

**ANNOUNCEMENT OF INTENTION TO MAKE A VOLUNTARY
TENDER OFFER TO SHAREHOLDERS OF
FILINVEST LAND, INC.**

Pursuant to Rule 19 of the Implementing Rules and Regulations of the Securities Regulation Code, Filinvest Land, Inc. (“**FLI**” or the “**Company**”) hereby announces its intention to conduct a voluntary tender offer (“**Tender Offer**”) to reacquire up to (and only up to) One Billion Eight Hundred Sixty-Six Million (1,866,000,000) outstanding common shares (“**Tender Shares**”) of FLI, a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office at Filinvest Building, 79 EDSA, Highway Hills, Mandaluyong City 1550, Metro Manila, Philippines. The Tender Shares represent up to Seven and 69/100 percent (7.69%) of the outstanding shares of FLI.

The Tender Offer is proposed to be conducted for the purpose of improving the financial metrics of the FLI shares. The Tender Offer is not being conducted for delisting purposes.

The Tender Shares shall be acquired by FLI in exchange for Filinvest REIT Corp. (“**FILRT**”) common shares owned by FLI at an exchange ratio of 0.32 FILRT shares (the “**Consideration Shares**”) for every 1:00 FLI share tendered and accepted for payment. This represents a premium over the ten (10)-day volume weighted average price (“**VWAP**”) of FLI shares as of 23 September 2024, which was Php0.64 per share. No fractional Consideration Share will be issued in exchange for the Tender Shares. The Consideration Shares that the Tendering Shareholder shall receive shall be rounded down to the nearest whole share. If the total number of shares tendered in the Tender Offer exceeds the maximum number of shares to be purchased, FLI shall accept and pay the shares on a pro rata basis, disregarding fractions, according to the number of shares tendered by each Tendering Shareholder during the Tender Offer Period.¹

The Tender Offer will commence in accordance with, and will be subject to the terms and conditions of, the Tender Offer (the “**Terms of the Tender Offer**”), which will form part of the Tender Offer Report of FLI to be contained in SEC Form 19-1 to be filed with the Securities and Exchange Commission (the “**Commission**”). The Tender Offer Period shall commence on 7 October 2024, 9:00 a.m. and end on 27 November 2024, 12:00 p.m., unless extended by FLI in its sole discretion with the approval of the Commission.

FLI shall provide adequate notice and the required documentation to all eligible shareholders in order to permit their appropriate participation in the Tender Offer. Among the documentation to be provided shall be the application form for the Tender Offer and a description of the Terms of the Tender Offer via courier. This, and other relevant information and disclosures regarding the Tender Offer, will also be made available on FLI’s website in due course.

For inquiries or updating of addresses for receipt of Tender Offer materials, please contact the Tender Offer Agent as follows:

Name	Telephone No.	Email Address
Buena M. Bascuguin	8580 4779	bmbascuguin@bpi.com.ph
Emeline T. De la Cruz	8580 4642	etdelacruz1@bpi.com.ph
Krachel Anne M. Carcabuso	8580 4643	kamcarcabuso@bpi.com.ph

¹ The remaining Tender Shares of each scrippless Tendering Shareholder will be returned to the PCD Participant where such Tender Shares were previously lodged.

BusinessMirror

A broader look at today's business

REPUBLIC OF THE PHILIPPINES)
MAKATI) S.S.

AFFIDAVIT OF PUBLICATION

I, **LEONIDA G. GARCIA**, of legal age, Filipino and residing at c/o **PHILIPPINE BUSINESS DAILY MIRROR PUBLISHING, INC.** 3/F Dominga Bldg. III Annex, 2113 Chino Roces corner Dela Rosa Streets, Makati City, Philippines, after having been duly sworn to in accordance with the law, hereby declare and testify:

That I am the Credit & Collection Staff of **BUSINESS MIRROR**, a newspaper published in English, edited and printed in Metro Manila, and circulated nationwide daily from Monday to Sunday with editorial and business address at 3/F Dominga Bldg. III Annex, 2113 Chino Roces cor. Dela Rosa Street, Makati City.

That the
PLACE AD

APPLICANT/PETITIONER

FILINVEST LAND, INC.

**(Announcement of Intention to Make A
Voluntary Tender Offer to Shareholders)**

text of which could be read/deed as follows:

AS PER ATTACHED

has been published in **BusinessMirror** in its issue/s
October 2, 2024.

**AFFIANT FURTHER SAYETH NAUGHT
Manila, Philippines**

LEONIDA G. GARCIA
Affiant

SUBSCRIBED and SWORN to before-me this
_____ day of _____, 2024 at Makati City, Metro
Manila, Philippines.

Affiant exhibited to me her TIN ID No. 214-787-675-000
& SSS ID No. 33-6140749-1 with picture.

Doc.No. _____
Page No. _____
Book No. _____
Series of 2024.

BM-11161

04 OCT 2024

ATTY JOSHUA P LAPUZ
PUBLIC OFFICER MAKATI CITY
OCT 13-31-24
APPOINTMENT NO. MC-M-9/2023-2024
IBPLIFEYMEMO 04837
PTROR NO 9562526/01-03-24/MAKATI CITY
MCLENO VIII-0016370/04-26-24 UNTIL 04-14-26
G/F/FEDMAN SUITES, 199 SALCEDO ST.
LEGASPI VILLAGE MAKATI CITY

**ANNOUNCEMENT OF INTENTION TO MAKE A VOLUNTARY
TENDER OFFER TO SHAREHOLDERS OF
FILINVEST LAND, INC.**

**FILINVEST
LAND, INC.**

**VOLUNTARY TENDER OFFER OF UP TO 1,866,000,000
OUTSTANDING COMMON SHARES OF FLI
IN EXCHANGE FOR FILRT COMMON SHARES OWNED BY FLI
AT AN EXCHANGE RATIO OF 1.00 FLI SHARE FOR 0.32 FILRT SHARES**

Pursuant to Rule 19 of the Implementing Rules and Regulations of the Securities Regulation Code, Filinvest Land, Inc. ("FLI" or the "Company") hereby announces its intention to conduct a voluntary tender offer ("Tender Offer") to reacquire up to (and only up to) One Billion Eight Hundred Sixty-Six Million (1,866,000,000) outstanding common shares ("Tender Shares") of FLI, a corporation duly organized and existing under the laws of the Republic of the Philippines, with principal office at Filinvest Building, 79 EDSA, Highway Hills, Mandaluyong City 1550, Metro Manila, Philippines. The Tender Shares represent up to Seven and 69/100 percent (7.69%) of the outstanding shares of FLI.

The Tender Offer is proposed to be conducted for the purpose of improving the financial metrics of the FLI shares. The Tender Offer is not being conducted for delisting purposes.

The Tender Shares shall be acquired by FLI in exchange for Filinvest REIT Corp. ("FILRT") common shares owned by FLI at an exchange ratio of 0.32 FILRT shares (the "Consideration Shares") for every 1.00 FLI share tendered and accepted for payment. This represents a premium over the ten (10)-day volume weighted average price ("VWAP") of FLI shares as of 23 September 2024, which was Php0.64 per share. No fractional Consideration Share will be issued in exchange for the Tender Shares. The Consideration Shares that the Tendering Shareholder shall receive shall be rounded down to the nearest whole share. If the total number of shares tendered in the Tender Offer exceeds the maximum number of shares to be purchased, FLI shall accept and pay the shares on a pro rata basis, disregarding fractions, according to the number of shares tendered by each Tendering Shareholder during the Tender Offer Period.¹

The Tender Offer will commence in accordance with, and will be subject to the terms and conditions of, the Tender Offer (the "Terms of the Tender Offer"), which will form part of the Tender Offer Report of FLI to be contained in SEC Form 19-1 to be filed with the Securities and Exchange Commission (the "Commission"). The Tender Offer Period shall commence on 7 October 2024, 9:00 a.m. and end on 27 November 2024, 12:00 p.m., unless extended by FLI in its sole discretion with the approval of the Commission.

FLI shall provide adequate notice and the required documentation to all eligible shareholders in order to permit their appropriate participation in the Tender Offer. Among the documentation to be provided shall be the application form for the Tender Offer and a description of the Terms of the Tender Offer via courier. This, and other relevant information and disclosures regarding the Tender Offer, will also be made available on FLI's website in due course.

For inquiries or updating of addresses for receipt of Tender Offer materials, please contact the Tender Offer Agent as follows:

Name	Telephone No.	Email Address
Buena M. Bascuquin	8580 4779	bmbascuquin@bpi.com.ph
Emeline T. De la Cruz	8580 4642	etdelacruz1@bpi.com.ph
Krachel Anne M. Carcabuso	8580 4643	kamcarcabuso@bpi.com.ph

¹ The remaining Tender Shares of each scripless Tendering Shareholder will be returned to the PCD Participant where such Tender Shares were previously lodged.

ATCITY
04-14-25
ST