

May 9, 2011

Philippine Stock Exchange Disclosure Department 3rd Floor, Philippine Stock Exchange Plaza Ayala Triangle, Ayala Avenue Makati City

Attention: Ms. Janet A. Encarnacion

Head - Disclosure Department

Gentlemen:

We are submitting herewith the Statement of Changes in Beneficial Ownership of Securities (Form 23-B) in the Capital Stock of Philippine Long Distance Telephone Company, showing the changes that have taken place in the shareholdings of Messrs. Manuel V. Pangilinan, Napoleon L. Nazareno and Ernesto R. Alberto for the month of April 2011.

Thank you.

Very truly yours,

PHILIPPINE LONG DISTANCE TELEPHONE COMPANY

MA. LOURDES C. RAUSA-CHAN

, 4F.

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COVER SHEET

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ATTY. MA. LOURDES	C. RAUSA-C	HAN					{	816-85	553		7.
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	STATEMENT					:	.	Ever	v 2 ¹¹⁰		7
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As of March 31, 2011			N/A					N/		···· -·	
Total No. of Stockholders			Domestic					For	eign	•	
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Remarks: Please use black ink for scanning purposes.

SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

FORM 23-B

to filing requirement Check box if no longer subject

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

REVISED

Filed pursuant to Section 23 of the Securities Regulation Code

PANGILINAN, MANUEL V. (Lest) (First) (Middle) 7th Floor Ramon Cojuangco Bidg., (Street) Makati City, Metro Manila (Province) (Postal Code) 1. Class of Equity Security Common Capital Stock	Philippine Long Dista 3. Tax Identification Number 914-481-801 4. Citizenship Filipino 2. Transaction Filipino Date (Month/Day/Year) Amount 07-Apr-11 *4,500 (share: 07-Apr-11 *1,500 (share: 15-Apr-11 ***6.00		5. Statement for Month/Year Apr 6. If Amendmen Curginal (Month Last Filling Februs Februs A)	5. Statement for Month/Year April 2011 6. If Amendment, Date of Original (Month/Year) Last Filling of Form 23-B February 7, 2011 Table 1- ired (A) or Disposed of (D) [(A) or (D) Price A P2,370.00/ Share A P2,372.00/ Share A NA NA	Table 1 - Equity Securities Beneficially Owned at End 3. Amount of Securities Owned at End 9.000/ 10.00/ 1	Director Officer (Syre time Delice) 3. Amount of Securities Owned at End of Month 4 Ownership Form: Ulrect (U) or Indirect When the Delice (U) or Indirect (U	Chairman of the Board Chairman of the Board 4 Ownership Form: Urrect (1) or indirect (i) Ownership Ownership
(Province)				Table 1 -	Equity Securities Bend	eficially Owned	
Class of Equity Security		 Securities Acqui 	ired (A) or Dispos	ed of (D)	Amount of Securities	es Owned at End of Month	4 Ownership Form Direct (D) or Indire
	(Month/Day/Year)	1	(A)		%	Number of Shares	
		Amount	(A) or (D)	Price			
Common Capital Stock	07-Apr-11	*4,500	Α	P2,370.00/			
		(shares)		share			
	07-Apr-11	*1,500	Α	P2,372.00/			
		(shares)		share			
	15-Apr-11	**6,000	NA	NA	0.000528%	1,000	D
		(shares)				(PCD account)	
				TOTAL	0.122677%	232,450	D
						(certificated)	
					0.123205%	233,450	
* PCD account		j			NOTE: Total issue	Total issued and outstanding shares as of April 30, 2011 = 189,480,658	s as of April 30
** Upliftment from PCD account							

capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form. If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
- (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or

- (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.

 (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:

 (A) held by members of a person's immediate family sharing the same household;

 (B) held by a partnership in which such person is a general partner;

 (C) held by a corporation of which such person is a controlling shareholder; or

 (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., warrants, options, convertible securities)

												_
						NA						Derivative Security
						NA			security	of Derivative	Exercise Price	2. Conversion or 3. Transaction
						NA				(Month/Day/Yr)		- 1
					:	NA	2 000000	Amount			Acquired (A) or Disposed of (D)	 Number of Derivative Securities
		-				NA	() ()	(A) or (D)				
						NA		Date Exercisable	(Michill II/Day) Feat)	Expiration Date	Exercisable and	5. Date
 						NA	. Just	Expiration				
			•			NA		Title			Underlying Securities	Title and Amount of
						NA	of Shares	Amount or				
						NA				Security	Derivative	7. Price of 18. No. of
						NΑ	101111	End of	Owned at		Φ	8. No. of
						NA		or	Direct (D)			9 Owner-
						NA			C#160	Beneficial	of Indirect	10. Nature

Explanation of Responses:

Nate: File three (3) copies of this form, one of which must be manually signed.

Attach additional sheets if space provided is insufficient.

(50% INCREASE/DECREASE OR EQUIVALENT TO 5% OF THE OUTSTANDING CAPITAL STOCK OF ISSUER) DISCLOSURE REQUIREMENTS IN CASE OF MATERIAL CHANGES IN BENEFICIAL OWNERSHIP

State the title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities.

provide the information specified in (a) through (f) of this Item with respect to such person(s). If the person filing this Form is a corporation, partnership syndicate or other group of persons, state its name, the province, country or other place of its organization, its principal business, the address of its principal office and the information required by (d) and (e) of this Item. If the person filing this statement is a natural person,

- Residence or business address;
- Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted;
- <u>a</u> Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case;
- Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking; and foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or

Item 3. Purpose of Transaction

State the purpose or purposes of the acquisition of securities of the issuer. Describe any plans or proposals which the reporting persons may have which relate to or

- The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer,
- An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries
- A sale or transfer of a material amount of assets of the issuer or of any of its subsidiaries;
- Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fillany existing vacancies on the board;
- Any material change in the present capitalization or dividend policy of the issuer;

Φ

- f. Any other material change in the issuer's business or corporate structure;
- g. Changes in the issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any
- Causing a class of securities of the issuer to be delisted from a securities exchange;
- Any action similar to any of those enumerated above.

Item 4. Interest in Securities of the Issuer

State the aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned (identifying those shares which there is a right to persons who, together with any of the persons named in Item 2, comprise a group to acquire within thirty (30) days from the date of this report) by each person named in Item 2. The abovementioned information should also be furnished with respect

- b. For each person named in response to paragraph (a), indicate the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote with whom the power to vote or to direct the vote or to dispose or direct the disposition is shared. or to direct the vote, sole or shared power to dispose or to direct the disposition. Provide the applicable information required by Item 2 with respect to each person
- Describe any transaction in the class of securities reported on that were effected during the past sixty (60) days by the persons named in response to paragraph (a) amount of securities involved; (4) the price per share or unit; and (5) where or how the transaction was effected. The description shall include, but not necessarily be limited to: (1) the identity of the person who effected the transaction; (2) the date of the transaction; (3) the
- d. If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities, a statement to that effect should be included in response to this Item and, if such interest relates to more than five (5%) percent of the class, such person should be
- If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class of securities, state the date on which such beneficial ownership was reduced

item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

or relationships have been entered into. Include such information for any of the securities that are piedged or otherwise subject to a contingency the occurrence of guarantees of profits, division of profits or loss, or the giving or withholding of proxies, naming the person with whom such contracts, arrangements, understandings which would give another person voting power or investment power over such securities except that disclosure of standard default and similar provisions contained in securities of the issue, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, loan agreements need not be included Describe any contract, arrangement, understanding or relationship among the person named in Item 2 and between such persons and any person with respect to any

Item 6. Material to be Filed as Exhibits

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Copies of all written agreements, contracts, arrangements, understandings, plans or proposals relating to:

- the acquisition of issuer control, liquidation, sale of assets, merger, or change in business or corporate structure or any other matter as disclosed in Item 3; and
- Ö the transfer or voting of the securities, finder's fees, joint ventures, options, puts, calls, guarantees any proxy as disclosed in item 5. of loans, guarantees against losses or the giving or withholding of

This report is signed in the City of Makati on May 4, 2011. After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate.

(Signature of Reporting Person)

MANUEL V. PANGILINAN Chairman of the Board

(Name/Title)

COVER SHEET

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RAMON	C O J U	ANG	CO	BL	D	G .		
M A K A T I	A V E . (Business Address	M A		T I	C	rı	Y]
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ATTY. MA. LOURDES		N				6-8553		
Contact Pe	erson			Compa	ny Telepl	hone Numi	ber	
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pt. Requiring this Doc.				Amende	d Articles	Number/S	Section	
100	# · · · · · · · · · · · · · · · · ·		Total Amo	unt of Borr	owings			
2,182,144								
As of March 31, 2011 Total No. of Stockholders		N/A Dome:				N/A Foreign		
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SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

FORM 23-B

Check box if no longer subject to filing requirement

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 23 of the Securities Regulation Code

Name and Address of Reporting Person	Issuer Name and Trading Symbol	iding Symbol				 Relationship of Reporting Person to Issuer (Check all applicable) 	rting Person to Issuer (Check all applicable)		
NAZARENO, NAPOLEON L.	PHILIPPINI	E LONG DIS	TANCE TEL	PHILIPPINE LONG DISTANCE TELEPHONE COMPANY	MPANY				
(Last) (First) (Middle)	 Tax Identification Number 		Statement for Month/Year			*	Director Officer	10% Owner Other	œ,
							(give title below)	(specifi	(specify below)
26/F Smart Tower, 6799 Ayala Ave.,	115968132	3132		April 2011					
(Street)	4. Citizenship		6. If Amendment, Date of	ate of					
			Original (MonthYear)	er)					
			Last F	Last Filing of Form 23-B	23-B				
Makati City	Filipino	no	ے	June 18, 2010					
(City) (Province) (Postal Code)					t Consider Do				
	•			i abie i - Equi	Table 1 - Equity Securities periodicially Owner	cilcially Owned			
1. Class of Equity Security	2. Transaction Date	 Securities Acquire 	 Securities Acquired (A) or Disposed of (D) 		 Amount of Securities Owned at End of the Month 	f Securities Owned at End of the Month	4 Ownership Form: 6. Nature of Direct (D) or Indirect (I) * Ownership	 Nature of Indirect Beneficial Ownership 	eficial
	(Month/Day/Year)				%	Number of Shares	;		
		Amount	(A) or (D)	Price					
Common Capital Stock	1-Apr-11	*6,000	Α	P2,356.00/	0.007125%	13,500	D	NA	
		(shares)		share		(PCD account)			
	,				0.003392%	6,427	D	NA	
			;			(certificated)			
				TOTAL	0.010517%	19,927			
* PCD account					NOTE: Total is	ssued and outstandi	NOTE: Total issued and outstanding shares as of April 30, 2011 = 189,480,658	2011 = 189,480,658	

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the quistanting capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
 (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or
 (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
 (2) A person will be deemed to have an indirect beneficial interest in any equity security which is:
 (A) held by members of a person's immediate family sharing the same household;
 (B) held by a partnership in which such person is a general partner;
 (C) held by a corporation of which such person is a controlling shareholder; or
 (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

1 24 21

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., warrants, options, convertible securities)

						NA		1. Derivative Security
•				_		NA		2. Conversion or Exercise Price of Derivative Security
		•				NA		2. Conversion or 3. Transaction Exercise Price Date of Derivative (Month/Day/Yr) Security
						NA	Amount	Number of Derivative Securities Acquired (A) or Disposed of (D)
						NΑ	(A) or (D)	tive Securities isposed of (D)
						NA	Cata	5. Date Exercisable and Expiration Date (Month/Day/Year)
						AN	Date	To your and the second
						NA	Title	 Title and Amount of Underlying Securities
			·			NA	Number of Shares	
						NA		7. Price of 8. No. of Derivative Derivative Security Securitie Beneficia Owned a
						AN	Month	t ily
	-					NA	indirect (1)	Owner- o Form Derivative surity; act (D)
						NΑ		10. Nature of Indirect Beneficial Ownership

Explanation of Responses:

Note: File three (3) copies of this form, one of which must be manually signed.

Attach additional sheets if space provided is insufficient.

(50% INCREASE/DECREASE OR EQUIVALENT TO 5% OF THE OUTSTANDING CAPITAL STOCK OF ISSUER) Security and Issuer

Item 1.

State the title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities.

Item 2. dentity and Background

If the person filing this Form is a corporation, partnership, syndicate or other group of persons, state its name, the province, country or other place of its organization, its principal business, the address of its principal office and the information required by (d) and (e) of this Item. If the person filing this statement is a natural person, provide the information specified in (a) through (f) of this Item with respect to such person(s).

- Residence or business address:
- Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is
- Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case;
- Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking; and foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or
- Citizenship

Item 3. Purpose of Transaction

State the purpose or purposes of the acquisition of securities of the issuer. Describe any plans or proposals which the reporting persons may have which relate to or

- The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer,
- An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries;
- A sale or transfer of a material amount of assets of the issuer or of any of its subsidiaries;
- <u>o</u>. Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fillany existing vacancies on the board;
- Φ Any material change in the present capitalization or dividend policy of the issuer;
- Any other material change in the issuer's business or corporate structure;
- g. Changes in the issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any
- Causing a class of securities of the issuer to be delisted from a securities exchange
- Any action similar to any of those enumerated above.

Item 4. Interest in Securities of the Issuer

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State the aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned (identifying those shares which there is a right to persons who, together with any of the persons named in Item 2, comprise a group. to acquire within thirty (30) days from the date of this report) by each person named in Item 2. The abovementioned information should also be furnished with respect

- b. For each person named in response to paragraph (a), indicate the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote with whom the power to vote or to direct the vote or to dispose or direct the disposition is shared. or to direct the vote, sole or shared power to dispose or to direct the disposition. Provide the applicable information required by Item 2 with respect to each person
- Describe any transaction in the class of securities reported on that were effected during the past sixty (60) days by the persons named in response to paragraph (a). The description shall include, but not necessarily be limited to: (1) the identity of the person who effected the transaction; (2) the date of the transaction; (3) the amount of securities involved; (4) the price per share or unit; and (5) where or how the transaction was effected.
- d. If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities, a statement to that effect should be included in response to this Item and, if such interest relates to more than five (5%) percent of the class, such person should be
- e. If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class securities, state the date on which such beneficial ownership was reduced.

Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

or relationships have been entered into. Include such information for any of the securities that are pledged or otherwise subject to a contingency the occurrence of guarantees of profits, division of profits or loss, or the giving or withholding of proxies, naming the person with whom such contracts, arrangements, understandings securities of the issue, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, Describe any contract, arrangement, understanding or relationship among the person named in Item 2 and between such persons and any person with respect to any which would give another person voting power or investment power over such securities except that disclosure of standard default and similar provisions contained in loan agreements need not be included.

Item 6. Material to be Filed as Exhibits

Copies of all written agreements, contracts, arrangements, understandings, plans or proposals relating to:

- the acquisition of issuer control, liquidation, sale of assets, merger, or change in business or corporate structure or any other matter as disclosed in Item 3; and
- Ģ the transfer or voting of the securities, finder's fees, joint ventures, options, puts, calls, guarantees any proxy as disclosed in Item 5. of loans, guarantees against losses or the giving or withholding of

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate This report is signed in the City

NAPOLEON L. NAZARENO

Reporting Person)

President & CEO (Name/Title)

COVER SHEET

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and the state of t	(Company's Full Name)	
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ATTY MA LOUDDES C DALIS	TA CITARI	017, 0553
ATTY. MA. LOURDES C. RAUS	SA-CHAN	816-8553
Contact Person		Company Telephone Number
STATEM	IENT OF CHANGES IN	and and
2 3 1 BENEFI	CIAL OWNERSHIP OF	0 6 Every 2 nd Tuesday
SECU:	RITIES (FORM 23-B)	
onth Day F	ORM TYPE	Month Day
Fiscal Year		Annual Meeting
$\mathbf{C} \mid \mathbf{F} \mid \mathbf{D} \mid$		N/A
pt. Requiring this Doc.		Amended Articles Number/Section
	Total Amoun	t of Borrowings
2,182,144		
As of March 31, 2011	N/A	N/A
Total No. of Stockholders	Domestic	Foreign
·		
To be acco	mplished by SEC Personnel co	oncerned
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SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

FORM 23-B

to filing requirement Check box if no longer subject

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 23 of the Securities Regulation Code

REVISED

								NOTE: *PCD Account
)11 = 189,480,658	hares as of April 30, 20	TE: Total issued and outstanding shares as of April 30, 2011 = 189,480,658	NOTE: Total is					

		met.						
		/ 		share		(shares)		
NA	D	*10,500	0.005541%	P2,370.00/	ס	*250 .	4-Apr-11	Common Capital Stock
				Price	(A) or (D)	Amount		
		Number of Shares	%				(Month/Day/Year)	
 Nature of Indirect Beneficial Ownership 	4 Ownership Form: Direct (D) or Indirect (I)	3. Amount of Securities Owned at End of 4 Ownership Form. Month	Amount of Sec Month		ed (A) or Disposed c	4. Securities Acquired (A) or Disposed of (D)	Transaction Date	1. Class of Equity Security
		neficially Owned	Table 1 - Equity Securities Beneficially Owned	Table 1 - Equ				(may) (common)
				April 7, 2011	April		FIIIpilio	SZOTI CITY (Basical)
				Last Filing of SEC Form 23-B	Last Filing of	;; •	7	
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Vian Dronidont	Coning	(Auto one polon)		April 2011	Apri		106-968-471	Guirayan cor. Lantawan Sts., Araneta Subd.,
10% Owner Other		Officer			Statement for Month/Year		Tax Identification Number	((Last) (Middle)
				E COMPANY	E TELEPHON	PHILIPPINE LONG DISTANCE TELEPHONE COMPANY	PHILIPPINE I	ALBERTO, ERNESTO ROSARIO
	(Check all applicable)	Relationship of Reporting Person to Issuer	7. Relationship of P			ading Symbol	2. Issuer Name and Trading Symbol	1. Name and Address of Reporting Person

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 50% of the outstanding.

(Print or Type Responses)

- Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

 (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:

 (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or

 (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
- (2) A person will be deemed to have an indirect beneficial interest in any equity security which is.
 (A) held by members of a person's immediate family sharing the same household;
 (B) held by a partnership in which such person is a general partner;
 (C) held by a corporation of which such person is a controlling shareholder; or
 (D) subject to any contract, arrangement or understanding which gives such person voting partnership.

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held by a partnership in which such person is a general partner;
held by a corporation of which such person is a controlling shareholder; or
subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

FORM 23-B (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., warrants, options, convertible securities)

					NA		1. Derivative Security
					NA		Conversion or 3. Transaction Exercise Price Of Derivative Security
					NA		
					NA	Amount	Number of Derivative Securities Acquired (A) or Disposed of (D)
					NA	(A) or (D)	tive Securities isposed of (D)
					NA	Date Exercisable	5. Date Exercisable and Expiration Date (Month/Day/Year)
					NA	Expiration Date	
					NA	Title	6. Title and Amount of Underlying Securities
					NΑ	Amount or Number of Shares	Amount of ecurities
					NΑ		7. Price of 18. No. of Derivative Derivative Security Securitie Beneficia Owned a
					 NA		~ * % °
					NA	Indirect (I)	Owner- p Form Derivative curity: ect (D)
					NA		10. Nature of Indirect Beneficial Ownership

Explanation of Responses:

Note: File three (3) copies of this form, one of which must be manually signed.

Attach additional sheets if space provided is insufficient.

DISCLOSURE REQUIREMENTS 50% INCREASE/DECREASE OR EQUIVALENT TO 5% OF THE OUTSTANDING CAPITAL STOCK OF ISSUER IN CASE OF MAILERIAL CHANGES NIBENEEICIALO

Item 1. Security and Issuer

State the title of the class of equity securities to which this Form relates and the name and address of the principal executive offices of the issuer of such securities.

Item 2. Identity and Background

provide the information specified in (a) through (f) of this Item with respect to such person(s). its principal business, the address of its principal office and the information required by (d) and (e) of this Item. If the person filing this statement is a natural person If the person filing this Form is a corporation, partnership, syndicate or other group of persons, state its name, the province, country or other place of its organization

- a. Name
- Residence or business address;
- Present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted;
- Ω Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case;
- Φ Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking; and foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or
- f. Citizenship

Item 3. Purpose of Transaction

would result in: State the purpose or purposes of the acquisition of securities of the issuer. Describe any plans or proposals which the reporting persons may have which relate to or

- The acquisition by any person of additional securities of the issuer, or the disposition of securities of the issuer
- An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the issuer or any of its subsidiaries;
- c. A sale or transfer of a material amount of assets of the issuer or of any of its subsidiaries;
- d. Any change in the present board of directors or management of the issuer, including any plans or proposals to change the number or term of directors or to fill any existing vacancies on the board;
- e. Any material change in the present capitalization or dividend policy of the issuer;
- f. Any other material change in the issuer's business or corporate structure;
- g. Changes in the issuer's charter, bylaws or instruments corresponding thereto or other actions which may impede the acquisition of control of the issuer by any
- Causing a class of securities of the issuer to be delisted from a securities exchange;
- Any action similar to any of those enumerated above

Item 4. Interest in Securities of the Issuer

ä . State the aggregate number and percentage of the class of securities identified pursuant to Item 1 beneficially owned (identifying those shares which there is a right to acquire within thirty (30) days from the date of this report) by each person named in Item 2. The abovementioned information should also be furnished with respect to persons who, together with any of the persons named in Item 2, comprise a group

- b. For each person named in response to paragraph (a), indicate the number of shares as to which there is sole power to vote or to direct the vote, shared power to vote with whom the power to vote or to direct the vote or to dispose or direct the disposition is shared. or to direct the vote, sole or shared power to dispose or to direct the disposition. Provide the applicable information required by Item 2 with respect to each person
- Describe any transaction in the class of securities reported on that were effected during the past sixty (60) days by the persons named in response to paragraph (a). The description shall include, but not necessarily be limited to: (1) the identity of the person who effected the transaction; (2) the date of the transaction; (3) the amount of securities involved; (4) the price per share or unit; and (5) where or how the transaction was effected.
- d. If any other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of such securities, a statement to that effect should be included in response to this Item and, if such interest relates to more than five (5%) percent of the class, such person should be
- If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class of securities, state the date on which such beneficial ownership was reduced.

item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

or relationships have been entered into. Include such information for any of the securities that are pledged or otherwise subject to a contingency the occurrence of which would give another person voting power or investment power over such securities except that disclosure of standard default and similar provisions contained in guarantees of profits, division of profits or loss, or the giving or withholding of proxies, naming the person with whom such contracts, arrangements, understandings securities of the issue, including but not limited to transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, Describe any contract, arrangement, understanding or relationship among the person named in Item 2 and between such persons and any person with respect to any oan agreements need not be included.

Item 6. Material to be Filed as Exhibits

- Copies of all written agreements, contracts, arrangements, understandings, plans or proposals relating to:
- the acquisition of issuer control, liquidation, sale of assets, merger, or change in business or corporate structure or any other matter as disclosed in Item 3; and
- b. the transfer or voting of the securities, finder's fees, joint ventures, options, puts, calls, guarantees of loans, guarantees against losses or the giving or withholding of any proxy as disclosed in Item 5.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate

(Signature of Reporting Person)

₽y: ::

ERNESTO R. ALBERTO
Senior Vice President
(Name/Title)