## SECURITIES AND EXCHANGE COMMISSION Metro Manila, Philippines

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## OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

| Name and Address of Reporting Person            | ing Person 2. Issuer Name and Trading Symbol |                 |  |                      | 7. Relationship of Reporting Person to Issuer (Check all applicable) |                              |   |  |  |  |
|---|--|-----------------|--|----------------------|--|------------------------------|---|--|--|--|
| TOMELDAN, MA. ROWENA VICTORIA M.                | AYALA LAND, INC (ALI)                        |                 |  |                      |  |                              | (Check all applicable)                          |  |  |  |
| (First) (Middle)                                |  |                 | 5. Statement for                               |                      |  | Director                     |   | 10% Owner  |  |  |
| (i iist) (initials)                             | Number                                       |                 | Month/Year                                     |                      | _X_ Officer  |                              |   | Other  |  |  |
| c/o Ayala Land, Inc.                            | 108-728-659                                  |                 |  |                      | (give title below)   |                              | v)  | (specify below)                                    |  |  |
| 30F Tower One and Exchange Plaza                | 100 120 000                                  |                 | February 2021                                  |                      |  |                              |   |  |  |  |
| (Street)  | 4. Citizenship                               |                 | If Amendment, Date of     Original (MonthYear) |                      | VICE PRESIDENT   |                              |   |  |  |  |
| Ayala Triangle, Ayala Avenue, Makati City, 1226 | FILIPI                                       | FILIPINO        |  |                      |  |                              |   |  |  |  |
| (City) (Province) (Postal Code)                 |  | Table           | e 1 - Equity Securi                            | ities Beneficially O |  |                              |   |  |  |  |
| 1. Class of Equity Security                     | 2. Transaction<br>Date                       | Z. Handdollon   |  |                      | 3. Amount of Month   | of Securities Owned at End o | 4 Ownership Form:<br>Direct (D) or Indirect (I) | Nature of Indirect Beneficial     Ownership        |  |  |
|   | (Month/Day/Year)                             |                 |  |                      |  | Number of Shares             |   |  |  |  |
|   |  | Amount          | (A) or (D)                                     | Price                | 0.040/   | 4.544.000                    | 23,123  | (I) Lodged with PCD                                |  |  |
| COMMON SHARES AT P1.00 PAR VALUE                | Beg. Bal.                                    |                 |  |                      | 0.01%  | 1,544,683                    | 1,110,280                                       | (I) ESOWN (subscribed & unissued until fully paid) |  |  |
|   | as of 09/28/2020                             |                 |  |                      |  |                              | 411,280   | Direct   |  |  |
|   |  |                 |  | D40.00               |  |                              | 411,280   | Direct   |  |  |
|   | Transaction Date 02/11/2021                  | 3,300           | D  | P40.00<br>P40.25     |  |                              |   |  |  |  |
|   | 02/11/2021                                   | 1,800<br>26,700 | D  | P40.25               |  |                              |   |  |  |  |
|   |  | 10,000          | D  | P40.35               |  |                              |   |  |  |  |
|   |  | 20,000          | D  | P40.40               |  |                              |   |  |  |  |
|   |  | 20,000          | D  | P40.50               |  |                              |   |  |  |  |
|   |  |                 |  |                      |  |                              |   | W. L. W. BOD                                       |  |  |
|   | End. Bal.                                    |                 |  |                      |  |                              | 23,123  | (I) Lodged with PCD                                |  |  |
|   | 02/11/2021                                   |                 |  |                      | 0.01%  | 1,462,883                    | 1,110,280                                       | (I) ESOWN (subscribed & unissued until fully paid) |  |  |
|   |  |                 |  |                      |  |                              | 329,480   | Direct   |  |  |
|   |  |                 |  |                      |  |                              |   |  |  |  |
|   |  |                 |  |                      |  |                              |   |  |  |  |

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.

- er: Report on a separate line for each class of equity securities 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 vote, or to direct the voting of, such security, and/or

  (C) 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.

FORM 23-B (continued)

## Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., warrants, options, convertible securities)

| 1. Derivative Security | 2. Conversion or<br>Exercise Price<br>of Derivative<br>Security | 3. Transaction Date (Month/Day/Yr) | Number of Derivative Securities     Acquired (A) or Disposed of (D) |            |                  |                    | Title and Amount of<br>Underlying Securities |                                  | 7. Price of<br>Derivative<br>Security | Derivative<br>Securities<br>Beneficially<br>Owned at | ship Form<br>of Derivative | 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.

MA. ROWENA VICTORIA M. TOMELDAN

Signature of Reporting Person

15-Feb-21