



June 10, 2014

Philippine Stock Exchange
3/F Philippine Stock Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Gentlemen:

In compliance with Section 17.1 (b) and Section 17.3 of the Securities Regulation Code, we submit herewith a copy of SEC Form 17-C with respect to certain discloseable events/information.

This shall serve as the disclosure letter for the purpose of complying with the PSE Revised Disclosure Rules.

Very truly yours,


MA. LOURDES C. RAUSA-CHAN
Corporate Secretary 



June 10, 2014

Philippine Dealing and Exchange Corp.
37/F Tower 1, The Enterprise Center
6766 Ayala Avenue corner Paseo de Roxas
Makati City

Attention: Ms. Vina Vanessa S. Salonga
Head – Issuer Compliance and Disclosure Department

Gentlemen:

In compliance with Section 17.1 (b) and Section 17.3 of the Securities Regulation Code, we submit herewith a copy of SEC Form 17-C with respect to certain discloseable events/information.

Very truly yours,


MA. LOURDES C. RAUSA-CHAN
Corporate Secretary 



June 10, 2014

Securities and Exchange Commission
SEC Building
EDSA, Mandaluyong City

Attention: Mr. Vicente Graciano P. Felizmenio, Jr.
Director – Markets and Securities Regulation Dept.

Gentlemen:

In accordance with Section 17.1 (b) of the Securities Regulation Code, we submit herewith two (2) copies of SEC Form 17-C with respect to certain discloseable events/information.

Thank you.

Very truly yours,


MA. LOURDES C. RAUSA-CHAN
Corporate Secretary 

COVER SHEET

P	W	-	5	5
SEC Registration No.				

P H I L I P P I N E L O N G D I S T A N C E

T E L E P H O N E C O M P A N Y
(Company's Full Name)

R A M O N C O J U A N G C O B U I L D I N G

M A K A T I A V E. M A K A T I C I T Y
(Business Address: No. Street/City/Town/Province)

ATTY. MA. LOURDES C. RAUSA-CHAN
Contact person

816-8405
Contact Telephone No.

1	2	3	1
Month		Day	
Fiscal Year			

SEC FORM 17-C
FORM TYPE

		Every 2 nd	
0	6	Tuesday	
Month	Day		
Annual Meeting			

C F D
Dept. Requiring this Doc.

N/A
Amended Articles
Number/Section

11,963
As of May 31, 2014
Total No. of Stockholders

Total Amount of Borrowings

NA	NA
Domestic	Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks: Please use black ink for scanning purposes

SECURITIES AND EXCHANGE COMMISSION

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.1

1. June 10, 2014
Date of Report (Date of earliest event reported)
2. SEC Identification Number PW-55
3. BIR Tax Identification No. 000-488-793
4. PHILIPPINE LONG DISTANCE TELEPHONE COMPANY
Exact name of issuer as specified in its charter
5. PHILIPPINES
Province, country or other jurisdiction
of Incorporation
6. _____ (SEC Use Only)
Industry Classification Code
7. Ramon Cojuangco Building, Makati Avenue, Makati City
Address of principal office
- 1200
Postal Code
8. (632) 816-8405
Issuer's telephone number, including area code
9. Not Applicable
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the Securities Regulation Code
and Sections 4 and 8 of the Revised Securities Act

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
_____	_____
_____	_____
_____	_____

11. Item 4 (Election of Directors and Officers) and Item 9 (Other Events)

We disclose the following information pertaining to the Annual Meeting of Stockholders ("Annual Meeting") and Organizational Meeting of the Board of Directors ("Organizational Meeting") of Philippine Long Distance Telephone Company (the "Company" or "PLDT") and the actions approved in said meetings.

1. Annual Meeting of Stockholders

1.1 The Annual Meeting was held on June 10, 2014 at 4:00 p.m. at Rizal Ballroom AB, Makati Shangri-ia, Ayala Avenue corner Makati Avenue, Makati City.

(a) As at the Record Date, April 11, 2014, the total outstanding shares of PLDT entitling the holders thereof to attend the Annual Meeting and vote their shares on matters where such shares are entitled to vote was 666,056,345, broken down as follows:

Class of Shares	Number of Shares
Common	216,055,775
Voting Preferred	150,000,000
Non-Voting Serial Preferred	300,000,570
Total	666,056,345

(b) The total shares owned or held by the stockholders present or represented by proxy at the Annual Meeting was 630,559,781 representing 94.67% of the total outstanding shares of PLDT as at the Record Date, broken down as follows:

Class of Shares	Number of Shares			% to Total Outstanding Shares
	Present	Proxy	Present/ Proxy	
Common	323,354	180,236,057	180,559,411	27.11
Voting Preferred	-	150,000,000	150,000,000	22.52
Non-Voting Serial Preferred		300,000,370	300,000,370	45.04
Total	323,354	630,236,427	630,559,781	94.67

Therefore, there was a quorum for the valid transaction of business at the Annual Meeting.

(c) All the incumbent directors, Chairman of the Board, Chairmen of the Audit, Governance and Nomination, Executive Compensation and Technology Strategy Committees, the President and Chief Executive Officer and other key officers of the Company were present in the Annual Meeting. Representatives from the Company's independent auditors, Sycip Gorres Velayo & Co. were also present in the Annual Meeting.

1.2 Each item in the Agenda for the Annual Meeting that is subject to stockholders' approval was voted upon by means of written voting instructions.

1.3 The voting requirement and the votes cast for each of the following items in the Agenda that is subject to stockholders' approval are as follows:

(a) Approval of the audited financial statements for the fiscal year ended December 31, 2013 contained in the Company's 2013 Annual Report.

Class of Shares	VOTING REQUIREMENT		
	Majority of Total Outstanding Common Shares and Voting Preferred Shares		
	VOTES CAST		
Common	For	Against	Abstain
Stockholders present in person with no proxy previously filed but with voting instructions filed at the Annual Meeting	223	-	-
Stockholders present in person with proxy previously filed	264,039	-	-
Stockholders represented by proxy	179,876,897	7,218	351,942
Sub-Total	180,141,159	7,218	351,942
Voting Preferred			
Stockholders present in person with no proxy previously filed but with voting instructions filed at the Annual Meeting	-	-	-
Stockholders present in person with proxy previously filed	-	-	-
Stockholders represented by proxy	150,000,000	-	-
Sub-Total	150,000,000	-	-
Grand Total	330,141,159	7,218	351,942

Since a total of 330,141,159 shares representing 90.19% or more than two-thirds (2/3) of the outstanding Common and Voting Preferred Shares entitled to vote have been voted in favor of the approval of the audited financial statements of the Company for the fiscal year ended December 31, 2013 contained in the Company's 2013 Annual Report, the same were approved.

- (b) Election of thirteen (13) directors including three (3) independent directors for the ensuing year.

Prior to the casting of votes, the Chairman explained the review or screening process of the Governance and Nomination Committee to determine whether each nominee possesses the qualifications and none of the disqualifications for directorship, and the criteria for qualification as an independent director.

NAME OF DIRECTOR/ INDEPENDENT DIRECTOR	VOTING REQUIREMENT			
	Thirteen (13) nominees receiving the highest number of votes from the holders of Common Shares and Voting Preferred Shares shall be declared elected and three (3) of them who have been pre-qualified as independent directors will be declared elected as such.			
	VOTES CAST			
	Stockholder 1	Stockholder 2	Stockholder 3	TOTAL NUMBER OF VOTES
Former Chief Justice Artemio V. Panganiban (Independent Director)	223	119	327,738,203	327,738,545
Mr. Pedro E. Roxas (Independent Director)	223	119	328,526,670	328,527,012

Mr. Alfred V. Ty (Independent Director)	223	119	330,712,899	330,713,241
Ms. Helen Y. Dee	223	119	324,381,823	324,382,165
Atty. Ray C. Espinosa	223	169,678	327,278,786	327,448,687
Mr. James L. Go	223	119	324,053,341	324,053,683
Mr. Setsuya Kimura	223	119	326,394,277	326,394,619
Mr. Napoleon L. Nazareno	223	83,670	329,253,142	329,337,035
Mr. Hideaki Ozaki	223	119	324,377,673	324,378,015
Mr. Manuel V. Pangilinan	223	3,177,969	327,392,122	330,570,314
Atty. Ma. Lourdes C. Rausa-Chan	223	119	326,895,761	326,896,103
Mr. Juan B. Santos	223	119	326,444,013	326,444,355
Mr. Tony Tan Caktiong	223	119	326,444,023	326,444,365

Legend:

- Stockholder 1 – Stockholders present in person with no proxy previously filed but with voting instructions filed at the annual meeting
- Stockholder 2 – Stockholders present in person with proxy previously filed
- Stockholder 3 – Stockholders represented by proxy

Each person nominated for election as director/independent director received votes of more than a majority of the outstanding Common Shares and Voting Preferred Shares entitled to vote. Since there are only 13 Board seats and 13 nominees, each was declared elected and 3 of them, namely Former Chief Justice Artemio V. Panganiban, Mr. Pedro E. Roxas and Mr. Alfred V. Ty, who have been pre-qualified as independent directors were declared elected as such.

Attached are copies of the Certifications executed by Former Chief Justice Artemio V. Panganiban and Messrs. Pedro E. Roxas and Alfred V. Ty in connection with their election as independent directors of the Company.

- (c) Approval of amendment to the Third Article of the Articles of Incorporation to indicate that the place where the principal office of the Company is to be established or located is at Ramon Cojuangco Building, Makati Avenue, Makati City.

Class of Shares	VOTING REQUIREMENT		
	Two-Thirds (2/3) of Total Outstanding Common Shares, Voting Preferred Shares and Non-Voting Serial Preferred Shares		
Common	VOTES CAST		
	For	Against	Abstain
Stockholders present in person with no proxy previously filed but with voting instructions filed at the Annual Meeting	223	-	-
Stockholders present in person with proxy previously filed	264,039	-	-
Stockholders represented by proxy	179,924,137	10,627	301,293
Sub-Total	180,188,399	10,627	301,293

Voting Preferred			
Stockholders present in person with no proxy previously filed but with voting instructions filed at the Annual Meeting	-	-	-
Stockholders present in person with proxy previously filed	-	-	-
Stockholders represented by proxy	150,000,000	-	-
Sub-Total	150,000,000	-	-
Non-Voting Serial Preferred			
Stockholders present in person with no proxy previously filed but with voting instructions filed at the Annual Meeting	-	-	-
Stockholders present in person with proxy previously filed	-	-	-
Stockholders represented by proxy	300,000,370	-	-
Sub-Total	300,000,370	-	-
Grand Total	630,188,769	10,627	301,293

Since a total of 630,188,769 shares representing 94.61% or more than two-thirds (2/3) of the outstanding Common, Voting Preferred and Non-Voting Serial Preferred Shares entitled to vote have been voted in favor of the amendment to the Third Article of the Articles of Incorporation to indicate that the place where the principal office of the Company is to be established or located is at Ramon Cojuangco Building, Makati Avenue, Makati City, the same was approved.

- 1.4 The Company's tabulation, registration and reporting system has been reviewed and tested by Sycip Gorres Velayo & Co. in accordance with the Philippine Standards on Related Services 4400 Agreed-upon Procedures issued by the Auditing Standards and Practices Council. Representatives from Sycip Gorres Velayo & Co. were present in the Annual Meeting and checked the completeness and accuracy of the encoded proxies and voting instructions received as well as the completeness and accuracy of the attendance and voting results generated by the system.
 - 1.5 Stockholders were given an opportunity to ask questions which the Chairman, President & CEO, Corporate Secretary or other key officers clarified or responded to.
 - 1.6 Stockholders were also informed that pursuant to the authority vested in the Audit Committee under the Company's By-Laws, the Audit Committee appointed Sycip Gorres Velayo & Co. as independent auditors to audit the financial statements of the Company for the year 2014, and such appointment was confirmed by the Board of Directors.
2. Organizational Meeting of the Board of Directors
 - 2.1 The Organizational Meeting of the Board of Directors of the Company was held immediately after the adjournment of the Annual Meeting at Pasay AB Room, Makati Shangri-la, Ayala Avenue corner Makati Avenue, Makati City.
 - 2.2 All of the thirteen (13) directors/independent directors elected during the Annual Meeting were present in the Organizational Meeting. Also present were five (5) of the six (6) nominees for appointment as members of the Advisory Board/Committee.

2.3 The following actions were taken by the Board of Directors at the Organizational Meeting:

- (a) Election of the following officers to the positions indicated opposite their respective names:

<u>Name</u>	<u>Position</u>
Manuel V. Pangilinan	- Chairman of the Board
Napoleon L. Nazareno	- President & Chief Executive Officer
Ray C. Espinosa	- Regulatory Affairs and Policies Head
Ernesto R. Alberto	- Executive Vice President
Isaias P. Fermin	- Executive Vice President
Ma. Lourdes C. Rausa-Chan	- Senior Vice President, Corporate Secretary, General Counsel and Chief Governance Officer
Anabelle L. Chua	- Senior Vice President and Treasurer
Rene G. Bañez	- Senior Vice President
Alejandro O. Caeg	- Senior Vice President
Jun R. Florencio	- Senior Vice President
Menardo G. Jimenez, Jr.	- Senior Vice President
Claro Carmelo P. Ramirez	- Senior Vice President
Katrina L. Abelarde	- First Vice President
Anna Isabel V. Bengzon	- First Vice President
Alfredo B. Carrera	- First Vice President
Cesar M. Enriquez	- First Vice President
Juan Victor I. Hernandez	- First Vice President
Florentino D. Mabasa, Jr.	- First Vice President and Assistant Corporate Secretary
Leo I. Posadas	- First Vice President
June Cheryl C. Revilla	- First Vice President
Martin T. Rio	- First Vice President
Ricardo M. Sison	- First Vice President
Emiliano R. Tanchico, Jr.	- First Vice President
Melissa V. Vergel de Dios	- First Vice President
Miguela F. Villanueva	- First Vice President
Raul S. Alvarez	- Vice President
Jose A. Apelo	- Vice President
Rafael M. Bejar	- Vice President
Marco Alejandro T. Borlongan	- Vice President
Renato L. Castañeda	- Vice President
Rebecca Jeannine R. De Guzman	- Vice President
Alona S. Dingle	- Vice President
Margarito G. Dujali, Jr.	- Vice President
Walter M. Gaffud	- Vice President
Gil Samson D. Garcia	- Vice President
Joseph Ian G. Gendrano	- Vice President
Elisa B. Gesalta	- Vice President
John John R. Gonzales	- Vice President
Maria Josefina T. Gorres	- Vice President
Ma. Criselda B. Guhit	- Vice President
Emeraldo L. Hernandez	- Vice President
Marven S. Jardiel	- Vice President
Princesita P. Katigbak	- Vice President
Alexander S. Kibanoff	- Vice President
Joseph Nelson M. Ladaban	- Vice President
Javier C. Lagdameo	- Vice President

Joselito S. Limjap	- Vice President
Albert Mitchell L. Locsin	- Vice President
Luis Ignacio A. Lopa	- Vice President
Ma. Carmela F. Luque	- Vice President
Oliver Carlos G. Odulio	- Vice President
Aileen D. Regio	- Vice President
Ricardo C. Rodriguez	- Vice President
Genaro C. Sanchez	- Vice President
Ana Maria A. Sotto	- Vice President
Julieta S. Tañeca	- Vice President
Jesus M. Tañedo	- Vice President
Patrick S. Tang	- Vice President
Victor Y. Tria	- Vice President

(b) Appointment of the members of the Advisory Board/Committee:

Oscar S. Reyes
 Roberto R. Romulo
 Benny S. Santoso
 Washington Z. SyCip
 Orlando B. Vea
 Christopher H. Young

(c) Appointment of the Chairmen, Members and Advisors of the Governance and Nomination Committee, Audit Committee, Executive Compensation Committee and Technology Strategy Committee:

Governance and Nomination Committee

Manuel V. Pangilinan, Chairman
 Setsuya Kimura, Member
 Artemio V. Panganiban, Independent Member
 Pedro E. Roxas, Independent Member
 Alfred V. Ty, Independent Member
 Ma. Lourdes C. Rausa-Chan, Non-voting Member
 Menardo G. Jimenez, Jr., Non-voting Member

Audit Committee

Pedro E. Roxas, Chairman/Independent Member
 Alfred V. Ty, Independent Member
 Artemio V. Panganiban, Independent Member
 Corazon S. de la Paz-Bernardo, Advisor (Audit Committee Financial Expert)
 James L. Go, Advisor
 Setsuya Kimura, Advisor
 Roberto R. Romulo, Advisor

Executive Compensation Committee

Manuel V. Pangilinan, Chairman
 Setsuya Kimura, Member
 Artemio V. Panganiban, Independent Member
 Pedro E. Roxas, Independent Member
 Alfred V. Ty, Independent Member
 Menardo G. Jimenez, Jr., Non-voting Member

Technology Strategy Committee

Manuel V. Pangilinan, Chairman
Ray C. Espinosa, Member
James L. Go, Member
Setsuya Kimura, Member
Napoleon L. Nazareno, Member
Oscar S. Reyes, Non-voting Member
Orlando B. Veja, Non-voting Member

In accordance with the structures provided in the respective Charters of the Board Committees:

- (a) all the members including the Chairman of the Audit Committee namely, Mr. Pedro E. Roxas, Mr. Alfred V. Ty and Former Chief Justice Artemio V. Panganiban are Independent Directors.
- (b) majority of the voting member-Directors of the Governance and Nomination Committee and Executive Compensation Committee are Independent Directors, namely, Former Chief Justice Artemio V. Panganiban, Mr. Pedro E. Roxas and Mr. Alfred V. Ty.
- (c) majority of the voting members of the Technology Strategy Committee, including the President and Chief Executive Officer, are Directors and a majority of the voting member-Directors are not part of Management.

Pursuant to the requirements of the Securities Regulation Code, the Company has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

PHILIPPINE LONG DISTANCE
TELEPHONE COMPANY

By:


MA. LOURDES C. RAUSA-CHAN
Corporate Secretary 

June 10, 2014