PHILIPPINE LONG DISTANCE TELEPHONE CO Form 6-K June 11, 2008

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 6-K

Report of Foreign Private Issuer

Pursuant to Rule 13a-16 or 15d-16 of the Securities Exchange Act of 1934

For the month of June 2008

Commission File Number 1-03006

Philippine Long Distance Telephone Company

(Exact Name of Registrant as Specified in Its Charter)

Ramon Cojuangco Building

Makati Avenue

Makati City

Philippines

(Address of principal executive offices)

| (Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.) |
|--|
| Form 20-F Ö Form 40-F |
| (Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.) |
| Yes No Ö |
| (If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82) |

NOTE REGARDING FORWARD-LOOKING STATEMENTS

Some information in this report may contain forward-looking statements within the meaning of Section 27A of the U.S. Securities Act of 1933 and Section 21E of the U.S. Securities Exchange Act of 1934. 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, will 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. These forward-looking statements are subject to risks, uncertainties and assumptions, some of which are beyond our control. In addition, these forward-looking statements reflect our current views with respect to future events and are not a guarantee of future performance. Actual results may differ materially from information contained in the forward-looking statements as a result of a number of factors, including, without limitation, the risk factors set forth in Item 3. Key Information Risk Factors in our annual report on Form 20-F for the fiscal year ended December 31, 2007. You should also keep in mind that any forward-looking statement made by us in this report 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 report after the date hereof. In light of these risks and uncertainties, you should keep in mind that actual results may differ materially from any forward-looking statement made in this report or elsewhere.

EXHIBITS

| Exhibit Number | - | <u>Page</u> |
|-------------------|--|-------------|
| | Copies of the disclosure letters we sent today to the Philippine Stock Exchange and the Securities and Exchange Commission regarding the following: | |
| | cash dividend declaration on the Company s Series V and VI Convertible Preferred Stock; | |
| 1 | election of directors of the Company; | 4 |
| | election of officers of the Company; and | |
| 2 | appointment of chairmen and members of the Audit Committee, Governance and Nomination Committee, Executive Compensation Committee and Technology Strategy Committee of the Board of Directors. | 16 |

| Exhibit 1 |
|--|
| |
| June 10, 2008 |
| |
| Philippine Stock Exchange |
| 4/F Philippine Stock Exchange Center |
| Exchange Road, Ortigas Center |
| Pasig City |
| |
| Attention: Atty. Pete M. Malabanan |
| Head Disclosure Department |
| Gentlemen: |
| In compliance with the disclosure requirements of the Philippine Stock Exchange, we advise that during the meeting of the Board of Directors of our Company on June 10, 2008, the following cash dividends were declared out of the unrestricted retained earnings of the Company as of December 31, 2007: |
| 1. P4.675 per outstanding share of the Company s Series V Convertible Preferred Stock, for the quarter ending July 15, 2008, payable on July 15, 2008 to the holders of record on June 26, 2008. |
| 2. US\$.09925 per outstanding share of the Company s Series VI Convertible Preferred Stock, for the quarter ending July 15, 2008, payable on July 15, 2008 to the holders of record on June 26, 2008. |

Thank you.

Very truly yours,

/s/ Ma. Lourdes C. Rausa-Chan

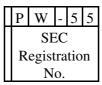
MA. LOURDES C. RAUSA-CHAN

Corporate Secretary

Page 1 of 4

Exhibit 1

COVER SHEET



PHILIPPINE LONG DISTANCE

II TELEPHONE COMPANY III

(Company s Full Name)

RAMON COJUANGCO BUILDING

MAKATI AVE. MAKATI CITY

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

| ATTY. MA. LOURDES C. RAUSA-CHAN | 816-8405 |
|---------------------------------|-----------------------|
| Contact person | Contact Telephone No. |

| | | | | | | | | Every 2 nd | |
|-----|-----|----|---|-----|---------------|---|----|-----------------------|--|
| 1 2 | 2 | | 3 | 1 | SEC FORM 17-C | 0 | 6 | Tuesday | |
| Mo | on | tŀ | ı | Day | FORM TYPE | M | [o | nthDay | |
| Fis | sca | al | Y | ear | | A | nı | nual | |
| | | | | | | M | [e | eting | |

| C | F | D | | N/A |
|-----------|----|----|--|------------------|
| Dept. | | | | Amended Articles |
| Requiring | | | | |
| this | Do | c. | | Number/Section |

Total Amount of Borrowings

2,184,552

As of May 31, 2008 NA NA Total No. of Stockholders Domestic Foreign

To be accomplished by SEC Personnel concerned

| File Number | LCU | |
|-------------|-----|--|

| Document | Cashier |
|----------|---------|
| I.D. | |

STAMPS

Page 2 of 4

| Exhibit I | Ex | hibi | t 1 |
|-----------|----|------|-----|
|-----------|----|------|-----|

CURRENT REPORT UNDER SECTION 17

SECURITIES AND EXCHANGE COMMISSION

| OF THE SE | CURITIES REGULATION CODE | | | | |
|-------------------|---|--|--|--|--|
| AND SRC RULE 17.1 | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| 1. | 10 June 2008 | | | | |
| Date of Rep | ort (Date of earliest event reported) | | | | |
| | | | | | |
| 2. | SEC Identification Number PW-55 | | | | |
| | | | | | |
| | | | | | |
| 3. | BIR Tax Identification No. 000-488-793 | | | | |
| | | | | | |
| 4. | PHILIPPINE LONG DISTANCE TELEPHONE COMPANY | | | | |
| Exact name | of issuer as specified in its charter | | | | |
| | | | | | |
| 5 PHII IPPI | NES 6(SEC Use Only) | | | | |
| | | | | | |
| Province, co | ountry or other jurisdiction Industry Classification Code | | | | |
| of Incorpora | tion | | | | |

Page 3 of 4

| Exhibit 1 |
|--|
| 11. Item 9 (Other Events) |
| We disclose that the Board of Directors of Philippine Long Distance Telephone Company (the Company), at its meeting held on June 10, 2008 declared, out of the unrestricted retained earnings of the Company as of December 31, 2007, the following cash dividends: |
| 1. P4.675 per outstanding share of the Company s Series V Convertible Preferred Stock, for the quarter ending July 15, 2008, payable on July 15, 2008 to the holders of record on June 26, 2008. |
| 2. US\$.09925 per outstanding share of the Company s Series VI Convertible Preferred Stock, for the quarter ending July 15, 2008, payable on July 15, 2008 to the holders of record on June 26, 2008. |
| 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. |
| PHILIPPINE LONG DISTANCE TELEPHONE COMPANY |
| /s/ Ma. Lourdes C. Rausa-Chan |

MA. LOURDES C. RAUSA-CHAN

Corporate Secretary

June 10, 2008

Page 4 of 4

| Exhibit 2 |
|--|
| June 10, 2008 |
| |
| Philippine Stock Exchange |
| 4th Floor PSE Center, Exchange Road |
| Ortigas Center, Pasig City |
| Attention: Atty. Pete M. Malabanan |
| Head Disclosure Department |
| Gentlemen: |
| In compliance with Section 17.1 (b) of the Securities Regulation Code and SRC Rule 17.1, we submit herewith a copy of SEC Form 17-C with respect to certain discloseable events/information. |
| This shall serve as the disclosure letter for the purpose of complying with PSE Revised Disclosure Rules. |
| Very truly yours, |

PHILIPPINE LONG DISTANCE TELEPHONE COMPANY

/s/ Ma. Lourdes C. Rausa-Chan

MA. LOURDES C. RAUSA-CHAN

Corporate Secretary

Page 1 of 16

| Exhibit 2 |
|---|
| June 10, 2008 |
| Securities and Exchange Commission |
| SEC Building |
| EDSA, Mandaluyong City |
| Attention: Atty. Justina F. Callangan Director, Corporation Finance Dept. |
| Gentlemen: |
| In accordance with Section 17.1 (b) of the Securities Regulation Code and SRC Rule 17.1, we submit herewith five (5) copies of SEC Form 17-C with respect to certain discloseable events/information. |
| Thank you. |
| Very truly yours, |

PHILIPPINE LONG DISTANCE TELEPHONE COMPANY

/s/ Ma. Lourdes C. Rausa-Chan

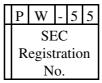
MA. LOURDES C. RAUSA-CHAN

Corporate Secretary

Page 2 of 16

Exhibit 2

COVER SHEET



PHILIPPINE LONG DISTANCE

II TELEPHONE COMPANY III

(Company s Full Name)

RAMON COJUANGCO BUILDING

MAKATI AVE. MAKATI CITY I

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

| ATTY. MA. LOURDES C. RAUSA-CHAN | 816-8405 |
|---------------------------------|-----------------------|
| Contact person | Contact Telephone No. |

| | | | | | | | | | Every 2 nd | |
|---|----|----|---|----|---------------|---|---|----|-----------------------|--|
| 1 | 2 | | 3 | 1 | SEC FORM 17-0 | 1 | 0 | 6 | Tuesday | |
| M | on | th | D | ay | FORM TYPE | | M | lo | nthDay | |

| Fiscal Year | Annual | |
|-------------|---------|--|
| | Meeting | |

| С | F | D | N/A |
|------|------|----|------------------|
| Dep | t. | | Amended Articles |
| Req | uiri | ng | |
| this | Do | c. | Number/Section |

Total Amount of Borrowings

2,184,552

As of May 31, 2008 NA NA Total No. of Stockholders Domestic Foreign

To be accomplished by SEC Personnel concerned

| File Number | LCU | |
|-------------|-----|--|

| Document | Cashier |
|----------|---------|
| I.D. | |

STAMPS

Remarks: Please use black ink for scanning purposes

Page 3 of 16

| Exhibit 2 |
|--|
| SECURITIES AND EXCHANGE COMMISSION |
| |
| |
| |
| CURRENT REPORT UNDER SECTION 17 |
| OF THE SECURITIES REGULATION CODE |
| AND SRC RULE 17.1 |
| |
| |
| |
| 1, 10 June 2008 |
| Date of Report (Date of earliest event reported) |
| |
| 2. SEC Identification Number PW-55 |
| |
| 3. BIR Tax Identification No. 000-488-793 |
| A DAM INDIA A CANG DAGTA ANGE TEN EDMONT GOMBANNA |
| 4. PHILIPPINE LONG DISTANCE TELEPHONE COMPANY |
| Exact name of issuer as specified in its charter |
| 5 DUII IDDINES 6 (SEC Use Only) |
| 5. PHILIPPINES 6 (SEC Use Only) |
| Province, country or other jurisdiction Industry Classification Code |

| of Incorporation |
|--|
| 7. Ramon Cojuangco Building, Makati Avenue, Makati City 1200 Address of principal office Postal Code |
| 8. (632) 816-8405 |
| Issuer's telephone number, including area code |
| |
| 9. Not Applicable |
| Former name or former address, if changed since last report |
| 11. 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 |
| |
| |
| |
| |
| |

Page 4 of 16

| Exhibit 2 |
|--|
| 11. Item 4 (Election of Directors and Officers) and Item 9 (Other Events) |
| We disclose the following: |
| 1. At the Annual Meeting of Stockholders of Philippine Long Distance Telephone Company (the Company) held of June 10, 2008, the following persons were elected as directors, four (4) of whom are independent directors, of the Company for the ensuing corporate year: |
| Helen Y. Dee |
| Ray C. Espinosa |
| Tatsu Kono |
| Napoleon L. Nazareno |
| Bienvenido F. Nebres - Independent Director |
| Takashi Ooi |
| Manuel V. Pangilinan |
| Corazon S. de la Paz-Bernardo |
| Ma. Lourdes C. Rausa-Chan |
| Oscar S. Reyes - Independent Director |
| Albert F. del Rosario |
| Pedro E. Roxas - Independent Director |
| Alfred V. Ty - Independent Director |

Attached are copies of the Certifications executed by Messrs. Bienvenido F. Nebres, Oscar S. Reyes, Pedro E. Roxas and Alfred V. Ty in connection with their election as independent directors of the Company.

2. At the meeting of the Board of Directors of the Company that immediately followed the adjournment of the said Annual Meeting of Stockholders:

(a) The following persons were elected to the positions indicated opposite their respective names:

Manuel V. Pangilinan -Chairman of the Board

Napoleon L. Nazareno - President & Chief Executive Officer

Maria Lourdes C. Rausa-Chan -Senior Vice President, Corporate

Secretary, General Counsel and

Chief Governance Officer

Anabelle L. Chua -Senior Vice President and Treasurer

Rene G. Bañez -Senior Vice President

George N. Lim -Senior Vice President

Claro Carmelo P. Ramirez -Senior Vice President

Victorico P. Vargas -Senior Vice President

Alfredo S. Panlilio -Senior Vice President

Ernesto R. Alberto -Senior Vice President

Ι

Page 5 of 16

-Senior Vice President

-Senior Vice President

Exhibit 2 -First Vice President and Assistant

Corporate Secretary

Menardo G. Jimenez, Jr. -First Vice President

Jun R. Florencio -First Vice President

Florentino D. Mabasa, Jr. -First Vice President

-First Vice President

Celso T. Dimarucut -First Vice President

Emiliano R. Tanchico, Jr. -First Vice President

Ricardo M. Sison -First Vice President

Miguela F. Villanueva -First Vice President

Cesar M. Enriquez -First Vice President

Raymond S. Relucio -First Vice President

Richard N. Ferrer -First Vice President

Nerissa S. Ramos -First Vice President

Ramon Alger P. Obias -First Vice President

Alfredo B. Carrera -Vice President

Leo I. Posadas -Vice President

June Cheryl Cabal-Furigay -Vice President

Danny Y. Yu -Vice President

Mario C. Encarnacion -Vice President

Ma. Luz Natividad A. Lim -Vice President

Jesus M. Tañedo -Vice President

Ricardo C. Rodriguez -Vice President

Arnel S. Crisostomo - Vice President

Rebecca Jeanine R. De Guzman -Vice President

Jose Antonio T. Valdez -Vice President

Emeraldo L. Hernandez -Vice President

Joseph Nelson M. Ladaban - Vice President

Roberto G. Pador -Vice President

Lilibeth F. Pasa -Vice President

Enrique S. Pascual, Jr. -Vice President

Jose Lauro G. Pelayo -Vice President

Genaro C. Sanchez -Vice President

Jose A. Apelo -Vice President

Ma. Josefina T. Gorres -Vice President

Emmanuel B. Ocumen -Vice President

Gerardo C. Peña -Vice President

Alejandro C. Fabian -Vice President

Elisa B. Gesalta -Vice President

Ma. Criselda B. Guhit -Vice President

Oliver Carlos G. Odulio -Vice President

Ana Maria A. Sotto -Vice President

Julieta S. Tañeca -Vice President

Melissa V. Vergel de Dios

Marco Alejandro T. Borlongan

Amihan E. Crooc

Katrina Luna-Abelarde

Page 6 of 16

Exhibit 2

(b) The following were appointed members of the Advisory Board/Committee:

| Roberto R. Romulo |
|--|
| Benny S. Santoso |
| Orlando B. Vea |
| Christopher H. Young |
| Ricardo R. Zarate |
| |
| |
| (c) The following were appointed Chairmen, Members and Advisors of the Audit Committee, Governance and Nomination Committee, Executive Compensation Committee and Technology Strategy Committee: |
| - |
| Audit Committee |
| |
| Rev. Fr. Bienvenido F. Nebres, S.J., Chairman |
| Oscar S. Reyes, Member |
| Pedro E. Roxas, Member |
| Corazon S. de la Paz-Bernardo, Advisor |
| Roberto R. Romulo, Advisor |
| Tatsu Kono, Advisor |
| |
| |
| Governance and Nomination Committee |
| |
| Manuel V. Pangilinan, Chairman |
| Tatsu Kono, Member |
| Rev. Fr. Bienvenido F. Nebres, S.J., Member |

Oscar S. Reyes, Member

Alfred V. Ty, Member

Ma. Lourdes C. Rausa-Chan, Non-voting member

Victorico P. Vargas, Non-voting Member

Executive Compensation Committee

Albert F. del Rosario, Chairman

Oscar S. Reyes, Member

Pedro E. Roxas, Member

Alfred V. Ty, Member

Tatsu Kono, Member

Victorico P. Vargas, Non-voting Member

Page 7 of 16

| Exhibit 2 |
|---|
| Technology Strategy Committee |
| - Manuel V. Pangilinan, Chairman |
| Napoleon L. Nazareno, Member |
| Ray C. Espinosa, Member |
| Oscar S. Reyes, Member |
| Tatsu Kono, Member |
| Orlando B. Vea, Member |
| All the members including the Chairman of the Audit Committee are Independent Directors. Majority of the voting members of the Governance and Nomination Committee, namely, Rev. Fr. Bienvenido F. Nebres, Mr. Oscar S. Reyes and Mr. Alfred V. Ty are Independent Directors. Majority of the voting members of the Executive Compensation Committee, namely, Messrs. Oscar S. Reyes, Pedro E. Roxas and Alfred V. Ty are Independent Directors. One member, Mr. Oscar S. Reyes, of the Technology Strategy Committee is an Independent Director. |
| 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. |
| PHILIPPINE LONG DISTANCE |

TELEPHONE COMPANY

Exhibit 2

CERTIFICATION OF NOMINEES IDENTIFIED AS INDEPENDENT DIRECTOR

- I, **BIENVENIDO F. NEBRES, S.J.**, Filipino, of legal age and a resident of Jesuit Residence, Ateneo de Manila University, Loyola Heights, Q.C., after having been duly sworn to in accordance with law do hereby declare that:
 - 1. I am a nominee identified as independent director of Philippine Long Distance Telephone Company (PLDT).
 - 2. I am affiliated with the following companies or organizations:

| Company/Organization | Position/Relationship | Period o | f Service |
|--|-------------------------------------|----------|-----------|
| Asian Institute of Management | Vice Chair, Board of Trustees | 1993 | present |
| Assumption College | Member, Board of Trustees | 1994 | present |
| Ateneo de Manila University | President/Member, Board of Trustees | 1993 | present |
| Georgetown University | Member, Board of Trustees | 2003 | present |
| Manila Observatory | Member, Board of Trustees | 1998 | present |
| Philippine Institute of Pure and Applied Chemistry | Member, Board of Trustees | 2000 | present |
| Regis University | Member, Board of Trustees | 2000 | present |
| Sacred Hear School Jesuit Cebu City | Member, Board of Trustees | 1983 | present |
| Stonyhurst School | Chairman, Board of Trustees | 1998 | present |

- 3. I am not a securities broker-dealer, i.e., I do not hold any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal stockholder, nominee of the firm to the Philippine Stock Exchange, associated person or salesman, and an authorized clerk of the broker or dealer.
- 4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of PLDT, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
- 5. If elected, I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.
- 6. I shall inform the corporate secretary of PLDT of any changes in the abovementioned information within five days from its occurrence.

Page 9 of 16

| Exhibit 1 |
|--|
| |
| Done, this 4 th day of June, 2008 at Quezon City. |
| |
| (aviainal airea d) |
| (original signed) |
| BIENVENIDO F. NEBRES, S.J. |
| Affiant |
| SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Quezon this 4 th day of June, 2008. The affiant, whom I identified through the following competent evidence of identity: Community Tax Certificate No 16309190, issued on January 16, 2008, in Quezon City, personally signed the foregoing instrument before me and avowed under penalty of law to the whole truth of the contents of said instrument. |
| WITNESS MY HAND AND SEAL on the date and at the place first abovementioned. |
| |
| |
| (original signed) |
| Alson S. Garcia |
| Notary Public |
| Until Dec. 2009 |

Doc. No. 508

Page No. 102

Book No. 1

Series of 2008.

Page 10 of 16

Exhibit 2

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **OSCAR S. REYES**, Filipino, of legal age and a resident of Unit 6 Kasiyahan Homes, 58 McKinley Road, Forbes Park, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

- 7. I am a nominee identified as independent director of Philippine Long Distance Telephone Company (PLDT).
- 8. I am affiliated with the following companies or organizations:

| Company/Organization | Position/ Relationship | Period of Service |
|---|---------------------------|-------------------|
| Manila Water Company | Director | 2005 present |
| Bank of the Philippine Island | Director | 2003 - present |
| Sun Life of Canada Phils. Inc. | Director | 2004 present |
| Sun Life Financial Plans Inc. | Director | 2006 |
| Tower Club Inc. | Director | 2004 - present |
| SMART Communications Inc. | Director | 2006 |
| Link Edge Inc. | Chairman | 2002 present |
| CEO s Inc. | Director | 2002 present |
| Global Resources for Outsourced Workers (GROW) | Director | 2003 present |
| Mindoro Resources Ltd. | Director | 2003 present |
| First Philippine Electric Company | Director | 2003 present |
| Sun Life Prosperity Dollar Abundance Fund, Inc. | Director | 2003 present |
| Sun Life Prosperity Dollar Advantage Fund, Inc. | Director | 2003 present |
| Basic Energy Corporation | Director | 2007 present |
| Petrolift Inc. | Director | 2007 present |
| Pepsi Cola Products Philippines Inc. | Director | 2007 present |
| MRL Gold Philippines Inc. | Chairman | 2008 |

- 9. I am not a securities broker-dealer, i.e., I do not hold any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal stockholder, nominee of the firm to the Philippine Stock Exchange, associated person or salesman, and an authorized clerk of the broker or dealer.
- 10. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of PLDT, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.
- 11. If elected, I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.

Page 11 of 16

| Exhibit 2 |
|--|
| 12. I shall inform the corporate secretary of PLDT of any changes in the abovementioned information within five days from its occurrence. |
| Done, this 29th day of May, 2008 at Makati City. |
| |
| (original signed) |
| OSCAR S. REYES |
| Affiant |
| Amant |
| SUBSCRIBED AND SWORN to before me, a notary public in and for the City of 3 rd day of June, 2008. The affiant, whom I identified through the following competent evidence of identity: Philippine Driver s License No. N17-65-003836, expiring on April 18, 2010, personally signed the foregoing instrument before me and avowed under penalty of law to the whole truth of the contents of said instrument. |
| |
| WITNESS MY HAND AND SEAL on the date and at the place first abovementioned. |
| |
| |
| (original signed) |
| Ramon Quintin Claudio C. Allado |
| |

| Edgar Filing: PHILIPPINE LONG DISTANCE TELEPHONE CO - Form 6-K |
|--|
| Notary Public for Makati City |
| Appointment No. M-06 (2008-2009) |
| Until 31 December 2009 |
| PTR No. 0986103/1-3/08/Makati |
| IBP No. 7303861/1-2/08/Rizal |
| Roll No. 50274 |
| |
| |
| |

Doc. No. 181

Page No. 38

Book No. I

Series of 2008.

Page 12 of 16

Exhibit 2

CERTIFICATION OF INDEPENDENT DIRECTORS

- I, **PEDRO E. ROXAS**, Filipino, of legal age and a resident of Makati City, after having been duly sworn to in accordance with law do hereby declare that:
 - 13. I am a nominee identified as independent director of Philippine Long Distance Telephone Company (PLDT).
 - 14. I am affiliated with the following companies or organizations:

| Company/Organization | Position/Relationship | Period of Service |
|-----------------------|-----------------------|-------------------|
| Roxas Holdings, Inc. | Chairman/CEO | 13 years |
| CADP Group Corp. | Exec. Chairman | 13 years |
| Roxas & Co., Inc. | President | 5 years |
| Roxaco Land Corp. | President | 20 years |
| BDO Private Bank | Director | 7 years |
| Batangas Assets Corp. | Chairman | 9 years |
| Club Punta Fuego | Chairman | 11 years |
| Hawaiian-Phil. Co. | Chairman | 5 years |

- 15. I am not a securities broker-dealer, i.e., I do not hold any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal stockholder, nominee of the firm to the Philippine Stock Exchange, associated person or salesman, and an authorized clerk of the broker or dealer.
- 16. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of PLDT, as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

| 17. If elected, I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code. |
|--|
| 18. I shall inform the corporate secretary of PLDT of any changes in the abovementioned information within five days from its occurrence. |
| Done, this 29 th day of May, 2008 at Makati City. |
| |
| original signed) |
| PEDRO E. ROXAS |
| Affiant |
| Page 13 of 16 |

| Exhibit 2 |
|--|
| |
| |
| SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Makati this 2 nd day of June, 2008. The affiant, whom I identified through the following competent evidence of identity: Driver s License No. NII-77-003-593, valid until March 19, 2009, personally signed the foregoing instrument before me and avowed under penalty of law to the whole truth of the contents of said instrument. |
| |
| WITNESS MY HAND AND SEAL on the date and at the place first abovementioned. |
| |
| |
| |
| (original signed) |
| Abner Tito L. Alberto |
| Notary Public for the City of Makati |
| Until December 31, 2008 |
| Notarial Appointment No. 117 |
| Roll of Attorneys No. 38834 |
| IBP Lifetime Roll No. 02359 May 9, 2001 |
| PTR No. 0011679 01/09/2008 |
| 9/F MGO Bldg.,Dela Rosa St. |
| Legaspi Village, Makati City, Metro Manila |

Doc. No. 002

Page No. 2

Book No. 2

Series of 2008.

Page 14 of 16

Exhibit 2

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ALFRED V. TY**, Filipino, of legal age and a resident of 16F GT Tower, 6813 Ayala Avenue corner H.V. dela Costa Street, Makati City, after having been duly sworn to in accordance with law do hereby declare that:

- 19. I am an independent director of Philippine Long Distance Telephone Company (PLDT).
- 20. I am affiliated with the following companies or organizations:

| Company/Organization | Position/Relationship | Period of | Service |
|---|-----------------------|-----------|---------|
| Toyota Motor Phils. Corp. | Vice-Chairman | 1992 | present |
| Federal Land, Inc. | President | 1997 | present |
| Asia Pacific Top Mgt. Int 1. Resources, Corp. (Marco Polo Plaza Cebu) | Chairman | 2005 | present |
| Global Business Power Corp. | Director | 2006 | present |
| Metrobank | Corporate Secretary | 2002 | present |
| Metrobank Foundation, Inc. | Corporate Secretary | 1996 | present |
| South Pacific Land (Nanjing) | Director | 2000 | present |

21. I am not a securities broker-dealer, i.e., I do not hold any office of trust and responsibility in a broker-dealer firm, which includes, among others, a director, officer, principal stockholder, nominee of the firm to the Philippine Stock Exchange, associated person or salesman, and an authorized clerk of the broker or dealer.

| TITELE COLLETE A SIL | ANDODAI | 41 14 1441 | place first abovemention | 1 |
|----------------------|---------|-----------------------|--------------------------|-----|
| | | n the date and at the | nlace first anovemention | 100 |
| | | | | |

(original signed)

Sergre Mario C. Iyog

Notary Public

Until December 31, 2009

PTR#0999093; 1/10/08; Makati City

IBP# 736805; 1/09/08; Makati City

Roll No. 32693 (p.259, Bk. 15)

Doc. No. 276

Page No. 56

Book No. 69

Series of 2008.

Page 16 of 16

Signatures

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

PHILIPPINE LONG DISTANCE

TELEPHONE COMPANY

By: /s/ Ma. Lourdes C. Rausa-Chan

Name: Ma. Lourdes C. Rausa-Chan

Title: Senior Vice President, Corporate

Affairs and Legal Services Head

and Corporate Secretary

Date: June 10, 2008