

FIRST PACIFIC COMPANY LTD /FI  
Form SC 13D/A  
November 28, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A  
Under the Securities Exchange Act of 1934

(Amendment No. 13)\*

Philippine Long Distance Telephone Company  
(Name of Company)

Common Capital Stock, 5 Philippine Pesos par value and  
American Depositary Shares, evidenced by American Depositary Receipts,  
each representing a share of Common Capital Stock  
(Title of Class of Securities)

Common Capital Stock: 718252109; ADSs: 718252604  
(CUSIP Number)

Nancy L.M. Li  
Company Secretary  
First Pacific Company Limited  
24th Floor, Two Exchange Square  
8 Connaught Place, Central  
Hong Kong Special Administrative Region  
The People's Republic of China  
(852) 2842-4388  
(Name, Address and Telephone Number of Person Authorized to  
Receive Notices and Communications)

November 14, 2011  
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter

disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be “filed” for the purpose of Section 18 of the Securities Exchange Act of 1934 (“Act”) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: First Pacific Company Limited  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e):

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Bermuda

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

55,244,642 (including 7,653,703 ADSs)\*

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

55,244,642 (including 7,653,703 ADSs)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

55,244,642 (including 7,653,703 ADSs)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

25.8%

14. TYPE OF REPORTING PERSON

CO

\* The determination of shared voting power has been made pursuant to Rule 13d-3 of the Act. The determination of shared voting power under Rule 13d-3 of the Act will not be binding under, and may be inconsistent with the provisions of, Philippine law. See item 5(b).

CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Asia Link Holdings Limited  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e):

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The British Virgin Islands

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

47,590,939\*

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

47,590,939

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

47,590,939

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

22.2%

14. TYPE OF REPORTING PERSON

CO

\* The determination of shared voting power has been made pursuant to Rule 13d-3 of the Act. The determination of shared voting power under Rule 13d-3 of the Act will not be binding under, and may be inconsistent with the provisions of, Philippine law. See item 5(b).

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Asia Link N.V.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e):

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Netherlands Antilles

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

47,590,939\*

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

47,590,939

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

47,590,939

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

22.2%

14. TYPE OF REPORTING PERSON

CO

\* The determination of shared voting power has been made pursuant to Rule 13d-3 of the Act. The determination of shared voting power under Rule 13d-3 of the Act will not be binding under, and may be inconsistent with the provisions of, Philippine law. See item 5(b).



CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: First Pacific Enterprise Holdings B.V.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e):

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The Netherlands

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

47,590,939\*

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

47,590,939

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

47,590,939

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

22.2%

14. TYPE OF REPORTING PERSON

CO

\* The determination of shared voting power has been made pursuant to Rule 13d-3 of the Act. The determination of shared voting power under Rule 13d-3 of the Act will not be binding under, and may be inconsistent with the provisions of, Philippine law. See item 5(b).

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Pilipinas Pacific Enterprise Holdings, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM  
2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The Republic of the Philippines

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

47,590,939

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

47,590,939

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

47,590,939

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

22.2%

14. TYPE OF REPORTING PERSON

CO

6

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Enterprise Investments Holdings, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The Republic of the Philippines

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

47,590,939

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

47,590,939

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

47,590,939

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

22.2%

14. TYPE OF REPORTING PERSON

CO

7

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Metro Pacific Holdings, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The Republic of the Philippines

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

47,590,939

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

47,590,939

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

47,590,939

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

22.2%

14. TYPE OF REPORTING PERSON

CO

8

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Metro Pacific Resources, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

AF, WC

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The Republic of the Philippines

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

47,590,939

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

47,590,939

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

47,590,939

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

22.2%

14. TYPE OF REPORTING PERSON

CO

9

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Metro Pacific Assets Holdings, Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The Republic of the Philippines

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

26,034,263

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

26,034,263

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

26,034,263

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

12.1%

14. TYPE OF REPORTING PERSON

CO

10

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Philippine Telecommunications Investment Corporation  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM  
2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The Republic of the Philippines

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

26,034,263

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

26,034,263

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

26,034,263

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

12.1%

14. TYPE OF REPORTING PERSON

CO

11

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: First Pacific International Limited  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Hong Kong, SAR

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

0

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0%

14. TYPE OF REPORTING PERSON

CO

12

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Holland Pacific N.V.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Netherlands Antilles

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

0

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0%

14. TYPE OF REPORTING PERSON

CO

13

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Intalink B.V.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  

(a)

(b)
3. SEC USE ONLY
4. SOURCE OF FUNDS  

Not Applicable
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION  

The Netherlands
7. SOLE VOTING POWER  

0
8. SHARED VOTING POWER  

0
9. SOLE DISPOSITIVE POWER  

0
10. SHARED DISPOSITIVE POWER  

0
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  

0
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0%

14. TYPE OF REPORTING PERSON

CO

14

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Larouge B.V.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  

(a)

(b)
3. SEC USE ONLY
4. SOURCE OF FUNDS  

Not Applicable
5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)
6. CITIZENSHIP OR PLACE OF ORGANIZATION  

The Netherlands

  7. SOLE VOTING POWER  

0
  8. SHARED VOTING POWER  

0
  9. SOLE DISPOSITIVE POWER  

0
  10. SHARED DISPOSITIVE POWER  

0
11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  

0
12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0%

14. TYPE OF REPORTING PERSON

CO

15

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Metro Pacific Investments Limited  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman Islands, British West Indies

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

0

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

0

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

0

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0%

14. TYPE OF REPORTING PERSON

CO

16

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Osbert Limited  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The British Virgin Islands

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

5,605,036 (consisting of 5,605,036 ADSs)

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

5,605,036 (consisting of 5,605,036 ADSs)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,605,036 (consisting of 5,605,036 ADSs)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

2.6%

14. TYPE OF REPORTING PERSON

CO

17

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: Semilion Enterprises Inc.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

Not Applicable

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

The British Virgin Islands

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

5,605,036 (consisting of 5,605,036 ADSs)

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

5,605,036 (consisting of 5,605,036 ADSs)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

5,605,036 (consisting of 5,605,036 ADSs)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

2.6%

14. TYPE OF REPORTING PERSON

CO

18

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CUSIP No. 718252109 (ADSs: 718252604)

1. NAME OF REPORTING PERSON: First Pacific Telecom Assets Limited B.V.B.A.  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY): N/A

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

N/A

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION

Belgium

7. SOLE VOTING POWER

0

NUMBER OF SHARES  
BENEFICIALLY OWNED BY  
EACH REPORTING PERSON  
WITH

8. SHARED VOTING POWER

2,048,667 (consisting of 2,048,667 ADSs)

9. SOLE DISPOSITIVE POWER

0

10. SHARED DISPOSITIVE POWER

2,048,667 (consisting of 2,048,667 ADSs)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,048,667 (consisting of 2,048,667 ADSs)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
(See Item 5)

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

1.0%

14. TYPE OF REPORTING PERSON

CO

19

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## Introductory Note

This Amendment No. 13 (“Amendment No. 13”) is filed with respect to Philippine Long Distance Telephone Company (“PLDT”) jointly by First Pacific Company Limited (“First Pacific”), Holland Pacific N.V. (“HPNV”), Intalink B.V. (“Intalink”), Larouge B.V. (“Larouge”), Metro Pacific Holdings, Inc. (“MPHI”), Metro Pacific Resources, Inc. (“MPR”), Metro Pacific Investments Limited (“MPIL”), Metro Pacific Assets Holdings, Inc. (“MPAH”), Enterprise Investments Holdings, Inc. (“EIH”), Philippine Telecommunications Investment Corporation (“PTIC”), Osbert Limited (“Osbert”), Semilion Enterprises Inc. (“SEI”), Asia Link Holdings Limited (“ALHL”), Asia Link N.V. (“ALNV”), First Pacific Enterprise Holdings B.V. (“FPBV”), Pilipinas Pacific Enterprise Holdings, Inc. (“PPEH”), First Pacific International Limited (“FPHK”) and First Pacific Telecom Assets Limited B.V.B.A. (“FPTA”).

This Amendment No. 13 amends, supplements and/or restates the Statement on Schedule 13D dated November 23, 1998 and filed with the Securities and Exchange Commission on behalf of the Reporting Persons (as defined herein), as amended by Amendment Nos. 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11 and 12 thereto (collectively, the “Schedule 13D”).

With respect to the Reporting Persons, this Amendment No. 13 amends and, with respect to certain information set forth herein, supersedes and/or restates the Schedule 13D. Except as provided herein, this Amendment No. 13 does not modify any of the information previously reported on the Schedule 13D. Capitalized terms used but not defined herein have the meanings assigned to them in the Schedule 13D.

## Item 2. Identity and Background

Item 2 of the Schedule 13D is hereby amended and restated in its entirety as follows:

“(a)-(b) This Schedule 13D is being filed on behalf of:

- First Pacific, a corporation incorporated with limited liability in Bermuda, with its principal office located at 24th Floor, Two Exchange Square, 8 Connaught Place, Central, Hong Kong Special Administrative Region, The People’s Republic of China;
- HPNV, a company incorporated under the laws of the Netherlands Antilles, with its registered office at 1, Berg Arrarat, Curacao, Netherlands Antilles;
- Intalink, a company incorporated under the laws of The Netherlands, with its registered office at Prins Bernhardplein 200, 1097 JB Amsterdam, The Netherlands;
- Larouge, a company incorporated under the laws of The Netherlands, with its registered office at Prins Bernhardplein 200, 1097 JB Amsterdam, The Netherlands;
- MPHI, a company incorporated under the laws of the Philippines, with its registered office at 18th Floor, Liberty Center, 104 HV dela Costa St., Salcedo Village, Makati City, Metro Manila, Philippines;
- MPIL, a company incorporated under the laws of the Cayman Islands, with its registered office at Uglan House, P.O. Box 309, George Town, Grand Cayman, Cayman Islands;
- MPR, a company incorporated under the laws of the Philippines with its registered office at 18th Floor, Liberty Center, 104 HV dela Costa St., Salcedo Village, Makati City, Metro Manila, Philippines;

- MPAH, a company incorporated under the laws of the Philippines, with its registered office at 18th Floor, Liberty Center, 104 HV dela Costa St., Salcedo Village, Makati City, Metro Manila, Philippines;
- EIH, a company incorporated under the laws of the Philippines, with its registered office at 18th Floor, Liberty Center, 104 HV dela Costa St., Salcedo Village, Makati City, Metro Manila, Philippines;
- PTIC, a company incorporated under the laws of the Philippines, with its registered office at 7th Floor, Ramon Cojuangco Building, Ayala Avenue corner Makati Avenue, Makati City, Metro Manila, Philippines;
- Osbert, a company incorporated under the laws of The British Virgin Islands, with its registered office at P.O. Box 71, Craigmuir Chambers, Road Town, Tortola, British Virgin Islands;
- SEI, a company incorporated under the laws of The British Virgin Islands, with its registered office at 325 Waterfront Drive, Omar Hodge Building, 2nd Floor, Wickham's Cay, Road Town, Tortola, British Virgin Islands;
- ALHL is a company incorporated under the laws of the British Virgin Islands with its registered office at P.O. Box 71, Craigmuir Chambers, Road Town, Tortola, British Virgin Islands;
- ALNV is a company incorporated under the laws of the Netherlands Antilles with its registered office at 1, Berg Arrarat, Curacao, Netherlands Antilles;

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