR VICENTE GRACIANO P. FELIZMENIO, JR.**
Markets and Securities Regulation Department

2. DIRECTOR RACHEL ESTHER J. GUMTANG-REMALANTE
Corporate Governance and Finance Department

THE PHILIPPINE STOCK EXCHANGE, INC.

6th Floor PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: MS. ALEXANDRA D. TOM WONG
Officer-in-Charge, Disclosure Department

PHILIPPINE DEALING & EXCHANGE CORP.

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

Attention: ATTY. MARIE ROSE M. MAGALLEN-LIRIO
Head, Issuer Compliance and Disclosure Department

Sir, Mesdames:

Please be informed of the following results of the regular annual meeting of the stockholders of China Banking Corporation (the "Bank") held today, 20 April 2023, via remote communication as the Bank continues to prioritize the health and safety of the stockholders and participants:

1. Election of the following directors for the ensuing term and until their successors are duly elected and qualified:

Mr. Hans T. Sy	-	Chairman of the Board
Mr. Gilbert U. Dee	-	Vice-Chairman of the Board
Mr. Romeo D. Uyan, Jr.	-	Director, President and Chief Executive Officer
Mr. Peter S. Dee	-	Director
Mr. Joaquin T. Dee	-	Director
Mr. Herbert T. Sy	-	Director
Mr. Harley T. Sy	-	Director
Mr. Jose T. Sio	-	Director
Ms. Margarita L. San Juan	-	Lead Independent Director
Mr. Philip S.L. Tsai	-	Independent Director
Ms. Claire Ann T. Yap	-	Independent Director
Mr. Genaro V. Lapez	-	Independent Director

CHINA BANKING CORPORATION

8745 Paseo de Roxas corner Villar Street, Makati City, 1226 Philippines

Trunkline (Head Office): (632) 888-55-555

Website: www.chinabank.ph

Contact Center: (632) 888-55-888, 1800-1888-5-888 (Domestic Toll-Free)

Email Address: online@chinabank.ph

2. Approval, confirmation, and ratification and/or notation of the following matters:
 - a. Minutes of the annual meeting of the stockholders on 05 May 2022;
 - b. Annual Report for the year ended 31 December 2022;
 - c. Audited Financial Statements for the year ended 31 December 2022;
 - d. All acts of the Board of Directors, including related party transactions, and all the acts of the Executive Committee, other Committees, and Management during the year 2022 and immediately preceding the stockholders' meeting;
 - e. Re-appointment of Sycip Gorres Velayo & Co. as external auditor of the Bank;
 - f. Amendment to Article VIII, Section 1(b) (Net Earnings) of the By-Laws as approved by the Board of Directors on 01 February 2023 (refer to attachment for comparative table of the amendment); and
 - g. Announcement of the approval by the Board of Directors in a special meeting on 19 April 2023 of the declaration of: (i) regular cash dividend of P1.00 per share, and (ii) special cash dividend of P0.90 per share, and to set and recommend 05 May 2023 as the record date and 18 May 2023 as the issuance/payment date of the dividends, with the closing of books from 08 to 18 May 2023.

We also wish to inform you of the results of the organizational meeting of our Board of Directors held after the annual meeting of the stockholders:

1. Re-appointment/re-designation of Mr. Ricardo R. Chua as Advisor of the Board;
2. Re-appointment/re-designation of Ms. Margarita L. San Juan as Lead Independent Director;
3. Re-organization of the Board Committees, as follows:

Executive Committee

Hans T. Sy	-	Chairman
Gilbert U. Dee	-	Member
Peter S. Dee	-	Member
Joaquin T. Dee	-	Member
Romeo D. Uyan, Jr.	-	Member

Audit Committee

Claire Ann T. Yap	-	Chairman
Joaquin T. Dee	-	Member
Genaro V. Lapez	-	Member

Corporate Governance Committee

Margarita L. San Juan	-	Chairman
Claire Ann T. Yap	-	Member
Philip S.L. Tsai	-	Member

96

1/

12/7

Risk Oversight Committee

Philip S.L. Tsai	-	Chairman
Margarita L. San Juan	-	Member
Claire Ann T. Yap	-	Member

Related Party Transaction Committee

Genaro V. Lapez	-	Chairman
Margarita L. San Juan	-	Member
Philip S.L. Tsai	-	Member

Nominations Committee

Margarita L. San Juan	-	Chairman
Claire Ann T. Yap	-	Member
Philip S.L. Tsai	-	Member

Compliance Committee

Margarita L. San Juan	-	Chairman
Harley T. Sy	-	Member
Genaro V. Lapez	-	Member

Remuneration Committee

Genaro V. Lapez	-	Chairman
Herbert T. Sy	-	Member
Philip S.L. Tsai	-	Member

Trust Investment Committee

Peter S. Dee	-	Chairman
Harley T. Sy	-	Member
Jose T. Sio	-	Member
Romeo D. Uyan, Jr.	-	Member
Mary Ann T. Lim	-	Member

4. Re-election/re-appointment of all the officers of the Bank led by the following corporate and principal officers:

CORPORATE OFFICERS

Hans T. Sy	-	Chairman of the Board (Non-Executive Director)
Gilbert U. Dee	-	Vice-Chairman of the Board
Romeo D. Uyan, Jr.	-	Director, President and Chief Executive Officer
Patrick D. Cheng	-	Chief Finance Officer
Christopher Ma. Carmelo Y. Salazar	-	Treasurer
Leilani B. Elarmo	-	Corporate Secretary
Aileen Paulette S. De Jesus	-	Chief Compliance Officer
Ronald R. Marcaida	-	Chief Audit Executive





PRINCIPAL OFFICERS

Aloysius C. Alday, Jr.
Jose L. Osmeña, Jr.
Magnolia Luisa N. Palanca
Lillian Yu
Ananias S. Cornelio III
Angela D. Cruz
Delfin Jay M. Sabido IX

Clara C. Sy
Manuel C. Tagaza
Jose Luis A. Alcuaz, Jr.
Cristina P. Arceo
Gerard T. Dee
James Christian T. Dee
Antonio Jose S. Dominguez
Maria Luz B. Favis
Madelyn V. Fontanilla
Jerry Ron T. Hao
Delia Marquez
Elizabeth C. Say
Belenette C. Tan
Stephen Y. Tan
Layne Y. Arpon
Amelia Caridad C. Castelo
Marie Carolina L. Chua
Melissa F. Corpus
Domingo P. Dayro, Jr.
Francis Andre Z. De Los Santos

Rhodin Evan O. Escolar
Luellia S. Espine
Gerald O. Florentino
Pablito P. Flores
Cristina F. Gotuaco
Angelyn Claire C. C. Liao
Mary Ann T. Lim
Mandrake P. Medina
Mani Thess Q. Peña-Lee
Marisol M. Teodoro

Maria Rosanna Catherina L. Testa
Michelle Y. Yap-Bersales

- Executive Vice President & Head of Consumer Banking Segment
- Executive Vice President & Head of Retail Banking Business Segment (RBBS)
- Executive Vice President & Head of Financial Markets Segment
- Executive Vice President & Head of the Institutional Banking Segment (IBS)
- Senior Vice President & Chief Risk Officer
- Senior Vice President & Head of Wealth Management Group
- Senior Vice President, Chief Innovation and Transformation Officer & Head of Innovation and Transformation
- Senior Vice President & Deputy Head of RBBS
- Senior Vice President & Head of Digital Banking Business Group
- First Vice President II & Head of Business Re-Engineering and Optimization Division
- First Vice President II & Head of Treasury Group's Investment Management Division
- First Vice President II & Head of IBS – Commercial Banking II
- First Vice President II (seconded to China Bank Savings, Inc. as Director and President)
- First Vice President II & Head of Multi-Purpose Loans Division
- First Vice President II & Head of Asset Quality and Recovery Management Division
- First Vice President II & Head of RBBS – Branch Operations Division
- First Vice President II & Chief Dealer, Treasury Group
- First Vice President II & Head of Centralized Operations Group
- First Vice President II & Head of RBBS – Branches Administration Division
- First Vice President II & Head of Legal and Collection Group
- First Vice President II & Head of RBBS – Visayas Region
- First Vice President I & Head of IBS – Corporate Banking I
- First Vice President I & Head of Data Intelligence Division
- First Vice President I & Head of Electronic Channels and Platforms Division
- First Vice President I & Head of Credit Management Group
- First Vice President I & Head of Cash Management Services Division
- First Vice President I (seconded to CBC Properties and Computer Center, Inc. as General Manager and Chief Information Officer)
- First Vice President I & Head of IBS – Credit Portfolio Quality Assurance
- First Vice President I & Head of IBS – Corporate Banking II
- First Vice President I & Head of Investor and Corporate Relations Group
- First Vice President I & Head of RBBS - North Luzon Region
- First Vice President I & Head of IBS – Commercial Banking I
- First Vice President I & Head of Business Development and Support Department
- First Vice President I, Trust Officer and Head of Trust and Asset Management Group
- First Vice President I & Head of RBBS – South Luzon Region
- First Vice President I & Head of Institutional and Transaction Advisory Department
- First Vice President I (seconded to China Bank Securities Corporation as Director, President and Chief Executive Officer)
- First Vice President I & Advisor to the Human Resources Group
- First Vice President I & Head of Core Finance Group

Thank you.

Very truly yours,


LETLANI B. ELARMO
Corporate Secretary





Attachment

Change	From	To	Purpose
Article VIII (Distribution of Net Earnings) Section 1 (Net Earnings)	<p>Sec. 1. <u>Net Earnings</u> – The net earnings resulting from the operations of the Corporation, after deducting the expenses of administration and after writing off all known losses or charging the same against reserves for bad and doubtful accounts, but before making provisions for income tax, shall be disposed of as follows:</p> <p>(a) Xxx; and (b) Ten Percentum (10%) to the Officers of the Corporation in such manner as the Board of Directors may determine on the basis of the recommendation of the Chief Executive Officer.</p> <p>Xxx</p>	<p>Sec. 1. <u>Net Earnings</u> – The net earnings resulting from the operations of the Corporation, after deducting the expenses of administration and after writing off all known losses or charging the same against reserves for bad and doubtful accounts, but before making provisions for income tax, shall be disposed of as follows:</p> <p>(a) Xxx; and (b) <u>Up to</u> Ten Percentum (10%) to the Officers of the Corporation in such manner as the Board of Directors may determine on the basis of the recommendation of the Chief Executive Officer.</p> <p>Xxx</p>	<p>The proposal will afford the Bank more flexibility going forward and, at the same time, the opportunity to share with its employees more definitively the financial growth the Bank has enjoyed in recent years.</p>

H

fr

lth y