

COVER SHEET

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(Company's Full Name)

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

ATTY. SOLOMON M. HERMOSURA

Contact Person

7908-3346

Company Telephone Number

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04
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

LCU

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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. 28 September 2023
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. [REDACTED] (SEC Use Only)
Industry Classification Code
7. 37F to 39F, Ayala Triangle Gardens Tower 2, Paseo De Roxas
Corner 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	619,807,425 shares
Preferred A Shares (Reissued)	5,244,515 shares
Preferred B Series 1 Shares	20,000,000 shares
Preferred B Series 2 Shares	30,000,000 shares
Voting Preferred Shares	200,000,000 shares

: Item 9- Other Events

Re: Results of the Regular Board 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.

Date 28 September 2023

AYALA CORPORATION
Registrant

MICHELLE MARIE T. VALBUENA
Senior Compliance Manager

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



37F to 39F Ayala Triangle Gardens Tower 2
Paseo de Roxas cor Makati Avenue
Makati City, 1226 Philippines
www.ayala.com

September 28, 2023

Securities and Exchange Commission

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

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

Philippine Stock Exchange

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 Disclosure Department

Gentlemen:

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

1. The election of Mr. Fernando Zobel de Ayala as our Director to serve the unexpired term of Ms. Mercedita S. Nollado, who resigned from our Board effective today. Ms. Nollado previously served in the Board from 2004 until September 2010 and rejoined the Board last year, on September 27, 2022, following the resignation of FZA. She resigned in support of FZA's rejoining the Board to resume his leadership of our Sustainability initiatives, particularly our Net Zero commitment, which he launched in 2021.

Fernando Zobel de Ayala, Filipino, 63, serves as a Special Advisor to the Board of Ayala Land Inc. He previously served as Ayala Corporation’s President and Chief Operating Officer for 15 years before assuming the role of Chief Executive Officer until September 27, 2022. He was recently elected as a Director of Bank of the Philippine Islands and Chairman of Ayala Healthcare Holdings, Inc. He serves as an Independent Director of Pilipinas Shell Corporation. He also serves as the Chairman of Alabang Commercial Corporation and Accendo Commercial Corp.; Vice Chairman of Fort Bonifacio Development Corporation, Bonifacio Land Corp., Berkshires Holdings, Inc., Emerging City Holdings, Inc., and Columbus Holdings, Inc. In addition, he serves on the Board of Georgetown University and is a member of the Chief Executives Organization. He is involved in various international and local non-profit organizations. He serves on the Board of the Asia Society and is a member of Asia Philanthropy Circle

and Habitat for Humanity International's Asia Pacific Development Council. In the Philippines, he is Chairman of Ayala Foundation and Hero Foundation, Inc.; Vice Chairman of Bonifacio Arts Foundation, Inc.; and member of the Board of Trustees of Caritas and Pilipinas Shell Foundation. Mr. Zobel de Ayala holds a liberal arts degree from Harvard College and a CIM from INSEAD, France.

2. The changes in the composition of the following Board committees with the election of Mr. Fernando Zobel de Ayala *vice* Ms. Mercedita S. Nolleto as:
 - i. Chairman of the Sustainability Committee
 - ii. Member of the Risk Management and Related Party Transactions Committee
 - iii. Member of the Personnel and Compensation Committee
3. The ratification of the resolution of our Finance Committee approving the optional redemption of the P10.0Bn 5.2500% Preferred "B" Series 1 shares (ACPB1). The redemption will be effective November 15, 2023 (the 10th year anniversary from the issue date of the shares) by payment in cash of the redemption price equal to 100% of the issue price of the shares plus accrued and unpaid dividends up until November 15, 2023 based on the dividend rate of 5.2500% per annum.
4. The declaration of the final cash dividend on the outstanding ACPB1 shares. The cash dividend amounts to $\frac{1}{4}$ of 5.2500% per annum, or Php6.56250 per share, based on the issue price of the shares. The record date is October 27, 2023, and payment date is November 15, 2023.

The final dividend and equity redemption shall be paid by electronic transfer to stockholders with enrolled accounts. For stockholders with no enrolled accounts, both the dividend checks and the redemption checks shall be available for pick-up at the Stock Transfer Service, Inc. at Unit 34-D Rufino Pacific Tower, 6784 Aala Avenue, Makati City beginning November 15, 2023. Stockholders may contact Ms. Riza P. Palacios or Mr. Joel S. Cortez at (02) 8403-3433, (02) 8403-2414 or 0910-2896581.

Thank you.

Very truly yours,



SOLOMON M. HERMOSURA
Corporate Secretary