



April 28, 2009

Securities & Exchange Commission

Attn.: Director Justina F. Callangan
Corporation & Finance Department
S.E.C. Building, EDSA
Mandaluyong City

Philippine Stock Exchange

Attn.: Ms. Janet A. Encarnacion
Head - Disclosure Department
4/F PSE Center, Exchange Road
Ortigas Center, Pasig City

Philippine Dealing and Exchange Corporation

Attn.: Ms. Pilar Recto
Issuer Compliance and Disclosures Dept.
37F Tower 1, The Enterprise Center
6766 Ayala Ave cor. Paseo de Roxas
Makati City

Gentlemen:

In compliance with the Notice of the Securities and Exchange Commission dated October 20, 2006 implementing Section 38 of the Securities Regulation Code, we are submitting herewith the updated Certification of the following independent directors of the Company, to wit:

1. Corazon S. de la Paz-Bernardo
2. Oscar S. Reyes
3. Francis G. Estrada

The duly notarized copy of the Certification of Ms. de la Paz-Bernardo will be submitted in due course as Ms. de la Paz-Bernardo is currently out of the country.

We trust that you will find the foregoing in order.

Thank you.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'Solomon M. Hermosura'.

SOLOMON M. HERMOSURA
Assistant Corporate Secretary

CERTIFICATION OF INDEPENDENT DIRECTORS

I, Corazon S. de la Paz - Bernardo, Filipino, of legal age and a resident of 11A Luna Gardens, Rockwell Center, Makati, MM, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an independent director of Ayala Land, Inc.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
a. Banco de Oro	Vice-Chairperson	2007 to present
b. Equitable Card Network	Director	2001 to present
c. PLDT	Advisor to Audit Committee	2005 to present
d. Philex Gold (Canadian Company)	Director	2001 to present
e. Miriam College	Trustee	2000 to present
f. MFI Foundation (Formerly Meralco Foundation, Inc.)	Trustee/Treasurer	1989 to present
g. University of the East	Trustee	2007 to present
h. Social Security System	Consultant to the Chairman, Social Security Commission	August 2008 to present
i. International Social Security Association (a Switzerland-based organization affiliated with the International Labour Office)	President	2004 to 2011

3. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of Ayala Land, Inc., as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code.

5. I shall inform the corporate secretary of Ayala Land, Inc. of any changes in the abovementioned information within five days from its occurrence.


CORAZON S. DE LA PAZ - BERNARDO
 Affiant

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **OSCAR S. REYES**, Filipino, of legal age and a resident of Unit 6, Kasiyahan Homes, 58 McKinley Road, Forbes Park, Makati City, after having been duly sworn in accordance with law, declare that:

1. I am an independent director of Ayala Land, Inc.
2. I am affiliated with the following companies or organizations:

Company Organization	Position/Relationship	Period of Service
Bank of the Philippine Islands	Director	2003-present
Manila Water Company	Director	2005-present
Philippine Long Distance Telephone Company	Director	2001-present
SMART Communications Inc.	Director	2006-present
Sun Life of Canada Philippines, Inc.	Director	2004-present
Sun Life Financial Plans, Inc.	Director	2006-peresent
Sun Life Prosperity Dollar Abundance Fund Inc.	Director	2003-present
Sun Life Prosperity Dollar Advantage Fund Inc.	Director	2003-present
Pepsi Cola Products Philippines, Inc.	Director	2007-present
Basic Energy Corporation	Director	2007-present
Basic EcoMarket Farms, Inc.	Chairman	2009
First Philippine Electric Company	Director	2003-present
Petrolift Inc.	Director	2007-present
Mindoro Resources Ltd.	Director	2003-present
MRL Gold Philippines Inc.	Chairman	2008-Present
Global Resources for Outsourced Workers (GROW), Inc.	Director	2003-present
Link Edge Inc.	Chairman	2002-present
CEO's Inc.	Chairman	2002-present
Tower Club	Director	2004-present

3. I possess all the qualifications and none of the disqualifications to serve as an independent director of Ayala Land, Inc. as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code.

5. I shall inform the corporate secretary of Ayala Land, Inc. of any change in the abovementioned information within five days from its occurrence.

20 April 2009, Makati City.


OSCAR S. REYES
 Affiant

SUBSCRIBED AND SWORN to before me this 20 day of April 2009, affiant exhibiting to me his Passport No. XX2143931 issued on 29 September 2009 at Manila.

Doc. No. 250;
 Page No. 53;
 Book No. LXXX;
 Series of 2009.

CONSTANTINO A. MARCAIDA
 Notary Public- until 31 Dec. 2009
 PTR No. 0006819 06 Jan. 2009
 Issued at Makati City
 TIN: 132-204-784

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

CERTIFICATION OF INDEPENDENT DIRECTORS

I, **Francis G. Estrada**, Filipino, of legal age and a resident of 45-A, South Tower Pacific Plaza, Fort Bonifacio Global City, Taguig City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a director of Ayala Land, Inc.
2. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Asian Institute of Management	President and Trustee	May 16, 2006 to present
AIM Scientific Research Foundation, Inc.	President and Trustee	May 16, 2006 to present
Energy Development Corporation (formerly PNOC-EDC)	Independent Director and Member of the Audit Committee and Nomination and Compensation Committee	February 19, 2008 to present
Clean Air Initiative (CAI) Center	Director and Chairman of Compensation Committee	June 2007 to present
Odyssey Capital Ventures (SPV-AMC), Inc.	President	September 2005 until dissolution in October 2008
Latex Holdings, Inc.	President	September 2003 to present
JP Latex Technology, Inc.	Director	September 2003 to present
Institute of Corporate Directors	Fellow and Trustee	May 2004
Institute for Solidarity in Asia	Fellow	May 2004 to present
Philam Life and General Insurance Corporation	Independent Director and Member of the Audit Committee	May 2006 to present
Rizal Commercial Banking Corporation	Advisory Board	May 2006 to present
Equity Managers Asia, Inc.	Chairman, Founder	April 1998 to present
Sociedad Beneficencia Espanola	Director	January 2006 to present
Maximo T. Kalaw Foundation	Director	2002 to present
De La Salle University		

a) DLSU	Trustee	2005 to present
b) National Mission Council	Member Chairman of the Investment Committee	September 2006 to present
American Chamber of Commerce	Member	2006 to present
Management Association of the Philippines	Member	2006 to present
Ayala Land, Inc.	Director Member, Personnel and Compensation Committee	April 2008 to present
Xavier Labour Relations Institute (Jamshedpur, India)	Governor	February 2008
Shanghai Jiao Tong University	Member Board of Advisors	April 2008
Universiti Putra Malaysia	Academic Advisory Board	March 2009

3. I possess all the qualifications and none of the disqualifications to serve as a Director of Ayala Land, Inc., as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations.

4. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code.

5. I shall inform the corporate secretary of Ayala Land, Inc. of any changes in the abovementioned information within five days from its occurrence.

Done, this ^{APR 14 2009} ~~13th~~ day of April 2009 at Makati City.


Francis G. Estrada
Affiant

SUBSCRIBED AND SWORN to before me this 14 day of APR 14 2009 at MAKATI CITY, affiant personally appeared before me and exhibited to me his Passport No. XXDS25711 issued at Manila on March 19, 2008.

Doc. No. 209 ;
Page No. 53 ;
Book No. LXX ;
Series of 2009 .

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

CONSTANTINO A. MARCAIDA
Notary Public-until 31 Dec. 2009
PTR No. 0006819 06 Jan. 2009
Issued at Makati City
TIN: 132-204-724