

PHILIPPINE LONG DISTANCE TELEPHONE CO

Form 6-K

January 27, 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 January 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  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

(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**

<u>Exhibit Number</u>	-	<u>Page</u>
1	Copy of our disclosure letter regarding cash dividend declaration on the Company's Series IV Cumulative Non-Convertible Redeemable Preferred Stock and Series CC and DD 10% Cumulative Convertible Preferred Stock.	4

Exhibit 1

January 27, 2009

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 Philippine Long Distance Telephone Company (the Company) held on January 27, 2009, the following cash dividends were declared out of the Company's unaudited unrestricted retained earnings as at September 30, 2008, which is sufficient to cover the total amount of dividends declared:

a. A total of P12,150,000.00 on all of the outstanding shares of the Company's Series IV Cumulative Non-Convertible Redeemable Preferred Stock, for the quarter ending March 15, 2009, payable on March 15, 2009 to the holder of record on February 20, 2009.

b. P1.00 per outstanding share of the Company's Series CC 10% Cumulative Convertible Preferred Stock, for the annual period ending February 28, 2009, payable on March 31, 2009, to the holders of record on February 26, 2009.

c. P1.00 per outstanding share of the Company's Series DD 10% Cumulative Convertible Preferred Stock, for the annual period ending January 31, 2009, payable on February 27, 2009, to the holders of record on February 13, 2009.

We do not expect any adjustment that would materially affect the balance of the Company's unaudited unrestricted retained earnings as at September 30, 2008.

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

P	W	-	5	5
SEC Registration No.				

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.

						Every 2 <sup>nd</sup>
1	2	3	1	SEC FORM 17-C	06	Tuesday
Month			Day	FORM TYPE	Month	Day
Fiscal Year					Annual Meeting	

C	F	D	N/A	
Dept. Requiring this Doc.			Amended Articles Number/Section	

Total Amount of Borrowings  
2,183,666

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

To be accomplished by SEC Personnel concerned

File Number											
LCU											

Document I.D.											
Cashier											

STAMPS

Remarks: Please use black ink for scanning purposes





Exhibit 1

SECURITIES AND EXCHANGE COMMISSION

CURRENT REPORT UNDER SECTION 17  
OF THE SECURITIES REGULATION CODE  
AND SRC RULE 17.1

1. January 27, 2009

Date of Report (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. 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

10. 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
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Exhibit 1

11. Item 9 (Other Events)

We disclose that during the meeting of the Board of Directors of Philippine Long Distance Telephone Company (the Company ) held on January 27, 2009, the following cash dividends were declared out of the Company's unaudited unrestricted retained earnings as at September 30, 2008, which is sufficient to cover the total amount of dividends declared:

a. A total of P12,150,000.00 on all of the outstanding shares of the Company's Series IV Cumulative Non-Convertible Redeemable Preferred Stock, for the quarter ending March 15, 2009, payable on March 15, 2009 to the holder of record on February 20, 2009.

b. P1.00 per outstanding share of the Company's Series CC 10% Cumulative Convertible Preferred Stock, for the annual period ending February 28, 2009, payable on March 31, 2009, to the holders of record on February 26, 2009.

c. P1.00 per outstanding share of the Company's Series DD 10% Cumulative Convertible Preferred Stock, for the annual period ending January 31, 2009, payable on February 27, 2009, to the holders of record on February 13, 2009.

We do not expect any adjustment that would materially affect the balance of the Company's unaudited unrestricted retained earnings as at September 30, 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**

By:

/s/ Ma. Lourdes C. Rausa-Chan

MA. LOURDES C. RAUSA-CHAN

Corporate Secretary

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January 27, 2009

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

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Title : Senior Vice President, Corporate

Affairs and Legal Services Head

and Corporate Secretary

Date: January 27, 2009