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Ref No.: CGO-L2K17-001

May 23, 2017

**Corporate Compliance Department
NYSE Regulation, Inc.**

20 Broad Street, 13th Floor
New York, NY 10005
U.S.A.

Tel. No.: (001) 212-656-4542

Fax No.: (001) 212-656-5780

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Gentlemen:

In compliance with Section 303A.12(c) of the NYSE Listed Company Manual, enclosed please find the PLDT Inc.'s (Ticker Symbol: PHI) Foreign Private Issuer Annual Written Affirmation, together with its Exhibits, duly executed by our President and Chief Executive Officer, Mr. Manuel V. Pangilinan.

We trust that you will find the foregoing in order.

Thank you.

Very truly yours,

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

MA. LOURDES C. RAUSA-CHAN
Chief Governance Officer

Enclosure: a/s

NYSE Regulation

Foreign Private Issuer Section 303A Annual Written Affirmation

PLDT Inc. (Ticker Symbol: PHI) (the "Company") has checked the appropriate box:
(Insert Company name and ticker symbol)

The Company hereby affirms the following to the New York Stock Exchange ("NYSE") without qualification:

or

Subject to any noncompliance that is specifically described on Exhibit A¹ to this Annual Written Affirmation, the Company hereby affirms the following to the NYSE²:

A. Audit Committee (Section 303A.06³)

The Company has an audit committee meeting the requirements of Securities Exchange Act Rule 10A-3 ("Rule 10A-3") or is exempt therefrom. If the Company has an audit committee, each member meets the Rule 10A-3(b)(1) independence requirements or is exempt therefrom.

If the Company or an individual member of the audit committee is relying on a Rule 10A-3 exemption, a brief description of the basis for such reliance, a citation to the relevant portion of Rule 10A-3 and the name of the individual relying on the exemption, if applicable, is provided on Exhibit B. If the Company or an individual member of its audit committee is not relying on an exemption, the Company has indicated "Not Applicable" on Exhibit B.

Attached on Exhibit C is a list of the current members of the audit committee. Each audit committee member deemed independent is marked with an asterisk and, if an audit committee member is claiming a Rule 10A-3 exemption, the exemption claimed is noted on Exhibit C.

The following information is provided on Exhibit C for each member of the audit committee who is also a director of the Company⁴:

- brief biography;
- share ownership in the Company*;

¹ The Company must provide detailed disclosure on Exhibit A noting which standard it is not in compliance with, the reason for such noncompliance and a specific timetable for its return to compliance. If this Annual Written Affirmation has been signed by the Company's CEO, the Company need not also submit a notice of noncompliance as required by Section 303A.12(b).

² If the Company is unable to execute this Annual Written Affirmation without qualification, it must check this box.

³ Section 303A.06 incorporates the requirements of Rule 10A-3 promulgated by the U.S. Securities and Exchange Commission under the Securities Exchange Act of 1934.

⁴ If any or all such information is available through a U.S. Securities and Exchange Commission filing, the Company can specify the location of such disclosure on Exhibit C in lieu of restating the information.

- brief description of any direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries as specified in Rule 10A-3(b)(1)(ii)(A)*;
- indication of whether the audit committee member is an affiliated person of the Company or any of its subsidiaries as specified in Rule 10A-3(b)(1)(ii)(B)*.

* The Company has indicated on Exhibit C if the audit committee member does not own any shares of the Company, does not have any fee arrangements with the Company or its subsidiaries and/or is not an affiliated person of the Company or its subsidiaries.

B. Statement of Significant Differences (Section 303A.11)

If the Company is required to file an annual report on Form 20-F with the U.S. Securities and Exchange Commission:

The Company has included the statement of significant corporate governance differences required by Section 303A.11 in its Form 20-F. Attached on Exhibit B is the reference to where the disclosure has been made.

All other foreign private issuers:

The Company has i) included the statement of significant corporate governance differences required by Section 303A.11 in its annual report filed with the U.S. Securities and Exchange Commission or ii) made the statement of significant corporate governance differences available on or through its website and disclosed that fact and provided the website address in its annual report. Attached on Exhibit B is the reference to the document in which the disclosure has been made or the website address and reference to the document in which disclosure has been made.

Certification

This Affirmation is signed by a duly authorized officer of, and on behalf of

PLDT Inc. (Ticker Symbol: PHI)

(Name of Company)

By:  _____

Print Name: Manuel V. Pangilinan

Title: Chairman/President and CEO

Date: May 19, 2017

There is no specified form for Exhibit A or Exhibit C. The form of Exhibit B is specified and is available on www.nyx.com.

This affirmation may be submitted electronically through egovdirect.com. Alternatively, the completed form may be emailed, faxed or mailed to:

Email: corporategovernanceintl@nyx.com
Fax: 212.656.5780
Mail: Corporate Compliance Department
NYSE Regulation, Inc.
20 Broad Street, 13th Floor
New York, NY 10005
Telephone: 212.656.4542

Note: THE NYSE WILL NOT ACCEPT IF RETYPED, MODIFIED OR IF ANY TEXT OR FOOTNOTES ARE DELETED. If you have any questions regarding applicability to your Company's circumstances, please call the Corporate Compliance department prior to submission.

NYSE Regulation

Exhibit B to Foreign Private Issuer Section 303A Annual Written Affirmation

Company name and ticker symbol: PLDT Inc. (Ticker Symbol: PHI)			
1	2	3	4
Section 303A.06 Securities Exchange Act Rule 10A-3 ("Rule 10A-3") Audit Committee Requirements	Applicable Exemption	Required Rule 10A-3 Disclosure	Disclosure Location Name of document/page number where disclosure is located, if applicable
<p>State in column (2) whether the Company or any individual member of its audit committee is relying on a Rule 10A-3 exemption and provide a brief description of the basis for such reliance, a citation to the relevant portion of Rule 10A-3 and the name of the individual relying on the exemption, if applicable.</p> <p>If the Company or an individual is not relying on a Rule 10A-3 exemption, indicate "Not Applicable" in Column (2).</p> <p>For ease of reference, a brief description of the available Rule 10A-3 exemptions is provided on page 3.</p>	<p>Not Applicable</p>	<p>Disclose the following in the Company's Form 10-K, 20-F or 40-F filed with the U.S. Securities and Exchange Commission if required by Rule 10A-3(d):</p> <ul style="list-style-type: none"> • Exemption relied upon • Assessment of whether, and if so, how, such reliance would materially adversely affect the ability of the audit committee to act independently and to satisfy the other requirements of Rule 10A-3. <p>If the Company or an individual is relying on a Rule 10A-3 exemption that is required to be disclosed, provide a specific reference to the location of such disclosure in column (4).</p> <p>For ease of reference, an indication of whether disclosure is required is provided on page 3.</p>	

<p style="text-align: center;">1</p> <p>Section 303A.11 Significant Corporate Governance Differences</p>	<p style="text-align: center;">2</p> <p>Required Location</p>	<p style="text-align: center;">3</p> <p>Disclosure Location Name of document/page number where disclosure is located URL of Company website and link to specific web page, if applicable</p>
<p>Disclose the significant ways in which the Company's corporate governance practices differ from those followed by a domestic company under NYSE standards.</p>	<p>For a company required to file a Form 20-F with the U.S. Securities and Exchange Commission:</p> <ul style="list-style-type: none"> Annual report on Form 20-F filed with the U.S. Securities and Exchange Commission <p>For all other foreign private issuers:</p> <ul style="list-style-type: none"> Annual report on Form 10-K or 40-F filed with the U.S. Securities and Exchange Commission or Company website. If the disclosure is made on or through the Company's website, the Company must disclose that fact in its annual report filed with the U.S. Securities and Exchange Commission and provide the website address. 	<p>(a) Company's Form 20-F filed with the U.S. Securities and Exchange Commission for the year ended December 31, 2016, pages 100-101 which may be accessed through the Company website (www.pldt.com) with the following link to the specific web page: http://www.pldt.com/docs/default-source/annual-reports/u.s.-sec-form-20-f/pldt-2016-form-20-f.pdf?sfvrsn=0</p> <p>(b) The differences between our corporate governance practices and the NYSE listing standards are also set forth at our website, specifically following this link: http://pldt.com/docs/default-source/compliance/nyse-pldt_303a-11_2013.pdf?sfvrsn=2</p>

Rule 10A-3 exemptions for a foreign private issuer¹:

Rule 10A-3(b)(1)(iv)(A) – This provision provides a transitional exemption for a company listing in connection with an initial public offering of securities.²

Rule 10A-3(b)(1)(iv)(B) – This provision provides an exemption to allow an otherwise independent director who serves on the board of directors of both a listed company and an affiliate to serve on the audit committee of the listed company.³

Rule 10A-3(b)(1)(iv)(C) – This provision provides an exemption to allow an employee who is not an executive officer to serve on the audit committee if elected/named to the board or the audit committee pursuant to the listed company's governing law or documents, an employee collective bargaining agreement or other similar agreement or other home country legal or listing requirements.²

Rule 10A-3(b)(1)(iv)(D) – This provision provides an exemption to allow a director who is an affiliate of or a representative of an affiliate of the listed company to be a member of the audit committee to the extent that the director is not a voting member or chairperson of the audit committee and to the extent that neither the director nor the affiliate the director represents is an executive officer of the company.²

Rule 10A-3(b)(1)(iv)(E) – This provision provides an exemption for a director who is the representative or designee of a foreign government or foreign governmental entity that is an affiliate of the company to the extent the director is not an executive officer of the company.²

Rule 10A-3(b)(1)(iv)(F) – This provision provides that the U.S. Securities and Exchange Commission may grant a director an exemption from the independence requirements of Rule 10A-3.²

Rule 10A-3(c)(1) – This provision provides a general exemption from the requirement to have an audit committee where the company is listing securities but satisfies the requirements of Rule 10A-3 with respect to another class of securities already listed on a national securities exchange or national securities association.³

Rule 10A-3(c)(2) – This provision provides a general exemption from the requirement to have an audit committee for subsidiaries that are listed on a national securities exchange or market where the subsidiary's parent company satisfies the requirements of Rule 10A-3 with respect to a class of equity securities already listed on a national securities exchange or market and the subsidiary:

- is directly or indirectly consolidated by the parent; or
- is at least 50% beneficially owned.

This exemption does not apply to a subsidiary that has issued equity securities, other than non-convertible, non-participating preferred securities.³

Rule 10A-3(c)(3) – This provision provides a general exemption from the requirement to have an audit committee for a company that meets the following requirements:

- The company has a board of auditors (or similar body) or has statutory auditors, established and selected pursuant to home country legal or listing provisions.
- The board or body, or statutory auditors, is required by home country legal or listing requirements to be either: (A) separate from the board of directors; or (B) composed of one or more members of the board of directors and one or more members that are not also members of the board of directors.
- The board or body, or statutory auditors, are not elected by management of the company and no executive officer of the company is a member of such board or body or statutory auditor.
- Home country legal or listing provisions set forth or provide for standards for the independence of such board or body, or statutory auditors, from the company or its management.
- Such board or body, or statutory auditors, in accordance with any applicable home country legal or listing requirements or the company's governing documents, are responsible, to the extent permitted by law, for the appointment, retention and oversight of the work of any public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the company.
- The audit committee requirements of paragraphs 10A-3(b)(3) (Complaint procedures), 10A-3(b)(4) (Authority to engage advisors) and 10A-3(b)(5) (Funding) apply to the extent permitted by law.²

¹ This summary of the provisions of Rule 10A-3 is provided for convenience only. It is not a verbatim statement of those rules and is intended solely to assist in understanding potential exemptions. This summary should not under any circumstances be relied upon as an authoritative statement of Rule 10A-3.

² A company is required to disclose reliance on this exemption in its annual report filed with the U.S. Securities and Exchange Commission.

³ A company is not required to disclose reliance on this exemption in its annual report filed with the U.S. Securities and Exchange Commission.

EXHIBIT C

AUDIT COMMITTEE OF THE PLDT BOARD OF DIRECTORS

Members (All Independent Directors):

1. *Pedro E. Roxas* (Chairman)*

Mr. Roxas has been a member of the PLDT Board of Directors since March 1, 2001 and has been qualified as an independent director thereof since 2003. He is also the Chairman of the Risk Committee and serves as an independent member of the Governance and Nomination and Executive Compensation Committees of the PLDT Board of Directors.

He was born on March 19, 1956. He obtained his diploma in Bachelor of Science in Business Administration from the University of Notre Dame, Indiana, U.S.A.

Mr. Roxas is the Chairman of Roxas Holdings, Inc. and Roxas and Company, Inc., and an independent director of Manila Electric Company ("Meralco"), BDO Private Bank and CEMEX Holdings Phil. Inc., which are reporting Philippine Stock Exchange ("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., Hawaiian-Philippine Co. and Philippine Sugar Millers Association, and a member of the Board of Trustees of Philippine Business for Social Progress, Fundacion Santiago (where he is also the President) and Roxas Foundation, Inc.

As of March 31, 2017, Mr. Roxas owns two hundred thirty-one (231) shares¹ of common stock of PLDT. Mr. Roxas is entitled to receive director's fees in the amount of Two Hundred Fifty Thousand Pesos (PHP250,000.00) for each Board meeting attended and One Hundred Twenty-Five Thousand Pesos (PHP125,000.00) for each Board committee meeting attended (applicable for members and advisors of the Audit, Executive Compensation, Governance and Nomination, Risk, and Technology Strategy Committees).² Except as otherwise described herein, Mr. Roxas does not have any direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries. Mr. Roxas is also not an affiliated person of the Company or any of its subsidiaries.

¹ Includes two hundred ten (210) shares held on record by a PCD Nominee Corporation and bought by a Trust controlled by Mr. Roxas for his children.

² Receipt of ordinary course compensation for serving as a member of the board of directors, audit committee or any other board committee of a listed issuer or its affiliates is permitted pursuant to the exemption from the independence requirements of Rule 10A-3 under Rule 10A-3(b)(iv)(B) of the Securities Exchange Act of 1934, as amended.

2. *Retired Philippine Supreme Court Chief Justice Artemio V. Panganiban**

Honorable Panganiban was elected as independent director on April 23, 2013 and also serves as an independent member of the Governance and Nomination, Executive Compensation and Risk Committees of the PLDT Board of Directors. Prior thereto, 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.

He was born on December 7, 1936. He obtained his Bachelor of Laws Degree *cum laude* in 1960 from the Far Eastern University, passed the bar examinations in the same year as 6th placer, and was conferred a Doctor of Laws (Honoris Causa) by the University of Iloilo (1997), Far Eastern University (2002), University of Cebu (2006), Angeles University (2006), and Bulacan State University (2006).

Currently, he is an independent director of Meralco, Petron Corporation, First Philippine Holdings Corporation, Metro Pacific Investments Corporation, Robinsons Land Corporation, GMA Network, Inc., GMA Holdings, Inc., and Asian Terminals, Inc., and a regular director of Jollibee Foods Corporation, all of which are PSE-listed companies. He is also an independent director of Metro Pacific Tollways Corporation, Tollways Management Corporation, Liberty Telecoms Holdings, Inc. and Asian Hospital, Inc., a regular director of TeaM Energy Corporation, and an adviser of Metropolitan Bank and Trust Company, Bank of the Philippine Islands and Double Dragon Properties Corporation. He is the Chairman of Pan Philippine Resources Corp. and Peecee Realty, Inc., Chairman of the Board of Trustees of the Foundation for Liberty and Prosperity and Philippine Judges Foundation, Chairman of the Board of Advisers of Metrobank Foundation, Inc., trustee of Claudio Teehankee Foundation, Tan Yan Kee Foundation and Speaker Laurel Foundation, president of the Manila Metropolitan Cathedral-Basilica Foundation, Inc., adviser of University of Asia and the Pacific College of Law, Asian Institute of Management Corporate Governance Center, De La Salle University College of Law, V. Mapa Blue Falcon Honor Society, and Johann Strauss Society, member of the Advisory Board of World Bank (Philippines), Chairman-Emeritus of the Philippine Dispute Resolution Center, Inc., Chairman of the Asean Law Association (Philippine Chapter), consultant of the Judicial and Bar Council, 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 Associate 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.

As of March 31, 2017, Hon. Panganiban owns one thousand seven hundred seventy-one (1,771) shares³ of common stock of PLDT. He is entitled to receive director's fees in the amount of Two Hundred Fifty Thousand Pesos (PHP250,000.00) for each Board meeting attended and One Hundred Twenty-Five Thousand Pesos (PHP125,000.00) for each Board committee meeting attended (applicable for members and advisors of the Audit, Executive Compensation, Governance and Nomination, Risk, and Technology Strategy Committees).⁴ Except as otherwise described herein, Hon. Panganiban does not have any direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries. Hon. Panganiban is also not an affiliated person of the Company or any of its subsidiaries. (For more information, please login to his personal website, <https://cjpanganiban.com> or cjpanganiban.com)

3. *Bernido H. Liu**

Mr. Liu has been an independent director of the PLDT Board of Directors since September 28, 2015. He also serves as an independent member of the Governance and Nomination, Executive Compensation and Risk Committees of the PLDT Board of Directors.

He was born on January 8, 1963. He obtained his diploma in Bachelor of Science in Architecture from the University of San Carlos, Cebu, and completed the Executive Education Owner/President Management Program of the Harvard Business School.

Mr. Liu is the Chairman, President and Chief Executive Officer of Golden ABC, Inc. ("GABC"), a fashion retail company which creates and sells its own clothing, personal care and accessory lines marketed and retailed under a fast-growing dynamic portfolio of well-differentiated proprietary brands. He is the Group Chairman of LH Paragon Incorporated, a business holdings company which has under its management GABC and other companies from different industries, namely, Matimco Incorporated, Oakridge Realty Development Corporation, Basic Graphics Incorporated, Essentia Medical Group Incorporated, Greentree Food Solutions, Inc. and Red Logo Lifestyle, Inc., where he is the Chairman. He is also a director of GABC International Pte Limited, Children's Hour Philippines and Mga Likha ni Inay, Inc., a trustee of Philippine Retailers Association, a member of the Visayas Advisory Council of Habitat for Humanity Philippines and an independent member of the Board of Trustees of the PLDT-SMART Foundation, Inc.

Over the years, Mr. Liu has been recognized by different award-giving bodies. His awards include, among others, the Agora Award for Outstanding Achievement in Entrepreneurship from the Philippine Marketing Association, Ten Outstanding Young Men for Entrepreneurship, and Grand Bossing from PLDT SME Nation.

³ Includes one thousand seven hundred seventy (1,770) shares held on record by a PCD Nominee Corporation.

⁴ Reference is made to footnote 2 above.

As of March 31, 2017, Mr. Liu owns one (1) share of common stock of PLDT. He is entitled to receive director's fees in the amount of Two Hundred Fifty Thousand Pesos (PHP250,000.00) for each Board meeting attended and One Hundred Twenty-Five Thousand Pesos (PHP125,000.00) for each Board committee meeting attended (applicable for members and advisors of the Audit, Executive Compensation, Governance and Nomination, Risk, and Technology Strategy Committees).⁵ Except as otherwise described herein, Mr. Liu does not have any direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries. Mr. Liu is also not an affiliated person of the Company or any of its subsidiaries. However, the Company has transactions in the ordinary course of business with GABC (where Mr. Liu is the Chairman, President and Chief Executive Officer), for corporate uniforms of Sales and Service Center personnel, and Essentia Medical Group, Inc. (where Mr. Liu is a director), for diagnostic services, but the fees paid by the Company to the said firms are well below 2% of the consolidated gross revenues of each of GABC and Essentia Medical Group, Inc., are immaterial and would not likely affect the independence of Mr. Liu.

Advisors⁶

1. *Corazon S. de la Paz-Bernardo*

Ms. de la Paz-Bernardo was born on March 9, 1941. She obtained her Degree in Business Administration from the University of the East, graduating *magna cum laude* and ranked first in the 1960 Philippine board examination for certified public accountants. She has a Master's Degree in Business Administration from Cornell University as a Fulbright Grantee and University of the East Certified Public Accountant Topnotcher Scholar. Ms. de la Paz-Bernardo was the first woman to be admitted partner of Price Waterhouse International in 1973, the first woman to be named Senior Partner and Chairperson of Joaquin Cunanan & Co./PricewaterhouseCoopers-Philippines (now Isla Lipana & Co.) in 1981, a position she occupied for twenty (20) years until June 30, 2001, and a member of the Price Waterhouse World Firm Limited Board from 1992 to 1995. Thereafter, she served as the President and Chief Executive Officer of the Philippine Social Security System and Vice Chairperson of the Social Security Commission (SSC) from August 2001 to July 31, 2008, a consultant of the Office of the Chairman of the SSC from August 2008 to January 31, 2011, and the President of the International Social Security Association (a Switzerland-based organization affiliated

⁵ Reference is made to footnote 2 above.

⁶ Advisors are appointed and may only be removed by the PLDT Board of Directors, but are not members of the Audit Committee. They have the right to attend and speak at any meeting of the Audit Committee, but do not have any right to vote in respect of any action taken by the Audit Committee. Any Member of the Audit Committee may cause any Advisor to be excluded from the Committee's meetings (or parts thereof) as such Member deems appropriate in order for the Committee to carry out its responsibilities. Such Advisor may not rejoin the relevant meeting of the Committee until the Committee has completed discussion of the topic for which such Member requested such Advisor to be excluded or such Member has withdrawn his request. (Sections 3.1(c) and (d) and 4.1(l), Charter of the Audit Committee of the PLDT Board of Directors).

with the International Labor Organization) from September 2004 up to December 4, 2010 and has been the Honorary President thereof since December 2010 to the present. She was a member of the PLDT Board of Directors from September 2001 until September 30, 2008 and was thereafter appointed as financial expert and advisor of its Audit Committee. Ms. de la Paz-Bernardo also served as a director of various Philippine companies including Ayala Land Inc. (2006-2010), San Miguel Corporation (2001-2008) and Philex Mining Corporation (2001-2008). She was the Vice-Chairperson and a member of the audit committee of BDO Unibank, Inc. (BDO) from July 2007 to 2010 and is currently an Adviser to BDO's board of directors and its audit committee.

Ms. de la Paz-Bernardo is also an independent director and a member of the Audit Committee of Republic Glass Holdings Corporation since 2010. She is an independent director of Roxas & Company, Inc., as well as the Chairperson of its audit and risk committee and a member of its compensation committee and nomination, election and governance committee since 2013. She is also an independent director of Medical Doctors, Inc. (Makati Medical Center) [since October 2013], PHINMA Energy Corporation (since 2016), Trans-Asia Petroleum Corporation (since 2017) and D&L Industries, Inc. (since 2017).

She is also a trustee of several educational institutions namely, the University of the East (where she is also the Chairperson of the Audit Committee), the University of the East Ramon Magsaysay Memorial Medical Center, Miriam College (where she is also the Chairperson of the Audit Committee), MFI Foundation, Inc. (where she is also the Treasurer), and non-profit organizations including Children's Hour, Laura Vicuña Foundation for Street Children, Jaime V. Ongpin Foundation (where she is also the Vice Chairperson), the Makati Business Club, the Philippine Center for Population and Development, and was the National Chairperson of the National Citizen's Movement for Free Elections (NAMFREL), a citizens' arm duly accredited by the Commission on Elections, to monitor the May 2013 national elections in the Philippines.

As of March 31, 2017, Ms. de la Paz-Bernardo does not own any shares of common stock of PLDT. As an advisor of the Audit Committee, Ms. de la Paz-Bernardo is entitled to receive fees in the amount of One Hundred Twenty-Five Five Thousand Pesos (PHP125,000.00) for each Audit Committee meeting attended (applicable for members and advisors of the Audit, Executive Compensation, Governance and Nomination, Risk, and Technology Strategy Committees).⁷ Except for the fees received in 2016 for the special audit and review procedures performed relating to the PLDT Beneficial Trust Fund⁸, as authorized by the Audit Committee⁹ in the performance of its duties

⁷ Reference is made to footnote 2 above.

⁸ It is the beneficial trust fund created by the Company to pay the benefits under the PLDT Employees' Benefit Plan.

⁹ The Audit Committee shall have the resources and authority appropriate to discharge its responsibilities, including the authority to engage external auditors for special audits, reviews and other procedures and to retain and obtain advice from special counsel and other experts or consultants, without need for Board approval. (Section 2.2, Charter of the Audit Committee of the PLDT Board of Directors).

and responsibilities, Ms. de la Paz-Bernardo does not have any other direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries. Ms. de la Paz-Bernardo is also not an affiliated person of the Company or any of its subsidiaries.

2. *James L. Go*

Mr. Go was born on April 26, 1939. He obtained his Bachelor of Science Degree and Master of Science Degree in Chemical Engineering from the Massachusetts Institute of Technology in the U.S.A. He has been a member of the PLDT Board of Directors since November 3, 2011 and also serves as a member of its Technology Strategy and Risk Committees. 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, Vice Chairman of Robinsons Retail Holdings, Inc., and a director of Cebu Air, Inc. and 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 CFC Corporation, Marina Center Holdings Private Limited, United Industrial Corporation Limited and Hotel Marina City Private Limited. He is also the President and a trustee of the Gokongwei Brothers Foundation, Inc. He was the Vice Chairman, President and Chief Executive Officer of Digital Telecommunications Phils., Inc., until October 26, 2011.

As of March 31, 2017, Mr. Go owns one hundred twenty five thousand nine hundred fourteen (125,914) shares¹⁰ of common stock of PLDT, and JG Summit Holdings, Inc. ("JGSHI"), where he is the Chairman and Chief Executive Officer, owns seventeen million two hundred eight thousand seven hundred fifty-three (17,208,753) shares¹¹ equivalent to approximately 7.96% of the outstanding common stock of PLDT. Mr. Go is entitled to receive director's fees in the amount of Two Hundred Fifty Thousand Pesos (PHP250,000.00) for each Board meeting attended and One Hundred Twenty-Five Thousand Pesos (PHP125,000.00) for each Board committee meeting attended (applicable for members and advisors of the Audit, Executive Compensation, Governance and Nomination, Risk and Technology Strategy Committees).¹² Except as otherwise described herein, Mr. Go does not have any direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries. Mr. Go is also not an affiliated person of the Company or any of its subsidiaries.

¹⁰ Includes sixty eight (68,000) shares held on record by a PCD Nominee Corporation.

¹¹ JGSHI owns 17,208,753 common shares as at March 31, 2017. Based on a certification signed by a duly authorized officer of JGSHI, under the By-Laws of JGSHI, each of the Chairman and Chief Executive Officer of JGSHI (Mr. James L. Go) and President and Chief Operating Officer of JGSHI (Mr. Lance Y. Gokongwei) is authorized to vote the 17,208,753 common shares of PLDT owned by JGSHI and to appoint and/or sign proxies in behalf of JGSHI in connection with the Annual Meeting.

¹² Reference is made to footnote 2 above.

3. *Roberto R. Romulo*

Mr. Romulo was born on December 9, 1938. He graduated from Georgetown University with an A.B. in Political Science Degree and the Ateneo de Manila University with a Bachelor of Laws Degree. He serves as a member of the PLDT Advisory Board (2001-present) and from July 1995 to July 1998 served as Chairman of PLDT.

Before joining government service in 1989, Mr. Romulo held various marketing and management positions in IBM Corp. New York, Thailand (Managing Director) and the Philippines (President and General Manager). Thereafter, he was appointed the Philippine Ambassador to Belgium, Luxembourg and the Commission of the European Communities. In 1992, he was appointed as Secretary of the Philippine Department of Foreign Affairs. As a diplomat he has been decorated by the governments of Belgium, Thailand, Spain, Chile, France, and the Philippines. In 1995, he rejoined the private sector and was elected as Chairman of PLDT and Interpharma Investments Ltd. (Zuellig Pharma) and Vice-Chairman of San Miguel International. He was the founding Chairman of the APEC Business Advisory Council (ABAC) in 1996 and continued as Chairman of the Philippine representation until 2010. He was Senior Advisor (*pro bono*) on International Competitiveness to the former Philippine President from 2001-2007. Mr. Romulo is currently the Chairman of AIG Philippines Insurance, Inc. PETNET INC., Medilink Network Inc. and Nationwide Development Corporation and a director of A. Soriano Corporation, Equicom Savings Bank, Maxicare Health Corporation and Robinsons Retail Holdings, Inc. He is a founding board member of the US-Philippines Society Inc. launched by Philippine President Benigno Aquino, III in Washington, D.C. and is also the Chairman of non-profit foundations, namely, Carlos P. Romulo Foundation for Peace and Development, Foundation for IT Education and Development (FIT-ED), Philippine Foundation for Global Concerns, Asia-Europe Foundation of the Philippines, and The Zuellig Family Foundation.

As of March 31, 2017, Mr. Romulo owns one thousand eight hundred twenty (1,820) shares of common stock of PLDT. Mr. Romulo is entitled to receive director's fees in the amount of Two Hundred Fifty Thousand Pesos (PHP250,000.00) for each Board meeting attended and One Hundred Twenty-Five Thousand Pesos (PHP125,000.00) for each Board committee meeting attended (applicable for members and advisors of the Audit, Executive Compensation, Governance and Nomination, Risk and Technology Strategy Committees).¹³ Except as otherwise described herein, Mr. Romulo does not have any direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries. Mr. Romulo is also not an affiliated person of the Company or any of its subsidiaries.

¹³ Reference is made to footnote 2 above.

4. *Atsuhisa Shirai*

Mr. Shirai was born on December 8, 1961. He obtained his Master's Degree in Electrical and Electronic Engineering from Chiba University. He has been a member of the PLDT Board of Directors since August 30, 2016 and also serves as a member of its Governance and Nomination, Executive Compensation, Risk and Technology Strategy Committees. Pursuant to an Advisory Services Agreement between PLDT and NTT DOCOMO, INC., Mr. Shirai, as Chief Operating Advisor, provides consulting and advisory services in connection with certain aspects of the business of PLDT and its subsidiary, SMART Communications, Inc.

From May 2015 to July 2016, he was the President of Mobile Innovation Co. Ltd., a company that provides fleet management services in Thailand, and through its subsidiaries, in Vietnam and Indonesia, and through dealers, in Myanmar. He served as Director of DOCOMO Wi-Fi Service, 2M2 Business Department and Director of International Roaming, Global Business Department of NTT DOCOMO, INC. from July 2013 to April 2015 and from April 2009 to June 2013, respectively. He also served as Director of Wireless Broadband Alliance from July 2010 to June 2015. Prior to that, he was the Director of Singapore Project, Global Business Office of NTT West Corporation from July 2007 to March 2009, Director of Housing Services and Data Center, IT Management Services Department and Director of Internal IT System, Global Business Department of NTT Communications Corporation from April 2005 to June 2007 and from January 2002 to March 2005, respectively.

As of March 31, 2017, Mr. Shirai owns one (1) share of common stock of PLDT, and NTT DOCOMO, INC., which is represented in the PLDT Board of Directors by Mr. Shirai, owns twenty two million seven hundred ninety-six thousand nine hundred two (22,796,902) shares¹⁴ of common stock equivalent to approximately 10.55% of the outstanding common stock of PLDT. He is entitled to receive director's fees in the amount of Two Hundred Fifty Thousand Pesos (PHP250,000.00) for each Board meeting attended and One Hundred Twenty-Five Thousand Pesos (PHP125,000.00) for each Board committee meeting attended (applicable for members and advisors of the Audit, Executive Compensation, Governance and Nomination, Risk, and Technology Strategy Committees) that are rendered to his parent company NTT DOCOMO, INC. directly.¹⁵ Except as otherwise described herein, Mr. Shirai does not have any direct or indirect consulting, advisory or other compensatory fee arrangement with the Company or any of its subsidiaries. Mr. Shirai is also not an affiliated person of the Company or any of its subsidiaries.

¹⁴ NTT DOCOMO, INC. also owns eight million five hundred thirty-three thousand two hundred fifty three (8,533,253) American Depositary Receipts (ADRs) 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 ADRs owned by NTT DOCOMO, INC. collectively represent 14.50% of the outstanding common stock of PLDT as of March 31, 2017.

¹⁵ Reference is made to footnote 2 above.