



**NOTICE OF REDEMPTION OF SHARES OF  
10% CUMULATIVE CONVERTIBLE PREFERRED STOCK SERIES II  
OF PHILIPPINE LONG DISTANCE TELEPHONE COMPANY**

February 11, 2016

NOTICE IS HEREBY GIVEN that the Board of Directors of Philippine Long Distance Telephone Company (the “**Company**” or “**PLDT**”) has authorized the redemption of all outstanding shares of 10% Cumulative Convertible Preferred Stock Series II (the “**Series II Shares**”) which were issued pursuant to the PLDT Subscriber Investment Plan (the “**SIP**”), effective on May 11, 2016 (respectively, the “**Redemption**” and the “**Redemption Date**”). The Company has fixed February 10, 2016, as the Record Date for the determination of the holder of outstanding Series II Shares subject to the Redemption (the “**Holder of Series II Shares**”).

In accordance with the terms and conditions of the Series II Shares, the Company will, on the Redemption Date, pay the Holder of Series II Shares as of the Record Date, an amount equal to the par value of such shares, plus accrued and unpaid dividends thereon up to the Redemption Date (the “**Redemption Price**”).

The Holder of Series II Shares may submit the documentary requirements for the Redemption and claim/receive her check for the Redemption Price, during regular business hours from 8:00 AM to 4:00 PM beginning on the Redemption Date, at the office of the Company’s redemption agent (the “**Redemption Agent**”):

PLDT SIP Redemption Center  
c/o RCBC Stock Transfer  
3rd Floor, Grepalife East Building  
221 Sen. Gil Puyat Avenue  
Makati City

For convenience, the Holder of Series II Shares may also mail the documentary requirements to the address stated above (attention: Mr. Paulino G. Erjas) and request that the check for the Redemption Price be also sent via registered mail, at her sole risk. The procedure for claiming/release of the check for the Redemption Price is set forth in Annex A attached hereto.

On or before the Redemption Date, the Company will set aside such amount required to fund the Redemption Price for the Series II Shares (the “**Redemption Trust Fund**”). The Redemption Trust Fund will be deposited in a trust account in the name of a designated financial institution, as trustee (respectively, the “**Trust Account**” and the “**Trustee**”), which shall be available for the aforesaid purpose. The Trustee will continue to hold in trust, for the benefit of the Holder of Series II Shares who has failed to claim her Redemption Price on the Redemption Date (the “**Non-Claiming Holder**”), such amount equal to the unclaimed Redemption Price of the Series II Shares of the Non-Claiming Holder (the “**Unclaimed Redemption Amount**”), for a period of ten (10) years from and after the Redemption Date or until May 11, 2026. After the said date, any and all remaining balance in the Trust Account shall be returned to PLDT and revert to its general funds. Any interests on the Redemption Trust Fund shall accrue for the benefit of, and be paid from time to time to, PLDT.

Notwithstanding that any stock certificate representing the Series II Shares is not surrendered for cancellation on the Redemption Date, the Series II Shares shall no longer be deemed outstanding and, from and after the Redemption Date, the right of the holder of such shares to receive dividends thereon shall cease to accrue and all rights with respect to such Series II Shares shall forthwith cease and terminate, except only the right to receive the Redemption Price, but without interest thereon.

In case the stock certificate for Series II Shares has not been claimed from PLDT, the Holder of Series II Shares may claim such certificate at Stock and Liability Insurance Division, 2<sup>nd</sup> Floor MGO Building, Legaspi St. corner Dela Rosa St., Makati City, in order that the Holder of Series II Shares can endorse and surrender the same for the Redemption. The procedure for claiming/release of the stock certificate for Series II Shares is set forth in Annex B attached hereto.

In case of lost stock certificate, the Holder of Series II Shares will have to comply with the procedure for the replacement of lost stock certificate as set forth in Annex C attached hereto. In case the Holder of Series II Shares is deceased, the heir/s will have to comply with the procedure for transfer of ownership of the Series II Shares from the estate of the deceased Holder of Series II Shares to the heir/s as set forth in Annex D attached hereto.

Any inquiries with respect to the Redemption, replacement of lost stock certificate and transfer of ownership of such shares from the estate to the heir/s should be addressed to the following associates of the Redemption Agent:

Name	Telephone Number	E-mail Address
Antonio B. Madrid, Jr	(02) 8927566	<a href="mailto:abmadrid@rcbc.com">abmadrid@rcbc.com</a>
Joel S. Cruz	(02) 8929362	<a href="mailto:joscruz@rcbc.com">joscruz@rcbc.com</a>
Neil Santua	(02) 8924156	<a href="mailto:rvsantua@rcbc.com">rvsantua@rcbc.com</a>
Hermogenes M. Duldulao	(02) 5536937	<a href="mailto:hmduldulao@rcbc.com">hmduldulao@rcbc.com</a>

Finally, please note that in accordance with the terms and conditions of the Series II Shares, the Holder of Series II Shares may still convert her Series II Shares into shares of Common Stock of the Company on or prior to May 01, 2016, the tenth day preceding the Redemption Date (the "**Conversion**"). The procedure for Conversion is set out in Annex E attached hereto. Any inquiries you may have with respect to the Conversion should be addressed to BDO Unibank, Inc, Stock Transfer Department, 15<sup>th</sup> Floor South Tower, BDO Corporate Centre, 7899 Makati Ave., Makati City c/o Ms. Gesan Tesiorna. You may also contact Ms. Tesiorna at telephone number (02) 8784961 or via e-mail at [bdo-stock-transfer@bdo.com.ph](mailto:bdo-stock-transfer@bdo.com.ph).

PHILIPPINE LONG DISTANCE  
TELEPHONE COMPANY

By:



Ma. Lourdes C. Rausa-Chan  
Corporate Secretary

**PROCEDURE FOR CLAIMING/RELEASE OF CHECKS  
FOR THE REDEMPTION PRICE OF SERIES II SHARES****I. SUBMISSION OF DOCUMENTARY REQUIREMENTS**

A. The Holder of Series II Shares or through her authorized representative shall deliver the documentary requirements enumerated below and claim or receive the check for the Redemption Price of her Series II Shares:

1. At the office of the Redemption Agent:

PLDT SIP Redemption Center  
c/o RCBC Stock Transfer  
3rd Floor Grepalife East Building  
221 Sen. Gil Puyat Avenue, Makati City

2. By depositing the documentary requirements indicated below in a designated drop box at the PLDT SIP Redemption Center. Redemption personnel will acknowledge receipt of the documents. The check for the Redemption Price will be sent via registered mail to the address indicated by the Holder of Series II Shares in her duly completed Quitclaim Form.

3. By mail, at the sole risk of the Holder of Series II Shares. For mailing of the documentary requirements, the mail shall be addressed to the office of the Redemption Agent as follows:

PLDT SIP Redemption Center  
c/o RCBC Stock Transfer  
3rd Floor Grepalife East Building  
221 Sen. Gil Puyat Avenue, Makati City  
Attention: Mr. Paulino G. Erjas

and shall be deemed delivered only when actually received by the Redemption Agent at the address stated above. The check for the Redemption Price will be sent via registered mail to the address indicated by the Holder of Series II Shares in her duly completed Quitclaim Form.

**II. DOCUMENTARY REQUIREMENTS**

A. The Holder of Series II Shares shall submit personally or through her authorized representative, or by drop box or by mail (at her own risk), the following documents:

1. Stock certificate/s representing her Series II Shares, duly endorsed by the Holder of Series II Shares;
2. Quitclaim in the form attached as Annex A-1, duly signed by the Holder of Series II Shares;
3. Holder of Series II shares must also present one (1) original valid government-issued identification card with a photograph and signature (e.g. passport, driver's license, GSIS ID, SSS ID) and submit a photocopy thereof, or present two (2) original valid non-government-issued identification cards with a photograph and signature (e.g. company ID card, postal ID card, membership card) and submit a photocopy of each of the said cards. (Note: If the documents will be sent by mail, the Holder of Series II shares must submit a photocopy/photocopies and not the original copy/ies of the relevant identification cards).

B. If the documentary requirements in II A above will be submitted and/or the check for the Redemption Price will be claimed by an authorized representative of the Holder of Series II Shares (the "Representative"), the Representative must present one (1) original valid government-issued identification card or two (2) original valid non-government-issued identification cards each bearing his/her photograph and signature and submit a photocopy of each of the said cards; and a photocopy of one (1) valid government-issued identification card or two (2) valid non-government-issued identification cards, each bearing the photograph and signature of the authorized signatory/ies of the Holder of Series II Shares.

**QUITCLAIM FORM**

Date

**PHILIPPINE LONG DISTANCE TELEPHONE COMPANY**

Ramon Cojuangco Building  
Makati Avenue  
Makati City

Thru : **RCBC Trust and Investments Group**

Subject : **Redemption of Shares of 10% Cumulative Convertible Preferred Stock Series II of Philippine Long Distance Telephone Company (PLDT)**

Gentlemen:

I/we are transmitting herewith the documents required for the redemption, effective on May 11, 2016 (the "Redemption Date"), of shares of PLDT 10% Cumulative Convertible Preferred Stock Series II under Stock Certificate No. \_\_\_\_\_ registered in my/our name/s (the "Series II Shares") and the release of the redemption price thereof equal to the par value of the SIP Shares, plus accrued and unpaid dividends thereon up to the Redemption Date (the "Redemption Price"), net of applicable taxes.

I/we request you to:

\_\_\_\_\_ Send me/us the check covering the Redemption Price (net of applicable taxes) via registered mail to the following address (at my/our own risk):  
Address: \_\_\_\_\_

\_\_\_\_\_ Release the check to my/our authorized representative upon presentation of one (1) original valid government-issued identification card bearing his/her photograph and signature, or two (2) original valid non-government-issued identification cards bearing his/her photograph and signature, and submission of a photocopy/photocopies thereof:  
Name of authorized representative: \_\_\_\_\_  
Specimen signature of authorized representative: \_\_\_\_\_

\_\_\_\_\_ Safekeep the check which I/we will personally pick up from your office.

Upon my/our receipt of the check covering the Redemption Price (net of applicable taxes), I/we hereby release and forever discharge PLDT, its redemption agent (RCBC Trust and Investments Group), and their respective directors, officers and employees from any and all claims, obligations and liabilities in connection with or arising from my/our holdings in Series II Shares. This release and discharge shall be binding upon all my/our heirs, assigns and successors-in-interest.

Signed this \_\_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_ at \_\_\_\_\_.

NOTE: For stock certificates issued under the names of several stockholders as "and/or", we hereby declare under the penalty of perjury that my/our co-stockholders is/are still living.  
For stock certificates issued under the names of several stockholders as "and", please ensure that all stockholders sign on this Quitclaim Form.

\_\_\_\_\_  
Stockholder's Signature over Complete Printed Name

\_\_\_\_\_  
Stockholder's Signature over Complete Printed Name

Address: \_\_\_\_\_

Address: \_\_\_\_\_

Contact Number: \_\_\_\_\_

Contact Number: \_\_\_\_\_

**PROCEDURE FOR CLAIMING/RELEASE  
OF UNCLAIMED STOCK CERTIFICATE/S FOR SERIES II SHARES**

**I. SUBMISSION OF DOCUMENTARY REQUIREMENTS**

The Holder of SIP Shares may claim any unclaimed stock certificate/s for her Series II Shares either:

- (a) personally; or
- (b) through an authorized representative

at the following office:

Stock and Liability Insurance Division  
Philippine Long Distance Telephone Company  
2<sup>nd</sup> Floor, PLDT MGO Building  
Legaspi St. corner Dela Rosa St.  
Makati City

**II. DOCUMENTARY REQUIREMENTS**

1. The Holder of Series II shares shall present one (1) original valid government-issued identification card with photograph and signature (e.g. passport, driver's license, GSIS ID, SSS ID) and submit a photocopy thereof, or present two (2) original valid non-government-issued identification cards with photograph and signature (e.g. company ID card, postal ID card, membership card) and submit a photocopy each of the said cards.
2. If the stock certificate/s will be claimed by an authorized representative of the Holder of Series II Shares (the "Representative"), the Representative shall:
  - (a) Submit an original signed authorization letter from the Holder of Series II Shares;
  - (b) Present one (1) original valid government-issued identification card with photograph and signature of the Holder of Series II Shares, and submit a photocopy thereof;
  - (c) Present one (1) original valid government-issued identification card with photograph and signature of the Representative and submit a photocopy thereof, or two (2) original valid non-government-issued identification cards with photograph and signature of the Representative and submit a photocopy each of the said cards.

## PROCEDURE FOR THE REPLACEMENT OF LOST STOCK CERTIFICATE

1. The registered owner of the certificate/s of stock or her legal representative shall file with the Philippine Long Distance Telephone Company (PLDT), through the Stock Transfer Unit, Rizal Commercial Banking Corporation at the Ground Floor West Wing, 221 Grepalife Building, Sen. Gil Puyat Avenue, Makati City (the "Transfer Agent"), an Affidavit of Loss in triplicate.

A sample Affidavit of Loss is attached as Annex C-1

The registered owner shall also submit a photocopy of one (1) valid government-issued identification card with photograph and signature or a photocopy each of two (2) valid non-government-issued identification cards with photograph and signature.

2. If the Affidavit of Loss and the other information and evidence are in order, the registered owner or his legal representative or thru PLDT's assistance, shall publish a Notice of Loss in a newspaper of general circulation in the Philippines, once a week for three (3) consecutive weeks at the expense of the registered owner of the stock certificate/s. If PLDT will handle the publication, PLDT will advance the cost of publication. Thereafter, PLDT will inform the Transfer Agent of the amount representing the cost of publication to be deducted from the Redemption Price to be paid to the registered owner.
3. After the last date of publication, the Affidavit of Loss and the Affidavit of Publication (to be issued by the newspaper company) will be presented to the Board of Directors of PLDT for approval thereof and adoption by the Board of Directors of a resolution authorizing the issuance and registration of new stock certificate/s, in lieu of the stock certificate/s alleged to have been lost or destroyed, after the expiration of one (1) year from the last date of publication, or immediately, if acceptable indemnity bonds are filed with PLDT (the "Board Resolution"). PLDT will then instruct the Transfer Agent to issue and register new stock certificate/s in accordance with the Board Resolution.

Note: The indemnity bond must be secured from any of the PLDT-accredited Philippine bonding companies. The amount of the indemnity bond shall be equal to the par value of the Series II Shares multiplied by 2.

Listed below are the PLDT accredited Philippine bonding companies:

1. Name : Malayan Insurance Co.  
Contact Person : Atty. Christopher Hernandez  
Address : Yuchengco Tower, Q. Paredes St., Binondo, Manila  
Telephone No. : (632) 242-8888  
Fax No. : (632) 241-2449
2. Name : Prudential Guarantee & Assurance Inc.  
Contact Person : Atty. Guia Flaminiano/ Mr. Karlos Sarmiento  
Address : Coyiuto House, 119 Palanca St., Legaspi Village, Makati City  
Telephone No. : (632) 810-4916  
Fax No. : (632) 893-9510
3. Name : Asia Insurance (Phils.) Corp.  
Contact Person : Mr. Leo de Leon  
Address : 15/F Chatham House, 116 Valero cor. Rufino Sts., Salcedo Village, Makati City  
Telephone No. : (632) 845-3223  
Fax No. : (632) 888-2309
4. Name : BPI/MS Insurance Co. Inc.  
Contact Person : Mr. Ferdie Austria  
Address : 10/F Multinational Bancorporation Centre, Ayala Ave., Makati City  
Telephone No. : (632) 840-9452 / 8409314  
Fax No. : (632) 840-9312

5. Name : UCPB General Insurance Co., Inc.  
 Contact Person : Ms. Arlene Garcia  
 Address : 5/F UCPB Bldg., 7907 Makati Ave, Makati City  
 Telephone No. : (632) 881-1788; (632) 811-8329  
 Fax No. : (632) 403-7098
  
6. Name : Mercantile Insurance Co. Inc.  
 Contact Person : Atty. Roselyn Raginio  
 Address : MIC Building, Gen Luna cor Beaterio Sts., Intramuros, Manila  
 Telephone No. : (632) 527-7701  
 Fax No. : (632) 527-0670
  
7. Name : Oriental Assurance Corp..  
 Contact Person : Ms. Beth Recio  
 Address : 2/F OAC Building, San Miguel Ave., Ortigas Center, Pasig City  
 Telefax No. : (632) 631-7851
  
8. Name : Paramount Life & General Insurance Corp.  
 Contact Person : Ms. Lini Diaz  
 Address : 16/F Sage House, Rufino St., Legaspi Village, Makati City  
 Telephone No. : (632) 812-7956  
 Fax No. : (632) 813-1140
  
9. Name : Philippine Charter Insurance  
 Contact Person : SJ Rubio  
 Address : 2/F Phil. Life Center, Skyland Plaza, Sen. Gil Puyat Ave., Makati City  
 Telephone No. : (632) 580-6800  
 Fax No. : (632) 843-2004
  
10. Name : Stronghold Insurance  
 Contact Person : Mr. Amon Ladeza  
 Address : Rm. 403-404 Medalla Bldg., EDSA cor. Gen McArthur Ave., Cubao, Q.C.  
 Telephone No. : (632) 911-1303  
 Fax No. : (632) 437-7137
  
11. Name : Intra-Strata Assurance  
 Contact Person : Ms. Minnie Cabagui  
 Address : Suite 803 8/F Corporate Center, Sedeno cor. Valero Sts., Salcedo Village  
 Makati City  
 Telephone No. : 817-3031 to 34  
 Fax No. : 817-2193
  
12. Name : FPG Insurance (formerly: Federal Phoenix Assurance)  
 Contact Person : Atty. Jay Sacluti  
 Address : 9/F Pacific Star Building, Sen. Gil Puyat corner Makati Avenue., Makati City  
 Telephone No. : 859-1208  
 Fax No. : 811-5107

**AFFIDAVIT OF LOSS  
With Undertaking**

I, (Name of Affiant) of legal age, Filipino, (Marital Status), with postal address at \_\_\_\_\_, after being sworn in accordance with law, depose and state that:

1. I am the registered owner and holder of shares of Philippine Long Distance Telephone Company (PLDT) 10% Cumulative Convertible Preferred Stock, the details of which are as follows:
 

Stock Certificate Number	:	
Date Issued	:	
Number of Shares	:	
2. The aforementioned PLDT stock certificate was discovered to be missing and despite diligent efforts having been exerted the same could not be located;
3. I have not endorsed, negotiated, sold, mortgaged, pledged, or in any manner transferred or encumbered the said stock certificate and/or the shares represented thereby;
4. The said stock certificate and the shares represented thereby are not the subject of any claim, dispute, or legal action or proceeding, directly or collaterally;
5. In the event that the said stock certificate is found or information on its whereabouts becomes known after it has been replaced, I hereby undertake to inform PLDT accordingly and to surrender to PLDT the said stock certificate or its replacement immediately;
6. I hereby further agrees and undertakes to hold free and harmless and to indemnify PLDT, its stock transfer agent (RCBC), their respective directors, officers and employees, of any and all claims, damages, charges, expenses, and liabilities of whatever nature that may arise from or in connection with the cancellation and/or replacement of the said stock certificate;
7. I am executing this Affidavit to attest to the truth of the foregoing statements and for the issuance of a new stock certificate in the name of the Company.

IN WITNESS WHEREOF, I have hereunto affixed my signature this \_\_\_\_ day of \_\_\_\_\_ at \_\_\_\_\_, Philippines.

\_\_\_\_\_  
Affiant

**ACKNOWLEDGMENT**

Republic of the Philippines

\_\_\_\_\_ S.S.

BEFORE ME, a Notary Public in and for \_\_\_\_\_, personally appeared \_\_\_\_\_ who presented to me his/her \_\_\_\_\_ issued on \_\_\_\_\_, at \_\_\_\_\_ and valid until \_\_\_\_\_. He/she acknowledged to me that the foregoing Affidavit of Loss with Undertaking is his/her true and voluntary act and deed and of the corporation that he/she represents.

WITNESS MY HAND AND SEAL, this \_\_\_\_\_ day of \_\_\_\_\_

Doc. No. \_\_\_\_\_;  
Page No. \_\_\_\_\_;  
Book No. \_\_\_\_\_;  
Series of \_\_\_\_\_.



## ANNEX D

### PROCEDURE FOR TRANSFER OF OWNERSHIP OF SHARES OF 10% CUMULATIVE CONVERTIBLE PREFERRED STOCK SERIES II FROM THE ESTATE OF THE DECEASED STOCKHOLDER TO HIS/HER HEIRS

1. The heir/s, administrator or executor of the deceased stockholder shall submit the following documents to the Stock Transfer Unit, Rizal Commercial Banking Corporation, Ground Floor West Wing, 221 Grepalife Building, Sen. Gil Puyat Avenue, Makati City (the "Transfer Agent"):
  - (a) Letter from the heir/s, administrator or executor requesting the transfer of the Series II Shares to the heir/s;
  - (b) Stock certificate registered in the name of the deceased stockholder;
  - (c) Certified True Copy of Death Certificate of the deceased stockholder;
  - (d) If there is a will<sup>i</sup>, a certified true copy of the will, letters testamentary or letters of administration;
  - (e) Affidavit of Publication of the letters of testamentary or letters of administration once a week for three (3) consecutive weeks in a newspaper of general circulation;
  - (f) If there is no will, a certified true copy of the Extrajudicial Settlement of Estate or Affidavit of Self Adjudication<sup>ii</sup>, as the case may be;
  - (g) Affidavit of Publication of affidavit of self-adjudication or Deed of Extrajudicial Settlement published once a week for three (3) consecutive weeks in a newspaper of general circulation;
  - (h) Specimen Signature Cards of all the heir/s;
  - (i) Photocopy of one (1) valid government-issued identification card with photograph and signature of each of the heirs or photocopy each of two (2) valid non-government-issued identification cards with photograph and signature of each of the heirs;
  - (j) Certificate Authorizing Registration issued by the Bureau of Internal Revenue;
  - (k) Tax Clearance Certificate issued by the Bureau of Internal Revenue;
  - (l) Proof of payment of Documentary Stamp Tax.
  - (m) Heirs' Bond
2. Within five (5) working days from the submission of all of the aforementioned documents and determination by the Transfer Agent that such documents are complete and satisfy the requirements, the Transfer Agent will issue and register new stock certificate/s in the name/s of the heir/s. The heir/s or administrator or executor may claim the stock certificate/s on the date specified by the Transfer Agent in the official receipt issued by the Transfer Agent at the time it received the documents submitted by the heir/s, administrator or executor.

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<sup>i</sup> Wills probated abroad will have to be re-probated before a Philippine probate court.

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<sup>ii</sup> Extrajudicial Settlement of Estate or Affidavit of Self Adjudication executed abroad should be authenticated by the Philippine Embassy or Consular Office nearest the place of execution

**PROCEDURE FOR THE CONVERSION OF SERIES II SHARES TO COMMON SHARES**

1. The stockholder shall submit the following documents to the Stock Transfer Unit, Rizal Commercial Banking Corporation (RCBC) at the Ground Floor West Wing, 221 Grepalife Building, Sen. Gil Puyat Avenue, Makati City:
  - (a) Letter from the stockholder requesting the conversion of its Series II Shares into common shares;
  - (b) Original stock certificate representing the Series II Shares, duly endorsed by the stockholder;
  - (c) If the stockholder is an individual, a photocopy of one (1) valid government-issued identification card with photograph and signature of the stockholder or a photocopy each of two (2) valid non-government-issued identification cards with photograph and signature of the stockholder;
  - (d) Specimen signature card (to be obtained from RCBC), duly signed by the Authorized Person.
2. RCBC shall forward the documents referred to in items 1(a), (c) and (d) to BDO Unibank, Inc. (BDO).
3. BDO shall issue the stock certificate for common shares, provided that no fraction of a common share shall be issued but, in lieu thereof, PLDT shall pay a cash adjustment in respect of such fraction in an amount equal to the same fraction of the average selling price of a common share used for the purpose of determining the conversion price for the conversion of the Series II Shares into common shares. BDO shall call or email the stockholder of the availability of the stock certificate and/or check representing the cash adjustment. If after a month, the stockholder failed to claim its stock certificate and/or check representing the cash adjustment, BDO shall send the stock certificate/check by registered mail to the stockholder's address on record, at the stockholder's risk.