



**12 July 2024**

**Philippine Dealing and Exchange Corporation**

29<sup>th</sup> Floor, BDO Equitable Tower  
8751 Paseo de Roxas, Makati City

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

Dear Madam,

We hereby furnish you a copy of Ayala Land's 2023 2Q Sponsor Progress Report on Disbursement of Proceeds from the block sale of 98 million AREIT shares, pursuant to the Sponsor Reinvestment Plan.

Thank you.

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

**MICHAEL ANTHONY L. GARCIA**  
Head, Investor Communications and Compliance

July 12, 2024

**THE PHILIPPINE STOCK EXCHANGE**

Philippine Stock Exchange Plaza  
6<sup>th</sup> Floor, PSE Tower  
Bonifacio Global City, Taguig

Attention: Disclosure Department

Subject: 2024 Second Quarter Progress Report on the Disbursement of Proceeds from the Sale of 98 million AREIT, Inc. ("AREIT") Shares

Dear Gentlemen,

We are pleased to submit our Progress Report on the Application of Proceeds for the Second Quarter of 2024, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

On May 23, 2024, Ayala Land, Inc. ("ALI") received net proceeds from the sale of 98 million AREIT Shares amounting to Three Billion One Hundred Fifty-Eight Million Eight Hundred Nine Thousand Two Hundred Thirty and 50/100 Pesos (Php 3,158,809,230.50).

As of June 30, 2024, the remaining balance of the net proceeds from the sale of 98 million AREIT Shares amounts to Two Billion Five Hundred Forty-One Million Four Hundred Ninety-One Thousand Three Hundred Thirty-Five and 26/100 Pesos (Php 2,541,491,335.26).

The details of the disbursement for the Second Quarter of 2024 are as follows:

Balance of Proceeds from sale of AREIT Shares as of May 23, 2024	<b>Php 3,158,809,230.50</b>
Less: Disbursements from May 23 to June 30, 2024 (Annex A)	617,317,895.24
<b>Balance of Proceeds from sale of AREIT Shares as of June 30, 2024</b>	<b><u>Php 2,541,491,335.26</u></b>

Thank you.

Very truly yours,



**Augusto D. Bengzon**  
Ayala Land, Inc.  
Treasurer, Chief Finance and Compliance Officer



**Ma. Tefesa R. Famy**  
AREIT, Inc.  
Treasurer and Chief Finance Officer

SUBSCRIBED AND SWORN to before me this JUL 11 2024 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
<i>Represented by:</i> Augusto D. Bengzon	Passport No. P4323352B	Issued 08 January 2020 / DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
<i>Represented by:</i> Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration 05 December 2033

Doc. No. 251;  
Page No. 52;  
Book No. VII;  
Series of 2024.



*[Signature]*  
MA FELORA A. MANGAWANG  
Notary Public - Makati City  
App. No. M-158 until December 31, 2025  
Roll of Attorneys No. 64804  
Lifetime IBP No. 013749 - Makati City  
PTR No. MKT10077039 - 01/03/2024 - Makati City  
MCLE Compliance No. VII-0006702 - 11/18/2024  
28th Floor, Tower One and Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City, Philippines

Notarial DST pursuant to Sec. 61 of the  
TRAIN Act (Amending Sec. 188 of the NIRC)  
affixed on Notary Public's copy

**ANNEX A - Disbursements from May 23 to June 30, 2024**

<b>Project Name</b>	<b>Disbursing Entity</b>	<b>Amount (in PHP)</b>
Centralis Towers	Avida Land Corporation	45,449,317.79
Avida Towers Ardane	Avida Land Corporation	161,563,268.15
Amaia Steps The Junction Place	Amaia Land Co.	126,033,176.18
Amaia Steps Pasig	Amaia Land Co.	56,322,886.86
Amaia Steps Two Capitol Central	Amaia Land Co.	65,637,323.26
Cresendo Estate	Ayala Land, Inc.	45,264,303.00
Vermosa	Ayala Land, Inc.	43,572,735.00
Arca South Estate	Ayala Land, Inc.	73,474,885.00
<b>Total</b>		<b>617,317,895.24</b>



## **Agreed-Upon Procedures Report**

To the Management of  
Ayala Land, Inc.  
31<sup>st</sup> Floor, Tower One & Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

### **Purpose of this Agreed-Upon Procedures Report**

Our report is solely for the purpose of assisting Ayala Land, Inc. (the "Company") in connection with the Company's compliance with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company on the Quarterly Progress Report for the period from May 23 to June 30, 2024 relating to the use of proceeds received by the Company from the block sale of its shares in AREIT, Inc. ("AREIT") on May 23, 2024 and may not be suitable for another purpose.

### **Responsibilities of the Engaging Party**

The management of the Company has acknowledged that the agreed-upon procedures are appropriate for the purpose of the engagement. The Company is responsible for the subject matter on which the agreed-upon procedures are performed.

### **Practitioner's Responsibilities**

We have conducted the agreed-upon procedures engagement in accordance with Philippine Standard on Related Services (PSRS) 4400 (Revised), Agreed-Upon Procedures Engagements. An agreed-upon procedures engagement involves us performing the procedures that have been agreed with the Company, and reporting the findings, which are the factual results of the agreed-upon procedures performed. We make no representation regarding the appropriateness of the agreed-upon procedures.

This agreed-upon procedures engagement is not an assurance engagement. Accordingly, we do not express an opinion or an assurance conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported.

### **Professional Ethics and Quality Control**

We have complied with the ethical requirements in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics). We have also complied with the independence requirements in accordance with Part 4A of the International Ethics Standards Board for Accountants (IESBA) Code.



Our firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

### Procedures and Findings

We have performed the procedures described below, which were agreed upon with the Company in the letter of engagement dated July 10, 2024, on the use of proceeds received by the Company from the block sale of its shares in AREIT:

Procedures	Findings
Obtained the Quarterly Progress Report on use of proceeds from the block sale of AREIT Shares (the "schedule") for the period from May 23 to June 30, 2024 and performed the following:	
a. Checked the mathematical accuracy of the schedule.	No exceptions were noted.
b. Checked whether there were additions and disbursements in the schedule and compared with the schedule of application of proceeds.	No exceptions were noted.
c. On a sample basis, traced additions and disbursements listed in the schedule for the period from May 23 to June 30, 2024 to the supporting documents such as progress billings, statement of account, invoices and official receipts, as applicable, and agreed the amount to the schedule.	No exceptions were noted.  We present in Appendix A the schedule for the period from May 23 to June 30, 2024 based on the information we obtained from the Company.
d. On a sample basis, inquired into and identified the nature of additions and disbursements. Checked if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.	No exceptions were noted.  We have noted that the Sponsor Reinvestment Plan dated May 23, 2024 included the proceeds from the block sale of AREIT shares amounting to P3,158,809,230.50. Out of the total proceeds, P617,317,895.24 has been disbursed from May 23 to June 30, 2024 based on the information we obtained from the Company as presented in Appendix A.



**Restriction on Distribution and Use**

Our report is solely for the purpose set forth in the first paragraph of this report and is not to be used for any other purpose or to be distributed to any other parties.

A handwritten signature in black ink, appearing to read "R. Danao", with a long, sweeping flourish extending to the right.

Roderick M. Danao  
Partner

CPA Cert No. 88453

P.T.R. No. 0011280, issued on January 12, 2024, Makati City

TIN 152-015-078

BIR A.N. 08-000745-042-2023, issued on December 22, 2023; effective until December 21, 2026

BOA/PRC Reg. No. 0142, effective until November 14, 2025

Makati City  
July 11, 2024



## Appendix A

Summary of Quarterly Progress Report from May 23 to June 30, 2024

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<b>Distributing Entity</b>	<b>Project Name</b>	<b>Amount (in Php)</b>
Avida Land Corporation	Centralis Towers	45,449,317.79
	Avida Towers Ardane	161,563,268.15
Amaia Land Co.	Amaia Steps The Junction Place	126,033,176.18
	Amaia Steps Pasig	56,322,886.86
	Amaia Steps Two Capitol Central	65,637,323.26
Ayala Land, Inc.	Cresendo Estate	45,264,303.00
	Vermosa	43,572,735.00
	Arca South Estate	73,474,885.00
		<b>617,317,895.24</b>

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REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY )S.S.

**ACKNOWLEDGEMENT**

11<sup>th</sup> SUBSCRIBED AND SWORN to before me, a Notary Public, for and in behalf of the City of Makati this day of July 2024, by RODERICK M. DANA O who presented to me his CPA License ID No. 88453 issued by the Professional Regulation Commission in the City of Manila and valid until Augst 1, 2025, that he is the same person who personally signed before me the foregoing document and acknowledged that he executed the same.

Doc. No. 219 ;  
Page No. 15 ;  
Book No. 1 ;  
Series of 2024.

  
**PATRICIA GAIL CAYCO-MAGBANUA**  
Notary Public for Makati City  
Until 31 December 2025  
Appointment No. M-302  
Roll No. 64497  
PTR No. 10112507 / 25 Jan 2024 / Makati City  
Life IBP No. 013665 / 08 Apr 2015 / Makati  
29 FALA Tower 3767 Pasco de Roxas, Makati City