

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATIONS CODE (SRC) AND SRC RULE 17.1

1. June 14 2024
Date of Report (Date of earliest event reported)
2. 152747 3. 000-153-790-000
SEC Identification Number BIR Tax Identification Number
4. AYALA LAND, INC.
Exact Name of registrant as specified in its charter
5. MAKATI CITY, PHILIPPINES 6. [REDACTED] (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code
incorporation
7. 31F Tower One and Exchange Plaza, Ayala Triangle, 1226
Ayala Avenue, Makati City
Address of principal office Postal code
8. (632) 7908-3111
Registrant'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 (As of December 31, 2023)	Number of Shares of Stock Outstanding	Amount of Debt Outstanding (Registered)
Common	14,942,175,713	
Voting Preferred*	12,442,495,031	P125,250,000,000.00

Indicate the item numbers reported herein :

Item 9. Other Events
Re: Acquisition of CDPEI Shares

AYALA LAND, INC.

Registrant



Date: June 14, 2024

MICHAEL ANTHONY L GARCIA

Head, Investor Communications and Compliance,

*Unregistered



14 June 2024

Philippine Stock Exchange, Inc.

6th Floor, PSE Tower, 28th Street corner 5th Avenue,
Bonifacio Global City, Taguig City

To **Alexandra D. Tom Wong** | OIC, Disclosure Department

Philippine Dealing and Exchange Corporation

29th Floor, BDO Equitable Tower, 8751
Paseo de Roxas, Makati City

To **Atty. Suzy Claire R. Selleza** | Head, Issuer Compliance and Disclosures Department

Securities and Exchange Commission

17/F SEC Headquarters, 7907 Makati Avenue,
Barangay Bel-Air, Makati City

To **Atty. Oliver O. Leonardo** | Director, Market Regulation Department

Dear Mesdames and Gentlemen,

Please see the attached PSE Form 4-2 on our acquisition of shares in Cebu District Property Enterprise Inc. ("CDPEI").

Thank you.

A handwritten signature in black ink, appearing to read 'Michael Garcia'.

MICHAEL ANTHONY L. GARCIA

Head, Investor Relations



Ayala Land
ALI

PSE Disclosure Form 4-2 - Acquisition/Disposition of Shares of Another Corporation
*References: SRC Rule 17 (SEC Form 17-C) and
Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Ayala Land, Inc.'s ("ALI") proposed acquisition of shares of Aboitiz Land, Inc. ("Aboitiz Land") and Aboitiz Equity Ventures Inc. ("AEV") in Cebu District Property Enterprise Inc. ("CDPEI")

Background/Description of the Disclosure

ALI entered into a share sale and purchase agreement with Aboitiz Land and AEV for the purchase by ALI of Aboitiz Land and AEV's 50% equity interest in CDPEI.

**Date of Approval
by
Board of Directors**

April 25, 2024

Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction

This acquisition will consolidate ALI's ownership of CDPEI, the developer of Gatewalk Central. ALI envisions Gatewalk Central to be one of its key Cebu estates that will contribute to ALI's growing presence in the Visayas region.

Manner

Execution of the Deed of Assignment of Shares upon fulfillment of customary conditions precedent.

Description of the company to be acquired or sold

CDPEI, is the joint venture company of ALI, Aboitiz Land, and AEV. It was incorporated in 2014 to engage in the business of real estate development. It is the developer of Gatewalk Central, a 17.5-ha. mixed-use estate in Mandaue City, Cebu.

Number of shares to be acquired or disposed	<p>Eighteen Million One Hundred Thousand (18,100,000) CDPEI Shares consisting of:</p> <ul style="list-style-type: none"> - One Million Eight Hundred Ten Thousand (1,810,000) Common Shares owned by AboitizLand; - Sixteen Million Two Hundred Ninety Thousand (16,290,000) Series "A" Preferred shares owned by AEV.
Percentage to the total outstanding shares of the company subject of the transaction	50%
Price per share	Php100 per share
Nature and amount of consideration given or received	
Php1,810,000,000.00	
Principle followed in determining the amount of consideration	
Agreed valuation by the parties following due diligence review.	
Terms of payment	
Cash payment in tranches.	
Conditions precedent to closing of the transaction, if any	
Customary conditions precedent, including the necessary regulatory approvals from the (i) Securities and Exchange Commission on CDPEI's increase in authorized capital stock and (ii) the Philippine Competition Commission.	
Any other salient terms	
None.	
Identity of the person(s) from whom the shares were acquired or to whom they were sold	
Name	Nature of any material relationship with the Issuer, their directors/ officers, or any of their affiliates
Aboitiz Land, Inc.	None

Aboitiz Equity Ventures Inc.	None
Effect(s) on the business, financial condition and operations of the Issuer, if any	
ALI gains 100% ownership of CDPEI.	
Other Relevant Information	
None.	