



# 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. March 31, 2025  
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  
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	623,596,776 shares
Preferred A (Reissued)	5,244,515 shares
Preferred B Series 3 Shares	7,500,000 shares
Voting Preferred Shares	200,000,000 shares

: Item 9- Other Events

#### Re: Material 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



Jose Martin C. Lopez

Head – Investor Relations

Date : March 31, 2025

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

March 31, 2025

**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  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street,  
Bonifacio Global City, Taguig  
Citys

Attention: **Atty. Johanne Daniel M. Negre**  
Officer-In-Charge, Disclosure Department

**Philippine Dealing and Exchange Corporation**

29<sup>th</sup> Floor, BDO Equitable Tower  
8751 Paseo de Roxas, Makati City 1226

Attention: **Atty. Suzy Claire R. Selleza**  
Head, Issuer Compliance and Disclosure Department

**Mesdames/Gentlemen:**

Please be informed that on March 31, 2025, Ayala Corporation filed an amended to disclosure dated October 18, 2024 with Report No. C06645-2024 to reflect the signing of the definitive agreement for Mitsubishi Corporation's subscription to 18,033,946 common and redeemable preferred shares of AC Ventures for a subscription price of at least PhP18.4 billion.

Please see attached for more information.

Regards,



Jose Martin C. Lopez  
Head - Investor Relations

# 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)  
Mar 31, 2025
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 cor 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	623,596,775	
Preferred A Shares	5,244,515	
Preferred B Series 3 Shares	7,500,000	
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

Ayala and Mitsubishi execute the Investment Agreement for Mitsubishi's investment in AC Ventures

#### Background/Description of the Disclosure

On March 31, 2025, Ayala Corporation ("AC"), AC Ventures Holding Corp. ("ACV"), and Mitsubishi Corporation ("MC") signed the Investment Agreement for MC's subscription to 18,033,946 common and redeemable preferred shares of ACV for a subscription price of at least PhP18.4 Billion.

ACV shall use the subscription proceeds to redeem AC's redeemable preferred shares in ACV and cover related costs. After the transactions, AC and MC shall each own a 50% ownership stake in ACV.

MC's investment will only be completed after satisfaction of conditions precedent (including the approval by the Securities and Exchange Commission of the amendment of the articles of incorporation of ACV and the approval or deemed approval of the Philippine Competition Commission).

#### Other Relevant Information

On March 31, 2025, AC amended its disclosure dated October 18, 2024 to reflect the signing of the definitive agreement for the transaction.

On October 18, 2024, AC amended its initial disclosure dated October 17, 2024 to reflect the execution of the binding term sheet with MC and to provide additional details.