



November 4, 2024

via electronic mail

SECURITIES AND EXCHANGE COMMISSION

SEC Headquarters, 7907 Makati Avenue,
Salcedo Village, Bel-Air, Makati City

ATTENTION : **DIR. OLIVER O. LEONARDO**
Markets and Securities Regulation Department

via PSE EDGE

PHILIPPINE STOCK EXCHANGE, INC.

PSE Tower, 28th Street, cor. 5th Avenue,
Bonifacio Global City, Taguig City

ATTENTION : **ATTY. STEFANIE ANN B. GO**
Officer-in-Charge, Disclosure Department

via electronic mail

PHILIPPINE DEALING & EXCHANGE CORP.

Market Regulatory Services Group
29th Floor BDO Equitable Tower
8751 Paseo de Roxas, Makati City

ATTENTION : **ATTY. SUZY CLAIRE R. SELLEZA**
Head - Issuer Compliance and Disclosures Department

Gentlemen:

Please see attached the SEC Form 17-C (Current Report) of Aboitiz Equity Ventures Inc. filed in compliance with the Securities Regulation Code, its 2015 Implementing Rules and Regulations, the Revised Disclosure Rules of the Philippine Stock Exchange (PSE), and the Issuer Disclosure Operating Guidelines of the Philippine Dealing Exchange Corp. (PDEX).

Kindly acknowledge receipt hereof.

Thank you.

Very truly yours,

ABOITIZ EQUITY VENTURES INC.

By:

SAMMY DAVE A. SANTOS

Assistant Corporate Secretary

COVER SHEET

C E O 2 5 3 6

S.E.C. Registration Number

A B O I T I Z E Q U I T Y V E N T U R E S I N C .

(Company's Full Name)

3 2 N D S T R E E T , B O N I F A C I O G L O B A L

C I T Y , T A G U I G C I T Y , M E T R O M A N I L A

P H I L I P P I N E S

(Business Address: No. Street City / Town / Province)

CONNIE G. CHU

Contact Person

(02) 8 886-2800

Company Telephone Number

1 2 3 1

Month Day

Fiscal Year

1 7 - C

FORM TYPE

4th Monday of April

0 4 2 2

Month Day

Annual Meeting

N/A

Secondary License Type, if Applicable

SEC

Dept. Requiring this Doc

N/A

Amended Articles Number/Section

Total No. of Stockholders

x

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

STAMPS

Remarks = Pls. use black ink for scanning purposes

SIGNATURE (S)

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

ABOITIZ EQUITY VENTURES INC.

By:


Sammy Dave A. Santos
Assistant Corporate Secretary

Date: November 4, 2024

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

DISCLOSURE
Acquisition/Disposition of Shares of Another Corporation

Subject of the Disclosure	:	Aboitiz Equity Ventures Inc. (“AEV”, or the “Company”) <u>and Aboitiz Land, Inc.’s (“AboitizLand”) received approval from the Philippine Competition Commission (“PCC”) to proceed with the sale of their respective shares in Cebu District Property Enterprise Inc. (“CDPEI”) to Ayala Land, Inc. (“ALI”) (collectively, the “Parties”).</u>
Background/Description of the Disclosure	:	On June 14, 2024, AEV, together with its real estate development arm, AboitizLand, entered into a share sale and purchase agreement with ALI for the sale of AEV’s and AboitizLand’s shares in CDPEI (the “Transaction”). <u>On November 4, 2024, AEV and AboitizLand received the PCC’s approval to proceed with the Transaction. Following the PCC’s approval, the Parties executed the definitive agreements on November 4, 2024 to effect the transfer of shares.</u>
Date of approval by the Board of Directors	:	February 29, 2024
Rationale for the transaction including the benefits which are expected to be accrued to the Issuer as a result of the transaction	:	The transaction is aligned with the Company’s strategy to optimize resource allocation and focus on specific segments of the real estate industry.
<i>Details of the Acquisition or Disposition</i>		
Date	:	<u>November 4, 2024</u>
Manner	:	Execution of a Definitive Deed of Assignment of Shares upon fulfillment of customary conditions precedent.
Description of the company to be acquired or sold	:	CDPEI is a joint venture company with the purpose of developing Gatewalk Central Superbloc, a mixed-used real estate development in Mandaue City, Cebu.
<i>Terms and Conditions of the Transaction</i>		
Number of shares to be acquired or disposed	:	Eighteen Million One Hundred Thousand (18,100,000) CDPEI Shares consisting of: <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	:	Pesos: One Hundred (Php100.00) per share
Nature and amount of consideration given or received	:	<p>Pesos: One Billion Eight Hundred and Ten Million (PhP1,810,000,000.00), broken down as follows:</p> <ul style="list-style-type: none"> ● One Hundred Eighty-One Million Pesos (PhP181,000,000.00) to be paid to AboitizLand for its One Million Eight Hundred Ten Thousand (1,810,000) common shares; and ● One Billion Six Hundred Twenty-Nine Million Pesos (PhP1,629,000,000.00) to be paid to AEV for its Sixteen Million Two Hundred Ninety Thousand (16,290,000) Series "A" Preferred Shares.
Principle followed in determining the amount of consideration	:	Valuation undertaken by the parties internally following due diligence review.
Terms of Payment	:	Cash payment in tranches.
Conditions precedent to closing of the transaction, if any	:	Customary conditions precedent, including among others the necessary regulatory approvals from the SEC and the PCC.
Any other salient terms	:	None.
<i>Identity of the person(s) from whom the assets were acquired or to whom they were sold</i>		
Name	:	Ayala Land, Inc.
Nature of any material relationship with the Issuer, their directors/officers or any of their affiliates	:	None.
Effect (s) on the business, financial condition and operations of the Issuer, if any	:	None.
Other relevant Information	:	<p><u>The related disclosure dated June 18, 2024, was amended to reflect the following:</u></p> <p><u>(i) The receipt of PCC approval, and</u></p> <p><u>(ii) The execution of definitive agreements to effect the transfer of shares.</u></p>