

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. December 11, 2025
Date of Report (Date of earliest event reported)
2. CS200613870
SEC Identification Number
3. 006-346-689
BIR Tax Identification Number
4. AREIT, INC. (formerly AyalaLand REIT, Inc.)
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. 28th Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City
Address of principal office
- 1226
Postal code
8. (02) 79083804
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
<u>COMMON SHARES</u>	<u>3,715,756,162</u>

Indicate the item numbers reported herein : Item 9 - Other Events

Re: **Results of the Special Meeting of Stockholders**

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.

AREIT, INC.
(formerly AyalaLand REIT, Inc.)

Registrant

Date : **December 11, 2025**

Michelle Marie T. Valbuena
Senior Compliance Manager

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



December 11, 2025

Securities and Exchange Commission

17/F SEC Headquarters, 7907 Makati Avenue

Barangay Bel-Air, Makati City

Attention: Atty. Oliver O. Leonardo
Director, Markets & Securities Regulation Department

Philippine Stock Exchange, Inc.

6/F PSE Tower

5th Avenue corner 28th Street

Bonifacio Global City, Taguig City

Attention: Atty. Johanne Daniel M. Negre
Officer-in-Charge, Disclosure Department

Gentlemen:

Please be informed that at our special meeting of stockholders held today, the stockholders considered and approved the following:

1. The decrease in our Authorized Capital Stock from P40,500,000,000.00 to P39,826,700,300.00 through the retirement of our existing Treasury Shares.

Resolution No. S-08-2025: "RESOLVED, to approve the decrease of the authorized capital stock of the Corporation from P40,500,000,000.00 to P39,826,700,300.00 through the retirement of 67,329,970 treasury common shares."

2. The increase in our Authorized Capital Stock from P39,826,700,300.00 to P57,000,000,000.00, and the corresponding amendment to the Seventh Article of our Articles of Incorporation.

Resolution No. S-09-2025: "RESOLVED, to approve the increase in authorized capital stock of the Corporation from Thirty-Nine Billion Eight Hundred Twenty-Six Million Seven Hundred Thousand Three Hundred Pesos (P39,826,700,300.00), in lawful money of the Philippines, divided into Three Billion Nine Hundred Eighty-Two Million Six Hundred Seventy Thousand Thirty (3,982,670,030) Common Shares with par value of Ten Pesos (P10.00) per share to Fifty-Seven Billion Pesos (P57,000,000,000.00), in lawful money of the Philippines, divided into Five Billion Seven Hundred Million (5,700,000,000) Common Shares with par value of Ten Pesos (P10.00) per share, and for this purpose the amendment of the Seventh Article of the Articles of Incorporation. As amended, the Article shall henceforth read:

SEVENTH: *The authorized capital stock of the Corporation is Fifty-Seven Billion Pesos (P57,000,000,000.00), in lawful money of the Philippines, divided into Five Billion Seven Hundred Million (5,700,000,000) Common Shares with a par value of Ten Pesos (P10.00) per share.*

xxx xxx xxx"

3. The issuance of 441,131,656 primary common shares to Ayala Land, Inc. ("ALI") and its wholly-owned subsidiary, Summerhill Commercial Ventures Corp. ("Summerhill") in exchange for two (2) commercial properties with an aggregate value of P19,475,962,612.40, as validated by a third-party fairness opinion.

Resolution No. S-10-2025: "RESOLVED, to approve the issuance of 441,131,656 primary common shares to Ayala Land, Inc. ("ALI"), and its subsidiary, Summerhill Commercial Ventures Corp. ("Summerhill"), in exchange for identified properties owned by ALI and Summerhill valued at Nineteen Billion Four Hundred Seventy-Five Million Nine Hundred Sixty-Two Thousand Six Hundred Twelve and 40/100 Pesos (P19,475,962,612.40), under a property-for-share swap, at an issue price of P44.15 per share, set at a premium over the thirty (30)-day volume weighted average price (30-day VWAP) of P43.93 or the prevailing Market Price."

Thank you.

Very truly yours,

MARIA FRANCHETTE M. ACOSTA
Corporate Secretary