



REINVESTMENT PLAN

In connection with the sale of three (3) condominium units at Ayala-life FGU Center Alabang with an aggregate gross floor area of three hundred thirty-nine (339) square meters

As of September 06, 2024

A handwritten signature in blue ink, appearing to be 'JRV' or similar, located below the date.

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I. EXECUTIVE SUMMARY

This Reinvestment Plan sets forth the planned use of the proceeds received by AREIT, Inc. (“AREIT”) from the sale of three (3) condominium units at Ayala-life FGU Center Alabang with an aggregate gross floor area of three hundred thirty-nine (339) square meters covered by Condominium Certificates of Title (CTC) Nos. 014-2022000536, 014-2022000537, and 014-2022000538 duly issued by the Registry of Deed of Muntinlupa City (“Subject Property”). The net proceeds amounting to ₱42,688,575.00 (net of fees and taxes) from the sale were received on 06 September 2024.

On 05 September 2024, AREIT and Next AsiaLand, Inc. (“Next Asia”) executed the Deed of Absolute Sale for the sale of the Subject Property.

Pursuant to Securities and Exchange Commission (“SEC”) Memorandum Circular No. 1, series of 2020, the REIT submit a sworn statement to the SEC, the Philippine Stock Exchange (“PSE”), and the BIR, a reinvestment plan undertaking to reinvest any proceeds realized by the REIT from a sale of REIT’s assets within one (1) year from the date of receipt of proceeds or money by the REIT.

Following current regulations, AREIT intends to invest its net proceeds arising from the sale of the Subject Property in its acquisition of Seda Lio, a one hundred fifty-three (153)- room resort-hotel with a total gross floor area of 17,860 sqm located at El Nido, Palawan. Please see section on “Reinvestment Plan” for more details. AREIT does not intend to reinvest the proceeds in any infrastructure project.



II. ABOUT THE REIT COMPANY

a. AREIT Background

AREIT, Inc., (formerly One Dela Rosa Property Development, Inc.) (the “Company”) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on September 4, 2006. On September 26, 2018, the Company amended its Articles of Incorporation to engage in the business of a real estate investment trust (REIT), as provided under Republic Act No. 9856 (the Real Estate Investment Trust Act of 2009), and its implementing rules and regulations (the REIT Act).

The Company was organized primarily to engage in the business, which includes the following: (1) to own, invest in, purchase, acquire, hold, possess, lease, construct, develop, alter, improve, operate, manage, administer, sell, assign, convey, encumber, in whole or in part, or otherwise deal in and dispose of, income-generating real estate, whether freehold or leasehold, within or outside the Philippines with or to such persons and entities and under such terms and conditions as may be permitted by law; (2) to invest in, purchase, acquire, own, hold, sell, assign, transfer, mortgage, pledge, exchange or otherwise dispose of real estate and managed funds; (3) to receive, collect and dispose of the rent, interest, dividends and income arising from its property and investments; and (4) to exercise, carry on or undertake such other powers, acts, activities and transactions as may be deemed necessary, convenient or incidental to or implied from the purposes herein mentioned. On April 12, 2019, the Company changed its name to AyalaLand REIT, Inc., and further amended its name to AREIT, Inc. on June 28, 2019.


Upon securing all the necessary requirements and licenses, the Company was listed on the Main Board of the PSE on August 13, 2020, as the first Philippine REIT.

The Company’s registered office address and principal place of business is at 28th Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City.

b. Management and Organization

The following table provides information regarding the members of the executive management of AREIT.

Management Members	Position
Jose Eduardo A. Quimpo, II	President and Chief Executive Officer
Ma. Teresa R. Famy	Treasurer and Chief Finance Officer
Ma. Florence Therese dG. Martinez- Cruz	Chief Compliance Officer and Assistant Corporate Secretary
Maria Franchette M. Acosta	Corporate Secretary



III. PROCEEDS RECEIVED BY THE REIT COMPANY

Pursuant to the sale of the Subject Property, AREIT received net proceeds of ₱42,688,575.00 (net of fees and taxes) on September 06, 2024.

IV. REINVESTMENT PLAN

AREIT intends to use the net proceeds amounting to ₱42,688,575.00 received from the sale of the Subject Property to partially pay for the acquisition of Seda Lio, a one hundred fifty-three (153)- room resort-hotel with a total gross floor area of 17,860 sqm located at El Nido, Palawan.

V. MONITORING AND REVIEW

AREIT shall monitor the actual disbursements of projects proposed in this Reinvestment Plan on a quarterly basis. For purposes of monitoring, AREIT shall prepare a quarterly progress report of actual disbursements on the projects covered by this Reinvestment Plan.

In the event of changes in the actual disbursements of projects proposed in this Reinvestment Plan, AREIT, shall inform the SEC, PSE, BIR or the appropriate government agency, by sending a written notice to that effect.

VI. REPORTING

AREIT shall comply with the reportorial and disclosure requirement prescribed by the SEC, PSE, BIR, or the appropriate government agency.

AREIT shall submit with the PSE, a quarterly progress report, and a final report on the implementation of the Reinvestment Plan, duly certified by its Chief Finance Officer, Treasurer, and External Auditor. The quarterly progress report shall be submitted to the PSE following the relevant PSE rules. AREIT shall likewise submit a final report on the implementation of the Reinvestment Plan and submit the same to the PSE.

The Reinvestment Plan and the status of its implementation shall be included in the appropriate structured reports of AREIT to the SEC, and the PSE. Any investment pursuant to the Reinvestment Plan shall also be disclosed by AREIT via SEC Form 17-C as such investment is made. AREIT shall likewise furnish the SEC with copies of the relevant documentary stamp tax returns, as may be applicable.



CERTIFICATION

This REINVESTMENT PLAN was prepared and assembled under our supervision in accordance with existing rules of the Securities and Exchange Commission, Philippine Stock Exchange, and the Bureau of Internal Revenue. The information and data provided herein are complete, true, and correct to the best of our knowledge and/or based on authentic records.


By:
AREIT, INC.



JOSE EDUARDO A. QUIMPO, II
Attorney-in-Fact 


MA. TERESA R. FAMY
Attorney-in-Fact 

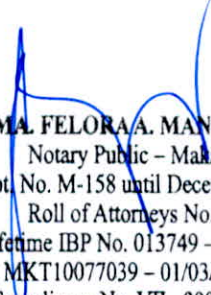
SEP 06 2024

SUBSCRIBED AND SWORN to before me this 06th day of September at Makati City, with the affiant/s exhibiting to me their identification documents as follows:

Name	Competent Evidence of Identity	Date and Place Issued
AREIT, INC. Represented by: Jose Eduardo A. Quimpo, II	TIN: 006-346-689-000  Passport No. P9272745B	DFA Manila/ Issued on 22 Mar 2022
Ma. Teresa R. Famy	Driver's License No. D06-97-186463	Expiring on 05 December 2033

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Series of 2024. 




MA. FELORA A. MANGAWANG
Notary Public – Makati City
Appt. No. M-158 until December 31, 2025
Roll of Attorneys No. 64804
Lifetime IBP No. 013749 – Makati City
PTR No. MKT10077039 – 01/03/2024 - Makati City
MCLE Compliance No. VII -0006702 – 11/18/2021
28th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines

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