## SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

|  |  | 23 |  |
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|  |  |    |  |

to filing requirement

|                                | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES     |
|--------------------------------|--|
| Check box if no longer subject | Filed pursuant to Section 23 of the Securities Regulation Code |

| Name and Address of Reporting Person            | 2. Issuer Name and Trading Symbol |                       |   |                     |                | hip of Reporting Person to Is |   |  |  |  |
|---|-----------------------------------|-----------------------|---|---------------------|----------------|-------------------------------|---|--|--|--|
| HERNANDEZ, JAVIER D.                            | -                                 | AYALA LAND, INC (ALI) |   |                     |                |                               | (Check all applicable)                            |  |  |  |
| (First) (Middle)                                | Tax Identification     Number     |                       | 15. Statement for<br>Month/Year               |                     |                | Director Officer              |   | 10% Owner<br>Other   |  |  |
| c/o Ayala Land, Inc.                            | 154-336                           | 5-774                 |   |                     |                | (give title below             | v)  | (specify below)  |  |  |
| 30F Tower One and Exchange Plaza                |                                   |                       |   | August 2018         |                |                               |   |  |  |  |
| (Street)  | 4. Citizenship                    |                       | If Amendment, Date of<br>Original (MonthYear) |                     | VICE PRESIDENT |                               |   |  |  |  |
| Ayala Triangle, Ayala Avenue, Makati City, 1226 | FILIPI                            | NO                    |   |                     |                |                               |   |  |  |  |
| (City) (Province) (Postal Code)                 |                                   | Т                     | able 1 - Equity Securit                       | ies Beneficially Ow | ned            |                               |   |  |  |  |
| Class of Equity Security                        | Date                              |                       | red (A) or Disposed of (D)                    |                     | Month          | of Securities Owned at End o  | f 4 Ownership Form:<br>Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership   |  |  |
|   | (Month/Day/Year)                  | Amount                | (A) or (D)                                    | Price               | %              | Number of Shares              |   | the case of the contract of th |  |  |
| COMMON SHARES AT P1.00 PAR VALUE                | Beg. Bal.                         |                       |   |                     | 0.00%          | 318,909                       | 67,647  | (I) Lodged with PCD  |  |  |
| Fig. 1  | 7/23/2018                         |                       |   |                     |                |                               | 251,262   | (I) ESOWN (subscribed & unissued until fully paid)   |  |  |
|   |                                   |                       |   |                     |                |                               |   |  |  |  |
|   | Transaction date 8/15/2018        | 1,000                 | D   | P41.00              |                |                               |   |  |  |  |
|   |                                   | 2,500                 |   | P41.10              |                |                               |   |  |  |  |
|   |                                   | 1,000                 |   | P41.30              |                |                               |   |  |  |  |
|   | Transaction date 8/16/2018        | 1,000                 | D   | P41.30              |                |                               |   |  |  |  |
|   |                                   |                       |   |                     |                |                               |   |  |  |  |
|   | End. Bal.                         |                       |   |                     |                |                               | 62,147  | (I) Lodged with PCD  |  |  |
|   | as of 8/16/2018                   | II =,_                |   |                     | 0.00%          | 313,409                       | 251,262   | (I) ESOWN (subscribed & unissued until fully paid)   |  |  |
|   |                                   |                       |   |                     |                |                               |   |  |  |  |
|   |                                   |                       |   |                     |                |                               |   |  |  |  |

If the change in beneficial ownership is 50% of the previous shareholdings or is equal to 5% of the outstanding capital stock of the issuer, provide the disclosure requirements set forth on page 3 of this form.

Reminder: Report on a separate line for each class of equity securities beneficially owned directly or indirectly.

- (1) A person is directly or indirectly the beneficial owner of any equity security with respect to which he has or shares:
  - (A) Voting power which includes the power to vote, or to direct the voting of, such security; and/or
  - (B) Investment power which includes the power to dispose of, or to direct the disposition of, such security.
- (2) A person will be deemed to have an indirect beneficial interest in any equity security which is: (A) held by members of a person's immediate family sharing the same household;
  - (B) held by a partnership in which such person is a general partner;
  - (C) held by a corporation of which such person is a controlling shareholder; or
  - (D) subject to any contract, arrangement or understanding which gives such person voting power or investment power with respect to such security.

| 1. Derivative Security | Conversion or     Exercise Price     of Derivative     Security | Exercise Price Date of Derivative (Month/Day/Yr) |        | Number of Derivative Securities     Acquired (A) or Disposed of (D) |                  | 5. Date<br>Exercisable and<br>Expiration Date<br>(Month/Day/Year) |       | 6. Title and Amount of<br>Underlying Securities |  | 8. No. of<br>Derivative<br>Securities<br>Beneficially<br>Owned at | 9. Owner-<br>ship Form<br>of Derivative<br>Security;<br>Direct (D) | 10. Nature<br>of Indirect<br>Beneficial<br>Ownership |
|------------------------|---|--|--------|---|------------------|---|-------|---|--|---|--|--|
|                        |   |  | Amount | (A) or (D)  | Date Exercisable | Expiration<br>Date  | Title | Amount or<br>Number<br>of Shares                |  | End of<br>Month   | or<br>Indirect (I) *   |  |
| N/A                    |   |  |        |   |                  |   |       |   |  |   |  |  |
|                        |   |  |        |   |                  |   |       |   |  |   |  |  |
|                        |   |  |        |   |                  |   |       |   |  |   |  |  |
|                        |   |  |        |   |                  |   |       |   |  |   |  |  |
|                        |   |  |        |   |                  |   |       |   |  |   |  |  |
|                        |   |  |        |   |                  |   |       |   |  |   |  |  |

Explanation of Responses:

Note: File **three (3)** copies of this form, one of which must be manually signed.

Attach additional sheets if space provided is insufficient.

VIER D. HERNANDEZ
Signature of Reporting Person

Date