

April 28, 2025

via electronic mail

SECURITIES AND EXCHANGE COMMISSION

SEC Headquarters, 7907 Makati Avenue,
Salcedo Village, Bel-Air, Makati City

ATTENTION : **DIR. OLIVER O. LEONARDO**
Markets and Securities Regulation Department

via PSE EDGE

PHILIPPINE STOCK EXCHANGE, INC.

PSE Tower, 28th Street, cor. 5th Avenue,
Bonifacio Global City, Taguig City

ATTENTION : **ATTY. JOHANNE DANIEL M. NEGRE**
Officer-in-Charge, Disclosure Department

via electronic mail

PHILIPPINE DEALING & EXCHANGE CORP.

Market Regulatory Services Group
29th Floor BDO Equitable Tower
8751 Paseo de Roxas, Makati City

ATTENTION : **ATTY. SUZY CLAIRE R. SELLEZA**
Head, Issuer Compliance and Disclosures Department

Gentlemen:

Please see attached the SEC Form 17-C (Current Report) of Aboitiz Equity Ventures Inc. filed in compliance with the Securities Regulation Code, its 2015 Implementing Rules and Regulations, the Revised Disclosure Rules of the Philippine Stock Exchange (PSE), and the Issuer Disclosure Operating Guidelines of the Philippine Dealing Exchange Corp. (PDEX).

Kindly acknowledge receipt hereof.

Thank you.

Very truly yours,

ABOITIZ EQUITY VENTURES INC.

By:



SAMMY DAVE A. SANTOS

Assistant Corporate Secretary

COVER SHEET

C E O 2 5 3 6

S.E.C. Registration Number

A B O I T I Z E Q U I T Y V E N T U R E S I N C .

(Company's Full Name)

3 2 N D S T R E E T , B O N I F A C I O G L O B A L

C I T Y , T A G U I G C I T Y , M E T R O M A N I L A

P H I L I P P I N E S

(Business Address: No. Street City / Town / Province)

CONNIE. G. CHU

Contact Person
Contact Person

(02) 8 886-2338

Company Telephone Number

1 2 3 1

Month Day
Fiscal Year

1 7 - C

FORM TYPE

4th Monday of April
0 4 2 8

Month Day
Annual Meeting

N/A

Secondary License Type, if Applicable

SEC

Dept. Requiring this Doc

N/A

Amended Articles Number/Section

Total No. of Stockholders

x

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = Pls. use black ink for scanning purposes

**SECURITIES & EXCHANGE COMMISSION
SEC FORM 17-C**

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

1. **April 28, 2025**
Date of Report (Date of earliest event reported)
2. SEC Identification Number **CEO2536** 3. BIR TIN **003-828-269-V**
4. **ABOITIZ EQUITY VENTURES INC.**
Exact name of registrant as specified in its charter
5. **Philippines** 6. 
Province, country or other jurisdiction Industry Classification Code
of incorporation
7. **32nd Street, Bonifacio Global City, Taguig City, Metro Manila, Philippines** **1634**
Address of principal office Postal Code
8. **(02) 8 886-2800**
Registrant's telephone number, including area code
9. **N.A.**
Former name or former address, if changed since last report
10. Securities registered pursuant to 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 P1 Par Value</u> | <u>5,552,805.057</u> |
| <u>Amount of Debt Outstanding (As of December 31, 2024)</u> | <u>P404,274,535,000.00</u> |
11. Indicate the item numbers reported herein: 9

Item 9: Other Matters

During its regular meeting on March 26, 2025, the Board of Directors of Aboitiz Equity Ventures Inc. ("AEV" or the "Company") approved an amendment to Article Seventh of the Company's Articles of Incorporation to delegate to the Board of Directors the authority to list the Company's Common or Preferred Shares.

At the 2025 Annual Stockholders' Meeting on April 28, 2025, the proposed amendment was approved by stockholders representing at least two-thirds of the Company's outstanding capital stock.

SIGNATURE (S)

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

ABOITIZ EQUITY VENTURES INC.

By:



Sammy Dave A. Santos
Assistant Corporate Secretary

Date: April 28, 2025

PSE Disclosure Form 4-3 – Amendments to Articles of Incorporation

References: SRC Rule 17 (SEC Form 17-C) and Sections 4.4 of the Revised Disclosure Rules

DISCLOSURE
Amendment to Articles of Incorporation

Subject of the Disclosure	Amendment to Article Seventh of the Articles of Incorporation (AOI) of Aboitiz Equity Ventures Inc. (“AEV”, or the “Company”).	
Background/Description of the Disclosure	To delegate to the Board of Directors the authority to list the Company’s Common or Preferred Shares.	
Date of Approval by Board of Directors	March 26, 2025	
Date of Approval by Stockholders	April 28, 2025	
Other Relevant Regulatory Agency, if applicable	N/A	
Date of Approval by Relevant Regulatory Agency, if applicable	N/A	
Date of Approval by Securities and Exchange Commission	TBA	
Date of Receipt of SEC approval	TBA	
Amendment(s)		
Article and Section Nos.	From	To
Article Seventh	<p>“SEVENTH. That the authorized capital stock of said corporation is TEN BILLION (P10,000,000,000.00) PESOS, and said capital stock is divided into:</p> <ol style="list-style-type: none"> Nine Billion Six Hundred Million (9,600,000,000) COMMON SHARES with a par value of One Peso (P1.00) per share; Four Hundred Million (400,000,000) PREFERRED SHARES with a par value of One Peso (P1.00) per share. <p>PREFERRED shares shall be non-voting, non-convertible, and shall have preference over common shares in case of liquidation or dissolution of the corporation. The Board of Directors or the Executive Committee is expressly authorized to issue preferred shares in one or more series, establish and designate each particular series of preferred shares, fix the number of shares to be included in the series, and to determine the dividend rate, issue price, designations, relative rights, preferences, privileges and limitations of the preferred shares and/or series of</p>	<p>“SEVENTH. That the authorized capital stock of said corporation is TEN BILLION (P10,000,000,000.00) PESOS, and said capital stock is divided into:</p> <ol style="list-style-type: none"> Nine Billion Six Hundred Million (9,600,000,000) COMMON SHARES with a par value of One Peso (P1.00) per share; Four Hundred Million (400,000,000) PREFERRED SHARES with a par value of One Peso (P1.00) per share. <p>PREFERRED shares shall be non-voting, non-convertible, and shall have preference over common shares in case of liquidation or dissolution of the corporation. The Board of Directors or the Executive Committee is expressly authorized to issue preferred shares in one or more series, establish and designate each particular series of preferred shares, fix the number of shares to be included in the series, and to determine the dividend rate, issue price, designations, relative rights, preferences, privileges and limitations of the preferred shares</p>

	<p>shares. Preferred shares may or may not be cumulative, participating, or redeemable, as may be determined by the Board of Directors or the Executive Committee.</p> <p>Upon redemption, preferred shares (whether unissued, issued and outstanding, including all existing treasury shares) shall not be considered retired, but may be reissued under such terms and conditions as may be determined by the Board of Directors or the Executive Committee.</p> <p>No holder of shares of the capital stock of any class of the corporation shall have any pre-emptive or preferential right of subscription to any shares of any class of stock of the corporation whether now or hereafter authorized, other than such, if any, as the Board of Directors, in its discretion, may from time to time determine and at such price as the Board of Directors may from time to time set.”</p>	<p>and/or series of shares. Preferred shares may or may not be cumulative, participating, or redeemable, as may be determined by the Board of Directors or the Executive Committee.</p> <p>Upon redemption, preferred shares (whether unissued, issued and outstanding, including all existing treasury shares) shall not be considered retired, but may be reissued under such terms and conditions as may be determined by the Board of Directors or the Executive Committee.</p> <p><u>The Board of Directors or the Executive Committee is expressly authorized to determine whether the common or preferred shares shall be, upon their issuance or re-issuance, listed with the facilities of the Philippine Stock Exchange (PSE), or in such other exchanges as the Board of Directors may deem appropriate with full authority to apply for one or more such listing/s at the relevant time/s.</u></p> <p>No holder of shares of the capital stock of any class of the corporation shall have any pre-emptive or preferential right of subscription to any shares of any class of stock of the corporation whether now or hereafter authorized, other than such, if any, as the Board of Directors, in its discretion, may from time to time determine and at such price as the Board of Directors may from time to time set.”</p>
Rationale for the amendment(s)	<p>Although the Board of Directors or the Executive Committee currently has the authority to issue the preferred shares, and to fix the terms and issue price thereof, the proposed amendment allows the Company to comply with the requirement by the Philippine Stock Exchange (PSE or the “Exchange”) for a shareholders’ approval before any listing of common or preferred shares on the Exchange.</p>	
The timetable for the effectivity of the amendment(s)		
Expected date of filing the amendments to the Articles of Incorporation with the SEC	TBA	

Expected date of SEC approval of the Amended Articles of Incorporation	TBA
Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any	Since the Board of Directors or the Executive Committee currently has the authority to issue the preferred shares, and to fix the terms and issue price thereof, there is no impact on AEV's capital structure.
Other Relevant Information	<u>The disclosure is being amended to reflect the date of approval by stockholders during the Company's annual stockholders' meeting on April 28, 2025. The disclosure is also being amended to reflect the changes made to the Date of Approval by Securities and Exchange Commission and Date of Receipt of SEC approval in the EDGE Form.</u>