

April 12, 2024

**THE PHILIPPINE STOCK EXCHANGE**

Philippine Stock Exchange Plaza  
6<sup>th</sup> Floor, PSE Tower  
Bonifacio Global City, Taguig

Attention: Disclosure Department

Subject: 2024 First Quarter Progress Report on the Disbursement of Proceeds from the Sale of 181 million AREIT, Inc. ("AREIT") Shares

Dear Gentlemen,

We are pleased to submit our Progress Report on the Application of Proceeds for the First Quarter of 2024, duly certified by our external auditors, in compliance with the disclosure requirements of the Philippine Stock Exchange.

On January 30, 2024, Ayala Land, Inc. ("ALI") received net proceeds from the sale of 181 million AREIT Shares amounting to Five Billion Five Hundred Eighty-Eight Million Seventy Thousand Six Hundred Twenty-Nine and 14/100 Pesos (Php5,588,070,629.14).

As of March 31, 2024, the remaining balance of the net proceeds from the sale of 181 million AREIT Shares amounts to Four Billion Three Hundred Fifteen Million Five Hundred Forty-Five Thousand Two Hundred Twenty-Eight and 75/100 Pesos (Php 4,315,545,228.75).

The details of the disbursement for the First Quarter of 2024 are as follows:

Balance of Proceeds from sale of AREIT Shares as of January 30, 2024	Php 5,588,070,629.14
Less: Disbursements from January 30 to March 31, 2024 (Annex A)	1,272,525,400.39
<b>Balance of Proceeds from sale of AREIT Shares as of March 31, 2024</b>	<b>Php 4,315,545,228.75</b>

Thank you.

Very truly yours,



**Augusto D. Bengzon**  
Ayala Land, Inc.  
Treasurer, Chief Finance and Compliance Officer



**Ma. Teresa R. Famy**  
AREIT, Inc.  
Treasurer and Chief Finance Officer


SUBSCRIBED AND SWORN to before me this APR 12 2024 at Makati City, affiants exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AYALA LAND, INC.	TIN: 000-153-790-000	
<i>Represented by:</i> Augusto D. Bengzon	Passport No. P4323352B	Issued 08 January 2020 / DFA NCR East
AREIT, Inc.	TIN: 006-346-689-000	
<i>Represented by:</i> Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiration 05 December 2033

Doc. No. 29;  
Page No. 7;  
Book No. 17;  
Series of 2024.



Notarized pursuant to Sec. 61 of the  
TRAIN Act (Amending Sec. 188 of the NIRC)  
affixed on Notary Public's copy

  
MA. FLORENCE THERESE D.G. MARTIREZ-CRUZ  
Notary Public - Makati City  
Appt. No. M-198 until December 31, 2025  
Roll of Attorneys No. 60896  
IBP No. 394969 - 01/03/2024 - Makati City  
PTR No. MKT10077040 - 01/03/2024 - Makati City  
MCLE Compliance No. VII - 0018684 - 01/25/2022  
28th Floor, Tower One and Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City, Philippines

**ANNEX A - Disbursements from January 30 to March 31, 2024**

<b>Project Name</b>	<b>Disbursing Entity</b>	<b>Amount (in PHP)</b>
Gardencourt Residences	Ayala Land, Inc.	276,185,762.23
One Vertis Plaza	Ayala Land, Inc.	66,949,182.97
Arbor Lanes	Ayala Land, Inc.	321,115,703.99
Orean Place	Ayala Land, Inc.	42,500,490.95
Nuvali Techno Hub	Ayala Land, Inc.	450,061,999.54
Atria Techno Hub	Ayala Land, Inc.	115,712,260.71
Total		1,272,525,400.39



## **Agreed-Upon Procedures Report**

To the Management of  
Ayala Land, Inc.  
31<sup>st</sup> Floor, Tower One & Exchange Plaza  
Ayala Triangle, Ayala Avenue  
Makati City

### **Purpose of this Agreed-Upon Procedures Report**

Our report is solely for the purpose of assisting Ayala Land, Inc. (the "Company") in connection with the Company's compliance with the Philippine Stock Exchange, Inc.'s (PSE) requirement to submit an external auditor's certification on the information being presented by the Company on the Quarterly Progress Report for the period from January 30 to March 31, 2024 relating to the use of proceeds received by the Company from the block sale of its shares in AREIT, Inc. ("AREIT") on January 30, 2024 and may not be suitable for another purpose.

### **Responsibilities of the Engaging Party**

The management of the Company has acknowledged that the agreed-upon procedures are appropriate for the purpose of the engagement. The Company is responsible for the subject matter on which the agreed-upon procedures are performed.

### **Practitioner's Responsibilities**

We have conducted the agreed-upon procedures engagement in accordance with Philippine Standard on Related Services (PSRS) 4400 (Revised), Agreed-Upon Procedures Engagements. An agreed-upon procedures engagement involves us performing the procedures that have been agreed with the Company, and reporting the findings, which are the factual results of the agreed-upon procedures performed. We make no representation regarding the appropriateness of the agreed-upon procedures.

This agreed-upon procedures engagement is not an assurance engagement. Accordingly, we do not express an opinion or an assurance conclusion. Had we performed additional procedures, other matters might have come to our attention that would have been reported.

### **Professional Ethics and Quality Control**

We have complied with the ethical requirements in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics). We have also complied with the independence requirements in accordance with Part 4A of the International Ethics Standards Board for Accountants (IESBA) Code.

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Our firm applies International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

**Procedures and Findings**

We have performed the procedures described below, which were agreed upon with the Company in the letter of engagement dated April 11, 2024, on the use of proceeds received by the Company from the block sale of its shares in AREIT:

Procedures	Findings
Obtained the Quarterly Progress Report on use of proceeds from the block sale of AREIT Shares (the "schedule") for the period from January 30 to March 31, 2024 and performed the following:	
a. Checked the mathematical accuracy of the schedule.	No exceptions were noted.
b. Checked whether there were additions and disbursements in the schedule and compared with the schedule of application of proceeds.	No exceptions were noted.
c. On a sample basis, traced additions and disbursements listed in the schedule for the period from January 30 to March 31, 2024 to the supporting documents such as progress billings, statement of account, invoices and official receipts, as applicable, and agreed the amount to the schedule.	No exceptions were noted.  We present in Appendix A the schedule for the period from January 30 to March 31, 2024 based on the information we obtained from the Company.
d. On a sample basis, inquired into and identified the nature of additions and disbursements. Checked if the disbursements were classified consistently according to its nature based on the schedule of planned use of proceeds from the block sale of AREIT shares.	No exceptions were noted.  We have noted that the Sponsor Reinvestment Plan dated January 30, 2024 included the proceeds from the block sale of AREIT shares amounting to P5,588,070,629.14. Out of the total proceeds, P1,272,525,400.39 has been disbursed from January 30 to March 31, 2024 based on the information we obtained from the Company as presented in Appendix A.



**Restriction on Distribution and Use**

Our report is solely for the purpose set forth in the first paragraph of this report and is not to be used for any other purpose or to be distributed to any other parties.

A handwritten signature in black ink, appearing to read "R. Danao", with a long, sweeping horizontal stroke extending to the right.

Roderick M. Danao

Partner

CPA Cert No. 88453

P.T.R. No. 0011280, issued on January 12, 2024, Makati City

TIN 152-015-078

BIR A.N. 08-000745-042-2023, issued on December 22, 2023; effective until December 21, 2026

BOA/PRC Reg. No. 0142, effective until November 14, 2025

Makati City

April 12, 2024



**Appendix A**

Summary of Quarterly Progress Report from January 30 to March 31, 2024

<b>Distributing Entity</b>	<b>Project Name</b>	<b>Amount (in Php)</b>
Ayala Land, Inc.	Gardencourt Residences	276,185,762.23
	One Vertis Plaza	66,949,182.97
	Arbor Lanes	321,115,703.99
	Orean Place	42,500,490.95
	Nuvali Techno Hub	450,061,999.54
	Atria Techno Hub	115,712,260.71
		1,272,525,400.39

REPUBLIC OF THE PHILIPPINES)  
MAKATI CITY )S.S.

APR 15 2024


IN WITNESS WHEREOF, I have hereunto affixed my signature this \_\_\_\_\_ 2024, at Makati City, Philippines.

  
RODERICK M. DANA0

#### ACKNOWLEDGEMENT

SUBSCRIBED AND SWORN to before me, a Notary Public, for and in behalf of the City of Makati this 15 day of April 2024, by RODERICK M. DANA0 who presented to me his CPA License ID No. 88453 issued by the Professional Regulation Commission in the City of Manila and valid until August 1, 2025, that he is the same person who personally signed before me the foregoing document and acknowledged that he executed the same.

Doc. No. 51 :  
Page No. 12 :  
Book No. 02 :  
Series of 2024.

  
Att. Thalerie S. Buluran-Reyes  
Notary Public for Makati City  
Until December 31, 2025  
Appointment No. M-049  
Roll No. 78742  
PTR No. 10078306/05 Jan 2024/Makati  
IBP No. 301980/06 Jan 2024/Makati  
MCLE Compliance No. VIII-0000490  
29/F AIA Tower, 8767 Paseo de Roxas Makati City