

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)

Nov 22, 2024

2. SEC Identification Number

152747

3. BIR Tax Identification No.

000-153-790-000

4. Exact name of issuer as specified in its charter

Ayala Land, Inc.

5. Province, country or other jurisdiction of incorporation

Makati City, Philippines

6. Industry Classification Code(SEC Use Only)

7. Address of principal office

31F Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City

Postal Code

1226

8. Issuer's telephone number, including area code

+632 7908 3111

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

N/A

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	15,407,708,731
voting Preferred Shares	12,442,524,223

11. Indicate the item numbers reported herein

Item 9 - Other Matters

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 Land, Inc. ALI

PSE Disclosure Form 4-3 - Amendments to Articles of Incorporation *References: SRC Rule 17 (SEC Form 17-C) and Section 4.4 of the Revised Disclosure Rules*

Subject of the Disclosure

Decrease in our authorized capital stock (ACS) and the corresponding amendment of the Seventh Article of our Articles of Incorporation

Background/Description of the Disclosure

Please be informed that our Board of Directors, at its regular meeting held today, approved the decrease in our ACS by Php62,397,053.60, from Php21,500,000,000.00 to Php21,437,602,946.40, through the retirement of our redeemed voting preferred shares as of January 31, 2023, and any additional redeemed voting preferred shares until April 25, 2023, as well as the corresponding amendment of the Seventh Article of our Articles of Incorporation. The decrease in our ACS and the amendment of the Seventh Article was presented and approved by our stockholders at their annual meeting on April 26, 2023.

Date of Approval by Board of Directors	Feb 21, 2023
Date of Approval by Stockholders	Apr 26, 2023
Other Relevant Regulatory Agency, if applicable	-
Date of Approval by Relevant Regulatory Agency, if applicable	N/A
Date of Approval by Securities and Exchange Commission	TBA
Date of Receipt of SEC approval	TBA

Amendment(s)

Article No.	From	To
SEVENTH	That the capital stock of said Corporation is TWENTY ONE BILLION FIVE HUNDRED MILLION PESOS (21,500,000,000.00), Philippine Currency, divided into TWENTY BILLION (20,000,000,000) Common Shares with a par value of ONE PESO (P1.00) per share, or the aggregate amount of TWENTY BILLION PESOS (P20,000,000,000.00), and FIFTEEN BILION (15,000,000,000) Voting Preferred Shares with a par value of TEN CENTAVOS (P0.10) per share, or the aggregate amount of ONE BILLION FIVE HUNDRED MILLION (P1,500,000,000.00). XXX	That the capital stock of said Corporation is TWENTY ONE BILLION FOUR HUNDRED THIRTY SEVEN MILLION SIX HUNDRED TWO THOUSAND NINE HUNDRED FORTY SIX and 40/100 PESOS (21,437,602,946.40), Philippine Currency, divided into TWENTY BILLION (20,000,000,000) Common Shares with a par value of ONE PESO (P1.00) per share, or the aggregate amount of TWENTY BILLION PESOS (P20,000,000,000.00), and FOURTEEN BILLION THREE HUNDRED SEVENTY SIX MILLION TWENTY NINE THOUSAND FOUR HUNDRED SIX FOUR (14,376,029,464) Voting Preferred Shares with a par value of TEN CENTAVOS (P0.10) per share, or the aggregate amount of ONE BILLION FOUR HUNDRED THIRTY SEVEN MILLION SIX HUNDRED TWO THOUSAND NINE HUNDRED FORTY SIX and 40/100 PESOS (P1,437,602,946.40). XXX

Rationale for the amendment(s)

The voting preferred shares redeemed by the Corporation are considered retired and are no longer re-issuable. The number of authorized shares of the capital stock is reduced accordingly and the AOI of the Corporation must be amended to reflect such reduction.

The timetable for the effectivity of the amendment(s)

Expected date of filing the amendments to the Articles of Incorporation with the SEC	Jul 11, 2023
Expected date of SEC approval of the Amended Articles of Incorporation	TBA

Effect(s) of the amendment(s) to the business, operations and/or capital structure of the Issuer, if any

The proposed amendment to the Seventh Article of the Articles of Incorporation of the Corporation has no effect to the business/operations of the Corporation. The authorized capital stock of the Corporation will be reduced by the number of redeemed and retired preferred shares.

Other Relevant Information

The disclosure is amended to reflect the date of shareholder approval and filing date of the AOI with the SEC.

Filed on behalf by:

Name	Michael Blase Aquilizan
Designation	Department Manager