

# SECURITIES AND EXCHANGE COMMISSION

## SEC FORM 17-C

### CURRENT REPORT UNDER SECTION 17 OF THE SECURITIES REGULATIONS CODE (SRC) AND SRC RULE 17(a)-1(b)(3) THEREUNDER

1. March 6, 2013  
Date of Report (Date of earliest event reported)
2. 152747 SEC Identification Number 3. 000-153-790-000  
BIR Tax Identification Number
4. AYALA LAND, INC.  
Exact Name of registrant as specified in its charter
5. PHILIPPINES Province, country or other jurisdiction of  
incorporation 6. [REDACTED] (SEC Use Only)  
Industry Classification Code
7. 30/F, Tower One, Ayala Triangle, Ayala Avenue, Makati City 1226  
Address of principal office Postal code
8. (632) 750-6974  
Registrant'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 4 and 8 of the SRC

*As of December 31, 2012*

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
<b>COMMON SHARES</b>	<b>13,752,033,376</b>
<b>OUTSTANDING DEBT (REGISTERED)</b>	<b>P 21.03 Billion</b>

Indicate the item numbers reported herein : Item 9 – Other Events

The Board of Directors of Ayala Land, Inc. (ALI) approved this evening the top-up placement of 399,528,229 ALI common shares at a price of P30.50 per share. Please refer to the enclosed announcement for more details.

The Board also approved the amendment to the Seventh Article of the Company's Articles of Incorporation exempting the sale of treasury shares from the pre-emptive rights of stockholders. The amendment will be presented to the stockholders for approval at the annual stockholders' meeting on April 17, 2013.



**PUBLIC ANNOUNCEMENT**

**AYALA LAND COMPLETES  
PHP 12.2 BILLION EQUITY PLACEMENT**

Ayala Land, Inc. ("Ayala Land" or the "Company") has completed a placement of 399,528,229 Ayala Land common shares at a price of Php 30.50 per share, equivalent to a 3.6% discount on the 5-day volume-weighted average price of the Ayala Land stock, raising an aggregate of about Php 12.2 billion in proceeds. Due to strong demand and the fact that the placement was almost three times oversubscribed, the Company decided to increase the offer size from 320,000,000 to 399,528,229 shares.

The placement was conducted via an overnight bookbuilt offering structured as a top-up placement wherein all the proceeds will be received by Ayala Land. Ayala Corporation assisted in facilitating the offering by lending its shares.

The Company will use the proceeds of the share placement primarily to fund its next phase of development, enabling it to sustain its high growth trajectory. The Company has identified significant land banking opportunities amounting to approximately Php 20 billion and has earmarked Php 46 billion for project completion as part of its Php 66 billion capital expenditure program for 2013.

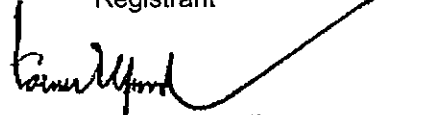
UBS Investment Bank acted as Sole Bookrunner and Placement Agent in connection with the Placement.

***This announcement is not an offer for sale of securities in the United States. The securities referred to herein (the "Securities") have not been registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and may not be sold in the United States absent registration or an exemption from registration under the Securities Act. The issuer of the Securities does not intend to register any part of the placement in the United States or to conduct a public offering of the Securities in the United States.***

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.

**AYALA LAND, INC.**

Registrant

A handwritten signature in black ink, appearing to read "Jaime Ysmael", written over a horizontal line.

**JAIME E. YSMAEL**

Senior Vice President, Chief Finance  
Officer and Compliance Officer

Signature and Title

Date : **March 6, 2013**