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SEC Registration Number

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(Company's Full Name)

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(Business Address: No. Street City / Town / Province)

Atty. Fina C. Tantuico

Contact Person

88927133 • 88927137

Company Telephone Numbers

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Month Day
Fiscal Year

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Month Day
Annual Meeting

SEC FORM 17-Q (As of March 31, 2022)

**QUARTERLY REPORT PURSUANT TO SECTION
17 OF THE SECURITIES REGULATION CODE
AND SRC RULE 17.1(1) (A) (ii) THEREUNDER**

Form Type

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Secondary License Type, If Applicable

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Amended Articles Number/Section

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Total Number of Stockholders

Total Amount of Borrowings

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Domestic

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Foreign

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SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

QUARTERLY REPORT PURSUANT TO SECTION 17 OF THE SECURITIES REGULATION CODE AND SRC RULE 17(2)(b) THEREUNDER

1. For the quarterly period ended **31 March 2022**
2. SEC Identification Number **43370** 3. BIR Tax Identification No. **000-829-097**
4. *S & I Prince Holdings Corporation*
Exact name of registrant as specified in its charter
5. **Philippines**
Province, country or other jurisdiction of incorporation or organization
6. Industry Classification Code: (SEC Use Only)
7. **5th Floor, BDO Towers Paseo
8741 Paseo de Roxas, Makati City** **1226**
Address of principal office Postal Code
8. **(632) 8892-7133**
Registrant's telephone number, including area code
9.
Former name, former address and former fiscal year, if changed since last report
10. Securities registered pursuant to Sections 4 and 8 of the RSA

| TITLE OF CLASS | NUMBER OF SHARES OF COMMON STOCK OUTSTANDING AND AMOUNT OF DEBT OUTSTANDING |
|-------------------------|---|
| Class "A" Common | 292,610,118 Shares |
| Class "B" Common | 189,217,535 Shares |

11. Are any or all of the securities listed on the Philippine Stock Exchange?

Yes [☒] No [☐]

If yes, state the name of such Stock Exchange and class/es of securities listed therein:

Philippine Stock Exchange

Common Shares, Class "A" and "B"

12. Indicate by check mark whether the registrant:

- (a) has filed all reports required to be filed by Section 17 of the Securities Regulation Code (SRC) and RSA Rule 17(2)-(b) thereunder and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding 12 months (or for such shorter period the registrant was required to file such reports)

Yes [☒] No [☐]

- (b) has been subject to such filing requirements for the past 90 days.

Yes [☒] No [☐]

PART I

FINANCIAL INFORMATION

ITEM I. FINANCIAL STATEMENTS

The following financial statements, presented in a comparative format, are submitted:

- (1) Unaudited Interim Balance Sheet as of 31 March 2022 and Audited Balance Sheet as of 31 December 2021 as Annex "A";
- (2) Unaudited Interim Statement of Income and Retained Earnings for the three (3) month period ending 31 March 2022 and the three (3) month period ending 31 March 2021 as Annex "B";
- (3) Unaudited Interim Statement of Changes in Stockholders' Equity for the three (3) months period ending 31 March 2022 and 31 March 2021 and Audited Statement of Changes in Stockholders' Equity for the year ending 31 December 2021 as Annex "C";
- (4) Unaudited Interim Consolidated Cash Flow Statement for the three (3) month period ending 31 March 2022 and the three (3) month period ending 31 March 2021 as Annex "D";
- (5) Interim Cash Flow for the quarterly periods ending 30 June 2021 and 30 September 2021 Audited Cash Flow Statement for the year ended 31 December 2021 as Annex "E"; and
- (6) Consolidated Balance Sheet as of 31 March 2022 and 31 December 2021 with vertical and horizontal percentage analysis as Annex "F".

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

(1) Management's Discussion and Analysis

The Registrant's consolidated revenue in 2021 increased to P119.3 million from P111.8 million in 2020. Equity in net earnings of associates decreased to P19.4 million in 2021 from P32.1 million in 2020. Interest income decreased to P18.3 million in 2021 from P21.2 million in 2020 as interest levels have gone down due to monetary easing by monetary authorities. A net foreign exchange gain of P31.0 million was recorded in 2021 versus a loss of P28.2 million in 2020 as the Peso devalued against foreign currencies which benefited the foreign exchange denominated bonds and other securities held by the Registrant and its subsidiary. Rent decreased slightly from P23.3 million in 2020 to P22.0 million in 2021. Gain on AFS, HTM and FVPL Financial Assets of P21.8 million was recorded in 2021 versus P21.9 million in 2020. Dividend income increased from P4.6 million in 2021 from P3.7 million in 2020.

Total consolidated expenses of the Registrant decreased to P62.1 million in 2021 compared to P103.3 million in 2020 due mainly to reversal of Net FX losses to Net FX gains in 2021.

As a result of the above, total consolidated income before tax in 2021 totaled P81.8 million compared to P46.1 million in 2020. After provision for income tax, total consolidated net income after tax totaled P64.5 million in 2021 compared to P43.4 million in 2020.

Net income attributable to non-controlling interest, namely minority shareholders of Magellan Capital Holdings Corporation, totaled P2.0 million in 2021 compared to P0.4 million in 2020.

Net income attributable to equity holders of the Registrant totaled P62.5 million in 2021 compared to P43.0 million in 2020.

The Registrant's financial position is very strong as it has substantial cash resources available to undertake its planned projects. As of December 31, 2021, the Registrant's consolidated cash and cash equivalent totaled over P506.7 million compared to P523.5 million as of December 31, 2020. The Registrant and its subsidiary are planning to undertake development of MCHC's land in Fort Bonifacio into an office building as well as to acquire income producing properties as well as additional land for development. The Registrant and its subsidiary are debt free with total consolidated liabilities of P44.1 million at year-end 2021 compared to P38.0

million at year-end 2020. Total equity amounted to ₱1.9 billion as of the end of 2021 compared to ₱1.8 billion at the end of 2020.

The Registrant and its subsidiary and affiliates are substantially debt free except for MUDC which has loans and advances from its principal shareholders. The Registrant and its subsidiaries have more than enough cash resources to meet any expected requirements in the next twelve months. Consolidated cash and cash equivalents at the end of 2021 totaled ₱506.7 million compared to ₱523.5 million at the end of 2020 while total current assets totaled ₱797.0 million at year-end 2021 compared to ₱751.7 billion at year-end 2020. Other than the normal fluctuation of the Peso exchange rate as well as the effect of the normal market fluctuations on the value of stock and bond holdings owned by the Registrant and its subsidiary, the Registrant is not aware of any trends, demands, commitments, events or uncertainties that will result in or that are reasonably likely to result in its liquidity increasing or decreasing in any material way. Likewise, the Registrant does not know of any trends, events or uncertainties that have or that are reasonably expected to have a material favorable or unfavorable impact on the revenues or income from continuing operations.

(a) Operating Results and Financial Condition for the First Quarter of 2022

- (i) There are no known trends, demands, events or uncertainties that would have a material effect on the Issuer's liquidity.
- (ii) There are no known or anticipated events that would trigger direct or contingent financial obligation that is material to the Company including any default or acceleration of any obligation.
- (iii) There are no material off-balance sheet transaction, arrangements, obligations (including contingent obligations) and other relationship of the Company with unconsolidated entities or other persons created during first quarter of 2022 or in prior periods.
- (iv) There are no material commitments for capital expenditures, by the Company or its majority owned subsidiary.
- (v) There are no trends, events, or uncertainties that have had or that are reasonably expected to have a material favorable impact on net revenues/income from continuing operations except for possible unrealized or realized foreign exchange gains from the dollar denominated investments of the Company and its majority owned subsidiary and unrealized gains on trading securities and equity in net earnings of associates. These are generally recognized in the year-end Audited Financial Statements except for realized foreign exchange gain which are reported in the period realized.

- (vi) The Company did not realize any non-operating income in the first quarter of 2022 or in the first quarter of 2021 aside from unrealized gain on trading securities, gain on disposal of AFS/HTM investments and net unrealized foreign exchange gains.

The following is a detailed discussion of the Registrant's operations and financial condition during the first quarter of 2022 and first quarter of 2021.

Operating Results

Breakdown of Revenue for the Three-Month Periods Ending March 31, 2022 and March 31, 2021 with Vertical and Horizontal Percentage Analysis is shown below:

| (P000) | FIRST QUARTER March 31, 2022 | VERTICAL PERCENTAGE ANALYSIS March 31, 2022 | FIRST QUARTER March 31, 2021 | VERTICAL PERCENTAGE ANALYSIS March 31, 2021 | INCREASE (DECREASE) AMOUNT March 31, 2022 | INCREASE (DECREASE) PERCENTAGE March 31, 2022 |
|---|---|---|---|---|---|---|
| INTEREST INCOME | | | | | | |
| From Banks | P 393 | 1.7% | P 579 | 1.4% | P (186) | (32.1%) |
| From Securities | 1,852 | 8.0% | 2,233 | 5.3% | (381) | (17.2%) |
| TOTAL | 2,245 | 9.7% | 2,812 | 6.7% | (567) | (20.2%) |
| Dividend Income | 276 | 1.2% | 155 | 0.4% | 121 | 78.1% |
| Rent Income | 5,687 | 24.6% | 5,147 | 12.3% | 540 | 10.5% |
| Unrealized Gain on Trading Securities | 8,055 | 34.9% | 33,683 | 80.6% | (25,628) | (76.1%) |
| Net Unrealized FX Gain | 844 | 3.7% | - | - | - | 100% |
| Gain on Disposal of Financial Assets at FVTPL | 5,994 | 26.0% | - | - | - | 100% |
| TOTAL | P 23,101 | 100% | P 41,797 | 100% | P (18,696) | (44.7%) |

Revenues. Consolidated Revenues, during the 3-month period ended March 31, 2022, totaled P23.1 million compared to P41.8 million during the same 3-month period in 2021. The decrease in unrealized gain on trading securities of P25.6 million, accounted for the bulk of the decrease as most of the recovery in listed stocks from pandemic levels in 2020 occurred in 2021.

Expenses. Consolidated General and Administrative Expenses in the first quarter of 2022 totaled P9.9 million compared to P8.3 million in the first quarter of 2021.

Operating Income. As a result of the factors discussed above, consolidated operating income in first quarter 2022 totaled P13.2 million compared to P33.5 million in the same period of 2021.

Net Income. The Registrant had a net income of P13.2 million during the first quarter of 2022 compared to P33.5 million in the first quarter of 2021. The net income in the first quarter of 2022 attributable to shareholders of the Company totaled P12.6 million while P0.6 million in net income was attributable to minority shareholders in the company's majority owned subsidiary Magellan Capital Holdings Corporation. In the first quarter of 2021, P31.8 million net income was

attributable to shareholders of the company and P1.7 million net income was attributable to minority shareholders in the Registrant's subsidiary.

BALANCE SHEET ACCOUNTS

Annex "F" shows the Vertical and Horizontal Percentage Analysis of Balance Sheet Account for March 31, 2022 compared to December 31, 2021.

ASSETS

Current Assets. Consolidated current assets as of March 31, 2022 totaled P805.5 million compared to P797.0 million as of December 31, 2021. Most of the increase was due to increase in cash and cash equivalents.

Receivables from Related Parties. This account was P0.3 million at March 31, 2022, versus P0.2 million at year-end 2021.

Investments in Associates. This account which consists of investment in Pointwest Technologies Corporation and BPO International, Inc. remained unchanged from year-end 2021 to March 31, 2022 at P250.3 million as equity in net earnings of associates is taken up at year-end.

Financial Assets at FVOCI – Net of Current Portion. This account which consists mostly of corporate bonds and listed equities totaled P390.9 million as of March 31, 2022 from P395.1 million at year-end 2021.

Property and Equipment. This account totaled P4.5 million as of March 31, 2022 compared to P4.7 million as of December 31, 2021 due to allowance for depreciation.

Investment in Property. This account totaled P371.5 million as of March 31, 2022 from P373.7 million at year-end 2021 due to additional allowance for depreciation.

Other Non-Current Assets. This account totaled P29.1 million as of March 31, 2022, the same level as year-end 2021.

Total Assets. As a result of the foregoing, total assets increased to P1,934.3 million as of March 31, 2021 from P1,932.6 million as of December 31, 2021.

LIABILITIES AND EQUITY

Current Liabilities. Current liabilities was at P19.8 million as of March 31, 2022 compared to P19.2 million at year-end 2021.

Non-Current Liabilities. Non-current liabilities which consist mostly of retirement benefit obligation and deferred tax liability was stable at P24.9 million as of March 31, 2022 the same level as at year-end 2021. The accrual of additional retirement

benefit obligation is taken up at year-end based on actuarial studies commissioned at that time.

Stockholder's Equity. Total stockholders' equity increased to P1,889.6 million as of March 31, 2022 from P1,888.4 million at year-end 2021. Total equity attributable to stockholders of the company totaled P1,815.5 million at March 31, 2022 from P1,814.6 million at December 31, 2021. Minority interest which represents the share of minority shareholders of Magellan Capital Holdings Corporation was P74.4 million at March 31, 2022 compared to P73.8 million at December 31, 2021.

Top Performance Indicators

The top five (5) performance indicators for the Registrant are as follows:

- 1) Change in revenue
- 2) Change in net income
- 3) Earnings per share
- 4) Current ratio
- 5) Book value per share

Change in Revenues. Consolidated revenues in the first quarter of 2022 and 2021 are shown in Annex "B" and presented below in summary form:

| (P000) | 1 st Quarter-2022 | Percentage (%) | 1 st Quarter-2021 | Percentage (%) |
|---|------------------------------|----------------|------------------------------|----------------|
| Interest Income | P 2,245 | 9.7% | P 2,812 | 6.7% |
| Lease Rental Income | 5,687 | 24.61% | 5,147 | 12.3% |
| Dividend Income | 276 | 1.2% | 155 | 0.4% |
| Unrealized Gain on trading securities | 8,055 | 34.9% | 33,683 | 80.6% |
| Net Unrealized FX Gain | 844 | 3.7% | - | - |
| Gain on Disposal of Financial Assets at FVTPL | 5,994 | 26.1% | - | - |
| TOTAL INCOME | P 23,101 | 100% | P 41,797 | 100% |

Total revenue in the first quarter of 2022 was P23.1 million, versus P41.8 million in the first quarter of 2021. The decrease in unrealized gain on trading securities from P33.7 million to P8.0 million, accounted for the bulk of the decrease as global financial markets hard hit by the global COVID-19 pandemic in 2020 recovered in 2021 but only increased slightly in 2022.

Change in Net Income. The income statement in the first quarter of 2022 and 2021 are shown in Annex “B” and summarized below:

| (P000) | 1 st Quarter 2022 | Percentage (%) | 1 st Quarter 2021 | Percentage (%) |
|---------------------------|---------------------------------|----------------|---------------------------------|----------------|
| Revenues | P 23,101 | 100% | P 41,797 | 100% |
| Expenses | 9,915 | 42.9% | 8,267 | 19.8% |
| Net Income | 13,186 | 57.1% | 33,530 | 80.2% |
| Attributable to: | | | | |
| - Minority Interest | 605 | 2.6% | 1,700 | 4.1% |
| - Stockholders of Company | 12,581 | 54.5% | 31,830 | 76.1% |

The Registrant realized a net income of P13.2 million in the first quarter of 2022 compared to a net income of P33.5 million in the first quarter of 2021. Net income of P12.6 million was attributable to stockholders of the company in the first quarter of 2022 compared to net income of P31.8 million in the first quarter of 2021.

Earnings per Share. The net income per share attributable to shareholders of the Company during the first quarter of 2022 was P0.033 per share compared to net income per share of P0.083 in the first quarter of 2021 due to reasons discussed above.

Current Ratio. Current ratio as of March 31, 2022 was 40.5 X compared to 41.4 X as of December 31, 2021.

Book Value Per Share. Book value per share as of March 31, 2022 was P4.73 per share compared to P4.72 as of December 31, 2021.

PART II

OTHER INFORMATION


The Board of Directors of the corporation will meet next month at which time a date will be set for the stockholders' meeting. The Stockholders will be informed of the venue and time.

SIGNATURES

Pursuant to the requirements of the Securities Regulation Code, the issuer has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Issuer *I & I Prince Holdings Corporation*

Principal Executive Officer

Signature and Title 
ROBERT Y. COKENG, President

Date 19 May 2022

Principal Financial/Accounting Officer/Controller

Signature and Title 
MARK RYAN K. COKENG, Treasurer

Date 19 May 2022

F & J PRINCE HOLDINGS CORPORATION AND SUBSIDIARY
CONSOLIDATED BALANCE SHEET
AS OF MARCH 31, 2022 AND DECEMBER 31, 2021

ANNEX "A"
Page 1

| ASSETS | UNAUDITED MARCH 31, 2022 | AUDITED DEC. 31, 2021 |
|---|--------------------------------|--------------------------|
| <i>Current Assets</i> | | |
| Cash and cash equivalents | P 516,441,240 | P 506,730,242 |
| Financial assets at fair value through profit or loss | 247,162,256 | 230,605,109 |
| Convertible note receivable | 0 | 0 |
| Receivables-net : | | |
| Advances to Officers & Employees | 0 | 0 |
| Interest Receivable | 5,242,380 | 5,999,000 |
| Dividends Receivable | 0 | 17,144,030 |
| Receivable from related parties | 334,043 | 169,928 |
| Others | 1,053,353 | 1,523,206 |
| Total Receivables | 6,629,776 | 24,836,164 |
| Allowance for impairment losses | 983,138 | 983,138 |
| Total Receivables-Net | 5,646,638 | 23,853,026 |
| Current portion of HTM investments | 0 | 0 |
| Current portion of AFS financial assets | 381,398 | 355,418 |
| Prepaid expenses & other current assets: | | |
| Input Tax | 27,191,172 | 27,640,066 |
| Prepaid Income Tax | 1,105,857 | 1,105,857 |
| Others | 7,588,604 | 6,726,616 |
| Total Prepaid expenses and other current assets | 35,885,633 | 35,472,539 |
| Total Current Assets | P 805,517,165 | P 797,016,334 |
| <i>Non-current Assets</i> | | |
| Convertible notes receivable | 56,057,641 | 56,057,641 |
| Investments in associates | 250,329,635 | 250,329,635 |
| Investment in rights issue subscription | 26,499,000 | 26,499,000 |
| Financial assets at FVOCI-net of current portion | 390,876,353 | 395,096,847 |
| Investment in property | 371,496,031 | 373,683,237 |
| Property and Equipment | | |
| Building | 20,755,943 | 20,755,943 |
| Building Improvements | 8,764,062 | 8,764,062 |
| Transportation equipment | 7,234,510 | 7,234,510 |
| Furniture and fixtures | 2,899,935 | 2,892,436 |
| Total | 39,654,450 | 39,646,951 |
| Less: Accumulated depreciation | 35,203,637 | 34,884,007 |
| Net Book Value | 4,450,813 | 4,762,944 |
| Total Property and Equipment | 4,450,813 | 4,762,944 |
| Other non-current assets | 29,113,134 | 29,116,134 |
| Total Non-Current Assets | 1,128,822,607 | 1,135,545,438 |
| TOTAL ASSETS | P 1,934,339,772 | P 1,932,561,772 |

| LIABILITIES & STOCKHOLDERS' EQUITY | UNAUDITED MARCH 31, 2022 | AUDITED DEC. 31, 2021 |
|---|--------------------------------|--------------------------|
| Current Liabilities | | |
| Accounts Payable and accrued expenses | | |
| Accounts payable-trade | 0 | 0 |
| Accounts payable-others | 164,873 | 749,267 |
| Withholding taxes payable | 260,434 | 423,177 |
| SSS Premium Payable | 21,097 | 23,242 |
| HDMF Premium Payable | 1,896 | 1,896 |
| Philhealth Premium Payable | 11,040 | 10,823 |
| Deposit Payable | 4,779,339 | 3,802,551 |
| Output Vat Payable | 1,598,856 | 1,455,631 |
| Accrued expenses | 1,525,193 | 1,277,974 |
| Total Accounts payable and accrued expenses | P 8,362,728 | P 7,744,561 |
| Dividends Payable | 6,422,407 | 6,422,407 |
| Income Tax Payable | 60,199 | 60,199 |
| Provision for legal obligation | 5,000,000 | 5,000,000 |
| Total Current Liabilities | P 19,845,334 | P 19,227,167 |
| Non-Current Liabilities | | |
| Deferred tax liabilities | 6,619,516 | 6,619,516 |
| Deposits payable | 2,555,315 | 2,555,315 |
| Retirement benefit obligation | 15,741,117 | 15,741,117 |
| Total Non-Current Liabilities | 24,915,948 | 24,915,948 |
| Stockholders' Equity | | |
| Capital stock | 481,827,653 | 481,827,653 |
| Additional paid in capital | 144,759,977 | 144,759,977 |
| Treasury shares | (102,094,826) | (102,094,826) |
| Unrealized gain on financial assets at FVOCI | (25,529,106) | (13,502,944) |
| Actuarial loss on retirement benefit obligation | 1,005,072 | 1,005,072 |
| Accumulated share in other comprehensive income of associates | 87,890,753 | 87,890,753 |
| Retained earnings | 1,227,341,737 | 1,214,760,272 |
| Total Equity Attributable to Stockholders of the Company | 1,815,201,260 | 1,814,645,957 |
| Minority Interest | 74,377,230 | 73,772,700 |
| Total Stockholders' Equity | 1,889,578,490 | 1,888,418,657 |
| TOTAL LIABILITIES & STOCKHOLDERS' EQUITY | P 1,934,339,772 | P 1,932,561,772 |

See accompanying Notes to Consolidated Financial Statements

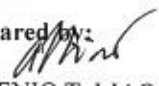
Prepared by:

ARSENIO T. LIAO
Accountant

F & J PRINCE HOLDINGS CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF INCOME
FOR THE THREE MONTHS PERIOD ENDING MARCH 31, 2022 AND MARCH 31, 2021

| | UNAUDITED MARCH 31, 2022 | UNAUDITED MARCH 31, 2021 |
|---|--------------------------------|--------------------------------|
| REVENUES | | |
| Interest Income | | |
| From Banks | P 393,341 | P 579,418 |
| From Securities | 1,851,659 | 2,232,996 |
| Total Interest Income | 2,245,000 | 2,812,414 |
| Unrealized gains on trading securities | 8,055,387 | 33,682,542 |
| Rental Income | 5,687,373 | 5,147,287 |
| Gains on disposal /redemption of financial assets at FVTPL | 5,993,835 | 0 |
| Dividend Income | 276,213 | 155,205 |
| Net unrealized foreign exchange gain | 843,675 | 0 |
| Other income | 0 | 0 |
| | P 23,101,483 | P 41,797,448 |
| EXPENSES | | |
| Net foreign exchange loss | 0 | 0 |
| Amortization of unrealized losses on changes in fair value of AFS investments | 0 | 0 |
| Salaries, wages and employees' benefits | 2,973,544 | 2,825,437 |
| Depreciation | 2,520,674 | 2,521,333 |
| Professional fees | 492,199 | 304,005 |
| Condominium dues | 1,468,427 | 757,010 |
| Repairs and maintenance | 0 | 0 |
| Taxes and licenses | 617,310 | 859,578 |
| Entertainment, amusement and recreation | 107,691 | 12,120 |
| Unrealized loss on financial assets at FVPL | 0 | 0 |
| Others | 1,735,642 | 988,074 |
| | 9,915,487 | 8,267,557 |
| NET INCOME | P 13,185,996 | P 33,529,891 |
| NET INCOME ATTRIBUTABLE TO: | | |
| STOCKHOLDERS OF THE COMPANY | P 12,581,466 | P 31,830,292 |
| MINORITY INTERESTS | 604,530 | 1,699,599 |
| EARNINGS PER SHARE | P 0.033 | P 0.083 |

See accompanying Notes to Consolidated Financial Statements

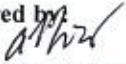
Prepared by: 

ARSENIO T. LIAO
Accountant

**F & J PRINCE HOLDINGS CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE THREE MONTHS PERIOD ENDING MARCH 31, 2022 AND MARCH 31, 2021**

| | | UNAUDITED MARCH 31, 2022 | | UNAUDITED MARCH 31, 2021 |
|---|----------|--------------------------------|----------|--------------------------------|
| NET INCOME | P | 13,185,996 | P | 33,529,891 |
| OTHER COMPREHENSIVE INCOME(LOSS) | | | | |
| Changes in fair value of AFS investments | | - | | - |
| Amortization of unrealized losses on changes in fair value of AFS investments | | | | |
| Unrealized gains on financial assets at FVOCI | | (12,026,162) | | (738,631) |
| Impairment loss on AFS investments | | | | |
| Others | | | | |
| | | (12,026,162) | | (738,631) |
| TOTAL COMPREHENSIVE INCOME(LOSS) | P | 1,159,834 | P | 32,791,260 |
| TOTAL COMPREHENSIVE INCOME(LOSS) | | | | |
| ATTRIBUTABLE TO: | | | | |
| STOCKHOLDERS OF THE COMPANY | P | 1,101,842 | P | 31,151,697 |
| MINORITY INTERESTS | | 57,992 | | 1,639,563 |
| | P | 1,159,834 | P | 32,791,260 |

See accompanying Notes to Consolidated Financial Statements

Prepared by 
 ARSENIO T. LIAO
 Accountant

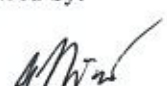
ANNEX "C"

**F & J PRINCE HOLDINGS CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY
FOR THE THREE MONTHS ENDED MARCH 31, 2022 AND MARCH 31, 2021
AND THE YEAR ENDED DECEMBER 31, 2020**

| | | UNAUDITED MARCH 31, 2022 | UNAUDITED MARCH 31, 2021 | AUDITED DEC. 31, 2021 |
|--|---|-----------------------------|-----------------------------|--------------------------|
| CAPITAL STOCK | | | | |
| Balance at beginning of year | P | 481,827,653P | 481,827,653 P | 481,827,653 |
| Issuance of additional shares of stock | | | | |
| Subscription of additional shares of stock | | | | |
| Balance at end of period | | 481,827,653 | 481,827,653 | 481,827,653 |
| ADDITIONAL PAID-IN CAPITAL | | | | |
| Treasury Shares | | (102,094,826) | (102,094,826) | (102,094,826) |
| Unrealized gain on financial assets at FVOCI | | (25,529,106) | (26,427,228) | (13,502,944) |
| Other Reserves | | | | |
| Actuarial loss on retirement benefit obligation | | 1,005,072 | (667,428) | 1,005,072 |
| Share in other comprehensive income of associates | | 87,890,753 | 74,492,608 | 87,890,753 |
| SHARE IN REVALUATION INCREMENT ON LAND OWNED BY MCHC's SUBSIDIARIES | | | | |
| RETAINED EARNINGS | | | | |
| Balance at beginning of period | | 1,214,760,272 | 1,190,632,669 | 1,190,632,669 |
| Net Income | | 12,581,465 | 31,830,293 | 62,496,955 |
| Dividends declared | | | | (38,369,352) |
| Balance at end of period | | 1,227,341,737 | 1,222,462,962 | 1,214,760,272 |
| | | 1,815,201,260 | 1,794,353,718 | 1,814,645,957 |
| Minority Interests | | 74,377,230 | 74,105,085 | 73,772,700 |
| TOTAL STOCKHOLDERS' EQUITY | | | | |
| | P | 1,889,578,490 P | 1,868,458,803 P | 1,888,418,657 |

See accompanying Notes to Consolidated Financial Statements

Prepared by:


ARSENIO T. LIAO
Accountant

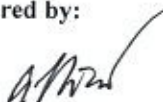
ANNEX "D"

F & J PRINCE HOLDINGS CORPORATION
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE THREE MONTHS PERIOD ENDING MARCH 31, 2022 AND MARCH 31, 2021

| | UNAUDITED MARCH 31, 2022 | UNAUDITED MARCH 31, 2021 |
|---|-----------------------------|-----------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Net Income | P 12,581,466 | P 31,830,292 |
| Adjustments to reconcile net income to net cash provided by operating activities: | | |
| Minority Interest | 604,530 | 1,699,600 |
| Depreciation and amortization | 2,520,674 | 2,521,333 |
| Net unrealized gains on financial assets at FVOCI | (12,026,162) | (738,631) |
| Amortization of unrealized loss/gain on FV of AFS inv. | | |
| Changes in operating assets and liabilities: | | |
| Decrease (increase) in: | | |
| Receivables | 18,206,388 | 7,635,895 |
| Prepaid expenses and other current assets | (413,094) | 307,751 |
| Increase (decrease) in accounts payable and accrued expenses | 618,167 | 1,667,819 |
| <i>Net cash provided by operating activities</i> | <u>22,091,969</u> | <u>44,924,059</u> |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Acquisitions/disposals of property and equipment | (21,338) | (3,527) |
| AFS/HTM investments and financial assets at FVPL | | |
| Financial assets at FVOCI and FVPL | (12,362,633) | (55,821,493) |
| Decrease (increase) in: | | |
| Investment in property | 0 | 0 |
| Other assets | 3,000 | (21,670,199) |
| <i>Net cash provided by (used in) investing activities</i> | <u>(12,380,971)</u> | <u>(77,495,219)</u> |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Increase (decrease) in: | | |
| Deposits payable | 0 | (171,451) |
| Income tax payable | 0 | 0 |
| <i>Net cash provided by (used in) financing activities</i> | <u>0</u> | <u>(171,451)</u> |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | P 9,710,998 | P (32,742,611) |
| CASH AND CASH EQUIVALENTS, BEGINNING | 506,730,242 | 523,539,241 |
| CASH AND CASH EQUIVALENTS, ENDING | P 516,441,240 | P 490,796,630 |

See accompanying Notes to Consolidated Financial Statements

Prepared by:



ARSENIO T. LIAO
Accountant

F & J PRINCE HOLDINGS CORPORATION AND SUBSIDIARY
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE QUARTERS ENDING JUNE 30, 2021 AND SEPTEMBER 30, 2021

| | UNAUDITED SEPTEMBER 30, 2021 | UNAUDITED JUNE 30, 2021 |
|---|------------------------------------|-------------------------------|
| CASH FLOWS FROM OPERATING ACTIVITIES | | |
| Net income | P 31,145,676 | P 38,372,668 |
| Adjustments to reconcile net income to net cash provided by operating activities: | | |
| Equity in net earnings in associate | 0 | |
| Minority interest | 770,474 | 1,988,036 |
| Depreciation and amortization | 7,562,139 | 5,042,641 |
| Net unrealized gains on financial assets at FVOCI | 411,910 | (873,581) |
| Amortization of unrealized loss/gain on FV of AFS inv. | | |
| Changes in operating assets and liabilities: | | |
| Decrease (increase) in: | | |
| Receivables | 22,549,924 | 21,493,149 |
| Prepaid expenses and other current assets | 1,519,193 | 931,246 |
| Increase (decrease) in: | | |
| Accounts payable and accrued expenses | 3,002,175 | 4,514,489 |
| Net cash provided by operating activities | 66,961,491 | 71,468,648 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Acquisitions/disposals of property and equipment | (3,527) | (3,527) |
| Investment in property | | |
| Financial assets at FVOCI and FVPL | (71,946,419) | (88,592,390) |
| Investment in associates | (16,981,384) | 0 |
| Decrease(increase) in: | | |
| Other assets | (31,343,799) | (31,343,799) |
| Net cash provided by (used in) investing activities | (120,275,129) | (119,939,716) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Increase (decrease) in: | | |
| Cash dividends declared and paid | 0 | 0 |
| Deposits payable | (2,726,766) | (2,726,766) |
| Dividends payable | 0 | 0 |
| Income tax payable | 0 | 0 |
| Net cash provided by (used in) financing activities | (2,726,766) | (2,726,766) |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | P (56,040,404) | P (51,197,834) |
| CASH AND CASH EQUIVALENTS, BEGINNING | 523,539,241 | 523,539,241 |
| CASH AND CASH EQUIVALENTS, ENDING | P 467,498,837 | P 472,341,407 |

F & J PRINCE HOLDINGS CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDING DECEMBER 31, 2021
CASH FLOWS FROM OPERATING ACTIVITIES

ANNEX "E"
Page 2
Audited

| | | |
|--|---|--------------|
| Income (loss) before income tax from continuing operations | P | 81,758,787 |
| Adjustments for: | | |
| Equity in net losses(earnings) of associates | | (19,412,918) |
| Net unrealized foreign exchange losses (gains) | | (31,025,408) |
| Fair value losses(gains) on financial assets at FVPL | | (21,785,170) |
| Interest income | | (18,256,592) |
| Dividend income | | (4,615,366) |
| Depreciation | | 10,082,792 |
| Losses/ Gains on disposal of: | | |
| Financial assets at FVOCI | | (91,833) |
| Financial assets at FVTPL | | (2,133,926) |
| Property and equipment | | 929 |
| Retirement benefit expense | | 1,540,460 |
| Expected credit loss | | 74,142 |
| Operating loss before working capital changes | | (3,864,103) |
| Decrease (increase) in: | | |
| Receivables | | 3,681,880 |
| Receivable from related parties | | 4,698,069 |
| Prepaid expenses and other current assets | | 2,106,052 |
| Other assets | | (20,000) |
| Increase (decrease) in trade and other payables | | 437,848 |
| Increase (decrease) in deposits payable | | 338,050 |
| Proceeds from disposal of financial assets at FVTPL | | 5,195,854 |
| Additions to financial assets at FVTPL | | (52,917,483) |
| Net cash flows used in operations | | (40,343,833) |
| Interest received | | 12,715,572 |
| Dividends received | | 66,007,500 |
| Income taxes paid | | (1,972,691) |
| Net cash flows from operating activities | | 36,406,548 |
| CASH FLOWS FROM INVESTING ACTIVITIES | | |
| Proceeds from disposal of financial assets at FVTPL | | 47,336,717 |
| Additions to: | | |
| Financial assets at FVOCI | | (53,961,455) |
| Property and equipment | | (3,526) |
| Convertible notes receivable | | (9,673,600) |
| Right issue subscription | | (7,284,600) |
| Net cash flows from (used in) investing activities | | (23,586,464) |
| CASH FLOWS FROM FINANCING ACTIVITIES | | |
| Dividends paid | | (38,774,239) |
| Dividends to non-controlling interest | | (1,502,699) |
| Acquisition of treasury shares | | 0 |
| Net cash flows from financing activities | | (40,276,938) |
| EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS | | |
| | | 10,647,855 |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | | (16,808,999) |
| CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR | | 523,539,241 |
| CASH AND CASH EQUIVALENTS AT END OF YEAR | P | 506,730,242 |

F&J PRINCE HOLDINGS CORPORATION AND SUBSIDIARY
CONSOLIDATED BALANCE SHEET AS OF MARCH 31, 2022 AND DECEMBER 31, 2021
WITH VERTICAL AND HORIZONTAL PERCENTAGE ANALYSIS

"ANNEX F"

Page 1

| | UNAUDITED MARCH 31, 2022 | VERTICAL PERCENTAGE ANALYSIS MARCH 31, 2022 | AUDITED DEC. 31, 2021 | VERTICAL PERCENTAGE ANALYSIS DEC. 31, 2021 | INCREASE (DECREASE) AMOUNT MARCH 31, 2022 | INCREASE (DECREASE) PERCENTAGE ANALYSIS MARCH 31, 2022 |
|--|-----------------------------|--|--------------------------|---|--|--|
| ASSETS | | | | | | |
| Current Assets | | | | | | |
| Cash and cash equivalents | 516,441,240 | 26.70% | 506,730,242 | 26.21% | 9,710,998 | 1.92% |
| Financial assets at fair value through fair value thru profit or loss (FVPL) | 247,162,256 | 12.78% | 230,605,109 | 11.93% | 16,557,147 | 7.18% |
| Short-term investments | - | - | - | - | - | - |
| Receivables : | | | | | | |
| Advances to Officers & Employees | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Interest Receivable | 5,242,380 | 0.27% | 5,999,000 | 0.31% | (756,620) | -12.61% |
| Dividends Receivable | 0 | 0.00% | 17,144,030 | 0.89% | (17,144,030) | -100.00% |
| Receivable from related parties | 334,043 | 0.02% | 169,928 | 0.01% | 164,115 | 96.58% |
| Others | 1,053,353 | 0.05% | 1,523,206 | 0.08% | (469,853) | -30.85% |
| Total Receivables | 6,629,776 | 0.34% | 24,836,164 | 1.29% | (18,206,388) | -73.31% |
| Allowance for impairment losses | 983,138 | -0.05% | 983,138 | -0.05% | 0 | 0.00% |
| Total Receivables-Net | 5,646,638 | 0.29% | 23,853,026 | 1.24% | (18,206,388) | -76.33% |
| Current portion of HTM investments | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Current portion of AFS investments | 381,398 | 0.02% | 355,418 | 0.02% | 25,980 | 7.30% |
| Prepaid expenses & other current assets: | | | | | | |
| Others | 7,588,604 | 0.39% | 6,726,616 | 0.35% | 861,988 | 12.81% |
| Input Tax | 27,191,172 | 1.41% | 27,640,066 | 1.43% | (448,894) | -1.62% |
| Prepaid Income Tax | 1,105,857 | 0.06% | 1,105,857 | 0.06% | 0 | 0.00% |
| Total Prepaid expenses & other current assets | 35,885,633 | 1.86% | 35,472,539 | 1.84% | 413,094 | 1.16% |
| Total Current Assets | 805,517,165 | 41.65% | 797,016,334 | 41.24% | 8,500,831 | 1.07% |
| Non-current Assets | | | | | | |
| Convertible notes receivable | 56,057,641 | 2.90% | 56,057,641 | 2.90% | 0 | 0.00% |
| Investments in associates | 250,329,635 | 12.93% | 250,329,635 | 12.95% | 0 | 0.00% |
| Investment in rights issue subscription | 26,499,000 | 1.37% | 26,499,000 | 1.37% | 0 | 0.00% |
| Financial assets at FVOCI | 390,876,353 | 20.21% | 395,096,847 | 20.44% | (4,220,494) | -1.07% |
| Investment in properties | 371,496,031 | 19.21% | 373,683,237 | 19.34% | (2,187,206) | -0.59% |
| Property and Equipment | | | | | | |
| Building | 20,755,943 | 1.07% | 20,755,943 | 1.08% | 0 | 0.00% |
| Building Improvements | 8,764,062 | 0.45% | 8,764,062 | 0.46% | 0 | 0.00% |
| Transportation equipment | 7,234,510 | 0.37% | 7,234,510 | 0.37% | 0 | 0.00% |
| Furniture and fixtures | 2,899,935 | 0.15% | 2,892,436 | 0.15% | 7,499 | 0.26% |
| Total Property and Equipment | 39,654,450 | 2.04% | 39,646,951 | 2.06% | 7,499 | 0.02% |
| Less: accumulated depreciation | 35,203,637 | -1.82% | 34,884,007 | -1.81% | 319,630 | 0.92% |
| Net Book Value | 4,450,813 | 0.22% | 4,762,944 | 0.25% | (312,131) | -6.55% |
| Total Property and Equipment | 4,450,813 | 0.22% | 4,762,944 | 0.25% | (312,131) | -6.55% |
| Deferred income tax assets-net | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Other Assets - net | 29,113,134 | 1.51% | 29,116,134 | 1.51% | (3,000) | -0.01% |
| Total Non-Current Assets | 1,128,822,607 | 58.35% | 1,135,545,438 | 58.76% | (6,722,831) | -0.59% |
| TOTAL ASSETS | 1,934,339,772 | 100.00% | 1,932,561,772 | 100.00% | 1,778,000 | 0.09% |

| | UNAUDITED MARCH 31, 2022 | VERTICAL PERCENTAGE ANALYSIS MARCH 31, 2022 | AUDITED DEC. 31, 2021 | VERTICAL PERCENTAGE ANALYSIS DEC. 31, 2021 | INCREASE (DECREASE) AMOUNT MARCH 31, 2022 | INCREASE (DECREASE) PERCENTAGE ANALYSIS MARCH 31, 2022 |
|---|-----------------------------|--|--------------------------|---|--|--|
| LIABILITIES & STOCKHOLDERS' EQUITY | | | | | | |
| Current Liabilities | | | | | | |
| Accounts Payable and accrued expenses | | | | | | |
| Accounts payable-trade | 0 | 0.00% | 0 | 0.00% | 0 | 0.00% |
| Accounts payable-others | 164,873 | 0.00% | 749,267 | 0.04% | (584,394) | -78.00% |
| Withholding taxes payable | 260,434 | 0.01% | 423,177 | 0.02% | (162,743) | -38.46% |
| SSS Premium Payable | 21,097 | 0.00% | 23,242 | 0.00% | (2,145) | -9.23% |
| HDMF Premium Payable | 1,896 | 0.00% | 1,896 | 0.00% | 0 | 0.00% |
| Philhealth Premium Payable | 11,040 | 0.00% | 10,823 | 0.00% | 217 | 2.00% |
| Deposit Payable | 4,779,339 | 0.25% | 3,802,551 | 0.20% | 976,788 | 25.69% |
| Output Vat Payable | 1,598,856 | 0.08% | 1,455,631 | 0.08% | 143,225 | 9.84% |
| Accrued expenses | 1,525,193 | 0.08% | 1,277,974 | 0.07% | 247,219 | 19.34% |
| Total Accounts payable & accrued expenses | 8,362,728 | 0.42% | 7,744,561 | 0.41% | 618,167 | 7.98% |
| Dividends Payable | 6,422,407 | 0.33% | 6,422,407 | 0.33% | 0 | 0.00% |
| Income Tax Payable | 60,199 | 0.00% | 60,199 | 0.00% | 0 | 0.00% |
| Provision for legal obligation | 5,000,000 | 0.26% | 5,000,000 | 0.26% | 0 | 0.00% |
| Total Current Liabilities | 19,845,334 | 1.01% | 19,227,167 | 1.00% | 618,167 | 3.22% |
| Non-Current Liabilities | | | | | | |
| Deposits payable | 2,555,315 | 0.13% | 2,555,315 | 0.13% | 0 | 0.00% |
| Deferred tax liabilities | 6,619,516 | 0.34% | 6,619,516 | 0.34% | 0 | 0.00% |
| Retirement benefit obligation | 15,741,117 | 0.82% | 15,741,117 | 0.81% | 0 | 0.00% |
| Total Non-Current Liabilities | 24,915,948 | 1.29% | 24,915,948 | 1.28% | 0 | 0.00% |
| Stockholders' Equity | | | | | | |
| Capital stock | 481,827,653 | 24.92% | 481,827,653 | 24.93% | 0 | 0.00% |
| Additional paid in capital | 144,759,977 | 7.48% | 144,759,977 | 7.49% | 0 | 0.00% |
| Unrealized gain on fin. assets at FVOCI | (25,529,106) | -1.32% | (13,502,944) | -0.70% | (12,026,162) | -89.06% |
| Actuarial loss on retirement obligation | 1,005,072 | 0.05% | 1,005,072 | 0.05% | 0 | 0.00% |
| Accumulated share in OCI of associates | 87,890,753 | 4.54% | 87,890,753 | 4.55% | 0 | 0.00% |
| Treasury shares | (102,094,826) | -5.28% | (102,094,826) | -5.28% | 0 | 0.00% |
| Retained earnings | 1,227,341,737 | 63.46% | 1,214,760,272 | 62.86% | 12,581,465 | 1.04% |
| Total Equity Attributable to Stockholders of the Company | 1,815,201,260 | 93.85% | 1,814,645,957 | 93.90% | 555,303 | 0.03% |
| Minority Interest | 74,377,230 | 3.85% | 73,772,700 | 3.82% | 604,530 | 0.82% |
| Total Stockholders' Equity | 1,889,578,490 | 97.70% | 1,888,418,657 | 97.72% | 1,159,833 | 0.06% |
| TOTAL LIABILITIES & STOCKHOLDERS' EQUITY | 1,934,339,772 | 100.00% | 1,932,561,772 | 100.00% | 1,778,000 | 0.09% |

F & J PRINCE HOLDINGS CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

F & J Prince Holdings Corporation (the "Parent Company") was incorporated in the Philippines and registered with the Philippine Securities and Exchange Commission (SEC) on February 18, 1971. Its primary purpose is to purchase, subscribe for or otherwise acquire and own, hold, use, sell, assign, transfer, mortgage, pledge, exchange, or otherwise dispose of real and personal property of every kind and description, including, but not limited to, land, building, condominium units, shares of stock, bonds, debentures, notes, evidence of indebtedness, and other securities, contracts or obligations of any corporation, and associations, domestic or foreign.

The Parent Company is a public company under Section 17.2 of the Revised Securities Regulation Code and its shares of stock are listed in and traded through the Philippine Stock Exchange, Inc. (PSE).

The registered office address of the Parent Company is 5th Floor, BDO Towers Paseo, 8741 Paseo de Roxas, Makati City.

The consolidated financial statements of the Parent Company and its subsidiaries (collectively referred to as a "Group") as December 31, 2021 and for the year ended December 31, 2021 were approved and authorized for issuance by the Board of Directors (BOD) on May 13, 2022.

2. Basis of Preparation, Statement of Compliance and Summary of Significant Accounting Policies

2.1 Basis of Preparation

The consolidated financial statements of the Group have been prepared on a historical cost basis. The financial statements are presented in Philippine Peso (₱), the currency of the primary economic environment in which the Group operates. All values are rounded to the nearest Peso except as otherwise indicated.

2.2 Statement of Compliance

The consolidated financial statements have been prepared in accordance with Philippine Financial Reporting Standards (PFRSs). PFRSs are based on International Financial Reporting Standards (IFRSs) issued by the International Accounting Standards Board (IASB). PFRSs, which are issued by the Philippine Financial Reporting Standards Council (FRSC), consist of PFRSs, Philippine Accounting Standards (PASs), and Philippine Interpretations.

2.3 Basis of Measurement

The Group also prepares and issues separate financial statements for the same period presented in accordance with PFRSs which can be accessed by public either through its website or from the SEC.

2.4 Basis of Consolidation

The consolidated financial statements have been prepared under the historical cost basis of accounting, except for the following items, which are measured on an alternative basis on each reporting date:

| Items | Measurement Basis |
|-------------------------------|---|
| Financial assets at FVTPL | Fair value |
| Financial assets at FVOCI | Fair value |
| Retirement benefit obligation | Present value of the defined benefit obligation |

3. Basis of Preparation, Statement of Compliance and Summary of Significant Accounting Policies

The accounting policies set out below have been applied consistently to all years presented in these separate financial statements, except for the changes in accounting policies explained below.

3.1 Adoption of Amendments to Standards

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following new and amended PFRS which the Group adopted effective for annual periods beginning on or after January 1, 2021:

- Amendments to PFRS 16, *Leases - COVID-19-Related Concessions beyond June 30, 2021*. As a practical expedient, a lessee may elect not to assess whether a COVID-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the COVID-19 related rent concession the same way it would account for the change under PFRS 16, if the change were not a lease modification.

Following the amendment, the practical expedient now applies to rent concessions for which any reduction in lease payments affects only payments originally due on or before June 30, 2022, provided the other conditions for applying the practical expedient are met.

This amendment is effective for annual periods beginning on or after April 1, 2021.

These amendments had no impact on the consolidated financial statements of the Group.

3.2 Amendments to Standards Issued but not yet Effective

Relevant new and amended PFRS which are not yet effective for the year ended December 31, 2021, and have not been applied in preparing the consolidated financial statements are summarized below.

Effective for annual periods beginning on or after January 1, 2022:

- Amendments to PFRS 3, *Business Combinations - Reference to the Conceptual Framework*. The amendments add an exception to the recognition principle of PFRS 3 to avoid the issue of potential "day 2" gains or losses arising from liabilities and contingent liabilities that would be within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets* or *IFRIC 21, Levies*, if incurred separately. It also clarifies that contingent assets do not qualify recognition at the acquisition date. The amendments are effective for annual periods beginning on or after January 1, 2022.
- Amendments to PAS 16, *Property, Plant and Equipment- Proceeds before Intended Use*. The amendments prohibit the entities from deducting from the cost of an item of property, plant and equipment, any proceeds of the sale items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by the Management. Instead, the entity recognizes such sales proceeds and any related costs in the profit or loss.
- Amendments to PAS 37, *Provisions, Contingent Liabilities and Contingent Assets - Onerous Contracts - Costs of Fulfilling a Contract*. The amendments specify the costs a Group includes when assessing whether a contract will be loss-making and is therefore recognized as an onerous contract. The amendments apply a "directly related approach". The costs that relate directly to a contract to provide goods or services include both incremental costs and an allocation of costs directly related to contract activities.

- Annual Improvements to PFRS Standards 2018 - 2020 Cycle
 - Amendments to PFRS 1, *First-time Adoption of PFRS - Subsidiary as a First-time Adopter*.
The amendment permits a subsidiary that applies paragraph D16(a) of PFRS 1 to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to PFRS.
 - Amendments to PFRS 9, *Financial Instruments - Fees in the '10 Per Cent' Test for Derecognition of Financial Liabilities*.
The amendment clarifies which fees an entity includes when it applies the '10 percent' test in paragraph B3.3.6 of PFRS 9 in assessing whether to derecognize a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.
 - Amendments to PFRS 16, *Leases - Lease Incentives*.
The amendment to Illustrative Example 13 accompanying PFRS 16 removes from the example the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives are illustrated in that example.
 - Amendments to PAS 41, *Agriculture - Taxation in Fair Value Measurements*.
The amendment removes the requirement in paragraph 22 of PAS 41 for entities to exclude taxation cash flows when measuring the fair value of a biological asset using a present value technique. This will ensure consistency with the requirements in PFRS 13.

Effective for annual periods beginning on or after January 1, 2023:

- Amendments to PAS 12, *Income Taxes - Deferred Tax Related to Assets and Liabilities from a Single Transaction*. The amendments require companies to recognize deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. The amendments will typically apply to transactions such as leases for the lessee and decommissioning obligations. According to the amended guidance, a temporary difference that arises on initial recognition of an asset or liability is not subject to the initial recognition exemption if that transaction gave rise to equal amounts of taxable and deductible temporary differences.
- PFRS 17, *Insurance Contracts*. This standard will replace PFRS 4, *Insurance Contracts*. It requires insurance liabilities to be measured at current fulfilment value and provides a more uniform measurement and presentation approach to achieve consistent, principle-based accounting for all insurance contracts. It also requires similar principles to be applied to reinsurance contracts held and investment contracts with discretionary participation features issued. In June 2020, the IASB issued amendments to the standard, including a deferral of its effective date to January 2023.
- Amendments to PAS 1, *Presentation of Financial Statements - Classification of Liabilities as Current or Non-current*. The amendments to PAS 1 specify the requirements for classifying current and noncurrent liabilities. The amendments will clarify that a right to defer must exist at the end of reporting period and the classification is unaffected by the likelihood that an entity will exercise its deferral right. The issuance of amendments was deferred until January 1, 2023, as a result of COVID-19 pandemic.
- Amendments to PAS 8, *Accounting Policies, Changes in Accounting Estimates and Errors - Definition of Accounting Estimates*. The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. The

amended standard also clarifies that the effects on an accounting estimate of a change in an input or a change in a measurement technique are changes in accounting estimates if they do not result from the correction of prior period errors. The previous definition of a change in accounting estimate specified that changes in accounting estimates may result from new information or new developments. Therefore, such changes are not corrections of errors.

- Amendments to PAS 1, Presentation of Financial Statements and PFRS Practice Statement 2, *Making Materiality Judgements - Disclosure Initiative -Accounting Policies*. The amendments aim to help entities provide accounting policy disclosures that are more useful by (a) replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies, and (b) Adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

Under prevailing circumstances, the adoption of the foregoing new and amended PFRS is not expected to have any material effect on the financial statements of the Group.

3.3 Current versus Noncurrent Classification

The Group presents assets and liabilities in the consolidated statements of financial position based on current or noncurrent classification. An asset is classified as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash and cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as noncurrent.

A liability is classified as current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Group classifies all other liabilities as noncurrent.

Deferred income tax assets and liabilities are classified as noncurrent.

3.4 Fair Value Measurement

Fair value is the estimated price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a nonfinancial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities;
- Level 2: inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

For assets and liabilities that are recognized in the consolidated financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

'Day 1' Profit. Where the transaction price in a non-active market is different from the fair value of other observable current market transactions of the same instrument or based on a valuation technique whose variables include only data from observable market, the Group recognizes the difference between the transaction price and fair value (a 'Day 1' profit) in profit or loss. In cases where no observable data are used, the difference between the transaction price and model value is only recognized in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Group determines the appropriate method of recognizing the 'Day 1' profit amount.

3.5 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

3.5.1 Financial Assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (FVOCI), and fair value through profit or loss (FVTPL).

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of accounts receivables that do not contain a significant financing component or for which the Group has applied the practical expedient, the Group initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Accounts receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under PFRS 15, *Revenue from Contracts with Customers*.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will

result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortized cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at FVOCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments).
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments).
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments).
- Financial assets at fair value through profit or loss.

Financial assets at amortized cost (debt instruments)

This category is the most relevant to the Group. The Group measures financial assets at amortized cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortized cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

The Group's financial assets at amortized cost includes cash and cash equivalents, receivables, due from related parties, and convertible notes receivable.

Cash includes cash on hand and in banks. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash with original maturities of three months or less from date of placements and that are subject to an insignificant risk of change in value.

Financial assets at fair value through OCI (debt instruments)

The Group measures debt instruments at FVOCI if both of the following conditions are met:

- The financial asset is held within a business model with the objective of both holding to collect contractual cash flows and selling; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognized in the statement of profit or loss and computed in the same manner as for financial assets measured at amortized cost. The remaining fair value changes are recognized in OCI. Upon derecognition, the cumulative fair value change recognized in OCI is recycled to profit or loss.

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under PAS 32 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis.

Gains and losses on these financial assets are never recycled to profit or loss. Dividends are recognized as other income in the statement of profit or loss when the right of payment has been established, except when the Group benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading unless they are designated as effective hedging instruments. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortized cost or at FVOCI, as described above, debt instruments may be designated at FVTPL on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the separate statement of financial position at fair value. Gains and losses arising from fair value changes are recognized in the separate statement of income.

Impairment of financial assets

The Group recognizes an allowance for ECLs for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

The ECL calculation using general approach is composed of three major components - probability of default (PD), loss given default (LGD), and exposure at default (EAD). The 12-month ECL is computed for Stage 1 accounts, while the lifetime ECL is calculated for Stage 2 and Stage 3 accounts. The ECL calculation using simplified approach is computed for Stage 2 and 3 accounts, using lifetime ECL. Accounts with objective evidence of impairment are classified under Stage 3 and shall follow the Group's impairment methodology.

For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

A loss allowance at an amount equal to at least 12-month ECLs will be recognized throughout the life of financial assets. A loss allowance at an amount equal to lifetime ECLs will be recognized when credit risk has significantly increased since initial recognition, resulting in the timely recognition of expected credit losses.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (i.e., removed from the Group's statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

3.5.2 Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified as measured at amortized cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortized cost using the EIR method. Interest expense and foreign exchange gains and losses are recognized in profit or loss. Any gain or loss on derecognition is also recognized in profit or loss.

The Group's financial liabilities include "Accounts payable and accrued expenses", excluding payables to the government, "Due to related parties", "Dividends payable" and other obligations that meet the above definition (other than liabilities covered by other accounting standards).

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the consolidated statements of income.

3.5.3 Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statements of financial position if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. The Group assesses that it has a currently enforceable right to offset if the right is not contingent on a future event, and is legally enforceable in the normal course of business, event of default, and event of insolvency or bankruptcy of the Group and all of the counter parties.

3.6 Prepayments and Other Current Assets

3.6.1 Prepayments

Prepayments represent expenses not yet incurred but already paid in cash. Prepayments are initially recorded as assets and measured at the amount of cash paid. Subsequently, these are charged to profit or loss as they are consumed in operations or expire with the passage of time.

3.6.2 Value-Added Tax (VAT)

Revenues, expenses and assets are recognized net of the amount of VAT, if applicable. When VAT from sales of services (output VAT) exceeds VAT passed on from purchases of goods or services (input VAT), the excess is recognized as payable in the separate statement of financial position. When VAT passed on from purchases of goods or services (input VAT) exceeds VAT from sales of services (output VAT), the excess is recognized as an asset in the separate statement of financial position to the extent of the recoverable amount.

3.7 Investments in Associates

An associate is an entity in which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies. The Group's investments in associates are accounted for under the cost method of accounting.

Under the cost method, the investment in associates are carried in the separate statement of financial position at cost plus post-acquisition changes arising only from additional investments less subsequent withdrawal of shares. The Group recognizes income from the investment only to the extent that the Group receives distributions from accumulated profits of the investee arising after the date of acquisition. Distributions received in excess of such profits are regarded as a recovery of investment and are recognized as a reduction of the cost of the investment. After application of the cost method, the Group determines whether it is necessary to recognize any additional impairment loss with respect to the Group's net investment in the associate.

The reporting dates of the associates and the Group are identical and the associates' accounting policies conform to those used by the Group for like transactions and events in similar circumstances.

3.8 Property and Equipment

Property and equipment are stated at cost, less accumulated depreciation and amortization and any impairment in value.

The initial cost of property and equipment comprises its purchase price and any costs directly attributable in bringing the asset to its working condition and location for its intended use. Expenditures incurred after the property and equipment have been put into operations, such as repairs and maintenance and overhaul costs, are normally charged to operations in the period the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional costs of property and equipment. Cost also includes any asset retirement obligation and interest on borrowed funds used. When assets are sold or retired, their costs and accumulated depreciation, amortization and impairment losses, if any, are eliminated from the accounts and any gain or loss resulting from their disposal is included in the statement of comprehensive income of such period.

Depreciation is calculated on a straight-line basis over the expected useful lives of the assets as follows:

| <u>Property and Equipment</u> | <u>Number of Years</u> |
|------------------------------------|---|
| Transportation equipment | 10 |
| Furniture, fixtures, and equipment | 5 |
| Condominium improvements | 10 or useful life whichever is shorter |

Expected useful lives are reviewed at each statement of financial position date and if they differ significantly from previous estimates, the remaining depreciation periods are adjusted accordingly.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of comprehensive income in the year the asset is derecognized.

3.9 Accrued Expenses and other payables

3.9.1 Accrued Expenses

Accrued expenses are recognized in the period in which the related money, goods or services are received or incurred and have been invoiced or formally agreed with the supplier. These are non-interest bearing and are stated at their amortized cost if payable beyond 12 months otherwise are stated at undiscounted amount.

3.9.2 Other Payables

Other payables include government-imposed obligations such as withholding taxes, statutory payroll obligations and income tax payable to the Local Government Unit (LGU) and are stated at cost.

3.10 Impairment of Nonfinancial Assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Group makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses of continuing operations are recognized in the statement of comprehensive income in those expense categories consistent with the function of the impaired asset.

An assessment must be made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the recoverable amount is estimated. A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in statement of comprehensive income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase. After such a reversal the depreciation charge is adjusted in future periods to allocate the asset's revised carrying amount, less any residual value, on a systematic basis over its remaining useful life.

3.11 Provisions

Provisions are recognized when: (a) the Group has a present obligation (legal or constructive) as a result of a past event; (b) it is probable (i.e., more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation; and (c) a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each statement of financial position date and adjusted to reflect the current best estimate. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessment of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as interest expense in the statement of comprehensive income. Where the Group expects a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is probable.

Adjustment is reflected in the right-of-use asset, of profit or loss if the right-of-use asset is already reduced to zero.

3.12 Capital Stock

The Group has issued capital stock that is classified as equity. Incremental costs directly attributable to the issue of new capital stock are shown in equity as a deduction, net of tax, from the proceeds.

3.13 Retained Earnings

The amount included in retained earnings includes income attributable to the Group's stockholders and reduced by dividends. Dividends are recognized as a liability and deducted from equity when they are approved by the BOD. Dividends for the year that are approved after the reporting date are dealt with as an event after the reporting date. Retained earnings may also include effect of changes in accounting policy as may be required by the relevant transitional provisions.

3.14 Revenue Recognition

Revenue is recognized when control over a product or service is transferred to the customer, or the customer has the right to use the asset, at the amount of promised consideration to which the Group is expected to be entitled, excluding those amounts collected on behalf of third parties.

Revenue outside the Scope of PFRS 15

The specific recognition criteria described below must be met before revenue is recognized.

3.14.1 Dividend income

Revenue is recognized when the Group's right to receive payment is established, which is generally when the investee's BOD approves the dividend.

3.14.2 Interest income

For all financial instruments measured at amortized cost and interest-bearing financial assets, interest income is recorded using the EIR method. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or shorter period, where appropriate, to the net carrying amount of the financial asset or liability. Interest income is recognized in the consolidated statements of income.

3.14.4 Rent income

Rent income arising from operating lease on investment properties is accounted for on a straight-line basis over the non-cancellable lease term and is included in revenue in the consolidated statements of income.

Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on a straight-line basis. Contingent rents are recognized as revenue in the period in which they are earned.

3.14.5 Other income

Other income earned outside the normal course business is recognized when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably.

3.15 Expenses

Expenses are decreases in economic benefits during the accounting period in the form of outflows or decrease of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants. Expenses are generally recognized when goods are received by and services are rendered to the Group or when the expenses are incurred.

3.16 Retirement Benefits

The Group operates an unfunded defined benefit plan in the Philippines.

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurement comprising of actuarial gains and losses, return on plan assets and any change in the effect of asset ceiling (excluding amounts net interest on the net defined benefit liability), are recognized immediately in the consolidated statements of comprehensive income in the period in which they occur. Remeasurement are not reclassified to the consolidated statements of income in subsequent periods.

Past service costs are recognized in the consolidated statements of income on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognizes related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognizes the following changes in the net defined benefit obligation under "Retirement benefits" in consolidated statements of income:

- Service costs comprising current service costs, past service costs, gains and losses on curtailments and non-routine settlements
- Net interest expense or income

3.17 Leases

3.17.1 Group as a Lessor

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

If an arrangement contains lease and non-lease components, then the Group applies PFRS 15 to allocate the consideration in the contract.

The Group applies the derecognition and impairment requirements in PFRS 9 to the net investment in the lease. The Group further regularly reviews estimated unguaranteed residual values used in calculating the gross investment in the lease.

The Group recognizes lease payments received as income on a straight-line basis over the lease term in the separate statement of income.

3.18 Foreign Currency Transactions

The consolidated financial statements are presented in Philippine peso, which is the Group's functional currency. Transactions in foreign currencies are initially recorded at their respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated using the functional currency spot rates of exchange at the reporting date. Differences arising from settlement or translation of monetary items are recognized in profit or loss. Nonmonetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Nonmonetary items measured at fair value in a foreign currency are translated using the exchange rates at the dates when the fair values are determined. The gain or loss arising on translation of nonmonetary items measured at fair values is treated in line with the recognition

of gain or loss on the change in fair value of the item.

3.19 Income Taxes

3.19.1 Current Income Tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The income tax rates and income tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date and any adjustment to tax payable in respect of previous years.

3.19.2 Deferred Income Tax

Deferred income tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred income tax liabilities are recognized for all taxable temporary differences, except:

- where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits in the form of minimum corporate income tax (MCIT) and unused tax losses in the form of net operating loss carryover (NOLCO). Deferred income tax assets are recognized to the extent that it is probable that taxable income will be available against which the deductible temporary differences of MCIT and NOLCO can be utilized, except:

- where the deferred income tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred income tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable income will be available against which the temporary differences can be utilized.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable income will allow the deferred income tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the income tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on income tax rates and income tax laws that have been enacted or substantively enacted at the reporting date.

Deferred income tax relating to items recognized outside profit or loss is recognized outside of profit or loss. Deferred income tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred income tax assets and deferred income tax liabilities are offset if a legally enforceable right exists to set off current income tax against current income tax liabilities and the deferred income taxes relate to the same taxable entity and same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate

recognition at that date, are recognized subsequently if new information about facts and circumstances change. The adjustments is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognized in the consolidated statements of income.

3.20 Provisions, Contingent Assets and Contingent Liabilities

3.20.1 Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the consolidated statements of income, net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as interest expense.

3.20.2 Contingencies

Contingent assets and liabilities are not recognized in the consolidated financial statements. These are disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognized in the separate financial statements but are disclosed when an inflow of economic benefits is probable.

3.21 Earnings per Share (EPS)

Basic EPS is computed by dividing earnings applicable to common stock by the weighted average number of common shares outstanding, after giving retroactive effect for any stock dividends, stock splits or reverse stock splits during the year.

Diluted EPS is computed by dividing net income by the weighted average number of common shares outstanding during the year, after giving retroactive effect for any stock dividends, stock splits or reverse stock splits during the year, and adjusted for the effect of dilutive options.

Outstanding share options plan (SOP) shares will have a dilutive effect under the treasury stock method only when the average market price of the underlying common share during the period exceeds the exercise price of the option. Where the effect of the exercise of all outstanding options has anti-dilutive effect, basic and diluted EPS are stated at the same amount.

Potential ordinary shares are weighted for the period they are outstanding. Potential ordinary shares that are converted into ordinary shares during the period are included in the calculation of diluted EPS from the beginning of the period to the date of conversion; from the date of conversion, the resulting ordinary shares are included in both basic and diluted EPS.

3.22 Related Party Transactions

Transactions with related parties accounted for based on the nature and substance of the agreement, and financial effects are included in the appropriate asset, liability, income and expense accounts.

3.23 Segment Reporting

For purposes of Management reporting, the Group operates mainly in one reportable business segment and one reportable geographical segment. The Group's identified operating segment is consistent with the segment reported to the BOD which is the Group's Chief Operating Decision Maker (CODM).

3.24 Events after the Reporting Period

Events after the reporting period that provide additional information about the Group's financial position at the reporting date (adjusting events) are reflected in the consolidated financial

statements. Events after the reporting period that are not adjusting events are disclosed in the notes to consolidated financial statements when material.

4. Significant Accounting Judgments, Estimates and Assumptions

The consolidated financial statements prepared in accordance with PFRSs require management to make judgments, estimates and assumptions that affect amounts reported in the separate financial statements and related notes. The judgments, estimates and assumptions used in the separate financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the separate financial statements. Actual results could differ from such estimates.

Judgments and estimates are continually evaluated and are based on historical experiences and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The following items are those matters which the Group assess to have significant risks arising from estimation uncertainties:

4.1 Judgments

In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effect on the amounts recognized in the separate financial statements:

Determination of Significant Influence over an Investee Company

The Group considers its investments in Pointwest Technologies Corporation (PTC) and Business Process Outsourcing International, Inc. (BPO) as investments in associates. The Group concluded that given its 30% and 35% ownership interest in PTC and BPO, respectively, it has significant influence over the operating and financial policies of these associates, with considerations of the following factors:

- representation on the BOD;
- participation in policy-making processes, including participation in decisions about dividends and other distributions; and
- material transactions between the investor and investee.

4.1.1 Classification of Financial Instruments

The Group exercises judgments in classifying a financial instrument, or its component parts, upon initial recognition either as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement and the definitions of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the separate statement of financial position.

In addition, the Group classifies financial assets by evaluating, among others, whether the asset is quoted or not in an active market. Included in the evaluation on whether a financial asset is quoted in an active market is the determination on whether market transactions take place with sufficient frequency and volume.

4.1.2 Contractual Cash Flows Assessment

For each financial asset, the Group assesses the contractual terms to identify whether the instrument is consistent with the concept of SPPI.

'Principal' for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortization of the premium/discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Group applies judgment and considers relevant factors such as the currency in which the financial asset is denominated and the period for which the interest rate is set.

In contrast, contractual terms that introduce a more than de minimis exposure to risks or volatility in the contractual cash flows that are unrelated to a basic lending arrangement do not give rise to contractual cash flows that are solely payments of principal and interest on the amount outstanding. In such cases, the financial asset is required to be measured at FVTPL.

Investments in a financial asset that are convertible into equity instruments of the issuer are analyzed for classification in its entirety. A convertible financial asset does not meet the SPPI criterion when its interest rate does not reflect the consideration for the time value of money and the credit risk of the issuer. This is not the case when the issuer's shares are used to settle the instrument with a variable number of shares being issued that are equal in value to the unpaid principal and interest of the financial asset.

The Group's convertible notes receivable amounting to ₱56.1 million and ₱42.1 million as at December 31, 2021 and 2020, respectively, met the SPPI criterion.

4.1.3 Evaluation of Business Model in Managing Financial

The Group determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective. The Group's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel.
- The risks that affect the performance of the business model (and the financial assets held within that business model) and, in particular, the way those risks are managed; and
- The expected frequency, value and timing of sales are also important aspects of the Group's assessment.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account. If cash flows after initial recognition are realized in a way that is different from the Group's original expectations, the Group does not change the classification of the remaining financial assets held in that business model but incorporates such information when assessing newly originated or newly purchased financial assets going forward.

4.2 Estimates and Assumptions

The key estimates and assumptions used in the consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the separate financial statements. Actual results could differ from such estimates.

4.2.1 Determination of Fair Values of Financial Instruments

The Group carries and discloses certain financial assets and liabilities at fair value, which requires extensive use of accounting estimates and judgment. While significant components of fair value measurement were determined using verifiable objective evidence, (i.e., quoted prices, interest rates, foreign exchange rates), the amount of changes in fair value would differ if the Group utilized different valuation methodology.

Where the fair value of certain financial assets and financial liabilities recorded in the consolidated statement of financial position cannot be derived from active markets, they are determined using internal valuation techniques using generally accepted market valuation models. The inputs to these models are taken from observable markets where possible, but where this is not feasible, estimates are used in establishing fair values. The judgments include considerations of liquidity and model inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

The fair values of the Group's financial instruments are presented in Note 26.

4.2.2 Estimating Provision for Expected Credit Losses

The Group uses the general approach to calculate expected credit losses for receivables. The provision rates are based on days past due for each customer. The Group tracks changes in credit risk and recognizes a loss allowance based on either a 12-month or lifetime ECL at each reporting date. The information about the Group's expected credit losses is disclosed in Note 9.

In 2021, the Group recognized additional provision for expected credit losses on its receivables amounting to ₱0.07 million.

The aggregate allowance for expected credit losses on receivables amounted to ₱189.6 million and ₱189.5 million as at December 31, 2021 and 2020. The receivables, net of allowance for expected credit losses, amounted to ₱23.9 million and ₱30.8 million as at December 31, 2021 and 2020, respectively (see Notes 7 and 21).

4.2.3 Estimating Impairment of Debt Securities Classified as Financial Assets at FVOCI

The Group assesses the counterparty's ability to comply with the contractual obligations to pay out principal and interest. Further, the Group assesses whether the credit risk on that financial instruments has increased significantly since initial recognition.

For debt instruments at FVOCI, the Group applies the low credit risk simplification. At every reporting date, the Group evaluates whether the debt instrument is considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Group reassesses the internal credit rating of the debt instrument.

The Group's debt instrument in FVOCI comprise solely of top investment grade bonds that are graded by top credit rating agencies and, therefore, are considered to be low credit risk investments. It is the Group's policy to measure ECLs on such instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. The Group uses the ratings from the top credit rating agencies both to determine whether the debt instrument has significantly increased in credit risk and to estimate ECLs.

Expected credit losses amounted to ₱0.7 million in December 31, 2019. The carrying value of debt securities classified as financial assets at FVOCI amounted to ₱165.8 million and ₱202.1 million as at December 31, 2021 and 2020, respectively (see Note 9).

4.2.4 Estimating Impairment of Investments in Associates

The Group performs an impairment review on its investments in associates whenever an impairment indicator exists. This requires an estimation of the value in use of the investments. Estimating the value in use requires the Group to make an estimate of the expected future cash flows of the investments and to make use of a suitable discount rate to calculate the present value of those future cash flows.

The carrying amount of investments in associates amounted to ₱250 million and ₱278.9 million as at December 31, 2021 and 2020 (see Note 11).

4.2.5 Estimating Impairment of Nonfinancial Assets

The Group determines whether prepayments and other current assets, property and equipment, and other noncurrent assets are impaired whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable.

The factors that the Group considers important which could trigger an impairment review include the following:

- Significant underperformance relative to expected historical or projected future operating results;
- Significant changes in the manner of use of the acquired assets or the strategy for overall business; and

- Significant negative industry or economic trends.

An impairment loss is recognized whenever the carrying amount of an asset exceeds its recoverable amount. The estimated recoverable amount is the higher of an asset's fair value less costs to sell and value in use. The fair value less costs to sell is the amount obtainable from the sale of an asset in an arm's length transaction less the costs of disposal while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs.

The Group has not identified any events or changes in circumstances that would indicate an impairment of its nonfinancial assets as of December 31, 2021 and 2020 presented below:

| | Notes | 2021 | 2020 |
|--------------------------------------|-------|---------------------|--------------|
| Prepayments and other current assets | 8 | P35,472,539 | P35,741,882 |
| Property and equipment – net | 13 | 4,762,944 | 6,038,953 |
| Investment properties – net | 14 | 373,683,237 | 382,487,423 |
| Other noncurrent assets | 15 | 2,857,386 | 2,837,386 |
| | | P416,776,106 | P427,105,644 |

4.2.6 Estimating Realizability of Deterred Income Tax Assets

Deferred income tax asset is recognized for all deductible temporary differences to the extent that it is probable that sufficient future taxable income will be available in the future against which the deductible temporary differences can be utilized. Significant management estimate is required to determine the amount of deferred tax asset that can be recognized, based upon the likely timing and level of future taxable income together with future tax planning strategies. The Group did not recognize deferred tax asset on its temporary differences amounting to P288.4 million as of December 31, 2021 and 2020 as management believes that sufficient future taxable income will not be available to allow all or part of the deferred tax assets to be utilized (see Note 19).

5. Cash and Cash Equivalents

This account consists of:

| | March, 2022 | 2021 |
|-----------------------------|---------------------|---------------------|
| Cash on hand and with banks | P125,316,473 | P112,731,133 |
| Short-term placements | 391,124,767 | 393,999,109 |
| | P516,441,240 | P506,730,242 |

Cash with banks earn interest at the respective bank deposit rates. Short-term placements are fixed rate time deposits denominated in United States (US) dollar and Philippine peso, made for varying periods of up to three months or less, depending on the immediate cash requirements of the Group, and earn interest at the respective bank rates ranging from 0.625% to 3.25% in 2021 and 0.6% to 3.8% in 2020.

Interest income earned from these bank deposits and short-term placements amounted to P2.8 million, P7.9 million and P18.9 million in 2021, 2020 and 2019, respectively.

6. Financial Assets at Fair Value Through Profit or Loss (FVTPL)

Financial assets at FVTPL consist of listed securities which are traded in the PSE, New York Stock Exchange (NYSE) and Hong Kong Stock Exchange (HKEx). Fair values of listed equity securities are based on quoted market prices in the PSE, NYSE and HKEx.

The carrying value of financial assets at FVTPL includes cumulative unrealized gain on fair value changes amounting to ₱72.5 million and ₱50.7 million in 2021 and 2020, respectively.

As of March 31, 2022, the financial assets at FVTPL is valued at P 247,162,256.

7. Receivables – net

This account consists of:

| | Note | March, 2022 | 2021 |
|--|------|-------------|------------|
| Accrued interest | | ₱5,242,380 | ₱5,999,000 |
| Rent receivable | 12 | 520,840 | 1,474,265 |
| Others | | 532,513 | 48,941 |
| | | 6,295,733 | 7,522,206 |
| Less: allowance for expected credit losses | | 983,138 | 983,138 |
| | | ₱5,312,595 | ₱6,539,068 |

Accrued interest from third parties pertain to interest earned on investments in short-term placements, short-term investments and debt securities classified as financial assets at FVOCI that are expected to be collected within one year.

8. Prepayments and Other Current Assets

This account consists of:

| | March, 2022 | 2021 |
|----------------------------|-------------|-------------|
| Current input tax | ₱27,191,172 | ₱27,640,066 |
| Deposits on contracts | 3,688,771 | 3,128,771 |
| Creditable withholding tax | 2,464,492 | 2,181,031 |
| Prepaid expenses | 1,287,112 | 1,264,111 |
| Prepaid income tax | 1,105,857 | 1,105,857 |
| Deferred Input Tax | 148,229 | 152,703 |
| | ₱35,885,633 | ₱35,472,539 |

Input VAT represents tax paid on purchases of applicable goods and services and can be recovered as tax credit against future tax liability of the Company upon approval by the Bureau of Internal Revenue (BIR) and/or the Bureau of Customs (BOC).

9. Financial Assets at Fair Value through Comprehensive Income (FVOCI)

This account consists of:

| | March, 2022 | 2021 |
|---|--------------|--------------|
| Quoted | | |
| Debt securities, net of allowance for impairment loss of ₱2.1 million | ₱155,299,630 | ₱165,813,015 |
| Equity securities | 11,423,155 | 21,734,249 |
| Unquoted equity securities | 224,534,966 | 207,905,001 |
| | ₱391,257,751 | ₱395,452,265 |

Movements in financial assets at FVOCI financial assets are as follows:

| | March, 2022 | 2021 |
|--|---------------------|---------------------|
| Beginning balances | ₱395,452,265 | ₱350,642,209 |
| Additions | 7,831,650 | 53,961,455 |
| Disposals | 0 | (45,202,791) |
| Changes recognized in profit or loss | 0 | 20,135,069 |
| Movements in net unrealized valuation gains (losses) | (12,026,164) | 15,916,323 |
| | ₱391,257,751 | ₱395,452,265 |

Investments in debt securities are denominated in various foreign currencies and are stated at fair value based on quoted prices. Changes in market values are included in the consolidated statements of comprehensive income. The debt securities bear fixed interest rates ranging from 4.75% to 6.625% in 2021, 4.337% to 7.25% in 2020 and 4.375% to 7.25%. Maturity dates of the investments range from 2017 to 2024. Interests on investments are received and settled semi-annually in its denominated currency.

The Group has investment in government issued debt security that is a peso-denominated, fixed-income Philippine Treasury Note with an effective interest rate of 8.125%

Investments in equity securities carried at fair value consist of investments in quoted and unquoted shares of stock which the Group has neither control nor significant influence. The fair market values of the listed shares are determined by reference to published quotations in an active market as of December 31, 2021 and 2020. For unlisted shares of stocks that do not have readily available market values, the Group uses valuation for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Movements in the net unrealized valuation gains on financial assets at FVOCI financial assets are as follows:

| | 2021 | 2020 |
|------------------------------------|----------------------|----------------------|
| Beginning balances | (₱20,578,970) | (₱13,073,284) |
| Movements in fair value before tax | 15,752,983 | (8,934,827) |
| Tax effect | (2,982,138) | 1,429,141 |
| | (₱7,808,125) | (₱20,578,970) |

Allowance for expected credit losses on financial assets at FVOCI amounted to ₱2.1 million as of December 31, 2021 and 2020.

Net unrealized valuation losses on financial assets at FVOCI attributable to equity holders of the Group amounted to ₱12.2 million and ₱7.1 million in 2021 and 2020, respectively.

Interest earned on debt securities classified as financial assets at FVOCI amounted to ₱11.0 million, ₱13.4 million and ₱17.4 million in 2021, 2020 and 2019, respectively, presented as "Interest income" in the consolidated statements of income.

Dividend income earned on equity securities classified as financial assets at FVOCI amounted to ₱0.1 million, ₱0.9 million and ₱1.1 million in 2021, 2020 and 2019, respectively.

The Group disposed certain financial assets at FVOCI and recognized a gain (loss) from disposal amounting to ₱2.1 million, (₱2.1 million) and ₱3.9 million in 2021, 2020 and 2019, respectively.

10. Convertible Notes Receivable

The Group entered into an agreement with Xen Technologies Pte. Ltd. ("Xen"), whereby the Group was issued convertible promissory notes ("Notes"). A total amount of US\$1,050,000 and US\$850,000 was paid for the years ended December 31, 2021 and 2020. The Notes bear interest

at 8% per annum and all unpaid interest and principal, to the extent not already converted, are due and payable upon request of the Group on or before the maturity date.

The Notes are convertible upon the occurrence of the following events:

- Conversion upon a qualified financing which is an equity financing of at least US\$1,500,000;
- If a liquidation event occurs before maturity date, the Notes, together with all unpaid interest accrued, will automatically convert to shares on the date of the liquidation event; or
- Optional conversion at the maturity date.

The carrying amount of the Notes amounted to P56.1 million and P42.1 million as at December 31, 2021 and 2020, respectively.

Interest income earned amounted to P4.4 million in December 31, 2021.

11. Investment in Associates

This account consists of:

| | March, 2022 | 2021 |
|---|--------------|--------------|
| Acquisition cost | P193,760,135 | P193,760,135 |
| Accumulated equity in net earnings: | | |
| As at beginning of year | 179,980,700 | 179,980,700 |
| Share in net income of associates | 19,412,918 | 19,412,918 |
| Share in other comprehensive income from associates | 1,759,284 | 1,759,284 |
| Share in dividends declared by associates | (61,392,134) | (61,392,134) |
| Cumulative translation adjustment | 11,638,861 | 11,638,861 |
| | 151,399,629 | 151,399,629 |
| | 345,159,764 | 345,159,764 |
| Less: allowance for impairment losses | (94,830,129) | (94,830,129) |
| | P250,329,635 | P250,329,635 |

The Group has equity interest in the following associates as of December 31:

| | Country of Incorporation | Percentage of Ownership | Carrying Amount of Investments | |
|---------------------------------------|--------------------------|-------------------------|--------------------------------|--------------|
| | | | 2021 | 2020 |
| MUDC | Philippines | 43% | P94,830,129 | P94,830,129 |
| Less: allowance for impairment losses | | | (94,830,129) | (94,830,129) |
| | | | - | - |
| PTC | Philippines | 30% | 161,165,221 | 203,003,334 |
| BPO | Philippines | 35% | 89,164,414 | 75,907,372 |
| | | | P250,329,635 | P278,910,706 |

PTC

PTC is a global service company outsourcing information technology services from the Philippines. Among others, it offers software servicing, maintenance, testing and development to various clients, mostly in the US.

Dividends

On September 1, 2021, PTC declared cash dividends amounting to \$2.0 million or \$0.00147 per share of the outstanding stocks. Dividends shall be payable on or before October 31, 2021.

On December 16, 2021, PTC declared another cash dividends amounting to \$2.0 million or \$0.00147 per share of the outstanding stocks. Dividends shall be payable on or before February 28, 2022.

On September 17, 2020, PTC declared cash dividends amounting to \$0.8 million or \$0.0055 per share of the outstanding stocks. Dividends shall be payable on or before April 30, 2021 (see Note 19).

The Group's share in the dividends declared amounted to ₱30.8 million and ₱30.4 million in 2021 and ₱10.9 million in 2020.

BPO

BPO is a provider of accounting and finance related services such as payroll, internal audit, payables processing and others. It is involved in outsourcing business process services in the Philippines, servicing many of the multinational and large corporations operating in the country.

Dividends

On December 29, 2020, BPO declared cash dividends amounting to ₱10.0 million or ₱12.82 per share of the outstanding stocks as of record date December 25, 2020. Dividends will be paid in the subsequent year.

The Group's share in the dividends declared amounted to nil and ₱3.5 million in 2021 and 2020, respectively.

Dividend receivable of the Group amounted to ₱1.7 million and ₱10.5 million as of December 31, 2021 and 2020, respectively.

MUDC

The Group has a 43% interest in MUDC. As of December 31, 2021, MUDC has been non-operational since its incorporation. However, it has obtained the necessary requirements for the signing of a supply agreement with a public utility firm and a purchase agreement with certain oil companies. As of December 31, 2021 and 2020, MUDC has project development costs of ₱207.1 million. The recoverability of these assets and the ultimate success of MUDC's future operations are dependent upon the signing of these agreements. The foregoing conditions indicate the existence of a material uncertainty which may cast significant doubt on MUDC's ability to continue as a going concern and the recoverability of the Group's significant investment in MUDC.

The Group has investment in MUDC amounting to ₱94.8 million as of December 31, 2021 and 2020 and advances to MUDC amounting to ₱188.5 million and ₱188.4 million as of December 31, 2021 and 2020, respectively. The Group has assessed that its investment in MUDC amounting to ₱94.8 million as of December 31, 2021 and 2020 and its advances to MUDC amounting to ₱188.4 million as of December 31, 2021 and 2020 are impaired since management believes that it will no longer recover from such investment and advances. Management is not required to infuse more capital to MUDC and that losses are limited to the invested additional advances as of December 31, 2021 and 2020.

12. Investment in Rights Issue Subscription

The Group entered into an agreement with Xen to invest in rights issue subscription amounting to ₱26.5 million and ₱19.2 million in 2021 and 2020, respectively. These rights issue subscriptions grant the Group certain preferential rights in Xen, including right to receive dividends, and are convertible into Xen's ordinary shares subject to certain conditions as stated in the contract agreement.

As at December 31, 2021 and 2020 investments in rights issue subscription are measured at FVOCI and are valued based on the recently transacted price which is deemed the fair value. The recent transacted price has been concluded to best represent the fair value on the basis that there have been no significant changes between the transaction date and the balance sheet date.

13. Property and Equipment – net

Movements in and compositions of the Group's property and equipment are as follows:

| As of March 31, 2022 | | | | | |
|---------------------------------|-------------------|--------------------------|--------------------------|--|-------------------|
| | Condominium | Condominium Improvements | Transportation Equipment | Office Furniture, Fixtures and Equipment | Total |
| Cost | | | | | |
| Beginning balances | 20,755,943 | 8,764,062 | 7,234,510 | 2,892,436 | 39,646,951 |
| Additions | - | - | - | 7,499 | 7,499 |
| Disposals | - | - | - | - | - |
| Ending balances | 20,755,943 | 8,764,062 | 7,234,510 | 2,899,935 | 39,654,450 |
| Accumulated depreciation | | | | | |
| Beginning balances | 17,642,862 | 8,598,923 | 5,902,338 | 2,739,884 | 34,884,007 |
| Depreciation | 207,559 | 17,637 | 83,191 | 11,243 | 319,630 |
| Disposals | - | - | - | - | - |
| Ending balances | 17,850,421 | 8,616,560 | 5,985,529 | 2,751,127 | 35,203,637 |
| Net Book Values | P2,905,522 | P147,502 | P1,248,981 | P148,808 | P4,450,813 |

| As of December 31, 2021 | | | | | |
|---------------------------------|-------------------|--------------------------|--------------------------|--|-------------------|
| | Condominium | Condominium Improvements | Transportation Equipment | Office Furniture, Fixtures and Equipment | Total |
| Cost | | | | | |
| Beginning balances | P20,755,943 | P8,764,062 | P7,234,510 | P3,064,597 | P39,819,112 |
| Additions | - | - | - | 3,526 | 3,526 |
| Disposals | - | - | - | (175,687) | (175,687) |
| Ending balances | 20,755,943 | 8,764,062 | 7,234,510 | 2,892,436 | 39,646,951 |
| Accumulated depreciation | | | | | |
| Beginning balances | 16,812,625 | 8,528,376 | 5,569,572 | 2,869,586 | 33,780,159 |
| Depreciation | 830,237 | 70,547 | 332,766 | 45,056 | 1,278,606 |
| Disposals | - | - | - | (174,758) | (174,758) |
| Ending balances | 17,642,862 | 8,598,923 | 5,902,338 | 2,739,884 | 34,884,007 |
| Net Book Values | P3,113,081 | P165,139 | P1,332,172 | P152,552 | P4,762,944 |

The Group recognized gains on disposal of property and equipment amounting to P0.001 million and P0.4 million in 2021 and 2020, respectively.

Management believes that there is no indication of impairment loss that has occurred on its property and equipment.

14. Investment Properties – net

The roll forward of the Group's investment properties is as follows:

| As of March 31, 2022 | | | |
|---------------------------------|--------------------|------------------------------|---------------------|
| | Land | Condominium and Improvements | Total |
| Cost | | | |
| Beginning balances | P46,319,625 | P395,755,000 | P442,074,625 |
| Additions | - | 13,839 | 13,839 |
| Ending balances | P46,319,625 | P395,768,839 | P442,088,464 |
| Accumulated depreciation | | | |
| Beginning balances | - | 68,391,388 | 68,391,388 |
| Depreciation | - | 2,201,045 | 2,201,045 |
| Ending balances | - | 70,592,433 | 70,592,433 |
| Net Book Values | P46,319,625 | P325,176,406 | P371,496,031 |

| | As of December 31, 2021 | | Total |
|-------------------------------|-------------------------|------------------------------|---------------------|
| | Land | Condominium and Improvements | |
| Cost | | | |
| Beginning and ending balances | ₱46,319,625 | ₱395,755,000 | ₱442,074,625 |
| Accumulated depreciation | | | |
| Beginning balances | — | 59,587,202 | 59,587,202 |
| Depreciation | — | 8,804,186 | 8,804,186 |
| Ending balances | — | 68,391,388 | 68,391,388 |
| Net Book Values | ₱46,319,625 | ₱327,363,612 | ₱373,683,237 |

Condominium units are being leased to third parties and other related parties as office space. The investment properties generated rent income amounting to ₱22.0 million, ₱23.3 million and ₱25.1 million 2021, 2020 and 2019, respectively (see Note 24). Direct operating expenses arising from investment properties that generated rent income include depreciation and condominium dues which amounted to ₱12.2 million, ₱11.3 million and ₱10.8 million in 2021, 2020 and 2019, respectively.

The assessed fair value of the investment properties excluding office spaces in Units 5-3 and 5-4 amounted to ₱1,688.5 million and ₱1,763.1 million as of December 31, 2021 and 2020, respectively. The fair values of the investment properties are based on valuations performed by an accredited independent valuer in March and April 2021. The valuation model in accordance with that recommended by the International Valuation Standards Committee has been applied.

The Group used the Sales Comparison Approach in determining the fair value of the investment properties. This is a comparative approach to value that considers the sales of similar or substitute properties and related market data and establishes a value estimate by processes involving comparison.

The appraiser gathers data on actual sales and/or listings, offers, and renewal options, and identifies the similarities and differences in the data, ranks the data according to their relevance, adjusts the sales prices of the comparable to account for the dissimilarities with the unit being appraised, and forms a conclusion as to the most reasonable and probable market value of the subject property.

The elements of comparison include location, physical characteristics, available utilities, zoning, and highest and best use. The most variable elements of comparison are the site's physical characteristics, which include its size and shape, frontage, topography and location.

The fair value is estimated under Level 3 inputs. The significant unobservable inputs to valuation of investment properties ranges from ₱92,700 - ₱855,000 per square meter.

The Group has no restrictions on the realizability of its investment properties and no contractual obligations to either purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

15. Other Noncurrent Assets

This account consists of:

| | March, 2022 | 2021 |
|---------------------------------------|--------------------|--------------------|
| Cash restricted for legal proceedings | ₱26,258,748 | ₱26,258,748 |
| Refundable deposits | 573,080 | 576,080 |
| Others | 2,281,306 | 2,281,306 |
| | ₱29,113,134 | ₱29,116,134 |

As at December 31, 2021 and 2020, cash amounting to ₱26.3 million has been restricted in relation to the Company's on-going legal proceeding.

16. Trade and Other Payables

This account consists of:

| | March, 2022 | 2021 |
|---------------------------|-------------------|-------------------|
| Deposits payable | ₱4,659,339 | ₱3,802,551 |
| Accounts payable | 548,047 | 749,267 |
| Accrued professional fees | 1,247,650 | 1,262,650 |
| Government payables | 1,907,692 | 1,930,093 |
| | ₱8,362,728 | ₱7,744,561 |

Deposits payable pertain to deposits made by tenants for the lease of an insignificant portion of the Group's condominium spaces and will be refunded to the lessee after the lease term.

Accounts payable are generally noninterest-bearing payables to third party contractors with a credit term of 30 days.

17. Retirement Benefit Obligation

The existing regulatory framework, Republic Act (RA) No. 7641, otherwise known as *The Retirement Pay Law*, requires a provision for retirement pay to qualified private sector employees in the absence of any retirement plan in the entity, provided however that the employee's retirement benefits under any collective bargaining and other agreements shall not be less than those provided under the law. The law does not require minimum funding of the plan.

The Group has an unfunded defined benefit pension plan covering substantially all its regular employees. Retirement benefits under the plan are based on a percentage of latest monthly salary and years of credited service.

The table below summarizes the components of retirement benefit expense recognized in the consolidated statements of income, the remeasurement effects recognized in the consolidated statements of comprehensive income and the amounts recognized in the consolidated statements of financial position.

| | 2021 | 2020 |
|---|--------------------|--------------------|
| Balances at beginning of the year | ₱16,606,435 | ₱18,344,610 |
| Retirement expense recognized in the separate statement of income | | |
| Current service cost | 619,817 | 897,887 |
| Interest cost | 920,643 | 811,397 |
| | 1,540,460 | 1,709,284 |
| Remeasurements recognized in OCI | | |
| Actuarial losses (gains) due to: | | |
| Experience adjustments | (2,237,387) | (3,734,360) |
| Changes in financial assumptions | (168,391) | 286,901 |
| | (2,405,778) | (3,447,459) |
| Balances at end of the year | ₱15,741,117 | ₱16,606,435 |

Actuarial gains (losses) on retirement benefit obligation attributable to the equity holders of the Group amounted to ₱1.7 million and ₱2.3 million as of December 31, 2021 and 2020, respectively.

The principal actuarial assumptions used in determining retirement benefit obligation for the Group's retirement plan are as follows:

| | 2021 | 2020 |
|----------------------|-------|-------|
| Discount rate | 4.30% | 4.00% |
| Salary increase rate | 5% | 5.00% |

The sensitivity analysis below has been determined based on reasonably possible changes of each significant assumption on the defined benefit obligation as of December 31, 2021 and 2020, assuming if all other assumptions were held constant:

| | Effect on Defined Benefit Obligation | |
|-----------------------|--------------------------------------|------------|
| | 2021 | 2020 |
| Discount rate | | |
| +100 basis points | (P211,726) | |
| + 50 basis points | | (P125,928) |
| - 100 basis points | 248,469 | |
| - 50 basis points | | 137,199 |
| Salary increase rates | | |
| +100 basis points | P181,607 | |
| + 50 basis points | | P100,939 |
| - 100 basis points | (149,586) | |
| - 50 basis points | | (91,271) |

The average duration of the retirement benefit obligation as at December 31, 2021 and 2020 is 6 years and 5 years, respectively.

Shown below is the maturity profile analysis of the undiscounted benefit payments:

| | 2021 | 2020 |
|--------------------------------|-------------|-------------|
| More than 1 year to 5 years | P15,735,118 | P16,766,632 |
| More than 5 years to 10 years | 693,854 | 777,059 |
| More than 15 years to 20 years | 5,522,599 | 5,925,493 |
| | P21,951,571 | P23,469,184 |

18. Other Income

In 2020, the Group has signed a compromise agreement with a defendant wherein the defendant will pay P10.0 million to settle the legal case against them. P7.5 million of which has been paid and the remaining balance is subject to 10% interest rate per annum until the amount is fully paid.

19. Income Taxes

On March 26, 2021, Republic Act No. 11534, otherwise known as the Corporate Recovery and Tax Incentives for Enterprises Act (CREATE Act), was enacted into law. Among other provisions, the CREATE Act impacted the Group on the following:

1. Effective July 1, 2020, the Group's effective corporate income tax was lowered to 25% from 30%. The Group can avail of the lower rate of 20% if its net taxable income is not more than P5 million and total assets not exceeding P100 million.
2. Effective July 1, 2020 until June 30, 2023, the minimum corporate income tax (MCIT) was lowered from 2% to 1%.

3. The imposition of 10% tax on improperly accumulated earnings was repealed.

The reconciliation of income tax computed at the statutory income tax rate to provision for income tax shown in profit or loss is as follows:

| | 2021 | 2020 | 2019 |
|---|---------------------|--------------------|--------------------|
| Statutory income tax | P20,439,697 | P13,847,911 | P13,123,005 |
| Adjustments to income tax arising from: | | | |
| Non-deductible expenses | 345,574 | 3,773,162 | 4,001,918 |
| Non-taxable income | (2,250,579) | — | — |
| Dividend income exempt from tax | (23,001,634) | (3,210,047) | (320,582) |
| Equity in net losses (earnings) of associates | (4,853,230) | (9,621,314) | (1,603,222) |
| Tax rate difference on dividend income subjected to final tax | (127,007) | — | — |
| Tax rate difference on interest income subjected to final tax | (133,424) | (2,128,431) | (5,107,159) |
| Movements in unrecognized deferred tax assets | 25,712,944 | — | — |
| Effect of lower income tax rate | 1,093,985 | — | — |
| | P17,226,326 | P2,661,281 | P10,093,960 |

The Group's net deferred income taxes as of December 31, 2021 and 2020 are as follows:

| 2021 | Beginning Balance | Credited (Charged) to Profit | Credited (Charged) to Equity | Ending Balance |
|--|--------------------|------------------------------|------------------------------|---------------------|
| Unrealized valuation gains (losses) on financial assets at FVOCI | P5,958,628 | (P725,852) | (P3,659,557) | P1,573,219 |
| Unrealized foreign exchange gains | 965,308 | (6,032,537) | — | (5,067,229) |
| Retirement benefit obligation | 5,050,959 | (468,276) | 30,017 | 4,612,700 |
| Advance rental | 53,438 | (57,523) | — | (4,085) |
| NOLCO | 2,975,727 | (821,840) | — | 2,153,887 |
| MCIT | 187,058 | (54,034) | — | 133,024 |
| Unrealized valuation loss on financial assets at FVTPL | (8,764,879) | (7,597,204) | — | (16,362,083) |
| Allowance for expected credit losses on receivables, financial assets at FVOCI | 7,613,930 | (1,272,879) | — | 6,341,051 |
| | P14,040,169 | (P17,030,145) | (P3,629,540) | (P6,619,516) |

| 2020 | Beginning Balance | Credited (Charged) to Profit | Credited (Charged) to Equity | Ending Balance |
|--|--------------------|------------------------------|------------------------------|--------------------|
| Unrealized valuation gains (losses) on financial assets at FVOCI | P4,529,487 | P— | P1,429,141 | P5,958,628 |
| Unrealized foreign exchange gains | (2,898,673) | 3,863,981 | — | 965,308 |
| Retirement benefit obligation | 5,572,412 | 512,785 | (1,034,238) | 5,050,959 |
| Advance rental | 152,533 | (99,095) | — | 53,438 |
| NOLCO | 14,063 | 2,961,664 | — | 2,975,727 |
| MCIT | — | — | — | 187,058 |
| Unrealized valuation loss on financial assets at FVTPL | (4,463,955) | (4,300,924) | — | (8,764,879) |
| Allowance for expected credit losses on receivables, financial assets at FVOCI | 7,613,930 | — | — | 7,613,930 |
| | P10,519,797 | P3,125,469 | P394,903 | P14,040,169 |

No deferred income tax assets were recognized for the following deductible temporary differences as it is not probable that sufficient taxable profits will be available to allow the benefit of the deferred income tax assets to be utilized:

| | 2021 | 2020 |
|---|---------------------|--------------|
| Allowance for impairment losses on due from related parties | P188,612,316 | P188,559,944 |
| Allowance for impairment losses on investment in an associate | 94,830,129 | 94,830,129 |
| Provision for legal obligation | 5,000,000 | 5,000,000 |
| | P288,442,445 | P288,390,073 |

20. Equity

20.01 Common Stock

In accordance with SRC Rule 68, Annex 68-D, below is a summary of the Group's track record of registration of securities.

| | Number of Shares Registered | Issue/Offer Price | Date of Approval |
|---------------|--------------------------------|----------------------|---------------------|
| Common shares | 1,000,000,000 | P0.01 | December 8, 1982 |
| Common shares | 9,000,000,000 | 0.01 | July 28, 1997 |

The details of the Group's capital stock (number of shares and amounts) are as follows:

| | 2021 | 2020 |
|---------------------------------|---------------------|--------------|
| Common stock - P1 par value | | |
| Class A | | |
| Authorized - 600 million shares | | |
| Issued - 292,610,118 shares | P292,610,118 | P292,610,118 |
| Class B | | |
| Authorized - 400 million shares | | |
| Issued - 189,217,535 shares | 189,217,535 | 189,217,535 |
| | P481,827,653 | P481,827,653 |

Class A and B common stockholders enjoy the same rights and privileges, except that Class A shares may be owned by, transferred to and subscribed only by Filipino citizens or corporations, partnerships and associations organized under the laws of the Philippines, of which 60% of the common stock outstanding is owned by citizens of the Philippines. Class B shares may be issued, transferred or sold to any person, corporation, partnership or association regardless of nationality.

In 1979, the registrant listed with the PSE (or its predecessor, Manila Stock Exchange) its common stock under its previous name, Ultrana Energy and Resource Corporation, where it offered 1,000,000,000 shares to the public at the issue price of P0.01 per share.

On July 28, 1997, the SEC approved the increase in the Group's authorized capital stock from 10,000,000,000, divided into 6,000,000,000 Class A common shares with par value of P0.01 per share and 4,000,000,000 Class B common shares with par value of P0.01 per share to 1,000,000,000 common shares, divided into 600,000,000 Class A common shares with par value of P1 per share and 400,000,000 Class B common shares with par value of P1 per share.

On November 26, 2000, the BOD approved the issuance, out of the authorized common stock, of 192,413,090 shares at P1 par value which will be offered through a pre-emptive stock rights issue and detachable stock warrants, as follows:

- 96,206,545 shares consisting of 58,377,278 Class A shares and 37,829,267 Class B shares, to be offered in two tranches, the First Tranche consisting of 48,103,272 shares of stock and

the Second Tranche consisting of 48,103,273 shares of stock, to which each stockholder may subscribe on a pre-emptive rights basis, and

- b. the balance of 96,206,545 shares to be offered through detachable stock warrants, which shall entitle each stockholder to subscribe to one share of stock for every one share of stock of the same class that such stockholder subscribe to out of this stock rights issue.

The Group's application to list additional 192,413,090 common shares with a par value of ₱1 per share through pre-emptive rights issue and detachable subscription warrants was approved by the PSE on February 27, 2002 and by the SEC on April 5, 2002.

The exercise periods and expiration dates of the Group's subscription warrants are as follows:

| | Number of Shares | Exercise Periods | Expiration Dates |
|------------------------|---------------------|---------------------|---------------------|
| First Tranche: | | | |
| Class A common shares | 29,188,639 | June 4, 2002 to | |
| Class B common shares | 18,914,633 | June 3, 2007 | June 3, 2007 |
| | 48,103,272 | | |
| Second Tranche: | | | |
| Class A common shares | 29,188,639 | May 9, 2003 to | |
| Class B common shares | 18,914,634 | May 8, 2008 | May 8, 2008 |
| | 48,103,273 | | |
| | 96,206,545 | | |

Full payment of each subscription under the First Tranche was made within the offer period approved by the PSE and the SEC, and the full payment of each subscription under the second tranche shall be due and payable one year from the last day of the offer period. With the full subscription of the Pre-Emptive Rights Stock Offering, the Group's outstanding common stock increased to 481,032,728 common shares of stock, consisting of 291,886,391 Class A common shares and 189,146,337 Class B common shares, all with par value of ₱1 per share.

With the complete exercise of all Detachable Stock Warrants, the Group will have an outstanding common stock of 577,239,273 shares, consisting of 350,263,669 Class A common shares and 226,975,604 Class B common shares, all with par value of ₱1 per share. However, as of December 31, 2007, only 723,727 Class A common stock warrants and 71,198 Class B common stock warrants were exercised and 28,464,912 Class A common stock warrants and 18,843,435 Class B common stock warrants expired. As of December 31, 2008, 29,188,639 Class A common stock warrants and 18,914,634 Class B common stock warrants expired due to non-exercise of stock warrants before expiration date. After the expiration of the said warrants, the Group's outstanding common stock amounted to ₱481,827,653 with additional paid-in capital of ₱144,759,977. There have been no movements since 2008.

The Parent Company has 480 stockholders as at December 31, 2021 and 2020.

20.02 Treasury Shares

The Group's treasury shares pertains to shares of the Group acquired or held by its subsidiaries. For consolidation purposes, the costs of these shares are presented under the "Treasury shares" account in the equity section of the consolidated statements of financial position.

In 2019, PIEI purchased 45,000 Class A shares of the Group with a total cost of ₱0.2 million. In 2020, PIEI purchased additional 36,000 Class A shares with a total cost of ₱0.1 million.

As of December 31, 2021 and 2020, the Group's treasury shares are as follows:

| | 2021 | | 2020 | |
|-------------------------------|------------|--------------|------------|--------------|
| | Shares | Amount | Shares | Amount |
| Balances at beginning of year | 98,123,387 | P102,094,826 | 98,087,387 | P101,969,326 |
| Additions | — | — | 36,000 | 125,500 |
| | 98,123,387 | P102,094,826 | 98,123,387 | P102,094,826 |

20.03 Retained Earnings

Retained earnings is restricted to the extent of the acquisition price of the treasury shares amounting to P102.1 million as at December 31, 2021 and 2020, respectively. The balance of retained earnings includes the accumulated equity in net earnings of the subsidiaries and associates amounting to P1.2 billion and P1.2 billion as at December 31, 2021 and 2020, respectively. Such amounts are not available for distribution until such time that the Group receives the dividends from the subsidiaries and associates. The balance of retained earnings also includes net cumulative unrealized gains on financial assets at FVTPL amounting to P 72.48 million and P50.69 million as at December 31, 2021 and 2020, respectively.

Following are the dividends declared and paid by the Parent Company in 2021, 2020, 2019:

| | Declaration date | Record date | Payment date | Description | Per Share | Total |
|------|--------------------|--------------------|--------------------|-------------|-----------|-------------|
| 2021 | September 17, 2021 | October 1, 2021 | October 27, 2021 | Regular | P0.10 | P48,182,765 |
| 2020 | August 18, 2020 | September 3, 2020 | September 29, 2020 | Regular | 0.10 | P48,182,765 |
| 2019 | July 16, 2019 | September 23, 2019 | October 14, 2019 | Regular | 0.10 | P48,182,765 |
| | July 16, 2019 | October 23, 2019 | November 14, 2019 | Regular | 0.10 | P48,182,765 |

21. Related Party Transactions

Parties are considered to be related if one party has the ability to control, directly or indirectly, the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control.

The Group, through its BOD, recognizes that transactions between and among related parties create strategic financial, commercial, and economic benefits to the Group and its stakeholders. In this regard, related party transactions are generally allowed provided that when related party transactions amount to ten percent (10%) or higher of the Group's total consolidated assets, it shall be considered as Material Related Party Transactions and shall be subject to arms-length principle and BOD approval.

A summary of outstanding balances and transactions with related parties, net of allowance for impairment loss and presented under "Due from related parties" account, are as follows:

| | Year | Amount of Transaction | Outstanding Balance | Terms | Conditions |
|------------------------------|-----------|-----------------------|---------------------|---------------------------------|-----------------------|
| Associates | | | | | |
| BPO | | | | | |
| Rental income | Mar. 2022 | ₱5,687,373 | ₱296,461 | On demand; non-interest bearing | Unsecured; unimpaired |
| | 2021 | ₱1,412,410 | – | On demand; non-interest bearing | Unsecured; unimpaired |
| Payroll service expenses | Mar. 2022 | 18,596 | – | On demand; non-interest bearing | Unsecured; unimpaired |
| | 2021 | 63,682 | – | On demand; non-interest bearing | Unsecured; unimpaired |
| Dividends | Mar. 2022 | – | – | On demand; non-interest bearing | Unsecured; unimpaired |
| | 2021 | – | 1,749,987 | On demand; non-interest bearing | Unsecured; unimpaired |
| PTC | | | | | |
| Dividends | Mar. 2022 | – | – | On demand; non-interest bearing | Unsecured; unimpaired |
| | 2021 | 61,232,597 | 15,394,042 | On demand; non-interest bearing | Unsecured; unimpaired |
| Other Related Parties | | | | | |
| Advances | Mar. 2022 | 16,500 | 37,582 | On demand; non-interest bearing | Unsecured; unimpaired |
| | 2021 | 63,682 | 169,929 | On demand; non-interest bearing | Unsecured; unimpaired |
| | Mar. 2022 | | ₱334,043 | | |
| | 2021 | | ₱17,313,958 | | |

- a) The Group has an 11-year lease contract with BPO commencing on January 30, 2009 over one of its condominium units as office space with a monthly rental of ₱0.1 million. The lease contract expired on February 15, 2020 and was renewed the same terms and conditions (see Notes 14 and 24).

The future minimum rental income from BPO as at December 31, 2021 and 2020 are as follows:

| | 2021 | 2020 |
|--|------------|------------|
| Within one year | ₱1,477,146 | ₱1,412,410 |
| After one year but not more than 5 years | 123,586 | 1,477,146 |
| | ₱1,600,732 | ₱2,889,556 |

- b) The Group has an existing agreement with BPO to engage in providing payroll processing services to employees of the Group, which shall be payable on demand upon provision of the service and billed based on fixed rate per number of employees.
- c) Amounts owed by related parties pertains to reimbursements for expenses paid by the Group.

The outstanding related party transactions are expected to be settled in cash.

Movement of due from related parties, net of expected credit losses, are as follows:

| | 2021 | 2020 |
|---------------------------------|---------------|---------------|
| Due from related parties | ₱188,782,244 | ₱189,135,876 |
| Rent receivables | 17,144,030 | 21,488,467 |
| Allowance for impairment losses | (188,612,316) | (188,559,944) |
| | ₱17,313,958 | ₱22,064,399 |

Allowance for impairment loss is mainly attributable to advances to MUDC, among others (see Note 11).

Compensation of the key management personnel is as follows:

| | 2021 | 2020 |
|--------------------|-------------------|-------------------|
| Salaries and wages | P8,493,141 | P8,493,141 |
| Other benefits | 1,415,524 | 1,415,524 |
| | P9,908,665 | P9,908,665 |

Below are the balances and transactions among related parties which are eliminated in the consolidated financial statements as at December 31, 2021 and 2020.

| Amounts Owed by | Amounts Owed to | 2021 | 2020 |
|-----------------|-----------------|--------------------|-----------|
| MCHC | Parent Company | P25,183,005 | P- |

| Dividends Declared by | Dividend Income of | 2021 | 2020 |
|-----------------------|--------------------|-------------------|-------------------|
| Parent Company | PIEI | P5,029,011 | P5,028,011 |
| Parent Company | MCHC | 4,784,402 | 4,784,402 |
| MCHC | Parent Company | 25,183,065 | - |

The transactions pertain to dividend declarations of the Group and MCHC in 2021 and 2020.

22. Earnings Per Share (EPS)

The following table presents information necessary to compute the basic/diluted EPS:

| | 2021 | 2020 | 2019 |
|--|--------------------|--------------------|--------------------|
| Net income attributable to equity holders of the parent (a) | P62,496,955 | P43,024,955 | P32,205,281 |
| Weighted average number of ordinary shares outstanding for basic and diluted EPS (b) | 379,732,827 | 383,721,537 | 383,959,910 |
| Basic and diluted earnings per share (a/b) | P0.16 | P0.11 | P0.08 |

The Group has no potential dilutive instruments issued as of December 31, 2021, 2020 and 2019.

23. Segment Information

The primary purpose of the Group is to invest in real and personal properties. The Group operates mainly in one reportable business segment which is investing and one reportable geographical segment which is the Philippines.

24. Commitments and Contingencies

The Group leases a portion of its condominium spaces. The Group recognized rental income amounting to P4.62 million, P3.65 million and P4.86 million in 2021, 2020 and 2019, respectively (see Note 14). The lease agreements have terms of one to three years and can be renewed upon the written agreement of the Group and the lessees.

Deposit payable made by the tenants amounting to P 6.4 million and 6.0 million as of December 31, 2021 and 2020, respectively, will be returned to the lessees after the lease term.

Future minimum rental income as at December 31, 2021 and 2020 are as follows:

| | 2021 | 2020 |
|--|--------------------|--------------------|
| Within one year | P16,027,296 | P15,590,691 |
| After one year but not more than two years | 563,586 | 11,782,301 |
| | P16,590,882 | P27,372,992 |

As at December 31, 2021 and 2020, the Group recognized provision for legal obligation amounting to P5.0 million, for claims arising from lawsuit filed by a third party, which is awaiting decision by the courts. Probable cost has been estimated in consultation with the Group's legal counsel. Management and its legal counsels believe that the Group has substantial legal and factual bases for its position and is of the opinion that losses arising from these legal actions, if any, will not have material adverse impact on the Group's financial position and results of operations.

25. Capital Risk Management Objective and Policies

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Group manages its capital structure, which pertains to its equity, and makes adjustment to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Group is not subject to any externally imposed capital requirements.

The total core capital considered by the Group as of March 31, 2022 and December 31, 2021 are as follows:

| | March, 2022 | 2021 |
|----------------------------|-----------------------|-----------------------|
| Common stock | P481,827,653 | P481,827,653 |
| Additional paid in capital | 144,759,977 | 144,759,977 |
| Treasury shares | (102,094,826) | (102,094,826) |
| Retained earnings | 1,227,341,737 | 1,214,760,272 |
| | P1,751,834,541 | P1,739,253,076 |

F & J PRINCE HOLDINGS CORPORATION AND SUBSIDIARY
AGING OF ACCOUNTS RECEIVABLE
AS OF MARCH 31, 2022

| Name | Beginning Balance | Additions | Deductions | | Current 30 days | 60 days or over | Over 120 days | Ending Balance |
|--|-------------------|-----------|------------------|--------------------|-----------------|-----------------|---------------|----------------|
| | | | Amount Collected | Amount Written-Off | | | | |
| Magellan Capital Realty Development Corp. | 59,156 | 5,500 | | | 5,000 | 500 | 59,156 | 64,656 |
| Magellan Capital Corporation | 63,857 | | | | | | 63,857 | 63,857 |
| Magellan Capital Trading Corporation | 59,906 | 5,500 | | | 5,000 | 500 | 59,906 | 65,406 |
| Magellan Utilities Development Corp. | 0 | | | | | | | 0 |
| Business Process Outsourcing International | 1,768,326 | 413,836 | 2,031,999 | | 131,825 | | 18,338 | 150,163 |
| Pinamucan Power Corporation | 46,073 | 5,500 | | | 5,000 | 500 | 46,073 | 51,573 |
| Pointwest Technologies Corporation | 15,394,042 | | 15,394,042 | | | | | 0 |
| Others | 0 | | | | | | | 0 |
| | 17,391,360 | 430,336 | 17,426,041 | | 146,825 | 1,500 | 247,330 | 395,655 |