

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATIONS CODE (SRC) AND SRC RULE 17(a)-1(b)(3) THEREUNDER

1. August 2, 2024
Date of Report (Date of earliest event reported)
2. 34218
SEC Identification Number
3. 000-153-610-000
BIR Tax Identification Number
4. AYALA CORPORATION
Exact Name of registrant as specified in its charter
5. PHILIPPINES
Province, country or other jurisdiction of incorporation
6. (SEC Use Only)
Industry Classification Code
7. 37F to 39F, Ayala Triangle Gardens Tower 2, Paseo de Roxas
cor Makati Avenue, Makati City
Address of principal office
- 1226
Postal code
8. (02)7908-3000
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 SRC

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	620,526,625 shares
Preferred A Series 1 Shares	5,244,515 shares
Preferred B Series 2 Shares	30,000,000 shares
Voting Preferred Shares	200,000,000 shares

: Item 9- Other Events

Re: Amendment - Acquisition/Disposition of Shares of Another Corporation

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

AYALA CORPORATION

Registrant

Date : August 2, 2024

Jose Martin C. Lopez

Head – Investor Relations

* Print name and title of the signing officer under the signature.

August 2, 2024

Securities and Exchange Commission

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

Attention: **Atty. Oliver O. Leonardo**
Director, Markets and Securities Regulation Department

The Philippine Stock Exchange, Inc.

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

Attention: **Atty. Stefanie Ann B. Go**
Officer-In-Charge, Disclosure Department

Philippine Dealing and Exchange Corporation

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas, Makati City 1226

Attention: **Atty. Suzy Claire R. Selleza**
Head, Issuer Compliance and Disclosure Department

Mesdames/Gentlemen:

Please be informed that Ayala Corporation ("AC") amended the original disclosure (Report/Circular Number C05109-2024) on August 2, 2024 to reflect in Background/Description of the Disclosure the date of approval by AC's Board of Directors.

Please see attached disclosure.

Regards,



Jose Martin C. Lopez
Head - Investor Relations

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. Date of Report (Date of earliest event reported)

Aug 1, 2024

2. SEC Identification Number

34218

3. BIR Tax Identification No.

000-153-610-000

4. Exact name of issuer as specified in its charter

AYALA CORPORATION

5. Province, country or other jurisdiction of incorporation

PHILIPPINES

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

37F to 39F, Ayala Triangle Gardens Tower 2, Paseo de Roxas cor Makati Avenue, Makati City

Postal Code

1226

8. Issuer's telephone number, including area code

(02) 7908-3000

9. Former name or former address, if changed since last report

NA

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
Common Shares	620,526,625
Preferred A Shares (Reissued)	5,244,515
Preferred B Series 2 Shares	30,000,000
Voting Preferred Shares	200,000,000

11. Indicate the item numbers reported herein

Item 9

The Exchange does not warrant and holds no responsibility for the veracity of the facts and representations contained in all corporate disclosures, including financial reports. All data contained herein are prepared and submitted by the disclosing party to the Exchange, and are disseminated solely for purposes of information. Any questions on the data contained herein should be addressed directly to the Corporate Information Officer of the disclosing party.



Ayala Corporation AC

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 Corporation ("AC") through AC Ventures Holding Corp. ("ACV"), to increase its ownership stake in Globe Fintech Innovations, Inc. ("Mynt"), the operator of GCash, by ~8%.

Background/Description of the Disclosure

AC, through its wholly-owned subsidiary ACV signed a definitive agreement to acquire common shares from existing shareholders equivalent to an additional ~8% ownership stake in Mynt, the operator of the GCash platform, for approximately PHP22.9 billion. This transaction values Mynt at approximately PHP286.4 billion and increases Ayala's ownership in Mynt to ~13%.

AC's Board of Directors approved the transaction on July 30, 2024.

Date of Approval by Board of Directors

Jul 30, 2024

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

AC's strategic priority is to rationalize its portfolio and reallocate capital to clear business winners. The increased stake in Mynt allows AC to further benefit from GCash's success and strong long-term growth potential.

Details of the acquisition or disposition

Date

Aug 1, 2024

Manner

AC's acquisition of secondary common shares equivalent to ~8% of Mynt post-transaction.

Description of the company to be acquired or sold

Mynt is the first and only US\$5 billion unicorn in the Philippines. It is a leader in mobile financial services focused on accelerating financial inclusion through mobile money, financial services, and technology. Mynt operates two fintech companies: GXI, the mobile wallet operator of GCash — the #1 Finance Super App in the Philippines, and Fuse Lending, a tech-based lending company that gives Filipinos access to microloans and business loans.

The terms and conditions of the transaction

Number of shares to be acquired or disposed

157,623,446

Percentage to the total outstanding shares of the company subject of the transaction	8
Price per share	Php145.372

Nature and amount of consideration given or received
Cash, approximately PhP22.9 billion
Principle followed in determining the amount of consideration
Negotiated price, aligned with market comparables
Terms of payment
Cash payment subject to fulfillment of conditions precedent
Conditions precedent to closing of the transaction, if any
Conditions precedent as are customary for similar transactions
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
Consortium of private equity investors	None

Effect(s) on the business, financial condition and operations of the Issuer, if any
The increased stake in Mynt allows AC to further benefit from GCash's success and strong long-term growth potential.
Other Relevant Information
AC is currently in discussions with a strategic investor which has expressed interest in acquiring a portion of its ownership stake in Mynt subject to completing due diligence and receiving its approvals. Please see attached press release. AC amended the original disclosure (Report/Circular Number C05109-2024) on August 2, 2024 to reflect in Background/Description of the Disclosure the date of approval by AC's Board of Directors.



Ayala to increase stake in the ubiquitous GCash

MANILA – Ayala Corporation, through its wholly-owned subsidiary AC Ventures Holding Corp. (“ACV”), will be increasing its ownership stake in Globe Fintech Innovations, Inc. (“Mynt”), the parent company of the #1 finance super app and digital cashless ecosystem in the Philippines.

In a disclosure released Thursday, Ayala announced that ACV signed a definitive agreement to acquire common shares from existing shareholders equivalent to an additional ~8% ownership stake in Mynt for approximately ₱22.9 billion. This transaction values Mynt at approximately ₱286.4 billion and increases Ayala’s ownership in Mynt to ~13%.

Ayala's proposed increased investment in Mynt is part of its initiative to reallocate capital to clear business winners.

The increased stake in Mynt allows Ayala to benefit from GCash’s strong long-term growth potential. The GCash platform, already dominant in the Philippines, has significant upside from untapped market opportunities. Mynt recorded net income of ₱6.7bn in 2023, thrice of what it was the previous year.

"We like the long-term growth prospects of Mynt. It is a clear leader in a fast growing space and a key contributor to the Philippines’ economic growth. Mynt enables underserved Filipino consumer and business segments to thrive, " said Cezar Consing, President & CEO of Ayala Corporation.

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About Ayala Corporation

For 190 years, Ayala Corporation has been building businesses that enable people to thrive.

As one of the largest and most enduring conglomerates in the Philippines, Ayala has established meaningful presence in real estate, banking, telecommunications, and renewable energy. It likewise has a growing presence in healthcare, logistics, mobility, fintech as well as investments in industrial technologies, education, and technology ventures.

Ayala manages its corporate social responsibility initiatives through Ayala Foundation.

About Mynt

Mynt is the first and only \$5 billion unicorn in the Philippines. It's a leader in mobile financial services focused on accelerating financial inclusion through mobile money, financial services, and technology. Mynt operates two fintech companies: GXI, the mobile wallet operator of GCash — the #1 Finance Super App in the Philippines, and Fuse Lending, a tech-based lending company that gives Filipinos access to microloans and business loans.