

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. 26 April 2023 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. (SEC Use Only) Industry Classification Code
7. 31F, Tower One and Exchange Plaza, Ayala Triangle, Ayala Avenue, Makati City Address of principal office 1226 Postal code
8. 7908-3000 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

Table with 2 columns: Title of Each Class, Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding. Rows include COMMON SHARES and VOTING PREFERRED SHARES.

Indicate the item numbers reported herein : Please refer to attached letter

Re: Results of Annual Stockholders' Meeting and Organizational Meeting of the Board of Directors

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

Handwritten signature of Michelle Marie T. Valbuena

MICHELLE MARIE T. VALBUENA

Senior Compliance Manager

Date 26 April 2023

* Print name and title of the signing officer under the signature.



April 26, 2023

Securities and Exchange Commission

17/F SEC Headquarters, 7907 Makati Avenue
Barangay Bel-Air, Makati City

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

Philippine Stock Exchange, Inc.

6/F PSE Tower
5th Avenue corner 28th Street
Bonifacio Global City, Taguig City

Attention: Ms. Alexandra D. Tom Wong
OIC, Disclosure Department

Philippine Dealing and Exchange Corporation

29th Floor, BDO Equitable Tower
8751 Paseo de Roxas, Makati City 1226

Attention: Atty. Marie Rose M. Magallen-Lirio
Head, Issuer Compliance and Disclosures Dept.

Gentlemen:

Please be informed that at our annual meeting of stockholders held today, the stockholders considered and approved the following resolutions:

1. Minutes of previous meeting

Resolution No. S-01-23: "RESOLVED, to approve the minutes of the annual stockholders' meeting held on April 27, 2022."

2. Annual report for 2022 and the consolidated Audited Financial Statements as of December 31, 2022

Resolution No. S-02-23: "RESOLVED, to note the Corporation's Annual Report, which consists of the Message from the Chairman, the President's Report, and the audio-visual presentations to the stockholders, and to approve the consolidated audited financial statements of the Corporation and its subsidiaries as of December 31, 2022, as audited by the Corporation's external auditor, SyCip Gorres Velayo & Co."

3. Ratification of the acts and resolutions of the Board of Directors and Management during the preceding year

Resolution No. S-03-23: "RESOLVED, to ratify each and every act and resolution, from April 27, 2022 to April 26, 2023 (the "Period"), of the Board of Directors (the "Board"), the Executive Committee and other Board committees exercising powers delegated by the Board, and each and every act, during the Period, of the officers of the Corporation performed pursuant to the resolutions of the Board, the Executive Committee and other Board committees as well as pursuant to the By-laws of the Corporation."

4. Amendment to the Seventh Article of the Articles of Incorporation to decrease the Authorized Capital Stock in view of the retirement of the redeemed voting preferred shares

Resolution No. S-04-23: "RESOLVED, to approve the amendment to the Seventh Article of the Articles of Incorporation to decrease the authorized capital stock of the Corporation from ₱21,500,000,000.00 to ₱21,437,602,946.40 in view of the retirement of the redeemed voting preferred shares, including any additional redeemed voting preferred shares until April 25, 2023."

5. Election of the directors (including Independent Directors)

Resolution No. S-05-23: "RESOLVED, to elect the following as directors of the Corporation to serve as such beginning today until their successors are elected and qualified:

*Jaime Augusto Zobel de Ayala
Bernard Vincent O. Dy
Cezar P. Consing
Arturo G. Corpuz
Mariana Beatriz Zobel de Ayala
Cesar V. Purisima (Independent Director)
Rex Ma. A. Mendoza (Independent Director)
Daniel Gabriel M. Montecillo (Independent Director)
Surendra M. Menon (Independent Director)"*

6. Election of PwC Isla Lipana & Co. as our external auditor for the year 2023 and fixing of its remuneration

Resolution No. S-06-23: "RESOLVED, as endorsed by the Board of Directors, to approve the election of PwC Isla Lipana & Co. as the external auditor of the Corporation for the year 2023 for an audit fee of Four Million Six Hundred Forty Four Thousand Five Hundred Pesos (PhP4,644,500.00), exclusive of value-added tax and five percent (5%) out of pocket expenses."

At its organizational meeting held immediately after the stockholders' meeting, our Board of Directors considered and approved the following:

1. Election of Chairpersons and Members of the Board Committees:

Executive Committee

Jaime Augusto Zobel de Ayala - Chairman
Cezar P. Consing - Member
Bernard Vincent O. Dy - Member
Mariana Beatriz Zobel de Ayala - Member
Rex Ma. A. Mendoza - Member

Corporate Governance and Nomination Committee

Daniel Gabriel M. Montecillo - Chairman
Cesar V. Purisima - Member
Rex Ma. A. Mendoza – Member

Personnel & Compensation Committee

Rex Ma. A. Mendoza – Chairman
Cezar P. Consing – Member
Cesar V. Purisima – Member

Related Party Transactions Review Committee

Rex Ma. A. Mendoza – Chairman
Daniel Gabriel M. Montecillo – Member
Surendra M. Menon – Member

Audit Committee

Cesar V. Purisima - Chairman
Rex Ma. A. Mendoza - Member
Daniel Gabriel M. Montecillo – Member

Sustainability Committee

Arturo G. Corpuz - Chairman
Mariana Beatriz Zobel de Ayala - Member
Bernard Vincent O. Dy – Member

Risk Oversight Committee

Surendra M. Menon - Chairman
Cesar V. Purisima - Member
Mariana Beatriz Zobel de Ayala - Member

Inspectors of Proxies and Ballots Committee

Solomon M. Hermosura – Chairman
Annabeth R. Bernardo – Member
Ma. Luisa D. Chiong – Member

2. Designation of Mr. Daniel Gabriel M. Montecillo as our lead independent director.
3. Appointment of Messrs. Fernando Zobel de Ayala, Delfin L. Lazaro and Charles H. Cosgrove as advisors to the Board of Directors.
4. Election of officers:

Jaime Augusto Zobel de Ayala	Chairman
Cezar P. Consing	Vice Chairman
Bernard Vincent O. Dy	President and Chief Executive Officer
Anna Ma. Margarita B. Dy	Executive Vice President and Chief Operating Officer
Dante M. Abando	Senior Vice President
Augusto D. Bengzon	Senior Vice President, Chief Finance Officer, Treasurer and Chief Compliance Officer
Jose Emmanuel H. Jalandoni	Senior Vice President
Laurent P. Lamasuta	Senior Vice President
Robert S. Lao	Senior Vice President
Lyle A. Abadia	Vice President
Amelia Ann T. Alipao	Vice President, Chief Information Officer and Data Protection Officer
Aniceto V. Bisnar, Jr.	Vice President
Ma. Luisa D. Chiong	Vice President
Raquel S. Cruz	Vice President
Dindo R. Fernando	Vice President
Rufino Hermann S. Gutierrez	Vice President
Javier D. Hernandez	Vice President
Joseph Carmichael Z. Jugo	Vice President
Stephanie J. Lingad	Vice President
Christopher B. Maglanoc	Vice President
Michael F. Magpusao	Vice President
Ferdie M. Mangali	Vice President
Romeo T. Menpin, Jr.	Vice President
Carol T. Mills	Vice President
Rodelito J. Ocampo	Vice President
Roscoe M. Pineda	Vice President
Jose C. Platero, Jr.	Vice President
Alfonso Javier D. Reyes	Vice President
Darwin L. Salipsip	Vice President
Mary Grace Santos-Ontiveros	Vice President
Maria Clavel G. Tongco	Vice President
Jennylle S. Tupaz	Vice President
Richard T. Yap	Vice President
Annabeth R. Bernardo	Chief Audit Executive
Maphilindo S. Tandoc	Chief Risk Officer
Solomon M. Hermosura	Group General Counsel and Corporate Secretary
Ma. Florence Therese dG. Martirez-Cruz	Assistant Corporate Secretary

Please also be informed of the following members of our Management Committee:

Bernard Vincent O. Dy
Anna Ma. Margarita B. Dy
Dante M. Abando
Augusto D. Bengzon

Jose Emmanuel H. Jalandoni
Laurent P. Lamasuta
Robert S. Lao

Thank you.

Very truly yours,



SOLOMON M. HERMOSURA
Group General Counsel and
Corporate Secretary