PHILIPPINE LONG DISTANCE TELEPHONE CO Form 6-K June 16, 2009

# 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 2009

#### **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, 2008. 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 \_ Page Number

Copies of the disclosure letters we filed today with the Philippine Stock Exchange and the Securities 5 and Exchange Commission with respect to the submission of the Certification executed by Mr. Alfred V. Ty in connection with his election as independent director of Philippine Long Distance Telephone Company (the Company) during the Annual Meeting of Stockholders of the Company held on June 9, 2009.

Exhibit 1
June 15, 2009
Philippine Stock Exchange
4th Floor PSE Center, Exchange Road
Ortigas Center, Pasig City
Attention: Ms. Janet A. Encarnacion
Head Disclosure Department
Gentlemen:
Enclosed is our letter addressed to the Securities and Exchange Commission with respect to the submission of the Certification executed by Mr. Alfred V. Ty in connection with his election as independent director of Philippine Long Distance Telephone Company (the Company ) during the Annual Meeting of Stockholders of the Company held of June 9, 2009.
Very truly yours,

/s/ Ma. Lourdes C. Rausa-Chan

MA. LOURDES C. RAUSA-CHAN

Corporate Secretary

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Exhibit 1
June 15, 2009
Securities and Exchange Commission
SEC Building
EDSA, Mandaluyong City
Attention: Atty. Justina F. Callangan <u>Director, Corporation Finance Dept.</u>
Gentlemen:
With reference to our disclosure letter dated June 9, 2009, we submit herewith three (3) copies of the Certification executed by Mr. Alfred V. Ty in connection with his election as independent director of Philippine Long Distance Telephone Company (the Company ) during the Annual Meeting of Stockholders of the Company held on June 9, 2009.
Thank you.

Very truly yours,

/s/ Ma. Lourdes C. Rausa-Chan

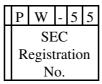
MA. LOURDES C. RAUSA-CHAN

Corporate Secretary

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Exhibit 1

**COVER SHEET** 



### PHILIPPINE LONG DISTANCE

### TELEPHONE COMPANY

(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.

					CERTIFICATION OF		Every 2 <sup>nd</sup>	
1	2		3	1	INDEPENDENT DIRECTOR	06	Tuesday	
M	lor	tl	ηĽ	Day	FORM TYPE	Mo	nthDay	

Fiscal Year	Annual
	Meeting

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

Total Amount of Borrowings

2,183,175

As of May 31, 2009 NA NA Total No. of Stockholders Domestic Foreign

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To be accomplished by SEC Personnel concerned

File Number	LCU	

Document	Cashier
I.D.	

**STAMPS** 

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#### CERTIFICATION OF INDEPENDENT DIRECTOR

I, ALFRED V. TY, Filipino, of legal age and a resident of 20F 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:

- 1. I am an independent director of the Philippine Long Distance Telephone Company (PLDT), having been duly elected as such during its Annual Meeting of Stockholders held on June 9, 2009.
- 2. I am affiliated with the following companies or organizations:

	Position/	Perio	od of
Company/Organization	Relationship	Sor	vice
	•		
Toyota Motors Phils. Corp.	Vice-Chairman	1992	presen
Federal Land, Inc.	President	1997	presen
Asia Pacific Top Mgt. Int 1. Resources, Corp. (Marco Polo Plaza Cebu)	Chairman	2005	presen
Global Business Power Corp.	Director	2006	presen
Metrobank	Corporate Secretary	2002	presen
Metrobank Foundation, Inc.	Corporate Secretary	1996	presen

- 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	5. I shall faithfully and diligently comply with my duties and response	onsibilities as independent director	or 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.

Done, this 11th day of June 2009, at Makati City.

/s/ Alfred V. Ty

ALFRED V. TY

Affiant

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Exhibit 1
SUBSCRIBED AND SWORN to before me, a notary public in and for the City of Makati City this 9 <sup>th</sup> day of June 2009. The affiant, whom I identified through the following competent evidence of identity: Philippine Driver s License No. N17-85-022013, expiring on August 02, 2011, 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.
/s/ Nicanor G. Nuevas
NICANOR G. NUEVAS
Notary Public for the City of Makati
Until December 31, 2010
Appointment No. M-34
Roll of Attorneys No. 20082

Doc. No. 361;

PTR no. 1576312 01/13/2009 Makati City

Lifetime IBP No. 02376 06/11/01

Legaspi Village, Makati City, MM

9/F MGO Bldg., Legaspi St.

Page No.74;

Book No. IX;

Series of 2009.

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#### 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 15, 2009