

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17
OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.2(c) THEREUNDER

1. January 16, 2012
Date of Report (Date of earliest event reported)
2. SEC Identification Number 145111 3. BIR Tax Identification No.
4. DIGITAL TELECOMMUNICATIONS PHILS., INC.
Exact name of issuer as specified in its charter
5. Metro Manila, Philippines (SEC Use Only)
Province, country or other Industry Classification Code:
jurisdiction of incorporation
7. 110 E. Rodriguez Jr. Ave., Bagumbayan, Quezon City 1110
Address of principal office Postal Code
8. (632) 3978957
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 SRC or Sections 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<u>Common Stock, PHP1.00 par value</u>	<u>6,356,976,300</u>

11. Indicate the item numbers reported herein:


Please see attached report

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Digital Telecommunications Phils., Inc.
Issuer

Date: January 16, 2012


JOEL D. PENEYRA
Asst. Corporate Secretary



DIGITEL

DIGITAL TELECOMMUNICATIONS
PHILIPPINES, INC.

January 16, 2012

Securities and Exchange Commission

Attention: Atty. Justina F. Callangan
Director, Corporation and Finance Department
SEC Building, EDSA
Mandaluyong City

Philippine Stock Exchange

Attention: Ms. Janet A. Encarnacion
Head, Disclosure Department
3F PSE Center, Ayala Triangle
Ayala Avenue, Makati City

Mesdames:

We are pleased to inform your good offices of the approval of Digital Telecommunication Phils., Inc.'s application for increase of its authorized capital stock from P9 billion to P25 billion divided into 25 billion shares at a par value of P1 each share. We attach herewith copies of the following documents issued by the Securities and Exchange Commission (SEC), to wit:

1. Certificate of Approval of Increase of Capital Stock
2. Certificate of Filing of Amended Articles of Incorporation

We trust that you will find the foregoing in order.

Very truly yours,


JOEL D. PENEYRA
Asst. Corporate Secretary



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City Of Mandaluyong, Metro Manila

COMPANY REG. NO. 145111

CERTIFICATE OF APPROVAL OF INCREASE OF CAPITAL STOCK

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the increase of capital stock of the

DIGITAL TELECOMMUNICATIONS PHILS., INC.

from P9,000,000,000.00 divided into 9,000,000,000 shares with the par value of P1.00 each, to P25,000,000,000.00 divided into 25,000,000,000 shares with the par value of P1.00 each, approved by majority of the Board of Directors on November 28, 2011 and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock at a meeting held on May 31, 2004 certified to by the Chairman and the Secretary of the stockholders' meeting and a majority of the Board of Directors of the corporation, was approved by the Commission on the date indicated hereunder in accordance with the provision of Section 38 of the Corporation Code of the Philippines (Batas Pambansa Blg. 68), approved on May 1, 1980. A copy of the Certificate of Increase of Capital Stock filed with the Commission is attached hereto.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 12th day of January, Twenty Twelve.




BENITO A. CATARAN
Director

Company Registration and Monitoring Department



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION

SEC Building, EDSA, Greenhills,
City of Mandaluyong, Metro Manila

COMPANY REG. NO. 145111

**CERTIFICATE OF FILING
OF
AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the amended articles of incorporation of the

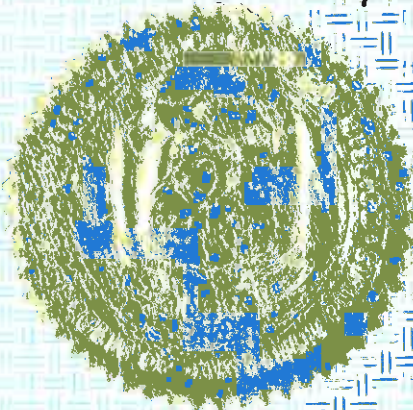
DIGITAL TELECOMMUNICATIONS PHILS., INC.

(Amending Article VII thereof)

copy annexed, adopted on November 28, 2011 by a majority vote of the Board of Director and on May 31, 2004 by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock and certified under oath by the Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company, pre-need plan issuer, general agent in pre-need plans and time shares/club shares/ membership certificates issuers or selling agents thereof. Neither does Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 12th day of January, Twenty Twelve.




BENITO A. CATARAN
Director

Company Registration and Monitoring Department

A M E N D E D
ARTICLES OF INCORPORATION OF
DIGITAL TELECOMMUNICATIONS PHILS., INC.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, a majority of whom are residents of the Philippines have this day voluntarily associated together for the purpose of forming a corporation under the laws of the Philippines.

AND WE HEREBY CERTIFY THAT:

FIRST: The name of the corporation shall be DIGITAL TELECOMMUNICATIONS PHILS., INC.

SECOND: The purposes for which the corporation is formed are:

PRIMARY PURPOSE

To own, design, manufacture, install, purchase, rent, establish, manage, regulate, operate, sell or otherwise dispose of, and to generally deal in and with telecommunications, including apparatus, devices, services and any means known or may be known or maybe known to science now or in the future useful in connection with the transmission and facilitation of transmission of communications, messages, documents, images or data, and, to construct, maintain, lay down, carry out, lease, purchase or otherwise acquire all kinds of works, stations, exchanges, lines, machineries, engines, cables, wires, reservoirs, power supply and other things and conveniences capable of being used in connection with any of these objects.

SECONDARY PURPOSES

a. To own, purchase, lease or sell on wholesale basis only properties such as lands, buildings, vehicles, warehouses,

machineries, and other properties as may be necessary or incidental to the conduct of the corporate business;

b. To acquire, lease or hire such rights, leases, licenses, franchises, equipment and other facilities for use in the conduct of business of the corporation;

c. To engage the services of licensed electronics engineers, professionals, technicians and such other employees as may aid in the management, operation and dispensation of services of the corporation;

d. To engage in the importation of telecommunication devices, facilities, equipment and parts as may be needed in the conduct of business of the corporation;

e. To apply for, register, purchase, or otherwise acquire, use, protect and renew any patents, patent rights, licenses, concessions, trademarks, tradenames, inventions, formulae, and processes used or capable of being used in connection with any of the business of the corporation or the acquisition of which may directly or indirectly benefit the corporation, and to use, exercise, develop, sell, assign, or otherwise dispose of, or grant licenses, in respect of the property, rights, trademarks or other information acquired, and to spend money in experimenting upon, and testing and improving, any patents, inventions or rights which the corporation may acquire or propose to acquire;

f. To hold, purchase or otherwise acquire, or be interested in and to sell or otherwise dispose of, shares of capital stock, bonds, debentures, or other evidences of indebtedness issued or created by any other corporation, and, while the holder thereof, to assist or to guarantee the obligations of and to exercise all the rights and privileges of ownership in such corporation;

g. To borrow money and to make, issue and sell or pledge, notes, bonds, debentures or other obligations and evidences of indebtedness, and to secure the same by mortgage, deed of trust,

pledge or otherwise in such amounts as the business of the corporation requires;

h. To acquire the goodwill, rights, property and assets of all kinds and to undertake the whole or any part of the liabilities of any person, firm, association or corporation, and to pay for the same in cash, stock, bonds, debentures, or other securities of this corporation, provided that, it will not engage in the financing business;

i. To have one or more branch offices and to carry on all or any part of its operations and business, and unlimitedly and without restriction, to conduct its operations and business in the Philippines and in any foreign country or place, subject to the laws therein;

j. To enter into, make, perform and carry out contracts of every sort and kind with any person, firm, association or corporation, whether private, public or municipal, or both government or politic and to act as commercial broker or business agent insofar as permitted by law;

k. To use and apply its surplus earnings and accumulated profits to the purchase or acquisition of property and to the purchase or acquisition of its own capital stock, from time to time, to such extent and in such manner and upon such terms as its Board of Directors shall determine;

l. To cause or allow the legal title, estate and interest in any property or business acquired, established, or carried on by the corporation to remain or be vested or registered in the name of, or carried on by, any other company or companies, foreign or domestic, or to be formed, and either in trust for, or as agents or nominees of the corporation, or upon any terms or conditions which the Board of Directors may consider for the benefit of the corporation, and to manage the affairs, or take over and carry on the business, of such company or companies so formed or to be formed, either by acquiring

the shares, stocks or other securities thereof, and to receive and distribute as profits the dividends and interests on such shares, stocks or securities; and

m. To do everything necessary, suitable or proper for the accomplishment of any purpose or the attainment of any object or the furtherance of any power hereinabove set forth as principal, agent or otherwise, either alone or in association with other corporations, firms or individuals, and to do every other act or thing incidental or appurtenant to or growing out of or connected with the aforesaid business or purposes, objects or powers or any part or parts thereof, provided the same be not inconsistent with the laws under which the corporation is organized.

THIRD. The principal office of the corporation is to be established or located in Metro Manila.

FOURTH. The term for which the corporation is to exist is fifty (50) years from and after the date of corporation.

FIFTH. The names, nationalities, and residences of the incorporators of the corporation are as follows:

<u>Name</u>	<u>Nationality</u>	<u>Address</u>
Eduardo M. Villanueva	Filipino	6 Cambridge Circle Forbes Park Makati, Metro Manila Philippines
Eduardo de los Angeles	Filipino	305 San Juanico St. Alabang, Muntinlupa Philippines
Katz N. Tierra	Filipino	25 Clara Aragon St. B.F. Homes Paranaque, Metro Mla. Philippines
R. David Gynn	British	34 Narra Avenue Forbes Park Makati, Metro Manila Philippines

Collin Brooker	British	8 Beaterio St. Urduaneta Village Makati, Metro Manila Philippines
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SIXTH. The number of directors of the corporation shall be seven (7) and the names, nationalities, and residences of the directors of the corporation who are to serve until their successors are elected and qualified as provided by the By-laws are as follows:
(as amended on September 30, 1993)

<u>Name</u>	<u>Nationality</u>	<u>Address</u>
Eduardo M. Villanueva	Filipino	6 Cambridge Circle Forbes Park Makati, Metro Manila Philippines
Eduardo de los Angeles	Filipino	305 San Juanico St. Alabang, Muntinlupa Philippines
Katz N. Tierra	Filipino	25 Clara Aragon St. B.F. Homes Paranaque, Metro Mla. Philippines
R. David Gynn	British	34 Narra Avenue Forbes Park Makati, Metro Manila Philippines
Collin Brooker	British	8 Beaterio St. Urduaneta Village Makati, Metro Manila Philippines

SEVENTH: The Capital Stock of the Corporation is TWENTY FIVE BILLION PESOS (₱25,000,000,000.00), Philippine currency, and said Capital Stock is divided into TWENTY FIVE BILLION (25,000,000,000) Common Shares, having a par value of ONE PESOS (₱1.00) per share.
(As amended on August 8, 1995, on May 31, 2004 and on November 28, 2011)

There shall be no pre-emptive right on the part of the stockholders of the Corporation to subscribe to all issues or disposition of any shares of the Corporation.
(As amended on August 8, 1995)

EIGHT. The amount of capital stock which has been actually subscribed is TWO MILLION FIVE HUNDRED THOUSAND PESOS (₱2,500,000.00) and the following persons have subscribed for the number of shares and amount of capital stock set out after their respective names:

<u>Name</u>	<u>Nationality</u>	<u>No. of Shares Subscribed</u>	<u>Amount</u>	<u>Class</u>
Eduardo M. Villanueva	Filipino	140,000	₱1,400,000	A
Eduardo de los Angeles	Filipino	5,000	50,000	A
Katz M. Tierra	Filipino	5,000	50,000	A
R. David Gynn	British	50,000	500,000	B
Colin Brooker	British	50,000	500,000	B
		-----	-----	
	Total:	250,000	2,500,000	

NINTH. The following persons have paid on the shares of capital stock for which they have subscribed the amounts set out after their respective names:

<u>Name</u>	<u>Nationality</u>	<u>Amount</u>
Eduardo M. Villanueva	Filipino	1,400,000
Eduardo de los Angeles	Filipino	50,000
Katz M. Tierra	Filipino	50,000
R. David Gynn	British	500,000
Colin Brooker	British	500,000
	-----	-----
	Total:	<u>₱ 2,500,000</u>

TENTH. EDUARDO M. VILLANUEVA has been elected by the subscriber as Treasurer of the corporation to act as such until his successor is duly elected and qualified in accordance with the By-Laws, and as such Treasurer, he has been authorized to receive or and in the name and for the benefit of the corporation all subscriptions.

ELEVENTH. That no transfer of stock which will reduce the ownership of Filipino citizens to less than SIXTY (60) percentum of the capital shall be allowed or permitted to be recorded in the books of the corporation unless reported to the BOI pursuant to the Omnibus Investment Code of 1987 and this restriction shall be indicated in all its stock certificates.

IN WITNESS WHEREOF, we have hereunto set our hands this 25th day of August 1987 at Makati, Metro Manila, Philippines.

(Sgd.)
EDUARDO M. VILLANUEVA

(Sgd.)
EDUARDO DE LOS ANGELES

(Sgd.)
KATZ M. TIERRA

(Sgd.)
R. DAVID GYNN

(Sgd.)
COLIN BROOKER

SIGNED IN THE PRESENCE OF:

(Sgd.)

(Sgd.)

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
 MAKATI, METRO MANILA) S.S.

On this 25th day of August 1987, before me a Notary Public for
 and in Makati Personally appeared:

<u>Name</u>	<u>Residence Certificate No.</u>	<u>Date and Place of Issue</u>
Eduardo M. Villanueva	6186711	January 30, 1987 Makati, Phils.
Eduardo de los Angeles	192	April 14, 1987 Manila, Phils.
Katz N. Tierra	6299325	February 27, 1987 Makati, Phils.
R. David Gynn	Passport No. B292078	Colombo January 14, 1987 Makati, Phils.

known to me to be the same persons whose names and amount subscribed
 and who executed the foregoing Articles of Incorporation, and each
 of them acknowledged to me that he freely and voluntarily executed
 the same.

WITNESS MY HAND AND SEAL on the place and date first above
 written.

(Sgd.)

PERRY L. PE
 NOTARY PUBLIC
 Until December 31, 1987
 PTR No. 9339392
 Issued at Makati, M.M.
 Issued on June 6, 1986

Doc. No. 407;
 Page No. 59;
 Book No. 111;
 Series of 1987.

**DIRECTORS' CERTIFICATE OF AMENDMENT
OF THE ARTICLES OF INCORPORATION
OF DIGITAL TELECOMMUNICATIONS PHILS., INC.**



KNOW ALL MEN BY THESE PRESENTS:

WE, the undersigned Chairman of the Board, Secretary and a majority of the members of the Board of Directors of **DIGITAL TELECOMMUNICATIONS PHILS., INC.** (hereinafter the "**Company**") do hereby certify that:

1. the amendment in the Amended Articles of Incorporation of the Company was approved: (i) by an affirmative vote of stockholders owning or representing more than two-thirds (2/3) of the entire subscribed and outstanding capital stock at the Annual Stockholders' Meeting held on May 31, 2004 held at the the Amorsolo Grand Ballroom Holiday Inn Galleria Manila, ADB One Avenue, Ortigas Center, Pasig City; and (ii) by an affirmative vote of majority of the directors of the Company held on November 28, 2011 at the 7th Floor, Ramon Cojuangco Building, Makati Avenue, Makati City;

2. the amended provisions of the attached Amended Articles of Incorporation refer to Article SEVENTH increasing the authorized capital stock of the Company from Nine Billion Pesos (Php9,000,000,000.00) divided into Nine Billion (9,000,000,000) shares with par value of One Peso (Php1.00) per share to Twenty Five Billion Pesos (Php25,000,000,000.00) divided into Twenty Five Billion (25,000,000,000) shares with a par value of One Peso (Php1.00) per share.

3. the attached document is a true and correct copy of the Articles of Incorporation of the Company, as amended.

[The rest of the page has been intentionally left blank.]

IN WITNESS WHEREOF, the undersigned directors of DIGITAL TELECOMMUNICATIONS PHILS., INC. have signed this Certificate and the Chairman and the Secretary have countersigned the same this **DEC 12 2011** day of December 2011 at Makati City, Metro Manila , Philippines.



MANUEL V. PANGILINAN
Chairman
TIN: 914-481-801



NAPOLEON L. NAZARENO
Director
TIN: 115-968-132



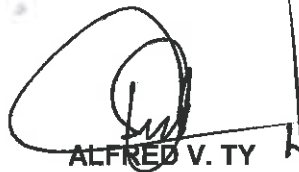
ORLANDO B. VEA
Director
TIN: 100-741-412



RAY C. ESPINOSA
Director
TIN: 113-248-897



FR. BIENVENIDO F. NEBRES, S.J.
Director
TIN: 237-436-046



ALFRED V. TY
Director
TIN: 107-032-619



ANABELLE L. CHUA
Director
TIN: 106-904-025

Countersigned:



MANUEL V. PANGILINAN
Chairman
TIN: 914-481-801



WILLIAM S. PAMINTUAN
Corporate Secretary
TIN: 146-473-562

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI CITY, METRO MANILA)S.S.

BEFORE ME, personally appeared the following:

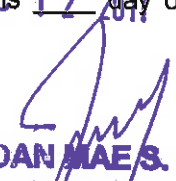
	Competent Evidence of Identity		
	Issuing Office	I.D. Number	Date of Issue
Manuel V. Pangilinan	BIR	914-481-801	
Napoleon L. Nazareno	BIR	115-968-132	
Orlando B. Vea	BIR	100-741-412	
Ray C. Espinosa	BIR	113-248-897	
Fr. Bienvenido F. Nebres, S.J.	BIR	237-436-046	
Alfred V. Ty	BIR	107-032-619	
Anabelle L. Chua	BIR	106-904-025	
William S. Pamintuan	BIR	146-473-562	

known to me to be the same persons who executed the foregoing CERTIFICATE OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF DIGITAL TELECOMMUNICATIONS PHILS., INC. and that they acknowledged to me that the same is their free and voluntary act and deed and that of the corporation they represent.

This instrument consisting of three (3) pages including this Acknowledgment (but excluding the Amended Articles of Incorporation of Digital Telecommunications Phils., Inc. which nevertheless forms integral part hereof) has been signed by the parties and their instrumental witnesses.

Witness my hand and seal on these presents this DEC 12 2011 day of December 2011 in the place first above written.

Doc. No.: 492 ;
Page No.: 100 ;
Book No.: I ;
Series of 2011


JOAN MAE S. TO
Notary Public for Makati City
Appointment No. M-437 until Dec. 31, 2012
Roll of Attorney No. 58221
PTR No. 2660600MB; 01/08/11; Makati City
IBP No. 843390; 01/04/11; Makati Chapter
SyCipLaw Center, 105 Pasco de Roxas
Makati City, 1226 Metro Manila, Philippines