

# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATIONS CODE (SRC) AND SRC RULE 17.1

1. **September 26, 2024**  
Date of Report (Date of earliest event reported)
2. **CS200613870**  
SEC Identification Number
3. **006-346-689-000**  
BIR Tax Identification Number
4. **AREIT, INC.**  
Exact Name of registrant as specified in its charter
5. **MAKATI CITY, PHILIPPINES**  
Province, country or other jurisdiction of incorporation
6. **[REDACTED]** (SEC Use Only)  
Industry Classification Code
7. **28F Tower One and Exchange Plaza, Ayala Triangle,  
Ayala Avenue, Makati City**  
Address of principal office
- 1226**  
Postal code
8. **(632) 7908-3804**  
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 8 and 12 of the SRC or Sections 4 and 8 of the RSA

Title of Each Class (As of June 30, 2024)	Number of Shares of Stock Outstanding	Amount of Debt Outstanding (Registered)
<b>Common</b>	<b>2,368,606,573</b>	

Indicate the item numbers reported herein :

#### Item 9. Other Events

#### Re: SEC Approval of Asset-for-Share Swap

**AREIT, INC.**

Registrant



**MICHAEL ANTHONY L GARCIA**

Head, Investor Communications and Compliance,

Date: **September 26, 2024**

*\*Unregistered*



**26 September 2024**

**Securities and Exchange Commission**

17/F SEC Headquarters  
7907 Makati Avenue, Brgy. Bel-Air, Makati City 1209

To **Atty. Oliver O. Leonardo**  
Director, Markets and Securities Regulation Department

**Philippine Stock Exchange, Inc.**

6th Floor, PSE Tower, 28<sup>th</sup> Street corner 5<sup>th</sup> Avenue,  
Bonifacio Global City, Taguig City

To **Atty. Stefanie Ann B. Go**  
Officer-in-Charge, Disclosure Department

Re: **Deed of Exchange between AREIT, Inc. and Ayala Land, Inc., Greenhaven Property Ventures, Inc., Cebu Insular Hotel Co., Inc., and Buendia Christiana Holdings Corp.**

Gentlemen:

Please be informed that AREIT, Inc. (AREIT) received today the Securities and Exchange Commission's (SEC) approval of its property-for-share swap with Ayala Land, Inc. (ALI), Greenhaven Property Ventures, Inc. (Greenhaven), Cebu Insular Hotel Co., Inc. (Cebu Insular), and Buendia Christiana Holdings Corp. (BCHC), involving the issuance of 841,259,412 AREIT primary common shares to ALI, Greenhaven, Cebu Insular, and BCHC, in exchange for four (4) commercial buildings located in Ayala Center Makati and Ayala Center Cebu, and a 276-hectare parcel of industrial land located in Zambales, with an aggregate value of ₱28,602,820,008.00, within the fair range of values as validated by a third-party fairness opinion provider, under the Deed of Exchange dated 19 March 2024.

In line with this, the parties have executed an Amendment to the Deed of Exchange for AREIT to recognize the income from the new assets effective July 1, 2024.

AREIT will apply for the Bureau of Internal Revenue Certificate Authorizing Registration for the new assets and the listing of the shares in favor of ALI, Greenhaven, Cebu Insular, and BCHC within the fourth quarter of 2024.

Thank you.

Very truly yours,

**MA. FLORENCE THERESE DG. MARTIREZ-CRUZ**  
Chief Compliance Officer