



26 January 2010

The Philippine Stock Exchange
Disclosure Department
4th Floor PSE Centre
Exchange Road, Ortigas Center
Pasig City

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


Gentlemen:

Re: Filing of Certification on Compliance with Corporate Governance Manual

In compliance with the provisions of the Philippine Long Distance Company's ("PLDT") Manual on Corporate Governance ("PLDT_Manual"), please find attached PLDT's Certification on its extent of compliance to the PLDT_Manual for the year 2009.

Thank you.

Respectfully yours,


MA. LOURDES C. RAUSA-CHAN
Corporate Secretary



101262010000504



SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills, Mandaluyong City, Metro Manila, Philippines
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P H I L I P P I N E L O N G D I S T A N C E
T E L E P H O N E C O M P A N Y
(Company's Full Name)

R A M O N C O J U A N G C O B L D G .
M A K A T I A V E . M A K A T I C I T Y
(Business Address: No. Street City/Town/Province)

MA. LOURDES C. RAUSA-CHAN
Contact Person

816-8553/8556
Company Telephone Number

1 2 **3 1**
Month Day
Fiscal Year

**CERTIFICATION ON COMPLIANCE WITH
CORPORATE GOVERNANCE MANUAL**
FORM TYPE

0 6 Every 2nd Tuesday
Month Annual Meeting Day

C F D
Dept. Requiring this Doc.

N/A
Amended Articles Number/Section

2,183,194
As at December 31, 2009
Total No. of Stockholders

Total Amount of Borrowings
N/A
Domestic

N/A
Foreign

To be accomplished by SEC Personnel concerned

File Number

Document I.D.

LCU

Cashier

STAMPS

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REPUBLIC OF THE PHILIPPINES)
CITY OF MAKATI) SS.

CERTIFICATION

I, **MA. LOURDES C. RAUSA-CHAN**, of legal age and with office address at 9th Floor MGO Building, Legaspi cor. Dela Rosa Sts., Makati City, Metro Manila, after being sworn to in accordance with law, certify that:

1. I am the incumbent Chief Governance Officer of the **PHILIPPINE LONG DISTANCE TELEPHONE COMPANY** (the "Company"), a corporation duly organized and existing in accordance with the laws of the Republic of the Philippines, with office address at Ramon Cojuangco Building, Makati Ave., Makati City, Metro Manila;

2. The Company's Manual on Corporate Governance, as adopted on September 24, 2002 and amended on January 30, 2007 (the "PLDT Manual"), conforms with the provisions of the Manual on Corporate Governance (Model Corporation), as prescribed by Philippine Securities and Exchange Commission (SEC) Memorandum Circular No. 2, Series of 2002, as well as contains other leading practices and principles on good corporate governance;

3. In 2009, the Company did not deviate from the provisions of the PLDT Manual and complied therewith and with certain other corporate governance standards set out in the Sarbanes Oxley Act of 2002, Section 303A of the New York Stock Exchange (NYSE) Listing Standards and implementing rules issued by the U.S. SEC and NYSE; and

4. I am issuing this Certification in compliance with the requirement of the Philippine SEC on the annual reporting on the Company's compliance with the PLDT Manual.

IN WITNESS WHEREOF, I have signed this Certification this JAN 26 2010 day of January 2010 at Makati City, Philippines.

MA. LOURDES C. RAUSA-CHAN
Chief Governance Officer

Countersigned by:

NAPOLEON L. NAZARENO
President and Chief Executive Officer

SUBSCRIBED AND SWORN to before me this JAN 26 2010 day of January 2010 at Makati City, affiant exhibiting to me her Passport No. VV0332654 issued at Manila, Philippines on 29 May 2007 and expires on 29 May 2012.

Doc. No. 388 ;
Page No. 79 ;
Book No. IV ;
Series of 2010 .

AILEEN D. REGIO
Notary Public for the City of Makati
Appointment No. M-31 Until December 31, 2010
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