COVER SHEET

3 4 2 1 8

A Y A L A C O R P O R A T I O N

(Company's Full Name)

3 7 - 3 9 F , T O W E R T W O , A Y A L A T R I A N G L
E , A Y A L A A V E N U E , M A K A T I C I T Y

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

ATTY. FRANCHETTE M. ACOSTA
Contact Person

7908-3346
Company Telephone Number

1 2 **3 1**
Month *Day*
Fiscal Year

1 7 - C
FORM TYPE

0 4 **2 9**
Month *Day*
Annual Meeting

Secondary License Type, if Applicable

C F D
Dept. Requiring this Doc.

Amended Articles Number/Section

Total Amount of Borrowings

Total No. Of Stockholders

Domestic

Foreign

To be accomplished by SEC Personnel concerned

File Number

LCU

Document I.D.

Cashier

S T A M P S

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. **October 28, 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. (SEC Use Only)
Industry Classification Code

7. **37F to 39F, Ayala Triangle Gardens Tower 2, Paseo de Roxas cor Makati Avenue, Makati City** **1226**
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
Common Shares	620,417,577
Preferred A Shares (Reissued)	5,244,515
Preferred B Series 3 Shares	7,500,000
Preferred B Series 4 Shares	10,000,000
Voting Preferred Shares	200,000,000

: **Item 9- Other Events**

Re: Material Information/Transactions

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 : **October 28, 2026**

Juan Carlos L. Syquia
Chief Finance Officer

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

October 28, 2026

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
5th Avenue corner 28th Street, Bonifacio Global City, Taguig City

Attention: **Atty. Marigel B. Garcia**
Head, Issuer Regulation Division

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

Dear Mesdames and Gentlemen:

Following the 21 September 2026 disclosure on the approval by Ayala Corporation's ("AC") Board of Directors to conduct a voluntary tender offer in connection with Mitsubishi Corporation's additional investment in AC, AC caused the publication on 28 October 2026 in Business World of an announcement to all shareholders of its intention to conduct a voluntary tender offer for 30,067,392 issued and outstanding common shares at a price of PhP650.00 per common share.

The Tender Offer is intended to commence on 4 November 2026.

Please see attached document for more information.

Very truly yours,

Juan Carlos L. Syquia
Chief Finance Officer

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)
   Oct 28, 2026
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 Corner 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	620,417,577
Preferred A Shares (Reissued)	5,244,515
Preferred B Series 3 Shares	7,500,000
Preferred B Series 4 Shares	10,000,000
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
Disclosure on the publication of intent made in a newspaper of general circulation in relation to the intention of Ayala Corporation ("AC" or the "Company") to conduct a voluntary tender offer to all shareholders of the Company owning outstanding Common Shares
Background/Description of the Disclosure
Following the 21 September 2026 disclosure on the approval by AC's Board of Directors to conduct a voluntary tender offer in connection with Mitsubishi Corporation's additional investment in AC, AC caused the publication on 28 October 2026 in Business World of an announcement to all shareholders of its intention to conduct a voluntary tender offer for 30,067,392 issued and outstanding common shares at a price of PhP650.00 per common share. The Tender Offer is intended to commence on 4 November 2026.
Other Relevant Information
A copy of the Notice of Intention to Conduct Tender Offer, as published, is included in the attached SEC Form 17-C as Annex "A".

ANNEX “A”

28 October 2026

TO HOLDERS OF COMMON SHARES OF AYALA CORPORATION (PSE: AC)

This is to advise you that **AYALA CORPORATION** (**“AC”** or the “**Bidder**”) is intending to acquire from all holders of its common shares (the “**Common Shares**”), through a public and voluntary tender offer (the “**Tender Offer**”), 30,067,392 Common Shares, representing approximately 4.85% of the total issued and outstanding Common Shares of AC, at a price of ₱650.00 per Common Share, subject to the satisfaction or waiver (to the extent legally permissible) of certain conditions.

A Tender Offer Report (in the form of SEC Form 19-1, including its annexes, exhibits and schedules) will be filed with the Securities and Exchange Commission (“**SEC**”) and the Philippine Stock Exchange, Inc. (“**PSE**”), and will contain, among others, the application to tender form and the terms and conditions of the Tender Offer. Copies of the Tender Offer Report and the relevant tender offer materials will be available for download at the following website: https://ayala.com/investor-relations/tender-offer/ and disseminated as required by regulations of the SEC and PSE. We have requested that such materials be sent to each common shareholder based on the records of the stock and transfer agent of AC.

The Tender Offer is intended to commence on 4 November 2026.

Very truly yours,

On behalf of
AYALA CORPORATION