



June 9, 2015

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,

A handwritten signature in black ink, appearing to read "L. Rausa-Chan", is written above the typed name.

MA. LOURDES C. RAUSA-CHAN
Corporate Secretary



June 9, 2015

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

SEC Registration Number

P	W	-	5	5						
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Company Name

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							

Principal Office (No./Street/Barangay/City/Town/Province)

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	N	U	E											
M	A	K	A	T	I	C	I	T	Y													

Form Type

17	-	C
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Department requiring the report

M	S	R	D
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Secondary License Type, If Applicable

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COMPANY INFORMATION

Company's Email Address

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Company's Telephone Number/s

8168553

Mobile Number

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No. of Stockholders

11,849 As of May 31, 2015

Annual Meeting
Month/Day

Every 2 nd Tuesday of June

Fiscal Year
Month/Day

December 31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person

Ma. Lourdes C. Rausa-Chan

Email Address

lrchan@pldt.com.ph

Telephone Number/s

8168553

Mobile Number

--

Contact Person's Address

MGO Building, Legaspi St. corner Dela Rosa St., Makati City

Note: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

SECURITIES AND EXCHANGE COMMISSION

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

1. June 9, 2015
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 9, 2015 at 3:00 p.m. at Rizal Ballroom AB, Makati Shangri-la, Ayala Avenue corner Makati Avenue, Makati City.

(a) As at the Record Date, April 10, 2015 (the "Record Date"), the total outstanding shares of PLDT entitling the holders thereof to attend the Annual Meeting was 666,056,145, broken down as follows:

Class of Shares	Number of Shares
Common	216,055,775
Voting Preferred	150,000,000
Non-Voting Preferred	300,000,370
Total	666,056,145

(b) As at the Record Date, the total outstanding shares of PLDT entitling the holders thereof to attend the Annual Meeting and vote their shares on matters presented for stockholders' approval was 366,055,775 (the "Voting Shares"), broken down as follows:

Class of Shares	Number of Shares
Common	216,055,775
Voting Preferred	150,000,000
Total	366,055,775

(c) The total Voting Shares owned or held by the stockholders present or represented by proxy at the Annual Meeting was 330,128,985 representing 90.19% of the total outstanding Voting 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	16,493,576	163,635,409	180,128,985	54.56%
Voting Preferred	-	150,000,000	150,000,000	45.44%
Total	16,493,576	313,635,409	330,128,985	100.00%

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

(d) Eleven (11) of the thirteen (13) incumbent directors, including the Chairman of the Board, the 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, 2014 contained in the Company's 2014 Annual Report.

	VOTING REQUIREMENT		
	Majority of Total Outstanding Voting Shares		
Class of Shares	VOTES CAST		
Common	For	Against	Abstain
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	92	-	-
Stockholders present in person with proxies previously filed	14,874,332	-	229,300
Stockholders represented by proxies	163,371,797	5,031	258,581
Sub-Total	178,246,221	5,031	487,881
Voting Preferred			
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	-	-	-
Stockholders present in person with proxies previously filed	-	-	-
Stockholders represented by proxies	150,000,000	-	-
Sub-Total	150,000,000	-	-
Grand Total	328,246,221	5,031	487,881

Since a total of 328,246,221 shares representing 89.67% or more than two-thirds (2/3) of the outstanding Voting Shares have been voted in favor of the approval of the audited financial statements of the Company for the fiscal year ended December 31, 2014 contained in the Company's 2014 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 whether each of the independent director-nominees meets the additional criteria or qualifications for an independent director.

NAME OF DIRECTOR/ INDEPENDENT DIRECTOR	VOTING REQUIREMENT			
	Thirteen (13) nominees receiving the highest number of votes from the holders of Voting 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)	92	14,524,189	309,471,862	323,996,143
Mr. Pedro E. Roxas (Independent Director)	92	14,104,169	310,812,372	324,916,633
Mr. Alfred V. Ty (Independent Director)	92	14,034,722	314,276,500	328,311,314
Ms. Helen Y. Dee	92	14,202,821	311,850,822	326,053,735
Atty. Ray C. Espinosa	92	14,828,941	311,121,749	325,950,782
Mr. James L. Go	92	14,567,622	308,919,086	323,486,800
Mr. Setsuya Kimura	92	13,742,300	310,946,783	324,689,175
Mr. Napoleon L. Nazareno	92	14,645,060	313,412,999	328,058,151
Mr. Hideaki Ozaki	92	14,567,622	312,018,533	326,586,247
Mr. Manuel V. Pangilinan	92	17,735,579	310,218,964	327,954,635
Atty. Ma. Lourdes C. Rausa-Chan	92	13,907,928	312,870,212	326,778,232
Mr. Juan B. Santos	92	13,776,665	312,017,774	325,794,531
Mr. Tony Tan Caktiong	92	14,675,952	310,948,786	325,624,830

Legend:

- Stockholder 1 – Stockholders present in person without proxies previously filed but with voting instructions filed at the annual meeting
- Stockholder 2 – Stockholders present in person with proxies previously filed
- Stockholder 3 – Stockholders represented by proxies

Each person nominated for election as director/independent director received votes of more than a majority of the outstanding Voting Shares. Since there are only thirteen (13) Board seats and thirteen (13) nominees, each was declared elected and three (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.

- 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 2015, 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 Parañaque AB Room, Makati Shangri-la, Ayala Avenue corner Makati Avenue, Makati City.
- 2.2 Eleven (11) 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
Anabelle L. Chua	- Senior Vice President and Chief Financial Officer
Ma. Lourdes C. Rausa-Chan	- Senior Vice President, Corporate Secretary, General Counsel and Chief Governance Officer
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
Leo I. Posadas	- First Vice President and Treasurer
Florentino D. Mabasa, Jr.	- First Vice President and Assistant Corporate Secretary
Katrina L. Abelarde	- First Vice President
Alfredo B. Carrera	- First Vice President
Cesar M. Enriquez	- First Vice President
Juan Victor I. Hernandez	- First Vice President
June Cheryl C. Revilla	- First Vice President
Oscar Enrico A. Reyes, Jr.	- 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
Raul S. Alvarez	- Vice President
Rafael M. Bejar	- Vice President
Marco Alejandro T. Borlongan	- Vice President
Renato L. Castañeda	- Vice President
Gerardo Jose V. Castro	- Vice President
Gene S. 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
Paolo Jose C. Lopez	- 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) Creation of a Risk Committee, in addition to the Audit, Governance and Nomination, Executive Compensation and Technology Strategy Committees of the Board of Directors.

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

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

(d) Appointment of the Chairmen, Members and Advisors of the Governance and Nomination Committee, Audit Committee, Executive Compensation Committee, Technology Strategy Committee and Risk Management 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

Risk 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

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 9, 2015

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ARTEMIO V. PANGANIBAN**, Filipino, of legal age and a resident of Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of the Philippine Long Distance Telephone Company (PLDT), having been duly elected as such during its Annual Meeting of Stockholders held on June 9, 2015.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/ Relationship	Period of Service
First Philippine Holdings Corp.	Independent Director	2007 – present
Metro Pacific Investments Corp.	Independent Director	2007 – present
GMA Network, Inc.	Independent Director	2007 – present
Manila Electric Company, Inc.	Independent Director	2008 – present
Robinsons Land Corp.	Independent Director	2008 – present
GMA Holdings	Independent Director	2009 – present
Bank of the Philippine Islands	Independent Director	2010 – present
Asian Terminals Inc.	Independent Director	2010 – present
Petron Corporation	Independent Director	2010 – present
Jollibee Foods Corp.	Non-Executive Director	2012 – present
Metropolitan Bank and Trust Co.	Senior Adviser	2007 – present
Metrobank Foundation, Inc.	Chairman, Board of Advisers	2010-present
Metro Pacific Tollways Corp.	Independent Director	2010 – present
Tollways Management Corp.	Independent Director	2008 – present
Double Dragon Properties Corp.	Adviser	2014 – present
Manila Metropolitan Cathedral-Basilica Foundation, Inc.	President	2008 – present
De La Salle University College of Law	Member, Board of Advisers	2009 – present
World Bank (Philippines)	Member, Advisory Board	2009 – present
Asean Law Association	Member, Philippine National Committee	2007 – present
V. Mapa Blue Falcon Honor Society	Senior Adviser	2008 – present
Johann Strauss Society	Member, Board of Advisers	2009 – present

Asian Institute of Management Ramon V. Del Rosario, Sr.-C.V. Starr Center for Corporate Governance	Chairman, Board of Advisers	2011 – present
Foundation for Liberty & Prosperity	Chairman, Board of Trustees	2011 – present
Philippine Dispute Resolution Center	Chairman, Board of Trustees	2007 – 2013
	Chairman Emeritus	2013 – present
University of Asia and the Pacific	Chairman, Board of Advisers, College of Law	2013 – present
Claudio Teehankee Foundation	Member, Board of Trustees	2013 – present
Tan Yan Kee Foundation	Member, Board of Trustees	2014 – present
Philippine Daily Inquirer	Columnist (Opinion Writer)	2007 – present

(For my full bio-data, log to my personal website: cjpanganiban.com)

3. I am not a securities broker-dealer, i.e., I do not hold any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal stockholder, nominee of the firm to the Philippine Stock Exchange, associated person or salesman, and an authorized clerk of the broker or dealer.
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of PLDT, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
5. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
6. I shall inform the corporate secretary of PLDT of any changes in the abovementioned information within five days from its occurrence.

Done, this _____ day of JUN 09 2015, at MAKATI CITY




ARTEMIO V. PANGANIBAN
Affiant

SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Makati this _____ day of JUN 09 2015. The affiant, whom I identified through the following competent evidence of identity: Philippine Passport No. EC2160733, expiring on 21 September 2019, personally signed the foregoing instrument before me and avowed under penalty of law to the whole truth of the contents of said instrument.

WITNESS MY HAND AND SEAL on the date and at the place first abovementioned.

NOTARY PUBLIC

Doc. No. 191 ;
Page No. 40 ;
Book No. 111 ;
Series of 2015.


PORTIA SHIRLEY V. VALENCIA-BONDOC
Notary Public for the City of Makati
Until December 31, 2015
Appointment No. M-116
Roll of Attorneys No. 54048
PTR O.R. No. 4754871 - 01/09/15 Makati City
IBP Lifetime No. 011142 - 08/02/12
9/F, MGO Bldg. Legazpi St. Legazpi Vill., Makati City, MM

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ALFRED V. TY**, Filipino, of legal age and with office address at 20/F GT Tower International, 6813 Ayala Avenue, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

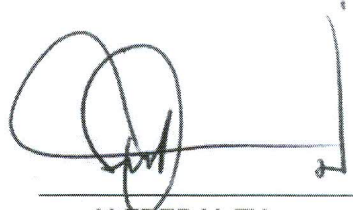
1. I am an independent director of the Philippine Long Distance Telephone Company (PLDT), having been duly elected as such during its Annual Meeting of Stockholders held on June 9, 2015.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/ Relationship	Period of Service
Toyota Motors Phils. Corp.	Vice-Chairman	1992 – present
GT Capital Holdings, Inc.	Vice-Chairman	2012 – present
Federal Land, Inc.	President	1997 – present
Cathay International Resources, Inc., Cebu	Chairman	2005 – present
Bonifacio Landmark Realty & Development Corp.	Chairman	2012 – present
Global Business Power Corp.	Director	2006 – present
Metropolitan Bank and Trust Company	Corporate Secretary	2002 – present
Lexus Manila, Inc.	Chairman	2009 – present
Metrobank Foundation, Inc.	Trustee	1996 – present
Norberto Tytana Foundation	Trustee	2006 – present
GT-Metro Foundation, Inc.	Trustee	2009 – present

3. I am not a securities broker-dealer, i.e., I do not hold any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal stockholder, nominee of the firm to the Philippine Stock Exchange, associated person or salesman, and an authorized clerk of the broker or dealer.
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of PLDT, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
5. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.

6. I shall inform the corporate secretary of PLDT of any changes in the abovementioned information within five days from its occurrence.

Done, this 9th day of June 2015, at Makati City.



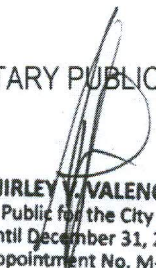
ALFRED V. TY

SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Makati this 9th day of June 2015. The affiant, whom I identified through the following competent evidence of identity: Philippine Driver's License No. N17-85-022013, expiring on August 2, 2017, personally signed the foregoing instrument before me and avowed under penalty of law to the whole truth of the contents of said instrument.

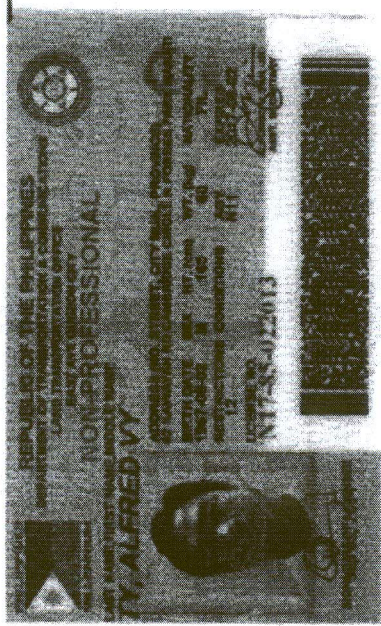
WITNESS MY HAND AND SEAL on the date and at the place first abovementioned.

Doc. No. 192 ;
Page No. 46 ;
Book No. III ;
Series of 2015.

NOTARY PUBLIC



PORTIA SHIRLEY VALENCIA-BONDOC
Notary Public for the City of Makati
Until December 31, 2015
Appointment No. M-116
Roll of Attorneys No. 54048
PTR O.R. No. 4754871 - 01/09/15 Makati City
IBP Lifetime No. 011142 - 08/02/12
9/F, MGO Bldg. Legazpi St. Legazpi VIII., Makati City, MM



CERTIFICATION OF INDEPENDENT DIRECTOR

I, **PEDRO E. ROXAS**, Filipino, of legal age and a resident of Makati City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of the Philippine Long Distance Telephone Company (PLDT), having been duly elected as such during its Annual Meeting of Stockholders held on June 9, 2015.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/ Relationship	Period of Service
Roxas Holdings, Inc.	Chairman	1995 – present
Roxas & Company, Inc.	Executive Chairman/ President/CEO	2010 – present
BDO Private Bank	Independent Director	2001 – present
Brightnote Assets Corp.	Director	1999 – present
Club Punta Fuego, Inc.	Chairman	1997 – present
Manila Electric Company	Independent Director	2010 – present
Phil. Business for Social Progress	Trustee	2001 – present
Fundacion Santiago	Trustee/President	1993 – present

3. I am not a securities broker-dealer, i.e., I do not hold any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal stockholder, nominee of the firm to the Philippine Stock Exchange, associated person or salesman, and an authorized clerk of the broker or dealer.
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of PLDT, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
5. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
6. I shall inform the corporate secretary of PLDT of any changes in the abovementioned information within five days from its occurrence.

Done, this 9th day of June 2015, at Makati City.


PEDRO E. ROXAS

SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Makati this 9th day of June 2015. The affiant, whom I identified through the following competent evidence of identity: Philippine Passport No. EC2368933, expiring on 09 October 2019, personally signed the foregoing instrument before me and avowed under penalty of law to the whole truth of the contents of said instrument.

WITNESS MY HAND AND SEAL on the date and at the place first abovementioned.

Doc. No. 193 ;
Page No. 40 ;
Book No. III ;
Series of 2015.

NOTARY PUBLIC


PORTIA SHIRLEY V. VALENCIA-BONDOC

Notary Public for the City of Makati

Until December 31, 2015

Appointment No. M-116

Roll of Attorneys No. 54048

PTR O.R. No. 4754871 - 01/09/15 Makati City

IBP Lifetime No. 011142 - 08/02/12

9/F, MGO Bldg. Legazpi St. Legazpi VIII., Makati City, MM

