



27 January 2012

The Philippine Stock Exchange
Disclosure Department
4th Floor PSE Centre
Exchange Road, Ortigas Center
Pasig City

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department

Gentlemen:

Re: Filing of Certification on Compliance with Corporate Governance Manual

In compliance with the provisions of the Philippine Long Distance Telephone Company's ("PLDT") Manual on Corporate Governance ("PLDT Manual"), please find attached PLDT's Certification on its extent of compliance with the PLDT Manual for the year 2011.

Thank you.

Respectfully yours,


MA. LOURDES C. RAUSA-CHAN
Corporate Secretary



101272012000556



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
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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

(Company's Full Name)

R A M O N C O J U A N G C O B L D G .

M A K A T I A V E . M A K A T I C I T Y

(Business Address: No. Street City/Town/Province)

MA. LOURDES C. RAUSA-CHAN
Contact Person

816-8553/8556
Company Telephone Number

1 2 3 1
Month Day
Fiscal Year

CERTIFICATION ON COMPLIANCE WITH
CORPORATE GOVERNANCE MANUAL
FORM TYPE

0 6 Every 2nd Tuesday
Month Day
Annual Meeting

C F D
Dept. Requiring this Doc.

N/A
Amended Articles Number/Section

2,181,823
As of December 31, 2011
Total No. of Stockholders

Total Amount of Borrowings
N/A Domestic N/A Foreign

To be accomplished by SEC Personnel concerned

File Number

Document I.D.

LCU

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STAMPS

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REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI) SS.

CERTIFICATION

I, **MA. LOURDES C. RAUSA-CHAN**, of legal age and with office address at 9th Floor MGO Building, Legaspi cor. Dela Rosa Sts., Makati City, Metro Manila, after being sworn to in accordance with law, certify that:

1. I am the incumbent Chief Governance Officer of the **PHILIPPINE LONG DISTANCE TELEPHONE COMPANY** (the "Company"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at Ramon Cojuangco Building, Makati Ave., Makati City, Metro Manila;

2. The Company's Manual on Corporate Governance, as revised and adopted on March 26, 2010 (the "PLDT Manual"), conforms with the provisions of Philippine Securities and Exchange Commission (SEC) Memorandum Circular No. 6, Series of 2009 (the "Revised Code of Corporate Governance"), as well as contains other leading practices and principles on good corporate governance;

3. In 2011, the Company did not deviate from the provisions of its PLDT Manual as well as the provisions of the Revised Code of Corporate Governance as adopted in the PLDT Manual; and

4. I am issuing this Certification in compliance with the requirement of the Philippine SEC on the annual reporting on the foregoing matters.

IN WITNESS WHEREOF, I have signed this Certification this 27th day of January 2012 at Makati City, Philippines.


MA. LOURDES C. RAUSA-CHAN
Chief Governance Officer

Countersigned by:


NAPOLEON L. NAZARENO
President and Chief Executive Officer

SUBSCRIBED AND SWORN to before me this 27th day of January 2012 at Makati City, affiant exhibiting to me her Passport No. VV0332654 issued at Manila, Philippines on 29 May 2007 and expires on 29 May 2012.

Doc. No. 319 ;
Page No. 05 ;
Book No. ✓ ;
Series of 2012 .


KRISTIN BARBRA B. BELLO
Notary Public for the City of Makati
Until December 31, 2013
Appointment No. M-79
Roll of Attorneys No. 43081
PTR No. 3180375-01/05/12 Makati City
IBP Official Receipt No. 728684-11/16/07
9/F MGO Bldg. Legaspi St. Legaspi VIII, Makati City, MM