



**NOTICE OF REDEMPTION OF SHARES OF  
10% CUMULATIVE CONVERTIBLE PREFERRED STOCK SERIES HH  
OF PHILIPPINE LONG DISTANCE TELEPHONE COMPANY**

NOTICE IS HEREBY GIVEN that the Board of Directors of Philippine Long Distance Telephone Company (the "Company" or "PLDT") has authorized the redemption of all outstanding shares of 10% Cumulative Convertible Preferred Stock Series HH which were issued in the year 2008 pursuant to the PLDT Subscriber Investment Plan (the "Series HH Shares issued in 2008"), effective on May 16, 2014 (respectively, the "Redemption" and the "Redemption Date"). The Company has fixed February 14, 2014, as the Record Date for the determination of the holder of outstanding Series HH Shares issued in 2008 subject to the Redemption (the "Holder of Series HH Shares issued in 2008").

In accordance with the terms and conditions of the Series HH Shares issued in 2008, the Company will, on the Redemption Date, pay the Holder of Series HH Shares issued in 2008 as of the Record Date, an amount equal to the par value of such shares, plus accrued and unpaid dividends thereon up to the Redemption Date (the "Redemption Price").

The Holder of Series HH Shares issued in 2008 may submit the documentary requirements for the Redemption and claim/receive its check for the Redemption Price, during regular business hours from 8:00 AM to 4:00 PM beginning on the Redemption Date, at the office of the Company's redemption agent (the "Redemption Agent"):

**PLDT SIP Redemption Center  
c/o RCBC Stock Transfer  
Ground Floor, Grepalife East Building  
221 Sen. Gil Puyat Avenue  
Makati City**

For convenience, the Holder of Series HH Shares issued in 2008 may also mail the documentary requirements to the address stated above (attention: Ms. Lyn de Guzman) and request that its check for the Redemption Price be also sent via registered mail, at its sole risk. The procedure for claiming/release of the check for the Redemption Price is set forth in Annex A attached hereto.

On or before the Redemption Date, the Company will set aside such amount required to fund the Redemption Price for the Series HH Shares issued in 2008 (the "Redemption Trust Fund"). The Redemption Trust Fund will be deposited in a trust account in the name of a designated financial institution, as trustee (respectively, the "Trust Account" and the "Trustee"), which shall be available for the aforesaid purpose. The Trustee will continue to hold in trust, for the benefit of the Holder of Series HH Shares issued in 2008 who has failed to claim its Redemption Price on the Redemption Date (the "Non-Claiming Holder"), such amount equal to the unclaimed Redemption Price of the Series HH Shares issued in 2008 of the Non-Claiming Holder (the "Unclaimed Redemption Amount"), for a period of ten (10) years from and after the Redemption Date or until May 16, 2024. After the said date, any and all remaining balance in the Trust Account shall be returned to PLDT and revert to its general funds. Any interests on the Redemption Trust Fund shall accrue for the benefit of, and be paid from time to time to, PLDT.

Notwithstanding that any stock certificate representing the Series HH Shares issued in 2008 is not surrendered for cancellation on the Redemption Date, the Series HH Shares issued in 2008 shall no longer be deemed outstanding and, from and after the Redemption Date, the right of the holder of such shares to receive dividends thereon shall cease to accrue and all rights with respect to such Series HH Shares issued in 2008 shall forthwith cease and terminate, except only the right to receive the Redemption Price, but without interest thereon.

In case of lost stock certificate, the Holder of Series HH Shares issued in 2008 will have to comply with the procedure for the replacement of lost stock certificate.

Any inquiries you may have with respect to the Redemption and replacement of lost stock certificate should be addressed to the following associates of the Redemption Agent:

| Name                   | Telephone Number | E-mail Address   |
|------------------------|------------------|--|
| RCBC Hotline           | (02) 8949868     | <a href="mailto:PLDT_SIP_Redemption@rcbc.com">PLDT_SIP_Redemption@rcbc.com</a> |
| Jocelyn P. Modina      | (02) 5536936     | <a href="mailto:jmodina@rcbc.com">jmodina@rcbc.com</a>                         |
| Hermogenes M. Duldulao | (02) 5536938     | <a href="mailto:hmduldulao@rcbc.com">hmduldulao@rcbc.com</a>                   |
| Walter R. Briones      | (02) 8920426     | <a href="mailto:wrbiones@rcbc.com">wrbiones@rcbc.com</a>                       |

Finally, please note that in accordance with the terms and conditions of the Series HH Shares issued in 2008, the Holder of Series HH Shares issued in 2008 may still convert its Series HH Shares issued in 2008 into shares of Common Stock of the Company on or prior to May 6, 2014, the tenth day preceding the Redemption Date (the "Conversion"). Any inquiries you may have with respect to the Conversion should be addressed to The Hongkong and Shanghai Banking Corporation, Stock Transfer Unit, 7/F HSBC Centre, 3058 Fifth Avenue West, Bonifacio Global City, Taguig City c/o Mr. Alfred Joseph Jao. You may also contact Mr. Jao at telephone number (02) 581-7519 or via e-mail at [stkmnl@hsbc.com.ph](mailto:stkmnl@hsbc.com.ph)

PHILIPPINE LONG DISTANCE  
TELEPHONE COMPANY

By:

Ma. Lourdes C. Rausa-Chan  
Corporate Secretary

**PROCEDURE FOR CLAIMING/RELEASE OF CHECKS  
FOR THE REDEMPTION PRICE OF SIP SHARES**

I. SUBMISSION OF DOCUMENTARY REQUIREMENTS

A. The Holder of Series HH Shares issued in 2008 through its authorized representative shall deliver the documentary requirements enumerated below and claim or receive the check for the Redemption Price of its Series HH Shares issued in 2008:

1. At the office of the Redemption Agent:

PLDT SIP Redemption Center  
c/o RCBC Stock Transfer  
Ground Floor Grepalife East Building  
221 Sen. Gil Puyat Avenue, Makati City

The Holder of the Series HH Shares issued in 2008 through its authorized representative shall call in advance the PLDT SIP Redemption Center at telephone number **(02) 8949868** or call toll free at 1-800-10-8949868 to reserve a slot based on the hourly redemption processing schedule provided below.

| First two (2) letters of the Holder's Surname or Company Name |    | Redemption Processing Window |           |          |
|---|----|------------------------------|-----------|----------|
| From  | To |                              | Time From | Time To  |
| AA  | AG | MONDAY                       | 8:00 AM   | 9:00 AM  |
| AH  | AM | MONDAY                       | 9:01 AM   | 10:00 AM |
| AN  | AR | MONDAY                       | 10:01 AM  | 11:00 AM |
| AS  | AZ | MONDAY                       | 11:01 AM  | 12:00 PM |
| BA  | BA | MONDAY                       | 12:01 PM  | 1:00 PM  |
| BB  | BZ | MONDAY                       | 1:01 PM   | 2:00 PM  |
| CA  | CA | MONDAY                       | 2:01 PM   | 3:00 PM  |
| CB  | CN | MONDAY                       | 3:01 PM   | 4:00 PM  |
| CO  | CZ | TUESDAY                      | 8:00 AM   | 9:00 AM  |
| DA  | DH | TUESDAY                      | 9:01 AM   | 10:00 AM |
| DI  | DZ | TUESDAY                      | 10:01 AM  | 11:00 AM |
| EA  | EZ | TUESDAY                      | 11:01 AM  | 12:00 PM |
| FA  | FJ | TUESDAY                      | 12:01 PM  | 1:00 PM  |
| FK  | FZ | TUESDAY                      | 1:01 PM   | 2:00 PM  |
| GA  | GI | TUESDAY                      | 2:01 PM   | 3:00 PM  |
| GJ  | GZ | TUESDAY                      | 3:01 PM   | 4:00 PM  |
| HA  | HZ | WEDNESDAY                    | 8:00 AM   | 9:00 AM  |
| IA  | IZ | WEDNESDAY                    | 9:01 AM   | 10:00 AM |
| JA  | JZ | WEDNESDAY                    | 10:01 AM  | 11:00 AM |
| KA  | KZ | WEDNESDAY                    | 11:01 AM  | 12:00 PM |
| LA  | LH | WEDNESDAY                    | 12:01 PM  | 1:00 PM  |
| LI  | LZ | WEDNESDAY                    | 1:01 PM   | 2:00 PM  |
| MA  | MA | WEDNESDAY                    | 2:01 PM   | 3:00 PM  |
| MB  | MN | WEDNESDAY                    | 3:01 PM   | 4:00 PM  |
| MO  | MZ | THURSDAY                     | 8:00 AM   | 9:00 AM  |
| NA  | NZ | THURSDAY                     | 9:01 AM   | 10:00 AM |
| OA  | OM | THURSDAY                     | 10:01 AM  | 11:00 AM |
| ON  | OZ | THURSDAY                     | 11:01 AM  | 12:00 PM |

## ANNEX A

|    |    |          |          |          |
|----|----|----------|----------|----------|
| PA | PA | THURSDAY | 12:01 PM | 1:00 PM  |
| PB | PN | THURSDAY | 1:01 PM  | 2:00 PM  |
| PO | QZ | THURSDAY | 2:01 PM  | 3:00 PM  |
| RA | RH | THURSDAY | 3:01 PM  | 4:00 PM  |
| RI | RZ | FRIDAY   | 8:00 AM  | 9:00 AM  |
| SA | SA | FRIDAY   | 9:01 AM  | 10:00 AM |
| SB | SZ | FRIDAY   | 10:01 AM | 11:00 AM |
| TA | TH | FRIDAY   | 11:01 AM | 12:00 PM |
| TI | TZ | FRIDAY   | 12:01 PM | 1:00 PM  |
| UA | UZ | FRIDAY   | 1:01 PM  | 2:00 PM  |
| VA | VZ | FRIDAY   | 2:01 PM  | 3:00 PM  |
| WA | ZZ | FRIDAY   | 3:01 PM  | 4:00 PM  |

Important: Reservations are subject to a maximum number of holders of shares of 10% Cumulative Convertible Preferred Stock that can be accommodated per hour per day. Notwithstanding the reservation slot, the Holder of the Series HH Shares issued in 2008 through its authorized representative shall come to the PLDT SIP Redemption Center no later than fifteen (15) minutes of its designated hour to ensure accommodation.

The Holder of Series HH Shares issued in 2008 through its authorized representative who proceeds to the PLDT SIP Redemption Center directly without reservation slot will be accommodated on a first-come-first-served basis.

2. By depositing the documentary requirements indicated below in a designated drop box at the PLDT SIP Redemption Center. Redemption personnel will acknowledge receipt of the documents. The check for the Redemption Price will be sent via registered mail to the address indicated by the Holder of Series HH Shares issued in 2008 in its duly completed Quitclaim Form.
3. By mail, at the sole risk of the Holder of Series HH Shares issued in 2008. For mailing of the documentary requirements, the mail shall be addressed to the office of the Redemption Agent as follows:

PLDT SIP Redemption Center  
c/o RCBC Stock Transfer  
Ground Floor Grepalife East Building  
221 Sen. Gil Puyat Avenue, Makati City  
Attention: Ms. Lyn De Guzman

and shall be deemed delivered only when actually received by the Redemption Agent at the address stated above. The check for the Redemption Price will be sent via registered mail to the address indicated by the Holder of Series HH Shares issued in 2008 in its duly completed Quitclaim Form.

## II. DOCUMENTARY REQUIREMENTS

- A. The Holder of Series HH Shares issued in 2008 shall submit through its authorized representative, by drop box or by mail (at its own risk), the following documents:
  1. Stock certificate/s representing its Series HH Shares issued in 2008, duly endorsed by the authorized signatory/ies of the Holder of Series HH Shares issued in 2008;
  2. Quitclaim in the form attached as Annex A-1, duly signed by the authorized signatory/ies of Holder of Series HH Shares issued in 2008;
  3. An original certification signed under oath by its Corporate Secretary or person performing similar functions in such form substantially similar to the Secretary's Certificate attached as Annex A-2.

- B. If the documentary requirements in II A above will be submitted and/or the check for the Redemption Price will be claimed by an authorized representative of the Holder of Series HH Shares issued in 2008 (the "Representative"), the Representative must present one (1) original valid government-issued identification card or two (2) original valid non-government-issued identification cards each bearing his/her photograph and signature and submit a photocopy of each of the said cards; and a photocopy of one (1) valid government-issued identification card or two (2) valid non-government-issued identification cards, each bearing the photograph and signature of the authorized signatory/ies of the Holder of Series HH Shares issued in 2008.

**QUITCLAIM FORM**

Date

**PHILIPPINE LONG DISTANCE TELEPHONE COMPANY**  
Ramon Cojuangco Building  
Makati Avenue  
Makati City

Thru : **RCBC Trust and Investments Group**

Subject : **Redemption of Shares of PLDT 10% Cumulative Convertible Preferred Stock Series HH which were issued in 2008**

Gentlemen:

We are transmitting herewith the documents required for the redemption, effective on May 16, 2014 (the "Redemption Date"), of shares of PLDT 10% Cumulative Convertible Preferred Stock Series HH which were issued in 2008 under Stock Certificate No. \_\_\_\_\_ registered in the Company's name (the "Series HH Shares issued in 2008"), and the release of the redemption price thereof equal to the par value of the Series HH Shares issued in 2008, plus accrued and unpaid dividends thereon up to the Redemption Date (the "Redemption Price"), net of applicable taxes.

We request you to:

\_\_\_\_\_ Send us the check covering the Redemption Price (net of applicable taxes) via registered mail to the following address (at our own risk):  
Address: \_\_\_\_\_

\_\_\_\_\_ Release the check to our authorized representative upon presentation of one (1) original valid government-issued identification card bearing his/her photograph and signature, or two (2) original valid non-government-issued identification cards bearing his/her photograph and signature, and submission of a photocopy/photocopies thereof  
Name of authorized representative: \_\_\_\_\_  
Specimen signature of authorized representative: \_\_\_\_\_

Upon the Company's receipt of the check covering the Redemption Price (net of applicable taxes), the Company hereby releases and forever discharges Philippine Long Distance Telephone Company (PLDT), its redemption agent (RCBC Trust and Investments Group), and their respective directors, officers and employees from any and all claims, obligations and liabilities in connection with or arising from my/our holdings in Series HH Shares Issued In 2008. This release and discharge shall be binding upon our assigns and successors-in-interest.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ at \_\_\_\_\_.

Very truly yours,

Company Name \_\_\_\_\_ Company's Address: \_\_\_\_\_

\_\_\_\_\_ Company's Contact Number: \_\_\_\_\_

By:

\_\_\_\_\_  
Authorized signatory

\_\_\_\_\_  
Authorized signatory

SECRETARY'S CERTIFICATE

I, (Name of Corporate Secretary), the duly elected and incumbent Corporate Secretary of (Name of the Company) (the "Company"), a corporation duly organized and existing under and by virtue of the laws of the Philippines with principal address at \_\_\_\_\_, do hereby certify that:

1. At the regular/special meeting of the Board of Directors of the Company duly convened and held on \_\_\_\_\_, at which a quorum was present and acted throughout, the following resolutions were approved:

"RESOLVED, that in connection with the redemption by Philippine Long Distance Telephone Company (PLDT) of its outstanding shares of 10% Cumulative Convertible Preferred Stock Series HH which were issued in 2008 pursuant to PLDT's Subscriber Investment Plan (the "Series HH Shares issued in 2008"), the Company be, and is hereby, authorized to surrender and deliver the stock certificate/s representing the Series HH Shares issued in 2008 owned on record by the Company, the details of which are as follows:

Table with 2 columns: Certificate Number, Number of Shares. Includes blank lines for entry.

RESOLVED FINALLY, that any \_\_\_\_\_ (\_\_\_\_) of the following:

Table with 2 columns: Name of Officer, Position. Includes blank lines for entry.

(each an "Authorized Person") is/are hereby, authorized, for and on behalf of the Company, acting singly or jointly: (a) to sign and/or endorse the above-described stock certificates; (b) to receive the proceeds of redemption; and (c) to sign such documents and do such other acts as may be required or necessary in connection with the foregoing."

2. The abovequoted Board resolutions are still valid and binding, and have not been revoked, amended or repealed.

3. The specimen signature of the Authorized Persons appearing below are true, genuine and authentic:

Table with 2 columns: Name of Authorized Person, Specimen Signatures. Includes blank lines for entry.

4. This Certification is being issued to attest to the truth of the foregoing statements and for whatever purpose it may serve.

WITNESS the signature of the undersigned as such officer of the Company and its corporate seal hereunto affixed on this \_\_\_\_ day of \_\_\_\_\_ at \_\_\_\_\_.

\_\_\_\_\_  
Corporate Secretary

SUBSCRIBED AND SWORN to before me this \_\_\_\_ day of \_\_\_\_\_, at \_\_\_\_\_, affiant exhibited to me his/her \_\_\_\_\_ issued on \_\_\_\_\_ and valid until \_\_\_\_\_.

Doc No. \_\_\_\_;  
Page No. \_\_\_\_;  
Book No. \_\_\_\_;  
Series of \_\_\_\_.