

COVER SHEET

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(Company's Full Name)

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

ATTY. FRANCHETTE M. ACOSTA

Contact Person

7908-3346

Company Telephone Number

1	2
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Month

3	1
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Day

Fiscal Year

	1	7	-	C
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FORM TYPE

0	4
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Month

2	9
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Day

Annual Meeting

Secondary License Type, if Applicable

C	F	D
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Dept. Requiring this Doc.

Amended Articles Number/Section

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Total No. Of Stockholders

Total Amount of Borrowings							
Domestic				Foreign			

To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.

LCU

Cashier

STAMPS

## 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. **March 6, 2025**

Date of Report (Date of earliest event reported)

2. **34218** 3. **000-153-610-000**

SEC Identification Number

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  
Avenue, Makati City**

**1226 cor Makati**

Address of principal office

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
<b>Common Shares</b>	623,596,775 shares
<b>Preferred A (Reissued)</b>	5,244,515 shares
<b>Preferred B Series 3 Shares</b>	7,500,000 shares
<b>Voting Preferred Shares</b>	200,000,000 shares

: **Item 9- Other Events**  
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**Re: Material Transaction**

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 : **March 6, 2025**

**Jose Martin C. Lopez**

Head – Investor Relations

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

March 6, 2025

**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  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street,  
Bonifacio Global City, Taguig City

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

**Philippine Dealing and Exchange Corporation**

29<sup>th</sup> 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"), through its wholly owned subsidiary, AC Logistics Holdings Corporation ("AC Logistics"), and A.P. Møller Capital ("APMC"), through EMIF II Holding III B.V. ("EMIF"), executed a Share Subscription Agreement for EMIF's investment in AC Logistics on March 6, 2025.

AC, AC Logistics, and EMIF signed a Share Subscription Agreement for EMIF's subscription to common and redeemable preferred shares of AC Logistics equivalent to a ~40% economic stake. The completion of the Transaction is subject to finalization of subscription price and satisfaction of conditions precedent including but not limited to regulatory approvals and the achievement of certain business milestones.

Please see attached disclosure for more information.

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) Mar 6, 2025
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	623,596,775	
Preferred A Shares (Reissued)	5,244,515	
Preferred B Series 3 Shares	7,500,000	
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 4-30 - Material Information/Transactions**  
***References: SRC Rule 17 (SEC Form 17-C) and***  
***Sections 4.1 and 4.4 of the Revised Disclosure Rules***

Subject of the Disclosure
Execution by Ayala Corporation ("AC"), AC Logistics Holdings Corporation ("AC Logistics"), a wholly owned subsidiary of AC, and A.P. Møller Capital ("APMC"), through EMIF II Holding III B.V. ("EMIF"), of a Share Subscription Agreement for EMIF's investment in AC Logistics.
Background/Description of the Disclosure
<p>On March 6, 2025, AC, AC Logistics, and EMIF executed a Share Subscription Agreement for EMIF's subscription to common and redeemable preferred shares of AC Logistics equivalent to a ~40% economic stake (the "Transaction").</p> <p>The completion of the Transaction is subject to finalization of subscription price and satisfaction of conditions precedent including but not limited to regulatory approvals and the achievement of certain business milestones.</p> <p>The Executive Committee of AC's Board of Directors and the Board of Directors of AC Logistics approved the Transaction on 5 March 2025 and 21 February 2025, respectively.</p>
Other Relevant Information
Please see attached press release.



## **JOINT PRESS RELEASE**

### **A.P. Moller Capital and Ayala Corporation partner to improve logistics in the Philippines.**

COPENHAGEN, MANILA, 6 March 2025 – A.P. Moller Capital, through EMIF II Holding III B.V., has entered into an agreement to acquire up to 40% of AC Logistics, subject to the parties agreeing on the final subscription price and satisfaction of several conditions precedent, including securing regulatory approvals and achievement of certain business milestones. AC Logistics, founded in 2021 as a wholly owned subsidiary of Ayala Corporation, offers customers integrated solutions centered around cold chain, contract- cross border- and project logistics.

Funds managed by A.P. Moller Capital have strong track records of building successful businesses in the transport sector across the globe. Should the collaboration between A.P. Moller Capital and Ayala Corporation come to fruition, it will unite two organizations with complementary expertise and a common vision as it aligns with Ayala Corporation's ethos of "building businesses that enable people to thrive" as well as A.P. Moller Capital's purpose of "doing well while doing good".

A.P. Moller Capital and Ayala Corporation's planned investment is intended to allow AC Logistics to scale operations and strengthen its service offerings. This will allow AC Logistics to better address the growing and increasingly more complex logistics requirements of a fastgrowing economy by helping businesses build cost-efficient supply chains while contributing to greater food security across the country.

"A country of 7,000 islands requires considerable logistics infrastructure, and we would like to help address this need. Working together with partners like A.P. Moller Capital, we believe we can provide real solutions." said Cezar P. Consing, President and CEO of Ayala Corporation.

"AC Logistics has, in a short period, grown to be an important player in the logistics sector in the Philippines. We are proud and looking forward to work alongside AC Logistics and Ayala Corporation to accelerate growth and continue to provide customers with market leading supply chain solutions – in short, doing well while doing good." said Lars Reno Jakobsen, senior partner of A.P. Moller Capital.

"This potential transaction with A.P. Moller Capital reflects Ayala's strong commitment to growing AC Logistics into an industry leader that will deliver high-quality logistics solutions for the Philippines. We are confident A.P. Moller Capital is the best partner for unlocking the many opportunities in this sector," said Erry Hardianto, President and CEO of AC Logistics.

**About AC LOGISTICS**

Established by AC in 2021, ACL currently offers holistic supply chain solutions covering cold chain solutions, freight forwarding, national distribution and contract logistics. ACL operates a nationwide network of distribution centers, giving clients access to consistent quality service across multiple locations. Having access to an extensive fleet of transportation assets, including its own temperature-controlled trucks, and an extensive network of agents enables ACL to fulfill client requirements across the Philippines.

Visit our website at [www.aclogistics.com.ph](http://www.aclogistics.com.ph) and follow us on LinkedIn to learn more about the company.

**About AYALA CORPORATION**

For 190 years, Ayala Corporation has been building businesses that enable people to thrive. Ayala, currently one of the largest conglomerates in the Philippines, has meaningful presence in real estate, banking, telecommunications, and renewable energy. It likewise has a growing presence in healthcare, mobility, and logistics as well as investments in industrial technologies, education, and other ventures. Ayala manages its corporate social responsibility initiatives through Ayala Foundation.

Visit our website at <https://ayala.com> and follow us on [LinkedIn](#) to learn more about the company.

**About A.P. MOLLER CAPITAL**

A.P. Moller Capital is an infrastructure fund manager focused on scaling critical infrastructure needs, particularly in Transport and Logistics as well as Energy Transition. A.P. Moller Capital invests in and develops businesses that support sustainable economic growth and prosperity in its markets of operations, while striving to deliver consistent and attractive investment returns to our investors. A.P. Moller Capital is an affiliate of A.P. Moller Holding with its headquarters in Copenhagen, Denmark.

Visit our website at <http://www.apmollercapital.com> and follow us on [LinkedIn](#) to learn more about the company.

Contact: [ir@apmollercapital.com](mailto:ir@apmollercapital.com); +971 52 151 2493