







# Forms ?

Select Filer

Riva Maala - legal@arthaland.com



Uploaded	Submitted	Accepted	Reverted	Archived		
Form Type	Code	Version	Period	Covered	Submitted On	View
SEC_Form_	_17-C	1	June 2	7, 2025	June 27, 2025   4:30 PM	Q

Subject: Re: [EXTERNAL] Arthaland Disclosure | Material Information/Transactions/Corporate Actions

Date: Friday, June 27, 2025 at 5:19:00 PM Philippine Standard Time

From: PDEx Disclosure
To: Siegfrid S. Suarez

CC: Riva Khristine Maala, Margeline C. Hidalgo

#### Ladies and Gentlemen:

This is to acknowledge receipt of the disclosure and its attachment.

Thank you and regards,

## Rodolfo "Rod" S. Cristobal III

Compliance & Disclosure Associate Market Regulatory Services Group

## Philippine Dealing & Exchange Corp.

29th Floor BDO Equitable Tower • 8751 Paseo de Roxas, Makati City, 1226 Philippines

Tel. No. (+632) 8884-4462

Email: <a href="mailto:rodolfo.cristobal@pds.com.ph">rodolfo.cristobal@pds.com.ph</a>

Web: www.pds.com.ph

## **COVER SHEET**

																								A	S	9	4	0	0	7	1	6	0
																									SEC	Reg	gistr	ation	Nui	nber			
A	R	T	Н	A	L	A	N	D	)	(	C	o	R	P	o	R	A	T	I	o	N												
								Ť	T	Ī	Ī																						
			 	 				H	$\pm$	+	1			l			1			 	 		 					<u> </u> 		<u>                                       </u>			
								L	Ļ																						<u>L</u>		
								Ħ	Ť																								
								上							(Cor	npan	y's F	ull N	lame	<u>(</u>										]	<u> </u>		
7	F		A	R	T	Н	A	L	A	l	N	D		C	E	N	Т	U	R	Y		P	A	C	Ι	F	I	C					
T	О	w	E	R	,		5	T	H	[		A	V	E	N	U	Е		С	О	R	N	E	R		3	0	Т	Н				
S	Т	R	Е	E	Т	,		В	во	) 1	N	I	F	A	С	I	О		G	L	0	В	A	L		С	I	Т	Y				
		l	l	l		,	-	<u> </u>			<u> </u>	_		l	l												-	] <u> </u>	1	,	<u> </u>		
T	A	G	U	I	G		C	I	T		Y (F	Busi	ness	6 Add	3		Stre	et C	itv/T	own	/Pro	vince	.) 							<u> </u>			
(Business Address: No. Street City/Town/Province)  Atty. Riva Khristine V. Maala (+632) 8403-6910																																	
		Г	ıııy	. 10		ontac				141	aaı	a														(Co					e Nu		)
Γ	1	2	Γ	3										Γ	1	7		С	1										0	6	La	c#	C»
L	1 Mon			Day										L			- n Typ												$\Box$	Mor		Si	I
	MonthDay(Form Type)MonthDay(Fiscal Year)(Annual Meeting)																																
																						7											
										_			(Sec	ond	ary I	Licen	ise T	ype,	lf A <sub>I</sub>	oplic	able)	)											
D	. D.			D																						1.1	At	.17	. T	1/6	1		
рер	ı. Ke	quiri	ng u	iis D	oc.																			P						rowi	Section	Ш	
					1																				10	tai A	inot		ВО	TOWI	ngs		
Tota	al No	o. of S	Stocl	cholo	ders																			D	omes	tic		J		F	orei	gn	
								Т	Т		7	Γo t	e ac	com	plish	ied b	y SE	C Pe	rson	nel c	once	erned	l										
			F	ile N	lumb	er		L			_					L	CU					-											
								T	T																								
<u> </u>			D	ocun	nent	ID					-					Cas	shier					-											
	Γ																																
				e r	глу	M P	ç																										
				<b>.</b>	ı A l	IVI P	S														1	Rem	arks:	Ples	ise iii	se RI	AC	K in	k for	SCar	nning	ייווח ז	nose

SEC Number	7160
File Number	

#### ARTHALAND CORPORATION

(Company's Full Name)

7/F Arthaland Century Pacific Tower, 5<sup>th</sup> Avenue corner 30<sup>th</sup> Street Bonifacio Global City, Taguig City 1634

(Company's Address)

(+632) 8403-6910

(Telephone Number)

December 31

(Fiscal Year Ending) (Month and Day)

**FORM 17-C** 

(Form Type)

(Period Ended Date)

(Secondary License Type and File Number)

Philippine Stock Exchange

cc:

## SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

## CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17.2(c) THEREUNDER

1.	27 June 2025 Date of Report (Date of earliest event report	ted)
2.	SEC Identification No. ASO-94-007160	3. BIR Tax Identification No. <u>004-450-721-000</u>
4.	ARTHALAND CORPORATION Exact name of issuer as specified in its char	ter
5.	Metro Manila, Philippines Province, country or other jurisdiction of incorporation	6. (SEC Use Only) Industry Classification Code:
7.	7/F Arthaland Century Pacific Tower, 5 <sup>th</sup> Bonifacio Global City, Taguig City Address of Principal Office	Avenue corner 30 <sup>th</sup> Street  1634 Postal Code
8.	(+632) 8403-6910 Issuer's telephone number, including area co	
9.	Not Applicable 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	Number of Shares of Common Stock Outstanding
11.	Common Shares Preferred Shares – Series A Preferred Shares – Series D Preferred Shares – Series E Preferred Shares – Series F  Indicate the item numbers reported herein:	5,318,095,199 (₱0.18 par value) 12,500,000 (₱1.00 par value) 6,000,000 (₱1.00 par value) 14,000,000 (₱1.00 par value) 4,964,860 (₱1.00 par value)
	Item 4. Resignation, Removal or Election Item 9. Other Events	of Registrant's Directors or Officers

### Item 4. Resignation, Removal or Election of Registrant's Directors or Officers

In today's Annual Stockholders' Meeting of **Arthaland Corporation (the "Corporation")**, the following were elected as the members of the Board of Directors for the term 2025-2026, to hold office as such and until their respective successors are duly nominated, elected and qualified:

### **Regular Directors**

- (a) Mr. Ernest K. Cuyegkeng
- (b) Mr. Jaime C. González
- (c) Mr. Jaime Enrique Y. González
- (d) Mr. Cornelio S. Mapa, Jr.
- (e) Mr. Christopher Paulus Nicholas T. Po
- (f) Mr. Ricardo Gabriel T. Po, and
- (g) Mr. Andres B. Sta. Maria.

## **Independent Directors**

- (h) Mr. Hans B. Sicat, and
- (i) Ms. Denise Loreena V. De Castro.

Also, stockholders representing at least sixty-seven percent (67%) of the Corporation's outstanding common and preferred shares which are entitled and qualified to vote approved the proposal to amend Article SEVENTH of the Articles of Incorporation by decreasing the Corporation's authorized capital stock by ₱10,000,000.00. The foregoing decrease in the authorized capital stock corresponds to the Preferred Shares Series C (ALCPC) redeemed by the Corporation on 27 June 2024.

The amendments to Article SEVENTH of the Corporation's Articles of Incorporation are underlined below:

"SEVENTH – That the authorized capital stock of the Corporation is Philippine Pesos: Three Billion Sixteen Million Two Hundred Fifty-Seven Thousand One Hundred Thirty-Five and 82/100 (₱3,016,257,135.82) divided into Philippine Pesos: Two Billion Nine Hundred Forty Six Million Two Hundred Fifty Seven Thousand One Hundred Thirty Five and 82/100 (₱2,946,257,135.82) of common shares consisting of 16,368,095,199 common shares with a par value of Philippine Pesos: Eighteen Centavos (₱0.18) per share and Philippine Pesos: Seventy Million (₱70,000,000,000) of preferred shares consisting of 70,000,000 preferred shares with a par value of Philippine Peso: One (₱1.00) per share.

"The preferred shares shall have such features as the Board of Directors may prescribe, provided that, in no case shall such preferred shares be voting or participating.

"The shares of stock of the corporation are not subject to pre-emptive rights of stockholders and may be issued for the unissued portion of authorized capital stock in such quantities, at such times, and under such terms as the Board of Directors shall determine."

In the Organizational Meeting of the Board of Directors held immediately after the stockholders' meeting, the Board elected/appointed the following as the corporate officers of the Corporation for 2025-2026 to hold office as such and until their respective successors are duly nominated, elected and qualified:

Chairman of the Board Ernest K. Cuyegkeng Jaime C. González Vice Chairman and President Vice Chairman Ricardo Gabriel T. Po Treasurer and Executive Cornelio S. Mapa, Jr.

Vice President

Corporate Secretary and General Riva Khristine V. Maala

Counsel/Compliance Officer

Assistant Corporate Secretary Margeline C. Hidalgo

The following committees were constituted by the Board and the members thereof appointed, as follows:

Audit and Risk Committee Hans B. Sicat, Chairman

Denise Loreena V. De Castro, and

Andres B. Sta. Maria

Stock Option and Compensation Jaime C. González, Chairman Committee

Denise Loreena V. De Castro, and

Ricardo Gabriel T. Po

Governance and Nomination Committee Ricardo Gabriel T. Po. Chairman

> Hans B. Sicat, and Andres B. Sta. Maria

**Executive Committee** Jaime C. González, Chairman

Ricardo Gabriel T. Po, Vice Chairman

Jaime Enrique Y. González Cornelio S. Mapa, Jr., and

Christopher Paulus Nicholas T. Po

During the organizational meeting, the Board of Directors also appointed Atty. Riva Khristine V. Maala as the Anti-Money Laundering Council Compliance Officer of the Corporation and its group of companies effective on 01 July 2025.

#### Item 9. Other Events

During the annual meeting, the stockholders ratified the Board's appointment of Reyes Tacandong & Co. as the Corporation's external auditor for 2025, with Ms. Carolina P. Angeles as Partner-in-Charge.

During the organizational meeting, the Board of Directors of the Corporation APPROVED the following:

1. Declaration of cash dividends, as follows:

	ALCO	<u>ALCPF</u>				
Date of Declaration	27 June 2025	27 June 2025				
Record Date	July 15, Tuesday	July 21, Monday				
Payment Date	August 08, Friday	August 14, Thursday				
Amount per Share	₽0.012	<del>P</del> 9.1575				
Total Amount of Dividends	<del>P</del> 63,817,142.00	<del>P</del> 45,465,705.45				
Source of Payment	Unrestricted Retained Earnings as of 31 May 2025					

2. Subscription by the Corporation to additional 7,655,000 Preferred Shares of Zileya Land Development Corporation (Zileya) at the subscription price of ₱100.00 per share.

Please recall that on 22 January 2025, it was disclosed that the Corporation already subscribed to 7,100,000 Preferred Shares of Zileya at a subscription price of P100.00 per share, or the total amount of P710,000,000.00, which shall be issued from the proposed increase of its authorized capital stock by 20,000,000 redeemable<sup>1</sup>, cumulative, and *voting* preferred shares at a par value of P1.00 per share, once approved by the Securities and Exchange Commission. The application for capital increase is presently in process.

- 3. Zileya's acquisition of the condominium units in Mid-Land Mansions Condominium of ISOC Land, Inc., including the undivided interest of said units in the underlying land equivalent to 1,061.47 m<sup>2</sup>, for a total consideration of P1,486,058,000.00, inclusive of Value Added Tax.
- 4. Acquisition by Sotern Land Corporation, a wholly-owned subsidiary of the Corporation, of two (2) more parcels of land<sup>2</sup> located in Barangay Loyola Heights, Quezon City for a consideration of ₽745,875,000.00 and ₽1,750,000.00.

ARTHALAND CORPORATION

27 June 2025

Date

Issuer By:

RIVA KHRISTINE V. MAALA

Corporate Secretary and General Counsel

1

<sup>&</sup>lt;sup>1</sup> At the option of Zileya.

<sup>&</sup>lt;sup>2</sup> 2,491.70 and 7.0 square meters