

COVER SHEET

1	6	3	6	7	1				
---	---	---	---	---	---	--	--	--	--

A	Y	A	L	A	L	A	N	D		L	O	G	I	S	T	I	C	S		H	O	L	D	I	N	G	S			
C	O	R	P	.		(F	O	R	M	E	R	L	Y	P	R	I	M	E	O	R	I	O	N						
P	H	I	L	I	P	P	I	N	E	S	,		I	N	C	.)													

(Company's Full Name)

3	R	D		L	E	V	E	L	,		G	L	O	R	I	E	T	T	A	5	,									
A	Y	A	L	A		C	E	N	T	E	R	,		M	A	K	A	T	I	C	I	T	Y							

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

ATTY. MA. FLORENCE THERESE DG. MARTIREZ-CRUZ
--

Contact Person

8884-1106

Company Telephone Number

1	2	3	1
Month		Day	
Fiscal Year			

1	7	-	C
---	---	---	---

Secondary License Type, if Applicable

--

0	4	2	5
Month		Day	
Annual Meeting			

--	--	--

Dept. Requiring this Doc.

--

Amended Articles Number/Section

--	--	--	--	--	--

Total No. Of Stockholders

Total Amount of Borrowings														
Domestic							Foreign							

To be accomplished by SEC Personnel concerned

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

File Number

_____ LCU

--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--	--

Document I.D.

_____ Cashier

STAMPS

Remarks = pls. Use black ink for scanning purposes

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 25, 2024**
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. (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 the Annual Stockholders' Meeting and Organizational Board of Directors' Meeting

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 25, 2024**


MICHELLE MARIE T. VALBUENA
Senior Compliance Manager

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

25 April 2024

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.

Disclosure Department
6/F PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

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-01-2024: “**RESOLVED**, to approve the minutes of the annual stockholders’ meeting held on 19 April 2023.”*

2. Annual report for calendar year (CY) 2023 including the consolidated Audited Financial Statements for the CY December 31, 2023

*Resolution No. S-02-2024: **RESOLVED**, to approve the consolidated audited financial statements of the Corporation and its subsidiaries for the period ended 31 December 2023, as audited by the Corporation’s external auditor, Isla Lipana & Co.”*

3. Ratification of all acts and resolutions of the Board of Directors and Officers during the preceding year

*Resolution No. S-03-2024: “**RESOLVED**, to ratify each and every act and resolution, from 19 April 2023 to 25 April 2024 (the “Period”), of the Board of Directors (the “Board”) and the Board committees exercising powers delegated by the Board, and each and every act, during the Period, of the officers of the Corporation performed pursuant to the resolutions of the Board and the Board committees as well as pursuant to the By-Laws of the Corporation.”*

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

*Resolution No. S-04-2024: “**RESOLVED**, to elect the following as directors of the Corporation to serve as such beginning today 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*

Rex Maria A. Mendoza (Independent Director)
Cassandra Lianne S. Yap (Independent Director)
Jessie D. Cabaluna (Independent Director)”

5. Election of Isla Lipana & Co. as our external auditor for the year 2024 and fixing of its remuneration

Resolution No. S-05-2024: “RESOLVED, as endorsed by the Board of Directors, to approve the appointment of Isla Lipana & Co. as the external auditor of the Corporation for the year 2024 for an audit fee of Five Hundred Twenty-Two Thousand Five Hundred Pesos (Php522,500.00), net of value-added tax and out-of-pocket expenses up to 10% inflationary allowance.”

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

Personnel and Compensation Committee

Cassandra Lianne S. Yap – Chairman
Robert S. Lao – Member
Rex Maria A. Mendoza – Member

Audit Committee

Jessie D. Cabaluna – Chairman
Rex Maria A. Mendoza – Member
Cassandra Lianne S. Yap – Member

Sustainability Committee

Robert S. Lao – Chairman
Jessie D. Cabaluna – Member
Rex Maria A. Mendoza – Member

Corporate Governance and Nomination Committee

Cassandra Lianne S. Yap – Chairman
Rex Maria A. Mendoza – Member
Jessie D. Cabaluna – Member

Risk Management & Related Party Transactions Committee

Rex Maria A. Mendoza – Chairman
Jessie D. Cabaluna – Member
Cassandra Lianne S. Yap – Member

Committee of Inspectors of Proxies and Ballots

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

2. Designation of Mr. Rex Maria A. Mendoza as lead independent director.

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

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

4. Ratification on the actions of the Corporate Governance and Nomination Committee and Sustainability Committee to amend its respective Committee Charters to standardize the period of release of the notice and materials for the meetings of the Board and the Board Committees.

Thank you.

Very truly yours,



MA. FLORENCE dG. MARTIREZ-CRUZ
Corporate Secretary