



June 14, 2016

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) of the Securities Regulation Code and SRC Rule 17.1.1.1.3(b).2, we submit herewith a copy of SEC Form 17-C with respect to certain discloseable events/information.

This shall also 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 14, 2016

SECURITIES & EXCHANGE COMMISSION
SEC Building, EDSA
Mandaluyong City

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

Gentlemen:

In compliance with Section 17.1 (b) of the Securities Regulation Code and SRC Rule 17.1.1.1.3(a), we submit herewith two (2) copies of SEC Form 17-C with respect to certain discloseable events/information.

Very truly yours,


MA. LOURDES C. RAUSA-CHAN
Corporate Secretary

SECURITIES AND EXCHANGE COMMISSION

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

1. June 14, 2016
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) 816-8553
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
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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

Company's Telephone Number/s

8	1	6	8	5	5	3
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Mobile Number

No. of Stockholders

1	1	,	8	0	7
As of May 31, 2016					

Annual Meeting
Month/Day

Every 2 nd Tuesday of June	
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Fiscal Year
Month/Day

December 31	
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CONTACT PERSON INFORMATION

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

Name of Contact Person

M	a.	L	o	u	r	d	e	s	C.	R	a	u	s	a	-	C	h	a	n
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Email Address

l	r	c	h	a	n	@	p	l	d	t	.	c	o	m	.p	h
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Telephone Number/s

8	1	6	8	5	5	3
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Mobile Number

Contact Person's Address

M	G	O	B	u	i	l	d	i	n	g	,	L	e	g	a	s	p	i	S	t.	c	o	r	n	e	r	D	e	l	a	R	o	s	a	S	t.	,	M	a	k	a	t	i	C	i	t	y
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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.



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 14, 2016 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 15, 2016 (the "**Record Date**"), the total outstanding shares of PLDT entitling the holders thereof to attend the Annual Meeting was 666,057,015, broken down as follows:

Class of Shares	Number of Shares
Common	216,055,775
Voting Preferred	150,000,000
Non-Voting Serial Preferred	300,001,240
Total	666,057,015

(b) As at the Record Date, the total outstanding shares of PLDT (i) with voting rights and (ii) without voting rights but pursuant to Section 6 of the Corporation Code are entitled to vote on certain matters presented for stockholders' approval was 666,057,015 (the "Voting Shares"), broken down as follows:

Class of Shares	Number of Shares
Common	216,055,775
Voting Preferred	150,000,000
Non-Voting Serial Preferred	300,001,240
Total	666,057,015

(c) The total shares owned or held by the stockholders present or represented by proxy at the Annual Meeting was 629,882,447 representing 94.57 % 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	31,236,402	148,644,805	179,881,207	27.01%
Voting Preferred	0	150,000,000	150,000,000	22.52%
Non-Voting Serial Preferred	0	300,001,240	300,001,240	45.04%
Total	31,236,402	598,646,045	629,882,447	94.57%

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, Technology Strategy and Risk 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, 2015 contained in the Company's 2015 Annual Report.

Class of Shares	VOTING REQUIREMENT		
	Majority of Total Outstanding Common and Voting Preferred Shares		
	VOTES CAST		
Common	For	Against	Abstain
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	17,353,391	0	0
Stockholders present in person with proxies previously filed	13,214,293	423	146,490
Stockholders represented by proxies	148,589,235	18,077	37,493
Sub-Total	179,156,919	18,500	183,983
Voting Preferred			
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	0	0	0
Stockholders present in person with proxies previously filed	0	0	0
Stockholders represented by proxies	150,000,000	0	0
Sub-Total	150,000,000	0	0
Grand Total	329,156,919	18,500	183,983

Since a total of 329,156,919 shares representing 89.92 % or more than two-thirds (2/3) of the outstanding Common and Voting Preferred Shares have been voted in favor of the approval of the audited financial statements of the Company for the fiscal year ended December 31, 2015 contained in the Company's 2015 Annual Report, the same were approved.

- (b) Election of thirteen (13) directors including three (3) independent directors for the ensuing year, whose background information are contained in the Information Statement.

Prior to the casting of votes, the Chairman explained the review or screening process of the Governance and Nomination Committee to determine whether each of the director-nominees 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 Common 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
Mr. Bernido H. Liu (Independent Director)	17,353,391	13,038,873	304,601,024	334,993,288
Former Chief Justice Artemio V. Panganiban (Independent Director)	17,353,391	12,372,107	297,652,015	327,377,513
Mr. Pedro E. Roxas (Independent Director)	17,353,391	11,938,131	297,448,904	326,740,426
Ms. Helen Y. Dee	17,353,391	6,125,728	280,808,198	304,287,317
Atty. Ray C. Espinosa	17,353,391	12,491,450	300,078,557	329,923,398
Mr. James L. Go	17,353,391	12,180,337	296,574,602	326,108,330
Mr. Tadashi Miyashita	17,353,391	12,194,896	297,900,070	327,448,357
Mr. Napoleon L. Nazareno	17,353,391	12,761,938	299,603,917	329,719,246
Mr. Hideaki Ozaki	17,353,391	12,840,303	299,544,412	329,738,106
Mr. Manuel V. Pangilinan	17,353,391	15,219,281	298,357,539	330,930,211
Atty. Ma. Lourdes C. Rausa-Chan	17,353,391	12,496,077	300,160,339	330,009,807
Mr. Juan B. Santos	17,353,391	12,840,303	299,613,889	329,807,583
Mr. Tony Tan Caktiong	17,353,391	6,125,728	280,620,384	304,099,503

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 Common and Voting Preferred Shares. Since there are only thirteen (13) Board seats and thirteen (13) nominees, each was declared elected and three (3) of them, namely Mr. Bernido H. Liu, Former Chief Justice Artemio V. Panganiban and Mr. Pedro E. Roxas, who have been pre-qualified as independent directors were declared elected as such.

Attached are copies of the Certifications executed by Mr. Bernido H. Liu, Former Chief Justice Artemio V. Panganiban and Mr. Pedro E. Roxas in connection with their election as independent directors of the Company.

- (c) Approval of the amendment of the (i) First Article of the Articles of Incorporation to change the name of the Company from Philippine Long Distance Telephone Company to PLDT Inc.; and (ii) Second Article of the Articles of Incorporation to expressly provide for such other

purposes and powers incidental to or in furtherance of the primary purpose, including the power to do or engage in such activities required, necessary or expedient in the pursuit of lawful business or for the protection or benefit of the Company.

Class of Shares	VOTING REQUIREMENT		
	2/3 of Total Outstanding Common , Voting Preferred and Non-Voting Serial Preferred Shares		
	VOTES CAST		
Common	For	Against	Abstain
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	17,353,391	0	0
Stockholders present in person with proxies previously filed	13,360,783	423	0
Stockholders represented by proxies	148,252,564	26,867	365,374
Sub-Total	178,966,738	27,290	365,374
Voting Preferred			
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	0	0	0
Stockholders present in person with proxies previously filed	0	0	0
Stockholders represented by proxies	150,000,000	0	0
Sub-Total	150,000,000	0	0
Non-Voting Serial Preferred			
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	0	0	0
Stockholders present in person with proxies previously filed	0	0	0
Stockholders represented by proxies	300,001,240	0	0
Sub-Total	300,001,240	0	0
Grand Total	628,967,978	27,290	365,374

Since a total of 628,967,978 shares representing 94.43 % or more than two-thirds (2/3) of the outstanding capital stock consisting of Common, Voting Preferred and Non-Voting Serial Preferred Shares entitled to vote have been voted in favor of the amendment of the (a) First Article of the Articles of Incorporation to change the name of the Company from Philippine Long Distance Telephone Company to PLDT Inc.; and (b) Second Article of the Articles of Incorporation to expressly provide for such purposes and powers incidental to or in furtherance of the primary purpose, including the power to do or engage in such activities required, necessary or expedient in the pursuit of lawful business or for the protection or benefit of the Company, the same were approved.

- (d) Ratification of the proposed investment of corporate funds in another corporation or for a purpose other than the primary purpose of the Company (the “**Investment of Funds**”) and grant of authority to the Board of Directors to determine the timing, final structure, amount, terms and conditions of the Investment of Funds, as explained in the Information Statement.

Class of Shares	VOTING REQUIREMENT		
	2/3 of Total Outstanding Common , Voting Preferred and Non-Voting Serial Preferred Shares		
	VOTES CAST		
Common	For	Against	Abstain
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	17,353,391	0	0
Stockholders present in person with proxies previously filed	2,921,374	10,015,226	424,606
Stockholders represented by proxies	131,361,845	16,160,354	1,122,606
Sub-Total	151,636,610	26,175,580	1,547,212
Voting Preferred			
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	0	0	0
Stockholders present in person with proxies previously filed	0	0	0
Stockholders represented by proxies	150,000,000	0	0
Sub-Total	150,000,000	0	0
Non-Voting Serial Preferred			
Stockholders present in person without proxies previously filed but with voting instructions filed at the Annual Meeting	0	0	0
Stockholders present in person with proxies previously filed	0	0	0
Stockholders represented by proxies	300,001,240	0	0
Sub-Total	300,001,240	0	0
Grand Total	601,637,850	26,175,580	1,547,212

Since a total of 601,637,850 shares representing 90.33 % or more than two-thirds (2/3) of the outstanding capital stock consisting of Common, Voting Preferred and Non-Voting Serial Preferred Shares entitled to vote have been voted in favor of the ratification of the proposed investment of corporate funds in another corporation or for a purpose other than the primary purpose of the Company (the “**Investment of Funds**”) and grant of authority to the Board of Directors to determine the timing, final structure, amount, terms and conditions of the Investment of Funds, the same were 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 2016, 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 Eleven (11) of the thirteen (13) directors/independent directors elected during the Annual Meeting were present in the Organizational Meeting. Also present were 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	- President & Chief Executive Officer
Ray C. Espinosa	- Regulatory Affairs and Policies Office 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
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
June Cheryl C. Revilla	- First Vice President and Controller
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
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
Rafael M. Bejar	- Vice President
Marco Alejandro T. Borlongan	- Vice President
Gerardo Jose V. Castro	- Vice President
Marisa V. Conde	- Vice President
Gene S. De Guzman	- Vice President
Margarito G. Dujali, Jr.	- 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
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. Veja
 Christopher H. Young

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

Governance and Nomination Committee

Manuel V. Pangilinan, Chairman
 Tadashi Miyashita, Member
 Bernido H. Liu, Independent Member
 Artemio V. Panganiban, Independent Member
 Pedro E. Roxas, 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
 Bernido H. Liu, Independent Member
 Artemio V. Panganiban, Independent Member
 Corazon S. de la Paz-Bernardo, Advisor (Audit Committee Financial Expert)
 James L. Go, Advisor

Tadashi Miyashita, Advisor
Roberto R. Romulo, Advisor

Executive Compensation Committee

Manuel V. Pangilinan, Chairman
Tadashi Miyashita, Member
Bernido H. Liu, Independent Member
Artemio V. Panganiban, Independent Member
Pedro E. Roxas, Independent Member
Menardo G. Jimenez, Jr., Non-voting Member

Technology Strategy Committee

Manuel V. Pangilinan, Chairman
Ray C. Espinosa, Member
James L. Go, Member
Tadashi Miyashita, 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
Bernido H. Liu, Independent Member
Artemio V. Panganiban, Independent Member
James L. Go, Member
Tadashi Miyashita, 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, Former Chief Justice Artemio V. Panganiban, Mr. Bernido H. Liu and Mr. Pedro E. Roxas are Independent Directors.
- (b) majority of the voting Member-Directors of the Governance and Nomination Committee, Executive Compensation Committee, are Independent Directors, namely, Former Chief Justice Artemio V. Panganiban, Mr. Bernido H. Liu and Mr. Pedro E. Roxas.
- (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 14, 2016

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 14, 2016.
2. I am affiliated with the following listed companies:

Company/Organization	Position/Relationship	Period of Service
GMA Network, Inc.	Independent Director	2007 - present
First Philippine Holdings Corporation	Independent Director	2007 - present
Metro Pacific Investments Corporation	Independent Director	2007 - present
Metropolitan Bank & Trust Company	Senior Adviser	2007 - present
Robinsons Land Corporation	Independent Director	2008 - present
Manila Electric Company	Independent Director	2008 - present
GMA Holdings, Inc.	Independent Director	2009 - present
Petron Corporation	Independent Director	2010 - present
Asian Terminals, Inc.	Independent Director	2010 - present
Jollibee Foods Corporation	Director	2012 - present
Double Dragon Properties Corporation	Adviser	2014 - present
Bank of the Philippine Islands	Member, Advisory Council	April 15, 2016-present
For my full bio-data, log on 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 change in the abovementioned information within five days from its occurrence.

Done, this 14th day of June 2016, at Makati City.



ARTEMIO V. PANGANIBAN

SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Makati, this JUN 14 2016. The affiant, whom I identified through the following competent evidence of identity: Diplomatic Passport No. DE0013400 expiring on 14 December 2020, 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. 427;
Page No. 087;
Book No. III;
Series of 2016.

NOTARY PUBLIC


ABNER TITO L. ALBERTO
Notary Public for the City of Makati
Until December 31, 2016
Notarial Appointment No. M-93
Roll of Attorneys No. 38834
PTR O.R. No. 5329767-01/11/16 Makati City
IBP Lifetime No. 02359-05/09/01
9/F MGO Bldg. Legaspi St., Legaspi Vill. 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 14, 2016.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/ Relationship	Period of Service
Fundacion Santiago	Trustee/President	1993 – present
Roxas Holdings, Inc.	Chairman	1995 – present
Club Punta Fuego, Inc.	Chairman	1997 – present
Brightnote Assets Corp.	Director	1999 – present
BDO Private Bank	Independent Director	2001 – present
Phil. Business for Social Progress	Trustee	2001 – present
Roxas & Company, Inc.	Executive Chairman/President/CEO	2010 – present
Manila Electric Company	Independent Director	2010 – present
Hawaiian-Phil. Co.	Chairman	2013 – 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 14th day of June 2016, at Makati City.


PEDRO E. ROXAS

SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Makati this 14th day of June 2016. 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.

NOTARY PUBLIC



ABNER TITO L. ALBERTO
Notary Public for the City of Makati
Until December 31, 2016
Notarial Appointment No. M-93
Roll of Attorneys No. 38834
PTR O.R. No. 5329767-01/11/16 Makati City
IBP Lifetime No. 02359-05/09/01
S/F MGO Bldg: Legaspi St., Legaspi Vill. Makati City, MM

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CERTIFICATION INDEPENDENT DIRECTOR

I, **BERNIDO H. LIU**, Filipino, of legal age and with office address at GABC 1155, 1155 North EDSA, Balintawak, Quezon 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 14, 2016.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/ Relationship	Period of Service
Matimco Incorporated	Director	2003 – present
Children’s Hour Philippines	Director	2004 – present
Basic Graphics Inc.	Director	2005 – present
LH Paragon, Inc.	Chairman	2006 – present
Golden ABC, Inc.	President & CEO/Chairman	2006 – present
Oakridge Realty Development Corporation	Director	2006 – present
Red Logo Lifestyle, Inc.	Chairman	2007 – present
Philippine Retailers Association	Vice President Regional Affairs President Chairman Member, Board of Trustees	2007 – 2009 2009 – 2010 2011 – 2013 2013 – present
Habitat for Humanity	Member, Visayas Advisory Council	2014 – present
PLDT – SMART Foundation, Inc.	Independent Director	2013 – present
Essentia Medical Group, Inc.	Director	2014 – present
Mga Likha ni Inay Inc. (member of CARD MRI)	Director	2015 – present
Greentree Food Solutions, Inc.	Director	2016 – present
GABC Int’l. Pte. Lt. (SG)	Director	2016 – 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.



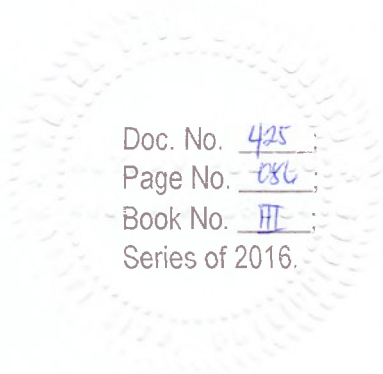
4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of PLDT, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
5. I shall faithfully and diligently comply with my duties and responsibilities 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 14th day of June 2016, at Makati City.



BERNIDO H. LIU

SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Makati, this JUN 14 2016. The affiant, whom I identified through the following competent evidence of identity: Philippine Passport No. EB 6358199 expiring on 16 September 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.



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 Book No. III
 Series of 2016.

NOTARY PUBLIC

ABNER TITO L. ALBERTO
 Notary Public for the City of Makati
 Until December 31, 2016
 Notarial Appointment No. M-93
 Roll of Attorneys No. 38834
 PTR E.R. No. 5329767-01/11/16 Makati City
 IBP Lifetime No. 02359-05/09/01
 2/F MGO Bldg. Legaspi St., Legaspi VII, Makati City, MM