

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

Contact Person

Month

Day

Fiscal Year

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Month

Day

Annual Meeting

Secondary License Type, if Applicable

C	F	D
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Dept. Requiring this Doc.

Amended Articles Number/Section

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Total No. Of Stockholders

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Domestic

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Foreign

Total Amount of Borrowings

To be accomplished by SEC Personnel concerned

[illegible]

File Number

[illegible]

Document I.D.

STAMPS

STAMPS

LCU

Cashier

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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. 30 May 2025
Date of Report (Date of earliest event reported)
2. 34218 3. 000-153-610-000
SEC Identification Number BIR Tax Identification Number
4. AYALA CORPORATION
Exact Name of registrant as specified in its charter
5. PHILIPPINES 6. [REDACTED] (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code
incorporation
7. 37F to 39F, Ayala Triangle Gardens Tower 2, Paseo De Roxas 1226
Corner Makati Avenue, Makati City
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	624,036,976 shares
Preferred A Shares (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: Receipt of the Certificate of Permit to Offer Securities from the Securities and Exchange Commission

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 : **30 May 2025**


Michelle Marie T. Valbuena
Senior Compliance Manager

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



37th to 39th Floor Ayala Triangle Gardens Tower 2
Paseo de Roxas corner Makati Avenue, Makati City 1226, Philippines

May 30, 2025

Securities and Exchange Commission

17th Floor SEC Headquarters
7907 Makati Avenue, Salcedo Village
Bel Air, Makati City 1209

Attention: Atty. Oliver O. Leonardo
Director, Markets & Securities Regulation Department

The Philippine Stock Exchange, Inc.

6/F PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City 1634

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. Suzie Claire R. Selleza
Head, Issuer Compliance and Disclosure Department

Gentlemen:

Further to our disclosures on March 14, 2025 and April 15, 2025, please be informed that Ayala Corporation ("Ayala") has received the Certificate of Permit to Offer Securities from the Securities and Exchange Commission ("SEC") in relation to the offer and sale by way of re-issuance of ₱10.0 billion worth of 5,000,000 cumulative, non-convertible, non-voting, non-participating, redeemable, Philippine Peso-denominated perpetual preferred "B" shares (the "Base Offer", and such shares the "Base Offer Shares"), with an oversubscription option of up to ₱10.0 billion (the "Oversubscription Option", together with the Base Offer, the "Offer") worth of up to 5,000,000 preferred "B" shares (the "Oversubscription Offer Shares", together with the Base Offer Shares, the "Offer Shares"). The initial rate for dividends on the Offer Shares, as and if declared by the Board of Directors of Ayala, has been set at a fixed rate of 6.2903% per annum calculated in respect of each Dividend Period (as defined in the prospectus dated May 28, 2025 for the Offer (the "Prospectus") subject to adjustment, if not redeemed, on the payment date of the 20th Dividend Period, which falls on the 5th anniversary of the Issue Date. The Offer Shares have no voting and pre-emptive rights. The Offer Period will run from June 2 to 9, 2025 with the Issue and Listing Date scheduled on June 19, 2025.

The above information is being disclosed in accordance with the disclosure rules of the SEC, PSE, and the Philippine Dealing & Exchange Corp. Ayala has applied for the Offer Shares to be listed and tradeable on PSE on June 19, 2025 under the ticker symbol ACPB4. The net proceeds of the Offer will be used to fund the refinancing of Philippine Peso-denominated obligations and an indirect investment in ACEN Corporation, as described in the Prospectus.

Prospective investors should review the Prospectus and consult their respective tax and other advisors when considering an investment in the Offer Shares.

The Offer Shares are being offered through the Joint Lead Underwriters and Bookrunners: BPI Capital Corporation and BDO Capital & Investment Corporation, both also serving as Joint Issue Managers, China Bank Capital Corporation, First Metro Investment Corporation, PNB Capital and Investment Corporation, RCBC Capital Corporation, and Security Bank Capital Investment Corporation; and the Selling Agents for the offer are: East West Banking Corporation and the Trading Participants of the PSE.

Thank you.

Very truly yours,



Estelito C. Biacora

Executive Director and Treasurer 