

COVER SHEET

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(Company's Full Name)

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

ATTY. MA. FLORENCE THERESE DG. MARTIREZ-CRUZ

Contact Person

8884-1106

Company Telephone Number

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Month	Day	Fiscal Year	

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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

Total Amount of Borrowings															
Domestic								Foreign							

To be accomplished by SEC Personnel concerned

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File Number

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Document I.D.

Cashier

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-C

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

1. April 24, 2025
Date of Report (Date of earliest event reported)
2. 163671
SEC Identification Number
3. 000-804-342-000
BIR Tax Identification Number
4. AYALALAND LOGISTICS HOLDINGS CORP. (formerly PRIME ORION PHILIPPINES, INC.)
Exact Name of registrant as specified in its charter
5. METRO MANILA, PHILIPPINES
Province, country or other jurisdiction of incorporation
6. [REDACTED] (SEC Use Only)
Industry Classification Code
7. 3rd Level Glorietta 5, Ayala Center, Makati City
Address of principal office
- 1224
Postal code
8. (632) 8884-1106
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
Common Shares 6,301,591,987

Indicate the item numbers reported herein : Please refer to attached letter

Re: Results of 2025 Annual Stockholders' Meeting and Organizational Meeting of the Board of Directors

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.

**AYALALAND LOGISTICS HOLDINGS CORP.
(formerly PRIME ORION PHILIPPINES, INC.)**

Registrant

Date **April 24, 2025**


MICHELLE MARIE T. VALBUENA

Senior Compliance Manager

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

24 April 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 annual meeting of stockholders held today, the stockholders considered and approved the following:

1. Minutes of the previous meeting

*Resolution No. S-01-2025: “**RESOLVED**, to approve the minutes of the annual stockholders’ meeting held on 25 April 2024.”*

2. Ratification of all acts and resolutions of the Board of Directors and Management during the preceding year

*Resolution No. S-02-2025: “**RESOLVED**, to ratify each and every act and resolution, from 25 April 2024 to 24 April 2025 (the “Period”), of the Board of Directors (the “Board”) and the Executive Committee and other Board committees exercising powers delegated by the Board, and each and every act of the officers of the Corporation, during the Period, performed in accordance with the resolutions of the Board, the Executive Committee and other Board committees as well as with the By-Laws of the Corporation.”*

3. Issuance of common shares in exchange for shares of stock and listing thereof, including the waiver of the requirement to conduct a rights or public offering of the shares

*Resolution No. S-03-2025: “**RESOLVED**, to approve the issuance of 1,225,370,620 common shares (the “Shares”) to Ayala Land, Inc. (ALI) in exchange for 30,186 common shares of stock in Laguna Technopark, Inc., with aggregate value of Three Billion Thirty Million Seven Hundred Fifty Thousand Pesos (P3,030,750,000.00), under a property-for-share swap, at the issue price of P2.47 per share;*

***RESOLVED FURTHER**, to waive the required rights or public offering and proceed with the listing of the Shares with the Philippine Stock Exchange.”*

4. Election of the directors (including the Independent Directors)

*Resolution No. S-04-2025: “**RESOLVED**, to elect the following as directors of the Corporation to serve as such beginning 24 April 2025 until their successors are elected and have qualified:*

Anna Ma. Margarita B. Dy
Felipe U. Yap
Robert S. Lao
Bernard Vincent O. Dy
Jaime Alfonso E. Zobel de Ayala
Nathanael C. Go
Cassandra Lianne S. Yap (Independent Director)
Emilio Lolito J. Tumbocon (Independent Director)
Agustin R. Montilla IV (Independent Director)”

5. Appointment of Isla Lipana & Co. as our external auditor for the year 2025 and fixing of its remuneration

*Resolution No. S-05-2025: “**RESOLVED**, as endorsed by the Board of Directors, to approve the appointment of Isla Lipana & Co. (PwC Philippines) as the external auditor of the Corporation for the year 2025 for an audit fee of Php522,000.00, net of value-added tax and out-of-pocket expenses, with inflationary allowance of up to 5%.”*

6. Audited Financial Statements including noting of Annual Report

*Resolution No. S-06-2025: **RESOLVED**, to approve the consolidated audited financial statements of the Corporation and its subsidiaries as of 31 December 2024, as audited by the Corporation’s external auditor, Isla Lipana & Co.”*

At its organizational meeting held immediately after the stockholders’ meeting, our Board of Directors approved the following:

1. Election of Chairpersons and Members of the Board Committees:

Executive Committee

Anna Ma. Margarita B. Dy – Chairman
Felipe U. Yap – Member
Robert S. Lao – Member

Audit Committee

Emilio Lolito J. Tumbocon – Chairman
Agustin R. Montilla IV – Member
Cassandra Lianne S. Yap – Member

Corporate Governance and Nomination Committee

Cassandra Lianne S. Yap – Chairman
Emilio Lolito J. Tumbocon – Member
Agustin R. Montilla IV – Member

Committee of Inspectors of Proxies and Ballots

Ma. Florence Therese dG. Martinez-Cruz – Chairman
Tristan John T. de Guzman – Member
Michelle Marie T. Valbuena – Member

Personnel and Compensation Committee

Cassandra Lianne S. Yap – Chairman
Robert S. Lao – Member
Emilio Lolito J. Tumbocon – Member

Sustainability Committee

Robert S. Lao – Chairman
Emilio Lolito J. Tumbocon – Member
Agustin R. Montilla IV – Member

Risk Management & Related Party Transactions Committee

Agustin R. Montilla IV – Chairman
Emilio Lolito J. Tumbocon – Member
Cassandra Lianne S. Yap – Member

2. Designation of Mr. Emilio Lolito J. Tumbocon as lead independent director.

3. Election of Chairman, Vice-Chairman and Officers:

Anna Ma. Margarita B. Dy
Felipe U. Yap
Robert S. Lao

Chairman
Vice-Chairman
President and Chief Executive Officer

Patrick John C. Avila	Chief Operating Officer
Augusto D. Bengzon	Treasurer
Tristan John T. de Guzman	Chief Finance Officer, Compliance Officer and Chief Risk Officer
Ma. Florence Therese dG. Martirez-Cruz	Corporate Secretary
Jeffrey R. Legaspi	Chief Audit Executive
Roscoe M. Pineda	Data Protection Officer

Thank you.

Very truly yours,



MA. FLORENCE THERESE dG. MARTIREZ-CRUZ
Corporate Secretary