

PHILIPPINE LONG DISTANCE TELEPHONE COMPANY

STOCKHOLDER PROXY

(Proxy solicitation is being made by and on behalf of the Company)

The undersigned hereby appoints the Chairman of the Board of PHILIPPINE LONG DISTANCE TELEPHONE COMPANY (the "Company"), with full power of substitution and delegation, as the proxy of the undersigned, to represent and vote all of the shares of common stock of the undersigned at the Annual Meeting of Stockholders of the Company to be held on June 14, 2011 (the "Annual Meeting") and at any and all adjournments or postponements thereof, for the purpose of acting on the proposals enumerated below.

In case of absence of the Chairman of the Board and any substitute proxy designated by him at the Annual Meeting, the undersigned hereby grants the President of the Company or, in case of his absence, the Chairman of the Annual Meeting chosen in accordance with the Company's By-Laws, full power and authority to act as alternate proxy of the undersigned, for the same purposes specified in the preceding paragraph.

The proxy/substitute proxy/alternate proxy, as the case may be, shall vote subject to the instructions indicated below and the proxy/substitute proxy/alternate proxy, as the case may be, is authorized to vote in his discretion upon other business as may properly come before the Annual Meeting and any adjournments or postponements thereof. Where no specific instruction is clearly indicated below, the proxy/substitute proxy/alternate proxy, as the case may be, shall vote and shall be deemed authorized to vote "FOR" with respect to Proposals 1 and 3 and "FOR ALL" with respect to Proposal 2.

PROPOSALS AND VOTING INSTRUCTIONS

Management recommends a "FOR" vote for Proposals 1 and 3 and a "FOR ALL" vote for Proposal 2.

1. Approval of the audited financial statements for the fiscal year ending December 31, 2010 contained in the Company's 2010 Annual Report.

FOR [ ] AGAINST [ ] ABSTAIN [ ]

2. Election of 13 directors including 3 independent directors.

The nominees for election as directors/independent directors are:

- 1. Rev. Fr. Bienvenido F. Nebres, S.J. (Independent Director)
2. Mr. Pedro E. Roxas (Independent Director)
3. Mr. Alfred V. Ty (Independent Director)
4. Ms. Helen Y. Dee
5. Atty. Ray C. Espinosa
6. Mr. Tatsu Kono
7. Mr. Napoleon L. Nazareno
8. Mr. Manuel V. Pangilinan
9. Mr. Takashi Ooi
10. Mr. Oscar S. Reyes
11. Ms. Ma. Lourdes C. Rausa-Chan
12. Mr. Juan B. Santos
13. Mr. Tony Tan Caktiong

FOR ALL [ ] WITHHOLD FOR ALL [ ] EXCEPTIONS [ ]

- Exceptions
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Instructions:

- 1. The stockholder may withhold authority to vote for any or some nominee(s), by marking the exception box and writing the name(s) of such nominee(s) on the space provided above. If the stockholder designates exception(s), the number of shares to be distributed to each of the remaining nominees must be indicated on the spaces provided above.
2. The stockholder can either (a) vote for all of the nominees, in which case the stockholder's total votes will be split and cast equally among the nominee(s); (b) withhold his vote for all of the nominees; or (c) vote only for some and not all of the nominees, in which case the stockholder's total votes will be distributed and cast as indicated by the stockholder in the spaces provided above. If the stockholder does not indicate the number of shares to be distributed among the remaining nominees who are not named on the spaces for exceptions above, then the stockholder's total votes will be split and cast equally among the remaining nominees. The total number of votes which a stockholder may cast is equal to thirteen (13) times the number of shares of common stock held as of the Record Date.

3. Approval of the issuance of up to 29,654,378 shares of common stock of PLDT, at the issue price of Php2,500 per share, as payment for the purchase price of properties to be acquired by the Company, consisting of the following:

- (a) 3,277,135,882 shares of common stock of Digital Telecommunications Philippines, Inc. ("Digitel") owned by JG Summit Holdings, Inc. ("JGS") and certain other sellers;
(b) zero coupon bonds due 2013 and 2014 issued by Digitel and its subsidiary and held by JGS and its subsidiary, with an aggregate redemption value of Php17,745,459,286 as of December 31, 2010, which bonds are convertible or exchangeable into 18,603,265,971 common shares of Digitel, assuming a conversion or exchange date of June 30, 2011 and an exchange rate of Php43.405 per U.S. dollar;
(c) advances made by JGS to Digitel with a total principal amount plus accrued interest of Php34,118,544,087 as of December 31, 2010; and
(d) all of the remaining 3,079,840,418 shares of common stock of Digitel held by public shareholders tendered pursuant to the tender offer that will be conducted by the Company.

FOR [ ] AGAINST [ ] ABSTAIN [ ]

(Signature Over Printed Name)
[ ] Stockholder
[ ] Authorized Representative of Stockholder
Date: \_\_\_\_\_, 2011

PLEASE SEE REVERSE SIDE FOR ADDITIONAL INFORMATION AND INSTRUCTIONS

RECEIPT

Received from PLDT one (1) envelope containing the following:

- ✓ Notice of Annual Meeting of Stockholders on June 14, 2011 and Information Statement with accompanying:
❖ 2010 Annual Report of PLDT
❖ 2010 Annual Report on SEC Form 17-A of Digitel
✓ Proxy Form
✓ Reply Envelope

Received by:

(Signature Over Printed Name)

Date: \_\_\_\_\_, 2011

## GENERAL INFORMATION AND INSTRUCTIONS

### 1. Solicitation Information

Solicitation of proxies for the Annual Meeting of Stockholders is being made by and on behalf of the Company.

Solicitation of proxies in the Philippines will be undertaken mainly by mail and, in person or by telephone, by certain employees of the Company. Solicitation will be done also through the proxy solicitation firm, Morrow & Co., LLC with respect to stockholders residing in the United States.

Officers and employees who will make the proxy solicitation on behalf of the Company will not be paid any additional compensation for proxy solicitation, except for reimbursement of reasonable transportation and representation expenses incurred in connection therewith which is estimated to be in the aggregate amount of P30,000. Morrow & Co., LLC will be paid approximately US\$ 15,000 inclusive of out-of-pocket expenses incurred by them in the course of solicitation.

The cost and expenditures incidental to the proxy solicitation will be borne by the Company.

### 2. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

No director/independent director or officer of the Company or nominee for election as director/independent director or officer of the Company and, to the best knowledge of the Company, no associate of a director/independent director or officer or nominee for election as a director/independent director or officer of the Company has any substantial interest, direct and indirect, by security holdings or otherwise, in any matter to be acted upon at the Annual Meeting of Stockholders, other than election to office.

No director/independent director has informed the Company in writing that he intends to oppose any action to be taken at the Annual Meeting of Stockholders.

### 3. Submission of Proxy

- (a) The proxy form must be completed, signed and dated by the stockholder or his duly authorized representative, and received at the principal office and mailing address of the Company not later than 5:00 p.m. on June 7, 2011. The proxy form need not be notarized.
- (b) If the shares of stock are owned by two or more joint owners, the proxy form must be signed by all of the joint owners.
- (c) If the shares of stock are owned in an "and/or" capacity, the proxy form must be signed by either one of the owners.
- (d) If the shares of stock are owned by a corporation, association, partnership or unincorporated entity, the proxy form must be accompanied by a certification, signed by a duly authorized officer, partner or representative of such corporation, association, partnership or unincorporated entity, to the effect that the person signing the proxy form has been authorized by the governing body or has the power pursuant to the By-Laws, constitutive documents or duly approved policies of such corporation, association, partnership or unincorporated entity, for such purpose.
- (e) A proxy form given by a broker or dealer in respect of shares of stock carried by such broker or dealer for the account of a customer must be supported by a sworn certification that the same is given with the express prior authorization of such customer.
- (f) If any customer of a broker or dealer who is the beneficial owner of shares of stock executes a sub-proxy, the broker or dealer shall certify that the signature on the sub-proxy is the true and genuine signature of its customer.

### 4. Revocation of Proxy

An owner of shares of stock who has given a proxy has the power to revoke it by a written instrument duly signed and dated, which must be received at the Company's principal office and mailing address or at the office of the Company's transfer agent for common shares at HSBC Stock Transfer Unit, 7<sup>th</sup> Floor HSBC Centre, 3058 Fifth Avenue West Bonifacio Global City, Taguig City, not later than 5:00 p.m. on June 11, 2011. A proxy is also considered revoked if an individual stockholder attends the meeting in person and expresses his intention to vote in person.

### 5. Validation of Proxies

Validation of proxies will be done on June 8, 2011 by the Corporate Secretary and persons designated by the Corporate Secretary who shall be under her supervision and control, in accordance with the procedure and guidelines set out in the Company's By-Laws and Section 11(b) of the SRC Rule 20.