

BDO UNIBANK, INC.
2020 Annual Stockholders' Meeting
June 16, 2020

PROXY

I/We, the undersigned stockholder/s of **BDO UNIBANK, INC. (BDO)**, hereby appoint/s 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 June 16, 2020, 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 22, 2019 ___ Yes ___ No ___ Abstain
 2. Approval of the Audited Financial Statements of BDO as of December 31, 2019 ___ 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 equally for all nominees or distribute or cumulate my shares to nominee/s listed below:
 1. Christopher A. Bell-Knight _____ shares
 2. Jesus A. Jacinto, Jr. _____ shares
 3. Teresita T. Sy _____ shares
 4. Josefina N. Tan _____ shares
 5. Nestor V. Tan _____ shares
 6. George T. Barcelon (Independent Director) _____ shares
 7. Jose F. Buenaventura (Independent Director) _____ shares
 8. Jones M. Castro, Jr. (Independent Director) _____ shares
 9. Vicente S. Pérez, Jr. (Independent Director) _____ shares
 10. Dioscoro I. Ramos (Independent Director) _____ shares
 11. Gilberto C. Teodoro, Jr. (Independent Director) _____ shares
 - ___ b) Withhold authority to vote for all nominees listed above
 - ___ c) Withhold authority to vote for nominees listed below:

5. Approval of the Amendments to BDO's Articles of Incorporation and By-Laws to conform to the Revised Corporation Code of the Philippines and BDO's current operations and structure as well as enhance corporate governance ___ Yes ___ No ___ Abstain
6. Appointment of External Auditor ___ Yes ___ No ___ Abstain
7. At his/her discretion, the proxy named above is authorized to vote upon such other matters as may properly come before the meeting ___ Yes ___ No ___ Abstain

THIS PROXY SHOULD BE RECEIVED BY THE OFFICE OF THE CORPORATE SECRETARY TOGETHER WITH OTHER DOCUMENTARY REQUIREMENTS ON OR BEFORE **JUNE 1, 2020**, MONDAY, 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 OFFICE OF THE CORPORATE SECRETARY BEFORE THE DATE OF ANY SUCH MEETING OR ADJOURNMENT(S) THEREOF.

AS APPLICABLE, I/WE HEREBY CONSENT TO THE PROCESSING OF MY/OUR PERSONAL INFORMATION FOR PURPOSES OF THE BDO ANNUAL STOCKHOLDERS' MEETING.

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

Printed Name of Stockholder(s)

Date

Signature of Stockholder(s) /Authorized Signatory

PROXY FORM FOR CORPORATIONS

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 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

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