



June 9, 2020

Philippine Stock Exchange  
6/F Philippine Stock Exchange Tower  
28<sup>th</sup> Street corner 5<sup>th</sup> Avenue  
Bonifacio Global City, Taguig City

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

Gentlemen:

In compliance with Section 17.1 (b) of the Securities Regulation Code and SRC Rule 17.1.1.1.3(b).2, we submit herewith a copy of SEC Form 17-C with respect to certain discloseable events/information.

This shall also serve as the disclosure letter for the purpose of complying with the PSE Revised Disclosure Rules.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Ma. Lourdes C. Rausa-Chan'.

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



June 9, 2020


SECURITIES & EXCHANGE COMMISSION  
Secretariat Building, PICC Complex  
Roxas Boulevard, Pasay City

Attention: Mr. Vicente Graciano P. Felizmenio, Jr.  
Director – Markets and Securities Regulation Dept.

Gentlemen:

In compliance with Section 17.1 (b) of the Securities Regulation Code and SRC Rule 17.1.1.1.3(a), we submit herewith two (2) copies of SEC Form 17-C with respect to certain discloseable events/information.

Very truly yours,

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

## COVER SHEET

SEC Registration Number

P	W	-	5	5					
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Company Name

P	L	D	T	I	N	C.																													

Principal Office (No./Street/Barangay/City/Town/Province)

R	A	M	O	N	C	O	J	U	A	N	G	C	O	B	U	I	L	D	I	N	G															
M	A	K	A	T	I	A	V	E	N	U	E																									
M	A	K	A	T	I	C	I	T	Y																											

Form Type <table border="1" style="width: 100%; border-collapse: collapse; text-align: center;"> <tr> <td style="width: 25px;">17</td> <td style="width: 25px;">-</td> <td style="width: 25px;">C</td> <td style="width: 25px;"></td> </tr> </table>	17	-	C		Department requiring the report <table border="1" style="width: 100%; border-collapse: collapse; text-align: center;"> <tr> <td style="width: 25px;">M</td> <td style="width: 25px;">S</td> <td style="width: 25px;">R</td> <td style="width: 25px;">D</td> </tr> </table>	M	S	R	D	Secondary License Type, If Applicable <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 25px; height: 20px;"></td> <td style="width: 25px;"></td> <td style="width: 25px;"></td> <td style="width: 25px;"></td> </tr> </table>				
17	-	C												
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**COMPANY INFORMATION**

Company's Email Address <div style="border: 1px solid black; height: 25px; width: 100%; margin-top: 5px;"></div>	Company's Telephone Number/s <table border="1" style="width: 100%; border-collapse: collapse; text-align: center; margin-top: 5px;"> <tr><td><b>88168553</b></td></tr> </table>	<b>88168553</b>	Mobile Number <div style="border: 1px solid black; height: 25px; width: 100%; margin-top: 5px;"></div>			
<b>88168553</b>						
No. of Stockholders <table border="1" style="width: 100%; border-collapse: collapse; text-align: center; margin-top: 5px;"> <tr><td><b>11,587</b></td></tr> <tr><td><b>As of May 31, 2020</b></td></tr> </table>	<b>11,587</b>	<b>As of May 31, 2020</b>	Annual Meeting Month/Day <table border="1" style="width: 100%; border-collapse: collapse; text-align: center; margin-top: 5px;"> <tr><td><b>Every 2<sup>nd</sup> Tuesday of June</b></td></tr> </table>	<b>Every 2<sup>nd</sup> Tuesday of June</b>	Fiscal Year Month/Day <table border="1" style="width: 100%; border-collapse: collapse; text-align: center; margin-top: 5px;"> <tr><td><b>December 31</b></td></tr> </table>	<b>December 31</b>
<b>11,587</b>						
<b>As of May 31, 2020</b>						
<b>Every 2<sup>nd</sup> Tuesday of June</b>						
<b>December 31</b>						

**CONTACT PERSON INFORMATION**

The designated contact person **MUST** be an Officer of the Corporation

Name of Contact Person <table border="1" style="width: 100%; border-collapse: collapse; text-align: center; margin-top: 5px;"> <tr><td><b>Ma. Lourdes C. Rausa-Chan</b></td></tr> </table>	<b>Ma. Lourdes C. Rausa-Chan</b>	Email Address <table border="1" style="width: 100%; border-collapse: collapse; text-align: center; margin-top: 5px;"> <tr><td><a href="mailto:lrchan@pldt.com.ph"><b>lrchan@pldt.com.ph</b></a></td></tr> </table>	<a href="mailto:lrchan@pldt.com.ph"><b>lrchan@pldt.com.ph</b></a>	Telephone Number/s <table border="1" style="width: 100%; border-collapse: collapse; text-align: center; margin-top: 5px;"> <tr><td><b>88168553</b></td></tr> </table>	<b>88168553</b>	Mobile Number <div style="border: 1px solid black; height: 25px; width: 100%; margin-top: 5px;"></div>
<b>Ma. Lourdes C. Rausa-Chan</b>						
<a href="mailto:lrchan@pldt.com.ph"><b>lrchan@pldt.com.ph</b></a>						
<b>88168553</b>						
Contact Person's Address <table border="1" style="width: 100%; border-collapse: collapse; text-align: center; margin-top: 5px;"> <tr><td><b>MGO Building, Legaspi St. corner Dela Rosa St., Makati City</b></td></tr> </table>				<b>MGO Building, Legaspi St. corner Dela Rosa St., Makati City</b>		
<b>MGO Building, Legaspi St. corner Dela Rosa St., Makati City</b>						

**Note:** In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

SECURITIES AND EXCHANGE COMMISSION

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.1

1. June 9, 2020  
Date of Report (Date of earliest event reported)
2. SEC Identification Number PW-55
3. BIR Tax Identification No. 000-488-793
4. PLDT Inc.  
Exact name of issuer as specified in its charter
5. PHILIPPINES  
Province, country or other jurisdiction  
of Incorporation
6. \_\_\_\_\_ (SEC Use Only)  
Industry Classification Code
7. Ramon Cojuangco Building, Makati Avenue, Makati City  
Address of principal office
- 1200  
Postal Code
8. (632) 8816-8553  
Issuer's telephone number, including area code
9. Not Applicable  
Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 8 and 12 of the Securities Regulation Code and  
Sections 4 and 8 of the Revised Securities Act

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
_____	
_____	
_____	

11. Item 4 (Election of Directors and Officers) and Item 9 (Other Events)

We disclose the following information pertaining to the Annual Meeting of Stockholders (“**Annual Meeting**”) and Organizational Meeting of the Board of Directors (“**Organizational Meeting**”) of PLDT Inc. (the “**Company**” or “**PLDT**”) and the actions approved in said meetings.

1. Annual Meeting

1.1 The Annual Meeting was held on June 9, 2020 at 3:00 p.m. in virtual format, due to the COVID-19 pandemic and related government regulations which prevent the holding of an in-person meeting.

(a) As at the Record Date, April 13, 2020 (the “**Record Date**”), the total outstanding shares of PLDT entitling the holders thereof to attend the Annual Meeting was 666,056,645, broken down as follows:

Class of Shares	Number of Shares
Common	216,055,775
Voting Preferred	150,000,000
Non-Voting Serial Preferred	300,000,870
Total	666,056,645

(b) As at the Record Date, the total outstanding shares of PLDT (i) with voting rights and (ii) without voting rights but pursuant to Section 6 of the Revised Corporation Code are entitled to vote on certain matters presented for stockholders’ approval was 666,056,645 (the “**Voting Shares**”), broken down as follows:

Class of Shares	Number of Shares
Common	216,055,775
Voting Preferred	150,000,000
Non-Voting Serial Preferred	300,000,870
Total	666,056,645

(c) The total shares of voting stock, and shares of voting stock and non-voting stock owned or held by the stockholders present or represented by proxy at the Annual Meeting were 318,501,279 and 618,501,279, representing 87.01% and 92.86% of the total outstanding shares of voting stock, and voting and non-voting stocks, respectively, of PLDT as at the Record Date, broken down as follows:

QUORUM		
STOCKHOLDERS ATTENDING IN PERSON/BY PROXY	VOTING STOCK	VOTING AND NON-VOTING STOCK
Number of shares represented by stockholders attending in person (via remote communication)	1,276,401	1,276,401
Number of shares represented by proxy	317,224,878	617,224,878
Number of shares represented by stockholders attending in person (via remote communication) and represented by proxy	318,501,279	618,501,279
Percentage to Outstanding	87.01	92.86

Therefore, there was a quorum for the valid transaction of business at the Annual Meeting.

- (d) All of the thirteen (13) incumbent directors, including the Chairman of the Board, the Chairmen of the Audit, Risk, Governance and Nomination, Executive Compensation, and Technology Strategy Committees, the President and Chief Executive Officer and other key officers of the Company were present in the Annual Meeting. Representatives from the Company's independent auditors, Sycip Gorres Velayo & Co. ("SGV") were also present in the Annual Meeting.
- 1.2 Each item in the Agenda for the Annual Meeting that is subject to stockholders' approval was voted upon by means of written voting instructions and/or online voting in absentia.
- 1.3 The voting requirement and the votes cast for each of the following items in the Agenda that is subject to stockholders' approval are as follows:
- (a) Approval of the audited financial statements for the fiscal year ended December 31, 2019 contained in the Company's 2019 Annual Report.

Class of Shares	VOTING REQUIREMENT		
	Majority of Total Outstanding Common and Voting Preferred Shares		
	VOTES CAST		
Common	For	Against	Abstain
Stockholders who participated in the Annual Meeting and voted online	59,555	0	10
Stockholders who participated in the Annual Meeting but with proxies previously filed	755,617	0	0
Stockholders represented by proxies	166,951,648	7,483	265,747
Sub-Total	167,766,820	7,483	265,757
Voting Preferred			
Stockholders who participated in the Annual Meeting and voted online	0	0	0
Stockholders who participated in the Annual Meeting but with proxies previously filed	0	0	0
Stockholders represented by proxies	150,000,000	0	0
Sub-Total	150,000,000	0	0
Grand Total	317,766,820	7,483	265,757

With more than two-thirds (2/3) of the outstanding Common and Voting Preferred Shares voted in favor of the approval of the audited financial statements of the Company for the fiscal year ended December 31, 2019 contained in the Company's 2019 Annual Report, the said financial statements were approved.

- (b) Election of thirteen (13) directors including three (3) independent directors for the ensuing year, whose background information are contained in the Information Statement.

The Chairman explained the review or screening process of the Governance and Nomination Committee ("GNC") to determine whether each of the director-nominees possesses the qualifications and none of the disqualifications for directorship, and whether each of the independent director-nominees meets the additional criteria or qualifications for an independent director, as well as the diversity aspects considered by the GNC pursuant to the Company's Board Diversity Policy.

NAME OF DIRECTOR/ INDEPENDENT DIRECTOR	VOTING REQUIREMENT			
	Thirteen (13) nominees receiving the highest number of votes from the holders of Common and Voting Preferred Shares shall be declared elected and three (3) of them who have been pre-qualified as independent directors shall be declared elected as such			
	VOTES CAST			
	Stockholder 1	Stockholder 2	Stockholder3	Total Number of Votes
Mr. Bernido H. Liu (Independent Director)	59,204	239,803	305,375,159	305,674,166

Chief Justice Artemio V. Panganiban (Ret) (Independent Director)	59,392	239,803	299,752,907	300,052,102
Mr. Pedro E. Roxas (Independent Director)	59,205	239,803	299,834,949	300,133,957
Judge Manuel L. Argel, Jr. (Ret.)	59,201	239,803	295,981,126	296,280,130
Ms. Helen Y. Dee	59,204	239,803	294,957,887	295,256,894
Amb. Albert F. Del Rosario	59,717	1,627,943	295,706,082	297,393,742
Atty. Ray C. Espinosa	59,226	239,803	295,039,402	295,338,431
Mr. James L. Go	59,209	239,803	293,435,940	293,734,952
Mr. Shigeki Hayashi	59,231	239,803	295,766,189	296,065,223
Mr. Junichi Igarashi	59,231	239,803	295,350,911	295,649,945
Mr. Manuel V. Pangilinan	59,707	334,703	354,767,347	355,161,757
Atty. Ma. Lourdes C. Rausa-Chan	59,206	239,803	294,691,332	294,990,341
Ms. Marife B. Zamora	59,214	239,803	295,692,459	295,991,476

Legend:

- Stockholder 1 – Stockholders who participated in the Annual Meeting and voted online  
Stockholder 2 – Stockholders who participated in the Annual Meeting but with proxies previously filed  
Stockholder 3 – Stockholders represented by proxies

Each director/independent director-nominee received the votes of more than a majority of the outstanding Common and Voting Preferred Shares. Since there are only thirteen (13) Board seats and thirteen (13) nominees, each was declared elected and three (3) of them, namely Mr. Bernido H. Liu, Retired Chief Justice Artemio V. Panganiban and Mr. Pedro E. Roxas, who have been pre-qualified as independent directors were declared elected as such.

Attached are copies of the Certifications executed by Mr. Bernido H. Liu, Retired Chief Justice Artemio V. Panganiban and Mr. Pedro E. Roxas in connection with their election as independent directors of the Company.

- (c) Approval of the proposed amendment of the Second Article of the Amended Articles of Incorporation of the Company.

This involves the amendment of the primary purpose clause, to: (a) reflect the current focus of the Company's business, which is the provision of telecommunications services (instead of installation and maintenance of telecommunications systems) through trending and constantly evolving technologies and innovative products and services, and (b) allow sufficient flexibility for the Company's business units to design their operations and expand their products and services by constantly transforming the Company from being the country's leading telecommunications company to a dynamic and customer-centric multi-media organization.

The amended Second Article of the Amended Articles of Incorporation is set out in Annex A attached hereto.

Class of Shares	VOTING REQUIREMENT		
	At least Two Thirds (2/3) of Total Outstanding Common, Voting Preferred and Non-Voting Serial Preferred Shares		
	VOTES CAST		
Common	For	Against	Abstain
Stockholders who participated in the Annual Meeting and voted online	59,500	0	65
Stockholders who participated in the Annual Meeting but with proxies previously filed	755,617	0	0
Stockholders represented by proxies	167,203,274	21,604	0
Sub-Total	168,018,391	21,604	65

<b>Voting Preferred</b>			
Stockholders who participated in the Annual Meeting and voted online	0	0	0
Stockholders who participated in the Annual Meeting but with proxies previously filed	0	0	0
Stockholders represented by proxies	150,000,000	0	0
<b>Sub-Total</b>	<b>150,000,000</b>	<b>0</b>	<b>0</b>
<b>Non-Voting Serial Preferred</b>			
Stockholders who participated in the Annual Meeting and voted online	0	0	0
Stockholders who participated in the Annual Meeting but with proxies previously filed	0	0	0
Stockholders represented by proxies	300,000,000	0	0
<b>Sub-Total</b>	<b>300,000,000</b>	<b>0</b>	<b>0</b>
<b>Grand Total</b>	<b>618,018,391</b>	<b>21,604</b>	<b>65</b>

With more than two thirds (2/3) of the outstanding Common, Voting Preferred and Non-Voting Serial Preferred Shares voted in favor of the approval of the amendment of the Second Article of the Amended Articles of Incorporation, the said amendment was approved.

- 1.4 SGV performed agreed upon procedures for the Company's registration, proxy validation, voting, tabulation and generated reports of the online systems and Stockholder Management System in accordance with the Philippine Standards on Related Services 4400, Engagements and Agreed-Upon Procedures Regarding Financial Statements issued by the Auditing Standards and Practices Council. Representatives from SGV were present at the Annual Meeting to check the determination of quorum and reports generated by the systems.
  - 1.5 Stockholders were given an opportunity to ask questions via email to [pldtshareholderservices@pldt.com.ph](mailto:pldtshareholderservices@pldt.com.ph) and [pldt.media@outlook.com](mailto:pldt.media@outlook.com). The questions received were addressed or responded to, prior to Other Matters in the Agenda, by the Chairman, President & CEO and other key officers of the Company.
  - 1.6 Stockholders were also informed that pursuant to the authority vested in the Audit Committee under the Company's By-Laws, the Audit Committee appointed SGV as independent auditors to audit the financial statements of the Company for the year 2020, and such appointment was confirmed by the Board of Directors.
2. Organizational Meeting
- 2.1 The Organizational Meeting was held in virtual format immediately after the adjournment of the Annual Meeting.
    - (a) All of the thirteen (13) directors/independent directors elected during the Annual Meeting were present in the Organizational Meeting. Also present were the five (5) nominees for appointment as members of the Advisory Board/Committee.
  - 2.2 The following actions were approved by the Board of Directors at the Organizational Meeting:
    - (a) Appointment of the members of the Advisory Board/Committee:
      - Mr. Oscar S. Reyes
      - Mr. Roberto R. Romulo
      - Mr. Benny S. Santoso
      - Mr. Orlando B. Veja



Mr. Christopher H. Young

- (b) Appointment of Mr. Manuel V. Pangilinan as Chairman of the Board of Directors
- (c) Appointment of Ret. Chief Justice Artemio V. Panganiban as Lead Independent Director
- (d) Appointment of the Chairmen, Members and Advisors of the five (5) Board Committees, as follows:

Audit Committee

Mr. Pedro E. Roxas, Chairman/Independent Member  
Mr. Bernido H. Liu, Independent Member  
Ret. Chief Justice Artemio V. Panganiban, Independent Member  
Ms. Corazon S. de la Paz-Bernardo, Advisor (Audit Committee Financial Expert)  
Mr. James L. Go, Advisor  
Mr. Junichi Igarashi, Advisor  
Mr. Roberto R. Romulo, Advisor

Risk Committee

Ret. Chief Justice Artemio V. Panganiban, Chairman/Independent Member  
Mr. Bernido H. Liu, Independent Member  
Mr. Pedro E. Roxas, Independent Member  
Mr. James L. Go, Member  
Mr. Junichi Igarashi, Member

Governance and Nomination Committee

Mr. Manuel V. Pangilinan, Chairman  
Mr. Bernido H. Liu, Independent Member  
Ret. Chief Justice Artemio V. Panganiban, Independent Member  
Mr. Pedro E. Roxas, Independent Member  
Mr. Junichi Igarashi, Member  
Ms. Gina Marina P. Ordoñez, Non-voting Member  
Atty. Ma. Lourdes C. Rausa-Chan, Non-voting Member

Executive Compensation Committee

Mr. Manuel V. Pangilinan, Chairman  
Mr. Bernido H. Liu, Independent Member  
Ret. Chief Justice Artemio V. Panganiban, Independent Member  
Mr. Pedro E. Roxas, Independent Member  
Mr. Junichi Igarashi, Member  
Ms. Gina Marina P. Ordoñez, Non-voting Member

Technology Strategy Committee

Mr. Manuel V. Pangilinan, Chairman  
Amb. Albert F. Del Rosario, Member  
Atty. Ray C. Espinosa, Member  
Mr. James L. Go, Member  
Mr. Junichi Igarashi, Member  
Mr. Oscar S. Reyes, Non-voting Member  
Mr. Orlando B. Veja, Non-voting Member

- (e) Election of the following officers to the positions indicated opposite their respective names:

<u>Name</u>	<u>Position</u>
Manuel V. Pangilinan	- President and Chief Executive Officer
Anabelle L. Chua	- Senior Vice President, Chief Financial Officer and Chief Risk Management Officer
Alfredo S. Panlilio	- Chief Revenue Officer
Victorico P. Vargas	- Business Transformation Office Head
Marilyn A. Victorio-Aquino	- Senior Vice President and Chief Legal Counsel
Gina Marina P. Ordoñez	- Senior Vice President and Chief People Officer
Ma. Lourdes C. Rausa-Chan	- Corporate Secretary and Chief Governance Officer
June Cheryl A. Cabal-Revilla	- Senior Vice President, Financial Reporting and Controllershship Head and Chief Sustainability Officer
Alejandro O. Caeg	- Senior Vice President
Juan Victor I. Hernandez	- Senior Vice President
Menardo G. Jimenez, Jr.	- Senior Vice President
Florentino D. Mabasa, Jr.	- First Vice President and Assistant Corporate Secretary
Leo I. Posadas	- First Vice President and Treasurer
Katrina L. Abelarde	- First Vice President
Marco Alejandro T. Borlongan	- First Vice President
Mary Julie C. Carceller	- First Vice President
Bernard H. Castro	- First Vice President
Marisa V. Conde	- First Vice President
Mary Rose L. Dela Paz	- First Vice President
Gil Samson D. Garcia	- First Vice President
Joseph Ian G. Gendrano	- First Vice President
Ma. Criselda B. Guhit	- First Vice President
Leah Camilla R. Besa-Jimenez	- First Vice President
Princesita P. Katigbak	- First Vice President
Albert Mitchell L. Locsin	- First Vice President
Dale M. Ramos	- First Vice President
Aileen D. Regio	- First Vice President
Luis S. Reñon	- First Vice President
Martin T. Rio	- First Vice President
Emiliano R. Tanchico, Jr.	- First Vice President
Victor Y. Tria	- First Vice President
Melissa V. Vergel De Dios	- First Vice President
Maria Cecilia H. Abad	- Vice President
Minerva M. Agas	- Vice President
Benedict Patrick V. Alcosoba	- Vice President
Elizabeth S. Andojar	- Vice President
Roy Victor E. Añonuevo	- Vice President
Tito Rodolfo B. Aquino, Jr.	- Vice President
Mitchie M. Arcaina	- Vice President
Jerameel A. Azurin	- Vice President
Rafael M. Bejar	- Vice President
Wilson S. Bobier	- Vice President
Luis Gregorio D. Casas	- Vice President
Ma. Monica M. Consing	- Vice President
Gene S. De Guzman	- Vice President
Joan A. De Venecia-Fabul	- Vice President
Aniceto M. Franco III	- Vice President
John John R. Gonzales	- Vice President
Silverio S. Ibay, Jr.	- Vice President
Gary F. Ignacio	- Vice President
Marven S. Jardiel	- Vice President

Alexander S. Kibanoff	- Vice President
Javier C. Lagdameo	- Vice President
Czar Christopher S. Lopez	- Vice President
Paolo Jose C. Lopez	- Vice President
Ma. Carmela F. Luque	- Vice President
Melanie A. Manuel	- Vice President
Ronaldo David R. Mendoza	- Vice President
Oliver Carlos G. Odulio	- Vice President
Carlo S. Ople	- Vice President
Harold Kim A. Orbase	- Vice President
Charles Louis L. Orcena	- Vice President
Raymond A. Racho	- Vice President
Eduardo H. Rafuson	- Vice President
Ricardo C. Rodriguez	- Vice President
Genaro C. Sanchez	- Vice President
Maria Christina C. Semira	- Vice President
Ma. Mercedes T. Siapatco	- Vice President
Arvin L. Siena	- Vice President
Carla Elena A. Tabuena	- Vice President
Patrick S. Tang	- Vice President
Jecyn Aimee C. Teng	- Vice President
Milan M. Topacio	- Vice President
Mary Eleanor Lydia P. Nadal-Wei	- Vice President
John Henri C. Yanez	- Vice President
Radames Vittorio B. Zalameda	- Vice President

Pursuant to the requirements of the Securities Regulation Code, the Company has duly caused this Report to be signed on its behalf by the undersigned hereunto duly authorized.

**PLDT INC.**

By:



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

June 9, 2020