



May 6, 2014

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 accordance with SRC Rule 20 and in connection with the Annual Meeting of the Stockholders of Philippine Long Distance Telephone Company (the "Company") which will be held on June 10, 2014 (the "Annual Meeting"), we submit herewith the Definitive Information Statement together with the Notice and Agenda, Proxy Form and 2013 Annual Report.

These will be furnished to the owners of common shares, voting preferred shares and non-voting serial preferred shares of the Company.

Also attached are copies of (1) a certification that no director or officer or nominee for election as director or officer of the Company is connected with any government agencies or its instrumentalities, except Mr. Juan B. Santos, a director and nominee for election as director, who is the Chairman of the Social Security Commission, and (2) an undertaking that the Company will cause the submission of a letter to be issued by the Department of Finance allowing Mr. Juan B. Santos to serve as a director of the Company, which the Company submitted to the Securities and Exchange Commission pursuant to its directive.

Very truly yours,

A handwritten signature in black ink, appearing to read "Ma. Lourdes C. Rausa-Chan", is written over the typed name.

**MA. LOURDES C. RAUSA-CHAN**  
Corporate Secretary



May 6, 2014

Securities & Exchange Commission  
SEC Building, EDSA  
Mandaluyong City

Attention: Mr. Vicente Graciano P. Felizmenio, Jr.  
Director- Markets and Securities Regulation Department


Gentlemen:

In accordance with SRC Rule 20 and in connection with the Annual Meeting of the Stockholders of Philippine Long Distance Telephone Company (the "Company") which will be held on June 10, 2014 (the "Annual Meeting"), we submit herewith two (2) copies of the Definitive Information Statement together with the Notice and Agenda, Proxy Form and 2013 Annual Report.

These will be furnished to the owners of common shares, voting preferred shares and non-voting serial preferred shares of the Company.

In accordance with your directive, we also submit copies of (1) a certification that no director or officer or nominee for election as director or officer of the Company is connected with any government agencies or its instrumentalities, except Mr. Juan B. Santos, a director and nominee for election as director, who is the Chairman of the Social Security Commission, and (2) an undertaking that the Company will cause the submission of a letter to be issued by the Department of Finance allowing Mr. Juan B. Santos to serve as a director of the Company.

Very truly yours,

  
**MA. LOURDES C. RAUSA-CHAN**  
Corporate Secretary

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20 OF THE  
SECURITIES REGULATIONS CODE

1. Check the appropriate box  
 Preliminary Information Statement  
 Definitive Information Statement
2. Name of Registrant as specified in its charter PHILIPPINE LONG DISTANCE TELEPHONE COMPANY
3. Philippines  
Province, country or other jurisdiction of incorporation or organization
4. SEC Identification Number PW-55
5. BIR Tax Identification Code 000-488-793
6. Ramon Cojuangco Building, Makati Avenue, Makati City 1200  
Address of principal office Postal Code
7. Registrant's telephone number, including area code (632) 816-8405
8. June 10, 2014 at 4:00 p.m., Rizal Ballroom AB, Makati Shangri-la, Ayala Avenue, corner Makati Avenue, Makati City, Philippines  
Date, time and place of the meeting of security holders
9. Approximate date on which the Information Statement is first to be sent or given to security holders May 6, 2014
10. In case of Proxy Solicitations:  
  
Name of Person Filing the Statement/Solicitor: Ma. Lourdes C. Rausa-Chan in behalf of the Registrant  
  
Address and Telephone Number: 9/F PLDT MGO Bldg., Legaspi St. corner Dela Rosa St., Makati City/(632) 816-8405
11. Securities registered pursuant to Sections 8 and 12 of the Securities Regulation Code or Sections 4 and 8 of the Revised Securities Act

Title of Each Class

Number of Shares of  
Common Stock Outstanding

Common

216,055,775 (as of April 30, 2014)

12. Are any or all of the registrant's securities listed in a Stock Exchange?

Yes  No

If yes, disclose the name of such Stock Exchange and the class of security listed therein:

Philippine Stock Exchange : Common Stock

New York Stock Exchange : American Depositary Shares (ADS) evidenced by American Depositary Receipts. Each ADS represents one common stock.





**SECRETARY'S CERTIFICATE**

I, **MA. LOURDES C. RAUSA-CHAN**, Corporate Secretary of Philippine Long Distance Telephone Company (the "Company"), hereby certify that no director or officer or nominee for election as director or officer of the Company is connected with any government agencies or its instrumentalities, except Mr. Juan B. Santos, a director and a nominee for election as director, who is the Chairman of Social Security Commission.

WITNESS my hand and the seal of the Company this MAY 05 day of 2014 5  
2014 in Makati City, Philippines.

**MA. LOURDES C. RAUSA-CHAN**  
Corporate Secretary  
PHILIPPINE LONG DISTANCE TELEPHONE COMPANY

SUBSCRIBED AND SWORN to before me this 5<sup>th</sup> day of May, 2014, affiant exhibiting to me her Philippine Passport No. EB3934720 issued in Manila by the Department of Foreign Affairs on October 24, 2011 and valid until October 23, 2016.

**ABNER TITO L. ALBERTO**  
Notary Public for the City of Makati  
Until December 31, 2014  
Appointment No. M-82  
Roll of Attorneys No. 38834  
PTR O.R. No. 4234475 - 01/10/14 Makati City  
IBP Lifetime No. 02359- 05/09/01  
9/F, MGO Bldg. Legazpi St. Legazpi Vill., Makati City, MM

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Series of 2014.



**UNDERTAKING**

Philippine Long Distance Telephone Company (the "Company") through its Corporate Secretary, Ma. Lourdes C. Rausa-Chan, hereby undertakes that, it will cause the submission of the letter to be issued by the Department of Finance allowing Mr. Juan B. Santos to serve as a director of the Company for the ensuing year, upon receipt thereof.

WITNESS my hand and the seal of the Company this 25<sup>TH</sup> day of April, 2014 at Makati City, Philippines.

**MA. LOURDES C. RAUSA-CHAN**  
Corporate Secretary

PHILIPPINE LONG DISTANCE TELEPHONE COMPANY

SUBSCRIBED AND SWORN to before me this 25<sup>TH</sup> day of July, 2011 at Makati City, affiant exhibited to me her Philippine Passport No. EB3934720 issued in Manila by the Department of Foreign Affairs on October 24, 2011 and valid until October 23, 2016.

**TERENCE S. FERNANDO**

Notary Public for the City of Makati

Until December 31, 2015

Appointment No. M-115

Roll of Attorneys No. 45956

PTR O.R. No. 4234493 - 01/10/14 Makati City

IBP Lifetime No. 02721 - 01/09/02

9/F, MGO Bldg. Legazpi St. Legazpi Vill., Makati City, MM

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Series of 2014



**PHILIPPINE LONG DISTANCE  
TELEPHONE COMPANY**

**2014**

**NOTICE AND AGENDA OF  
ANNUAL MEETING  
OF STOCKHOLDERS  
AND  
INFORMATION STATEMENT**



**PHILIPPINE LONG DISTANCE TELEPHONE COMPANY**  
**NOTICE AND AGENDA OF ANNUAL MEETING OF STOCKHOLDERS**

NOTICE IS HEREBY GIVEN that the PHILIPPINE LONG DISTANCE TELEPHONE COMPANY (the "**Company**") will hold its Annual Meeting of Stockholders (the "**Annual Meeting**") on Tuesday, June 10, 2014, at 4:00 p.m., at Rizal Ballroom AB, Makati Shangri-la, Ayala Avenue corner Makati Avenue, Makati City, Philippines.

The Agenda for the Annual Meeting is as follows:

1. Call to order
2. Certification of service of notice and quorum
3. President's Report
4. Approval of the audited financial statements for the fiscal year ended December 31, 2013 contained in the Company's 2013 Annual Report accompanying this Notice and Agenda
5. Election of 13 directors including 3 independent directors for the ensuing year, whose background information are contained in the Information Statement accompanying this Notice and Agenda
6. Approval of amendment to the Third Article of the Articles of Incorporation to indicate that the place where the principal office of the Company is to be established or located is at Ramon Cojuangco Building, Makati Avenue, Makati City as explained in the Information Statement accompanying this Notice and Agenda
7. Other business as may properly come before the meeting and at any adjournments thereof

The Board of Directors has fixed April 11, 2014 as the record date for the determination of stockholders entitled to notice of, and to vote at, the Annual Meeting. Holders of record of shares of Common Stock and Voting Preferred Stock as of the record date will be entitled to vote on the proposed corporate actions set out in Items 4, 5 and 6 above and holders of record of shares of Series IV Cumulative Non-Convertible Non-Voting Serial Preferred Stock and 10% Cumulative Convertible Non-Voting Serial Preferred Stock as of the record date will be entitled to vote on the proposed corporate action set out in Item 6 above.

The stock and transfer books of the Company will not be closed.

IF YOU DO NOT EXPECT TO ATTEND THE ANNUAL MEETING, PLEASE EXECUTE AND RETURN THE PROXY FORM IN THE ENVELOPE PROVIDED FOR THAT PURPOSE. THE LAST DAY FOR SUBMISSION OF PROXIES IS ON JUNE 3, 2014.

By order of the Board of Directors.

A handwritten signature in black ink, appearing to read "Ma. Lourdes C. Rausa-Chan", is written over a faint circular stamp.

**MA. LOURDES C. RAUSA-CHAN**  
Corporate Secretary

April 30, 2014



## EXPLANATION OF AGENDA ITEMS

### 1. Call to order

The Chairman, Mr. Manuel V. Pangilinan will call to order the Annual Meeting of Stockholders of the Company.

### 2. Certification of service of notice and quorum

The Corporate Secretary, Ms. Ma. Lourdes C. Rausa-Chan will certify that copies of the Notice and Agenda of the meeting together with the Information Statement, 2013 Annual Report and Proxy Form were delivered personally or by mail to Philippine residents and overseas holders of the Company's shares of stock as of Record Date April 11, 2014. The Corporate Secretary will also certify, based on the number of shares owned by stockholders present or represented by proxy at the meeting, whether a quorum exists for the valid transaction of business at the meeting. The Corporate Secretary will also explain the rules for the orderly conduct of the meeting.

### 3. President's Report

The President and Chief Executive Officer, Mr. Napoleon L. Nazareno will render a report on the financial and operating results of the Company for the year 2013 as well as the outlook for 2014, and respond to questions which may be raised by any stockholder.

### 4. Approval of the audited financial statements for the fiscal year ended December 31, 2013 contained in the Company's 2013 Annual Report accompanying this Notice and Agenda

The Chairman, President and Chief Executive Officer, any member of the Audit Committee, or any representative of the Company's external auditors, Sycip Gorres Velayo & Co. will respond to questions which may be raised by any stockholder regarding the Company's audited financial statements for the fiscal year ended December 31, 2013 contained in the Company's 2013 Annual Report. Thereafter, the Chairman will seek approval of said financial statements by holders of Common Stock and Voting Preferred Stock, and the Corporate Secretary will report on the votes cast for the approval of said financial statements.

### 5. Election of 13 directors including 3 independent directors for the ensuing year, whose background information are contained in the Information Statement accompanying this Notice and Agenda

The Corporate Secretary will announce the names of the persons nominated for election as directors/independent directors of the Company for the ensuing year. The Chairman will explain the screening criteria and process observed by the Governance and Nomination Committee ("GNC") based on which the GNC recommended, and the Board of Directors approved, the final list of nominees qualified for election as directors/independent directors. The Corporate Secretary will report on the votes received by each nominee from holders of Common Stock and Voting Preferred Stock, and the Chairman will declare the thirteen (13) nominees who received the highest number of votes as the duly elected directors, including three (3) qualified independent directors.

### 6. Approval of amendment to the Third Article of the Articles of Incorporation to indicate that the place where the principal office of the Company is to be established or located is at Ramon Cojuangco Building, Makati Avenue, Makati City

The Corporate Secretary will explain that the amendment to the Third Article of the Articles of Incorporation is in compliance with SEC Memorandum Circular No. 6 dated February 20, 2014, directing all corporations and partnerships whose articles of incorporation or articles of partnership indicate only a general address as their principal office address such that it refers only to a city, town or municipality, or "Metro Manila" to file an amended articles of incorporation or amended articles of partnership in order to specify their complete address, such that, if feasible, it has a street number, street name, barangay, city or municipality, and if applicable, the name of building, the number of building or number of room or unit. (Please also refer to page 33 of the Information Statement). Thereafter, the Chairman will seek approval of said amendment by holders of Common Stock, Voting Preferred Stock, Series IV Cumulative Non-Convertible Non-Voting Serial Preferred Stock and 10% Cumulative Convertible Non-Voting Serial Preferred Stock, and the Corporate Secretary will report on the votes cast for the approval of said amendment.

### 7. Other business as may properly come before the meeting and at any adjournments thereof

Other business not specifically referred to above may be raised by the stockholders. The Chairman will decide whether such business may be properly taken up in the meeting or in another stockholders' meeting or other proper forum.



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**PHILIPPINE LONG DISTANCE TELEPHONE COMPANY**  
**SEC Identification Number PW55**  
**BIR Tax Identification Number 000-488-793**  
**Telephone Number (632) 816-8405**

## **INFORMATION STATEMENT**

### **GENERAL INFORMATION**

Philippine Long Distance Telephone Company (the “**Company**” or “**PLDT**”) is a corporation incorporated under the laws of the Philippines, with principal office and mailing address at Ramon Cojuangco Building, Makati Avenue, Makati City 1200.

The Company has issued a total of 218,779,886 shares of Common Stock, 150,000,000 shares of Voting Preferred Stock and a total of 570 shares of Non-Voting Serial Preferred Stock, of which 216,055,775 shares of Common Stock (net of 2,724,111 treasury shares), 150,000,000 shares of Voting Preferred Stock and 570 shares of Non-Voting Serial Preferred Stock were outstanding as of the Record Date. In addition, there were 300,000,000 shares of Non-Voting Serial Preferred Stock subscribed, partially paid and outstanding as of the Record Date. Of the issued shares of Common Stock, 179,242,132 shares were registered and 39,537,754 shares were issued in transactions exempt from the registration requirement under Section 6 of The Revised Securities Act/Section 10 of The Securities Regulation Code (the “**SRC**”). All of the 150,000,000 shares of Voting Preferred Stock and 570 shares of Non-Voting Serial Preferred Stock were issued in transactions exempt from the registration requirement under Section 6 of The Revised Securities Act/Section 10 of the SRC.

As of the Record Date, all of the 216,055,775 outstanding shares of Common Stock (net of 2,724,111 treasury shares) and 570 outstanding shares of Non-Voting Serial Preferred Stock are listed on the Philippine Stock Exchange (the “**PSE**”). 44,099,654 American Depositary Shares, or ADSs, each representing one share of Common Stock and evidenced by American Depositary Receipts, or ADRs, are listed on the New York Stock Exchange. The 150,000,000 shares of Voting Preferred Stock and 300,000,000 shares of Non-Voting Serial Preferred Stock are not listed on any exchange.

#### **Date, Time and Place of Meeting**

The Annual Meeting of Stockholders of the Company for the year 2014 (the “**Annual Meeting**”) will be held on Tuesday, June 10, 2014 at 4:00 p.m., at Rizal Ballroom AB, Makati Shangri-la, Ayala Avenue corner Makati Avenue, Makati City, Philippines.

#### **Record Date**

The record date for the purpose of determining the stockholders entitled to notice of, and to vote at, the Annual Meeting is April 11, 2014 (the “**Record Date**”).

#### **Approximate Date of First Release of the Information Statement, Proxy Form and Annual Report**

The approximate date on which this Information Statement, the Proxy Form and Annual Report will be first sent or given to the Company’s stockholders and posted on the Company’s website ([www.pldt.com](http://www.pldt.com)) is on May 6, 2014.

## Dissenter's Appraisal Right

The proposed corporate actions to be voted upon at the Annual Meeting are not among the matters provided under Sections 81 and 42 of the Corporation Code of the Philippines (the "**Corporation Code**"), with respect to which a dissenting stockholder may exercise his appraisal right.

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

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

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

## INFORMATION ON SECURITIES AND SECURITY OWNERSHIP OF CERTAIN RECORD AND BENEFICIAL OWNERS

### Voting Securities

As of the Record Date, the number of outstanding shares of Common Stock, Voting Preferred Stock, and Non-Voting Serial Preferred Stock were 216,055,775, 150,000,000 and 300,000,570, respectively. Of the 366,055,775 shares of Common Stock and Voting Preferred Stock outstanding as of the Record Date, 115,916,195 or 31.67% were owned by foreigners.

Holders of record of shares of Common Stock and Voting Preferred Stock as of the Record Date are entitled to vote for the proposed corporate actions set out in Items 4, 5 and 6 of the Agenda, and pursuant to Section 6 of the Corporation Code, holders of record of shares of Non-Voting Serial Preferred Stock consisting of Series IV Cumulative Non-Convertible Preferred Stock and 10% Cumulative Convertible Preferred Stock as of the Record Date are entitled to vote for the proposed corporate action set out in Item 6 of the Agenda. Each share is entitled to one vote where such share has a voting right as described in the preceding sentence.

With respect to election of directors (Item 5 of the Agenda), a holder of shares of Common Stock and Voting Preferred Stock present or represented by proxy at the Annual Meeting may vote such number of shares recorded in his/her/its name on the stock and transfer books of the Company as of the Record Date, for as many persons as there are directors to be elected or he/she/it may cumulate said shares and give one candidate as many votes as the number of directors to be elected multiplied by the number of his/her/its shares shall equal, or he/she/it may distribute them on the same principle among as many candidates as he/she/it shall see fit.

### Security Ownership of Certain Record and Beneficial Owners

The following tables set forth the record owners and, to the best knowledge of the Board of Directors and Management of the Company, the beneficial owners of more than five percent of the Company's outstanding shares of Common Stock, Voting Preferred Stock and Non-Voting Serial Preferred Stock, the number of shares owned by, and percentage of shareholdings of, each of them, as of the Record Date.

Title of Class	Name and Address of Record Owner and Relationship With Issuer	Citizenship	Name of Beneficial Owner and Relationship with Record Owner	Number of Shares Held	Percentage of Class
Common	Philippine Telecommunications Investment Corporation <sup>1</sup>	Philippine Corporation	Same as Record Owner	26,034,263 <sup>2</sup>	12.05

<sup>1</sup> Based on a resolution adopted by the Board of Directors of Philippine Telecommunications Investment Corporation, or PTIC, the Chairman of the Board of PTIC, Mr. Manuel V. Pangilinan, has the continuing authority to represent PTIC at any and all meetings of the stockholders of a corporation in which PTIC owns of record or beneficially any

	12th Floor Ramon Cojuangco Bldg. Makati Avenue, Makati City Major Stockholder				
Common	Metro Pacific Resources, Inc. <sup>3</sup> c/o Corporate Secretary 18th Floor, Liberty Center 104 H. V. dela Costa St. Salcedo Village, Makati City Major Stockholder	Philippine Corporation	Same as Record Owner	21,556,676 <sup>2</sup>	9.98
Common	NTT Communications Corporation <sup>4</sup> 1-1-6 Uchisaiwai-cho 1-Chome, Chiyoda-ku Tokyo 100-8019, Japan Major Stockholder	Japanese Corporation	See Footnote 7	12,633,487	5.85
Common	NTT DoCoMo, Inc. <sup>5</sup> 41 <sup>st</sup> Floor, Sanno Park Tower 2-11-1 Nagata-cho, Chiyoda-ku Tokyo 100-6150, Japan Major Stockholder	Japanese Corporation	See Footnote 7	22,796,902 <sup>6</sup>	10.55
Common	JG Summit Group <sup>8</sup> 42/F Robinsons Equitable Tower ADB Avenue corner Poveda RoadOrtigas Center, Pasig City Major Stockholder	Philippine Corporation	See Footnote 8	17,305,625	8.01
Common	PCD Nominee Corporation <sup>9</sup>	Philippine	See Footnote 9	77,254,268	35.76

shares of stock or other voting security, and to sign and deliver, in favor of any person he may deem fit, a proxy or other power of attorney, with full power of delegation and substitution, authorizing his designated proxy or attorney-in-fact to vote any and all shares of stock and other voting securities owned of record or beneficially by PTIC at any and all meetings of the stockholders of the corporation issuing such shares of stock or voting securities.

<sup>2</sup> In addition to the 26,034,263 and 21,556,676 common shares owned of record respectively by PTIC and Metro Pacific Resources, Inc., or MPRI, both of which are Philippine affiliates of First Pacific Company Limited, or First Pacific, 7,653,703 ADS, whose underlying common shares represent approximately 3.54% of the outstanding common stock of PLDT, are owned by a non-Philippine wholly-owned subsidiary of First Pacific. The common shares and the underlying common shares of the ADS owned by PTIC, MPRI and the non-Philippine wholly-owned subsidiary of First Pacific (referred to herein as "First Pacific Group") collectively represents 25.57% of the outstanding common stock of PLDT as of the Record Date.

<sup>3</sup> Based on a resolution adopted by the Board of Directors of MPRI, Mr. Manuel V. Pangilinan has been appointed as proxy or duly authorized representative of MPRI to represent and vote the PLDT shares of common stock of MPRI in the Annual Meeting.

<sup>4</sup> Based on publicly available information, NTT Communications Corporation, or NTT Communications, is a wholly-owned subsidiary of Nippon Telegraph and Telephone Corporation, or NTT. Based on a certification signed by a duly authorized officer of NTT Communications, Mr. Jun Sawada is authorized to execute for and on behalf of NTT Communications, endorsements, transfers and other matters relating to the PLDT shares of common stock held by NTT Communications.

<sup>5</sup> Based on publicly available information, NTT DoCoMo, Inc., or NTT DoCoMo, is a majority-owned and publicly traded subsidiary of NTT. Based on a certification signed by a duly authorized officer of NTT DoCoMo, Mr. Hajime Kii or Mr. Mutsuo Yamamoto is authorized to execute for and on behalf of NTT DoCoMo, endorsements, transfers and other matters relating to the PLDT shares of common stock held by NTT DoCoMo.

<sup>6</sup> In addition to the 22,796,902 common shares owned on record by NTT DoCoMo, NTT DoCoMo also owns 8,533,253 ADSs whose underlying common shares represent approximately 3.95% of the outstanding common stock of PLDT. The common shares and the underlying common shares of the ADS owned by NTT DoCoMo collectively represents 14.50% of the outstanding common stock of PLDT as of the Record Date.

<sup>7</sup> In publicly available reports filed by NTT Communications and NTT DoCoMo, it is stated that because of NTT's ownership of all the outstanding capital stock of NTT Communications and a majority of the common stock of NTT DoCoMo, NTT, NTT Communications and NTT DoCoMo may be considered to constitute a "group" within the meaning of Rule 18.1(5)(C) of the Amended Implementing Rules and Regulations of The Securities Regulation Code. Therefore, each of them may be deemed to have beneficial ownership of the 43,963,642 shares in aggregate held by NTT Communications and NTT DoCoMo, which collectively represents 20.35% of the outstanding common stock of PLDT as of the Record Date.

<sup>8</sup> The total shareholdings of JG Summit Group is 17,305,625, of which 17,208,753 shares are beneficially owned by JG Summit Holdings, Inc. (JGS), 86,723 shares are beneficially owned by Express Holdings, Inc., 10,148 shares are beneficially owned by Ms. Elizabeth Yu Gokongwei and 1 share is beneficially owned by Mr. James L. Go, all held on record by PCD Nominee Corporation, collectively representing 8.01% of the outstanding common stock of PLDT as of the Record Date. Based on a certification signed by a duly authorized officer of JGS, under the By-Laws of JGS, each of the Chairman and Chief Executive Officer of JGS (Mr. James L. Go) and President and Chief Operating Officer of JGS (Mr. Lance Y Gokongwei) is authorized to vote the 17,208,753 common shares of PLDT owned by JGS and to appoint and/or sign proxies in behalf of JGS in connection with the Annual Meeting.

<sup>9</sup> PCD Nominee Corporation, or PCD, is the registered owner of shares held by participants in the Philippine Depository and Trust Co., or PDTTC, a private company organized to implement an automated book entry system of handling securities transactions in the Philippines. Under the PDTTC procedures, when an issuer of a PDTTC-eligible issue will hold a stockholders' meeting, the PDTTC will execute a pro-forma proxy in favor of its participants for the total number of shares in their respective principal securities account as well as for the total number of shares in their client securities account. For the shares held in the principal securities account, the participant concerned is appointed as proxy with full voting rights and powers as registered owner of such shares. For the shares held in the client securities account, the participant concerned is appointed as proxy, with the obligation to constitute a sub-proxy in favor of its clients with full voting and other rights for the number of shares beneficially owned by such

	37/F Enterprise Building, Tower I Ayala Ave. cor. Paseo de Roxas St., Makati City Major Stockholder	Corporation			
Common	J.P. Morgan Asset Holdings (HK) Limited <sup>10</sup> (various accounts) 20/F Chater House, 8 Connaught Road, Central, Hongkong Major Stockholder	HongKong Corporation	See Footnote 10	43,299,261	20.04

Title of Class	Name and Address of Record Owner and Relationship With Issuer	Citizenship	Name of Beneficial Owner and Relationship with Record Owner	Number of Shares Held	Percentage of Class
Voting Preferred	BTF Holdings, Inc. <sup>11</sup> Ramon Cojuangco Building, Makati Avenue, Makati City	Philippine Corporation	Same as Record Owner	150,000,000	100

Title of Class	Name and Address of Record Owner and Relationship With Issuer	Citizenship	Name of Beneficial Owner and Relationship with Record Owner	Number of Shares Held	Percentage of Class
Non-Voting Serial Preferred (Series IV Cumulative Non- Convertible)	RCBC Trust Account No. 75044-2 RCBC Plaza, Ayala Avenue corner Buendia Avenue, Makati City	Philippine Corporation	PLDT Beneficial Trust Fund	300,000,000	100

Except as stated above and in the related footnotes, the Board of Directors and Management of the Company have no knowledge of any other person who, as of the Record Date, was directly or indirectly the beneficial owner of, or who has voting power with respect to, shares comprising more than five percent of the Company's outstanding Common Stock, Voting Preferred Stock and Non-Voting Preferred Stock as of the Record Date.

clients.

This account also includes 17,305,625 shares beneficially owned by JG Summit Group. Please refer to footnote 8.

Based on available information, none of the owners of the PLDT common shares registered under the name of PCD, owned more than 5% of PLDT's outstanding common stock as of the Record Date, except for the JG Summit Group as provided above, The Hongkong and Shanghai Bankng Corporation Ltd Clients Account, Maybank ATR Kim Eng Securities and Deutsche Bank Manila-Clients, which owned approximately 8.56%, 8.25% and 7.74%, respectively, of PLDT's outstanding common stock as of such date. PLDT has no knowledge if any beneficial owner of the shares under The Hongkong and Shanghai Banking Corporation Ltd Clients Account, Maybank ATR Kim Eng Securities and Deutsche Bank Manila-Clients, owned more than 5% of PLDT's outstanding common stock as of the Record Date.

<sup>10</sup> JPMorgan Asset Holdings (HK) Limited holds shares as nominee of JPMorgan Chase Bank, successor depositary under the Common Stock Deposit Agreement, dated October 14, 1994, as amended on February 10, 2003, between JPMorgan Chase Bank and the holders of ADRs, evidencing ADSs, representing shares of common stock of PLDT (the "Deposit Agreement"). Under the Deposit Agreement, if the depositary does not receive voting instructions from a holder of ADRs, such holder will be deemed to have instructed the depositary to provide a discretionary proxy to a person designated by PLDT for the purpose of exercising the voting rights pertaining to the shares of common stock underlying the ADS of such holder of ADRs, except that no discretionary proxy will be given with respect to any matter as to which substantial opposition exists or which materially and adversely affects the rights of the holders of such ADRs.

This account also includes 8,533,253 shares of PLDT common stock underlying ADS beneficially owned by NTT DoCoMo and 7,653,703 shares of PLDT common stock underlying ADS beneficially owned by non-Philippine wholly-owned subsidiary of First Pacific.

<sup>11</sup> A wholly-owned company of the Board of Trustees for the Account of the Beneficial Trust Fund Created Pursuant to the Benefit Plan of PLDT Co., or PLDT BTF. Based on a resolution adopted by the Board of Directors of BTF Holdings, Inc., the Chairman of the Board of PLDT has been appointed as proxy or duly authorized representative of BTF Holdings, Inc. to represent and vote the PLDT shares of voting preferred stock of BTF Holdings, Inc in the Annual Meeting.

## Changes in Control

There has been no change in control of the Company since the beginning of 2013 and the Company is not aware of any existing, pending, or potential transaction which may result in such change in control.

## Security Ownership of Directors and Executive Officers

The following table sets forth the number of shares of PLDT Common Stock owned of record and/or beneficially by the directors/independent directors, Chief Executive Officer and executive officers<sup>12</sup> of the Company, and the percentage of shareholdings of each, as of the Record Date. None of them owns any shares of Voting Preferred Stock or Non-Voting Serial Preferred Stock.

Title of Class	Name & Address of Beneficial Owner	Citizenship	Amount and Nature of Beneficial Ownership	Percentage Of Class
Common	Manuel V. Pangilinan Chairman of the Board 7/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	244,450 Direct	0.113142
Common	Napoleon L. Nazareno Director President and CEO 7/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	6,427 Direct 13,500 Indirect	0.002975 0.006248
Common	Helen Y. Dee Director 3/F Grepalife Bldg. Sen. Gil Puyat Ave., Makati City	Filipino	98 Direct 350 <sup>13</sup> Indirect	0.000045 0.000162
Common	Ray C. Espinosa Director Regulatory Affairs and Policies 10/F MGO Bldg., Legaspi Street cor. De La Rosa Street, Makati City	Filipino	13,043 Direct 7,700 Indirect	0.006037 0.003564
Common	James L. Go Director 43/F Robinsons Equitable Tower ADB Avenue corner Poveda Road Ortigas Center, Pasig City	Filipino	57,914 Direct 77,000 Indirect	0.026805 0.035639
Common	Setsuya Kimura Director 6/F Ramon Cojuangco Building Makati Avenue, Makati City	Japanese	1 Direct	0.000000
Common	Hideaki Ozaki Director 4-12-22-301 Fukasawa Setagaya-ku Tokyo 158-0081, Japan	Japanese	1 Direct	0.000000
Common	Artemio V. Panganiban Independent Director 1203 Acacia Street Dasmariñas Village, Makati City	Filipino	1 Direct 2,840 <sup>14</sup> Indirect	0.000000 0.001314

<sup>12</sup> As used in this Information Statement, "executive officers" refers to officers with the rank of Senior Vice President and up, and the Head of Financial Reporting and Controllershship.

<sup>13</sup> Includes 175 shares thru PCD Nominee Corporation for the account of Michelle Y. Dee-Santos.

<sup>14</sup> Includes 1,070 shares thru PCD Nominee Corporation under the name of Foundation for Liberty & Prosperity of which Mr. Panganiban is the Chairman of the Board of Trustees.

Common	Pedro E. Roxas Independent Director 7/F Cacho-Gonzales Bldg. 101 Aguirre St., Legaspi Village Makati City	Filipino	21 210 <sup>15</sup>	Direct Indirect	0.000010 0.000097
Common	Juan B. Santos Director 12/F SSS Building Ayala Avenue cor. Herrera St. Makati City	Filipino	2	Direct	0.000001
Common	Tony Tan Caktiong Director 10/F Jollibee Plaza, Emerald Avenue Ortigas Center, Pasig City	Filipino	1	Direct	0.000000
Common	Alfred V. Ty Independent Director 20/F GT Tower Ayala Avenue, Makati City	Filipino	1	Direct	0.000000
Common	Ma. Lourdes C. Rausa-Chan Director Corporate Secretary, Chief Governance Officer and Senior Vice President Corporate Affairs & Legal Services 9/F MGO Building, Legaspi St. cor. Dela Rosa St., Makati City	Filipino	39 660	Direct Indirect	0.000018 0.000305
Common	Ernesto R. Alberto Executive Vice President Enterprise and International and Carrier Businesses 7/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	-		-
Common	Isaias P. Fermin Executive Vice President Home Business 7/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	-		-
Common	Anabelle L. Chua Treasurer and Senior Vice President Corporate Finance and Treasury 26/F Smart Tower Ayala Avenue, Makati City	Filipino	11,258 1,070	Direct Indirect	0.005211 0.000495
Common	Rene G. Bañez Senior Vice President Supply Chain, Asset Protection and Management 6/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	1	Direct	0.000000
Common	Alejandro O. Caeg Senior Vice President International and Carrier Business 7/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	200	Indirect	0.000093
Common	Jun R. Florencio Senior Vice President Internal Audit and Fraud Risk Management	Filipino	15 500	Direct Indirect	0.000007 0.000231

<sup>15</sup> Buyer is a Trust controlled by Mr. Pedro Roxas for his children thru PCD Nominee Corporation.



	6/F MGO Building Legaspi St. cor. Dela Rosa St. Makati City			
Common	Menardo G. Jimenez, Jr. Senior Vice President Human Resources Business Transformation Office 6/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	22 Direct	0.000010
Common	Claro Carmelo P. Ramirez Senior Vice President Office of the President & CEO 7/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	11,500 Direct	0.005323
Common	June Cheryl A. Cabal-Revilla First Vice President Financial Reporting and Controllershship 11/F Ramon Cojuangco Bldg. Makati Avenue, Makati City	Filipino	-	-
Common	Directors and Executive Officers (as a group)		344,795 Direct 104,030 Indirect	0.159586 0.048150

Except for the shareholdings reported above, the Company has not received from any of the abovenamed directors/independent directors, Chief Executive Officer and executive officers of the Company, any statement of ownership, whether of record or beneficially, of more than five percent of the Company's outstanding shares of Common Stock as of the Record Date.

### Voting Trust Holders

To the best knowledge of the Board of Directors and Management of the Company, there are no persons who hold more than 5% of the Company's outstanding shares of Common Stock and Voting Preferred Stock under a voting trust or similar agreement.

## DIRECTORS AND OFFICERS

### Term of Office

Each director of the Company holds office until the annual meeting of stockholders held next after his election and his successor shall have been elected and qualified, except in case of death, resignation, disqualification or removal from office. The term of office of the officers is coterminous with that of the Board of Directors that elected or appointed them.

### Nominees for Election as Directors

In accordance with the Company's By-Laws, written nominations for election of directors including independent directors were submitted by certain stockholders to the Board of Directors through the President and Corporate Secretary at the Company's principal place of business at least sixty working days before the date of the Annual Meeting.<sup>16</sup>

<sup>16</sup> Nominations for election of independent directors were made by various individuals and corporate stockholders including, but not limited to, Ms. Ma. Criselda B. Guhit, Mr. Leo I. Posadas, Ms. Nerissa S. Ramos, Ms. Adelaida C. Manuel, Mr. Abner Tito L. Alberto, Ms. Kathryn A. Zarate and Ms. Erlinda L. Alvero, Philippine Telecommunications Investment Corporation (PTIC) and Metro Pacific Resources, Inc. (MPRI). The nomination letters submitted by PTIC and MPRI were signed by Mr. Manuel V. Pangilinan. The above mentioned individual and corporate stockholders have no material business or other relationship or affiliation with any of the nominees for election as independent directors.

The following individuals have been nominated for election as directors/independent directors at the Annual Meeting:

Directors		Independent Directors
Helen Y. Dee		Artemio V. Panganiban
Ray C. Espinosa		Pedro E. Roxas
James L. Go		Alfred V. Ty
Setsuya Kimura		
Napoleon L. Nazareno		
Hideaki Ozaki		
Manuel V. Pangilinan		
Ma. Lourdes C. Rausa-Chan		
Juan B. Santos		
Tony Tan Caktiong		

The Governance and Nomination Committee of the Board of Directors of the Company composed of Mr. Manuel V. Pangilinan as Chairman, Mr. Setsuya Kimura as member, Mr. Pedro E. Roxas, Mr. Alfred V. Ty and Former Chief Justice Artemio V. Panganiban as independent members, and Ms. Ma. Lourdes C. Rausa-Chan and Mr. Menardo G. Jimenez, Jr. as non-voting members, has determined that each of the nominees for election as directors/independent directors at the Annual Meeting, possesses all of the qualifications and has none of the disqualifications for directorship set out in the Company's Amended By-Laws and Manual on Corporate Governance. In addition, the Governance and Nomination Committee has determined that each of the independent director-nominees meets the independence criteria set out in SRC Rule 38, the Company's Amended By-Laws and Manual on Corporate Governance, and other standards set by the Governance and Nomination Committee. In general, they are not officers or employees of the Company or any of its subsidiaries, and they are free from any business or other relationships with the Company or any of its subsidiaries which could, or could reasonably be perceived to, materially interfere with the exercise of their independent judgment in carrying out their responsibilities as independent directors. Each of them has submitted a Certificate of Qualification as required by the Securities and Exchange Commission pursuant to its Notice dated October 20, 2006.

The Amended By-Laws of the Company, as approved by the SEC on September 8, 2010, contain substantially all of the requirements on nomination and election of independent directors set forth in SRC Rule 38.

The following sets forth the background information, including business experiences for at least the past five (5) years, of the nominees for election as directors/independent directors. Except for Messrs. Setsuya Kimura and Hideaki Ozaki who are Japanese citizens, all of the other nominees for election as directors/independent directors are Filipino citizens.

1. Mr. Manuel V. Pangilinan, 67 years old, has been a director of PLDT since November 24, 1998. He was appointed as Chairman of the Board of PLDT after serving as its President and Chief Executive Officer from November 1998 to February 2004. He is the Chairman of the Governance and Nomination, Executive Compensation and Technology Strategy Committees of the Board of Directors of PLDT. He also serves as Chairman of Metro Pacific Investments Corporation ("MPIC"), Manila Electric Company ("Meralco") and Philex Mining Corporation, all of which are PSE-listed companies, and of several subsidiaries or affiliates of PLDT or MPIC, including, among others, Smart Communications, Inc. ("Smart"), Beacon Electric Asset Holdings Inc. ("Beacon"), Manila North Tollways Corporation, Maynilad Water Services Corporation ("Maynilad"), Landco Pacific Corporation, Medical Doctors Incorporated (Makati Medical Center), Colinas Verdes Corporation (Cardinal Santos Medical Center), Davao Doctors Incorporated, Riverside Medical Center Incorporated, Our Lady of Lourdes Hospital and Asian Hospital Incorporated. He is also the Chairman of MediaQuest Holdings Inc. ("MediaQuest"), TV5 Network, Inc. and PLDT-Smart Foundation, Inc.

Mr. Pangilinan founded First Pacific Company Limited ("First Pacific"), a Hongkong Stock Exchange-listed company, in 1981 and served as Managing Director until 1999. He was appointed as Executive Chairman until June 2003, when he was named as Chief Executive Officer and Managing Director. Within the First Pacific Group, he also holds the position of President Commissioner of P.T. Indofood Sukses Makmur Tbk,

the largest food company in Indonesia.

Outside the First Pacific Group, Mr. Pangilinan is the Chairman of the Board of Trustees of San Beda College and the Hong Kong Bayanihan Trust, a non-stock, non-profit foundation which provides vocational, social and cultural activities for Hongkong's foreign domestic helpers. In February 2007, he was named the President of the Samahang Basketbol Ng Pilipinas, a national sports association for basketball. In January 2009, he assumed the chairmanship of the Amateur Boxing Association of the Philippines, a governing body of the amateur boxers in the country. In October 2009, Mr. Pangilinan was appointed as Chairman of the Philippine Disaster Recovery Foundation, Incorporated (PDRF), a non-stock, non-profit foundation established to formulate and implement a reconstruction strategy to rehabilitate and rebuild areas devastated by floods and other calamities. He is the Chairman of Philippine Business for Social Progress, a social action organization made up of the country's largest corporations, Vice Chairman of the Foundation for Crime Prevention, a private sector group organized to assist the government with crime prevention, a member of the Board of Trustees of Caritas Manila and Radio Veritas-Global Broadcasting Systems, Inc., a former Commissioner of the Pasig Rehabilitation Commission, and a former Governor of the Philippine Stock Exchange. In June 2012, he was appointed as Co-Chairman of the newly organized US-Philippine Business Society, a non-profit society which seeks to broaden the relationship between the United States and the Philippines in the areas of trade, investment, education, foreign and security policies and culture.

Mr. Pangilinan has received numerous prestigious awards including the Ten Outstanding Young Men of the Philippines (TOYM) for International Finance (1983), the Presidential Pamana ng Pilipino Award by the Office of the President of the Philippines (1996), Best CEO in the Philippines by Institutional Investor (2004), CEO of the Year (Philippines) by Biz News Asia (2004), People of the Year by People Asia Magazine (2004), Distinguished World Class Businessman Award by the Association of Makati Industries, Inc. (2005), Man of the Year by Biz News Asia (2005), Management Man of the Year by the Management Association of the Philippines (2005), Order of Lakandula (Rank of a Komandante) in recognition of his contributions to the country by the Office of the President of the Republic of the Philippines (2006), Business Icon Gold Award for having greatly contributed to the Philippine economy through achievements in business and society by Biz News Asia magazine (2008), Sports Patron of the Year for his invaluable contributions to the Philippine Sports by the Philippine Sportswriters Association or PSA (2010), Global Filipino Executive of the year for 2010 by Asia CEO Awards, Philippines Best CEO for 2012 by Finance Asia and Executive of the Year by the PSA (2013).

Mr. Pangilinan graduated cum laude from the Ateneo de Manila University, with a Bachelor of Arts Degree in Economics. He received his Master's Degree in Business Administration from Wharton School of Finance & Commerce at the University of Pennsylvania. He was conferred a Doctor of Humanities (Honoris Causa) Degree by the San Beda College (2002), Xavier University (2007), Holy Angel University (2009) and Far Eastern University (2010).

2. Mr. Napoleon L. Nazareno, 64 years old, has been a director of PLDT since November 24, 1998 and is a member of the Technology Strategy Committee of the Board of Directors of PLDT. He has served as President and Chief Executive Officer of PLDT since his appointment on February 19, 2004 and is concurrently the President and Chief Executive Officer of Smart since January 2000 and Connectivity Unlimited Resources Enterprises, Inc. since 2008. He also serves as Chairman or is a director of several subsidiaries of PLDT and Smart including PLDT Communications and Energy Ventures, Inc. ("PCEV"), Wolfpac Mobile, Inc., Smart Broadband, Inc., I-CONTACTS Corporation, ePLDT, Inc. ("ePLDT"), Mabuhay Investments Corporation ("Mabuhay Investments"), ACeS Philippines Cellular Corporation ("ACeS Philippines"), Digital Telecommunications Phils, Inc. ("Digitel") Digitel Mobile Phils, Inc. ("Digitel Mobile"), PLDT Global Investments Holdings, Inc. and PLDT Global Corporation ("PLDT Global"). His other directorships include Meralco, a PSE-listed company, SPi Technologies, Inc., SPi CRM, Inc. and Rufino Pacific Tower Condominium Corporation. He is a non-executive director of First Pacific, a Hongkong Stock Exchange-listed company.

Mr. Nazareno's business experience spans several countries in over 30 years and his exposure cuts across a broad range of industries, namely, packaging, bottling, petrochemicals, real estate and, in the last 13 years, telecommunications and information technology. In 1981, he started a successful career in the international firm Akerlund & Rausing, occupying senior management to top level positions and, in 1989, became the President and Chief Executive Officer of Akerlund & Rausing (Phils.), Inc. In August

1995, he moved to Metro Pacific Corporation where he served as President and Chief Executive Officer until December 1999.

Mr. Nazareno is also the Chairman of the Board of Trustees and Governors of Asian Institute of Management, the President and Trustee of First Pacific Leadership Academy and a director of Operation Smile. He was a board member of the GSM Association Worldwide from November 2004 to November 2012. He was voted Corporate Executive Officer of the Year (Philippines) for three consecutive years at the 2004, 2005 and 2006 Best-Managed Companies and Corporate Governance Polls conducted by Asiamoney, was awarded the Telecom CEO of the Year at the 15<sup>th</sup> Telecoms Asia Awards, an influential Asian telecommunications industry magazine in Bangkok, and was cited as "Best Telecom CEO in Asia 2013" by the All-Asia Executive Team Survey conducted by the New York-based Institutional Investor.

Mr. Nazareno received his Master's Degree in Business Management from the Asian Institute of Management, completed the INSEAD Executive Program of the European Institute of Business Administration in Fountainbleu, France, and was conferred a Doctor of Technology (Honoris Causa) Degree by the University of San Carlos.

3. Ms. Helen Y. Dee, 70 years old, has been a director of PLDT since June 18, 1986. She is the Chairperson or a director of EEI Corporation, National Reinsurance Corporation of the Philippines, Petro Energy Resources Corporation, Rizal Commercial Banking Corporation and Seafont Resources Corporation, all of which are PSE-listed companies. She is the Chairperson, Vice Chairperson or a director of several companies engaged in banking, insurance and real property businesses, which are listed on page 17 hereof. She is also the President and/or Chief Executive Officer of Hydee Management and Resource Corp., Moira Management, Inc., Tameena Resources, Inc., YGC Corporate Services, Inc., Financial Brokers Insurance Agency, Inc., GPL Holdings, Inc. and Mijo Holdings, Inc., the Vice President of A. T. Yuchengco, Inc., and the Treasurer of Business Harmony Realty, Inc. Ms. Dee received her Master's Degree in Business Administration from De La Salle University.
4. Atty. Ray C. Espinosa, 57 years old, has been a director of PLDT since November 24, 1998, the Head of Regulatory Affairs and Policies of PLDT since March 2008, and General Counsel of Meralco since 2009. In June 2013, he joined First Pacific and was appointed as First Pacific Group's Head of Government and Regulatory Affairs and Head of Communications Bureau for the Philippines. Atty. Espinosa is also a director of Meralco, and an independent director and Chairman of the Audit Committee of Lepanto Consolidated Mining Company, which are PSE-listed companies. His other directorships are listed in pages 18 and 19 hereof. He is also a trustee of the Beneficial Trust Fund of PLDT and PLDT-Smart Foundation, Inc.

Atty. Espinosa served as President & CEO of MediaQuest,TV5 Network, Inc. and Signal TV, Inc. until May 2013 and prior thereto, was the President & CEO of ePLDT and its subsidiaries until April 2010.

Atty. Espinosa has a Master of Laws degree from the University of Michigan Law School and is a member of the Integrated Bar of the Philippines. He was a partner at Sycip Salazar Hernandez & Gatmaitan from 1982 to 2000, and a foreign associate at Covington and Burling (Washington, D. C., USA) from 1987 to 1988.

5. Mr. James L. Go, 74 years old, has been a director of PLDT since November 3, 2011, and is a member of the Technology Strategy Committee and Advisor of the Audit Committee of the Board of Directors of PLDT. He is the Chairman and Chief Executive Officer of JG Summit Holdings, Inc., and Oriental Petroleum and Minerals Corporation, the Chairman of Universal Robina Corporation and Robinsons Land Corporation, the Vice Chairman and Deputy Chief Executive Officer of Robinsons Retail Holdings, Inc., and a director of Meralco, which are PSE-listed companies. He is also the Chairman of JG Summit Petrochemical Corporation and JG Summit Olefins Corporation, and a director of Singapore Land Limited, Marina Center Holdings, Inc., United Industrial Corporation and Hotel Marina City Private Limited. He is also the President and Trustee of the Gokongwei Brothers Foundation. He was the Chairman, President and Chief Executive Officer of Digitel Mobile and the Vice Chairman, President and Chief Executive Officer of Digitel, until October 26, 2011. Mr. Go received his Bachelor of Science Degree and Master of Science Degree in Chemical Engineering from Massachusetts Institute of Technology, USA.

6. Mr. Setsuya Kimura, 57 years old, has been a director of PLDT since July 5, 2011. He is a member of the Governance and Nomination, Executive Compensation and Technology Strategy Committees, and Advisor of the Audit Committee of the Board of Directors of PLDT. He is the Director of Network Department of NTT DoCoMo, Inc. He served as Regional CEO, Asia Pacific of NTT Communications and President & CEO of NTT Singapore Pte Ltd from 2007 to 2009, and as President & CEO of NTT Communications (Thailand) Co. Ltd from 2003 to 2007. Prior to that, he occupied various management positions in Nippon Telephone and Telegraph Company. Mr. Kimura obtained his Bachelor's Degree in Civil Engineering from Hokkaido University.
7. Mr. Hideaki Ozaki, 48 years old, has been a director of PLDT since December 6, 2011. He is the Vice President of Planning, Global Business of NTT Communications Corporation ("NTT Com"), a company which provides telecommunication and ICT services such as Global Network, Data Centre, Cloud Services inside and outside of Japan. He served as part-time Director of NTT Communications Philippines from July 2009 to February 2012. Prior to that, he served as Vice President of Global Strategy, Global Business Division of NTT Com since 2006 and as Director of Legal and Internal Audit Department of NTT Com from 2003 to 2006. He also served as Vice President of Sales and Corporate Planning of NTT Communications (Thailand) Co., Ltd. from 1999 to 2003 and as Manager of Overseas Business Planning, Global Service Division of Nippon Telegraph and Telephone Corporation from 1995 to 1999. Mr. Ozaki obtained his Bachelor's Degree in Law from University of Tokyo and Master's Degree in Law from University of Pennsylvania.
8. Hon. Artemio V. Panganiban, 77 years old, was elected as independent director on April 23, 2013. He was appointed as an independent member of the Audit, Governance and Nomination and Executive Compensation Committees of the Board of Directors of PLDT on May 7, 2013. He served as an independent member of the Advisory Board and an independent non-voting member of the Governance and Nomination Committee of the Board of Directors of PLDT from June 9, 2009 to May 6, 2013. Currently, he is also an independent director of Meralco, Petron Corporation, Bank of the Philippine Islands, First Philippine Holdings Corporation, Metro Pacific Investments Corporation, Robinsons Land Corporation, GMA Network, GMA Holdings, and Asian Terminals, Inc., and a regular director of Jollibee Foods Corporation, all of which are PSE-listed companies. He also holds directorships in Metro Pacific Tollways Corporation and Tollways Management Corporation. He is the Chairman of the Board of Trustees of the Foundation for Liberty and Prosperity and Chairman-Emeritus of the Philippine Dispute Resolution Center, Inc., President of the Manila Metropolitan Cathedral-Basilica Foundation, Chairman of the Board of Advisers of Metrobank Foundation, Inc., Ramon V. Del Rosario, Sr., C.V. Starr Center for Corporate Governance and University of Asia and the Pacific, member of the Board of Advisers of Asian Institute of Management, senior adviser of the Metropolitan Bank and Trust Company and V. Mapa Falcon Honor Society, adviser of Doubledragon Properties Corp., and a column writer of the Philippine Daily Inquirer.

Hon. Panganiban served the Supreme Court of the Philippines for more than 11 years, first as Justice (October 10, 1995 to December 20, 2005) and later, as Chief Justice (December 21, 2005 to December 6, 2006) during which he sat concurrently as Chairperson of the Presidential Electoral Tribunal, Judicial and Bar Council and Philippine Judicial Academy.

He was the recipient of numerous awards in recognition of his role as jurist, practising lawyer, professor, civic leader, Catholic lay worker and business entrepreneur, including as "The Renaissance Jurist of the 21st Century" given by the Supreme Court on the occasion of his retirement from the Court.

Hon. Panganiban obtained his Bachelor of Laws Degree (Cum Laude) from the Far Eastern University in 1960, and was conferred a Doctor of Laws (Honoris Causa) Degree by the University of Iloilo (1997), Far Eastern University (2002), University of Cebu (2006), Angeles University (2006) and Bulacan State University (2006). He was co-founder and past president of the National Union of Students of the Philippines.

9. Mr. Pedro E. Roxas, 58 years old, has been a director of PLDT since March 1, 2001 and qualified as an independent director since 2002. He is the Chairman of the Audit Committee and serves as an independent member of the Governance and Nomination and Executive Compensation Committees of the Board of Directors of PLDT. He is the Chairman of Roxas Holdings, Inc., Executive Chairman and President/CEO of Roxas and Company, Inc., and an independent director of Meralco and BDO Private Bank, which are

reporting or PSE-listed companies. He is also the Chairman, President or a director of companies or associations in the fields of agri-business, sugar manufacturing and real estate development including Brightnote Assets Corporation, Club Punta Fuego, Inc. and Philippine Sugar Millers Association, and a member of the Board of Trustees of Philippine Business for Social Progress and Fundacion Santiago (where he is also the President). Mr. Roxas received his Bachelor of Science Degree in Business Administration from the University of Notre Dame, Indiana, U.S.A.

10. Mr. Juan B. Santos, 75 years old, has been a director of PLDT since January 25, 2011. He is the Chairman of Social Security Commission/Social Security System, and a member of the Board of Directors of Alaska Milk Corporation, First Philippine Holdings Corporation and Philex Mining Corporation, which are PSE-listed companies. He is also a member of the Board of Directors of Philippine Investment Management (PHINMA), Inc., Sun Life Grepa Financial, Inc. and Zuellig Group Inc., a member of the Board of Advisors of Coca-Cola FEMSA Asia Division, East-West Seeds Co., Inc., a trustee of Ramon Magsaysay Award Foundation and St. Luke's Medical Center, and a consultant of the Marsman-Drysdale Group of Companies.

Mr. Santos retired as Chief Executive Officer of Nestle Philippines, Inc. ("NPI") in 2003 and continued to serve as Chairman of NPI until 2005. Prior to his appointment as President and CEO of NPI, he was the CEO of the Nestle Group of Companies in Thailand and Singapore. He served as Secretary of Trade and Industry from February to July 2005 and was designated as a member of the Governance Advisory Council, and Private Sector Representative for the Public-Private Sector Task Force for the Development of Globally Competitive Philippine Service Industries.

Mr. Santos was bestowed the prestigious Management Man of the Year Award for 1994 by the Management Association of the Philippines and was the Agora Awardee for Marketing Management given by the Philippine Marketing Association in 1992. He obtained his Bachelor of Science Degree in Business Administration from Ateneo de Manila University, pursued post graduate studies at the Thunderbird Graduate School of Management in Arizona, USA and completed the Advanced Management Course at IMD in Lausanne, Switzerland.

11. Mr. Tony Tan Caktiong, 61 years old, has been a director of PLDT since July 8, 2008. He is the Chairman and Chief Executive Officer of Jollibee Foods Corporation, a PSE-listed company and a leader in the fastfood business, which owns and operates a chain of restaurants nationwide and abroad. He is an independent director of First Gen Corporation, a PSE-listed company, and a member of the Board of Trustees of Jollibee Group Foundation and Temasek Foundation. Mr. Tan Caktiong obtained his Bachelor of Science Degree in Chemical Engineering from University of Santo Tomas and honed his business skills by attending various courses and seminars in several educational institutions including, among others, the Asian Institute of Management, Stanford University (Singapore) and Harvard University.
12. Mr. Alfred V. Ty, 46 years old, has been an independent director of PLDT since June 13, 2006. He serves as an independent member of the Audit, Governance and Nomination and Executive Compensation Committees of the Board of Directors of PLDT. He is the Vice Chairman of GT Capital Holdings, Inc. and the Corporate Secretary of Metropolitan Bank and Trust Company, both of which are PSE-listed companies. He is also the Vice Chairman of Toyota Motor Philippines Corporation, the President of Federal Land, Inc., the Chairman of Lexus Manila, Inc., Cathay International Resources, Inc. and Bonifacio Landmark Realty & Development Corporation, a director of Global Business Power Corp., a trustee of Metrobank Foundation, Inc., Norberto Tytana Foundation and GT-Metro Foundation, Inc. Mr. Ty received his Bachelor of Science Degree in Business Administration from the University of Southern California.
13. Ms. Ma. Lourdes C. Rausa-Chan, 60 years old, has been a director of PLDT since March 29, 2011 and is a non-voting member of the Governance and Nomination Committee of the Board of Directors of PLDT. She has been serving as Corporate Secretary, Corporate Affairs and Legal Services Head and Chief Governance Officer of PLDT since November 1998, January 1999 and March 2008, respectively. She is a director of ePLDT and PLDT Global Investments Holdings, Inc. and also serves as Corporate Secretary of several subsidiaries of PLDT, PCEV, PLDT-Smart Foundation Inc. and Philippine Disaster Recovery Foundation, Inc. Prior to joining PLDT, she was the Group Vice President for Legal Affairs of Metro Pacific Corporation and the Corporate Secretary of some of its subsidiaries. Ms. Rausa-Chan obtained her

Bachelor of Arts Degree in Political Science and Bachelor of Laws Degree from the University of the Philippines.

The following is a list of the directorships in private and public companies of the nominees for election as directors named below.

Name of Director	Names of Companies	
	Public	Private
Helen Y. Dee	EEI Corporation (Regular Director) National Reinsurance Corporation of the Philippines (Regular Director/Chairman) Petro Energy Resources Corporation (Regular Director/Chairman) Rizal Commercial Banking Corporation (Regular Director/Chairman) Seafront Resources Corporation (Regular Director/Chairman)	AY Holdings, Inc. (Regular Director) GPL Holdings, Inc. (Regular Director) Financial Brokers Insurance Agency, Inc. (Regular Director/Chairman) Hi-Eisai Pharmaceuticals, Inc. (Regular Director/Chairman) Honda Cars, Kaloocan (Regular Director) Honda Cars Philippines, Inc. (Regular Director) House of Investments, Inc. (Regular Director/Chairman) Hyde Management & Resource Corp. (Regular Director/Chairman) Isuzu Philippines, Inc. (Regular Director) La Funeraria Paz Sucat (Regular Director/Chairman) Landev Corp. (Regular Director/Chairman) Maibarara Geothermal, Inc. (Regular Director/Chairman) Malayan Insurance Company (Regular Director/Chairman) Manila Memorial Park Cemetery, Inc. (Regular Director/Chairman) Mapua Information Technology Center, Inc. (Regular Director/Chairman) MICO Equities, Inc. (Regular Director) Mijo Holdings, Inc. (Regular Director/Chairman) Moira Management, Inc. (Regular Director) Pan Malayan Express (Regular Director) Pan Malayan Management and Investment Corporation (Regular Director/Vice Chairman) Pan Malayan Realty Corp. (Regular Director/Chairman) Petro Green Energy Corporation (Regular Director/Chairman) Philippine Integrated Advertising Agency, Inc. (Regular Director) RCBC Forex Brokers Corp (Regular Director) RCBC Leasing & Finance Corp (Regular Director/Chairman) RCBC Savings Bank (Regular Director/Chairman) Sunlife Grepa Financial, Inc. (Regular Director) Tameena Resources, Inc. (Regular Director/Chairman) West Spring Development Corp. (Regular Director/Vice Chairman) Xamdu Motors, Inc. (Regular Director/Chairman) YGC Corporate Services, Inc. (Regular Director)

<p>Ray C. Espinosa</p>	<p>Digital Telecommunications Phils., Inc. (Regular Director]  Lepanto Consolidated Mining Company (Independent Director]  Manila Electric Company (Regular Director)  Metro Pacific Investments Corporation (Regular Director)]</p>	<p>ABC Development Corporation (Regular Director)  BTF Holdings, Inc. (Regular Director)  Bancholders, Inc. (Regular Director)  Beacon Electric Asset Holdings, Inc. (Regular Director)  Bonifacio Communications Corp. (Regular Director)  Business World Publishing Corporation (Regular Director)  Cignal TV, Inc. (Regular Director)  Cinegear, Inc. (Regular Director)  Digitel Crossing, Inc. (Regular Director)  Digitel Mobile Phils, Inc. (Regular Director)  Enterprise Investments Holdings, Inc. (Regular Director)  Excel Pacific Holdings Corporation (Regular Director/Chairman)  Green Apple Business Ventures Corp (Regular Director)  Green Apple Food Factory, Inc. (Regular Director)  Hastings Holdings, Inc. (Regular Director)  Kalilayan Power, Inc. (Regular Director/Chairman)  Med Vision Resources, Inc. (Regular Director/Chairman)  Media5 Marketing Corporation (Regular Director)  Mediaquest Holdings, Inc. (Regular Director)  Meralco PowerGen Corporation (Regular Director)  Metro Pacific Assets Holdings, Inc. (Regular Director)  Metro Pacific Holdings, Inc. (Regular Director)  Metro Pacific Resources, Inc. (Regular Director)  MPG Holdings Philippines, Inc. (Regular Director)  MPG Mauban LP Corporation (Regular Director)  Nation Broadcasting Corp (Regular Director)  New Gallant Ltd (Regular Director)  Pacific Global One Aviation Company, Inc. (Regular Director)  Perfect Alliance Enterprises, Ltd (Regular Director)  Philippine Telecommunications Investment Corp. (Regular Director)  Philstar Daily, Inc. (Regular Director)  Philstar Global Corporation (Regular Director)  Pilipinas Global Network Limited (Regular Director)  Pilipinas Pacific Enterprise Holdings, Inc. (Regular Director)  Pilipino Star Ngayon, Inc. (Regular Director)  Pilipino Star Printing Company, Inc. (Regular Director)  SatVentures, Inc. (Regular Director)  Studio5, Inc. (Regular Director/Chairman)  Telemedia Business Ventures, Inc. (Regular Director/Chairman)  The Philippine Home Cable Holdings, Inc (Regular Director)  Treasurekeeper Holdings, Inc. (Regular Director/Chairman)  Two Rivers Pacific Holdings Corp (Regular Director)</p>
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		Unilink Communications Corp (Regular Director/Chairman) Unitel Productions, Inc. (Regular Director)] Upbeam Investments, Inc. (Regular Director/Chairman) Winner Asset Holdings, Ltd. (Regular Director)
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## Nominees for Appointment as Officers

The table below sets forth the names, ages, positions and periods of service of the incumbent officers of the Company, all of whom will be nominated for re-election at the Organizational Meeting of the Board of Directors following the Annual Meeting. All of the officers of the Company are Filipino citizens.

### Executive Officers

Name	Age	Position	Period during which individual has served as such
Napoleon L. Nazareno	64	President and Chief Executive Officer	February 19, 2004 to present
Ernesto R. Alberto	52	Executive Vice President Enterprise and International and Carrier Business Head Customer Sales & Marketing Group Head Corporate Business Head	January 1, 2012 to present September 16, 2011 to present February 1, 2008 to September 15, 2011 May 15, 2003 to January 31, 2008
Isaias P. Fermin	46	Executive Vice President Home Business Head	January 1, 2012 to present January 1, 2012 to present
Ray C. Espinosa	57	Regulatory Affairs and Policies Head	March 4, 2008 to present
Ma. Lourdes C. Rausa-Chan	60	Corporate Secretary Senior Vice President Corporate Affairs and Legal Services Head Chief Governance Officer	November 24, 1998 to present January 5, 1999 to present March 4, 2008 to present
Anabelle L. Chua	53	Treasurer Senior Vice President Corporate Finance and Treasury Head	February 1, 1999 to present February 26, 2002 to present March 1, 1998 to present
Rene G. Bañez	58	Senior Vice President Supply Chain, Asset Protection and Management Group Head Chief Governance Officer	January 25, 2005 to present January 1, 2008 to present October 5, 2004 to March 3, 2008
Alejandro O. Caeg	53	Senior Vice President International and Carrier Business	January 1, 2012 to present March 1, 2009 to present
Jun R. Florencio	58	Senior Vice President Internal Audit and Fraud Risk Management Head Audit and Assurance Head	June 14, 2005 to present February 16, 2006 to present Sept. 1, 2000 to February 15, 2006
Menardo G. Jimenez, Jr.	50	Senior Vice President Human Resources Head and Business Transformation Office Head Business Transformation Office Revenue Team Head Retail Business Head Corporate Communications and Public Affairs Head	December 9, 2004 to present August 1, 2010 to present January 1, 2008 to July 2010 June 16, 2004 to December 31, 2007 December 1, 2001 to June 15, 2004
Claro Carmelo P. Ramirez	54	Senior Vice President Office of the President and CEO Consumer Affairs Group Head International and Carrier Business Head Retail Business Head	July 1, 1999 to present January 1, 2008 to present December 5, 2005 to December 31, 2007 June 16, 2004 to December 4, 2005 February 1, 2003 to June 15, 2004
June Cheryl A. Cabal-Revilla	40	First Vice President Financial Reporting and Controllorship Head	May 6, 2008 to present November 15, 2006 to present

## Other Officers

Name	Age	Position	Period during which individual has served as such
Florentino D. Mabasa, Jr.	55	First Vice President Assistant Corporate Secretary	February 19, 2004 to present August 2, 1999 to present
Katrina L. Abelarde	38	First Vice President	March 5, 2013 to present
Anna Isabel V. Bengzon	41	First Vice President	March 5, 2013 to present
Alfredo B. Carrera	59	First Vice President	February 27, 2006 to present
Cesar M. Enriquez	61	First Vice President	February 19, 2004 to present
Juan Victor I. Hernandez	40	First Vice President	March 5, 2013 to present
Leo I. Posadas	47	First Vice President	March 6, 2007 to present
Martin T. Rio	54	First Vice President	October 22, 2012 to present
Ricardo M. Sison	52	First Vice President	February 26, 2002 to present
Emiliano R. Tanchico, Jr.	58	First Vice President	May 8, 2001 to present
Melissa V. Vergel De Dios	51	First Vice President	March 5, 2013 to present
Miguela F. Villanueva	63	First Vice President	January 31, 2003 to present
Raul S. Alvarez	63	Vice President	March 5, 2013 to present
Jose A. Apelo	55	Vice President	June 14, 2005 to present
Rafael M. Bejar	56	Vice President	March 3, 2009 to present
Marco Alejandro T. Borlongan	46	Vice President	September 14, 2007 to present
Renato L. Castañeda	62	Vice President	March 3, 2009 to present
Rebecca Jeanine R. De Guzman	51	Vice President	March 1, 2003 to present
Alona S. Dingle	40	Vice President	March 26, 2010 to present
Margarito G. Dujali, Jr.	39	Vice President	August 31, 2010 to present
Walter M. Gaffud	38	Vice President	May 1, 2013 to present
Gil Samson D. Garcia	42	Vice President	March 26, 2010 to present
Joseph Ian G. Gendrano	37	Vice President	May 1, 2013 to present
Elisa B. Gesalta	55	Vice President	February 27, 2006 to present
John John R. Gonzales	45	Vice President	June 1, 2013 to present
Ma. Josefina T. Gorres	51	Vice President	June 14, 2005 to present
Ma. Criselda B. Guhit	51	Vice President	February 27, 2006 to present
Emeraldo L. Hernandez	56	Vice President	February 19, 2004 to present
Marven S. Jardiel	46	Vice President	March 26, 2010 to present
Princesita P. Katigbak	47	Vice President	May 6, 2014 to present
Alexander S. Kibanoff	50	Vice President	March 3, 2009 to present
Joseph Nelson M. Ladaban	48	Vice President	February 19, 2004 to present
Javier C. Lagdameo	49	Vice President	March 3, 2009 to present
Joselito S. Limjap	52	Vice President	March 5, 2013 to present
Albert Mitchell L. Locsin	43	Vice President	June 1, 2011 to present
Luis Ignacio A. Lopa	54	Vice President	March 26, 2010 to present
Ma. Carmela F. Luque	46	Vice President	March 5, 2013 to present
Oliver Carlos G. Odulio	43	Vice President	March 6, 2007 to present
Aileen D. Regio	43	Vice President	May 6, 2014 to present
Ricardo C. Rodriguez	55	Vice President	February 26, 2002 to present
Genaro C. Sanchez	51	Vice President	January 25, 2005 to present
Ana Maria A. Sotto	55	Vice President	March 6, 2007 to present
Julietta S. Tañeca	54	Vice President	March 6, 2007 to present
Jesus M. Tañedo	63	Vice President	January 1, 2001 to present
Patrick S. Tang	40	Vice President	August 31, 2010 to present
Victor Y. Tria	44	Vice President	March 26, 2010 to present

Mr. Ernesto R. Alberto, 53 years old, was appointed as Enterprise and International and Carrier Business Head in September 2011. Prior to that, he was the Customer Sales and Marketing Group Head since February 2008. He leads all revenue generation relationship initiatives of the Enterprise and International and Carrier Business, including product/market development, product management, marketing, sales and distribution, and customer relationship management. He is the Chairman and President of Telesat, Inc., the President and CEO of ePLDT, the Chairman of ABM Solutions, Inc., Acasia, Bonifacio Communications Corporation (“Bonifacio Communications”), ePDS, Inc., iPlus Intelligent Network, Inc., PLDT Clark Telecom, Inc. (“PLDT ClarkTel”), PLDT Subic Telecom, Inc., (“PLDT SubicTel”) and Smart-NTT Multimedia, Inc., a director of Asean Telecoms Holdings, Mabuhay Investments, PLDT Global Corporation (Philippines and Malaysia), PLDT-Philcom, Inc. (“PLDT-Philcom”), PLDT-Maratel, Inc. (“PLDT Maratel”) and IP Converge Data Services, Inc. Mr. Alberto has over 20 years of work experience in the areas of corporate banking, relationship management and business

development and, prior to joining PLDT in 2003, was a Vice President and Head of the National Corporate Group of Citibank N.A., Manila from 1996 to May 2003. He previously served as Vice President and Head of the Relationship Management Group of Citytrust Banking Corporation. Mr. Alberto obtained his Master's Degree in Economic Research from the University of Asia and the Pacific.

Mr. Isaias P. Fermin, 46 years old, was designated, on January 1, 2012, as Executive Vice President and Head of Home Business of the PLDT Group. He is responsible for delivering revenue and profit growth for the Home Business through a much defined brand positioning that consistently engages the consumer in all touch points, a balanced product portfolio that propels both subscriber and ARPU growth and introduction of a new line of products and services that significantly improves the consumer use experience. Concurrently, he is the Chairman of the Board of Directors PLDT Philcom and PLDT Maratel, the Chief Operating Officer of Digitel and a director of PLDT Global Corporation. Mr. Fermin has over 20 years of experience covering general management, consumer marketing, wholesale and retail sales, and retail store management gained from leading fast moving consumer group companies locally and globally. Prior to joining the PLDT Group, he was the President of Greenwich Food Corporation and Chowking Food Corporation of the Jollibee Foods Corporation from 2008 to 2011. He also served as Country Director of Nike Philippines from 2006 – 2008 and handled various posts in Unilever- Bestfoods from 1998 to 2005 as senior executive for sales, marketing, media and innovation process management. Mr. Fermin obtained his Bachelor of Science in Chemical Engineering Degree from the University of the Philippines.

Ms. Anabelle L. Chua, 53 years old, Treasurer and Corporate Finance and Treasury Head, concurrently holds the position of Chief Financial Officer of Smart since 2006 and of Digitel Mobile since August 2013. She holds directorships in Philippine Telecommunications Investment Corporation, Smart, Digitel and several subsidiaries of PLDT, Smart and Digitel including ePLDT, Digitel Mobile, Aces Philippines, Mabuhay Investments, PLDT Global, PLDT Global Investments, PCEV, Wolfpac Mobile, Inc., Smart Broadband, Inc., Smart e-Money, Inc. and Chikka Holdings Limited. She is a member of the Board of Directors of Philippine Stock Exchange and Securities Clearing Corporation of the Philippines and the Board of Trustees of the PLDT-Smart Foundation and PLDT Beneficial Trust Fund, and is a director of MediaQuest and several subsidiaries of MediaQuest. Ms. Chua has over 20 years of experience in the areas of corporate finance, treasury, financial control and credit risk management and was a Vice President at Citibank, N.A. where she worked for 10 years prior to joining PLDT in 1998. Ms. Chua graduated magna cum laude from the University of the Philippines with a Bachelor of Science Degree in Business Administration and Accountancy.

Mr. Rene G. Bañez, 59 years old, Supply Chain, Asset Protection and Management Group Head, was the Chief Governance Officer of PLDT from October 2004 to March 3, 2008 and the Support Services and Tax Management Group Head of PLDT from January 1999 to January 2001. He is director of FEP Printing Corp., Meralco Industrial Engineering Services Corp., PLDT ClarkTel, PLDT SubicTel, PLDT Maratel, and PLDT Philcom. He served as Commissioner of the Philippine Bureau of Internal Revenue from February 2001 to August 2002. Prior to joining PLDT, he was the Group Vice President for Tax Affairs of Metro Pacific Corporation for 3 years until December 1998. He obtained his Bachelor of Laws Degree from the Ateneo de Manila University.

Mr. Alejandro O. Caeg, 54 years old, is the President and CEO of PLDT Global Corporation and concurrently the Head of PLDT, Smart, Digitel and Sun International & Carrier Business. He is Smart's representative to the Conexus Mobile Alliance (one of Asia's largest cellular roaming alliances), where he was also designated as its Deputy Chairman until 2012 and is currently Conexus Chairman until 2014. Prior to joining PLDT in 2009, he worked in PT Smart Telecom (Indonesia) as its Chief Commercial Strategy Officer from July 2008 to December 2008 and as Chief Commercial Officer from January 2006 to June 2008. He also held various sales, marketing and customer service-related positions in Smart including that of Group Head of Sales and Distribution (2003-2005), Group Head of Customer Care and National Wireless Centers (1998-2001) and Marketing Head of International Gateway Facilities and Local Exchange Carrier (1997-1998). He also served as President and Chief Executive Officer of Telecommunications Distributors Specialist, Inc. in 2002 and as Chief Operations Adviser of I-Contacts Corporation (Smart's Call Center subsidiary) from 2001 to 2002. Mr. Caeg graduated with a Bachelor's Degree in AB Applied Economics and obtained MBA credits from De La Salle University Manila.

Mr. Jun R. Florencio, 58 years old, Internal Audit and Fraud Risk Management Head, handles the overall coordination of the internal audit function of the PLDT group of companies and is in-charge of the fraud risk management function of the PLDT Fixed Line business. He has over 25 years of work experience in

the areas of external and internal audit, revenue assurance, credit management, information technology, financial management, and controllership. He was the Financial Controller of Smart for four years before he joined PLDT in April 1999 as Head of Financial Management Sector. He held various positions in the finance organization of another telecommunications company prior to joining Smart. Mr. Florencio obtained his Bachelor of Science Degree in Commerce, Major in Accounting from the University of Santo Tomas and attended the Management Development Program of the Asian Institute of Management.

Mr. Menardo G. Jimenez, Jr., 51 years old, Customer Service Assurance Head, Human Resources Group Head, and concurrently Business Transformation Office Head, was Revenue Team Head of the Business Transformation Office from January 2008 to July 2010, the Retail Business Head of PLDT from June 2004 to December 31, 2007 and, prior to that, the Corporate Communications and Public Affairs Head. He had a stint at GMA Network, Inc., where he served as head of a creative services and network promotions. He won the first CEO Excel Awards (Communications Excellence in Organizations) given by the International Association of Business Communicators mainly for effectively using communications strategies in managing the PLDT retail business team to meet its targets and achieve new heights in the landline business. In 2006, his further achievements in handling the retail business of PLDT and his stint in Smart as officer-in-charge for marketing were recognized by the Agora Awards which chose him as its Marketing Man of the Year. Mr. Jimenez obtained his AB Economics Degree from the University of the Philippines.

Mr. Claro Carmelo P. Ramirez, 54 years old, was appointed as President of Pilipinas Global Network Limited, the international distribution arm of TV5, in 2011. He has over 20 years of work experience in the field of marketing. Prior to joining PLDT, he held various managerial positions in Colgate Palmolive Philippines, Inc., and served as Associate Director for Global Business Development of Colgate Palmolive Company in New York and as Marketing Director of Colgate Palmolive Argentina, S.A.I.C. and Colgate-Palmolive Phils, Inc. While in PLDT, he was the Head of Consumer Marketing, Retail Business Group, International and Carrier Business Group, and Customer Care. He also held directorships in various PLDT subsidiaries and affiliates and served as President and CEO of PLDT ClarkTel, PLDT SubicTel, and PLDT Maratel. He graduated with honors from the Ateneo de Manila University with a Bachelor of Arts Degree Major in Economics.

Ms. June Cheryl A. Cabal-Revilla, 40 years old, Controller and Financial Reporting and Controllership Head, is also a director and/or the Chief Financial Officer/Treasurer of several subsidiaries of PLDT including PLDT ClarkTel, PLDT SubicTel, PLDT-Philcom, PLDT-Maratel, Digitel and ePLDT, among others. She is also the Financial Officer of Cignal TV Inc., Treasurer of PLDT-Smart Foundation and the Philippine Disaster Recovery Foundation, Comptroller of First Pacific Leadership Academy Foundation and the President of Tahanan Mutual Building and Loan Association. Prior to joining PLDT in June 2000 as an executive trainee in the Finance Group, she was a senior associate in the business audit and advisory group of Sycip Gorres Velayo & Co. She was the 2008 Young Achievers Awardee for Commerce and Industry conferred by the Philippine Institute of Certified Public Accountants. In March 2010, she was appointed as a member of the Financial Reporting Standards Council of the Philippines. Recently, she joined the ranks of the distinguished pool of awardees of The Outstanding Young Men (TOYM) for community service through the program known as the Gabay Guro. Ms. Cabal-Revilla obtained her Bachelor of Science Degree in Accountancy from De La Salle University and Master in Business Management Degree from the Asian Institute of Management.

Atty. Florentino D. Mabasa, Jr., 55 years old, Legal Services Center Head and Assistant Corporate Secretary, has been in PLDT's service since August 1999 and served as Acting Corporate Governance Compliance Officer of PLDT from January 2003 to October 2004. Prior to joining PLDT, he was Head of Asset Recovery Management and Legal Services of Export and Industry Bank. Atty. Mabasa obtained his Bachelor of Laws Degree from the Ateneo de Manila University.

Ms. Katrina L. Abelarde, 38 years old, Small and Medium Enterprises Business Head, has been in PLDT's service since December 2000 and held various positions in the areas of corporate sales and relationship management. Prior to joining PLDT, she served as Client Services Assistant of Standard Chartered Bank from September 1996 to September 1997 and Senior Sales Manager of Makati Shangri-la Manila from September 1997 to November 2004. She obtained her AB- Interdisciplinary Studies Degree from the Ateneo de Manila University.

Ms. Anna Isabel V. Bengzon, 41 years old, joined PLDT in June 1998 as an Executive Assistant in the Finance Group, then served as Senior Manager of Corporate Finance from March 2001 to May 2001 and as Head of

Investor Relations from June 2001 to August 2007. She was appointed as Chief Financial Officer and Treasurer of MediaQuest Holdings, Inc. in August 2007 and then at TV5 Network, Inc. in October 2009. She is a director and the Chief Financial Officer of Medvision Resources, Inc., Telemedia Business Ventures, Inc and Upbeam Investments, Inc. and the Chief Financial Officer of Studio 5, Inc., Cinegear, Inc., Hastings Holdings, Inc. and Alagang Kapatid Foundation, Inc. She obtained her Bachelor of Arts Degree in Psychology and Bachelor of Science Degree in Commerce Major in Management of Financial Institutions from De La Salle University and Master in Business Management Degree from Asian Institute of Management.

Mr. Alfredo B. Carrera, 59 years old, Regulatory Strategy and Support Head, has been in PLDT's service for over 35 years and held various positions in the areas of economic planning, network traffic planning, market research and development and carrier relations. He is a director of Bonifacio Communications. Mr. Carrera obtained his Master of Science in Industrial Economics Degree from the University of Asia & the Pacific.

Mr. Cesar M. Enriquez, 61 years old, EICB Revenue and Operations Support Head, has been in PLDT's service since August 2001. He was Vice President of National Retail Sales until February 2003, Vice President for Corporate Sales and Administration until October 2003 and Corporate Business Operations Officer until December 2007. He has extensive banking experience and was the Head of Branches of Citytrust Banking Corporation for 16 years and Head of Consumer Banking of Standard Chartered Bank for 10 years. He is a director of PLDT Clark, PLDT Subic, PLDT Maratel, PLDT Philcom, CIS Bayad Center, Datelco Global Com and Metrokidapawan Tel. Co. Mr. Enriquez obtained his Bachelor of Science Degree in Business Administration from the De La Salle University and Special Studies from the Asian Institute of Management.

Mr. Juan Victor I. Hernandez, 40 years old, Corporate Business Head, joined the Company in October 2000 as Executive Trainee under the Corporate Business Group. He handles the largest corporate customers of PLDT and Smart encompassing the fixed, wireless and ICT businesses. He served as Head of Corporate Credit Management from August 2001 to February 2003, Head of PLDT Corporate Business Group – Visayas from 2003 to 2005 and, thereafter, as Convergence Business B Head until July 2009. He obtained his BS Agricultural Economics Degree from the University of the Philippines and Masters in Business Management Degree from the Asian Institute of Management.

Mr. Leo I. Posadas, 47 years old, Treasury Center Head, has been in PLDT's service since September 2000. He handles the cash management and the foreign exchange and interest rate exposures of the Company. He serves as Vice President for Treasury of Mabuhay Satellite and Head of Treasury of Smart. Prior to that, he served as Treasury Manager of Total Petroleum Philippines from 2000 to 2001. He also served as Manager for Foreign Exchange Management of San Miguel Corporation. Mr. Posadas obtained his Bachelor of Science Degree in AB Economics and Commerce Major in Finance from the De La Salle University.

Mr. Martin Rio, 54 years old, was appointed as Property and Facilities Management Head in October 2012. Prior to joining PLDT, he served as General Manager of Pacific Plaza Towers in Global City and Pacific Plaza Condominium in Ayala Avenue. He was in-charge of maintaining the lead in the high-end condominium market of Pacific Plaza Towers Condominium Corporation from 2000 to 2012. Mr. Rio obtained his Bachelor of Science Degree in Civil Engineering from Ateneo de Manila University.

Mr. Ricardo M. Sison, 53 years old, Consumer Credit and Business System Management Head, has been in PLDT's service for over 15 years and held various positions in the areas of business systems management, billing, credit and collection. In his present position, he ensures that adequate support services, including dispute, churn and recovery management, facility management, credit policy and billing support are provided to PLDT Home Business and PLDT subsidiaries and affiliates. He obtained his Bachelor of Science Degree in Business Management from the Ateneo de Manila University.

Mr. Emiliano R. Tanchico, Jr., 58 years old, Human Resources Management and Development Sector Head, has been in PLDT's service for over 30 years. He is in-charge of recruitment and placement, payroll and benefits administration, human resources information system, training and development, career management, industrial and employee relations, and medical services. He graduated with a Master of Science Degree in Guidance Counseling from the De La Salle University and took up Master in Business Administration – Senior Executive Program at the Ateneo de Manila University.

Ms. Melissa V. Vergel de Dios, 51 years old, Investor Relations Head, has been in PLDT's service since May 2001 and served as Property Management Center Head until May 2003 and as Property and Facilities Management Center Head until September 2007. Prior to joining PLDT, she was the Chief Operating Officer of Wharton Credit Corp. and from June 2000 to May 2001 was the Group Chief Finance Officer of Global 3 Internet Holdings, Inc. She held various positions in San Miguel Group of Companies from 1984 to 2000. Ms. Vergel de Dios obtained her Bachelor of Science Degree in Marketing and Management and Bachelor of Arts Degree in Economics from Assumption College.

Ms. Miguela F. Villanueva, 63 years old, Cost and Evaluation Head, has been in PLDT's service for over 30 years and held various positions in the areas of pricing, strategic marketing and research, revenue planning, cost and valuation. In October 2008, she was appointed as Business Transformation Office Program Officer in a concurrent capacity. She is also the Treasurer of Bonifacio Communications. Ms. Villanueva graduated with a Master of Arts Degree in Economics from the University of the Philippines and a Master in Accountancy Degree from the Polytechnic University of the Philippines.

Mr. Raul S. Alvarez, 63 years old, Home Marketing Support Head, has been in PLDT's service since October 2000 and held various positions in the areas of sales and marketing. He obtained his Bachelor of Arts Degree in Mass Communication from the University of the Philippines.

Mr. Jose A. Apelo, 55 years old, Fixed Service Quality Management Head, has been in PLDT's service for over 30 years and held various positions in operations engineering, outside plant rehabilitation and network construction, fiber-to-the-home engineering and implementation and service quality management. He was the Visayas Business District Head from July 2003 until February 2008. He obtained his Bachelor of Science Degree in Mechanical Engineering from the Mapua Institute of Technology.

Dr. Rafael M. Bejar, 56 years old, Medical Services Head, has been in PLDT's service for over 20 years. His past positions were Company Physician under Medical and Dental Services, Liaison Doctor, Manager of Metro Manila Medical Services and Manager of Provincial Medical Services. He obtained his Doctor of Medicine Degree from the Far Eastern University.

Mr. Marco Alejandro T. Borlongan, 46 years old, Customer Service Operations and Support Management Head, joined the Company in March 2007 as an Assistant Vice President in the Consumer Affairs Group and was the Consumer Service Delivery Head until June 2008. He holds directorship in some subsidiaries of PLDT. Prior to joining PLDT, he served as a Group Manager of Metro Pacific Corporation and as Executive Vice President and Chief Operating Officer of Nation Broadcasting Corporation. He is the President of Green Apple Business Ventures, Inc. He obtained his Bachelor of Science Degree in Industrial Management Engineering from the De La Salle University.

Mr. Renato L. Castañeda, 62 years old, Corporate Relationship Management G Head, has been in PLDT's service for over 35 years and held various positions in the areas of sales and marketing. He is the President of PLDT Subic Telecom, Inc. and PLDT Clark Telecom, Inc. and a director of Smart NTT Multi-media, Inc. He obtained his Bachelor of Science Degree in Electronics and Communications Engineering from the University of Santo Tomas.

Ms. Rebecca Jeanine R. De Guzman, 51 years old, Home Customer Care and Sales Support Head, has been in PLDT's service since March 2003. Prior to joining PLDT, she was the Chief Operating Officer of C Quadrant Corporation from April 2000 to February 2003, the General Manager for Provincial Sales and Operations (January 1997 to May 1999) and for NCR/Luzon Sales and Operations (June 1999 to August 2000) of Telecommunications Specialists, Inc. Ms. De Guzman graduated with a Bachelor of Arts Degree in Business Administration from Maryknoll College.

Ms. Alona S. Dingle, 40 years old, Financial Reporting Head, joined the Company in July 2002 and served as Manager until July 2004 then as Senior Manager until October 2005 for Subsidiaries and Affiliates Accounting. She was a Senior Manager for Financial Business Consolidation until April 2007 and Assistant Vice President for Financial Reporting until March 25, 2010. Prior to joining PLDT, she served as Audit Manager of Isla Lipana & Co., formerly Joaquin Cunanan & Co., a member firm of PricewaterhouseCoopers, from 1995 to May 2002 and as Accountant of Menzi & Co., Inc. from 1994 to 1995. Ms. Dingle obtained her Bachelor in Accountancy Degree from the Polytechnic University of the Philippines.

Mr. Margarito G. Dujali, Jr., 40 years old, Home Data Solutions Head, manages the Company's broadband business such as PLDT myDSL, PLDTFibr, Wifi Zone and ARPU building programs. He joined the Company in December 2000 and served as Senior Product Manager until May 2003 and Assistant Vice President until June 2003, for Long Distance Services. He was Assistant Vice President for Retail Voice Usage (PLDT NDD, IDD, Cards) until January 2008 and Assistant Vice President-Category Head for Retail Data Acquisition (PLDT myDSL) until July 2010. Prior to joining PLDT, he served as Junior Consultant of Asian Investments Limited from 1994 to 1997 and as Senior Product Manager, Brand Management Group for MobileBusiness (Globe Handyphone) of Globe Telecom from 1997 to 2000. Mr. Dujali obtained his Bachelor of Arts in Social Sciences Degree and Master of Arts in Communication Research Degree from the University of the Philippines.

Mr. Walter M. Gaffud, 38 years old, Home Sales and Distribution Head, joined the Company in May 2013. He has over 15 years of experience in sales, customer and distribution management in various capacities and specialization from national, regional, channel and category development levels. Prior to joining PLDT, he was the Customer Business Development Group Head/Sales Director at NutriAsia, Inc. He also served as National Sales Manager for Modern Trade of Mead Johnson, National Channel Development Manager (until 2006) and Channel Category Process Manager (2003) of Unilever Foods Philippines. Mr. Gaffud obtained his Bachelor of Science Degree in Industrial Engineering from the University of the Philippines.

Mr. Gil Samson D. Garcia, 42 years old, Revenue Management and Cash Assurance Head, joined the Company in February 2007 and served as Assistant Vice President for Financial Reporting and Controllershship, heading the Revenue and Cash Accounting until March 25, 2010, and as Vice President of Revenue and Cash Accounting until July 2010. Prior to joining PLDT, he was a Senior Director until January 2007 of the Business Risk Services Group of SyCip Gorres Velayo and Co., where he started his career in November 1992, gaining a wide-range of experiences in various industries, here and abroad, both for public and private sectors, in external audit, internal audit, finance/accounting, business process review and advisory, Sarbanes-Oxley (SOX) evaluation & consultancy, risk management, corporate governance, and business fraud investigation and detection, among others. Mr. Garcia graduated cum laude from the University of Santo Tomas with a Bachelor of Science Degree in Commerce, Major in Accounting. He is a Certified Public Accountant and a globally – Certified Internal Auditor and Certified Fraud Examiner.

Mr. Joseph Ian G. Gendrano, 37 years old, Corporate Relationship Management A Head, joined the Company in May 2013. Prior to joining PLDT, he worked with Verizon Business, Cisco Systems and Goldman Sachs in the United States. He has held technical, sales, consulting and leadership roles in these organizations as well as gained industry experience in the global financial services vertical. He served as Vice President of Goldman Sachs' Network, Voice and Multimedia Division and Chief Architect for Unified Communications platforms. Mr. Gendrano obtained his Bachelor of Science Degree in Electronics and Communications Engineering from De La Salle University and Masters of Science in Electrical Engineering Degree, Major in Telecommunications and Networking from the University of Pennsylvania.

Ms. Elisa B. Gesalta, 55 years old, Network Services Project Management Head, has been in PLDT's service for over 30 years and held various positions in engineering operations and provisioning and project management. She obtained her Bachelor of Science Degree in Electronics and Communications Engineering from the University of Santo Tomas.

Mr. John John R. Gonzales, 45 years old, Corporate Relationship Management F Head, joined the Company in June 2013. He has 23 years of experience in the IT industry. Prior to joining PLDT, he served as the Chief Executive Officer and General Manager of Business Cloud Live, Inc./Rollbase Philippines, Inc. He worked with Jebson & Jessen Communications Philippines, Inc and served as Sales Director in 2009 and General Manager in 2010. He also worked with Teledata Philippines, Inc. and served as Sales Director in 2006 and General Manager in 2007. Mr. Gonzales obtained his Bachelor of Science Degree in Computer Science from AMA Computer College.

Ms. Ma. Josefina T. Gorres, 51 years old, Enterprise Billing and Credit Management Head, has been in PLDT's service since June 2001. She is also the Smart Enterprise Business Group's Customer Operations and Support Head in a concurrent capacity since November 2010. Prior to joining PLDT, she was Head of Quality Management-Sales & Marketing Division of PCEV (formerly Piltel) from November 1997 to June 2001. Ms. Gorres obtained her Bachelor of Science Degree in Business and Economics from the De La Salle University.

Atty. Ma. Criselda B. Guhit, 51 years old, Tax Management Sector Head, joined the Company in January 2000 and served as Tax Compliance Center Head until February 2001 and Coordinator of the Tax Management Sector until February 2006. She is a director of Castin Holdings, Inc. Prior to joining PLDT, she was the Senior Manager for Tax Affairs of Metro Pacific Corporation. In 2009, she served as President of the Tax Management Association of the Philippines, Inc. Atty. Guhit is both a Certified Public Accountant and a lawyer. She obtained her Juris Doctor Degree from the Ateneo de Manila University.

Mr. Emerald L. Hernandez, 56 years old, Technical Operations Centre Center Head, has been in PLDT's service for over 30 years and manages the operations and maintenance of core, transport and access network of PLDT. From April 1, 2009 to March 31, 2011, he was in-charge of the PLDT Migration Office and responsible in the actual network migration of paystation network to NGN. He graduated with a Bachelor of Science Degree in Electronics and Communications Engineering from Pamantasan ng Lungsod ng Maynila.

Ms. Marven S. Jardiel, 46 years old, Enterprise Operations Support Readiness Head, has been in PLDT's service for over 25 years and held various positions in the areas of performance report and statistics, strategy and business development support and corporate process review and information management. She is the Officer-In-Charge and General Manager of Telesat, Inc. Ms. Jardiel graduated cum laude from the University of Santo Tomas with a Bachelor of Science Degree in Mathematics and is an MBA Candidate from the Ateneo de Manila Graduate School of Business.

Ms. Princesita P. Katigbak, 48 years old, Corporate Relationship Management E Head, has been in PLDT's service since April 2000 and served as Corporate Customer Services Staff until September 2000. She held various positions in CLA Sales-Transportation and Carrier Services from 2000 to 2003, Access Business until 2005, Broadband Business until October 2007, and Corporate Relationship Management. Prior to joining PLDT, she served as SNMI Division Sales Manager-National Sales of Smart and Smart-NTT Multimedia. She obtained her Bachelor of Science Degree in Psychology and Bachelor of Arts Degree in Guidance and Counseling from St. Scholastica's College.

Mr. Alexander S. Kibanoff, 50 years old, Training, Development and Career Management Head and concurrent Executive Development Division Head, has been in PLDT's service for over 15 years and held various positions in the areas of corporate planning and executive development. He obtained his Master in Communication and Economics Degree from the University of Wollongong, New South Wales, Australia.

Mr. Joseph Nelson M. Ladaban, 49 years old, Consumer Credit and Collection Management Head, has been in PLDT's service since March 2000 and held various positions in the areas of billing, credit and collection. Prior to joining PLDT, he spent 12 years in Citibank with the Retail Bank and Credit Card operations group. He then moved to Asia Capital as Vice President and Head for Credit Cards and Marketing Service. He obtained his Bachelor of Science Degree in Business Management from the Ateneo de Manila University.

Mr. Javier C. Lagdameo, 49 years old, Corporate Relationship Management B Head, joined PLDT in November 2003 as a Senior Manager under the Corporate Business Group. From February 2005 to December 2006, he was seconded to Smart and served as Corporate Business Group Advisor. Prior to joining PLDT, he served as Director at Leechiu & Associates, FPD Savills Philippines, Inc., FPD Savills Property Management, Inc. and Senior Vice President, Pacific Plaza Towers – Metro Pacific Corporation. Mr. Lagdameo obtained his Bachelor of Arts Degree in Business Administration from Dominican University of California, San Rafael, CA. USA.

Joselito S. Limjap, 52 years old, ICT Research & Development Head, has been in PLDT's service for over 25 years and held various positions in the areas of product research and development, demand planning, product rates and tariffs. He obtained his Bachelor of Science Degree in Electrical Engineering from the Technological University of the Philippines and Diploma in Retail Management from Del La Salle College of Saint Benilde

Mr. Albert Mitchell L. Locsin, 43 years old, Corporate Relationship Management C Head, joined the Company in June 2011. He has over 23 years of management experience and over 8 years of Business Process Outsourcing (BPO)/Information Technology (IT) management practice. He was the Global Business Development Executive of Logica Philippines from March 2008 to May 2011, Managing Consultant of People2Outsource, Incorporated from August 2006 to March 2011 and Executive Director of Business Processing Association of the Philippines from June 2005 to March 2008. Mr. Locsin obtained his Bachelor of Science Degree in Business Administration Management from Notre Dame College, Belmont, California, U.S.A and completed the Mentor



Management Program of Harvard University, Massachusetts, U. S. A.

Mr. Luis Ignacio A. Lopa, 54 years old, Enterprise Subsidiaries Account Management Head, has been in PLDT's service for over 20 years and held various positions in the areas of relationship management, sales and marketing. He is the General Manager of ABM Global Solutions, Inc. Mr. Lopa obtained his Bachelor of Science and Bachelor of Arts Degrees Major in Business Management and Applied Humanities from De La Salle University.

Ms. Ma. Carmela F. Luque, 46 years old, Financial and Corporate Audit Head, leads the PLDT Group's compliance activities for Section 404 of the U.S. Sarbanes-Oxley-Act (SOX 404). She has almost 25 years of combined experience in Internal Audit, External Audit, Finance and Business Advisory. Prior to joining PLDT in 1999, she served as Audit Manager of Sycip, Gorres, Velayo & Co., a member firm of Ernst & Young Global Limited. She obtained her Bachelor of Science in Business Administration and Accountancy Degree from the University of the Philippines. She is a Certified Public Accountant.

Atty. Oliver Carlos G. Odulio, 43 years old, Asset Protection and Risk Management Head for PLDT, Smart and Digitel, has been in PLDT's service since July 2000 and has held various offices in the areas of supply chain management and support services, which covers procurement, logistics, fleet and aviation management. Prior to joining PLDT, he served as an Associate of Tan, Acut & Lopez Law Offices from 1998 to June 2000. Atty. Odulio obtained his Juris Doctor Degree from the Ateneo de Manila University.

Atty. Aileen D. Regio, 43 years old, Regulatory Strategy Head and concurrently Supply Chain Planning and Procurement Head, has been in PLDT's service since June 2001 and served as Associate Attorney under Legal Services until November 2001, then as Head of General Legal Division until February 2004 and of Business Contracts until December 2010. She also served as Corporate Secretary and Head of Legal and Regulatory of Digitel and Corporate Secretary of Digitel Mobile from August 2012 to January 2014. Prior to joining PLDT, she was a Senior Associate at SGV & Co and Legal Officer at Union Bank. She obtained her Bachelor of Science Degree in Business Administration Major in Accounting from Pamantasan ng Lungsod ng Maynila and Bachelor of Laws Degree from Lyceum of the Philippines.

Mr. Ricardo C. Rodriguez, 55 years old, Compensation and Rewards Planning and Management Center Head, handles compensation and rewards/incentive planning and management for officers, executives, supervisory and rank-in-file employees. He has been in PLDT's service for over 30 years and held various positions in the areas of systems, management audit, executive development and organization development. Mr. Rodriguez obtained his Bachelor of Science Degree in Industrial Engineering and Master in Business Administration Degree from the University of the Philippines.

Mr. Genaro C. Sanchez, 51 years old, Carrier Relations and Sales Management Head in a concurrent capacity with his responsibilities for end-to-end management (from Planning to Operations) of the International Cable Network, has been in PLDT's service for over 30 years and held various positions in the areas of submarine cable projects, carrier relations, business support systems management, carrier product development and marketing, network planning and engineering and international cable system and gateway operations. He has a Master in Business Administration Degree from the De La Salle University and a Bachelor of Science in Electronics and Communications Engineering Degree from Mapua Institute of Technology.

Ms. Ana Maria Sotto, 55 years old, EICB Customer Experience Management Head and concurrent Network Data Integrity Program Manager, has been in PLDT's service for over 30 years and held various positions in the areas of customer service delivery management, corporate operations support and computer and network operations. She obtained her Bachelor of Science Degree in Industrial Engineering from the University of the Philippines.

Ms. Julieta S. Tañeca, 54 years old, Consumer Business System and Support Management Head, has been in PLDT's service for over 30 years and held various positions in information system planning and billing system. Ms. Tañeca graduated with a Bachelor of Science Degree in Management and Industrial Engineering from the Mapua Institute of Technology.

Mr. Jesus M. Tañedo, 63 years old, Visayas-Mindanao Customer Service District Head, manages customer service end-to-end operation such as installation and repair, billing and collection, business office, outside plant rehabilitation and maintenance and new facilities roll-out. He is concurrently the President of PLDT Maratel

and PLDT Philcom. He was the North Luzon Business District Head until January 2008. Prior to joining PLDT in January 2001, he worked for 16 years with the Philippine Export & Loan Guarantee Corporation, the export credit agency of the Philippine government and held the position of Executive Vice-President from 1987 to 2007. Mr. Tañedo obtained his Bachelor of Science Degree in Business Management from the Ateneo de Manila University.

Mr. Patrick S. Tang, 41 years old, Home Voice Solutions Head, handles residential retail and retail micro-small to medium enterprise customer acquisition, post and prepaid landline customer acquisition and develops convergent products in cooperation with Smart. He joined the Company in September 2000 and served as Product Manager for Consumer Market Products until January 2001, Senior Product Manager for Local Services until 2003, Senior Product Manager for Retail Voice Acquisition until February 2004, Assistant Vice President for Retail Voice Acquisition until February 2006 and Assistant Vice President for Retail Voice Acquisition-Postpaid until July 2010. Prior to joining PLDT, he served as Assistant Product Manager for International Long Distance Marketing of Bayan Telecommunications Holdings Corporation from March 2000 to August 2000. Mr. Tang obtained his Bachelor of Arts Degree in Social Sciences from the Ateneo de Manila University.

Mr. Victor Y. Tria, 44 years old, Corporate Relationship Management D Head, joined the Company in March 2003 and served as Senior Manager for IP Solutions Category until December 2005, Senior Manager for Domestic Data Business Management Category until March 2006, Assistant Vice President for Domestic Data Business Management Category from April 2006 to January 2008 and for Corporate Business Solutions until April 2013. Prior to joining PLDT, he held various managerial positions in Eastern Telecommunications Phils., Inc. until February 2003, with a brief engagement as Manager of Enhanced and Web Hosting Services in Cable and Wireless, U.S.A. Vienna, VA. U.S.A. from July 1999 to January 2000. Mr. Tria Obtained his Bachelor of Science Degree in Electronics and Communications Engineering from the University of Santo Tomas.

### **Other Key Contributors**

In addition to the aforementioned officers, the following are key contributors to the business of the PLDT Group:

1. Rolando G. Peña, 52 years old, is the Technology Head for PLDT, Smart, Digitel and Digitel Mobile and is responsible for developing and overseeing the Technology Roadmap for the PLDT Group. He heads the evaluation, analysis and execution of the accelerated network build-out program encompassing fixed, wireless and broadband networks to ensure the PLDT Group's undisputed leadership in network capability, innovation and customer experience. He is a director of Smart and other subsidiaries of Smart including Smart Broadband, Inc. and i-Contacts Corporation where he is also the President, Wolfpac Mobile, Inc., Smart e-Money, Inc., Smart Money Holdings Corporation, PH Communications Holdings Corporation, Chikka Holdings Limited, Wireless Card, Inc., Smart Hub, Inc., Airborne Access Corporation, Connectivity Unlimited Resources, Inc., and Primeworld Digital Systems, Inc., and PCEV. He also holds directorships in Mabuhay Investments, PLDT ClarkTel, PLDT SubicTel, Bonifacio Communications, E-Meralco Ventures, Inc. and Radius Telecoms, Inc.

Mr. Peña has over 31 years of experience in telecommunication operations and was chosen as Electronics and Communications Engineer for the year 2000 by the Institute of Electronics and Communications Engineers of the Philippines. From 2008 to January 2011, he was the Customer Service Assurance Group Head of PLDT and Smart. From 1999 to 2007, he was the Head of Network Services Division of Smart and prior to joining Smart in 1994, he was the First Vice President in charge of Technical Operations of Digitel.

Mr. Peña obtained his Bachelor of Science Degree in Electronics and Communications Engineering from the Pamantasan ng Lungsod ng Maynila where he received the Distinguished Alumnus Award for Telecommunications. He is a Fellow at the Telecommunications Management Institute of Canada (TEMIC) and has attended various telecommunications management courses in Hongkong, Japan, Sweden, Finland, Spain and Germany.

2. Mr. Charles A. Lim, 52 years old, is the Executive Vice President and Head for Consumer Wireless Business of Smart. Concurrently, he is also the Chief Operating Officer of Digitel Mobile which carries the brand Sun Cellular. Prior to the acquisition of Digitel by PLDT, Mr. Lim was Business Unit CEO for the Landline and Cellular business of Digitel. He was previously the Strategic Business Unit Head for Mobile Communications of Globe Telecom Inc. before joining Digitel. He was also the Director for Brand Marketing Greater China of

CocaCola China Limited Hongkong and the Business Unit Head Van den Bergh Foods of Unilever Philippines Ilc. He obtained his Bachelor of Science in Business Management Degree from Ateneo de Manila University.

3. Mr. Emmanuel Ramon C. Lorenzana, 49 years old, Executive Vice President, is the Head of the newly created Multi Media Office of the PLDT Group, which is tasked with coordinating a multi-media/multi-screen strategy for the PLDT Group. He is concurrently the President and CEO of Mediaquest and several of its subsidiaries including, among others, TV5 Network, Inc., Cignal TV, Inc., TV5 International and Media5 Marketing Corporation. From January 2012 to May 2013, he served as the Head of the Individual Business of Smart (Wireless Business) and was responsible for driving the commercial objectives and directions for the Wireless Business and establishing the Brand DNA, providing over-all directions, and creating a consumer/market-driven organization. He headed and defined the strategies for the functions of brand management, product marketing, product research and development, sales and aftersales, and strategic business support units focusing on customer experience, analytics, digital media, and all customer touchpoints including credit and payment systems. Prior to joining the PLDT Group, he was the President and Chief Operating Officer of NutriAsia Group, makers of leading food brands, since November 2008. He was the Chairman and Managing Director of Unilever Malaysia and Singapore from 2007 until October 2008 and held leadership positions in several Unilever companies including Unilever Philippines Home and Personal Care, as Managing Director from 2004 to 2007 and as Business Planning and Trade Marketing Director of Unilever Philippines from 2000 to 2001, Unilever Oral Care Category, Jakarta, Indonesia, as Vice President Asia and Africa from 2001 to 2004 and Unilever Shanghai Toothpaste Company, Shanghai, China, as Consumer and Trade Marketing Director from 1997 to 1999. Mr. Lorenzana obtained his Bachelor of Science in Chemical Engineering Degree from the University of the Philippines and attended various Executive Programs at the Massachusetts Institute of Technology in Boston, Kellogg School of Management in Chicago, and Ashridge Management School in London.

### **Family Relationships**

None of the directors/independent directors and officers of the Company or persons nominated to such positions has any family relationships up to the fourth civil degree either by consanguinity or affinity, except Mr. James L. Go (a director) and Ms. Anabelle L. Chua (Senior Vice President, Corporate Finance and Treasury) who are relatives to the fourth civil degree by consanguinity.

### **Involvement in Certain Legal Proceedings**

The Company is not aware, and none of the directors/independent directors and officers or persons nominated for election to such positions has informed the Company, of any of the following events that occurred during the past five (5) years and up to the date of this Information Statement: (a) any bankruptcy petition filed by or against any business of which a director/independent director or officer or person nominated for election to any of such positions, was a general partner or executive officer either at the time of the bankruptcy or within two years prior to that time; (b) any conviction by final judgment in a criminal proceeding, domestic or foreign, or any criminal proceeding, domestic or foreign, pending against any director/independent director or officer or person nominated for election to any of such positions, except as noted below; (c) any order, judgment, or decree, not subsequently reversed, suspended or vacated, of any court of competent jurisdiction, domestic or foreign, permanently or temporarily enjoining, barring, suspending or otherwise limiting the involvement of any director/independent director or officer or person nominated for election to any of such positions in any type of business, securities, commodities or banking activities; and (d) any finding by a domestic or foreign court of competent jurisdiction (in a civil action), the Securities and Exchange Commission or comparable foreign body, or a domestic or foreign exchange or electronic marketplace or self regulatory organization, that any director/independent director or officer or person nominated for election to any of such positions, has violated a securities or commodities law or regulation, and the judgment has not been reversed, suspended, or vacated.

The following is a description of the complaints in which our our director and President and Chief Executive Officer, Mr. Napoleon L. Nazareno and our director and Corporate Secretary, Ms. Ma. Lourdes C. Rausa-Chan are respondents:

1. Mr. Napoleon L. Nazareno and Ms. Ma. Lourdes C. Rausa-Chan, in their respective capacities as director and corporate secretary of Steniel Cavite Packaging Corporation, are impleaded as private respondents in a Supplemental Complaint docketed as OMB C-C-05-0473-1, filed by the Field Investigation of the Office of the Ombudsman (“OMB”).

The Supplemental Complaint dated April 16, 2012 is for the alleged commission of: (a) violation of Section 3(e) of Republic Act No. 3019 (otherwise known as the Anti-Graft and Corrupt Practices Act); and (b) estafa through falsification of public documents in relation to Article 171 and Article 172 of the Revised Penal Code. The case relates to the alleged illegal and fraudulent acquisition by Mannequin International Corporation of several tax credit certificates (“TCCs”) from the One Stop Shop Inter Agency Tax Credit and Duty Drawback Center purportedly through the use of fake and spurious documents and the subsequent transfer of said TCC’s to several transferee corporations, including Steniel Cavite Packaging Corporation.

Mr. Nazareno and Ms. Rausa-Chan had no participation or involvement in the alleged anomalous acquisition and transfer of the subject TCCs and had accordingly filed their Counter-Affidavits on March 1, 2013 and March 5, 2013, respectively, seeking the dismissal of the Supplemental Complaint. The case is now pending resolution with the OMB.

2. Ms. Rausa-Chan and other former directors/officers and corporate secretaries/assistant corporate secretaries of Steniel Cavite Packaging Corporation, Metro Paper and Packaging Products, Inc., AR Packaging Corporation and Starpack Philippines Corporation are respondents in a Complaint docketed as OMB-C-C-04-0363-H (CPL No. 04-128), filed with OMB. The Complaint is for alleged: (a) violation of Republic Act No. 3019 (otherwise known as the Anti-Graft and Corrupt Policies Act); (b) estafa through falsification of public documents; (c) falsification of public documents under Article 171, in relation to Article 172, of the Revised Penal Code (RPC); (d) infidelity in the custody of public documents under Article 226 of the RPC; and (e) grave misconduct. It relates to various TCCs (allegedly fraudulent, with spurious and fake supporting documents) issued to Victory Textile Mills, Inc. (allegedly a non-existent corporation with fictitious incorporators and directors) and transferred to several companies including the aforesaid companies. The Complaint against Ms. Rausa-Chan involves the first two offenses only, in her capacity as Corporate Secretary of Metro Paper and Packaging Products, Inc.

Although Ms. Rausa-Chan had no participation or involvement in the alleged anomalous acquisition and transfer of the subject TCCs, the OMB, through a Resolution dated March 6, 2012, found probable cause to charge Ms. Rausa-Chan, together with the other respondents, with several counts of Estafa Thru Falsification of Public and Official Documents and Violation of Section 3(e) of Republic Act No. 3019. Ms. Rausa-Chan, thereafter, timely filed a Motion for Reconsideration dated June 30, 2012 seeking the reconsideration of the Resolution of the OMB. On June 13, 2013, the OMB granted Ms. Rausa-Chan’s Motion for Reconsideration and accordingly dismissed the complaint against her.

## Compensation

The table below sets forth the aggregate amount of compensation paid in 2012 and 2013 and estimated amount of compensation expected to be paid in 2014: (1) to the Chief Executive Officer and four most highly compensated executive officers of the Company, as a group; and (2) to all other executive officers, other officers and directors, as a group.

Name and Principal Position	Year	Salary <sup>17</sup> (In Million)	Bonus <sup>18</sup> (In Million)	Other Compensation <sup>19</sup>
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<sup>17</sup> Basic Monthly Salary

<sup>18</sup> Includes Longevity Pay, Mid-year Bonus, 13<sup>th</sup> Month Pay and Christmas Bonus

<sup>19</sup> Includes Variable Pay and other payments. Variable Pay is based on an annual incentive system that encourages and rewards both individual and group/team performance and is tied to the achievement of Corporate/Unit/Customer Satisfaction Objectives. It covers regular officers and executives of the Company and is based on a percentage of their Guaranteed Annual Cash Compensation. Included in the 2012 figure is the discretionary payment made in May 2012 to cushion the impact of the cancellation of LTIP3.

				(In Million)
1. Napoleon L. Nazareno President & CEO <sup>20</sup>				
2. Ernesto R. Alberto Executive Vice President				
3. Anabelle L. Chua Senior Vice President				
4. Ma. Lourdes C. Rausa-Chan Senior Vice President				
5. Rene G. Banez Senior Vice President				
CEO & four most highly compensated executive officers	Actual 2012 <sup>21</sup>	58	15	65
	Actual 2013	60	14	59
	Projected 2014	66	16	53
All other executive officers, other officers and directors as a group (excluding the CEO and four most highly compensated executive officers)	Actual 2012	244	62	264
	Actual 2013	247	62	327
	Projected 2014	274	68	212

Each of the directors of the Company is entitled to a director's fee for each meeting of the Board of Directors attended. In addition, the directors who serve in the committees of the Board of Directors, namely, the Audit, Governance and Nomination, Executive Compensation and Technology Strategy Committees, are each entitled to a fee for each committee meeting attended.

On January 27, 2009, the Board of Directors of the Company approved the increase in director's fee to P200,000 from P125,000, for Board meeting attendance and to P75,000 from P50,000, for Board Committee meeting attendance. The director's fee was last adjusted in July 1998. The Executive Compensation Committee recommended the increase taking into consideration PLDT's profitability growth (versus Board remuneration) and the results of the survey on Board remuneration conducted by Watson Wyatt, which showed that PLDT directors' remuneration consisting only of fees for meeting attendance was below the median of directors' remuneration among the participating companies consisting of fees for meeting attendance and/or retainer fees and profit share.

Except for the fees mentioned above, the directors are not compensated, directly or indirectly, for their services as such directors.<sup>22</sup>

## Incentives and Benefits Plans

### A. Long Term Incentive Plan

On August 3, 2004, PLDT's Board of Directors approved the establishment of a Long Term Incentive Plan (the "LTIP1") for eligible executives, officers and advisors of PLDT and its subsidiaries, which was administered by the Executive Compensation Committee. The LTIP1 was originally a four-year cash-settled share based plan covering the period January 1, 2004 to December 31, 2007 (the "LTIP1 Performance Cycle"). The payment was intended to be made at the end of the LTIP1 Performance Cycle (without interim payments) contingent upon

<sup>20</sup> The President & CEO receives compensation from Smart but not from PLDT; thus, the above compensation table does not include the salaries, bonuses and other compensation of Mr. Nazareno.

<sup>21</sup> The four most highly compensated officers of the Company in 2012 were the following: Mr. Ernesto R. Alberto, Ms. Anabelle L. Chua, Ms. Ma. Lourdes C. Rausa-Chan and Mr. Menardo G. Jimenez, Jr.

<sup>22</sup> The aggregate amount of per diems paid to the directors for their attendance in Board and Board Committee meetings is included in Other Compensation. The total amount of per diems paid in 2012 and 2013 were P34,600,000 and P31,900,000, respectively. The total amount of per diems estimated to be paid in 2014 is P36,400,000.

the achievement of the approved target increases in PLDT's common share price by the end of the LTIP1 Performance Cycle and the cumulative consolidated net income target for the LTIP1 Performance Cycle.

On August 28, 2006, PLDT's Board of Directors approved the broad outline of the PLDT Group's strategic plans for 2007 to 2009 focusing on the development of new revenue streams to drive future growth while protecting the existing core communications business. To ensure the proper execution of the three-year strategic plans, particularly with respect to the manpower resources being committed to such plans, a new Long Term Incentive Plan (the "**LTIP2**") covering a three-year period of performance commencing on January 1, 2007 and ending on December 31, 2009 (the "**LTIP2 Performance Cycle**") was approved by PLDT's Board of Directors. LTIP2 followed the same general framework as LTIP1. As a result of the establishment of LTIP2, PLDT's Board of Directors also approved the early vesting under LTIP1 by the end of year 2006. The awards pay-out for LTIP2 was made in the second quarter of 2010 based on the attainment of the cumulative consolidated net income target for the LTIP2 Performance Cycle.

On July 7, 2010, PLDT's Board of Directors approved the third Long Term Incentive Plan (the "**LTIP3**") covering the performance cycle January 1, 2010 to December 31, 2012 (the "**LTIP3 Performance Cycle**"). LTIP3 aimed to focus the efforts and attention of officers and executives on the achievement of the long-term strategic plans and objectives of the PLDT group including new business strategies in respect of fixed and wireless broadband, next generation network products and services and expansion in the outsourcing and communications technology areas. Under LTIP3, selected officers and executives shall be attributed an Individual Target Award. The Actual Award under LTIP3 was contingent on the achievement of the cumulative consolidated core earnings target by the end of the Performance Cycle and the consolidated core earnings target for each year of the Performance Cycle.

On March 22, 2012, PLDT's Board of Directors approved the cancellation of LTIP3 in order to ensure the proper execution of the Group's strategic and operational business plans taking into account the acquisition of Digitel in 2011 and other recent market developments as well as the establishment of a new Long Term Incentive Plan covering the performance cycle 2012-2014 (the "**LTIP4**"). The LTIP4, the award of which is contingent upon the successful achievement of certain profit targets, aligns the execution of the business strategies of the expanded Group, including Digitel, over the three year period 2012-2014. The LTIP4 allows for the participation of a number of senior and important new hires, ensures the continuity of management and assists in succession planning for the Group.

## **B. Benefit Plan**

The Company has a trustee, non-contributory defined benefit plan (the "**Benefit Plan**") covering all permanent and regular employees. The Benefit Plan provides benefits upon normal retirement beginning at age 65, early retirement beginning at age 50 or completion of at least 30 years of credited service, voluntary separation beginning at age 40 or completion of at least 15 years of credited service, total and physical disability, death and involuntary separation. Benefits are based on the employee's final monthly basic salary and length of service.

Except as provided in the plans described above, there are no other agreements or arrangements pursuant to which officers and directors of the Company may be entitled to receive any cash or non-cash compensation, or any benefits or payments in case of termination of employment or a change in control of the Company.

## **CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS**

Except for the Related Party Transactions described in Note 24 to the audited financial statements contained in the Company's Annual Report for the year 2012 and Note 24 to the audited financial statements contained in the Company's Annual Report for the year 2013, there has been no material transaction during the last two fiscal years, nor is there any material transaction currently proposed, to which the Company or any of its subsidiaries was or is to be a party in which any incumbent director/independent director or officer of the Company, or any person nominated for election to such positions, or any owner of more than ten percent of the Company's outstanding voting stock, or any member of the immediate family of any of the foregoing, had or is to have a direct or indirect material interest. In the ordinary course of business, the Company has transactions with other

companies in which some of such persons or former officers of the Company or its subsidiaries may have an interest, but these transactions have been negotiated on an arm's length basis and are not material.

No director/independent director or officer of PLDT or associate of any director/independent director or officer of PLDT was indebted to PLDT at any time during the past two years.

## **AMENDMENT TO THE THIRD ARTICLE OF THE ARTICLES OF INCORPORATION**

### **Proposed Amendment**

On February 20, 2014, the Securities and Exchange Commission ("**SEC**") issued Memorandum Circular No. 6 Series of 2014 ("**SEC MC No. 6**"), directing all corporations and partnerships whose articles of incorporation or articles of partnership indicate only a general address as their principal office address such that it refers only to a city, town or municipality, or "Metro Manila" to file an amended articles of incorporation or amended articles of partnership in order to specify their complete address, such that, if feasible, it has a street number, street name, barangay, city or municipality, and if applicable, the name of the building, the number of building or number of the room or unit. The SEC has given the affected corporations or partnerships until December 31, 2014 to effect a change in their principal office address.

Under the current Amended Articles of Incorporation ("**Amended Articles**") of the Company, the Third Article thereof provides, as follows:

"Third. That the place where the principal office of the corporation is to be established, or located, is Metro Manila, Philippines."

In order that the Company will be compliant with SEC MC No. 6, on April 1, 2014, the Board authorized the amendment to the Third Article of the Amended Articles to indicate the specific place where the principal office of the Company is to be established or located. The Third Article of the Amended Articles, as amended, is set forth below:

"Third. That the place where the principal office of the corporation is to be established or located is at **Ramon Cojuangco Building, Makati Avenue, Makati City**."

### **Approvals**

The aforementioned amendment to the Third Article of the Amended Articles is subject to approval by stockholders representing at least two-thirds of the outstanding capital stock of Company and approval by the SEC pursuant to Section 16 of the Corporation Code.

The Board recommends that the stockholders approve the aforementioned amendment to the Third Article of the Amended Articles.

## **OTHER MATTERS**

### **Information on PLDT's Independent Auditors and Other Related Matters**

Article XII of our By-Laws provides that the Audit Committee constituted by the Board of Directors shall be directly responsible for the appointment, compensation, retention, removal or termination of engagement and oversight of the Company's independent auditors. Pursuant to this By-Laws provision, our Audit Committee approved the engagement or appointment of Sycip Gorres Velayo & Co. ("**SGV**"), a member practice of Ernst & Young Global, as the Company's independent auditors. The Audit Committee is composed of Mr. Pedro E. Roxas, as Chairman and Messrs. Artemio V. Panganiban and Alfred V. Ty, as members, all of whom are independent directors. Ms. Corazon S. de la Paz-Bernardo and Messrs. James L. Go, Setsuya Kimura and

Roberto R. Romulo are Advisors to the Audit Committee.

SGV has served as our independent auditors for the past eleven calendar years. In compliance with the five-year rotation requirement with respect to independent auditors and as provided under the Company's By-Laws and applicable laws and rules, Mr. Ramon D. Dizon from SGV took over as the new lead engagement/audit partner with the primary responsibility for the audit of the Company's financial statements beginning in calendar year 2013. Mr. Dizon replaced Ms. Marydith C. Miguel from SGV, who was the lead engagement/audit partner for the audit of the Company's financial statements in the preceding five years (2008-2012).

The audit fees paid to SGV or accrued by the Company for the audit of the Company's financial statements, review of interim financial statements and services that are normally provided by the independent auditors in connection with statutory and regulatory filings amounted to approximately P41 million in 2013 and Php44 million in 2012. The Company also paid other fees of approximately P16 million in 2013 and Php17 million in 2012, respectively, to SGV with respect to the audit of the Company's Sarbanes-Oxley Act Section 404 assessment. Out-of-pocket and incidental expenses do not exceed five percent of the agreed engagement fees. In year 2014, the Company expects to pay or accrue the same level of audit and audit-related fees accrued in 2013.

The Audit Committee pre-approves all audit and non-audit services as these are proposed or endorsed before these services are performed by the independent auditors.

The Company has no disagreement with SGV on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure.

The representatives of SGV are expected to be present at the Annual Meeting and will have an opportunity to make a statement if they desire to do so and to respond to appropriate questions.

## Voting Procedures

### 1. Voting Rights

Owners of shares of Common Stock and Voting Preferred Stock as of the Record Date present or represented by proxy at the Annual Meeting shall be entitled to vote on the approval of the audited financial statements for the fiscal year ended December 31, 2013 (Item 4 of the Agenda), election of directors (Item 5 of the Agenda) and approval of the amendment to the Third Article of the Articles of Incorporation (Item 6 of the Agenda).

Owners of shares of Non-Voting Serial Preferred Stock as of the Record Date present or represented by proxy at the Annual Meeting shall not be entitled to vote on Item 4 and Item 5 of the Agenda. However, such owners of shares of Non-Voting Serial Preferred Stock shall be entitled to vote on the approval of amendment to the Third Article of the Articles of Incorporation (Item 6 of the Agenda) in accordance with Section 6 of the Corporation Code.

### 2. Votes Required

Matters For Stockholders Approval	Class of Shares Entitled to Vote	Votes Required
Approval of audited financial statements for the fiscal year ended December 31, 2013 contained in the Company's 2013 Annual Report	Common Shares and Voting Preferred Shares	Majority of total outstanding Common Shares and Voting Preferred Shares



Election of 13 directors including 3 independent directors for the ensuing year	Common Shares and Voting Preferred Shares	13 nominees receiving the highest number of votes shall be declared elected and 3 of them who have been pre-qualified as independent directors will be declared elected as such
Approval of amendment to the Third Article of the Articles of Incorporation to indicate that the place where the principal office of the Company is to be established or located is at Ramon Cojuangco Building, Makati Avenue, Makati City	Common Shares, Voting Preferred Shares and Non-Voting Serial Preferred Shares	2/3 of total outstanding Common Shares, Voting Preferred Shares and Non-Voting Serial Preferred Shares voting as a whole

### 3. Manner of Voting

Voting will be by means of written voting instructions submitted by, and taking into account the number of shares which, the stockholders present or represented by proxy at the Annual Meeting and entitled to vote thereat own directly or for which they hold proxies.

### 4. Method of Counting Votes

Counting of votes will be done by the Corporate Secretary or her authorized representative(s) with the assistance of the representative(s) of the Company's independent auditors, Sycip, Gorres, Velayo & Co., and stock transfer agents, Hongkong and Shanghai Banking Corporation for Common Stock and Voting Preferred Stock, and Rizal Commercial Banking Corporation for Non-Voting Serial Preferred Stock. All votes attaching to the shares of stock owned by stockholders whose proxies were received by the Company will be cast in accordance with the voting instructions given or authority granted under the proxies.

The Company's tabulation, registration and reporting system has been reviewed and tested by an independent third party in accordance with the Philippine Standards on Related Services 4400 Agreed Upon Procedure issued by the Auditing Standards and Practices Council. Representatives from SGV are expected to be present in the Annual Meeting to check the completeness and accuracy of the encoded proxies and voting instructions as well as the completeness and accuracy of the voting and attendance results generated by the system.

### Special Note Regarding Forward Looking Statements

This Information Statement contains some statements which constitute "forward-looking statements". We have based these forward-looking statements on our current beliefs, expectations and intentions as to facts, actions and events that will or may occur in the future. Such statements generally are identified by forward-looking words such as "believe", "plan", "anticipate", "continue", "estimate", "expect", "may" or other similar words.

A forward-looking statement may include a statement of the assumptions or bases underlying the forward-looking statement. We have chosen these assumptions or bases in good faith and we believe they are reasonable in all material respects. However, we caution that assumed facts or bases almost always vary from actual results and the differences between assumed facts and actual results can be material depending on the circumstances. These forward-looking statements are subject to risks and uncertainties, some of which are beyond our control. In addition, any forward-looking statement made by us in this Information Statement or elsewhere speaks only as at the date on which we made it. New risks and uncertainties come up from time to time, and it is impossible for us to predict these events or how they may affect us. We have no duty to, and do not intend to, update or revise the statements in this Information Statement after the date hereof. In light of these risks or uncertainties, any forward-looking statement made in this Information Statement or elsewhere might not occur.

The Company will provide without charge to each person solicited, upon the written request of any such person, a copy of the Company's Annual Report in SEC Form 17-A. Such written request should be directed to the Corporate Secretary, Philippine Long Distance Telephone Company, 9th Floor, PLDT MGO Building, Legaspi St. cor. Dela Rosa St., Makati City, Philippines.

The Notice and Agenda for the Annual Meeting, this Information Statement and the Company's Annual Report in SEC Form 17-A are posted on the Company's website and can be accessed at [www.pldt.com](http://www.pldt.com).

#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Information Statement is true, complete and correct in all material respects.

Signed in the City of Makati, Philippines on the 30<sup>th</sup> day of April, 2014.

PHILIPPINE LONG DISTANCE TELEPHONE COMPANY



MA. LOURDES C. RAUSA-CHAN  
Corporate Secretary