

SEC Number **7160**
File Number _____

ARTHALAND CORPORATION
(Company's Full Name)

**7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street
Bonifacio Global City, Taguig City 1634**
(Company's Address)

(+632) 8403-6910
(Telephone Number)

December 31
(Fiscal Year Ending)
(Month and Day)

FORM 17-C
(Form Type)

(Period Ended Date)

(Secondary License Type and File Number)

cc: Philippine Stock Exchange

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. **27 June 2025**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **ASO-94-007160** 3. BIR Tax Identification No. **004-450-721-000**
4. **ARTHALAND CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. **7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street**
Bonifacio Global City, Taguig City **1634**
Address of Principal Office Postal Code
8. **(+632) 8403-6910**
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
Common Shares	5,318,095,199 (₱0.18 par value)
Preferred Shares – Series A	12,500,000 (₱1.00 par value)
Preferred Shares – Series D	6,000,000 (₱1.00 par value)
Preferred Shares – Series E	14,000,000 (₱1.00 par value)
Preferred Shares – Series F	4,964,860 (₱1.00 par value)

11. Indicate the item numbers reported herein:

Item 4. Resignation, Removal or Election of Registrant's Directors or Officers
Item 9. Other Events

Item 4. Resignation, Removal or Election of Registrant’s Directors or Officers

In today’s Annual Stockholders’ Meeting of **Arthaland Corporation (the “Corporation”)**, the following were elected as the members of the Board of Directors for the term 2025-2026, to hold office as such and until their respective successors are duly nominated, elected and qualified:

Regular Directors

- (a) Mr. Ernest K. Cuyegkeng
- (b) Mr. Jaime C. González
- (c) Mr. Jaime Enrique Y. González
- (d) Mr. Cornelio S. Mapa, Jr.
- (e) Mr. Christopher Paulus Nicholas T. Po
- (f) Mr. Ricardo Gabriel T. Po, and
- (g) Mr. Andres B. Sta. Maria.

Independent Directors

- (h) Mr. Hans B. Sicat, and
- (i) Ms. Denise Loreena V. De Castro.

Also, stockholders representing at least sixty-seven percent (67%) of the Corporation’s outstanding common and preferred shares which are entitled and qualified to vote approved the proposal to amend Article SEVENTH of the Articles of Incorporation by decreasing the Corporation’s authorized capital stock by ₱10,000,000.00. The foregoing decrease in the authorized capital stock corresponds to the Preferred Shares Series C (ALCPC) redeemed by the Corporation on 27 June 2024.

The amendments to Article SEVENTH of the Corporation’s Articles of Incorporation are underlined below:

“SEVENTH – That the authorized capital stock of the Corporation is Philippine Pesos: Three Billion Sixteen Million Two Hundred Fifty-Seven Thousand One Hundred Thirty-Five and 82/100 (₱3,016,257,135.82) divided into Philippine Pesos: Two Billion Nine Hundred Forty Six Million Two Hundred Fifty Seven Thousand One Hundred Thirty Five and 82/100 (₱2,946,257,135.82) of common shares consisting of 16,368,095,199 common shares with a par value of Philippine Pesos: Eighteen Centavos (₱0.18) per share and Philippine Pesos: Seventy Million (₱70,000,000.00) of preferred shares consisting of 70,000,000 preferred shares with a par value of Philippine Peso: One (₱1.00) per share.”

“The preferred shares shall have such features as the Board of Directors may prescribe, provided that, in no case shall such preferred shares be voting or participating.

“The shares of stock of the corporation are not subject to pre-emptive rights of stockholders and may be issued for the unissued portion of authorized capital stock in such quantities, at such times, and under such terms as the Board of Directors shall determine.”

In the Organizational Meeting of the Board of Directors held immediately after the stockholders' meeting, the Board elected/appointed the following as the corporate officers of the Corporation for 2025-2026 to hold office as such and until their respective successors are duly nominated, elected and qualified:

Chairman of the Board	-	Ernest K. Cuyegkeng
Vice Chairman and President	-	Jaime C. González
Vice Chairman	-	Ricardo Gabriel T. Po
Treasurer and Executive Vice President	-	Cornelio S. Mapa, Jr.
Corporate Secretary and General Counsel/Compliance Officer	-	Riva Khristine V. Maala
Assistant Corporate Secretary	-	Margeline C. Hidalgo

The following committees were constituted by the Board and the members thereof appointed, as follows:

Audit and Risk Committee	Hans B. Sicat, <i>Chairman</i> Denise Loreena V. De Castro, and Andres B. Sta. Maria
Stock Option and Compensation Committee	Jaime C. González, <i>Chairman</i> Denise Loreena V. De Castro, and Ricardo Gabriel T. Po
Governance and Nomination Committee	Ricardo Gabriel T. Po, <i>Chairman</i> Hans B. Sicat, and Andres B. Sta. Maria
Executive Committee	Jaime C. González, <i>Chairman</i> Ricardo Gabriel T. Po, <i>Vice Chairman</i> Jaime Enrique Y. González Cornelio S. Mapa, Jr., and Christopher Paulus Nicholas T. Po

During the organizational meeting, the Board of Directors also appointed Atty. Riva Khristine V. Maala as the Anti-Money Laundering Council Compliance Officer of the Corporation and its group of companies effective on 01 July 2025.

Item 9. Other Events

During the annual meeting, the stockholders ratified the Board's appointment of Reyes Tacandong & Co. as the Corporation's external auditor for 2025, with Ms. Carolina P. Angeles as Partner-in-Charge.

During the organizational meeting, the Board of Directors of the Corporation APPROVED the following:

1. Declaration of cash dividends, as follows:

	<u>ALCO</u>	<u>ALCPF</u>
Date of Declaration	27 June 2025	27 June 2025
Record Date	July 15, Tuesday	July 21, Monday
Payment Date	August 08, Friday	August 14, Thursday
Amount per Share	₱0.012	₱9.1575
Total Amount of Dividends	₱63,817,142.00	₱45,465,705.45
Source of Payment	Unrestricted Retained Earnings as of 31 May 2025	

2. Subscription by the Corporation to additional 7,655,000 Preferred Shares of Zileya Land Development Corporation (Zileya) at the subscription price of ₱100.00 per share.

Please recall that on 22 January 2025, it was disclosed that the Corporation already subscribed to 7,100,000 Preferred Shares of Zileya at a subscription price of ₱100.00 per share, or the total amount of ₱710,000,000.00, which shall be issued from the proposed increase of its authorized capital stock by 20,000,000 redeemable¹, cumulative, and *voting* preferred shares at a par value of ₱1.00 per share, once approved by the Securities and Exchange Commission. The application for capital increase is presently in process.

3. Zileya's acquisition of the condominium units in Mid-Land Mansions Condominium of ISOC Land, Inc., including the undivided interest of said units in the underlying land equivalent to 1,061.47 m², for a total consideration of ₱1,486,058,000.00, inclusive of Value Added Tax.

4. Acquisition by Sotern Land Corporation, a wholly-owned subsidiary of the Corporation, of two (2) more parcels of land² located in Barangay Loyola Heights, Quezon City for a consideration of ₱745,875,000.00 and ₱1,750,000.00.

ARTHALAND CORPORATION

Issuer

By:

RIVA KHRISTINE V. MAALA

Corporate Secretary and General Counsel

27 June 2025

Date

¹ At the option of Zileya.

² 2,491.70 and 7.0 square meters