

COVER SHEET

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(Company's Full Name)

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

ATTY. MARIA FRANCHETTE M. ACOSTA															7908-3000									
Contact Person															Company Telephone Number									

1	2	3	1	17-C				0	4	2	4
Month		Day						Month		Day	
Fiscal Year								Annual Meeting			

Secondary License Type, if Applicable

C	F	D															
Dept. Requiring this Doc.			Amended Articles Number/Section														

					Total Amount of Borrowings														
					Domestic										Foreign				
Total No. Of Stockholders																			

To be accomplished by SEC Personnel concerned

File Number										LCU									
Document I.D.										Cashier									

STAMPS

Remarks = pls. Use black ink for scanning purposes

# 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 2025  
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. [REDACTED] (SEC Use Only)  
Industry Classification Code
7. 31F, Tower One and Exchange Plaza, Ayala Triangle, 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

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<b>COMMON SHARES</b>	14,617,519,253
<b>VOTING PREFERRED SHARES</b>	12,442,448,754

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

**Re: Results of 2025 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 Land, Inc.

Registrant

Date : **24 April 2025**

  
**Michelle Marie T. Valbuena**  
Senior Compliance Manager  
Office of the Corporate Secretary

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



April 24, 2025

**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  
*Officer-in-Charge, 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 Disclosures Dept.*

Gentlemen:

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

1. Minutes of previous meeting

*Resolution No. S-01-25: “**RESOLVED**, to approve the minutes of the annual stockholders’ meeting held on April 25, 2024.”*

2. Ratification of the acts and resolutions of the Board of Directors and Management during the preceding year

*Resolution No. S-02-25: **RESOLVED**, to ratify each and every act and resolution, from April 25, 2024 to April 24, 2025 (the “Period”), of the Board of Directors (the “Board”), the Executive Committee and other Board committees exercising powers delegated by the Board, and each and every act, during the Period, of the officers of the Corporation performed pursuant to the resolutions of the Board, the Executive Committee and other Board committees as well as pursuant to the By-laws of the Corporation.”*

3. Amendment to the Seventh Article of the Articles of Incorporation

*Resolution No. S-03-25: “**RESOLVED**, to approve the amendment to the Seventh Article of the Articles of Incorporation to decrease the authorized capital stock of the Corporation from Php21,437,602,946.40<sup>1</sup> to Php20,437,602,946.00 through the retirement of 1 Bn common shares held in Treasury.”*

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<sup>1</sup> Pending approval by the Securities and Exchange Commission of the application for decrease in Authorized Capital Stock from Php21,500,000,000.00 to Php21,437,602,946.40.

4. ALI Performance Shares Plan

Resolution No. S-04-25: **RESOLVED**, to approve the Performance Share Plan, as forming part of the existing Employee Stock Ownership Plan of the Corporation, to be made available to qualified employees, consultants, and directors.”

5. Election of the directors (including Independent Directors)

Resolution No. S-05-25: “**RESOLVED**, to elect the following as directors of the Corporation to serve as such beginning today until their successors are elected and qualified:

Jaime Augusto Zobel de Ayala  
Cezar P. Consing  
Anna Ma. Margarita B. Dy  
Fernando Zobel de Ayala  
Mariana Beatriz Zobel de Ayala  
Daniel Gabriel M. Montecillo (Independent Director)  
Cesar V. Purisima (Independent Director)  
Rex Ma. A. Mendoza (Independent Director)  
Surendra M. Menon (Independent Director)”

6. Election of Isla Lipana & Co. as our external auditor for the year 2025 and fixing of its remuneration

Resolution No. S-06-25: “**RESOLVED**, as endorsed by the Board of Directors, to approve the election of Isla Lipana & Co. as the external auditor of the Corporation for the year 2025 for an audit fee of Four Million Seven Hundred Ninety Three Thousand Pesos (₱4,793,000.00), exclusive of value-added tax and five percent (5%) out of pocket expenses.”

7. Audited Financial Statements, including noting of Annual Report

Resolution No. S-07-25: “**RESOLVED**, to note the Corporation’s Annual Report, which consists of the Message from the Chairman, the President’s Report, and the audio-visual presentations to the stockholders, and to approve the consolidated audited financial statements of the Corporation and its subsidiaries as of December 31, 2024, as audited by the Corporation’s external auditor, Isla Lipana & Co.”

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

1. Election of Chairpersons and Members of the Board Committees:

Executive Committee

Jaime Augusto Zobel de Ayala - Chairman  
Cezar P. Consing - Member  
Anna Ma. Margarita B. Dy - Member  
Fernando Zobel de Ayala - Member  
Mariana Beatriz Zobel de Ayala - Member  
Rex Ma. A. Mendoza - Member

Personnel & Compensation Committee

Rex Ma. A. Mendoza – Chairman  
Cezar P. Consing – Member  
Cesar V. Purisima – Member

Corporate Governance and Nomination Committee

Daniel Gabriel M. Montecillo - Chairman  
Cesar V. Purisima - Member  
Rex Ma. A. Mendoza – Member

Related Party Transactions Review Committee

Rex Ma. A. Mendoza – Chairman  
Daniel Gabriel M. Montecillo – Member  
Surendra M. Menon – Member

Audit Committee

Cesar V. Purisima - Chairman  
Rex Ma. A. Mendoza - Member  
Daniel Gabriel M. Montecillo – Member

Sustainability Committee

Fernando Zobel de Ayala - Chairman  
Mariana Beatriz Zobel de Ayala - Member  
Anna Ma. Margarita B. Dy – Member

Risk Oversight Committee

Surendra M. Menon - Chairman  
Cesar V. Purisima - Member  
Mariana Beatriz Zobel de Ayala - Member

Inspectors of Proxies and Ballots Committee

Maria Franchette M. Acosta – Chairman  
Annabeth R. Bernardo – Member  
Ma. Luisa D. Chiong – Member

2. Designation of Mr. Daniel Gabriel M. Montecillo as our lead independent director.
3. Appointment of Messrs. Arturo G. Corpuz, Delfin L. Lazaro and Jaime Z. Urquijo as independent advisors to the Board of Directors.
4. Election of officers:

Jaime Augusto Zobel de Ayala  
Cezar P. Consing  
Anna Ma. Margarita B. Dy  
Augusto D. Bengzon  
Raquel S. Cruz  
Joseph Carmichael Z. Jugo  
Robert S. Lao  
Christopher B. Maglanoc  
Darwin L. Salipsip  
Mariana Beatriz Zobel de Ayala  
Millette A. Arnedo

Chairman  
Vice Chairman  
President and Chief Executive Officer  
Senior Vice President, Chief Finance Officer, and Treasurer  
Senior Vice President  
Senior Vice President  
Senior Vice President  
Senior Vice President  
Senior Vice President  
Senior Vice President  
Vice President, Chief Legal Officer, Chief Compliance Officer  
and Assistant Corporate Secretary

George Israel C. Aquino  
Lyle A. Abadia  
Robert Michael N. Baffrey  
Ma. Luisa D. Chiong  
Pauline Clarisse F. Darre  
Dindo R. Fernando  
Rufino Hermann S. Gutierrez  
Michael F. Magpusao  
Ferdie M. Mangali  
Enrique B. Manuel, Jr.  
Romeo T. Menpin, Jr.  
Carol T. Mills  
Roscoe M. Pineda

Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President, Chief Information Officer, and Data Protection  
Officer

Jose C. Platero, Jr.  
Jose Eduardo A. Quimpo II  
Isabel D. Sagun  
Jeremy U. Sy  
Maria Clavel G. Tongco  
Jennylle S. Tupaz  
Paolo O. Viray  
Hansgeorg G. Lopez-Vito  
Richard T. Yap  
Annabeth R. Bernardo  
Maria Franchette M. Acosta

Vice President  
Vice President and Chief Risk Officer  
Vice President and Chief Human Resources Officer  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Vice President  
Chief Audit Executive  
Group General Counsel and Corporate Secretary

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

Anna Ma. Margarita B. Dy - Chairperson  
Mariana Beatriz Zobel de Ayala  
Augusto D. Bengzon  
Raquel S. Cruz

Joseph Carmichael Z. Jugo  
Robert S. Lao  
Isabel D. Sagun  
Darwin L. Salipsip

Jose Eduardo A. Quimpo II – Management Committee Secretariat

Thank you.

Very truly yours,



**MARIA FRANCHETTE M. ACOSTA**  
Group General Counsel and  
Corporate Secretary