

MSRD_Arthaland Corporation_SEC Form 17-C_22 January 2025 [Zileya Subscription + ALCPD Dividends + Green Bonds T2 Reallocation + Decrease in ALCO ACS + ASM 2025]

From: ICTD Submission <ictdsubmission+canned.response@sec.gov.ph>

Sent: Wednesday, January 22, 2025 6:48 PM

To: ALCO@arthaland.com

Subject: Re: MSRD_Arthaland Corporation_SEC Form 17-C_22 January 2025 [Zileya Subscription + ALCPD Dividends + Green Bonds T2 Reallocation + Decrease in ALCO ACS + ASM 2025]

Thank you for reaching out to ictdsubmission@sec.gov.ph!

Your submission is subject for Verification and Review of the Quality of the Attached Document only for Secondary Reports. The Official Copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 7 working days via order through the SEC Express at <https://secexpress.ph/>. For further clarifications, please call (02) 8737-8888.

----- NOTICE TO COMPANIES -----

Please be informed of the reports that shall be filed only through ictdsubmission@sec.gov.ph.

Pursuant to SEC MC Circular No. 3 s 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in PORTABLE DOCUMENT FORMAT (pdf) through email at ictdsubmission@sec.gov.ph such as the following SECONDARY REPORTS:

1. 17-A 6. ICA-QR 11. IHAR 16. 39-AR 21. Monthly Reports
2. 17-C 7. 23-A 12. AMLA-CF 17. 36-AR 22. Quarterly Reports
3. 17-L 8. 23-B 13. NPM 18. PNFS 23. Letters
4. 17-Q 9. GIS-G 14. NPAM 19. MCG 24. OPC (Alternate Nominee)
5. ICASR 10. 52-AR 15. BP-FCLC 20. S10/SEC-NTCE-EXEMPT

Further, notice is hereby given that effective 1 January 2025, the **Manual on Corporate Governance (MCG)** and **Mutual Fund Sales Report (ICASR)** must be submitted through [eFAST](#). The submission of MCG and ICASR through the ictdsubmission@sec.gov.ph shall no longer be accepted. For guidance on the filing of reports, please access the “[Notice](#)” as published in the [SEC website](#) dated 6 November 2024 – *Submission of Manual on Corporate Governance (MCG) and Mutual Fund Sales Report (ICASR)*.

Likewise, the following reports shall be filed through the Electronic Filing and Submission Tool (eFAST) at <https://efast.sec.gov.ph/user/login> :

1. AFS 12. IHFS 24. SSF
2. GIS 13. LCFS 25. AFS with Affidavit of No Operation
3. BDFS 14. LCIF 26. AFS with NSPO Form 1,2, and 3
4. FCFS 15. OPC_AO 27. AFS with NSPO Form 1,2,3 and 4,5,6
5. FCIF 16. PHFS 28. FS - Parent
6. GFFS 17. SFFS 29. FS – Consolidated
7. FORM 1 - MC 19 18. Certificate-SEC Form MCG- 2009
8. FORM 2- MC 19 19. Certificate-SEC Form MCG- 2002, 2020 ETC.
9. ACGR 20. Certification of Attendance in Corporate Governance
10. I-ACGR 21. Secretary's Certificate Meeting of Board Directors (Appointment) 22. Completion Report
11. MRPT 23. FORM MC 18

For the submission and processing of compliance in the filing of Memorandum Circular No. 28 Series of 2020, please visit this link – <https://apps010.sec.gov.ph/>

For your information and guidance.

Thank you.

[EXTERNAL] Arthaland Disclosure | Material Information/Transactions/Corporate Actions - Zileya Subscription + ALCPD Dividends + Green Bonds T2 Reallocation + Decrease in ALCO ACS + ASM 2025

From: PDEX Disclosure <pdex.disclosure@pds.com.ph>

Sent: Thursday, January 23, 2025 2:18 PM

To: Margeline C. Hidalgo <mchidalgo@arthaland.com>

Cc: Riva Kristine Maala <rvmaala@arthaland.com>

Subject: Re: [EXTERNAL] Arthaland Disclosure | Material Information/Transactions/Corporate Actions - Zileya Subscription + ALCPD Dividends + Green Bonds T2 Reallocation + Decrease in ALCO ACS + ASM 2025

Ladies and Gentlemen:

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

Thank you and regards,

Rodolfo 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: rodolfo.cristobal@pds.com.ph

Web: www.pds.com.ph

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SEC Registration Number

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(Company's Full Name)

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(Business Address: No. Street City/Town/Province)

Atty. Riva Kristine V. Maala

(Contact Person)

(+632) 8403-6910

(Company Telephone Number)

1	2
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3	1
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Month Day
(Fiscal Year)

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(Form Type)

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Month Day
(Annual Meeting)

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(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

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Amended Articles Number/Section

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Total No. of Stockholders

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Domestic

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Foreign

Total Amount of Borrowings

To be accomplished by SEC Personnel concerned

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Remarks: Please use BLACK ink for scanning purposes.

SEC Number **7160**
File Number _____

ARTHALAND CORPORATION
(Company's Full Name)

**7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th 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)

cc: Philippine Stock Exchange

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. **22 January 2025**
Date of Report (Date of earliest event reported)
2. SEC Identification No. **ASO-94-007160** 3. BIR Tax Identification No. **126-004-450-721**
4. **ARTHALAND CORPORATION**
Exact name of issuer as specified in its charter
5. **Metro Manila, Philippines** 6. (SEC Use Only)
Province, country or other jurisdiction of Industry Classification Code:
incorporation
7. **7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street**
Bonifacio Global City, Taguig City **1634**
Address of Principal Office Postal Code
8. **(+632) 8403-6910**
Issuer's telephone number, including area code
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
Common Shares	5,318,095,199 (₱0.18 par value)
Preferred Shares – Series A	12,500,000 (₱1.00 par value)
Preferred Shares – Series D	6,000,000 (₱1.00 par value)
Preferred Shares – Series E	14,000,000 (₱1.00 par value)
Preferred Shares – Series F	4,964,860 (₱1.00 par value)

11. Indicate the item numbers reported herein:

Item 9. Other Events

Item 9. Other Events

At its recently concluded meeting, the Board of Directors of **ARTHALAND CORPORATION** (the “**Corporation**”) approved the following:

1. Subscription by the Corporation to 7,100,000 preferred shares of Zileya Land Development Corporation (Zileya) at a subscription price of ₱100.00 per share, or the total amount of ₱710,000,000.00, to be issued from the proposed increase of its authorized capital stock by 20,000,000 redeemable,¹ cumulative, and voting preferred shares at a par value of ₱1.00 per share once approved by the Securities and Exchange Commission.

Zileya is a wholly-owned subsidiary of the Corporation which is in the process of completing the acquisition of a property which will be the site of a new sustainable development. Presently, Zileya’s authorized capital stock is ₱200,000,000.00 divided into ₱150,000,000.00 of common shares consisting of 1,500,000 common shares with a par value of ₱100.00 per share, and ₱50,000,000.00 of preferred shares consisting of 500,000 preferred shares with a par value of ₱100.00 per share.

The Corporation will pay its subscription in full on or before 31 March 2025 and this will be recorded as deposit for future subscription in the meantime.

2. Declaration of cash dividends to holders of Preferred Shares Series D (ALCPD), as follows:

	<u>Series D</u>
Date of Declaration	22 January 2025
Record Date	07 February 2025
Payment Date	03 March 2025
Amount per Share	₱7.50
Total Amount of Dividends	₱45,000,000.00
Source of Payment	Unappropriated retained earnings as of 31 December 2024

3. Reallocation of use of proceeds of the Second Tranche of the ASEAN Green Bonds, as follows:

Tranche 2		
<u>Project</u>	<u>Use of Proceeds as of 22 March 2024²</u>	<u>Proposed Reallocation</u>
Project Rock	₱226,000,000.00	₱964,000,000.00
Project Vanilla	₱1,120,000,000.00	₱760,000,000.00
Arthaland Century Pacific Tower	₱225,000,000.00	₱225,000,000.00
Project Olive	₱1,378,000,000.00	₱1,000,000,000.00
Total Use of Proceeds	₱2,949,000,000.00	₱2,949,000,000.00

¹ At the option of Zileya.

² As disclosed on 22 February 2024 with effectivity on 22 March 2024.

The foregoing reallocation will become effective on 21 February 2025.

Other relevant information in relation to the foregoing is reflected in the Corporation's website at <https://arthaland.com/investor-relations/asean-green-bonds> per disclosure dated 07 December 2022 and at <https://arthaland.com/assets/documents/2024-0221-17-C-Reallocation-UOP-ASEAN-Green-Bonds.pdf> per disclosure dated 22 February 2024.

4. The amendment of Article SEVENTH of the Corporation's Articles of Incorporation by decreasing its authorized capital stock by ₱10.0M, as 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 (₱70,000,000.00) 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.”

The foregoing decrease in the authorized capital stock corresponds to the Preferred Shares Series C (ALCPC) redeemed by the Corporation on 27 June 2024.

5. The Annual Stockholders' Meeting for 2025 will be held in person on the last Friday of June, or on 27 June 2025, Friday, 9:00 A.M., at the Diamond Room, 8/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City, Taguig City 1634.

The record date for the purpose of determining the stockholders entitled to notice of and to vote at the said meeting will be on 04 June 2025, Wednesday, and the closing of the books will begin on 05 June 2025.

All nominations for the election of directors by the stockholders, including those for independent directors, should be submitted in writing to the Governance and Nomination Committee through the Corporate Secretary at rvmaala@arthaland.com or at the Corporation's principal place of business not later than the end of office hours of 25 April 2025, Friday.

Other details about the meeting, including the agenda which will include the abovementioned amendment of Article SEVENTH of the Corporation's Articles of Incorporation, will be disclosed as soon as these become available.

ARTHALAND CORPORATION

Issuer

By:



RIVA KHRISTINE V. MAALA

Corporate Secretary and General Counsel

22 January 2025

Date