

# PLDT Inc.

## TEL

### PSE Disclosure Form 4-30 - Material Information/Transactions

**References: SRC Rule 17 (SEC Form 17-C) and Sections 4.1 and 4.4 of the Revised Disclosure Rules**

#### Subject of the Disclosure

KKR and Co. Inc. ("KKR") and Tencent Holdings Ltd. ("Tencent") Lead Investment in Voyager Innovations Holdings Pte. Ltd. ("Voyager Innovations")

#### Background/Description of the Disclosure

The respective Boards of Directors of PLDT, Voyager Innovations and PLDT Communications and Energy Ventures, Inc. ("PCEV") today authorized the signing of subscription agreements and other related agreements, under which investors led by KKR and Tencent will separately subscribe to a total of up to US\$175 million worth of newly issued shares in Voyager Innovations.

Immediately following this Board approval, the subscription agreements were signed by the parties.

Upon closing of the transaction which is expected within the fourth quarter of 2018 subject to the fulfillment of certain closing conditions, PLDT will remain as the majority shareholder of Voyager Innovations.

The agreements also contain provisions for Voyager Innovations to issue additional shares to other investors which, if this were to occur, would reduce PLDT's ownership to less than 50% while still remaining as the largest shareholder.

The foregoing investment in Voyager Innovations is not subject to the compulsory merger notification regime under the Philippine Competition Act and its Implementing Rules and Regulations. In addition, the Bangko Sentral ng Pilipinas, the Philippines' central bank, confirmed that it interposes no objection to the investment.

#### Other Relevant Information

Voyager Innovations is wholly-owned subsidiary of PCEV, which is a 99.9% owned subsidiary of Smart Communications, Inc., a wholly owned subsidiary of PLDT.

Refer to the attached Press Release entitled "KKR and Tencent Lead Investment in the Philippines' Voyager Innovations" for additional details.

It will be noted, however, that the deal is covered by confidentiality agreements limiting the information that can be disclosed.

#### Filed on behalf by:

<b>Name</b>	Florentino Mabasa
<b>Designation</b>	First Vice President & Assistant Corporate Secretary