



NYSE Foreign Private Issuer Section 303A Written Affirmation

Issuer PLDT Inc.	Exchange NYSE	WA Year 2021	WA Type Interim
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Notice of Non-compliance:

- Yes¹
- No

Part I

INSTRUCTIONS: Companies listed on the New York Stock Exchange (the “Exchange” or “NYSE”) must comply with the applicable corporate governance requirements set forth in Section 303A of the NYSE Listed Company Manual (the “Manual”) . This form is to be used by foreign private issuers (as such term is defined in Rule 3b-4 under the Exchange Act) listed on the NYSE and, pursuant to Section 303A.00 of the Manual, is subject to the requirements of Sections 303A.06, 303A.11, 303A.12(b), and 303A.12(c) of the Manual. Please provide the information for each audit committee member currently serving.²

Audit Committee Members

Director Name	10A-3 Ind. ³	Audit Committee Member Exemption
Artemio V. Panganiban	Yes	No Exemption Taken
Bernido H. Liu	Yes	No Exemption Taken
Bernadine T. Siy	Yes	No Exemption Taken

Please provide the following information, if applicable, for each newly added or newly deemed independent audit committee member identified in the chart above. Alternatively, a reference to the location of the disclosure in the Company's public U.S. Securities and Exchange Commission ("SEC") filings can be provided.

- Brief biography.
- Share ownership in the Company.
- Brief description of any direct or indirect consulting, advisory, or other compensatory fee arrangement with the Company or any of its subsidiaries as specified in Rule 10A-3(b)(1)(ii)(A).
- Indication of whether the audit committee member is an affiliated person of the Company or any of its subsidiaries as specified in Rule 10A-3(b)(1)(ii)(B).

Ms. Bernadine T. Siy

Ms. Siy has been elected as a member of the PLDT Board of Directors ("PLDT Board") at the Annual Meeting of Stockholders held on June 8, 2021 and has been qualified as an independent director thereof, vice Mr. Pedro E. Roxas. At the Organizational Meeting of the PLDT Board, the PLDT Board approved the appointment of Ms. Siy as Chairperson of the Audit Committee and as independent member of the Governance, Nomination and Sustainability, Executive Compensation and Risk Committees of the PLDT Board, vice Mr. Roxas.

Ms. Siy was born on February 9, 1959. She obtained her Bachelor of Arts Degree in Economics Magna Cum Laude in 1980 from Ateneo de Manila University and Master's Degree in Management with Majors in Finance and Accounting in 1984 from J.L. Kellogg Graduate School of Management of Northwestern University in Chicago, Illinois, USA.

Currently, she is an independent director of Cebu Air Inc., a company listed in the Philippine Stock Exchange. She is the Chairperson of the Board of Directors of Epicurean Partners Exchange Inc. (EPEI), and a director of Fil-Pacific Apparel Corporation (FPAC). She is also the Chairperson of the Board of Trustees of Ateneo de Manila University, and a fellow and trustee of the Foundation for Economic Freedom, an economic policy advocacy organization. She previously served as a director of Security Diners International Corporation, which was then a wholly-owned subsidiary of Security Bank operating the Diners Card business, from 1986 to 1992. She was the President and Chief Executive Officer of FPAC from 1987 to 1997 and from 2004 to 2013, EPEI Inc. from 1994 to 2011, and Consultant to the Board of Directors of Development Bank of the Philippines from November 2012 to June 2014. She also holds the position of President and Director of the following property management and development companies: Interworld Properties Corporation and B289 Properties Inc.

As of June 8, 2021, Ms. Siy owns one thousand five hundred (1,500) common shares^[1] of PLDT. Ms. Siy is entitled to receive director's fees in the amount of Two Hundred Fifty Thousand Pesos (PHP250,000.00) for each PLDT Board meeting attended and One Hundred Twenty-Five Thousand Pesos (PHP125,000.00) for each PLDT Board committee meeting attended (applicable for members and advisors of the Audit, Executive Compensation, Governance, Nomination and Sustainability, Risk, Technology Strategy and Data Privacy and Information Security Committees)^[2]. Except as otherwise described herein, Ms. Siy does not have any direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries. Ms. Siy is also not an affiliated person of the Company or any of its subsidiaries.

[1] Includes one thousand four hundred ninety-nine (1,499) common shares registered under PCD Nominee Corporation.

[2] Receipt of ordinary course compensation for serving as a member of the board of directors, audit committee or any other board committee of a listed issuer or its affiliates is permitted pursuant to the exemption from the independence requirements of Rule 10A-3 under Rule 10A-3(b)(iv)(B) of the Securities Exchange Act of 1934, as amended.

Part II

INSTRUCTIONS: Please check the box next to the appropriate event(s) applicable to the Company and include a detailed description of each event checked below:

The Company hereby notifies the Exchange that, as of the date provided below, the following event has occurred:

2021-06-08

- An audit committee member who was deemed independent is no longer independent.
- A member has been added to the audit committee.

Explanation

APPOINTMENT OF A NEW MEMBER TO THE AUDIT COMMITTEE OF THE PLDT BOARD OF DIRECTORS

During the Annual Meeting of Stockholders of PLDT on June 8, 2021, the shareholders of PLDT, representing more than a majority of the outstanding Common and Voting Preferred Shares, have duly elected Ms. Bernadine T. Siy to serve as Independent Director of the PLDT Board for the ensuing year (2021 to 2022), vice Mr. Pedro E. Roxas. At the Organizational Meeting of the PLDT Board, which was held immediately after the adjournment of the Annual Meeting, the PLDT Board approved the appointment of Ms. Siy as Chairperson of the Audit Committee, vice Mr. Roxas.

PLDT remains to be in compliance with Rule 10A-3.

- The Company or a member of its audit committee is eligible to rely on and is choosing to rely on a Rule 10A-3 exemption. Please provide the detail of the exemption. ([Appendix A](#) provides a brief description of Rule 10A-3 exemptions.)
- The Company or a member of its audit committee is no longer eligible to rely on or is choosing to no longer rely on a previously applicable Rule 10A-3 exemption.
- A member has been removed from the Company's audit committee resulting in the Company no longer having a Rule 10A-3 compliant audit committee.
- The Company determined on the "Determination Date" that it no longer qualifies as a foreign private issuer and will be a domestic company under Section 303A to be effective on the "Effective Date." Please provide the "Determination Date" and "Effective Date" below.

Part III

Non-Compliance

- If the Company is non-compliant as a result of one of the affirmations in Part II or is non-compliant with Section 303A of the Manual for any other reason, please check this box and include the reason below.

1. If this document is serving as a non-compliance notification to the Exchange it must be executed by the Company's CEO.
2. If the Company is relying on one of the following exemptions, skip to Part II: 10A-3(c)(1), 10A-3(c)(2), and 10A-3(c)(3).
3. Independent for purposes of Rule 10A-3
4. Determination Date is defined for purposes of Section 303A.00 to be the date at the end of the company's most recently completed second fiscal quarter when it tested its status as a foreign private issuer under Securities Exchange Act Rule 3b-4.

Authorized Company Officer Signature

I am an authorized officer at the Company and have the legal authority to provide the information and make the affirmations contained herein. I hereby certify that all information contained herein is true and correct to the best of my knowledge as of the date hereof.

Alfredo S. Panlilio

President and CEO

2021-06-10 - 10:57 AM

By (name)

Title

Submitted Date