

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. **October 28, 2025**
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 October 7, 2025)
Common

Number of Shares of
Stock Outstanding
3,715,756,162

Amount of Debt Outstanding
(Registered)

Indicate the item numbers reported herein :

Item 9. Other Events
Re: Press Release on ALI's P19.5B
Asset Infusion into AREIT

AREIT, INC.
Registrant

Date: **October 28, 2025**

Bettina Marie E. Desiderio
BETTINA MARIE E. DESIDERIO
Investor Relations Manager



October 28, 2025

Securities and Exchange Commission

17/F SEC Headquarters, 7907 Makati Avenue
Barangay Bel-Air, Makati City

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

Philippine Stock Exchange, Inc.

6th Floor, PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

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

Dear Mesdames and Gentlemen,

Please see the attached press release on AREIT, Inc.'s sixth asset-for-share swap with Ayala Land.

Thank you.

A handwritten signature in black ink, appearing to read 'mfamy'.

MA. TERESA R. FAMY

Chief Finance Officer, Chief Risk Officer and Treasurer



Press Release

AREIT to add P19.5B of ALI malls; AUM to reach P158B

October 28, 2025 – AREIT, Inc. (AREIT) will conduct its sixth property-for-share swap with its Sponsor, Ayala Land, Inc. (ALI) involving the acquisition of two (2) commercial mall properties located in Metro Manila and Cebu.

The AREIT Board of Directors approved today a property-for-share swap transaction with ALI and its wholly-owned subsidiary, Summerhill Commercial Ventures Corp. (Summerhill), which involves the subscription of ALI and Summerhill to 441,131,656 primary common shares of AREIT, in exchange for (1) Ayala Center Cebu, a flagship mall located in Cebu Business Park, Cebu City, and (2) Ayala Malls Feliz along Amang Rodriguez Avenue in Pasig City. The aggregate value of the two properties stands at P19.5 billion and will be exchanged for AREIT shares priced at P44.15 per share, as validated by a third-party fairness opinion.

The planned infusions of ALI and Summerhill will bring AREIT's Assets Under Management (AUM) to P158 billion. These assets have a combined building gross leasable area (GLA) of 375 thousand square meters (sqm), and will bring AREIT's total GLA to 4.7 million sqm, composed of 1.8 million sqm building GLA and 2.9 million sqm industrial land GLA.

Post-transaction, across the 1.8 million sqm of building GLA, offices will account for 40%, retail will increase to 54%, and hotels will comprise 6%. This improved mix enhances AREIT's retail exposure and broadens its footprint across Metro Manila and Cebu.

The transaction shall be subject to the approval of AREIT shareholders at a Special Stockholders' Meeting on December 11, 2025 and pertinent regulatory bodies thereafter. ALI and AREIT are targeting to complete the transaction by 2H 2026.

When approved, total infusions for the year will reach P40.5 billion, marking AREIT's largest annual addition to date. Consistent with prior transactions, this latest infusion is expected to support dividend growth and be yield-accretive.

“This latest infusion strengthens AREIT's portfolio with two dynamic retail destinations, enhancing both our geographic reach and asset mix. As we continue to build scale with quality, our shareholders will benefit from a larger and more diversified portfolio,” said AREIT President and CEO Mr. Alberto M. de Larrazabal.

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NOTE: This document contains forward-looking statements and financial information subject to significant risks and uncertainties. Such forward-looking statements and financial information are based on numerous assumptions regarding present and future business strategies. Important factors can cause some or all assumptions not to occur or cause actual results, performance, or achievements to differ materially from those in the forward-looking statements. The Company gives no assurance that such opinions or beliefs will prove correct or that such intentions will not change.