



REPUBLIC OF THE PHILIPPINES
SECURITIES AND EXCHANGE COMMISSION
 SEC Building, EDSA, Greenhills
 City of Mandaluyong, Metro Manila

COMPANY REG. NO. 152747

**CERTIFICATE OF FILING
 OF
 AMENDED ARTICLES OF INCORPORATION**

KNOW ALL PERSONS BY THESE PRESENTS:

This is to certify that the amended articles of incorporation of the

AYALA LAND, INC.
 [Amending Articles III & VII thereof.]

copy annexed, adopted on February 21, 2014 and April 07, 2014 by majority vote of the Board of Directors and by the vote of the stockholders owning or representing at least two-thirds of the outstanding capital stock, and certified under oath by the Corporate Secretary and a majority of the Board of Directors of the corporation was approved by the Commission on this date pursuant to the provision of Section 16 of the Corporation Code of the Philippines, Batas Pambansa Blg. 68, approved on May 1, 1980 and copies thereof are filed with the Commission.

Unless this corporation obtains or already has obtained the appropriate Secondary License from this Commission, this Certificate does not authorize it to undertake business activities requiring a Secondary License from this Commission such as, but not limited to acting as: broker or dealer in securities, government securities eligible dealer (GSED), investment adviser of an investment company, close-end or open-end investment company, investment house, transfer agent, commodity/financial futures exchange/broker/merchant, financing company and time shares/club shares/membership certificates issuers or selling agents thereof. Neither does this Certificate constitute as permit to undertake activities for which other government agencies require a license or permit.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Mandaluyong City, Metro Manila, Philippines, this 22nd day August, Twenty Fourteen.



GERARDO F. DEL ROSARIO
 Officer-in-Charge

Company Registration and Monitoring Department



AMENDED ARTICLES OF INCORPORATION

OF

**AYALA LAND, INC.
(SEC Reg. No. 152747)**

KNOW ALL MEN BY THESE PRESENTS:

We, all of legal age, Filipino citizens, and all of whom are residents of the Philippines, have this day voluntarily associated ourselves for the purpose of forming a corporation in accordance with the laws of the Philippines, and

By These Presents Certify:

FIRST – That the name of the Corporation is

“AYALA LAND, INC.”

SECOND – That the purpose or purposes for which said Corporation is formed are as follows:

PRIMARY

(1) To deal and engage in land or real estate business in all its branches and ramifications, to hold, develop, manage, administer, sell, convey, encumber, purchase, acquire, rent, or otherwise deal in and dispose of, for itself or for others, for profit and advantage, residential including, but not limited to, all kinds of housing projects, commercial, industrial, urban or other kinds of real property, improved or unimproved, with or to such persons and entities and under such terms and conditions as may be permitted by law; to acquire, purchase, hold, manage, develop, and sell subdivision lots, with or without buildings or improvements, for such other consideration and in such manner or form as the Corporation may determine or as the law permits; to erect, construct, alter, manage, operate, lease, in whole or in part, buildings and tenements of the Corporation or of other persons, to engage or act as real estate broker, on commission or for such fees as may be proper or legal and to exercise or undertake such powers and purposes as may be required and necessarily implied from the purposes herein mentioned.

SECONDARY

(2) To deal, engage, and transact, directly or indirectly, in all forms of business and mercantile acts and transactions concerning all kinds of real or personal property, goods, wares, chattel, choses in action, tangible and intangible properties, technical and industrial equipment, personal and real rights, commercial papers, evidence of indebtedness, or other forms of obligations, services, and all other things including future ones, which are not excluded from the commerce of men or which are not contrary to law or good morals;

(3) To act as financial, commercial, general agent or factor to undertake the general management or representation of any person, partnership, firm, or corporation in carrying on, either in or outside the Philippines, any transaction or negotiation in any business of commercial, manufacturing, or other business of any nature, and to perform all such transactions as shall tend to promote the best interest of the Corporation and those it represents except the management of the funds or portfolio of the corporation it represents;

(4) To borrow or raise money or funds for the purpose of the Corporation, and in pursuance thereof, to issue mortgages, hypothecations, deeds of trust, debentures, bonds, liens, or other obligations of the Corporation, either at par, premium, or discount, secured by all or part of the revenues, rights, interests, and properties of the Corporation, and to change or vary from time to time any such mortgages, obligations, and securities;

(5) To acquire for itself or in behalf of other parties, and to invest in, hold, sell, or otherwise dispose of, stocks, bonds, debentures, certificates, or other securities of any corporation, domestic or foreign, or other persons in the same manner and to the same extent as juridical persons might or could do, and while the owner or holder of such stocks, bonds, or other securities, to exercise all rights, privileges, and powers appurtenant thereto; without dealing in securities or engaging in stock brokerage business;

(6) To apply for, obtain, register, lease, license, purchase, or otherwise acquire, and to hold, use, own, operate, sell, assign, and dispose of any trademark, tradename, trade secrets, formulas, patents, inventions, copyrights, and processes used in connection with or secured under letters, patents, copyrights, domestic or foreign;

(7) To buy, sell, rent, manufacture, install use, operate and generally deal in and with machines, devices, apparatuses, inventions, gadgets, and other kinds of technical or industrial equipment or improvement within the commerce of man;

(8) To make, enter into, and ratify and confirm, undertake and perform all kinds of lawful contracts with any person, firm, or corporation without limit as to amount and conditions including, but not limited to, contracts creating rights, encumbrances, liens, easements, servitudes, and other privileges respecting any property or girth of any kind owned by the Corporation, and

(9) To do all such other things and acts as are necessary or impliedly included, incidental or conducive to the attainment of the above objects or any of them, or which may be conveniently carried on or done in connection therewith, or which may directly or indirectly enhance the value of or render profitable any business of the Corporation; provided always that, nothing shall be done in connection with any of the above objects of the Corporation which is prohibited by the laws of the Philippines now or hereafter existing, and provided further that the funds of the Corporation invested for one purpose shall not be diverted to another purpose except in accordance with the Corporation Law of the Philippines.

THIRD - That the place where the principal office of the Corporation is located is at 31st Floor, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City, Metro Manila, Philippines, but it may establish such branch offices in any place or places in or outside the Philippines as may be approved by the Board of Directors. (As amended on 7 April 2014)

FOURTH - That the term for which the Corporation is to exist is fifty (50) years from date of incorporation.

FIFTH - That the names and residences of the incorporators and their nationalities are the following:

| <u>Name</u> | <u>Residence</u> | <u>Nationality</u> |
|----------------------------|--|--------------------|
| Jaime Zobel de Ayala | [REDACTED] [REDACTED] | Filipino |
| Renato L. de la Fuente | [REDACTED] [REDACTED] | Filipino |
| Ariston Estrada Jr. | [REDACTED] [REDACTED] [REDACTED] | Filipino |
| Francis H. Licuanan III | [REDACTED] [REDACTED] [REDACTED] | Filipino |
| Jaime A. Zobel de Ayala II | [REDACTED] [REDACTED] | Filipino |

SIXTH - That the number of directors of the Corporation shall be nine (9) and the names and residences of said directors who are to serve until their successor are elected and qualified as provided for in the by-laws are as follows: (As amended on 11 May 1994)

| <u>Name</u> | <u>Residence</u> |
|----------------------------|--|
| Jaime Zobel de Ayala | [REDACTED] [REDACTED] |
| Renato L. de la Fuente | [REDACTED] [REDACTED] |
| Ariston Estrada Jr. | [REDACTED] [REDACTED] [REDACTED] |
| Francis H. Licuanan III | [REDACTED] [REDACTED] |
| Vicente R. Ayllon | [REDACTED] [REDACTED] |
| Manuel Q. Bengson | [REDACTED] [REDACTED] |
| Jaime A. Zobel de Ayala II | [REDACTED] [REDACTED] |
| Fernando Zobel de Ayala | [REDACTED] [REDACTED] |

SEVENTH - That the capital stock of said Corporation is **TWENTY ONE BILLION FIVE HUNDRED MILLION PESOS (P21,500,000,000.00)**, Philippine Currency; divided into **TWENTY BILLION (20,000,000,000)** Common Shares with a par value of **ONE PESO (P1.00)** per share; or the aggregate amount of **TWENTY BILLION PESOS (P20,000,000,000.00)**, and **FIFTEEN BILLION**

(15,000,000,000) Voting Preferred Shares with a par value of TEN CENTAVOS (P0.10) per share, or the aggregate amount of ONE BILLION FIVE HUNDRED MILLION (P1,500,000,000.00). (As amended on 18 April 2012)

Common Shares

All common shares of stock of the Corporation shall enjoy the same rights and privileges. Common Shares may be owned or subscribed by or transferred to any person, partnership, association, or corporation regardless of nationality; provided that, at anytime at least 60% of the outstanding capital stock shall be owned by citizens of the Philippines or by partnerships, associations, or corporations 60% of the voting stock or voting power of which is owned and controlled by citizens of the Philippines. (As amended on 02 April 2008)

Any and all issues of the Corporation's common stocks, except as otherwise specified in this Article Seventh or by law, shall be subject to the stockholders' pre-emptive rights in accordance with law. No stockholder of the Corporation shall have pre-emptive rights to (i) issues of common shares covered by the Corporation's Stock Option Plans for its employees and officers, and the members of the management committees of its subsidiaries or affiliates, (ii) the issuance, sale or other disposition of treasury shares, and (iii) the issuance of common shares in one or more offerings, with the approval of stockholders representing two-third (2/3) of the outstanding capital stock, for the purpose of exchanging such shares for properties or assets and/or to raise funds to acquire properties or assets needed for the business of the Corporation and/or in payment of a previously contracted debt. (As amended on 7 April 2014)

One Billion (1,000,000,000) unissued common shares of the Corporation (the "Carved-out Shares") are hereby reserved or allocated for issuance, in one or more transactions or offerings, (i) for properties or assets needed for the business of the Corporation, or (ii) for cash to acquire properties or assets needed for the business of the Corporation, or (iii) in payment of debt contracted prior to the issuance of the Carved-out Shares. The issuance of all or any part of the Carved-out Shares is not subject to any pre-emptive rights by any shareholder and does not require the approval of stockholders. (As amended on 7 April 2014)

Voting Preferred Shares

The voting preferred shares shall have the following features, rights, and privileges:

- a) Voting Rights. Voting, with each share entitled to one (1) vote.
- b) Dividend Rate. Dividend rate to be determined by the Board of Directors at the time of the issuance of the shares, equivalent to 90% of the 10-year PDST R2 (to be re-priced every ten (10) years), payable annually, non-cumulative.
- c) Convertibility. Shareholders have the option to convert one (1) voting preferred share to one (1) common share commencing on the 10th year after the issuance of the Voting Preferred Shares at a conversion price which shall be the higher of (i) the 30-day average closing price or (ii) closing price immediately preceding the exercise of the conversion option less the par value of the voting preferred shares.
- d) Pre-emptive Rights. No pre-emptive rights to any issue of shares, common, preferred, or voting preferred.
- e) Redemption. These shares shall be redeemable at par at the sole option of the Corporation under terms and conditions approved by the Board of Directors.

- f) Listing. Non-listed
- g) Liquidation Rights. Preferred in liquidation to the extent of par value. (As amended on 18 April 2012)

No transfer of stock or interest which will reduce the ownership of Filipino citizens to less than the required percentage of the capital as provided by existing laws shall be allowed or permitted to be recorded in the proper books of the Corporation and this resolution shall be indicated in all stock certificates issued by the Corporation (As amended on 16 April 1997).

EIGHT - That the amount of capital stock which has been actually subscribed is TWO HUNDRED FIFTY MILLION PESOS (P250,000,000.00) and that the following persons have subscribed for the number of shares in the amount of the capital stock set out after their respective names:

| Name | Nationality | No. & Class of Shares | | |
|----------------------------|-------------|-----------------------|---------|--------------|
| | | A | B | |
| | | Subscribed | | |
| Ayala Corporation | Filipino | 2,249,992 | | P224,999,200 |
| Ayala Corporation | Filipino | | 250,000 | 25,000,000 |
| Jaime Zobel de Ayala | Filipino | 1 | - | 100 |
| Francisco H. Licuanan III | Filipino | 1 | - | 100 |
| Renato L. de la Fuente | Filipino | 1 | - | 100 |
| Ariston Estrada Jr. | Filipino | 1 | - | 100 |
| Jaime A. Zobel de Ayala II | Filipino | 1 | - | 100 |
| Fernando Zobel de Ayala | Filipino | 1 | - | 100 |
| Vicente R. Ayllon | Filipino | 1 | - | 100 |
| Manuel Q. Bengson | Filipino | 1 | - | 100 |
| | | 2,250,000 | 250,000 | P250,000,000 |

NINTH - That the following persons have paid on the shares of the capital stock for which they have subscribed the amounts set out after their respective names:

| <u>Name</u> | <u>Nationality</u> | <u>Amount</u> |
|-----------------------|--------------------|---------------|
| Ayala Corporation (A) | Filipino | P134,999,200 |
| Ayala Corporation (B) | Filipino | 15,000,000 |
| Jaime Zobel de Ayala | Filipino | 100 |

| | | |
|----------------------------|----------|--------------------------|
| Francis H. Licuanan III | Filipino | 100 |
| Renato L. de la Fuente | Filipino | 100 |
| Ariston Estrada Jr. | Filipino | 100 |
| Jaime A. Zobel de Ayala II | Filipino | 100 |
| Fernando Zobel de Ayala | Filipino | 100 |
| Vicente R. Ayllon | Filipino | 100 |
| Manuel Q. Bengson | Filipino | 100 |
| | | <hr/> P150,000,000 <hr/> |

TENTH - That ARISTON ESTRADA JR. has been elected by the subscribers as Treasurer of the Corporation, to act as such until his successor has been duly elected and qualified in accordance with the By-Laws, and that, as such Treasurer, he has been authorized to receive for the Corporation and to receipt in its name for all subscriptions paid in by the said subscribers.

IN WITNESS WHEREOF, we have hereunto set our hands at Makati, Metro Manila, Philippines this June 20, 1988.

(Sgd)
JAIME ZOBEL DE AYALA

(Sgd)
RENATO L. DE LA FUENTE

(Sgd)
ARISTON ESTRADA JR.

(Sgd)
FRANCISCO H. LICUANAN III

(Sgd)
JAIME A. ZOBEL DE AYALA II

Signed in the Presence of:

(Sgd)
GREGORIO C. PARFAN

(Sgd)
LOURDES F. BARCELONA

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES)
MAKATI, METRO MANILA) SS.

BEFORE ME, personally appeared with their respective residence certificates, to wit:

| | | |
|----------------------------|---|--|
| Jaime Zobel de Ayala | - | No. 11371800, 01 Feb. 1988 Makati, MM |
| Renato L. de la Fuente | - | No. 11370335, 01 Feb. 1988 Makati, MM |
| Ariston Estrada, Jr. | - | No. 11379338, 01 Feb. 1988 Makati, MM |
| Francis H. Licuanan III | - | No. 11470045, 12 Feb. 1988 Makati, MM |
| Jaime A. Zobel de Ayala II | - | No. 11371803 01 Feb. 1988 Makati, MM |

known to me and to me known to be the same persons who executed the foregoing Articles of Incorporation and they acknowledged to me that the same is their free act and deed.

WITNESS MY HAND AND SEAL this 20th day of June 1988 at Makati, Metro Manila, Philippines.

Doc. No. 302;
Page No. 62;
Book No. III;
Series of 1988.

(Sgd)
RENAN R. OSERO
Notary Public
Until December 31, 1988
PTR# -347157 - 01 Feb. 1988
Makati, Metro Manila
TAN: 02660-J2253-A-1

AYALA LAND, INC.
(SEC Reg. No. 152747)




DIRECTORS' CERTIFICATE
OF AMENDMENT OF THE ARTICLES OF INCORPORATION

WE, being a majority of the members of the Board of Directors and the Corporate Secretary of **Ayala Land, Inc.** (the "Corporation"), do hereby certify that –

1. At its regular meeting on 21 February 2014, a majority of the members of the Board of Directors approved Resolution No. B-14-14 to approve and authorize the amendment of the Seventh Article of the Articles of Incorporation to exempt from pre-emptive rights (1) One Billion (1,000,000,000) common shares issued for acquisitions or debt payments, and (2) common shares covered by stock options granted to members of the Management Committees of the Corporation's subsidiaries or affiliates.
2. At the annual stockholders' meeting of the Corporation on 21 February 2014 at the Fairmont Makati, Resolution No. S-04-14 was approved by the affirmative vote of stockholders owning at least two-thirds (2/3) of the outstanding capital stock approving and authorizing the amendment of the Seventh Article of the Articles of Incorporation to exempt from pre-emptive rights (1) One Billion (1,000,000,000) common shares issued for acquisitions or debt payments, and (2) common shares covered by stock options granted to members of the Management Committees of the Corporation's subsidiaries or affiliates.
3. The Corporation has complied with all the requirements of Section 16 of the Corporation Code.
4. Attached herewith is a copy of the Articles of Incorporation of the Corporation as amended.

IN WITNESS WHEREOF, we signed this Certificate this JUN 16 2014 at Makati City.


(Signature page follows.) ✓



FERNANDO ZOBEL DE AYALA
Chairman of the Board
[REDACTED]




JAIME AUGUSTO ZOBEL DE AYALA
Director
[REDACTED]



ANTONINO T. AQUINO
Director
[REDACTED]




JAIME C. LAYA
Director
[REDACTED]




FRANCIS G. ESTRADA
Director
[REDACTED]



BERNARD VINCENT O. DY
Director
[REDACTED]



SOLOMON M. HERMOSURA
Corporate Secretary
[REDACTED] 

SUBSCRIBED AND SWORN to before me this JUN 16 2014 at Makati City, the affiants exhibited to me their respective competent evidence of identity, as follows:

| Name | Competent Evidence of Identity | Date and Place of Issuance |
|------------------------------|--------------------------------|----------------------------|
| Fernando Zobel de Ayala | [REDACTED] | [REDACTED] |
| Jaime Augusto Zobel de Ayala | [REDACTED] | [REDACTED] |
| Bernard Vincent O. Dy | [REDACTED] | [REDACTED] |
| Antonino T. Aquino | [REDACTED] | [REDACTED] |
| Francis G. Estrada | [REDACTED] | [REDACTED] |
| Jaime C. Laya | [REDACTED] | [REDACTED] |
| Solomon M. Hermosura | [REDACTED] | [REDACTED] |

Doc. No. 169 ;
Page No. 8 ;
Book No. 11 ;
Series of 2014.

Notarial DCT pursuant to
Sec. 188 of the Tax Code
affixed on Notary Public's copy.



ROBERTO T. ONGSIAKO
Notary Public - Makati City
Appt. No. 278 until December 31, 2014
Attorney's Roll No. 37641
PTR No. 4232757MC; 01-07-2014; Makati City
IBP Lifetime Roll No. 02163
MCLE Compliance No. IV - 0914192; 03-20-2013
3rd Floor, Tower One & Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City, Philippines



OFFICIAL RECEIPT
Republic of the Philippines
DEPARTMENT OF FINANCE
SECURITIES & EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills
City of Mandaluyong, 1554



Accountable Form No. 51
Revised 2006

ORIGINAL

DATE

August 18, 2014

No. 1162455

PAYOR

AYALA LAND INC.
NAKATI CITY

| NATURE OF COLLECTION | ACCOUNT CODE | RESPONSIBILITY CENTER | AMOUNT |
|----------------------|--------------|-----------------------|--------|
| LRF (A0823) | 132 | CRMD | 20.00 |
| AMENDED ARTICLES | 606 | CRMD | 500.00 |
| AMENDED BY LAAS | 606 | CRMD | 500.00 |

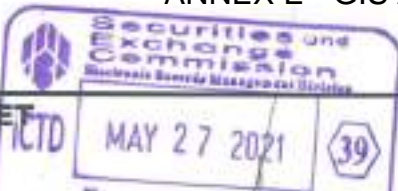
TOTAL PHP 1,020.00

AMOUNT IN WORDS

ONE THOUSAND TWENTY PESOS AND 0/100

| | | |
|---|--|---|
| Received | <input type="checkbox"/> Cash <input type="checkbox"/> Treasury Warrant <input type="checkbox"/> Check <input type="checkbox"/> Money Order | Received the Amount Stated Above Cecilia A. Brown COLLECTING OFFICER |
| Treasury Warrant, Check, Money Order Number | | |
| Date of Treasury Warrant, Check, Money Order | | O.R. No. 1162455 |

NOTE: Write the number and date of this receipt on the back of treasury warrant, check or money order received.



GENERAL INFORMATION SHEET

FOR THE YEAR 2021
STOCK CORPORATION

GENERAL INSTRUCTIONS:

1. FOR USER CORPORATION: THIS GIS SHOULD BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS FROM THE DATE OF THE ANNUAL STOCKHOLDERS' MEETING. DO NOT LEAVE ANY ITEM BLANK. WRITE "N/A" IF THE INFORMATION REQUIRED IS NOT APPLICABLE TO THE CORPORATION OR "NONE" IF THE INFORMATION IS NON-EXISTENT. IF THE ANNUAL STOCKHOLDERS' MEETING IS HELD ON A DATE OTHER THAN THAT STATED IN THE BY-LAWS, THE GIS SHALL BE SUBMITTED WITHIN THIRTY (30) CALENDAR DAYS AFTER THE ELECTION OF THE DIRECTORS, TRUSTEES AND OFFICERS OF THE CORPORATION AT THE ANNUAL STOCKHOLDERS' MEETING.
2. IF NO MEETING IS HELD, THE CORPORATION SHALL SUBMIT THE GIS NOT LATER THAN JANUARY 30 OF THE FOLLOWING YEAR. HOWEVER, SHOULD AN ANNUAL STOCKHOLDERS' MEETING BE HELD THEREAFTER, A NEW GIS SHALL BE SUBMITTED/FILED.
3. THIS GIS SHALL BE ACCOMPLISHED IN ENGLISH AND CERTIFIED AND SWORN TO BY THE CORPORATE SECRETARY OF THE CORPORATION.
4. THE SEC SHOULD BE TIMELY APPRISED OF RELEVANT CHANGES IN THE SUBMITTED INFORMATION AS THEY ARISE. FOR CHANGES RESULTING FROM ACTIONS THAT AROSE BETWEEN THE ANNUAL MEETINGS, THE CORPORATION SHALL SUBMIT AMENDED GIS CONTAINING THE NEW INFORMATION TOGETHER WITH A COVER LETTER SIGNED BY THE CORPORATE SECRETARY OF THE CORPORATION. THE AMENDED GIS AND COVER LETTER SHALL BE SUBMITTED WITHIN SEVEN (7) DAYS AFTER SUCH CHANGE OCCURRED OR BECAME EFFECTIVE.
5. SUBMIT FOUR (4) COPIES OF THE GIS TO THE RECEIVING SECTION AT THE SEC MAIN OFFICE, OR TO SEC SATELLITE OFFICES OR EXTENSION OFFICES. ALL COPIES SHALL UNIFORMLY BE ON A4 OR LETTER-SIZED PAPER. THE PAGES OF ALL COPIES SHALL USE ONLY ONE SIDE.
6. ONLY THE GIS ACCOMPLISHED IN ACCORDANCE WITH THESE INSTRUCTIONS SHALL BE CONSIDERED AS HAVING BEEN FILED.
7. THIS GIS MAY BE USED AS EVIDENCE AGAINST THE CORPORATION AND ITS RESPONSIBLE DIRECTORS/OFFICERS FOR ANY VIOLATION OF EXISTING LAWS, RULES AND REGULATIONS.

***** PLEASE PRINT LEGIBLY *****

| | | | |
|--|--|---|--|
| CORPORATE NAME: AYALA LAND, INC. | | DATE REGISTERED: JUNE 30, 1988 | |
| BUSINESS/TRADE NAME: AYALA LAND, INC. | | FISCAL YEAR END: DECEMBER 31 | |
| SEC REGISTRATION NUMBER: 152747 | | CORPORATE TAX IDENTIFICATION NUMBER (TIN) 000-153-790-000 | |
| DATE OF ANNUAL MEETING PER BY-LAWS: ANY DATE IN APRIL OF EACH YEAR | | WEBSITE/URL ADDRESS: www.ayalaland.com.ph | |
| ACTUAL DATE OF ANNUAL MEETING: APRIL 21, 2021 | | EMAIL ADDRESS: inquiry@ayalaland.com.ph | |
| COMPLETE PRINCIPAL OFFICE ADDRESS: 31/F TOWER ONE AND EXCHANGE PLAZA, AYALA TRIANGLE, AYALA AVENUE, MAKATI CITY | | FAX NUMBER: 7750-6790 | |
| COMPLETE BUSINESS ADDRESS: 31/F TOWER ONE AND EXCHANGE PLAZA, AYALA TRIANGLE, AYALA AVENUE, MAKATI CITY | | OFFICIAL E-MAIL ADDRESS: corporatesecretary@ayalaland.com.ph | |
| ALTERNATE E-MAIL ADDRESS: b | | OFFICIAL MOBILE NUMBER: | |
| NAME OF EXTERNAL AUDITOR & ITS SIGNING PARTNER: SGV & CO. MICHAEL C. SABADO | | SEC ACCREDITATION NUMBER (if applicable): 0664-AR-4 (Group A) | |
| TELEPHONE NUMBER(S): 7908-3100 / 7908-3676 | | PRIMARY PURPOSE/ACTIVITY/INDUSTRY PRESENTLY ENGAGED IN: Please see Annex "A" | |
| INDUSTRY CLASSIFICATION: REAL ESTATE | | GEOGRAPHICAL CODE: N/A | |

***** INTERCOMPANY AFFILIATIONS *****

| PARENT COMPANY | SEC REGISTRATION NUMBER | ADDRESS |
|----------------------|-------------------------|--|
| AYALA CORPORATION | 34218 | 32/F TO 35/F TOWER ONE AND EXCHANGE PLAZA, AYALA TRIANGLE, AYALA AVENUE, MAKATI CITY |
| SUBSIDIARY/AFFILIATE | SEC REGISTRATION NUMBER | ADDRESS |
| PLEASE SEE "ANNEX B" | | |
| | | |
| | | |

NOTE: USE ADDITIONAL SHEET IF NECESSARY

GENERAL INFORMATION SHEET

STOCK CORPORATION

***** PLEASE PRINT LEGIBLY *****

CORPORATE NAME:

AYALA LAND, INC.

A. Is the Corporation a covered person under the Anti Money Laundering Act (AMLA), as amended? (Rep. Acts. 9180/8164/10167/10365)

Yes

No

☒

Please check the appropriate box:

1.

- ☐ a. Banks
- ☐ b. Ojshara Banking Units
- ☐ c. Quasi-Banks
- ☐ d. Trust Entities
- ☐ e. Non-Stock Savings and Loan Associations
- ☐ f. Pawnshops
- ☐ g. Foreign Exchange Dealers
- ☐ h. Money Changers
- ☐ i. Remittance Agents
- ☐ j. Electronic Money Issuers
- ☐ k. Financial Institutions which Under Special Laws are subject to Bangko Sentral ng Pilipinas' (BSP) supervision and/or regulation, including their subsidiaries and affiliates.

4.

☐ Jewelry dealers in precious metals, who, as a business, trade in precious metals

5.

☐ Jewelry dealers in precious stones, who, as a business, trade in precious stones

6.

Company service providers which, as a business, provide any of the following services to third parties:

2.

- ☐ a. Insurance Companies
- ☐ b. Insurance Agents
- ☐ c. Insurance Brokers
- ☐ d. Professional Reinsurers
- ☐ e. Reinsurance Brokers
- ☐ f. Holding Companies
- ☐ g. Holding Company Systems
- ☐ h. Pre-need Companies
- ☐ i. Mutual Benefit Association
- ☐ j. All Other Persons and entities supervised and/or regulated by the Insurance Commission (IC)

3.

- ☐ a. Securities Dealers
- ☐ b. Securities Brokers
- ☐ c. Securities Salesmen
- ☐ d. Investment Houses
- ☐ e. Investment Agents and Consultants
- ☐ f. Trading Advisors
- ☐ g. Other entities managing Securities or rendering similar services
- ☐ h. Mutual Funds or Open-End Investment Companies
- ☐ i. Close-End Investment Companies
- ☐ j. Common Trust Funds or Issuers and other similar entities
- ☐ k. Transfer Companies and other similar entities
- ☐ l. Other entities administering or otherwise dealing in currency, commodities or financial derivatives based thereon
- ☐ m. Entities administering or otherwise dealing in valuable objects
- ☐ n. Entities administering or otherwise dealing in cash substitutes and other similar monetary instruments or property supervised and/or regulated by the Securities and Exchange Commission (SEC)

☐ a. acting as a formal agent of juridical persons

☐ b. acting as (or arranging for another person to act as) a director or corporate secretary of a company, a partner of a partnership, or a similar position in relation to other juridical persons

☐ c. providing a registered office, business address or accommodation, correspondence or administrative address for a company, a partnership or any other legal person or arrangement

☐ d. acting as (or arranging for another person to act as) a nominal shareholder for another person

7.

Persons who provide any of the following services:

- ☐ a. managing of client money, securities or other assets
- ☐ b. management of bank, savings or securities accounts
- ☐ c. organization of contributions for the creation, operation or management of companies
- ☐ d. creation, operation or management of juridical persons or arrangements, and buying and selling business entities

B.

☒ None of the above

Describe nature of business:

REAL ESTATE

B. Has the Corporation complied with the requirements on Customer Due Diligence (CDD) or Know Your Customer (KYC), record-keeping, and submission of reports under the AMLA, as amended, since the last filing of its GIS?

Yes

No

☒

GENERAL INFORMATION SHEET

STOCK CORPORATION

***** PLEASE PRINT LEGIBLY *****

CORPORATE NAME:

AYALA LAND, INC.

DIRECTORS / OFFICERS

| NAME/CURRENT RESIDENTIAL ADDRESS | NATIONALITY | INC'R | BOARD | GENDER | STOCK HOLDER | OFFICER | EXEC. COMM. | TAX IDENTIFICATION NUMBER |
|---|-------------|-------|-------|--------|--------------|--|-----------------|---------------------------|
| 1. FERNANDO ZOBEL DE AYALA | FILIPINO | N | C | M | Y | CHAIRMAN | CM | |
| 2. JAIME AUGUSTO ZOBEL DE AYALA | FILIPINO | Y | M | M | Y | VICE CHAIRMAN | N.A. | |
| 3. BERNARD VINCENT O. DY | FILIPINO | N | M | M | Y | PRESIDENT & CHIEF EXECUTIVE OFFICER | N.A. | |
| 4. ANTONINO T. AQUINO | FILIPINO | N | M | M | Y | N.A. | AM | |
| 5. ARTURO G. CORFUZ | FILIPINO | N | M | M | Y | N.A. | N.A. | |
| 6. REX MA. A. MENDOZA | FILIPINO | N | I | M | Y | N.A. | C/C AM | |
| 7. SHERISA P. NUESA | FILIPINO | N | I | F | Y | N.A. | N/C | |
| 8. RIZALINA G. MANTARING (Lead Independent Director) | FILIPINO | N | I | F | Y | N.A. | NM | |
| 9. CESAR V. PURISIMA | FILIPINO | N | I | M | Y | N.A. | CM N/C NM | |
| 10. AUGUSTO D. BENGZON | FILIPINO | N | - | M | Y | SENIOR VICE PRESIDENT, CHIEF FINANCE OFFICER, TREASURER & CHIEF COMPLIANCE OFFICER | N.A. | |
| 11. SOLOMON M. HERMOSURA | FILIPINO | N | - | M | Y | GROUP GENERAL COUNSEL & CORPORATE SECRETARY | N.A. | |
| 12. AMELIA ANN T. ALIPAD | FILIPINO | N | - | F | Y | CHIEF INFORMATION OFFICER & DATA PROTECTION OFFICER | N.A. | |
| 13. DANTE M. ABANDO | FILIPINO | N | - | M | Y | SENIOR VICE PRESIDENT | N.A. | |
| 14. ANNA MA. MARGARITA B. DY | FILIPINO | N | - | F | Y | SENIOR VICE PRESIDENT | N.A. | |
| 15. JOSE EMMANUEL H. JALANDONI | FILIPINO | N | - | M | Y | SENIOR VICE PRESIDENT | N.A. | |

INSTRUCTIONS:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.

FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.

FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.

FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER, SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.

FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE, "A" FOR AUDIT COMMITTEE, "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GENERAL INFORMATION SHEET

STOCK CORPORATION

***** PLEASE PRINT LEGIBLY *****

CORPORATE NAME:

AYALA LAND, INC.

DIRECTORS / OFFICERS

| NAME/CURRENT RESIDENTIAL ADDRESS | NATIONALITY | INC'R | BOARD | GENDER | STOCK HOLDER | OFFICER | EXEC. COMM. | TAX IDENTIFICATION NUMBER |
|------------------------------------|-------------|-------|-------|--------|--------------|---|-------------|---------------------------|
| 16. LAURENT P. LAMASUTA | FILIPINO | N | - | M | Y | SENIOR VICE PRESIDENT | N.A. | |
| 17. ROBERT S. LAO | FILIPINO | N | - | M | Y | SENIOR VICE PRESIDENT | N.A. | |
| 18. ELIEZER C. TANLAPCO | FILIPINO | N | - | M | Y | GROUP HEAD OF HUMAN RESOURCES AND PUBLIC AFFAIRS | N.A. | |
| 19. JUNE VEE D. MONTECLARO-NAVARRO | FILIPINO | N | - | F | Y | CHIEF LEGAL COUNSEL & ASSISTANT CORPORATE SECRETARY | N.A. | |
| 20. ANNABETH R. BERNARDO | FILIPINO | N | - | F | Y | CHIEF AUDIT EXECUTIVE | N.A. | |
| 21. NOTHING FOLLOWS- | | | | | | | | |
| 22. | | | | | | | | |
| 23. | | | | | | | | |
| 24. | | | | | | | | |
| 25. | | | | | | | | |
| 26. | | | | | | | | |
| 27. | | | | | | | | |
| 28. | | | | | | | | |
| 29. | | | | | | | | |
| 30. | | | | | | | | |

INSTRUCTIONS:

FOR SEX COLUMN, PUT "F" FOR FEMALE, "M" FOR MALE.

FOR BOARD COLUMN, PUT "C" FOR CHAIRMAN, "M" FOR MEMBER, "I" FOR INDEPENDENT DIRECTOR.

FOR INC'R COLUMN, PUT "Y" IF AN INCORPORATOR, "N" IF NOT.

FOR STOCKHOLDER COLUMN, PUT "Y" IF A STOCKHOLDER, "N" IF NOT.

FOR OFFICER COLUMN, INDICATE PARTICULAR POSITION IF AN OFFICER, FROM VP UP INCLUDING THE POSITION OF THE TREASURER.

SECRETARY, COMPLIANCE OFFICER AND/OR ASSOCIATED PERSON.

FOR EXECUTIVE COMMITTEE, INDICATE "C" IF MEMBER OF THE COMPENSATION COMMITTEE, "A" FOR AUDIT COMMITTEE, "N" FOR NOMINATION AND ELECTION COMMITTEE. ADDITIONALLY WRITE "C" AFTER SLASH IF CHAIRMAN AND "M" IF MEMBER.

GENERAL INFORMATION SHEET

STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME

AYALA LAND, INC.

TOTAL NUMBER OF STOCKHOLDERS- 11,828 NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH: 10,895

TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS: P=72' 434,374,000.00

STOCKHOLDER'S INFORMATION

| NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS | SHARES SUBSCRIBED | | | | AMOUNT PAID (Php) | TAX IDENTIFICATION NUMBER |
|---|---------------------|---------------------------------|--------------------------------------|----------------|-------------------|---------------------------|
| | TYPE | NUMBER | AMOUNT (Php) | % OF OWNERSHIP | | |
| 1. AYALA CORPORATION FILIPINO 32/F TO 35/F TOWER ONE AND EXCHANGE PLAZA, AYALA TRIANGLE, AYALA AVENUE, MAKATI CITY | COMMON PREFERRED | 6,545,846,579 12,163,180,840 | 6,545,846,579.00 1,216,318,364.00 | 57.31% | 7,762,284,843.00 | 000-153-810-000 |
| 2. PCO NOMINEE CORP. NON-FILIPINO G/F MSE BLDG., AYALA AVENUE, MAKATI CITY | COMMON | 5,314,451,391 | 5,314,451,391.00 | 49.12% | 5,314,451,391.00 | 004-774-849 |
| 3. PCO NOMINEE CORP. FILIPINO G/F MSE BLDG., AYALA AVENUE, MAKATI CITY | COMMON | 2,570,578,761 | 2,570,578,761.00 | 9.25% | 2,570,578,761.00 | 004-774-849 |
| 4. HSBC MANILA ORD 030-174638-664 NON-FILIPINO 7/F HSBC CENTRE, 3055 FIFTH AVENUE WEST, BONIFACIO GLOBAL CITY, TAGUIG | PREFERRED | 512,777,000 | 51,277,700.00 | 1.84% | 51,277,700.00 | 000-504-444 |
| 5. GOVERNMENT SERVICE INSURANCE SYSTEM FILIPINO 6/F GSIS FINANCIAL CENTER, MACAPAGAL AVENUE, PASAY CITY | PREFERRED | 158,350,000 | 15,635,087.10 | 0.56% | 15,635,087.10 | 000-768-910 |
| 6. HSBC MANILA ORD 030-174638-664 NON-FILIPINO 7/F HSBC CENTRE, 3055 FIFTH AVENUE WEST, BONIFACIO GLOBAL CITY, TAGUIG | PREFERRED | 15,051,000 | 1,505,100.00 | 0.05% | 1,505,100.00 | 000-504-444 |
| 7. DB MIA ORD 65870 FUND HG16 NON-FILIPINO 32/F TOWER ONE AND EXCHANGE PLAZA, AYALA TRIANGLE, AYALA AVE., MAKATI CITY | PREFERRED | 1,500,000 | 1,500,000.00 | 0.35% | 1,500,000.00 | 000-448-586 |
| TOTAL AMOUNT OF SUBSCRIBED CAPITAL | | | - | - | | |
| TOTAL AMOUNT OF PAID-UP CAPITAL | | | - | - | | |
| ADDITIONAL PAID-IN CAPITAL | | | - | - | | |
| TOTAL CAPITALIZATION | | | - | - | | |

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attached separate sheet, if necessary.

GENERAL INFORMATION SHEET

STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME:

AYALA LAND, INC.

TOTAL NUMBER OF STOCKHOLDERS: 11,828

NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH: 10,895

TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS: PhP721,494,374,000.00

STOCKHOLDER'S INFORMATION

| NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS | SHARES SUBSCRIBED | | | | AMOUNT PAID (Php) | TAX IDENTIFICATION NUMBER |
|---|-------------------|------------|---------------|-----------------|-------------------|---------------------------|
| | TYPE | NUMBER | AMOUNT (Php) | % OF OWNER SHIP | | |
| 8. ESOWN ADMINISTRATOR 2020 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 14,843,825 | 14,843,825.00 | 0.05% | 14,843,825.00 | N.A. |
| 9. WEALTH SECURITIES, INC. FILIPINO 2103 EAST TOWER, PHIL STOCK EXCHANGE CENTRE, EXCHANGE ROAD, PASIG CITY | PREFERRED | 14,825,373 | 1,482,537.30 | 0.05% | 1,482,537.30 | 000-330-678 |
| 10 ESOWN ADMINISTRATOR 2012 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 13,685,969 | 13,685,969.00 | 0.05% | 13,685,969.00 | N.A. |
| 11 DEUTSCHE BANK AG MANILA CBO SSBTC FUND OD67 AC 12087020417 AMERICAN 26F TOWER ONE AND EXCHANGE PLAZA, AYALA TRIANGLE, AYALA AVE., MAKATI CITY | PREFERRED | 13,670,744 | 1,367,074.40 | 0.05% | 1,367,074.40 | 000-440-588 |
| 12 ESOWN ADMINISTRATOR 2015 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 12,471,539 | 12,471,539.00 | 0.04% | 12,471,539.00 | N.A. |
| 13 ESOWN ADMINISTRATOR 2010 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 12,037,863 | 12,037,863.00 | 0.04% | 12,037,863.00 | N.A. |
| 14 SAMUEL VILLES SANTOS AND/OR LUZVIMINDA LAT SANTOS FILIPINO | PREFERRED | 12,001,800 | 1,200,180.00 | 0.04% | 1,200,180.00 | |
| TOTAL AMOUNT OF SUBSCRIBED CAPITAL | | | - | - | | |
| TOTAL AMOUNT OF PAID-UP CAPITAL | | | | | - | |
| ADDITIONAL PAID-IN CAPITAL | | | | | - | |
| TOTAL CAPITALIZATION | | | | | - | |

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For PDC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attached separate sheet, if necessary.

GENERAL INFORMATION SHEET

STOCK CORPORATION

----- PLEASE PRINT LEGIBLY -----

CORPORATE NAME:

AYALA LAND, INC.

TOTAL NUMBER OF STOCKHOLDERS: 1,828 NO. OF STOCKHOLDERS WITH 100 OR MORE SHARES EACH: 10,895

TOTAL ASSETS BASED ON LATEST AUDITED FINANCIAL STATEMENTS: ₱721,494,374,003.00

STOCKHOLDER'S INFORMATION

| NAME, NATIONALITY AND CURRENT RESIDENTIAL ADDRESS | SHARES SUBSCRIBED | | | | AMOUNT PAID (Php) | TAX IDENTIFICATION NUMBER |
|--|------------------------------|---|---|----------------|-------------------|---------------------------|
| | TYPE | NUMBER | AMOUNT (Php) | % OF OWNERSHIP | | |
| 15 ESOWN ADMINISTRATOR 2016 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 11,858,893 | 11,858,893.00 | 0.04% | 11,858,893.00 | N.A. |
| 16 ESOWN ADMINISTRATOR 2013 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 10,893,928 | 10,893,928.00 | 0.04% | 10,893,928.00 | N.A. |
| 17 ESOWN ADMINISTRATOR 2015 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 10,045,009 | 10,045,009.00 | 0.04% | 10,045,009.00 | N.A. |
| 18 ESOWN ADMINISTRATOR 2017 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 9,803,970 | 9,803,970.00 | 0.04% | 9,803,970.00 | N.A. |
| 19 ESOWN ADMINISTRATOR 2011 FILIPINO C/O ALI ESOWN ADMINISTRATOR | COMMON | 9,752,370 | 9,752,370.00 | 0.04% | 9,752,370.00 | N.A. |
| 20 TREASURY SHARES | COMMON | 29,764,746 | 29,764,746.00 | N.A. | 29,764,746.00 | N.A. |
| 21 OTHERS (NUMBER OF STOCKHOLDERS: 8,963 COMMON & 2,545 PREFERRED) | COMMON PREFERRED TOTAL | 194,774,504 161,637,339 357,861,835 | 194,224,504.00 18,263,733.10 210,588,237.10 | 1.29% | 210,588,237.10 | N.A. |
| TOTAL AMOUNT OF SUBSCRIBED CAPITAL | | | 11,066,873,870.00 | 100.00% | | |
| TOTAL AMOUNT OF PAID-UP CAPITAL | | | 15,066,828,220.90 | | | |
| ADDITIONAL PAID-IN CAPITAL | | | 48,148,512,300.00 | | | |
| SUBSCRIPTION RECEIVABLE | | | (2,282,758,220.00) | | | |
| TOTAL CAPITALIZATION | | | 62,952,585,220.90 | | | |

INSTRUCTION: SPECIFY THE TOP 20 STOCKHOLDERS AND INDICATE THE REST AS OTHERS

Note: For FOTC Nominee included in the list, please indicate further the beneficial owners owning more than 5% of any class of the company's voting securities. Attached separate sheet, if necessary.

GENERAL INFORMATION SHEET

STOCK CORPORATION

===== PLEASE PRINT LEGIBLY =====

CORPORATE NAME:

AYALA LARD, INC.

| 1. INVESTMENT OF CORPORATE FUNDS IN ANOTHER CORPORATION | AMOUNT (PHP) | DATE OF BOARD RESOLUTION |
|---|----------------|--------------------------|
| 1.1 STOCKS | 28,112,607,000 | VARIOUS |
| 1.2 BONDS/COMMERCIAL PAPER (ISSUED BY PRIVATE CORPORATIONS) | N.A. | N.A. |
| 1.3 LOANS/CREDITS/ADVANCES | N.A. | N.A. |
| 1.4 GOVERNMENT TREASURY BILLS | 259,157,600 | VARIOUS |
| 1.5 OTHERS (SHORT TERM INVESTMENTS & INVESTMENT IN VARIOUS FUNDS) | 4,358,895,000 | VARIOUS |

| 2. INVESTMENT OF CORPORATE FUNDS IN ACTIVITIES UNDER ITS SECONDARY PURPOSES (PLEASE SPECIFY) | DATE OF BOARD RESOLUTION | DATE OF STOCKHOLDERS RATIFICATION |
|--|--------------------------|--|
| N.A. | | |
| 3. TREASURY SHARES | NO. OF SHARES | % AS TO THE TOTAL NO. OF SHARES ISSUED |
| COMMON SHARES | 28,754,746 | 0.11% |

4. UNRESTRICTED/UNAPPROPRIATED RETAINED EARNINGS AS OF END OF LAST FISCAL YEAR: PHP 153,880,724,000.00

5. DIVIDENDS DECLARED DURING THE IMMEDIATELY PRECEDING YEAR:

| TYPE OF DIVIDEND | AMOUNT (PHP) | DATE DECLARED |
|------------------|------------------|------------------------|
| 5.1 CASH | 4,006,857,000.00 | Feb. 20 & May 26, 2020 |
| 5.2 STOCK | | |
| 5.3 PROPERTY | | |
| TOTAL | 4,006,857,000.00 | |

6. ADDITIONAL SHARES ISSUED DURING THE PERIOD:

| DATE | NO. OF SHARES | AMOUNT |
|----------------|--------------------------|---------------|
| SEPTEMBER 2020 | 14,845,498 COMMON SHARES | 14,845,498.00 |
| | | |
| | | |
| | | |

SECONDARY LICENSE/REGISTRATION WITH SEC AND OTHER GOVT AGENCY:

| NAME OF AGENCY: | SEC | BSP | IC |
|--------------------------|-----------------------|------|------|
| TYPE OF LICENSE/REGN. | Sale of Common Shares | N.A. | N.A. |
| DATE ISSUED: | June 22, 2010 | | |
| DATE STARTED OPERATIONS: | June 22, 2010 | | |

| TOTAL ANNUAL COMPENSATION OF DIRECTORS DURING THE PRECEDING FISCAL YEAR (In PHP) | TOTAL NO. OF OFFICERS | TOTAL NO. OF BANK & FILE EMPLOYEES | TOTAL MANPOWER COMPLEMENT * |
|--|-----------------------|------------------------------------|-----------------------------|
| 25,700,000.00 | 259 | 72 | 119 |

NOTE: USE ADDITIONAL SHEET IF NECESSARY

*Manpower complement is composed of service providers engaged by the Company

I, JUNE VEE D. MONTECLARO-NAVARRO, ASSISTANT CORPORATE SECRETARY OF
AYALA LAND, INC.

DECLARE UNDER PENALTY OF PERJURY THAT ALL MATTERS SET FORTH IN THIS GIS HAVE BEEN MADE IN GOOD FAITH,
DULY VERIFIED BY ME AND TO THE BEST OF MY KNOWLEDGE AND BELIEF, ARE TRUE AND CORRECT.

I HEREBY ATTEST THAT ALL INFORMATION IN THIS GIS ARE BEING SUBMITTED IN COMPLIANCE WITH THE RULES AND
REGULATIONS OF THE SECURITIES AND EXCHANGE COMMISSION (SEC) THE COLLECTION, PROCESSING, STORAGE AND
SHARING OF SAID INFORMATION BEING NECESSARY TO CARRY OUT THE FUNCTIONS OF PUBLIC AUTHORITY FOR THE
PERFORMANCE OF THE CONSTITUTIONALLY AND STATUTORILY MANDATED FUNCTIONS OF THE SEC AS A REGULATORY
AGENCY.

I FURTHER ATTEST THAT I HAVE BEEN AUTHORIZED BY THE BOARD OF DIRECTORS TO FILE THIS GIS WITH THE SEC.

I UNDERSTAND THAT THE COMMISSION MAY PLACE THE CORPORATION UNDER DELINQUENT STATUS FOR FAILURE TO
SUBMIT THE REPORTORIAL REQUIREMENTS THREE (3) TIMES, CONSECUTIVELY OR INTERMITTENTLY, WITHIN A PERIOD OF
FIVE (5) YEARS (Section 177, RA No. 11232).


DONE THIS MAY 26 2021 IN MAKATI CITY


JUNE VEE D. MONTECLARO-NAVARRO
ASSISTANT CORPORATE SECRETARY

SUBSCRIBED AND SWORN TO BEFORE ME IN MAKATI CITY CITY/PROVINCE, PHILIPPINES ON MAY 26 2021
BY AFFIANT WHO PERSONALLY APPEARED BEFORE ME AND EXHIBITED TO ME AS COMPETENT EVIDENCE OF IDENTITY
HIS _____ ISSUED ON _____ AT _____

DOC. NO. 752
PAGE NO. 72
BOOK NO. XXXV
SERIES OF 204




ROBERTO T. ONGSIAKO
Notary Public - Makati City

Notarial DST pursuant to
Section 188 of the Tax Code
affixed in Notary Public's copy

ANNEX "A"

AYALA LAND, INC.

Primary Purpose

TO DEAL AND ENGAGE IN LAND OR REAL ESTATE BUSINESS IN ALL ITS BRANCHES AND RAMIFICATIONS, TO HOLD, DEVELOP, MANAGE, ADMINISTER, SELL, CONVEY, ENCUMBER, PURCHASE, ACQUIRE, RENT OR OTHERWISE DEAL IN AND DISPOSE OF, FOR ITSELF OR FOR OTHERS, FOR PROFIT AND ADVANTAGE, RESIDENTIAL INCLUDING, BUT NOT LIMITED TO, ALL KINDS OF HOUSING PROJECTS, COMMERCIAL, INDUSTRIAL, URBAN OR OTHER KINDS OF REAL PROPERTY, IMPROVED OR UNIMPROVED, WITH OR TO SUCH PERSONS AND ENTITIES AND UNDER SUCH TERMS AND CONDITIONS AS MAY BE PERMITTED BY LAW; TO ACQUIRE, PURCHASE, HOLD, MANAGE, DEVELOP AND SELL SUBDIVISION LOTS, WITH OR WITHOUT BUILDINGS OR IMPROVEMENTS, FOR SUCH CONSIDERATION AND IN SUCH MANNER OR FORM AS THE CORPORATION MAY DETERMINE OR AS THE LAW PERMITS; TO ERECT, CONSTRUCT, ALTER, MANAGE, OPERATE, LEASE, IN WHOLE OR IN PART, BUILDINGS AND TENEMENTS OF THE CORPORATION OR OF OTHER PERSONS, TO ENGAGE OR ACT AS REAL ESTATE BROKER, ON COMMISSION OR FOR SUCH FEES AS MAY BE PROPER OR LEGAL AND TO EXERCISE OR UNDERTAKE SUCH OTHER POWERS AND PURPOSES AS MAY BE REQUIRED AND NECESSARILY IMPLIED FROM THE PURPOSES HEREIN MENTIONED. *****00000*****

ANNEX "B"

Subsidiaries/Affiliates as of December 31, 2020

Real Estate:

Alveo Land Corporation
Serendra, Inc.
Solinea, Inc.
AGSouth Properties, Inc.
Portico Land Corp.
Auroresdia Development Corporation
OLD Development Corporation
HI C Development Corporation
Alysona International Ltd.
Avida Land Corporation
Bukid Bahayan Realty and Development Corp
Ayda Sales Corp.
Anticassa Process Solutions, Inc.
Avancasouth Corp
BGNorth Properties, Inc.
Amala Land Co.
Amala Southern Properties, Inc.
AyalaLand Premier, Inc.
Ayala Land International Sales, Inc.
AyalaLand International Marketing, Inc.
AyalaLand International (Singapore) Pte. Ltd
AyalaLand International Marketing (Hongkong) Ltd
AyalaLand International Marketing, SRL
AyalaLand International Marketing London
Ayala Land Sales, Inc.
Southportal Properties, Inc.
Buendia Landholdings, Inc.
Crans Montans Holdings, Inc.
Crimson Field Enterprises, Inc.
Cresholdings Company, Inc.
NorthHeaton Commercial Corporation
Red Creek Properties, Inc.
Regent Time International, Limited (British Virgin Islands)
North Eastern Commercial Corp.
Westview Commercial Ventures Corp
North Ventures Commercial Corp
Hillford Property Corporation
Primavera Towncentre, Inc.
Summit Hill E-Office Corporation
Sunnyfield E-Office Corporation
Subic Bay Towncentre, Inc.
Regent Wise Investments Limited (Hongkong Company)
AyalaLand Real Estate Investments Inc.
AyalaLand Advisory Broadway Inc.
AyalaLand Development (Canada) Inc.
AyalaLand OpenAsia Holdings PTE. Ltd.
Blue Horizons Holdings PTE, Limited
Modular Constructor Technology (MCT), Bhd. (Malaysia)
ARFIT Fund Manager, Inc.
Arin Commercial Corporation
BellaVita Land Corporation
Nuevo Centro, Inc.
Alvira Country Club, Inc.
Cavita Commercial Town Center, Inc.
ARBIT, Inc. (formerly One Dela Rosa Property Development, Inc.)
AyalaLand Offices, Inc.
First Gateway Real Estate Corp.
Glensworth Development, Inc.
LI North Property Holdings, Inc.
ALO Prime Realty Corporation
Makati Commercial Leasing Corp
Ara South Commercial Ventures Corp
Cagail Central Commercial Ventures Corp.

Bay City Commercial Venture Corp
 Aurora Properties Incorporated
 Soltea Commercial Corp
 Vesta Property Holdings, Inc.
 Altaraza Prime Realty Corporation
 Altaraza Development Corporation
 Prox Holdings, Inc.
 Station Square East Commercial Corporation
 AREIT Property Managers, Inc. (formerly Next Urban Alliance Development Corp.)
 Accendo Commercial Corporation
 Avenidosouth Corp
 Aviana Development Corporation
 Cagayan de Oro Gateway Corp.
 Cesi Realty, Inc.
 CMPI Holdings, Inc.
 CMPI Land, Inc.
 ALI-CII Development Corporation
 Roxas Land Corporation
 Accuge Commercial Corporation
 AyalaLand Estates, Inc.
 AyalaLand MetroNorth, Inc.
 Verde Golf Development Corporation
 North Triangle Depot Commercial Corporation
 RGWest Properties, Inc.
 Lagdigan Land Corp.
 Central Block Developers, Inc.
 Central Block Hotel Ventures, Inc.
 Cebu Holdings, Inc.
 Cebu Leisure Company, Inc.
 CSP Theatre Management Inc.
 Tak Punta Engafo Property Inc.
 Cebu Insular Hotel Company, Inc.
 Atahang Commercial Corporation
 South Innovative Theater Management
 ALI Commercial Center, Inc.
 AMC Japan Concepts, Inc.
 AyalaLand Logistics Holdings Corp. (formerly Prime Orion Philippines, Inc.)
 FLT Prime Insurance Corporation
 Orion Solutions, Inc.
 Orion I Holdings Philippines, Inc.
 OE Holdings, Inc.
 Orion Land, Inc.
 Lepanto Ceramics, Inc.
 Laguna Technopark, Inc.
 Unity Realty & Development Corp.
 AMSI, Inc. (formerly AyalaLand Malls Synergies, Inc.)
 Ayala Land Malls, Inc.
 AyalaLand Malls Vismin, Inc.
 AyalaLand Malls NorthEast, Inc.

Construction:

Makati Development Corporation
 MDC Subic, Inc.
 MDC Bulkplus, Inc.
 MDC Concrete, Inc.
 MDC Equipment Solutions, Inc.
 MDBI Construction Corp.

Hotels & Resorts:

Ayala Hotels, Inc.
 AyalaLand Hotels and Resorts Corporation
 ALI Makati Hotel & Residences, Inc.
 ALI Makati Hotel Property, Inc.
 Regent Horizons Conservation Company, Inc.
 Enjoy Hotels, Inc.
 Greenhaven Property Venture, Inc.
 Cebu Insular Hotel Company, Inc.
 Bonifacio Hotel Ventures, Inc.

Southeast Hotel Ventures, Inc.
 Northgate Hotel Ventures, Inc.
 North Triangle Hotel Ventures, Inc.
 Cosouth Hotel Ventures, Inc.
 Sentara Hotel Ventures Inc.
 Econorth Resorts Ventures, Inc.
 All Triangle Hotel Ventures, Inc.
 Circuit Makati Hotel Ventures, Inc.
 Capitol Central Hotel Ventures, Inc.
 Area South Hotel Ventures, Inc.
 Saigon Town Hotel, Inc.
 Bay Area Hotel Ventures, Inc.
 Makati North Hotel Ventures, Inc.
 One Makati Hotel Ventures, Inc.
 Saigon Island Tourism Estate Corp.
 Asialink Hotel Ventures, Inc.
 One Makati Residential Ventures, Inc.
 Ten Knots Phils., Inc.
 Bocut Bay Development Corporation
 Lilo Resort Ventures, Inc.
 North Liberty Resort Ventures, Inc.
 Paragua Eco-Resort Ventures, Inc.
 Lilo Tourism Estate Management Corporation
 Ten Knots Development Corp.
 Chirca Resorts Corp.
 Knapfsher Capital Resources Corp.
 Panguasian Island Resort Corporation
 Integrated Eco-resort Inc.

Property Management

Ayala Property Management Corporation
 Prima Support Services, Inc.
 Ayala Theatres Management, Inc.
 DirectPower Services, Inc.
 Philippine Integrated Energy Solutions, Inc.

Entertainment

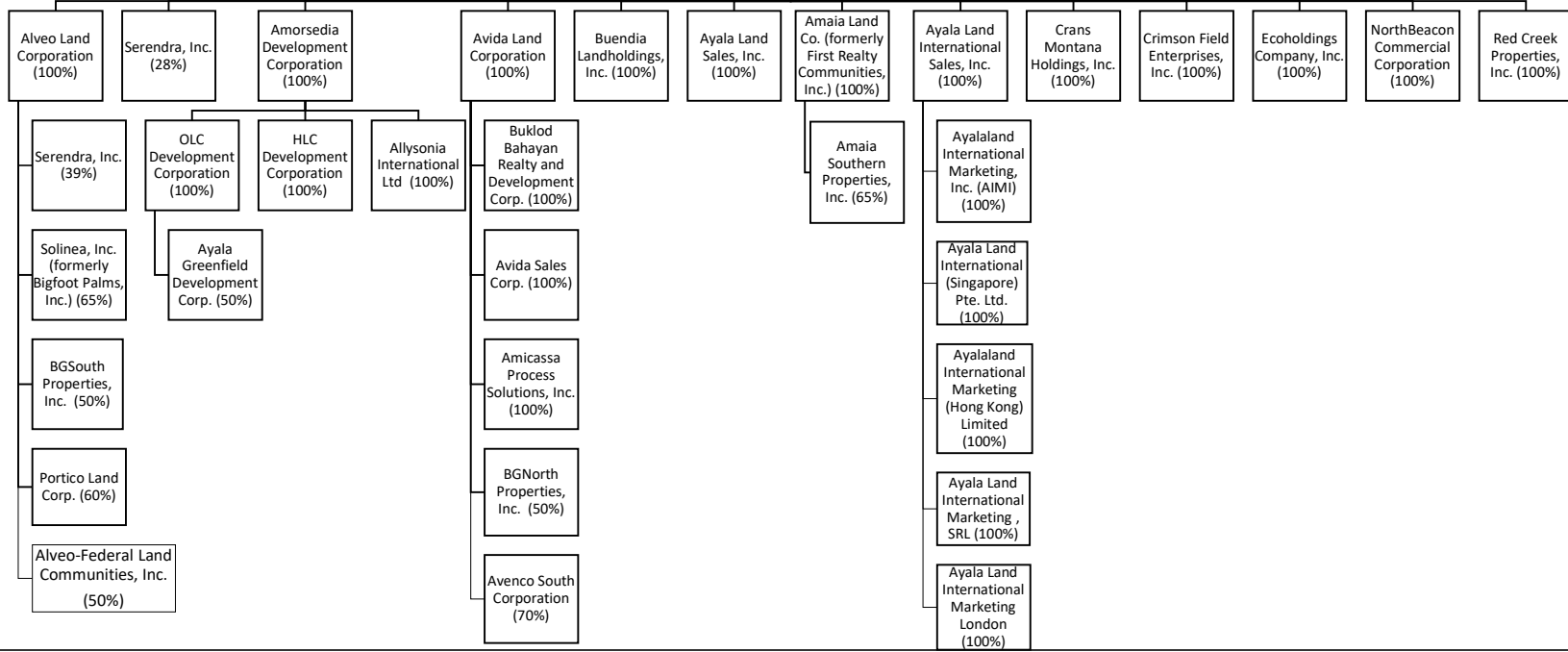
Five Star Cinema, Inc.
 Leisure and Allied Industries Philippines, Inc.

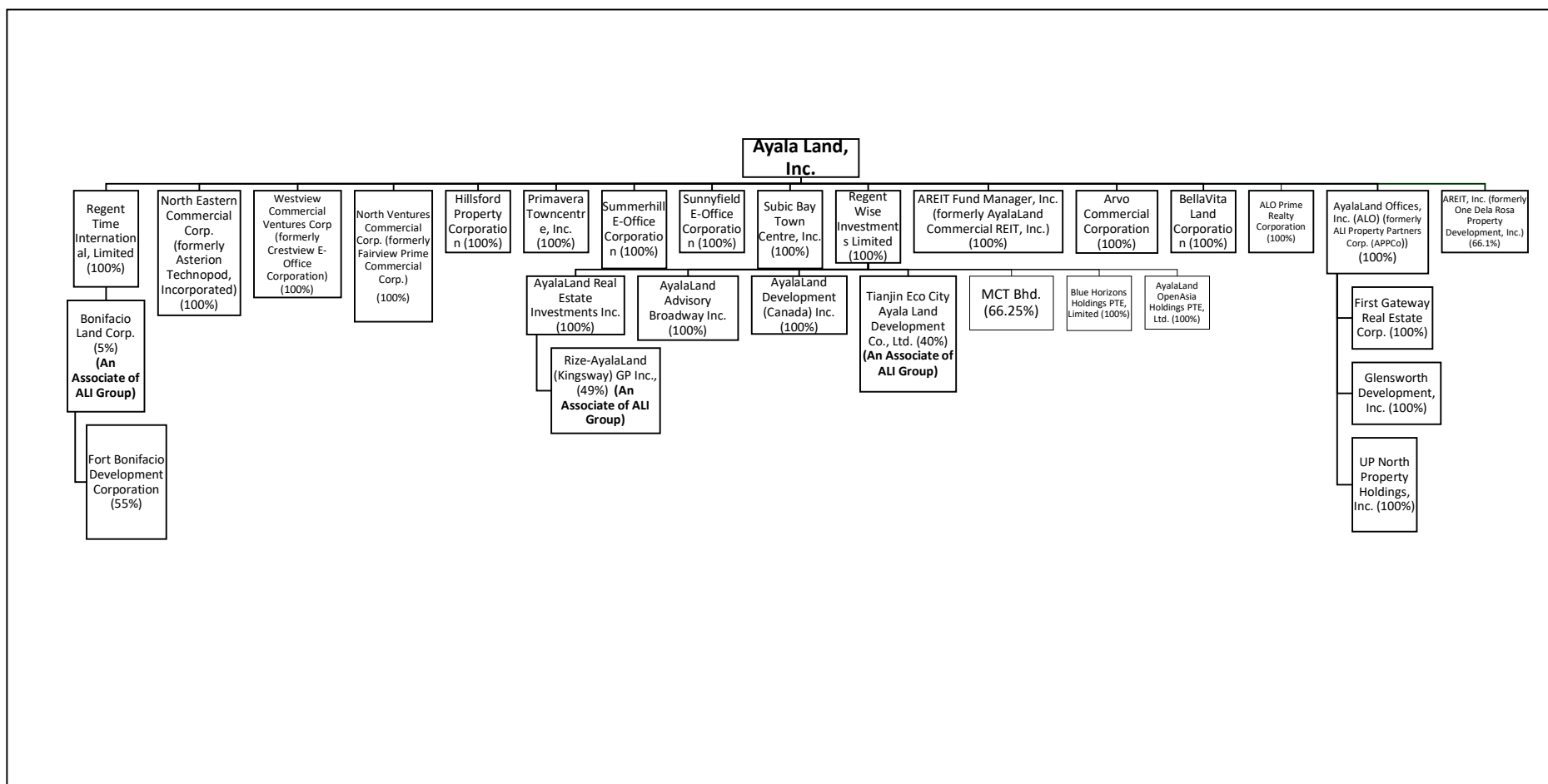
Others:

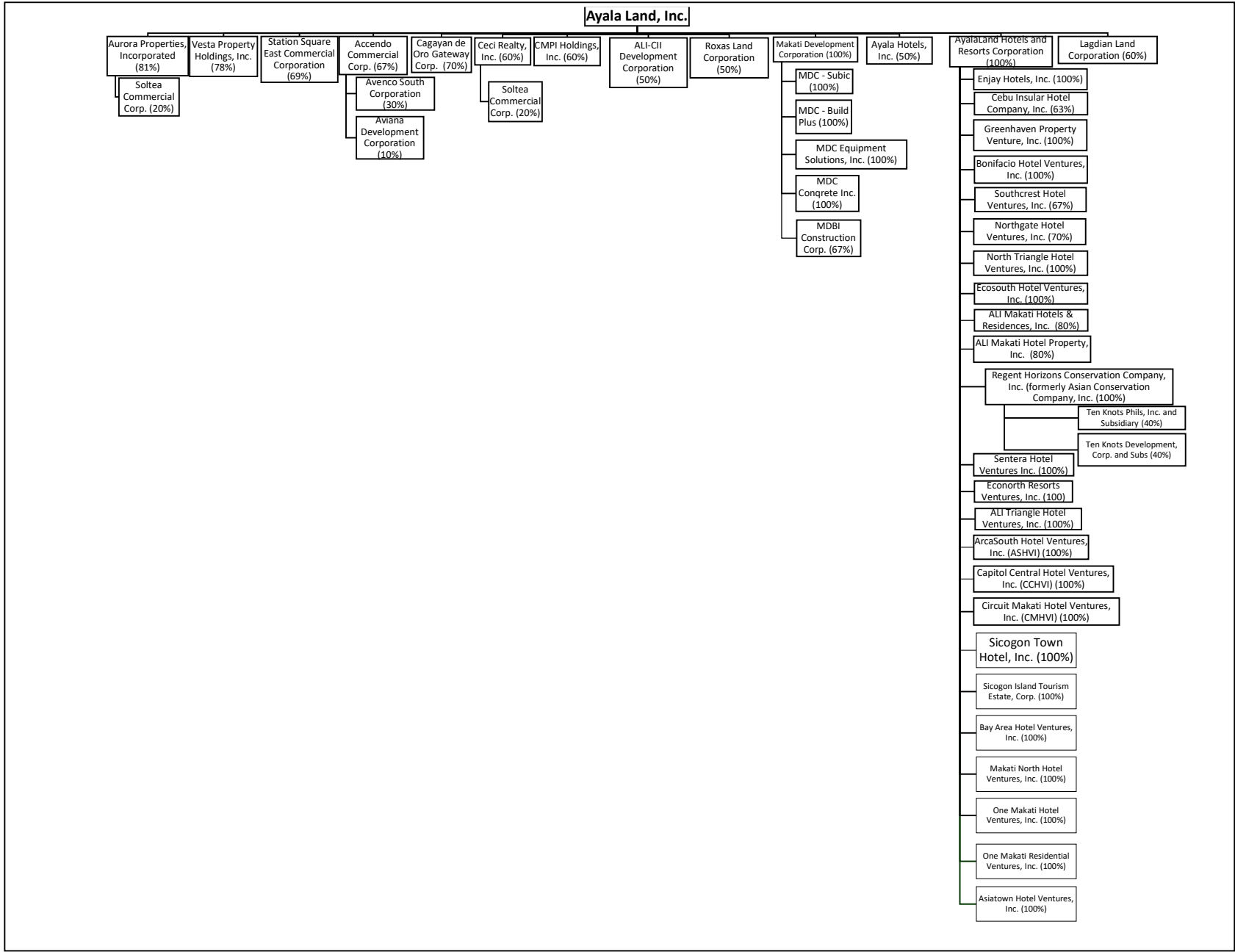
Allnet.Com, Inc.
 First Longfield Investments Limited (Hongkong Company)
 Green Horizons Holdings Limited
 Aprisa Business Process Solutions, Inc.
 Ayala Land Club Management, Inc.
 All Capital Corp.
 Airswift Transport, Inc.
 Swift Aerodrome Services, Inc.
 Area South Integrated Terminal, Inc.
 Whiteknight Holdings, Inc.
 AyalaLand Medical Facilities Leasing Inc.
 Anaya Cove Beach and Nature Club, Inc.
 Anaya Cove Golf and Sports Club, Inc.

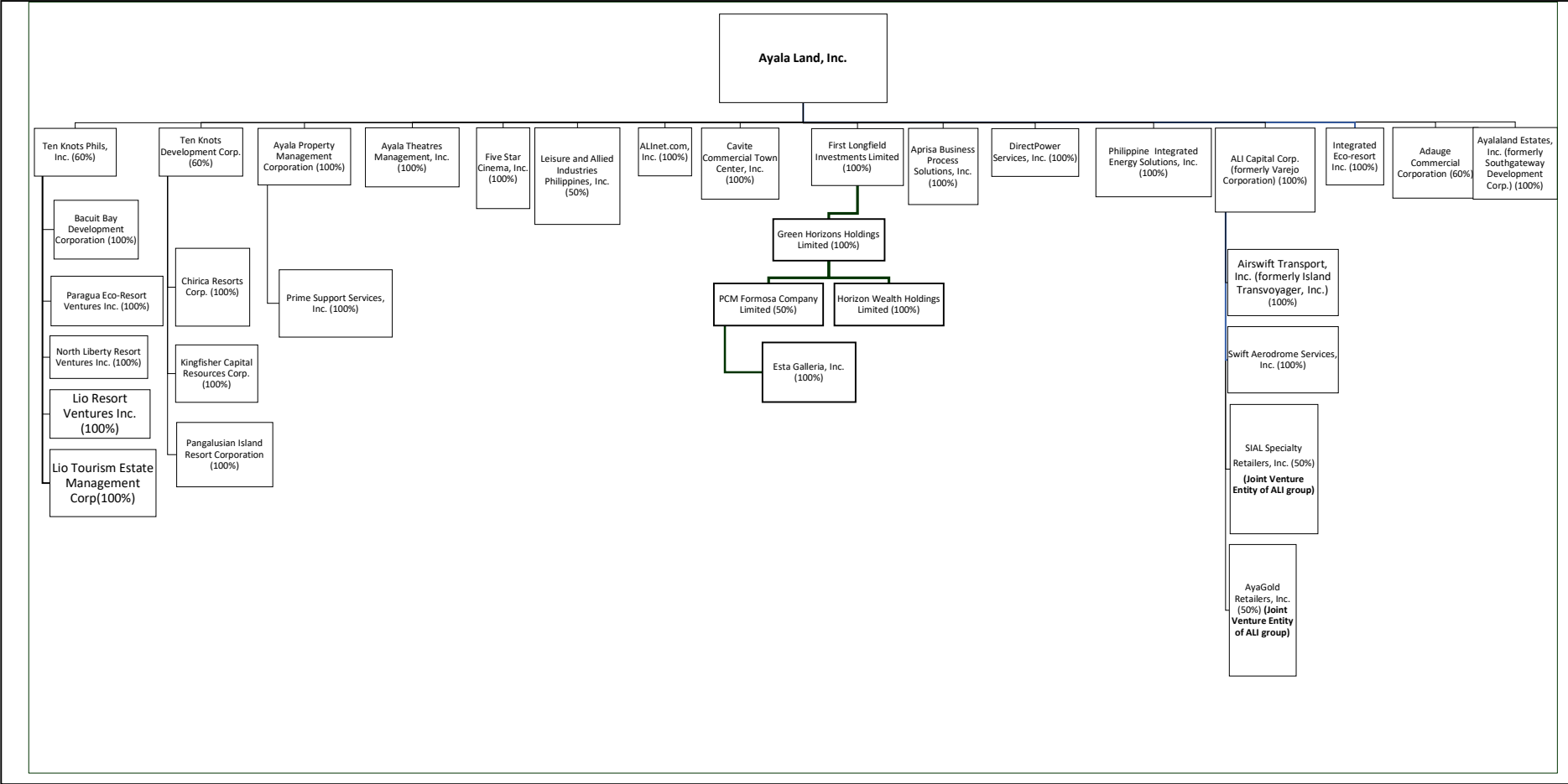
Subsidiaries

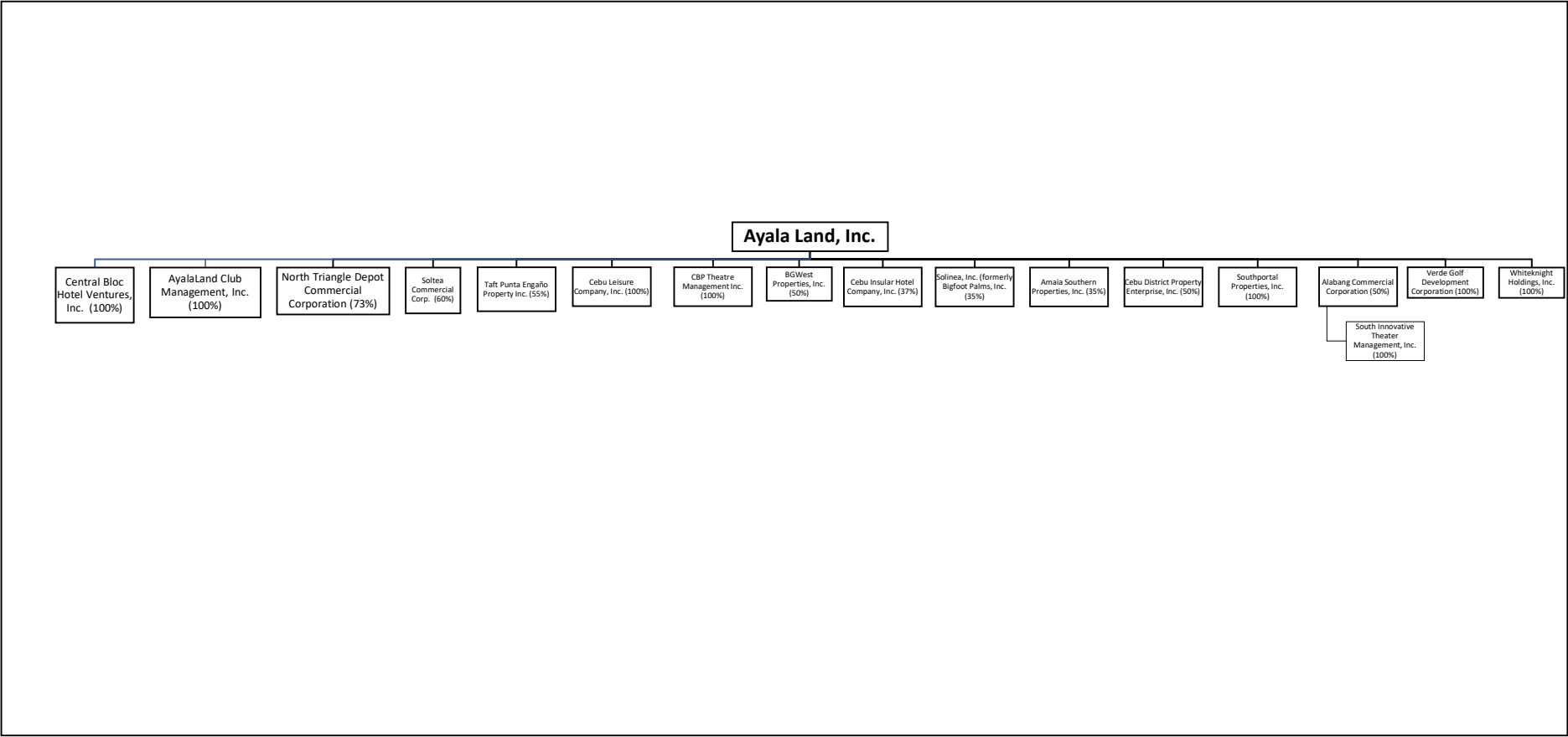
Ayala Land, Inc.

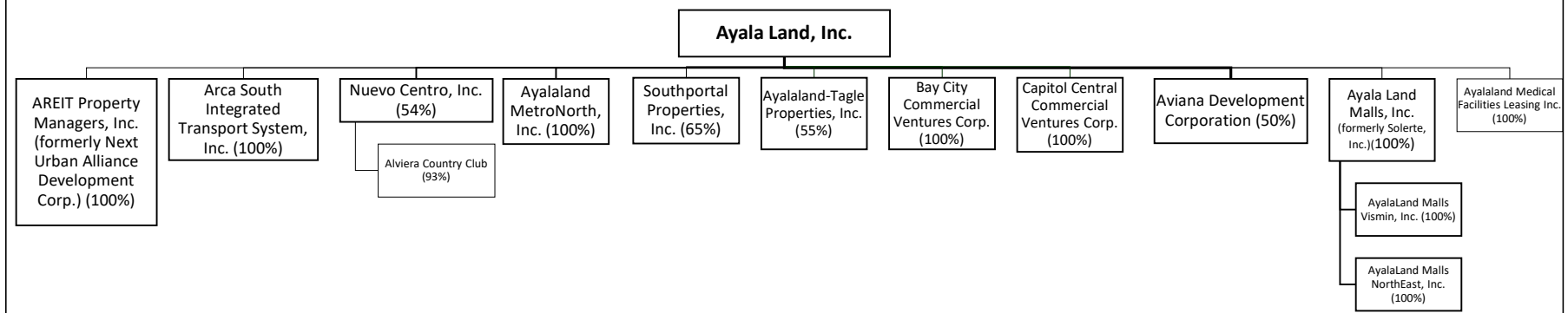


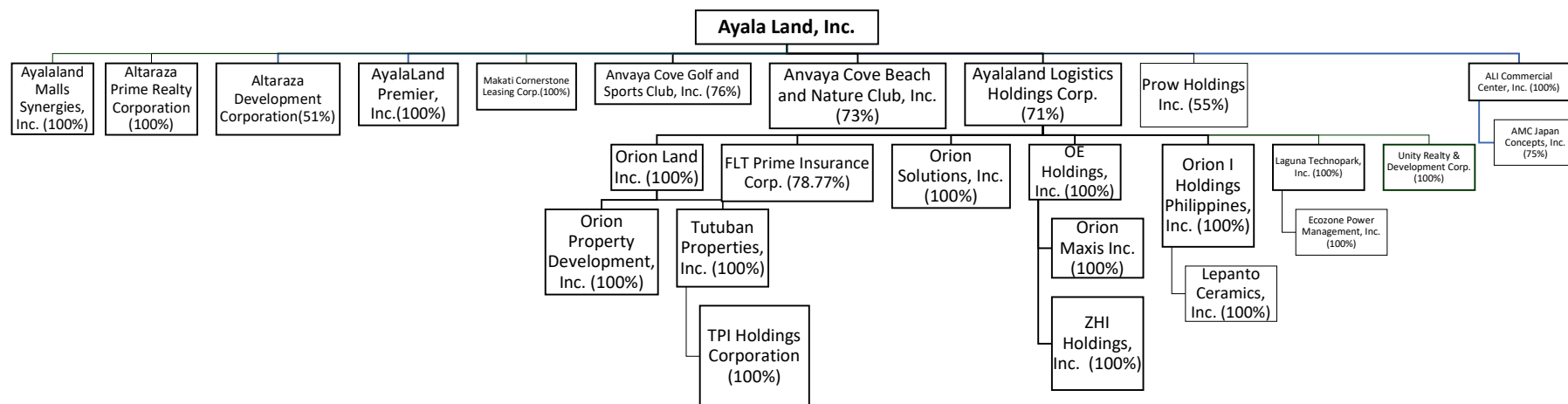




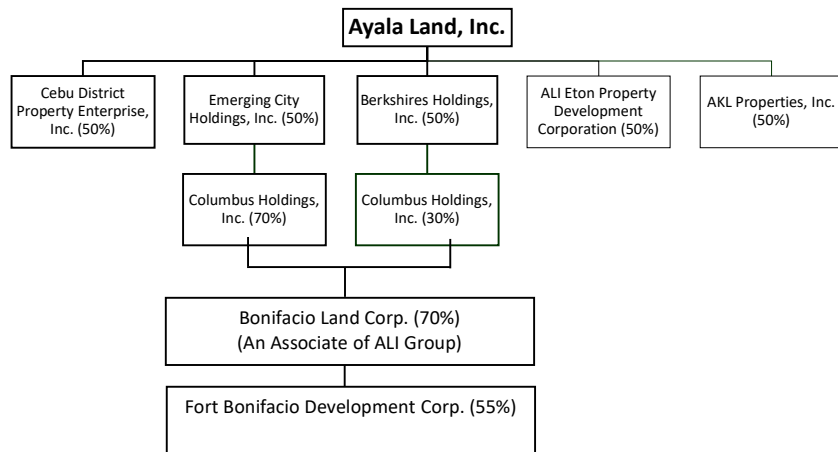








Direct Investments in Joint Ventures



Direct Investments in Associates

