

# COVER SHEET

|   |   |   |   |   |  |  |  |  |  |
|---|---|---|---|---|--|--|--|--|--|
| 3 | 4 | 2 | 1 | 8 |  |  |  |  |  |
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(Company's Full Name)

|   |    |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |
|---|----|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| 3 | 2F | - | 3 | 5 | F |   | T | O | W | E | R |   | O | N | E | , | A | Y | A | L | A |   | T | R | I | A | N | G | L | E |
| A | Y  | A | L | A |   | A | V | E | N | U | E | , |   | M | A | K | A | T | I |   | C | I | T | Y |   |   |   |   |   |   |

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

**ATTY. SOLOMON M. HERMOSURA**

**ATTY. SOLOMON M. HERMOSURA**

7908-3346

**7908-3346**

Contact Person

|   |   |
|---|---|
| 1 | 2 |
|---|---|

|   |   |
|---|---|
| 3 | 1 |
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Month Day  
Fiscal Year

|  |   |   |   |   |
|--|---|---|---|---|
|  | 1 | 7 | - | C |
|--|---|---|---|---|

|   |   |
|---|---|
| 0 | 4 |
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|   |   |
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| 2 | 6 |
|---|---|

Month \_\_\_\_\_ Day \_\_\_\_\_  
Annual Meeting

\_\_\_\_\_

Secondary License Type, if Applicable

|   |   |   |
|---|---|---|
| C | F | D |
|---|---|---|

Dept. Requiring this Doc.

\_\_\_\_\_

Amended Articles Number/Section

|  |  |  |  |  |
|--|--|--|--|--|
|  |  |  |  |  |
|--|--|--|--|--|

Total No. Of Stockholders

### Total Amount of Borrowings

|  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|
|  |  |  |  |  |  |  |  |
|--|--|--|--|--|--|--|--|

Domestic

|  |  |  |  |  |  |
|--|--|--|--|--|--|
|  |  |  |  |  |  |
|--|--|--|--|--|--|

| Country | Year | Value |
|---------|------|-------|
| Foreign | 2000 | 1.00  |
| Foreign | 2001 | 1.00  |
| Foreign | 2002 | 1.00  |
| Foreign | 2003 | 1.00  |
| Foreign | 2004 | 1.00  |
| Foreign | 2005 | 1.00  |
| Foreign | 2006 | 1.00  |
| Foreign | 2007 | 1.00  |
| Foreign | 2008 | 1.00  |
| Foreign | 2009 | 1.00  |
| Foreign | 2010 | 1.00  |
| Foreign | 2011 | 1.00  |
| Foreign | 2012 | 1.00  |
| Foreign | 2013 | 1.00  |
| Foreign | 2014 | 1.00  |
| Foreign | 2015 | 1.00  |
| Foreign | 2016 | 1.00  |
| Foreign | 2017 | 1.00  |
| Foreign | 2018 | 1.00  |
| Foreign | 2019 | 1.00  |
| Foreign | 2020 | 1.00  |
| Foreign | 2021 | 1.00  |
| Foreign | 2022 | 1.00  |
| Foreign | 2023 | 1.00  |
| Foreign | 2024 | 1.00  |
| Foreign | 2025 | 1.00  |
| Foreign | 2026 | 1.00  |
| Foreign | 2027 | 1.00  |
| Foreign | 2028 | 1.00  |
| Foreign | 2029 | 1.00  |
| Foreign | 2030 | 1.00  |
| Foreign | 2031 | 1.00  |
| Foreign | 2032 | 1.00  |
| Foreign | 2033 | 1.00  |
| Foreign | 2034 | 1.00  |
| Foreign | 2035 | 1.00  |
| Foreign | 2036 | 1.00  |
| Foreign | 2037 | 1.00  |
| Foreign | 2038 | 1.00  |
| Foreign | 2039 | 1.00  |
| Foreign | 2040 | 1.00  |
| Foreign | 2041 | 1.00  |
| Foreign | 2042 | 1.00  |
| Foreign | 2043 | 1.00  |
| Foreign | 2044 | 1.00  |
| Foreign | 2045 | 1.00  |
| Foreign | 2046 | 1.00  |
| Foreign | 2047 | 1.00  |
| Foreign | 2048 | 1.00  |
| Foreign | 2049 | 1.00  |
| Foreign | 2050 | 1.00  |
| Foreign | 2051 | 1.00  |
| Foreign | 2052 | 1.00  |
| Foreign | 2053 | 1.00  |
| Foreign | 2054 | 1.00  |
| Foreign | 2055 | 1.00  |
| Foreign | 2056 | 1.00  |
| Foreign | 2057 | 1.00  |
| Foreign | 2058 | 1.00  |
| Foreign | 2059 | 1.00  |
| Foreign | 2060 | 1.00  |
| Foreign | 2061 | 1.00  |
| Foreign | 2062 | 1.00  |
| Foreign | 2063 | 1.00  |
| Foreign | 2064 | 1.00  |
| Foreign | 2065 | 1.00  |
| Foreign | 2066 | 1.00  |
| Foreign | 2067 | 1.00  |
| Foreign | 2068 | 1.00  |
| Foreign | 2069 | 1.00  |
| Foreign | 2070 | 1.00  |
| Foreign | 2071 | 1.00  |
| Foreign | 2072 | 1.00  |
| Foreign | 2073 | 1.00  |
| Foreign | 2074 | 1.00  |
| Foreign | 2075 | 1.00  |
| Foreign | 2076 | 1.00  |
| Foreign | 2077 | 1.00  |
| Foreign | 2078 | 1.00  |
| Foreign | 2079 | 1.00  |
| Foreign | 2080 | 1.00  |
| Foreign | 2081 | 1.00  |
| Foreign | 2082 | 1.00  |
| Foreign | 2083 | 1.00  |
| Foreign | 2084 | 1.00  |
| Foreign | 2085 | 1.00  |
| Foreign | 2086 | 1.00  |
| Foreign | 2087 | 1.00  |
| Foreign | 2088 | 1.00  |
| Foreign | 2089 | 1.00  |
| Foreign | 2090 | 1.00  |
| Foreign | 2091 | 1.00  |
| Foreign | 2092 | 1.00  |
| Foreign | 2093 | 1.00  |
| Foreign | 2094 | 1.00  |
| Foreign | 2095 | 1.00  |
| Foreign | 2096 | 1.00  |
| Foreign | 2097 | 1.00  |
| Foreign | 2098 | 1.00  |
| Foreign | 2099 | 1.00  |
| Foreign | 2100 | 1.00  |

To be accomplished by SEC Personnel concerned

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File Number

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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. **17 December 2021**  
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. **32F to 35F , Tower One and Exchange Plaza, Ayala Triangle,  
Ayala 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<br>Outstanding and Amount of Debt Outstanding |
|------------------------------------|--------------------------------------------------------------------------------|
| <b>Common Shares</b>               | 619,703,615 shares                                                             |
| <b>Preferred B Series 1 Shares</b> | 20,000,000 shares                                                              |
| <b>Preferred B Series 2 Shares</b> | 30,000,000 shares                                                              |
| <b>Voting Preferred Shares</b>     | 200,000,000 shares                                                             |

: **Item 9- Other Events**

**Re: Update on material transaction: Ayala Corporation's wholly owned subsidiary, AC Energy and Infrastructure Corporation, completes share purchase agreement with Arran Investment Pte Ltd**

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 : **17 December 2021**

  
**Michelle Marie T. Valbuena**  
Senior Compliance Manager

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



December 17, 2021

**Securities and Exchange Commission**  
SEC Building, Mandaluyong City

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

**The Philippine Stock Exchange, Inc.**  
6/F Philippine Stock Exchange Tower  
5<sup>th</sup> Avenue corner 28<sup>th</sup> Street,  
Bonifacio Global City, Taguig City

Attention: **Ms. Janet A. Encarnacion**  
Head, Disclosure Department

**Philippine Dealing and Exchange Corporation**  
29/F BDO Equitable Tower  
8751 Paseo de Roxas, Makati City

Attention: **Atty. Marie Rose M. Magallen-Lirio**  
Head, Issuer Compliance and Disclosure Department

**Mesdames/Gentlemen:**

Pleased be informed that Ayala Corporation's wholly owned subsidiary, AC Energy and Infrastructure Corporation, completed the share purchase agreement with Arran Investment Pte Ltd. The sale of secondary ACEN shares to Arran is meant to implement the Investment Agreement that the parties signed on December 30, 2020 to enable Arran to own 17.5% of the outstanding capital stock of ACEN post completion of ACEN's follow-on offering and the infusion by ACEIC of its international assets into ACEN.

Please refer to the attached disclosure submitted to the Philippine Stock Exchange.

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'A. de Larrazabal', is positioned above the printed name.

**Alberto M. de Larrazabal**  
Chief Finance Officer

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 16-1- Update on Corporate Actions/ Material Transactions/Agreements References: SRC Rule 17 (SEC Form 17-C) and Section 16 of the Revised Disclosure Rules

#### Subject of the Disclosure

Ayala Corporation's wholly owned subsidiary, AC Energy and Infrastructure Corporation, completes share purchase agreement with Arran Investment Pte Ltd

#### Background/Description of the Disclosure

In relation to Ayala Corporation's disclosures dated November 12, 2020 (C07909-2020), January 4, 2021 (C00015-2021), and December 6, 2021 (C08192-2021) AC Energy and Infrastructure Corporation ("ACEIC") signed a share purchase agreement with an affiliate of GIC Private Limited, Arran Investment Pte Ltd ("Arran"), for the sale of 2,689,521,681 secondary AC Energy Corporation ("ACEN") shares at a price of PHP3.4678 per share or for a total consideration of PHP9,326,723,285.37.

The sale of secondary ACEN shares to Arran is meant to implement the Investment Agreement that the parties signed on December 30, 2020 to enable Arran to own 17.5% of the outstanding capital stock of ACEN post completion of ACEN's follow-on offering and the infusion by ACEIC of its international assets into ACEN. The price at which the secondary ACEN shares will be sold to Arran is pursuant to the pricing mechanism as agreed by the parties in their December 30, 2020 Investment Agreement, which pricing mechanism is independent of future market price movements.

ACEIC completed on December 10, 2021 the sale of 2,689,521,681 secondary ACEN shares to Arran.

#### Other Relevant Information

None.

#### Filed on behalf by:

|             |                         |
|-------------|-------------------------|
| Name        | Celeste Jovenir         |
| Designation | Investor Relations Head |