

11 April 2017

Securities and Exchange Commission

PICC Complex, Roxas Boulevard, Pasay City

Attention: Hon. Vicente Graciano P. Felizmenio, Jr.
Director, Markets and Securities Regulation Department

Philippine Stock Exchange, Inc.

3/F Tower One and Exchange Plaza
Ayala Triangle, Ayala Ave., Makati City

Attention: Mr. Jose Valeriano B. Zuño, III
OIC - Head, Disclosure Department

Philippine Dealing and Exchange Corporation

37/F Tower 1, The Enterprise Center
6766 Ayala Ave cor. Paseo de Roxas, Makati City

Attention: Ms. Vina Vanessa S. Salonga
Head, Issuer Compliance and Disclosure Department

Gentlemen:

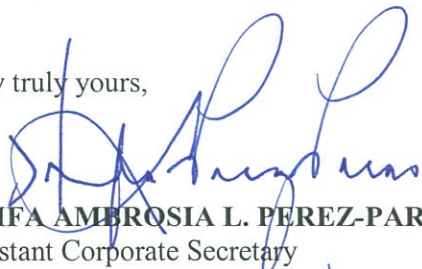
In compliance with the SEC Memorandum Circular No. 5, Series of 2017, we are submitting the enclosed Certifications of the following nominees for independent directors for our Annual Stockholders' Meeting scheduled for 19 April 2017.

1. Ma. Angela E. Ignacio
2. Jaime C. Laya; and
3. Rizalina G. Mantaring

We trust that you will find the foregoing in order.

Thank you.

Very truly yours,



NIMFA AMBROSIA L. PEREZ-PARAS
Assistant Corporate Secretary

CERTIFICATION OF INDEPENDENT DIRECTOR

I, Ma. Angela E. Ignacio, Filipino, of legal age and a resident of Unit 6 Green Manor 101 11th Street New Manila, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Ayala Land, Inc. for its Annual Stockholders' Meeting on April 19, 2017.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporations):

COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
The World Bank	International Consultant	Dec. 2016 - present
Avisez Asia, Inc.	Managing Director	Sept 2016 - present
R.A. Ignacio Construction	Director / EVP	Aug 2016 - present
ESNA Financing & Investment Corp.	Director	1996 - present
ESNA Realty Corp.	Director	1998 - present
ESNA Holdings	Director	2012 - present

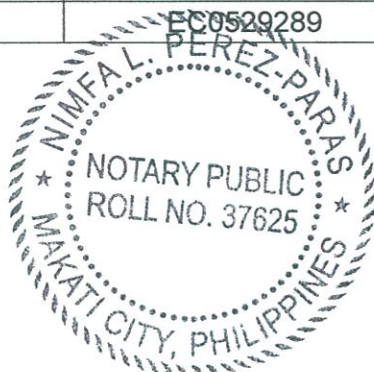
3. I possess all the qualification and none of the disqualifications to serve as an Independent Director of Ayala Land, Inc., as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.
4. I am not related to any director/officer/substantial shareholder of Ayala Land, Inc. and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code.
5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC Issuances.
7. I shall inform the Corporate Secretary of Ayala Land, Inc. of any changes in the abovementioned information within five days from its occurrence.

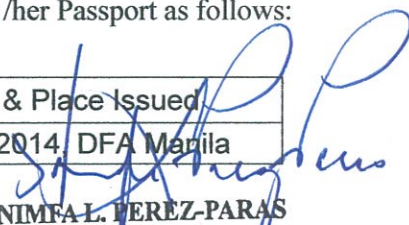
Done, this MAR 20 2017 day of _____, 2017 at MAKATI CITY.


Ma. Angela E. Ignacio
 Affiant

SUBSCRIBED AND SWORN to before me this _____ day of MAR 20 2017 at MAKATI CITY, affiant personally appeared before me and exhibited to me /her Passport as follows:

Name	Passport No. / ID No.	Date & Place Issued
MA. ANGELA E. IGNACIO	EC0529289	11 March 2014, DFA Manila




NIMFA L. PEREZ-PARAS
 Notary Public – Makati City
 Appt. No. M-473 until 31 December 2018
 Attorney's Roll No. 37625
 PTR No. 5915468MD; 01-09-2017; Makati City
 IBP Lifetime Roll No. 011985
 MCLE Compliance No. V – 0020970; 03 May 2016
 27th Floor, Tower One & Exchange Plaza
 Ayala Triangle, Ayala Avenue
 Makati City, Philippines

Doc. No. 122 ;
 Page No. 26 ;
 Book No. I ;
 Series of 2017
 Notarial DSI pursuant to
 Sec. 188 of the Tax Code
 affixed on Notary Public's copy.

CERTIFICATION OF INDEPENDENT DIRECTOR

I, Jaime C. Laya, Filipino, of legal age and a resident of 11 Panay Avenue, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Ayala Land, Inc. and have been its independent director since April 14, 2010.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporation):

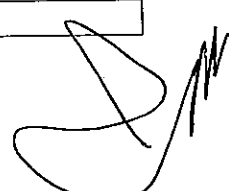
COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
See attached		

3. I possess all the qualification 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, its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following director/officer/substantial shareholder of Ayala Land, Inc. and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code. *(where applicable)*.

NAME OF DIRECTOR/ OFFICER/ SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP
None		

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
None		



6. I have the required written or consent from the President of the Cultural Center of the Philippines to be an independent director in Ayala Land, Inc. pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Civil Service Rules.
7. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC Issuances.
8. 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 28th day of March, 2017 at the City of Manila.



Affiant

SUBSCRIBED AND SWORN to before me this 28th day of March, 2017 at the City of Manila, affiant personally appeared before me and exhibited to me his Philippine Passport No. EC3123727 issued at Manila on 7 January 2015.

Doc. No. 244 ;
Page No. 50 ;
Book No. I ;
Series of 2017.



NEMESIO M. DOMINGO
Commission No. 2016-052
Notary Public for the City of Manila
Until December 31, 2017
1000 U. N. Ave., Cor. San Marcelino St., Manila
MCLE Compliance No. V-0017753
Roll No. 43903 / 05-07-99
PTR No. 5995369; 01/03/17; Manila
IBP No. 03932 / Isabela
TIN 109-213-922

JAIME C. LAYA, Ph.D.
March 27, 2017

Chairman and President - Philippine Trust Company (Philtrust Bank)
Chairman - Escuela Taller de Filipinas Foundation, Inc., Don Norberto Ty Foundation, Inc.
Independent Director, Philippine AXA Life Insurance Co., Inc., GMA Network, Inc., GMA Holdings, Inc.,
Ayala Land, Inc., Manila Water Company, Inc., Charter Ping An Insurance Corporation
Trustee, Cultural Center of the Philippines, St. Paul University – Quezon City, Metropolitan Museum of
Manila, Yuchengco Museum, Ayala Foundation, Inc., and others
Director, Various family corporations
Columnist, *Manila Bulletin*

Past Positions - Government

Minister of Education, Culture and Sports and Chairman, University of the Philippines and other state uni-
versities and colleges, 1984-86
Minister of the Budget, 1975-81
Chairman of the Monetary Board and Governor, Central Bank of the Philippines, 1981-84
Chairman, National Commission for Culture and the Arts, 1996-2001
Professor of Business Administration and Dean, College of Business Administration, University of the
Philippines, 1957-78
Action Officer, Intramuros Administration (old city restoration project), 1979-86

Recent Past Positions – Private Sector

Founder and Chairman, Laya Mananghaya & Co., Certified Public Accountants and Management Consult-
ants (Member, KPMG International), 1986-2004.
Director and Trustee of various organizations – Manila Polo Club, Bankers Association of the Philippines,
Association of Certified Public Accountants in Private Practice, and others

Education


B.S.B.A. (accounting; *magna cum laude*), University of the Philippines, 1957
M.S. (industrial management), Georgia Institute of Technology, 1961
Ph.D. (financial management), Stanford University, 1966

Honors

Orden del Mérito Civil (rank of *Encomienda de Número*), Spain, 2014
Distinguished Achievement Award, Philippine Institute of Certified Public Accountants, 2008
Lifetime Achievement Award, Association of Certified Public Accountants in Public Practice, 2007
Doctor of Laws (*honoris causa*), Philippine Womens' University, 1983
Doctor of Humanities (*honoris causa*), Mindanao State University, 1980
Outstanding CPA in Government, Philippine Institute of Certified Public Accountants, 1979
Ten Outstanding Young Men (TOYM) Awardee (Business Education), 1967

Professional Qualification

Certified Public Accountant, 1957 examination (8th place)





Cultural Center of the Philippines
SENTRONG PANGKULTURA NG PILIPINAS

March 16, 2017

SECURITIES AND EXCHANGE COMMISSION
SEC Building, EDSA, Greenhills, Mandaluyong City, Philippines

Attention : Mr. Vicente Graciano P. Felizmenio, Jr.
Director, Markets and Securities Regulation Department

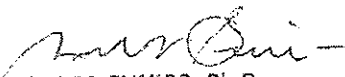
Subject : Consent to the Nomination and Election of Dr. Jaime C. Laya
As Independent Director for the following companies:

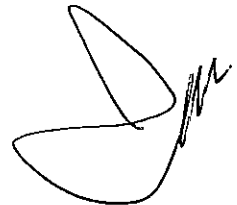
- a. Manila Water Company, Inc.
- b. GMA Network, Inc.,
- c. GMA Holdings, Inc.
- d. Ayala Land, Inc.

Gentlemen:

With respect to the nomination of Dr. Jaime C. Laya, a Member of the Board of Trustees of the Cultural Center of the Philippines ("CCP"), to serve as independent director of Manila Water Company, Inc. ("MWC"), GMA Network, Inc., GMA Holdings, Inc. and Ayala Land Inc., please be advised that the CCP interposes no objection to the nomination and election of Dr. Laya in the above-mentioned Boards.

Thank you.


RAUL M. SUNICO, Ph.D
President



CERTIFICATION OF INDEPENDENT DIRECTOR

I, Rizalina G. Mantaring, Filipino, of legal age and a resident of 12 Vicente Lim St., Ayala Heights, Quezon City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am a nominee for independent director of Ayala Land, Inc. and have been its independent director since April 7, 2014.
2. I am affiliated with the following companies or organizations (including Government-Owned and Controlled Corporation):

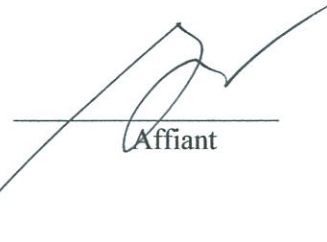
COMPANY/ORGANIZATION	POSITION/RELATIONSHIP	PERIOD OF SERVICE
Sun Life of Canada (Phils.), Inc.	President and Chief Executive Officer	25 years
Sun Life Asset Management Co.	Director	10 years
Sun Life Financial Plans, Inc.	Director	10 years
Sun Life Financial Holdings, Co.	President	8 years
Sun Life Prosperity Funds	Chair	8 years
Sun Life Foundation	Chair	8 years
First Philippine Holdings, Inc.	Independent Director	10 months
Microventures Foundation, Inc.	Independent Director	3 years

3. I possess all the qualification 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, its Implementing Rules and Regulations and other SEC issuances.
4. I am related to the following director/officer of Ayala Land, Inc. and its subsidiaries and affiliates other than the relationship provided under Rule 38.2.3 of the Securities Regulation Code. (*where applicable*).

NAME OF DIRECTOR/ OFFICER/ SUBSTANTIAL SHAREHOLDER	COMPANY	NATURE OF RELATIONSHIP
N/A		

5. To the best of my knowledge, I am not the subject of any pending criminal or administrative investigation or proceeding.
6. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its implementing Rules and Regulations, Code of Corporate Governance and other SEC Issuances.
7. 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 17th day of March 2017, at Taguig City .




Affiant

SUBSCRIBED AND SWORN to before me this _____ day of MAR 17 2017 at MAKATI CITY,
affiant personally appeared before me and exhibited to me his/her Passport No. EC 5914428 issued at
DFA MANILA on 13 NOV 2015 .

Doc. No. 16 ;
Page No. 5 ;
Book No. N ;
Series of 2017.



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


JOANNE M. LIM
Notary Public – Makati City
Appt. No. 461 until December 31, 2017
Attorney's Roll No. 55362
PTR No. 5913556MD; 01/04/2017; Makati City
IBP No. 1060733; 01/09/2017; Quezon City Chapter
MCLE Compliance No. V – 0014302; 02/16/2016
27th Floor, Tower One and Exchange Plaza
Ayala Triangle, Ayala Avenue
Makati City
Tel. No.: 908-3959; Fax No.: 848-5327