

October 14, 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 Third Quarter Progress Report on the Disbursement of Proceeds from the Sale of 181 million AREIT, Inc. ("AREIT") Shares

Dear Gentlemen,

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

On January 30, 2024, Ayala Land, Inc. ("ALI") received net proceeds from the sale of 181 million AREIT Shares amounting to Five Billion Five Hundred Eighty-Eight Million Seventy Thousand Six Hundred Twenty-Nine and 14/100 Pesos (Php 5,588,070,629.14).

As of September 30, 2024, the remaining balance of the net proceeds from the sale of 181 million AREIT Shares amounts to One Billion Twenty-Five Million Three Hundred Forty-One Thousand Four Hundred Forty-Three and 12/100 Pesos (Php 1,025,341,443.12).

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

Balance of Proceeds from sale of AREIT Shares as of June 30, 2024	Php 1,988,698,047.34
Less: Disbursements from July 1 to September 30, 2024 (Annex A)	963,356,604.22
Balance of Proceeds from sale of AREIT Shares as of September 30, 2024	<u>Php 1,025,341,443.12</u>

Thank you.

Very truly yours,



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



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

OCT 14 2024

SUBSCRIBED AND SWORN to before me this \_\_\_\_\_ 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. 105 ;  
Page. No. 22 ;  
Book No. 1 ;  
Series of 2024.

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



  
MARK ANTHONY B. RIVAS  
Notary Public – Makati City  
Appt. No. M-173 until December 31, 2025  
Roll of Attorneys No. 75005  
IBP No. 332361 – 12/20/2023 - Makati City  
PTR No. MKT10111654 – 01/25/2024 - Makati City  
MCLE Compliance No. VII – 0011565 – 02/02/2022  
28th Floor, Tower One and Exchange Plaza, Ayala Triangle,  
Ayala Avenue, Makati City, Philippines

ANNEX A - Disbursements from July 1 to September 30, 2024

<b>Project Name</b>	<b>Disbursing Entity</b>	<b>Amount (in PHP)</b>
Gardencourt Residences	Ayala Land, Inc.	84,830,227.62
One Vertis Plaza	Ayala Land, Inc.	260,367,301.44
Arbor Lanes	Ayala Land, Inc.	84,487,028.60
Orean Place	Ayala Land, Inc.	181,069,783.00
Evo Techno Hub	Ayala Land, Inc.	124,531,720.70
Atria Techno Hub	Ayala Land, Inc.	228,070,542.86
<b>Total</b>		<b>963,356,604.22</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 July 1 to September 30, 2024 relating to the use of proceeds received by the Company from the block sale of its shares in AREIT, Inc. ("AREIT") on January 30, 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.

Isla Lipana & Co., 29th Floor, AIA Tower, 8767 Paseo de Roxas, 1226 Makati City, Philippines  
T: +63 (2) 8845 2728, F: +63 (2) 8845 2806, [www.pwc.com/ph](http://www.pwc.com/ph)

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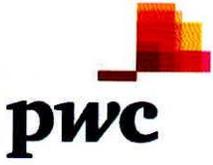


Our firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

**Procedures and Factual Findings**

We have performed the procedures described below, which were agreed upon with the Company in the letter of engagement dated April 11, 2024, on the use of proceeds received by the Company from the block sale of its shares in AREIT:

Procedures	Factual Findings
Obtained the Quarterly Progress Report on use of proceeds from the block sale of AREIT Shares (the "schedule") for the period from July 1 to September 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 July 1 to September 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 July 1 to September 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 January 30, 2024 included the proceeds from the block sale of AREIT shares amounting to P5,588,070,629.14. Out of the total proceeds, P963,356,604.22 has been disbursed from July 1 to September 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 horizontal stroke 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  
October 14, 2024



**Appendix A**

Summary of Quarterly Progress Report from July 1 to September 30, 2024

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<b>Distributing Entity</b>	<b>Project Name</b>	<b>Disbursements from July 1 to September 30, 2024</b>
Ayala Land, Inc.	Gardencourt Residences	84,830,227.62
	One Vertis Plaza	260,367,301.44
	Arbor Lanes	84,487,028.60
	Orean Place	181,069,783.00
	Evo Techno Hub	124,531,720.70
	Atria Techno Hub	228,070,542.86
		<b>963,356,604.22</b>

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

**ACKNOWLEDGEMENT**

SUBSCRIBED AND SWORN to before me, a Notary Public, for and in behalf of the City of Makati this 1<sup>st</sup> day of October 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 August 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. 263 *fr*  
Page No. 54 ;  
Book No. 03 ;  
Series of 2024.

*fr*  
Atty. **Whalerie S. Buluran-Reyes**  
Notary Public for Makati City  
Until December 31, 2025  
Appointment No. M-049  
Roll No. 78742  
PTR No. 10078306/05 Jan 2024/Makati  
IBP No. 301980/06 Jan 2024/Makati  
MCLE Compliance No. VIII-0000490  
29/F AIA Tower, 8767 Paseo de Roxas Makati City