

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. 29 November 2023 Date of Report (Date of earliest event reported)
2. 152747 SEC Identification Number 3. 000-153-790-000 BIR Tax Identification Number
4. AYALA LAND, INC. 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. 31F, Tower One and Exchange Plaza, Ayala Avenue, Makati City Address of principal office 1226 Postal code
8. 7908-3000 Registrant's telephone number, including area code
9. Not Applicable Former name or former address, if changed since last report
10. Securities registered pursuant to Sections 4 and 8 of the SRC

Table with 2 columns: Title of Each Class, Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding. Rows include COMMON SHARES and VOTING PREFERRED SHARES.

Indicate the item numbers reported herein : Please refer to attached letter

Re: Results of the Regular Board of Directors' Meeting

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 Land, Inc.

Registrant

Handwritten signature of Michelle Marie T. Valbuena

MICHELLE MARIE T. VALBUENA

Senior Compliance Manager

Date 29 November 2023

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



November 29, 2023

Securities and Exchange Commission

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

Attention: Hon. Vicente Graciano P. Felizmenio, Jr.
Director, Markets & Securities Regulation Department

Philippine Stock Exchange, Inc.

6/F PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: Ms. Alexandra D. Tom Wong
Head, Disclosure Department

Philippine Dealing and Exchange Corporation

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas, Makati City 1226

Attention: Atty. Marie Rose M. Magallen-Lirio
Head, Issuer Compliance and Disclosures Dept.

Gentlemen:

Please be informed that our Board of Directors (“Board”), at its regular meeting held today, approved the following:

1. *The setting of the 2024 Annual Stockholders’ Meeting (ASM)*

The 2024 Annual Stockholders’ Meeting is set for April 25, 2024 at 9:00 o’clock in the morning. The record date for the determination of stockholders entitled to notice and to vote at the meeting is March 11, 2024. The deadline (i) for the nomination of directors is March 11, 2024, and (ii) for the submission of proxies is April 16, 2024.

Our Board further delegated to the Chairman the authority to approve the venue of, or manner of conducting the ASM, or the postponement of the ASM to another date and/or time, or any other arrangements relating to the said meeting.

2. *Property-for-share swap with AREIT, Inc.*


Upon recommendation of the Related Party Transactions Committee, the Board approved the subscription of Ayala Land, Inc. (ALI) and its subsidiaries, Greenhaven Property Ventures, Inc., and Cebu Insular Hotel Co., Inc., to 642,149,974 AREIT primary common shares, in exchange for flagship offices and malls, as well as hotels, with an aggregate value of P21,833,099,116.00, as validated by a third-party fairness opinion.

The Board likewise approved the cash purchase by AREIT of SEDA Lio in El Nido, Palawan for P1,192,000,000.00 from ALI’s subsidiary, Econorth Resort Ventures, Inc.

The asset infusions will be combined with AREIT's planned acquisition of a 276-hectare industrial land located in Zambales owned by Buendia Christiana Holdings Corporation (BCHC), a wholly-owned subsidiary of ACEN Corporation.

Thank you.

Very truly yours,



SOLOMON M. HERMOSURA

Corporate Secretary and Group General Counsel