

Proxy

Form for Individuals

I/We, the undersigned stockholder/s of **BDO UNIBANK, INC. (BDO)**, hereby appoint/s _____ or in his absence, the Chairman of the meeting, as my/our attorney and proxy, with power of substitution, to represent and vote _____ shares registered in my/our name, at the Annual Meeting of Stockholders of BDO on April 22, 2019, and at any of the adjournments thereof, for the purpose of acting on the following matters:

- 1** Approval of minutes of previous Stockholders' Meeting held on April 20, 2018
 Yes No Abstain
- 2** Approval of the Audited Financial Statements of BDO as of December 31, 2018
 Yes No Abstain
- 3** Approval and Ratification of all Acts of the Board of Directors, Board Committees and Management during their terms of office
 Yes No Abstain

- 4** Election of Directors
 a) Vote for all nominees listed below

- | | | |
|-------------------------------|---------------------------------------------------|--------------------------------------------------------|
| 1. Christopher A. Bell-Knight | 6. George T. Barcelon
(Independent Director) | 9. Vicente S. Pérez, Jr.
(Independent Director) |
| 2. Jesus A. Jacinto, Jr. | 7. Jose F. Buenaventura
(Independent Director) | 10. Dioscoro I. Ramos
(Independent Director) |
| 3. Teresita T. Sy | 8. Jones M. Castro, Jr.
(Independent Director) | 11. Gilberto C. Teodoro, Jr.
(Independent Director) |
| 4. Josefina N. Tan | | |
| 5. Nestor V. Tan | | |

- b) Withhold authority for all nominees listed above
 c) Withhold authority to vote for nominees listed below:

_____	_____
_____	_____
_____	_____

- 5** Appointment of External Auditor
 Yes No Abstain
- 6** At their discretion, the proxies named above are authorized to vote upon such other matters as may properly come before the meeting
 Yes No Abstain

THIS PROXY SHOULD BE RECEIVED BY THE CORPORATE SECRETARY ON OR BEFORE **APRIL 3, 2019**, THURSDAY, THE DEADLINE FOR SUBMISSION OF PROXIES.

THIS PROXY IS NOT REQUIRED TO BE NOTARIZED, AND WHEN PROPERLY EXECUTED, WILL BE VOTED IN THE MANNER AS DIRECTED HEREIN BY THE STOCKHOLDER(S). IF NO DIRECTION IS MADE, THIS PROXY WILL BE VOTED 'FOR' THE ELECTION OF ALL NOMINEES AND FOR THE APPROVAL OF THE MATTERS STATED ABOVE AND FOR SUCH OTHER MATTERS AS MAY PROPERLY COME BEFORE THE MEETING IN THE MANNER DESCRIBED IN THE INFORMATION STATEMENT AND/OR AS RECOMMENDED BY MANAGEMENT OR THE BOARD OF DIRECTORS.

THIS PROXY SHALL CONTINUE UNTIL SUCH TIME THAT THE SAME IS WITHDRAWN BY ME/US THROUGH NOTICE IN WRITING DELIVERED TO THE CORPORATE SECRETARY BEFORE THE DATE OF ANY SUCH MEETING OR ADJOURNMENT(S) THEREOF, OR UNTIL THE LAST DAY OF THE FIFTH YEAR FROM THE DATE HEREOF, WHICHEVER COMES FIRST, BUT SHALL BE DEEMED SUSPENDED AND INAPPLICABLE IN INSTANCES WHERE I PERSONALLY ATTEND THE MEETING.

IN WITNESS WHEREOF, I/we have hereunto affixed my/our signature this ____ day of _____, 20 ____ at _____.

Printed Name of Stockholder(s)

Signature of Stockholder(s) /Authorized Signatory

Date

Secretary's Certificate

I, _____, Filipino, of legal age and with office address at _____, do hereby certify that:

- 1** I am the duly appointed Corporate Secretary of _____ (the "Corporation"), a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with office address at _____;
- 2** As of record date, the Corporation holds _____ (_____) shares in BDO Unibank, Inc.;
- 3** Based on the records, during the lawfully convened meeting of the Board of Directors of the Corporation held on _____, the following resolution was passed and approved:

"RESOLVED, That _____ be authorized and appointed, as s/he is hereby authorized and appointed, as the Corporation's Proxy (the "Proxy") to attend all meetings of the stockholders of BDO Unibank, Inc. ("BDO Unibank"), whether the meeting is regular or special, or at any meeting postponed or adjourned therefrom, with full authority to vote the shares of stock of the Corporation held in BDO Unibank and to act upon all matters and resolution that may come before or presented during meetings, or any adjournments thereof, in the name, place and stead of the Corporation.

RESOLVED, FURTHER, That BDO Unibank be furnished with a certified copy of this resolution and BDO Unibank may rely on the continuing validity of this resolution until receipt of written notice of its revocation."

- 4** The foregoing resolution has not been modified, amended or revoked, and is in accordance with the records of the Corporation presently in my custody.

IN WITNESS WHEREOF, I have hereunto affixed my signature this _____ day of _____, 20____ at _____.

Printed Name and Signature of
the Corporate Secretary

SUBSCRIBED AND SWORN TO before me this _____ day of _____, 20____, at _____, Affiant exhibited to me his Competent Evidence of Identity by way of _____ issued on _____ at _____.

NOTARY PUBLIC