



# 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. 24 April 2026  
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. [REDACTED] (SEC Use Only)  
Industry Classification Code
7. 37F to 39F, Ayala Triangle Gardens Tower 2, Paseo De Roxas  
Corner 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	620,036,977 shares
Preferred A Shares (Reissued)	5,244,515 shares
Preferred B Series 3 Shares	7,500,000 shares
Preferred B Series 4 Shares	10,000,000 shares
Voting Preferred Shares	200,000,000 shares

: Item 9- Other Events

Re: **Results of Annual Stockholders' Meeting and Organizational Meeting  
of the Board of Directors**

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 : 24 April 2026

Michelle Marie T. Valbuena  
Senior Compliance Manager

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



April 24, 2026

**Securities and Exchange Commission**

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

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

**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. Johanne Daniel M. Negre  
*Head, 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*

Gentlemen:

Please be informed that at our annual stockholders' meeting held today, the stockholders approved the following resolutions:

1. Approval of minutes of previous meeting

*Resolution No. S-01-2026: “RESOLVED, to approve the minutes of the annual stockholders’ meeting held on April 25, 2025.”*

2. Ratification of the acts of the Board of Directors and Management

*Resolution No. S-02-2026: “RESOLVED, to ratify each and every act and resolution, from April 25, 2025 to April 24, 2026 (the “Period”), of the Board of Directors (the “Board”) and the Executive Committee and other Board committees exercising powers delegated by the Board, and each and every act of the officers of the Corporation, during the Period, performed in accordance with the resolutions of the Board, the Executive Committee and other Board committees as well as with the By-laws of the Corporation.”*

3. Election of directors (including the Independent Directors)

*Resolution No. S-03-2026: “RESOLVED, to elect the following as directors of the Corporation to serve as such beginning April 24, 2026 until their successors are elected and qualified:*

*Jaime Augusto Zobel de Ayala  
Cezar P. Consing  
Fernando Zobel de Ayala  
Edgar O. Chua (Independent Director)  
Chua Sock Koong (Independent Director)  
Emmanuel P. Maceda (Independent Director)  
Cesar V. Purisima (Independent Director)”*

4. Election of external auditor and fixing of its remuneration

*Resolution No. S-04-26: “RESOLVED, as endorsed by the Board of Directors, to approve the election of SyCip Gorres Velayo & Co. as the external auditor of the Corporation for the year 2026 for an audit fee of Php18,166,554.00, exclusive of value-added tax.”*

5. Approval of the Audited Financial Statements including noting of Annual Report

*Resolution No. S-05-2026: “**RESOLVED**, to approve the consolidated audited financial statements of the Corporation and its subsidiaries as of December 31, 2025, as audited by the Corporation’s external auditor, SyCip Gorres Velayo & Co., and to note the annual report of the Corporation.”*

At its organizational meeting held immediately after the stockholders’ meeting, our Board of Directors:

1. Ratified the actions of our Corporate Governance and Nomination Committee (CGNC) on the changes in the Board Committees and on the updating of the Committee Charters, as follows:
  - a. Nomination-related functions are carved out of the CGNC and transferred to the Personnel and Compensation Committee;
  - b. Renaming of the CGNC to Corporate Governance Committee;
  - c. Renaming the Personnel and Compensation Committee to Nomination, Personnel and Compensation Committee;
  - d. Merger of the Executive and Finance Committee which will continue to be known as the Executive Committee;
  - e. Combination of Risk Management and Related Party Transactions Committee and Sustainability Committee, and the consequent renaming of the committee as Risk Management, Related Party Transactions and Sustainability Committee; and
  - f. Updating of the Committee Charters to reflect the new scope and responsibilities;

2. Elected Mr. Jaime Augusto Zobel de Ayala and Mr. Fernando Zobel de Ayala as Chairperson and Vice Chairperson of the Board, respectively;

3. Elected the Chairpersons and Members of the Board and Board-appointed Committees, as endorsed by our CGNC:

Executive Committee

Jaime Augusto Zobel de Ayala		Chairperson
Fernando Zobel de Ayala		Member
Cezar P. Consing		Member

Audit Committee

Cesar V. Purisima	(independent director)	Chairperson
Edgar O. Chua	(independent director)	Member
Chua Sock Koong	(independent director)	Member

Risk Management, Related Party Transactions and Sustainability Committee

Emmanuel P. Maceda	(independent director)	Chairperson
Edgar O. Chua	(independent director)	Member
Fernando Zobel de Ayala		Member

Corporate Governance Committee

Chua Sock Koong	(independent director)	Chairperson
Edgar O. Chua	(independent director)	Member
Cesar V. Purisima	(independent director)	Member

Nomination, Personnel and Compensation Committee

Chua Sock Koong	(independent director)	Chairperson
Fernando Zobel de Ayala		Member
Emmanuel P. Maceda	(independent director)	Member

Committee of Inspectors of Proxies and Ballots

Maria Franchette M. Acosta		Chairperson
Catherine H. Ang		Member
Roxanne Kate L. Petilla		Member

4. Elected Mr. Cesar V. Purisima as our lead independent director, as endorsed by our CGNC;

5. Appointed Mr. Delfin L. Lazaro as the special advisor to our Board of Directors;

6. Elected the following key officers, as endorsed by our CGNC<sup>1</sup>:

Cezar P. Consing	- President and Chief Executive Officer
Maria Franchette M. Acosta	- Managing Director, Chief Legal Officer, Corporate Secretary, Compliance Officer, Data Protection Officer, and Corporate Governance Group Head
Catherine H. Ang	- Managing Director and Acting Comptroller
Paolo Maximo F. Borromeo	- Managing Director, Chief Social Infrastructure Officer, Chief Sustainability Officer, and Public Affairs and Sustainability Group Head
Karl Kendrick T. Chua	- Managing Director and Data Analytics and Artificial Intelligence Group Head
Francisco Romero Milan	- Managing Director, Chief Human Resource Officer, and Corporate Resources Group Head
Juan Carlos L. Syquia	- Managing Director, Chief Finance Officer, Chief Risk Officer, and Finance Group Head
Mark Robert H. Uy	- Managing Director and Corporate Strategy and Business Development Group Head
Estelito C. Biacora	- Executive Director and Treasurer
Rosario Carmela G. Austria	- Assistant Corporate Secretary
Roxanne Kate L. Petilla	- Acting Chief Audit Executive

## 7. Ratified the action of our Personnel and Compensation Committee on the 2026 stock option program pursuant to our Employee Stock Ownership Plan (the "Plan"). The program authorizes the grant to 105 executives, in accordance with the terms of the Plan, stock options covering up to a total of 750,000 common shares at a subscription price of Php509.06 per share, which is the rounded off volume-weighted average prices of our common shares at the Philippine Stock Exchange over the last 5-day trading days from April 17, 2026 to April 23, 2026.

Please also be informed of the following members of our Management Committee:

Cezar P. Consing	Francisco Romero Milan
Maria Franchette M. Acosta	Juan Carlos L. Syquia
Paolo Maximo F. Borromeo	Mark Robert H. Uy
Karl Kendrick T. Chua	

Thank you.

Very truly yours,

**MARIA FRANCHETTE M. ACOSTA**  
Chief Legal Officer, Corporate Secretary and  
Compliance Officer

---

<sup>1</sup> Excluding seconded officers