

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 18-A

REPORT BY OWNER OF MORE THAN FIVE PERCENT

Check the appropriate box:

☐

Initial Filing

☒

Amendment

Item/s amended by the Filing **Items 3 and 4(e)**

1. Exact Name of Registrant as Specified in its Charter **AREIT, Inc.**

a. **28th Floor, Tower One & Exchange Plaza, Ayala Triangle, Ayala Ave., Makati City, 1226**

Address of Principal Offices

Postal Code

b. SEC Identification Number **CS200613870**

c. ☐ (SEC Use Only)

Industry Classification Code

d. BIR Tax Identification Number **006-346-689**

2. **AyalaLand Offices, Inc. (ALO)**

Name of Reporting Person

a. **28th Floor, Tower One & Exchange Plaza, Ayala Triangle, Ayala Ave., Makati City, 1226**

Address of Reporting Person

Postal Code

b. **7908-3804**

Telephone Number of Reporting Person

c. **Republic of the Philippines**

Citizenship or Place of Organization of Reporting Person

Ma. Teresa R. Famy

28th Floor, Tower One & Exchange Plaza, Ayala Triangle, Ayala Ave., Makati City

Tel No. 7908-3804

Name, Address and Telephone Number of person authorized to receive notices and communications if reporting person is a partnership, corporation or other legal entity

Item 1. Security and Issuer

Security	Common shares
Issuer	AREIT, Inc.
Principal Office Address	28 th Floor, Tower One & Exchange Plaza, Ayala Triangle, Ayala Ave., Makati City, 1226

Item 2. Identity and Background

- (a) Name AyalaLand Offices, Inc.
- (b) Business address 28th Floor, Tower One & Exchange Plaza, Ayala Triangle, Ayala Ave., Makati City, 1226
- (c) Principal business Office leasing and marketing management
- (d) Whether or not, during the last five years, such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) and, if so, give the dates, nature of conviction, name and location of court, any penalty imposed, or other disposition of the case

No

- (e) Whether or not, during the last five years, such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction, domestic or foreign, and as a result of such proceeding was or is subject to any order, judgment or decree, not subsequently reversed, suspended or vacated, permanently or temporarily enjoining, barring, suspending or otherwise limiting involvement in any type of business, securities, commodities or banking

No

Item 3. Purpose of Transaction

ALO sold 96,292,435 shares of AREIT as part of the property-for-share swap transaction between Ayala Land, Inc. and AREIT.

Item 4. Interest in Securities of the Issuer

- (a) Aggregate number of the class of securities identified pursuant to Item 1 beneficially owned
- 96,292,435 common shares
Percentage of the class of securities identified pursuant to Item 1 beneficially owned
- 4.0654%
- (b) ALO has the power to vote for and dispose of 96,292,435 common shares (4.0654%).
- (c) Describe any transaction in the class of securities reported on that were effected during the past sixty (60) days
- None

(d) ALO has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the securities.

(e) If the filing is an amendment reflecting the fact that the reporting person has ceased to be the beneficial owner of more than five (5%) percent of the class of securities, state the date on which such beneficial ownership was reduced.

- Sale by ALO of all its ownership interest in AREIT of 96,292,435 common shares on January 26, 2024.

Item 5. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

Not applicable

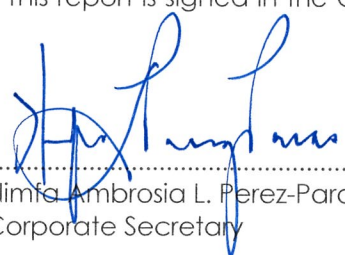
Item 6. Material to be Filed as Exhibits

Not applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Report is true, complete and accurate. This report is signed in the City of Makati on

JAN 31 2024

By: 
Nimfa Ambrosia L. Perez-Paras
Corporate Secretary

SUBSCRIBED AND SWORN to before me in Makati City on JAN 31 2024 by affiant who personally appeared before me and exhibited to me as competent evidence of identity her Passport No. P9583334A issued on November 16, 2018 at the Department of Foreign Affairs, Manila.

Doc. No. 254 ;
Page No. 52 ;
Book No. LV :
Series of 2024.

Notarial DST pursuant to Sec. 61
of the TRAIN Act (amending
Sec. 188 of the NIRC)
affixed on Notary Public's copy.



ROBERTO T. ONGSIAKO
Notary Public – Makati City
Appt. No. M-056 until December 31, 2024
Roll of Attorneys No. 37041
Lifetime IBP No. 02163 – RSM Chapter
PTR No. 10075604 – 01/02/2024 - Makati City
MCLE Compliance No. VIII – 0000591 – 09/30/2022
4th Floor Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines