COVER SHEET

A S 0 9 4 - 0 0 4 4 6 2

S.E.C. Registration Number

G L O B A L - E S T A T E R E S O R T S , I N C .

(Company's Full Name)

9 T H F L O O R E A S T W O O D G L O B A L P L A Z A
P A L M T R E E A V E N U E E A S T W O O D C I T Y
B A G U M B A Y A N Q U E Z O N C I T Y 1 1 1 0
M E T R O M A N I L A

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

Atty. Maria Carla T. Uykim

Contact Person

(632) 318-43-74

Company Telephone Number

1 2	3 1	Definitive Information Statement (20-IS) GERI ASM 202	Last Thursday of June
Month	**Day**	**FORM TYPE**	**Month Day**

Fiscal Year **Annual Meeting**

Secondary License Type, If Applicable

Dept. Requiring this Doc. **Amended Articles Number/Section**

Total Amount of Borrowings

Total No. of Stockholders **Domestic** **Foreign**

Top be accomplished by SEC Personnel concerned

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LCU

CASHIER

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **CRESENCIO P. AQUINO,** Filipino, of legal age and a resident of 503 Batangas St., East Ayala Alabang Village, Muntinlupa City, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an Independent Director of **GLOBAL-ESTATE RESORTS, INC**., a corporation duly organized and existing under Philippine laws, with office address at 9th Floor, Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City (hereafter, the "Corporation").

2. I have been an independent director of the Corporation for the years 2010 to 2012 and February 2018 to present.

3. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
Global-Estate Resorts, Inc.	Independent Director	2010 to 2012 2018 to Present
Megaworld Corporation	Independent Director	2018 to Present
Empire East Land Holdings, Inc.	Independent Director	2018 to Present

4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Corporation, as provided for in Section 38 of the Securities Regulation Code, its Implementing Rules and Regulations and other SEC issuances.

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

6. I shall faithfully and diligently comply with my duties and responsibilities as Independent Director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.

7. I shall inform the Corporate Secretary of the Corporation of any changes in the abovementioned information within five days from its occurrence.

Done, this May day of 19, 2021, at Taguig City, Philippines.

CRESENCIO P. AQUINO
Affiant

SUBSCRIBED AND SWORN to before me this MAY 19 2021 at Taguig City, Philippines, affiant personally appeared before me and exhibited to his competent evidence of identity TIN 113-313-284.

Doc. No. 478;
Page No. 92;
Book No. II;
Series of 2021.

CELINE-MARIA B. JANOLO
NOTARY PUBLIC
City of Taguig
Appointment No. 109 (2019-2020)
16th Floor, Alliance Global Tower 4, 36th Street
corner 11th Avenue, Uptown Bonifacio, Taguig City
Attorney's Roll No. 65785
IBP No. 144396 / 01-07-2021 / Batangas Chapter
PTR No. A-5095605 / 01-19-2021 / Taguig City
MCLE Compliance No.VI-0004697
Issued on 05 December 2017

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **JESUS B. VARELA,** Filipino, of legal age and a resident of No. 30 Sunrise Hill St., Rolling Hills Subdivision, Barangay Damayang Lagi, New Manila QC 1112, after having been duly sworn to in accordance with law do hereby declare that:

1. I am an Independent Director of **GLOBAL-ESTATE RESORTS, INC**., a corporation duly organized and existing under Philippine laws, with office address at 9th Floor, Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City (hereafter, the "Corporation").

2. I have an independent director of the Corporation since 30 June 2016.

3. I am affiliated with the following companies or organizations:

Company/Organization	Position/Relationship	Period of Service
New Lights Technologies, Inc.	Chairman	2010 to present
GS1 Philippines (Barcode of the Philippines)	Chairman	2016 to present
Home Mutual Development Fund (Pag-IBIG)	Trustee	2010 to present
International Chamber of Commerce Philippines	Director General	2015 to present
Committee for Accreditation of Cargo Surveying Companies	Member	2011 to present
Advancement of Workers' Awareness Regarding Employment (AWARE) Foundation, Inc.	President and CEO	1998 to present
J-Phil Marine Shipping, Inc.	Receiver	On-going
Committee on Intellectual Property of Philippine Chamber of commerce and Industry	Chairman	2007 to Present
Philippine Greek Business Council	President	2000 to Present
Philippine Peru Business Council	President	2008 to Present

4. I possess all the qualifications and none of the disqualifications to serve as an Independent Director of the Corporation as provided for in Section 38 of the Securities Regulation Code and its Implementing Rules and Regulations and other SEC issuances.

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

6. I shall faithfully and diligently comply with my duties and responsibilities as independent director under the Securities Regulation Code and its Implementing Rules and Regulations, Code of Corporate Governance and other SEC issuances.

7. I shall inform the Corporate Secretary of __________________________ of any changes in the abovementioned information within five days from its occurrence

Done this MAY 1 9 2021 at Taguig City, Philippines.

JESUS B. VARELA
Affiant

CELINE MARIA B. JANOLO
NOTARY PUBLIC
City of Taguig
Appointment No. 109 (2019-2020)
16th Floor, Alliance Global Tower 4, 36th Street
corner 11th Avenue, Uptown Bonifacio, Taguig City
Attorney's Roll No. 65785
PTR No. A-5095605 / 01-19-2021 /Taguig City
MCLE Compliance No.VI-0004697
Issued on 05 December 2017

SUBSCRIBED AND SWORN to before me this MAY 1 9 2021 at Taguig City, Philippines, affiant personally appeared before me and exhibited to his competent evidence of identity TIN NO. 147-974-175

DOC. NO. 479;
PAGE NO. 12;
BOOK NO. II;
SERIES OF 2021;

Doc. No. _____;
Page No. _____;
Book No. _____;

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS

INFORMATION STATEMENT PURSUANT TO SECTION 20
OF THE SECURITIES REGULATION CODE

1. Check the appropriate box:
   [√] Preliminary Information Statement
   [ ] Definitive Information Statement

2. Name of Registrant as specified in its charter **GLOBAL-ESTATE RESORTS, INC.**

3. **Metro Manila, Philippines**
   Province, country or other jurisdiction of incorporation or organization

4. SEC Identification Number **AS094-4462**

5. BIR Tax Identification Code **000-426-523-000**

6. **16th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City, Metro Manila, Philippines**[1] **1634**
   Address of principal office Postal Code

7. Registrant's telephone number, including area code **(632) 5318-4374**

8. Date, time and place of the meeting of security holders

Date	**:**	**24 June 2021**
Time	**:**	**9:00 a.m.**
Place	**:**	**by live stream access via** https://geri.com.ph/asm2021/

9. **3 June 2021**
   Approximate date on which the Information Statement is first to be sent or given to security holders

10. [*No Proxy Solicitations*]

11. Securities registered pursuant to Sections 8 and 12 of the Code or Sections 4 and 8 of the RSA (information on number of shares and amount of debt is applicable only to corporate registrants):

Title of Each Class	Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding
Common shares	**10,986,000,000**

12. Are any or all of registrant's securities listed on a Stock Exchange?

    Yes ✓ No ______

    The Registrant's common shares are listed on the Philippine Stock Exchange.

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[1] An amendment of the Company's Articles of Incorporation to reflect the change of its principal office address to 9/F Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City, Metro Manila, Philippines has been filed with and is pending approval of the SEC.

GLOBAL-ESTATE RESORTS, INC.

NOTICE AND AGENDA OF THE ANNUAL STOCKHOLDERS' MEETING

TO ALL STOCKHOLDERS:

NOTICE IS HEREBY GIVEN that the 2021 Annual Meeting of Stockholders (the "Annual Meeting") of **GLOBAL-ESTATE RESORTS, INC.** (the "Company") will be held on **24 June 2021 at 9:00 a.m.** to be conducted virtually, through the link https://geri.com.ph/asm2021/ that can be accessed through the Company's website, with the following agenda:

I. Call to order
II. Certification of Notice and Quorum
III. Approval of the Minutes of the previous Annual Stockholders' Meeting
IV. Annual Report of Management
V. Appointment of External Auditor
VI. Ratification of all acts and resolutions of the Board of Directors, Board Committees and Corporate Officers adopted during the preceding year
VII. Election of Directors
VIII. Other matters
IX. Adjournment

Stockholders of record as of **25 May 2021** will be entitled to notice of, and to vote at, the Annual Meeting.

To conform with the government's regulation on social distancing and prohibition on mass gatherings, the Company decided to hold the Annual Meeting via remote communication, and allow the stockholders to cast their votes by remote communication or in absentia, or by proxy.

To participate in the Annual Meeting, stockholders must register from 9:00 AM of **9 June 2021** until 5:00 PM of **18 June 2021.** The procedure for participation via remote communication and in absentia is contained in the Information Statement.

Stockholders who wish to appoint proxies may submit proxy instruments until 5:00 pm of **17 June 2021** to the Office of the Corporate Secretary at 9th Floor, Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City or by e-mail at corpsecretary@global-estate.ph. Validation of proxies shall be held on **18 June 2021.** A sample proxy form will be enclosed in the Information Statement for your convenience.

The Information Statement and other pertinent documents and information on the Annual Meeting are available through the Company's website. For any clarifications, please contact the Office of the Corporate Secretary via email at corpsecretary@global-estate.ph.

Taguig City, Metro Manila, Philippines, ____ May 2021.

MARIA CARLA T. UYKIM
Corporate Secretary

EXPLANATION OF AGENDA ITEMS FOR STOCKHOLDERS' APPROVAL

I. Call to Order

The Annual Meeting will be formally opened at approximately 9:00 o'clock in the morning.

II. Certification of Notice of Quorum (and Rules of Conduct and Procedures)

The Corporate Secretary will certify that the written notice for the meeting was duly sent to stockholders of record, including the date of publication and the newspapers where the notice was published. The Corporate Secretary will also certify that a quorum exists, and the Stockholders representing at least a majority of the outstanding capital stock, present in person or by proxy, shall constitute a quorum for the transaction of business.

Pursuant to Sections 23 and 57 of the Revised Corporation Code, which allow voting *in absentia* by the stockholders, the stockholders may register by submitting the requirements via email at corpsecretary@global-estate.ph and vote in absentia on the matters for resolution at the meeting. A stockholder who votes in absentia as well as a stockholder participating by remote communication shall be deemed present for purposes of quorum.

Please refer to **Annex "A"** on the Procedures and Requirements for Voting and Participation in the Annual Meeting for complete information on remote participation or voting in absentia, as well as on how to join the live stream for the Annual Meeting.

III. Approval of the Minutes of the previous Annual Stockholders' Meeting

Stockholders will be asked to approve the Minutes of the Stockholders' Meeting held on 28 August 2020, a copy of which is available at the Company's website, https://geri.com.ph.

IV. Annual Report of Management

The performance of the Company in 2020 will be reported.

V. Appointment of External Auditor

The appointment of the external auditor for the ensuing year will be endorsed to the stockholders for approval. The external auditor conducts an independent verification of the Company's financial statements and provides an objective assurance on the accuracy of its financial statements.

VI. Ratification of all acts and resolutions of the Board of Directors, Board Committees and Corporate Officers

The actions of the Board and its committees were those taken since the annual stockholders' meeting on 28 August 2020 until 24 June 2021. These include, among others, application for, and renewal of, permits, licenses, clearances, accreditations and registration for projects, operation of bank accounts and other bank transactions, appointment of contract signatories, proxies, nominees, attorney/s-in-fact and authorized representatives, development, marketing and operation of projects, approval of plans and titling of projects, property transactions, holding of 2021 Annual Meeting of Stockholders, investment and financing activities in the ordinary course of business, other similar activities of the Company.. The acts of the officers were those taken to implement the resolutions of the Board or its committees or made in the general conduct of business.

VII. Election of Directors

Nominees for election of nine (9) members of the Board of Directors, including two (2) independent directors, will be submitted for election by the stockholders. The profiles of the nominees to the Board of Directors are provided in the Information Statement.

VIII. Other matters

Other concerns or matters raised by stockholders will be discussed.

IX. Adjournment

Upon determination that there are no other matters to be considered, the meeting shall be adjourned.

SAMPLE ONLY

PROXY

The undersigned stockholder(s) of **GLOBAL-ESTATE RESORTS, INC.** (the "Company") hereby appoint/s ________________________________ or in his absence, the Chairman of the Annual Stockholders' Meeting, as proxy of the undersigned stockholder(s) at the Annual Stockholders' Meeting to be held on **24 June 2021 at 9:00** in the morning, and/or at any postponement or adjournment thereof, and/or any annual stockholders' meeting of the Company, which appointment shall not exceed five (5) years from date hereof.

The undersigned stockholder(s) hereby direct/s the said proxy to vote all shares on the agenda items set forth below as expressly indicated by marking the same with [√] or [X]:

ITEM NO.	SUBJECT	ACTION		
		FOR	AGAINST	ABSTAIN
3	Approval of the Minutes of the Annual Stockholders' Meeting held on 28 August 2020			
5	Appointment of Punongbayan & Araullo as External Auditor			
6	Ratification of all acts and resolutions of the Board of Directors, Board Committees and Corporate Officers adopted during the preceding year			
7	Election of Directors (including Independent Directors) for the ensuing year:			
	Andrew L. Tan			
	Lourdes T. Gutierrez-Alfonso			
	Monica T. Salomon			
	Kevin Andrew L. Tan			
	Wilbur L. Chan			
	Ferdinand T. Santos			
	Giancarlo C. Ng			
	Jesus B. Varela - Independent Director			
	Cresencio P. Aquino - Independent Director			

PRINTED NAME OF SHAREHOLDER	SIGNATURE OF SHAREHOLDER/ AUTHORIZED SIGNATORY	NUMBER OF SHARES TO BE REPRESENTED	DATE

This proxy should be submitted no later than 5:00 pm of **17 June 2021** to the Office of the Corporate Secretary at 9th Floor, Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City or by email to corpsecretary@global-estate.ph.

This proxy when properly executed will be voted in the manner as directed herein by the stockholder. If no direction is made, the proxy will be voted for the election of all nominees and for the approval of all matters stated above and for such other matters as may properly come before the meeting in the manner described in the information statement.

A stockholder giving a proxy has the power to revoke it at any time before the right granted is exercised. A proxy is also considered revoked if the stockholder attends the meeting in person and expressed his intention to vote in person.

This proxy does not need to be notarized.

(Partnerships, Corporations and Associations must attach certified resolutions thereof designating proxy/representative and authorized signatories.)

WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE NOT REQUESTED TO SEND US A PROXY.

PART I

A. GENERAL INFORMATION

ITEM 1. Date, time and place of meeting of security holders

Date	:	24 June 2021
Time	:	9:00 a.m.
Place	:	To be conducted virtually by live stream access via https://geri.com.ph/asm2021/

(b) The approximate date on which the Information Statement is first to be sent or given to security holders is on or before **3 June 2021.**

The Company is not soliciting any proxy -

WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE NOT BEING REQUESTED TO SEND US A PROXY.

ITEM 2. Dissenters' Right of Appraisal

There are no matters to be acted upon or proposed corporate action in the agenda for the annual meeting of stockholders that may give rise to possible exercise by a dissenting stockholder of its appraisal rights under Title X of the Revised Corporation Code of the Philippines.

A stockholder has the right to dissent and demand payment of the fair value of his shares in the following instances stated in the Revised Corporation Code, to wit:

(1) In case any amendment to the Articles of Incorporation has the effect of changing or restricting the rights of any stockholder or class of shares, or authorizing preferences in any respect superior to those of outstanding shares of any class, or of extending or shortening the term of corporate existence *(Section 80)*;

(2) In case of sale, lease, exchange, transfer, mortgage, pledge or other disposition of all or substantially all of the corporate property and assets *(Section 80)*;

(3) In case of merger or consolidation of the Company with or into another entity *(Section 80)*; and,

(4) In case of any investment of corporate funds for any purpose other than the primary purpose of the Corporation *(Section 80)*.

The procedures and conditions for the exercise by a dissenting stockholder of his appraisal right shall be in accordance with Section 81 of the Revised Corporation Code, to wit:

(1) A stockholder voted against a proposed action of the Company;

(2) The dissenting stockholder shall make a written demand on the Company within thirty (30) days after the date on which the vote was taken for payment of the fair value of his shares. The failure of the stockholder to make the demand within the thirty (30)-day period shall be deemed a waiver of his appraisal right;

(3) If the proposed corporate action is implemented, the Company shall pay to such shareholder, upon surrender of the corresponding certificates of stock representing his shares within ten (10) days after demanding payment for his shares *(See Section 86),* the fair market value thereof as of the day prior to the date on which the vote was taken;

(4) If the dissenting stockholder and the Company cannot agree on the fair value of the shares within sixty (60) days from the date of shareholders' approval of the corporate action, then the fair value of the shares shall be determined and appraised by three (3) disinterested persons, one (1) of whom shall be named by the dissenting shareholder, one (1) by the Company and a third to be named by the two already chosen. The findings of the majority of the appraisers shall be final and their award shall be paid by the Company within thirty (30) days after such award.

(5) No payment shall be made to any dissenting stockholder unless the Company has unrestricted retained earnings in its books to cover such payment.

(6) Upon payment of the agreed or awarded price, the stockholder shall transfer his shares to the Company.

ITEM 3. Interest of Certain Persons in or Opposition to Matters to be Acted Upon

(a) No director, officer, or nominee for election as director, or the associate of any of the foregoing, has any substantial interest, direct or indirect, by security holdings or otherwise, in any matter which will be acted upon during the Annual Meeting, other than election to office.

(b) No director has informed the Company in writing that he intends to oppose any action to be taken by the Company at the Annual Meeting.

B. CONTROL AND COMPENSATION INFORMATION

ITEM 4. Voting Securities and Principal Holders Thereof

(a) *Number of Shares Outstanding*

The Company has 10,986,000,000 common shares outstanding as of 30 April 2021. Each of the common shares is entitled to one (1) vote with respect to all matters to be taken up during the Annual Meeting.

(b) *Record Date*

The Board of Directors of the Company set **25 May 2021** as the record date for determining the stockholders entitled to notice and to vote at the Annual Meeting. As such, only stockholders as of such record date are entitled to notice and to vote at the Annual Meeting.

(c) *Manner of Voting*

Pursuant to Sections 23 and 57 of the Revised Corporation Code and SEC Memorandum Circular No. 06, Series of 2020 allowing voting through remote communication or in absentia, stockholders may now participate in the Annual Meeting by remote communication and cast their votes in absentia. A stockholder may cast his/her votes by remote communication or in absentia until 5:00 pm of **18 June 2021**.

A stockholder voting remotely or in absentia shall be deemed present for purposes of quorum. Please refer to **Annex "A"** on the Procedures and Requirements for Voting and Participation in the Annual Meeting for complete information on voting via remote participation or voting in absentia, as well as on how to join the live stream for the Annual Meeting.

(d) *Cumulative Voting Rights*

Each holder of common stock shall have cumulative voting rights with respect to the election of the members of the board of directors of the Company. Cumulative voting entitles each stockholder to cumulate his shares and give one nominee as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or distribute them on the same principle among as many nominees as he shall see fit; provided, that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by the number of directors to be elected.

(e) *Security Ownership of Certain Record and Beneficial Owners and Management*

(i) Security ownership of certain record and beneficial owners

Security ownership of certain record and beneficial owners owning more than five percent (5%) of any class of the Company's voting securities as of 30 April 2021 –

SECURITY OWNERSHIP OF CERTAIN RECORD AND BENEFICAL OWNERS

Title of Class	Name, address of record owner and relationship with issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizen-ship	No. of Shares Held	Percent (Based on total shares)
Common Shares	Megaworld Corporation 30th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City 1634	Megaworld Corporation[2]	Filipino	9,042,732,139[3]	82.31%
Common shares	PCD Nominee Corporation (Filipino) 6/F MKSE Bldg. Ayala Avenue, Makati City	Various shareholders[4]	Filipino	1,491,240,989	13.57%

Other than the persons identified above, there are no other beneficial owners of more than five percent (5%) of the outstanding capital stock that are known to the Company.

2 Megaworld Corporation is both the record and beneficial owner. However, Andrew L. Tan is usually designated as its representative, with authority to vote its shares at meetings of the stockholders.

3 Data refers to direct and indirect shares. Direct shares consist of 8,859,398,139 while indirect shares consist of 183,334,000.

4 Under PCD Nominee Corporation, there are no person/s who are beneficial owner/s of, or who has voting power or investment power (pursuant to a voting trust or other similar agreement) with respect to shares comprising more than five percent (5%) of the outstanding capital stock of the Corporation.

(ii) Security ownership of Management

Security ownership of directors and executive officers of the Company as of 30 April 2021 –

SECURITY OWNERSHIP OF MANAGEMENT

Title of Class	Name of Beneficial Owner	Amount and nature of Beneficial Ownership	Citizenship	Percent of Class
Common	Andrew L. Tan	2 (direct)	Filipino	0.00%
Common	Lourdes T. Gutierrez-Alfonso	2 (direct)	Filipino	0.00%
Common	Monica T. Salomon	1 (direct)	Filipino	0.00%
Common	Kevin Andrew L. Tan	2 (direct)	Filipino	0.00%
Common	Ferdinand T. Santos	30,007 (direct)	Filipino	0.00%
Common	Wilbur L. Chan	2,611,826 (direct)	Filipino	0.00%
Common	Giancarlo S. Ng	1 (direct)	Filipino	0.00%
Common	Cresencio P. Aquino	1 (direct)	Filipino	0.00%
Common	Jesus B. Varela	1 (direct)	Filipino	0.00%
Other Executive Officers				
Common	Lailani V. Villanueva	0	Filipino	n/a
Common	Marie Emelyn Gertrudes C. Martinez	0	Filipino	n/a
Common	Karen B. Maderazo	0	Filipino	n/a
Common	Felipe L. Mangubat, Jr.	0	Filipino	n/a
Common	Michael R. Roxas	0	Filipino	n/a
Common	Maria Carla T. Uykim	0	Filipino	n/a
Common	Nelileen S. Baxa	0	Filipino	n/a

There is no indirect beneficial ownership of the named directors and officers.

(iii) Voting Trust Holders of 5% or more –

The Company has no knowledge of persons holding more than five percent (5%) of its voting securities under a voting or similar agreement.

(f) *Changes in Control*

There has been no change in the control of the Company since it became a subsidiary of Megaworld.

ITEM 5. Directors and Executive Officers

(a) *Incumbent Directors, Independent Directors, and Executive Officers*

The following are the names, ages, citizenship and periods of service of the incumbent directors and independent directors of the Company:

Name	Age	Citizenship	Period during which individual has served as such
Andrew L. Tan	71	Filipino	January 2011 up to present
Lourdes T. Gutierrez-Alfonso	57	Filipino	June 2011 up to present

Monica T. Salomon	52	Filipino	1 March 2015 to present
Kevin Andrew L. Tan	41	Filipino	24 June 2014 up to present
Wilbur L. Chan	61	Filipino	January 2011 up to present
Ferdinand T. Santos	70	Filipino	1994 up to present
Giancarlo C. Ng	43	Filipino	28 August 2020 to present
Jesus B. Varela (Independent Director)	64	Filipino	June 2016 up to present
Cresencio P. Aquino (Independent Director)	67	Filipino	2010 to 2012; February 2018 up to present

The following are the names, ages, positions, citizenship and periods of service of the incumbent executive officers of the Company:

Name	Age	Citizenship	Position	Period during which individual has served as such
Andrew L. Tan	71	Filipino	Chairman & CEO	January 2011 up to present
Monica T. Salomon	52	Filipino	President	1 March 2015 to present
Lourdes T. Gutierrez - Alfonso	57	Filipino	Managing Director	1 March 2015 to present
Lailani V. Villanueva	41	Filipino	Chief Financial Officer/ Compliance Officer/Treasurer / Corporate Information Officer	CFO/Compliance Officer -July 2013 up to present/ Treasurer – March 2019 Corporate Info. Officer – June 2019
Maria Carla T. Uykim	44	Filipino	Corporate Secretary and Assistant Corporate Information Officer	April 2019 to present
Nelileen S. Baxa	41	Filipino	Assistant Corporate Secretary	8 October 2020 up to present
Michael R. Roxas	42	Filipino	Chief Audit Executive and Chief Risk Officer	27 June 2019 up to present
Marie Emelyn Gertrudes C. Martinez	56	Filipino	EVP for Legal Division	February 2012 up to present
Felipe L. Mangubat Jr.	55	Filipino	VP – Head of Operations Management	January 2020 to present
Karen B. Maderazo	42	Filipino	VP for HR and Corporate Administration	October 2013 up to present

Brief Background of the Directors and Officers

The business experiences of the Directors and Executive Officers of the Company for the last five (5) years are as follows:

Board of Directors -

ANDREW L. TAN, Filipino, 71 years old, was first elected as Chairman of the Board and Chief Executive Officer of the Company on 12 January 2011. Dr. Tan serves as Chairman of the Board of Alliance Global Group, Inc. (AGI) which has interests in the food and beverage business, real estate, tourism-entertainment and gaming, quick-service restaurant business and infrastructure development. Dr. Tan is the founder of the Company's parent company, Megaworld Corporation and has served as its Chairman and President since its incorporation in 1989. He pioneered the live-work-play-learn model in real estate development through Megaworld Corporation's integrated township communities, fueling the growth of the business process outsourcing (BPO) industry. He embarked on the development of integrated tourism and leisure estates through the Company and is Chairman of the Company's subsidiaries Twin Lakes Corporation, Southwoods Mall, Inc. and Oceanfront Properties, Inc. Mr. Tan is also Chairman of Megaworld subsidiaries Empire East Land Holdings, Inc. and Suntrust Properties, Inc., and AGI's brandy subsidiary, Emperador, Inc. He is a director of Travellers International Hotel Group, Inc., which owns Resorts World Manila, and Golden Arches Development Corporation, the master franchise holder of McDonald's in the Philippines. Dr. Tan holds a bachelor's degree in Business Administration from the University of the East.

LOURDES T. GUTIERREZ-ALFONSO, 57 years old, was first elected as Director of the Company on 30 June 2011. Effective 01 March 2015, she was appointed as the Company's Managing Director to oversee the Company's business performance and lead in the formulation of overall strategic direction, plans, and policies for the Company. She is currently the Chief Operating Officer of Megaworld Corporation and is a member of Megaworld's Management Executive Committee. She is currently the Director and Vice Chairman of Suntrust Properties, Inc., and a director of Megaworld Cebu Properties, Inc., Megaworld Resort Estates, Inc., Oceantown Properties, Inc., Prestige Hotels & Resorts, Inc., Oceanfront Properties, Inc., Megaworld Global-Estate, Inc., Twin Lakes Corporation, and FEUDC. She is a trustee and Corporate Secretary of Megaworld Foundation, Inc. Ms. Gutierrez is a certified public accountant by profession and holds a bachelor's degree in Accounting from the Far Eastern University.

MONICA T. SALOMON, 52 years old, has served as Director, President, and Chief Operating Officer of the Company since 01 March 2015. Prior to joining GERI, she was Head of Megaworld's Corporate Management Division and spearheaded strategic real estate acquisitions and joint ventures for the Megaworld Group. She was also a member of Megaworld's Management Executive Committee, which is responsible for the development and execution of the Group's corporate strategies, policies and initiatives. She holds directorships in various Megaworld and GERI subsidiaries significant of which are Twin Lakes Corporation, Megaworld Global-Estate, Inc., Southwoods Ecocentrum Corp., Southwoods Mall, Inc., Prestige Hotels & Resorts, Inc., Luxury Global Hotels and Leisure, Inc., Belmont Hotel Boracay, Inc., Savoy Hotel Boracay, Inc., Twin Lakes Hotel, Inc., and Megaworld Foundation, Inc. She obtained her Bachelor of Laws in 1994 from the University of the Philippines.

WILBUR L. CHAN, Filipino, 61 years old, was first elected as Director of the Company on 12 January 2011. He also serves as Director for Hotels and Clubs and is currently the Chairman of Fairways & Bluewater Resorts Golf & Country Club, Inc. and Fil-Estate Urban Development Corporation. He is also a director in Southwoods Ecocentrum Corporation and Uni-Asia Properties, Inc. He has a Master's Degree in Business Management from the Asian Institute of Management, a Master's Degree in National

Security Administration (Silver Medalist) from the National Defense College of the Philippines and a Degree in Command & General Staff Course at Command & General Staff College.

FERDINAND T. SANTOS, Filipino, 70 years old, was elected as Director of the Company since its incorporation in 1994. He served as the Company's President until his retirement on 28 February 2015. He is also the President of Fil-Estate Management Inc., Fil-Estate Development Inc., Fairways & Bluewater Resort Golf & Country Club, Inc., Newport Hills Golf Club, Inc., St. Benedict Realty & Development Inc., Royal Jade Memorial Inc., and Mt. Zion Memorial, Inc. He obtained his Bachelor of Arts degree from Arellano University in 1970 and took his Bachelor of Laws at San Beda College.

KEVIN ANDREW L. TAN, 41 years old, was elected as Director on 26 June 2014. He is the Chief Executive Officer and Vice Chairman of Alliance Global Group and Chief Strategy Officer of Megaworld Corporation. He is concurrently a director of listed companies, Emperador Inc. and Empire East Land Holdings, Inc. He is also a director of various companies in the Alliance Global Group including Emperador Distillers, Inc., Alliance Global Brands, Inc., Anglo Watsons Glass, Inc., Yorkshire Holdings, Inc., The Bar Beverage, Inc., Emperador Brandy, Inc., Southwoods Ecocentrum Corp., Twin Lakes Corporation, and Southwoods Mall, Inc., Belmont Hotel Boracay, Inc., and Twin Lakes Hotel, Inc. He has over 11 years of experience in retail leasing, marketing, and operations having served as head of Megaworld Lifestyle Malls for over 11 years. Mr. Tan holds a bachelor's degree in Business Administration major in Management, from the University of Asia and the Pacific.

GIANCARLO C. NG, 43 years old, was first elected as Director on 28 August 2020. He is the Vice-President of Progreen Agricorp, Inc. He has 20 years of leadership roles in the areas of Information Technology consulting, customer support, pre-sales engineering, and global business development. He is experienced in strategic and tactical planning, client relationship management, corporate governance, and change management. Mr. Ng holds a Bachelor of Arts in Humanities and master's degree in Information Technology, from the University of Asia and the Pacific.

JESUS B. VARELA, Filipino, 64 years old, was elected as Lead Independent Director on 30 June 2016. He is also an Independent Director of Megaworld Corporation. He graduated with an Economics degree in 1979 from Ateneo de Manila University. He is also the Chairman of the Philippine Chamber of Commerce and Industry, GS1 Philippines (Barcode of the Philippine), and New Lights Technologies, Inc. He is the President and CEO of the Advancement of Workers' Awareness Regarding Employment (AWARE) Foundation, Inc., and President of Philippine Greek Business Council and Philippine Peru Business Council. He is also the Director General of the International Chamber of Commerce Philippines (ICC-Philippines), Receiver of J-Phil Marine Shipping Inc., and Member of the Committee for Accreditation of Cargo Surveying Companies. Mr. Varela has more than 20 years of experience in the fields of marketing, human resources, international labor affairs, agriculture, and commerce, among others. He has done executive work with the Department of Agriculture, National Food Authority Council, Philippine Genetics, Inc., National Irrigation Administration, Philippine Planters Products, National Agri-Business Corporation, Agriculture Anti-Smuggling Task Force, and Nautical Highway Board. He served as Labor Attaché to Kobe, Japan, to the Commonwealth of Northern Marianas Island, and to Athens. Mr. Varela obtained his bachelor's degree in Economics from Ateneo De Manila University. He attended training courses in Labor Administration and Policy Formulation under the International Labor

Organization/ARPLA program, the Corporate Planning Course at the Center for Research Communication, Foreign Exchange Training by Metro Bank and Forex Club of the Philippines, Systems Analysis by the Presidential Management Staff, Asian Productivity Seminar, and other in-house seminars conducted by the Department of Labor and the Development Academy of the Philippines.

CRESENCIO P. AQUINO, Filipino, 67 years old, is currently the Managing Partner of The Law Firm of CP Aquino & Partners. He is a graduate of San Sebastian College Manila with Bachelor of Arts and Bachelor of Laws degrees. Atty. Aquino has extensive experience in both the public and private sectors as follows: Director of Clark Development Corporation from 2012 to 2016, Independent Director of Global-Estate Resorts, Inc. from 2010 to 2012, Independent Director of Suntrust Home Developers, Inc. from 2009 to 2012, Corporate Legal Counsel of MBF Card and One Card Corporation from June 1998 to May 2004, Special Assistant and Chief Legal Counsel of the Government Service Insurance System from September 1992 to June 1998, member of the Board of Directors of the Meat Packaging Corporation of the Philippines from September 1992 to June 1998, Personnel and Administrative Manager, Corporate Secretary and Chief Legal Counsel of ComSavings Bank from September 1992 to June 1998, Executive Director of the Department of Interior and Local Government (DILG) from 1998 to 1992, and Ex-Officio Commissioner of the DILG with the Housing and Land Use Regulatory Board also for the same period. Atty. Aquino has extensive experience in public service, investment banking, corporate practice specializing in joint venture undertaking, corporate restructuring, real estate funds, mergers and acquisitions, risk management, innovative restructuring, due diligence & valuations and enhancing shareholder value. He was formerly an Associate Professor with the San Sebastian College. Atty. Aquino has been a member of the Integrated Bar of the Philippines since 1978 and is also a member of the Capitol Bar Association, Knights of Columbus and the Lawyers League of the Philippines.

Key Executive Officers (other than those presented above under "Directors")

LAILANI V. VILLANUEVA, Filipino, 41 years old, is the Chief Finance Officer, Compliance Officer and Treasurer of the Company. She is a Certified Public Accountant with over 19 years of experience in accounting and finance. Prior to joining the Company, she was Senior Accounting Manager for Megaworld Corporation from 2007 until 2010. In 2011, she joined Global-Estate Resorts, Inc. as Comptroller. She is concurrently the Chief Financial Officer of Fairways and Bluewater Resort Golf and Country Club, Inc., Director and Chief Finance Officer of Southwoods Ecocentrum Corporation, Director of Southwoods Mall Inc., and Megaworld Global-Estate, Inc. Ms. Villanueva obtained her bachelor's degree in Accountancy from the College of the Immaculate Concepcion.

MARIE EMELYN GERTRUDES C. MARTINEZ, Filipino, 56 years old, is the Executive Vice President for Legal. She is also the Corporate Secretary of Fil-Estate Golf and Development, Inc., Fil-Estate Urban and Development, Inc., Fairways and Bluewater Resort Golf and Country Club, Inc., and Newport Hills Golf Club, Inc. Before joining GERI, she was the Chief of Staff of the Office of COMELEC Commissioner Augusto C. Lagman. She was a Partner in Ponce Enrile Reyes & Manalastas (PECABAR) Law Offices and in Nisce Mamuric Guinto Rivera & Alcantara Law Offices. She was admitted to the Bar in 1991 after obtaining her Bachelor of Laws degree from University of the Philippines and her Bachelor of Arts major in Economics from the same university.

KAREN B. MADERAZO, Filipino, 42 years old, is the Vice President and Head of the Company's Human Resources and Corporate Administration Division. She joined the Company on 1 October 2013. Ms. Maderazo served as the Senior Manager for Human Resources Division of Megaworld Corporation from May 2005 to September 2013. She also worked for Suyen Corporation from June 2003 to February 2005 as Training Specialist of the Personnel Department. She graduated from Centro Escolar University with a bachelor's degree in Science in Psychology. She pursued graduate studies in Psychology at the Centro Escolar University.

FELIPE L. MANGUBAT, JR., Filipino, 55 years old, was appointed Vice President and Head of Operations Management of the Company in January 2020. A civil engineer by profession, he has extensive experience in project development, having managed various residential, commercial, institutional and industrial projects in the Philippines and in the Middle East Prior to his appointment, he served as Project Development Head of the Company's Boracay Newcoast and Twin Lakes projects.

MICHAEL R. ROXAS, Filipino, 42 years old, is currently the Chief Audit Executive and Chief Risk Officer of the Company. Before joining GERI, he was the head of Risk Management & Insurance Division of Makati Development Corporation (MDC), a wholly owned subsidiary and the construction arm of Ayala Land, Inc. During his time in MDC, he championed several initiatives for MDC such as documentation and improvement of MDC's systems and procedures, establishment of the Enterprise-wide Risk Management program, development of Business Continuity Management, and Lean Construction. He has a dynamic 16-year management career in auditing, assurance and consultancy in real estate, retail, manufacturing and telecommunications companies. He performed financial, operations and compliance audits including business process, project management, continuous monitoring, process mapping, and fraud investigation. He has a Master's Degree in Business Administration from the Pamantasan ng Lungsod ng Maynila. He is a Certified Lead Auditor for ISO 9001:2008 Quality Management System and ISO 14001:2004 Environmental Management System. Mike is certified in Safety Program Audit, Loss Control Management and Construction Occupational Safety and Health (COSH). He also obtained the Certified Internal Control Auditor (CICA) title in February 2019. He is a member of the Institute of Internal Auditors – Philippines (IIA-P) since 2009.

MARIA CARLA T. UYKIM, 44 years old, Filipino, is the Corporate Secretary and Assistant Corporate Information Officer. She is also the Corporate Secretary of San Vicente Coast, Inc., Northwin Properties, Inc., and Maple Grove Land, Inc., and a Director and Corporate Secretary of Luxury Global Malls, Inc. She is currently the First Vice President and the Head of the Corporate Advisory and Compliance Division of Megaworld Corporation and is a member of Megaworld Corporation's Management Executive Committee. Prior to joining Megaworld Corporation, Atty. Uykim was an Associate at Andres Marcelo Padernal Guerrero and Paras law offices from August 2005 to April 2007, where she specialized in labor and corporate law, and at ACCRA Law from February 2003 to January 2004, where she practiced immigration law. She also served as Chief of Staff of Congresswoman Remedios L. Petilla from July 2004 until June 2005. She obtained her Juris Doctor Degree from the Ateneo De Manila School of Law and is a graduate of the double degree program of De La Salle University, with a Bachelor of Arts in Psychology and a Bachelor of Science in Marketing Management.

NELILEEN S. BAXA, Filipino, 41 years old, is the Assistant Corporate Secretary of the Company and is currently a Senior Accounting Manager of Megaworld Corporation. She is a certified public accountant with over eighteen (18) years of experience in the fields of accounting and finance. Ms. Baxa concurrently serves as a Director of Bordeaux Properties, Inc., Langham Properties, Inc., Rowenta International, Inc. and Venetian Properties, Inc. Ms. Baxa obtained her Bachelor's Degree in Accountancy from the University of Sto. Tomas.

Employment in Government

No director or officer of the Company is employed or working for the government or any of its agencies and instrumentalities.

Significant Employees

Other than the Company's executive officers, there are no employees who are expected to make a significant contribution to the Company's business or personnel upon whose services the Company's business is highly dependent.

Family Relationships

Chairman Andrew L. Tan is the father of director Kevin Andrew L. Tan.

Involvement in Certain Legal Proceedings

The Company has no knowledge of any of the following events that occurred during the past five (5) years up to the date of this report, which are material to an evaluation of the ability or integrity of any director or executive officer:

a. None of them has been involved in any bankruptcy petition.

b. None of them has been convicted by final judgment in a criminal proceeding or being subject to a pending criminal proceeding both domestic and foreign.

c. None of them has been subject to any order, judgment or decree of any court of competent jurisdiction (domestic or foreign) permanently or temporarily, enjoining, barring, suspending or otherwise limiting their involvement in any type of business, securities, commodities or banking activities.

d. None of them has been found by a domestic or foreign court of competent jurisdiction (in a civil action), the commission or comparable foreign body or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation.

Certain Relationships and Related Transactions

The Company, in its regular conduct of business, has entered into transactions with associates and other related parties principally consisting of advances and reimbursement of expenses, purchase and sale of real estate properties, construction contracts, and development, management, marketing, leasing and administrative service agreements.

Advances granted to and obtained from subsidiaries, associates and other related parties are for purposes of working capital requirements.

Except with respect to the Related Party Transactions as discussed in Note 25 to the consolidated financial statements as at December 31, 2020 and 2019 and for each of the last three (3) years ended December 31, 2020, there was no transaction during the last three (3) years involving the Company in which any of its directors or executive officers, any nominee for election as director, or security holder owning 10% or more of the Company's total outstanding shares and members of their immediate family had a material interest.

(b) *Disagreement with the Company*

No director has resigned or declined to stand for re-election to the Board of Directors since the date of the last Annual Meeting because of disagreement with the Company on any matter relating to the Company's operations, policies or practices.

(c) *Procedure for Nomination and Election of Independent Directors*

The nomination and election of independent directors shall be conducted in accordance with SRC Rule 38, which provides the following rules:

1. Nomination of independent directors shall be conducted by the Corporate Governance Committee prior to a stockholders' meeting. All recommendations shall be signed by nominating stockholders and shall bear the conformity of the nominees.
2. The Corporate Governance Committee shall pre-screen the nominees and prepare a final list of candidates.
3. The final list of candidates shall contain the business and/or professional experience of the nominees for independent directors, which list shall be made available to the Commission and to all stockholders through the filing and distribution of the Information Statement, in accordance with SRC Rule 20, or in such other reports the Company is required to submit to the Commission. The name of the person or group of persons who recommended the nominees for independent directors shall be identified in such report including any relationship to the nominees.
4. Only nominees whose names appear in the final list of candidates shall be eligible for election as independent directors. No other nominations shall be entertained after the final list of candidates shall have been prepared. No further nominations shall be entertained or allowed on the floor during the actual annual stockholders' meeting.
5. The conduct of the election of independent directors shall be made in accordance with the standard election procedures of the Company in its By-laws, subject to pertinent laws, rules and regulations of the Commission.
6. It shall be the responsibility of the Chairman of the Meeting to inform all stockholders in attendance of the mandatory requirement of electing independent directors. He shall ensure those independent directors are elected during the stockholders' meeting.
7. In case of failure of election for independent directors, the Chairman of the Meeting shall call a separate election during the same meeting to fill up the vacancy.

The Company is required to have at least two (2) independent directors in its Board of Directors, who are each independent of management and free from any business or other relationship which could, or could reasonably be perceived to, materially interfere with his exercise of independent judgment in carrying out his responsibilities as a director in the Company. An independent director should have at least one (1) share of the Company's common stock, a college graduate or has been engaged or exposed to the business for at least five (5) years, and possesses integrity/probity and assiduousness. Pursuant to SEC Memorandum Circular No. 19, Series of 2016, the independent directors shall serve for a maximum cumulative term of nine (9) years, reckoned from 2012. After which, the independent director should be perpetually barred from reelection as such in the Corporation but may continue to qualify for nomination and election as a non-independent director. If the Corporation wants to retain an independent director who has served for nine years, the Board should provide meritorious justification/s and seek shareholders' approval during the annual shareholders' meeting.

There shall be no limit in the number of covered companies that a person may be elected as Independent Director, except in business conglomerates where he can be elected to only five (5) companies of the conglomerate, i.e., parent company, subsidiary or affiliate.

(d) *Nominees*

Directors are elected annually by the stockholders during the annual stockholders' meeting to serve until the election and qualification of their successors.

The Corporate Governance Committee composed of Mr. Jesus B. Varela as Chairman, and Mr. Cresencio P. Aquino and Mr. Giancarlo C. Ng as Members accept nominees to the Board of Directors including nominees for independent directors. The Committee is responsible for screening and qualifying the list of nominees.

The following is the complete and final list of nominees for members of the Board of Directors:

1. Andrew L. Tan
2. Lourdes T. Gutierrez-Alfonso
3. Monica T. Salomon
4. Kevin Andrew L. Tan
5. Ferdinand T. Santos
6. Wilbur L. Chan
7. Giancarlo C. Ng
8. Cresencio P. Aquino - Independent Director
9. Jesus B. Varela - Independent Director

The background and experience of all the nominees for directors are presented above.

Independent Directors

Messrs. Aquino and Varela, as candidates for independent directors of the Company for the forthcoming year, were recommended for nomination by Megaworld Corporation.

Mr. Jesus B. Varela was first elected as an independent director in June 2016. Mr. Cresencio P. Aquino, on the other hand, was first elected as an independent director in 2010 to 2012. Mr. Aquino was re-elected as Independent Director on 15 February 2018. Both Messrs. Varela and Aquino have not exceeded the term limits for independent director as prescribed under SEC Memorandum Circular No. 9 Series of 2011 as revised by SEC Memorandum Circular No. 4 Series of 2017.

In compliance with SEC Memorandum Circular No. 5, Series of 2017, the Certifications on Qualification of Independent Directors executed by the nominees for independent directors are being submitted together with the Company's Information Statement.

The Corporate Governance Committee determined that the Messrs. Andrew L. Tan, Lourdes T. Gutierrez-Alfonso, Monica T. Salomon, Kevin Andrew L. Tan, Ferdinand T. Santos, Wilbur L. Chan, Giancarlo C. Ng, Cresencio P. Aquino and Jesus B. Varela have all the qualifications and none of the disqualifications of a director.

ITEM 6. Compensation of Directors and Executive Officers

Executive Officers

NAME	POSITION	YEAR	SALARY	Other Annual Compensation
A. Five Most Highly Compensated Officers		2021 (Estimated)	21.8 Million	3.9 Million
Monica T. Salomon	President			
Wilbur L. Chan	Director for Hotels and Clubs			
Emelyn C. Martinez	EVP-Legal			
Felipe L. Mangubat Jr.	Head of Operations Management			
Lailani V. Villanueva	Chief Finance Officer			
B. All other officers and directors as a group unnamed			15.9 Million	2.0 Million

NAME	POSITION	YEAR	SALARY	Other Annual Compensation
C. Five Most Highly Compensated Officers		2020	21.8 Million	3.9 Million
Monica T. Salomon	President			
Wilbur L. Chan	Director for Hotels and Clubs			
Emelyn C. Martinez	EVP-Legal			
Jennifer L. Romualdez *	SVP – Operations			
Felipe L. Mangubat Jr. **	Head of Operations Management			
Lailani V. Villanueva	Chief Finance Officer			
D. All other officers and directors as a group unnamed			15.9 Million	2.0 Million
** Until February 29, 2020* *** Starting March 1, 2020*				

NAME	POSITION	YEAR	SALARY	Other Annual Compensation
E. Five Most Highly Compensated Officers		2019	23.5 Million	5.2 Million
Monica T. Salomon	President			
Wilbur L. Chan	Director for Hotels and Clubs			
Emelyn C. Martinez	EVP - Legal			
Jennifer L. Romualdez	SVP – Operations			
Lailani V. Villanueva	Chief Finance Officer			
F. All other officers and directors as a group unnamed			15.1 Million	3.5 Million

The Company adopts a performance-based compensation scheme. The total annual compensation of the President and top four highly compensated executives amounted to

Php25.7 million in 2020, Php28.7 million in 2019, and Php27 million in 2018. The projected total annual compensation for the current year is Php25.7 million.

The total annual compensation paid to all senior personnel from AVP and up are all payable in cash. The total annual compensation includes the basic salary and 13th month pay.

The Company has no other arrangement with regard to the remuneration of its existing officers aside from the compensation received as herein stated.

Directors

Article III, Section 8 of the Company's By-laws provides **-**

> "Section 8. Compensation **-** By resolution of the Board, each director shall receive a reasonable per diem allowance for his attendance at each meeting of the Board. As compensation, the Board shall receive and allocate an amount of not more than five (5%) percent of the net income before income tax of the corporation during the preceding year. Such compensation shall be determined and apportioned among the directors in such manner as the Board may deem proper."

Other than payment of per diem per attendance at board meetings, there are neither standard nor other arrangements pursuant to which directors of the Company are compensated or are to be compensated, for any service provided as director for the last completed year and the ensuing year.

Employment Contracts and Termination of Employment and Change-in-Control Arrangements.

The Company has no existing employment contract with any executive officer or any existing compensatory plan or arrangement, including payments to be received from the Company or from a change-in-control of the Company or a change in the named executive officer's responsibilities following a change-in-control and the amount involved, if any, including all periodic payments or installments, which exceeds P2,500,000.

Warrants and Options Outstanding held by Directors or Officers

On 8 November 2011, the Company approved an Executive Stock Option Plan (ESOP) to enable its key Company directors and executives who are largely responsible for its further growth and development to obtain an ownership interest in the Company, thereby encouraging long-term commitment to the Company. The Plan is being administered by the Corporate Governance Committee.

Pursuant to this ESOP, from 2012 to 2016, the Company granted the option to its key company directors and executives to subscribe to a total of 400 million shares of the Company. As of 30 April 2021, none of the Option Holders has exercised the options granted to them under the ESOP, and no underlying shares have been subscribed nor fully paid for by the Option Holders in connection therewith.

As of 30 April 2021, a total of one hundred million (100,000,000) common shares of unexercised options remain valid under the ESOP.

ITEM 7. Independent Public Accountants

(a) Appointment of External Auditor

Punongbayan & Araullo is being recommended to the stockholders at the scheduled Annual Meeting on 24 June 2021 for approval as external auditor of the Company for the calendar year ending 31 December 2021.

Punongbayan & Araullo was the same entity recommended to and approved by the stockholders at the Annual Meeting in 2020 as external auditor of the Company for the calendar year ending 31 December 2020. Punongbayan & Araullo was likewise appointed external auditor of the Company for the fiscal years ending 31 December 2019 and 2018.

The appointment of Punongbayan & Araullo is compliant with the provisions of SRC Rule 68 paragraph 3(b) (ix) on rotation of external auditors, and the Company's New Manual on Corporate Governance, which require that the external auditor be rotated or the handling partner changed every five (5) years or earlier.

(b) Availability of Auditor

Representatives of Punongbayan & Araullo are expected to be present during the Annual Meeting and they will have the opportunity to make a statement if they desire to do so and are expected to be available to respond to appropriate questions.

(c) Members of the Audit Committee

The selection of the external auditor is upon the recommendation of the Audit Committee, which is chaired by Mr. Jesus B. Varela with Mr. Cresencio P. Aquino and Mr. Kevin Andrew L. Tan as members, and is made on the basis of credibility, professional reputation, accreditation with Securities and Exchange Commission, and affiliation with a reputable foreign partner.

(d) Changes in and Disagreements with Accountants on Accounting and Financial Disclosure

There are no disagreements with the auditors on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which, if not resolved to their satisfaction, would have caused the auditors to make reference thereto in their reports on the financial statements of the Company and its subsidiaries.

(e) External Audit Fees and Services

For the audit of the Company's financial statements and services that are normally provided by the external auditors in connection with statutory and regulatory filings for the calendar year reports of 2020, 2019, and 2018, the fee was approximately Php1.57 million, Php1.49 million, and Php1.358 million, respectively.

The external auditors rendered no other assurance and related services to the Company other than the items discussed above.

ITEM 8. Compensation Plans

No action is to be taken up during the Annual Meeting with respect to any plan pursuant to which cash or non-cash compensation may be paid or distributed.

C. ISSUANCE AND EXCHANGE OF SECURITIES

ITEM 9. Authorization or Issuance of Securities other than for Exchange

No action is to be taken up during the Annual Meeting with respect to the authorization or issuance of any securities other than for exchange for outstanding securities of the Company.

ITEM 10. Modification or Exchange of Securities

No action is to be taken up during the Annual Meeting with respect to the modification of any class of securities of the Company, or the issuance or authorization for issuance of one class of securities of the Company in exchange for outstanding securities of another class.

ITEM 11. Financial and Other Information

Financial Statements of the Company for the immediately preceding year as well as the Management's Discussion and Analysis of Operations and Financial Condition for the corresponding period are included in the Company's Management Report and are incorporated herein by reference.

ITEM 12. Mergers, Consolidations, Acquisitions and Similar Matters

No action is to be taken up during the Annual Meeting with respect to any transaction involving (a) merger or consolidation of the Company into or with any other person or of any other person into or with the Company; (b) the acquisition by the Company or any of its security holders of securities of another person; (c) the acquisition by the Company of any other going business or of the assets thereof; (d) the sale or other transfer of all or any substantial part of the assets of the Company; or (e) the liquidation or dissolution of the Company.

ITEM 13. Acquisition or Disposition of Property

No action is to be taken up during the Annual Meeting with respect to the acquisition or disposition of any property.

ITEM 14. Restatement of Accounts

No action is to be taken up during the Annual Meeting with respect to the restatement of any asset, capital, or surplus account of the Company.

D. OTHER MATTERS

ITEM 15. Action with Respect to Reports

The minutes of the annual meeting of stockholders held on 28 August 2020 will be submitted to the stockholders for approval. The minutes will refer to the adoption of stockholders' resolutions pertaining to, among others, the following matters:

1. approval of the Minutes of the Previous Annual Meeting
2. Amendment of By-laws to authorize the conduct of board meetings and stockholders' meetings by remote conference and voting in absentia (Sections 4 & 5, Article III and Sections 2 & 3, Article V)
3. Appointment of External Auditor
4. Ratification of all acts and resolutions of the Board of Directors, Board Committees and Corporate Officers adopted during the preceding year
5. Election of Directors

The stockholders approved all matters submitted for the approval of the stockholders by ballot.

All stockholders were given the opportunity to asks questions by sending their questions and/or comments prior to the Annual Meeting through email at corpsecretary@global-estate.ph. The Minutes of the 2020 Annual Meeting, which is posted in the Company's website, contains a detailed discussion of the matters discussed, a record of the voting results for each agenda item, the list of directors and officers who attended the meeting, the Management's Report on the Company's performance during the previous year.

The approval or disapproval of the Minutes will constitute merely an approval or disapproval of the correctness of the Minutes but will not constitute an approval or disapproval of the matters referred to in the Minutes.

Ratification of Acts and Resolutions of the Board of Directors, Board Committees, and Management

The stockholders will be asked to ratify all resolutions of the Board of Directors and the Board Committees and acts of Management adopted during the last Annual Meeting held on 28 August 2020 up to the present. These include, among others, application for, and renewal of, permits, licenses, clearances, accreditations and registration for projects, operation of bank accounts and other bank transactions, appointment of contract signatories, proxies, nominees, attorney/s-in-fact and authorized representatives, development, marketing and operation of projects, approval of plans and titling of projects, property transactions, holding of 2021 Annual Meeting of Stockholders, investment and financing activities in the ordinary course of business, other similar activities of the Company.

ITEM 16. Matters not Required to be Submitted

No action is to be taken up during the Annual Meeting with respect to any matter, which is not required to be submitted to a vote of security holders. Only matters that require shareholders' approval will be taken up during the shareholders' meeting.

ITEM 17. Amendment of Charter, By-Laws or Other Documents

No action is to be taken up during the Annual Meeting with respect to any amendment of the Company's Articles of Incorporation, By-laws, or other documents as to which information is not required in the preceding items.

ITEM 18. Other Proposed Actions

No action is to be taken with respect to any matter not specifically referred above.

ITEM 19. Voting Procedures

(a) Vote required

In the election of directors, the nine (9) nominees garnering the highest number of votes will be elected as members of the board of directors, provided that there shall always be elected at least two (2) independent directors in the Company's board of directors.

For all other matters proposed to be acted upon, the vote of majority of the outstanding capital stock will be required for approval, unless a higher vote is required by applicable laws or regulations.

(b) Method of Counting of Votes

Each holder of common share will be entitled to one (1) vote with respect to all matters to be taken up during the Meeting; provided that in the election of directors, each stockholder may vote such number of shares for as many persons as there are directors to be elected or may cumulate said shares and give one nominee as many votes as the number of directors to be elected multiplied by the number of his shares shall equal, or he may distribute them on the same principle among as many nominees as he shall see fit; provided further, that the total number of votes cast by him shall not exceed the number of shares owned by him multiplied by the number of directors to be elected.

Voting shall be done by ballot, which will be sent to all stockholders after successful registration. Stockholders may send their duly accomplished ballots via email to corpsecretary@global-estate.ph on or before 18 June 2021. Please to Annex "A" (Guidelines in Participating via Remote Communication and Voting in Absentia) for the detailed guidelines for the procedures for registration, participation, and voting during the Annual Meeting. Election inspectors duly appointed for the meeting shall be responsible for counting the number of votes, subject to validation by representatives of the Company's external auditors.

PART II

The Company is not soliciting any proxy –

WE ARE NOT ASKING YOU FOR A PROXY AND YOU ARE REQUESTED NOT TO SEND US A PROXY.

PART III

SIGNATURE PAGE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this report is true, complete and correct. This report is signed in Quezon City on ________________.

GLOBAL-ESTATE RESORTS, INC.
By:

LAILANI V. VILLANUEVA
Chief Finance Officer, Treasurer, Compliance Officer, and Corporate Information Officer

ANNEX "A"

GLOBAL-ESTATE RESORTS, INC.

REQUIREMENTS AND PROCEDURE
FOR VOTING AND PARTICIPATION IN
THE 2021 ANNUAL STOCKHOLDERS' MEETING

To conform with the government's regulations on social distancing and prohibition on mass gatherings and to protect the safety of its stockholders during the COVID-19 pandemic crisis, **Global-Estate Resorts, Inc.** (the "Company") will dispense with the physical attendance of its stockholders for the 2021 Annual Stockholders' Meeting ("ASM"). Instead, the Company will conduct the 2021 ASM scheduled on 24 June 2021 at 9:00 AM by remote communication and will conduct electronic voting in absentia.

Only stockholders of record as of **25 May 2021** are entitled to participate and vote in the 2021 ASM.

The Company has adopted the following procedures and requirements to enable its stockholders to participate and vote in the 2021 ASM.

I. ONLINE REGISTRATION STEPS AND REQUIREMENTS

A. Stockholders may register from 9:00 AM of **9 June 2021** until 5:00 PM of **18 June 2021** to signify his/her/its intention to participate in the 2021 ASM by remote communication. The registration steps and requirements are available the Company's website: **https://geri.com.ph/asm2021/**.

B. To register, stockholders shall submit the following requirements to the Office of the Corporate Secretary via email at corpsecretary@global-estate.ph:

1. *For Individual Stockholders –*

   a. Scanned copy of stock certificate issued in the name of the individual stockholder;
   b. Valid email address and active contact number;
   c. Scanned copy of valid government-issued identification card;
   d. Recent photo of stockholder.

2. *For Stockholders with Joint Accounts –*

   a. Authorization letter signed by all stockholders indicating the name of the person authorized to cast the votes;
   b. Scanned copy of stock certificate issued in the name of the joint stockholders;
   c. Valid email address and active contact number of the authorized stockholder;
   d. Scanned copy of valid government-issued identification card of the authorized stockholder; and
   e. Recent photo of the authorized stockholder.

3. *For Stockholders under PCD Participant/Brokers Account or holding 'Scripless Shares'-*

   a. Stockholders should coordinate with their broker and request for the full account name and reference number or account number they provided the Company;
   b. Broker's Certification on the stockholder's number of shareholdings;

c. Valid email address and active contact number of the stockholder;
d. Scanned copy of valid government-issued identification card of stockholder; and
e. Recent photo of stockholder.

4. *For Corporate Stockholders –*

a. Secretary's Certificate attesting to the authority of the representative to vote the shares on behalf of the corporate stockholder;
b. Scanned copy of stock certificate issued in the name of the corporate stockholder;
c. Valid email address and active contact number of authorized representative;
d. Valid government-issued identification card of authorized representative; and
e. Recent photo of authorized representative.

C. The documents submitted will then be verified by the Office of the Corporate Secretary. The validation process will be completed by the Company no later than three (3) business days from the stockholder's receipt of an email from the Company acknowledging receipt of the stockholder's registration documents. Once validated, the stockholder will receive an email that his/her/its account has been verified and shall provide instructions for the stockholder's access to the Company's electronic voting and to access the ASM live streaming link.

II. ELECTRONIC VOTING IN ABSENTIA

A. Duly registered stockholders have the option to vote for the matters contained in the agenda for the 2021 ASM through electronic voting in absentia. The deadline for registration is 5:00 PM of **18 June 2021.** Beyond this date, stockholders may no longer avail of the option to electronically vote in absentia.

B. After verification, the Company shall send a ballot to the registered stockholder through his/her/its e-mail address which shall contain all the agenda items for approval as indicated in the Notice of Meeting and the registered stockholder may vote as follows:

1. For items other than Election of Directors, the registered stockholder has the option to vote: In Favor of, Against, or Abstain. The vote is considered cast for all the registered stockholder's shares.

2. For the Election of Directors, the registered stockholder may vote for all nominees, not vote for any of the nominees, or vote for some nominees only, in such number of shares as preferred by the stockholder, provided that the total number of votes cast shall not exceed the number of shares owned, multiplied by the number of directors to be elected. The total number of votes the stockholder is allowed to cast shall be based on the number of shares he/she or it owns.

3. Once voting on the agenda items is finished, the stockholder can proceed to submit the accomplished ballot via email to corpsecretary@global-estate.ph.

4. After the ballot has been submitted, the stockholder may no longer change his/her vote. The stockholder will receive a confirmation email that his/her/its vote has been recorded.

C. Thereafter, the Office of the Corporate Secretary, through election inspectors appointed for the meeting, shall tabulate all valid and confirmed votes cast through electronic voting, together with the votes through proxies, subject to validation by representatives of the Company's external auditors.

D. Registered stockholders shall have until 5:00 PM of **18 June 2021** to cast their votes. Stockholders will not be allowed to cast votes during the live stream of the 2021 ASM.

III. VOTING BY PROXY

A. For individual stockholders holding certificated shares of the Company – Download the proxy form that is available at **https://geri.com.ph/asm2021/**

B. For stockholders holding 'scripless' shares, or shares held under a PCD Participant/Broker – Download the proxy form that is available at **https://geri.com.ph/asm2021/**Stockholders are advised to coordinate with their brokers first for the execution of this type of proxy.

C. For corporate stockholders - Download the proxy form that is available at **https://geri.com.ph/asm2021/.** A copy of the duly signed and notarized Secretary's Certificate must be submitted together with the proxy form. For reference, a sample Secretary's Certificate is also available at **https://geri.com.ph/asm2021/.**

D. General Instructions on Voting by Proxy:

1. Download and fill up the appropriate proxy form. Follow the instructions on how to cumulate or allocate votes in the election of directors.

2. Send the scanned copy of the duly executed proxy form via email to corpsecretary@global-estate.ph or submit the original proxy form to the Office of the Corporate Secretary at 9th Floor, Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City.

3. Deadline for the submission of proxies is at **5:00 PM of 17 June 2021.**

4. Validation of proxies will be on **18 June 2021.**

5. If a stockholder avails of the option to cast his/her vote electronically and also issues proxy votes with differing instructions, the duly accomplished ballots sent through e-mail shall replace the proxy votes issued by the stockholder.

IV. PARTICIPATION BY REMOTE COMMUNICATION

A. Only duly registered stockholders will be included in determining the existence of a quorum.

B. Duly registered stockholders may send their questions and/or comments prior to the 2021 ASM through email at corpsecretary@global-estate.ph.

C. The deadline for submitting questions shall be at **5:00 PM of 21 June 2021.**

D. The proceedings during the 2021 ASM will be recorded.

The Company reserves the right to consider as non-compliant such submissions made on the last day subject to subsequent requirements also following a particular deadline.

For any questions and concerns, stockholders may visit GERI's website at www.geri.com.ph or contact the Office of the Corporate Secretary via e-mail at corpsecretary@global-estate.ph.

MINUTES OF THE ANNUAL MEETING OF STOCKHOLDERS OF GLOBAL-ESTATE RESORTS, INC.
28 August 2020
Conducted virtually via https://geri.com.ph/asm2020/

I. CALL TO ORDER

The President, Atty. Monica T. Salomon, who was designated as the Presiding Officer of the meeting, welcomed the stockholders to the annual meeting of stockholders. Thereafter, the Presiding Officer called the meeting to order at 9:08 a.m. The Corporate Secretary, Atty. Maria Carla T. Uykim, recorded the proceedings of the meeting.

II. CERTIFICATION OF NOTICE AND QUORUM

The Presiding Officer stated that the Corporation decided to hold this year's Annual Stockholders' Meeting (the "**Meeting**") by live streaming in support of the government's call for social distancing and prohibition on mass gatherings. She also said that the Corporation has adopted measures to enable stockholders the opportunity to participate in the Meeting as effectively as in an in-person meeting.

The Corporate Secretary certified that all stockholders of record as of 21 July 2020 have been duly notified of the Meeting pursuant to the Corporation's By-Laws and applicable Securities and Exchange Commission ("SEC") Circulars. She said that copies of the Notice of the Meeting, the Agenda, and the Definitive Information Statement were made available through the Corporation's website and the Philippine Stock Exchange Electronic Disclosure Generation Technology or PSE EDGE. She also said that Notice of the Annual Meeting was also published in The Manila Bulletin and The Philippine Star on August 5 and 6, 2020.

The Corporate Secretary certified that there exists a quorum to transact the business in the agenda for the Meeting, there being present in person or represented by proxy stockholders holding 82.48% of the entire subscribed and outstanding capital stock of the Corporation.

The Corporate Secretary proceeded to explain the rules for participation and voting in the Meeting. She said that the Procedures for Registration, Voting and Participation in the Meeting are contained in the Definitive Information Statement and have been implemented as follows:

(i) stockholders signifying their intention to participate by remote communication have registered by submitting the requirements by email to the Corporate Secretary; (ii) stockholders who have registered were able to send their questions and/or comments prior to the Meeting through email at corpsecretary@global-estate.ph until 5:00 p.m. of August 25, 2020; (iii) the resolutions proposed to be adopted at the Meeting will be shown on the screen; (iv) stockholders who have duly registered to participate by remote communication have cast their votes by proxy or in absentia by sending their accomplished ballots by email to the Corporate Secretary until 5:00 p.m. of August 21, 2020; and (v) the Office of the Corporate Secretary has tabulated all valid and confirmed votes cast through electronic voting, together with the votes through proxies, and the voting results will be announced during the Meeting and reflected in the minutes of the Meeting.

III. APPROVAL OF THE MINUTES OF THE PREVIOUS ANNUAL STOCKHOLDERS' MEETING

The Presiding Officer informed the stockholders that a copy of the minutes of the 2019 Annual Stockholders' Meeting has been made available through the Corporation's website.

The Corporate Secretary announced that 100% of the voting shares represented in the Meeting have voted in favor of the approval of the minutes of the Annual Stockholders' Meeting held on June 27, 2019. Therefore, the Presiding Officer declared that the following resolution has been approved:

"RESOLVED, that the Corporation hereby approve the minutes of the Annual Stockholders' Meeting held on 27 June 2019."

IV. ANNUAL REPORT OF MANAGEMENT

The Presiding Officer then proceeded to deliver the Management Report for 2019 as follows:

"We are in the midst of the most severe humanitarian and financial crisis of our generation – the extent and effects of which we are still trying to understand. In the face of a global economic downturn – we are one with the Filipino business community in our resolve to stay the course during this economic storm.

After all, our Company isn't just a business enterprise. It is also a corporate citizen of this country, and in the midst of the anxiety that grips our nation, it is our patriotic duty to carry on with our business so that we may contribute our share to national economic recovery.

The Company develops integrated tourism and leisure estates and integrated lifestyle communities, most of which are located in key growth areas outside Metro Manila -- in Boracay, Iloilo, Cavite, Laguna, Batangas and Rizal.

Our integrated estates drive economic growth in the countryside by creating opportunities for local businesses and generating employment for the local workforce.

If we set aside the upheaval caused by Covid-19 and focus on the performance of the Company last year, we can say that 2019 was a very good year for the Company.

- *Consolidated Revenues rose to P8.5B from P7.5B in 2018, a 12% growth.*
- *Real Estate Sales representing sales from previous years reached P6.1B, with Boracay Newcoast, Twin Lakes and Southwoods City contributing the biggest share.*
- *Rental Income jumped by 75% to P747M, primarily from Southwoods Mall and Office Towers.*
- *Hotel Operating Income from our hotels in Boracay and Twin Lakes increased by 263% to P814M, from only P224M in 2018.*
- *Net Income grew by 11% year-on-year reaching P1.9B.*
- *Last year, we completed 857 condominium units in Boracay, Southwoods City and Twin Lakes.*
- *We launched 7 condominium projects and a residential village in our integrated estates, with a total sales value of P9.9B.*
- *We opened Belmont Hotel in Boracay and Alabang West Parade retail in Las Pinas.*
- *In total, the Company has eight (8) integrated tourism and leisure estates and integrated lifestyle communities across the country.*
- *In a span of 8 years, we have built 1,188 residential condominium units, 3,181 residential lots, 230 commercial lots, 1,743 hotel rooms and 174,445 square meters of leasable spaces.*

But then, today, we are in a pandemic and the lockdown imposed during the first and second quarters of this year slowed down the operations of our Company.

- *The community quarantine from March to June of this year temporarily restricted marketing activities, closed our malls and hotels, and halted construction activities in our project sites.*
- *The financial impact of the lockdown is reflected in the Company's first half results for 2020.*
- *Consolidated Revenues declined by 29% from P4.1B last year to P2.9B this year.*
- *Real Estate Sales declined by 23% amounting to P2.2B as of June this year compared to P2.8B for the same period last year.*
- *Due to the closure of hotels during the lockdown, hotel operating income declined by 67%, from P484M last year to P162M as of June 2020.*
- *Despite mall closures, rental income declined only by 8% from P377M last year to P347M as of June this year, with office rental cushioning the impact of the decline in mall rental.*
- *Excluding non-recurring gains in 2019, Net Income declined only by 9% to P728M from P801M for the same period last year.*

While the Company adopts a prudent outlook during these uncertain times, the Company will continue to seek opportunities in a rapidly evolving market and business landscape.

With cautious optimism, we observed that as soon as quarantine restrictions in Metro Manila were relaxed in June 2020, Reservation Sales went back to pre-lockdown levels, growing to P3.6B from P2.2B in the first quarter. Surprisingly, while tourism in the country grounded to a halt, Boracay Newcoast continued to be the bestseller among our integrated estates, proof of an underlying demand for resort properties.

We also saw a significant rise in residential lot sales in our projects with access to natural environments such as Eastland Heights in Antipolo, Arden Botanical Estate in Cavite and Hamptons Caliraya in Laguna.

The Covid-19 crisis is fundamentally changing consumer values, attitudes and behavior.

The Company is carefully studying emerging trends in the lifestyle choices and behavior of consumers and is preparing for innovations in its product design, services and business processes to adapt to these changes.

We note the significant rise in digital commerce, online learning, and telecommuting and the acceptance of digital technology as a primary mode of connecting with family and friends.

We observe that priorities have shifted overnight in favor of essential goods and services and the fulfillment of basic human needs, resulting in an increasing focus on personal health and well-being, the family and the home.

We sense a growing interest in social benefit and community engagement, giving rise to mindful consumption and enlightened consumerism.

The Company believes that its integrated leisure estates and lifestyle communities, which make possible contained living set in the backdrop of natural environments, are sustainable and resilient models and will stand to benefit from the ongoing fundamental changes in people's behavior and way of life.

To adapt our projects to a digitally transformed global society, we will invest in strengthening the digital capabilities of our integrated estates and communities to enable residents to live-work-play-learn in natural and resort settings and at the same time stay connected to any part of the world thru technology.

To address the basic human need for social connectivity as an important ingredient of well-being, we will provide opportunities in our projects for environmental stewardship, social cohesion and community engagement to allow our customers to live healthy, balanced, productive and fulfilling lives.

The Company is investing in digital innovations and platforms that will support responsive customer care. It is integrating digital technology in all business processes in order to achieve high levels of efficiency and productivity and assure business continuity.

During this pandemic, we have prioritized the health, safety and well-being of our workforce by strengthening health insurance coverage, providing health and safety kits, implementing health and safety protocols in the workplace, and institutionalizing flexible work arrangements such as work from home, work rotation and work offsite.

The Company will continue to observe financial discipline to ensure financial stability through prudent cash management and operational efficiency.

While development works in all our projects have continued, we expect a 38% reduction in capital expenditures this year from P6.5B to P4B as the lockdowns, regional quarantine measures, and physical distancing rules continue to restrict the movement of materials and workers in our construction sites.

While we have deferred new township launches, we will push thru with the launching of projects within our integrated estates. We have also allocated funds for strategic property acquisitions to allow us to take advantage of opportunities for business expansion and growth.

To all our shareholders, we thank you for your trust, and we assure you of prudent stewardship throughout this crisis as we steer our way towards better times."

V. AMENDMENT OF BY-LAWS TO AUTHORIZE THE CONDUCT OF BOARD MEETINGS AND STOCKHOLDERS' MEETING BY REMOTE CONFERENCE AND OTHER MODES OF COMMUNICATION (SECTIONS 4 & 5, ARTICLE III, AND SECTIONS 2 & 3, ARTICLE V)

The Presiding Officer informed the stockholders that the Board approved amendments to Sections 4 & 5, Article III and Sections 2 & 3, Article V of the Company's By-Laws to allow the stockholders to participate and vote in the annual or special stockholders' meeting through remote communication or alternative modes of communication, and to also allow members of the Board of Directors to participate and vote in the board meetings through remote communication, and that the proposed amendments are being submitted for approval by the stockholders.

The Corporate Secretary presented the following resolution:

> ***"RESOLVED, that the Corporation hereby approve the amendment of Sections 4 and 5, Article III and Sections 2 and 3, Article V of the Amended By-laws to allow the Board of Directors to participate and vote in the board meetings through remote communication or alternative modes of communication, and also allow the stockholders to participate and vote in annual or special meetings through remote communication or alternative modes of communication."***

and certified that 100% of the voting shares represented in the Meeting have voted in favor of the adoption of the aforementioned resolution amending Sections 4 & 5, Article III and Sections 2 & 3, Article V of the Company's By-Laws to allow the stockholders to participate and vote in the Annual Meeting through remote communication or alternative modes of communication, and to also allow members of the Board of Directors to participate and vote in the board meetings through remote communication. Thereafter, the Presiding Officer declared that the above resolution has been approved.

VI. APPOINTMENT OF EXTERNAL AUDITOR

The Presiding Officer informed the stockholders that the Board of Directors, upon recommendation of the Audit Committee, has resolved to reappoint Punongbayan & Araullo as external auditor of the Corporation for the audit of the Corporation's financial statements for the year ending December 31, 2020, and that this is being submitted for approval by the stockholders.

The Corporate Secretary certified that 100% of the voting shares represented in the Annual Meeting have voted in favor of the resolution approving the engagement of Punongbayan & Araullo as external auditors for the fiscal year ending December 31, 2020, as follows.

> ***"RESOLVED, that the Corporation hereby approve the appointment of Punongbayan & Araullo as the external auditor for the audit of the Corporation's financial statements for the year ending 31 December 2020."***

VII. RATIFICATION OF ACTS AND RESOLUTIONS OF THE BOARD OF DIRECTORS, BOARD COMMITTEES AND CORPORATE OFFICERS ADOPTED DURING THE PRECEDING YEAR

The Presiding Officer requested the Corporate Secretary to explain and present the proposed resolution on the the ratification of all acts and resolutions of the Board of Directors, Board Committees and Officers of the Corporation since the date of last year's annual stockholders' meeting held on 27 June 2019 until 27 August 2020.

The Corporate Secretary presented a list of such acts and resolutions of the Board of Directors, Board Committees and Officers of the Corporation and informed the stockholders that the same list was provided in the Definitive Information Statement made available through the Corporation's website . She certified that 100% of the voting shares represented in the Meeting have voted in favor of the following resolution:

> ***"RESOLVED, that the Corporation hereby ratify all acts of the Board of Directors, Board Committees and corporate officers and all resolutions adopted by them from 27 June 2019 up to 27 August 2020."***

Therefore, the Presiding Officer declared that the above resolution has been approved.

VIII. ELECTION OF DIRECTORS

The Presiding Officer informed the stockholders that the Corporation shall be electing nine (9) directors, at least two of whom shall be independent directors pursuant to the Securities and Regulation Code and the Corporation's Manual of Corporate Governance. She requested the Corporate Secretary, on behalf of the Corporate Governance Committee, to present the Final List of Nominees for members of the Board of Directors.

Atty. Uykim, on behalf of the Corporate Governance Committee, presented the Final List of Nominees to the Board of Directors, as follows: Andrew L. Tan, Monica T. Salomon, Lourdes T. Gutierrez-Alfonso, Kevin Andrew L. Tan, Wilbur L. Chan, Ferdinand T. Santos, and Giancarlo C. Ng for regular directors, and Jesus B. Varela and Cresencio P. Aquino for independent directors. The Corporate Secretary likewise reported that the Final List of Nominees for election as directors of the Corporation possess all the qualifications and none of the disqualifications to hold office as directors of the Corporation.

The Corporate Secretary then informed the Presiding Officer that no further nominations shall be allowed pursuant to the Corporation's By-Laws, as amended.

The Corporate Secretary certified that each of the nominees has obtained the required number of votes to be elected as members of the Board. Therefore, the Presiding Officer declared that the following resolution electing the members of the Board has been approved:

> ***"RESOLVED, that the Corporation hereby approve the election of the following nominees as members of the Board of Directors for the year 2020:***
>
> 1. ***Andrew L. Tan***
> 2. ***Monica T. Salomon***
> 3. ***Lourdes T. Gutierrez-Alfonso***
> 4. ***Kevin Andrew L. Tan***
> 5. ***Ferdinand T. Santos***
> 6. ***Wilbur L. Chan***
> 7. ***Giancarlo C. Ng***
> 8. ***Jesus B. Varela***
> 9. ***Cresencio P. Aquino***

IX. ADJOURNMENT

The Presiding Officer inquired if there are other matters in the agenda. The Corporate Secretary replied that there was none. There being no other matters to be discussed, the Meeting was adjourned at 9:29 A.M.

PREPARED BY:

MARIA CARLA T. UYKIM
Corporate Secretary

NOTED BY:

ANDREW L. TAN
Chairman

MONICA T. SALOMON
President

GLOBAL-ESTATE RESORTS, INC.

MANAGEMENT REPORT

For the
2021 Annual Shareholders' Meeting
Pursuant to SRC Rule 20 (4)

Item 1. Financial and Other Information

Audited Financial Statements

The consolidated financial statements as of 31 December 2020 are attached hereto including the interim financial statements as of March 31, 2021. The Statement of Management Responsibility, Schedules Required under Part IV (c) of Rule 48 are included in the Annual Report (Form 17-A).

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarized below and in the succeeding pages. The policies have been consistently applied to all the years presented, unless otherwise stated.

1.1 Basis of Preparation of Consolidated Financial statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS), which include the availment of the financial reporting reliefs issued and approved by the SEC. PFRS are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board, and approved by the Philippine Board of Accountancy (BOA).

The consolidated financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Consolidated Financial Statements

The consolidated financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Group presents all items of income and expenses in a single consolidated statement of comprehensive income.

The Group presents a third consolidated statement of financial position at the beginning of the preceding period when it applies an accounting policy retrospectively or makes a retrospective restatement or reclassification of items that has a material effect on the information in the consolidated statement of financial position at the beginning of the preceding period. The related notes to third consolidated statement of financial position are not required to be disclosed.

The Group reclassified its Due to joint venture partners from Non-Current Liabilities to Current Liabilities to reflect its proper classification. The reclassification did not have any significant impact on the consolidated statements of comprehensive income and consolidated statements of cash flows.

Moreover in 2020, the Company changed its classification of Day-one losses, previously presented as part of Finance Costs and Other Charges account, as a reduction against the Real Estate Sales account. Day-one losses arise from the remeasurement of noninterest-bearing real estate sales. Marketing fees previously classified as part of Finance and Other Income account was also reclassified as a separate line item under the Revenues and Income section. The reclassifications were made to conform to the current year presentation and classification of accounts.

The reclassification did not have any significant impact on the consolidated statements of cash flows for the years ended December 31, 2020, 2019 and 2018.

(c) Functional and Presentation Currency

These consolidated financial statements are presented in Philippine pesos, the Group's presentation and functional currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the consolidated financial statements of the Group are measured using its functional currency, the currency of the primary economic environment in which the Group operates.

1.2 Adoption of New and Amended PFRS

(a) *Effective in 2020 that are Relevant to the Group*

The Group adopted for the first time the following PFRS, amendments, interpretation and annual improvements to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2020:

Conceptual Framework	:	Revised Conceptual Framework for Financial Reporting
PAS 1 and PAS 8 (Amendments)	:	Presentation of Financial Statements and Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material
PFRS 3 (Amendments)	:	Business Combinations – Definition of a Business
PFRS 7 and PFRS 9 (Amendments)	:	Financial Instruments: Disclosures and Financial Instruments – Interest Rate Benchmark Reform

Discussed below and in the succeeding pages are the relevant information about these pronouncements.

(i) *Revised Conceptual Framework for Financial Reporting*. The revised conceptual framework will be used in standard-setting decisions with immediate effect. Key changes include (a) increasing the prominence of stewardship in the objective of financial reporting, (b) reinstating prudence as a component of neutrality, (c) defining a reporting entity, which may be a legal entity, or a portion of an entity, (d) revising the definitions of an asset and a liability, (e) removing the probability threshold for recognition and adding guidance on derecognition, (f) adding guidance on different measurement basis, and, (g) stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance or faithful representation of the financial statements. The application of the revised conceptual framework had no significant impact on the Group's consolidated financial statements.

(ii) PAS 1 (Amendments), *Presentation of Financial Statements*, and PAS 8 (Amendments), *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material* (effective from January 1, 2020). The amendments provide a clearer definition of 'material' in PAS 1 by including the concept of 'obscuring' material information with immaterial information as part of the new definition, and clarifying the assessment threshold (i.e., misstatement of information is material if it could reasonably be expected to influence decisions made by primary users, which consider the characteristic of those users as well as the entity's own circumstances). The definition of material in PAS 8 has been accordingly replaced by reference to the new definition in PAS 1. In addition, amendment has also been made in other standards that contain definition of material or refer to the term 'material' to ensure consistency. The application of these amendments had no impact on the Group's consolidated financial statements.

(iii) PFRS 3 (Amendments), *Business Combinations – Definition of a Business*. The amended definition of a business requires an acquisition to include an input and a substantive process that together significantly contribute to the ability to create outputs. The definition of the term 'outputs' is amended to focus on goods and services provided to customers, generating investment income and other income, and it excludes returns in the form of lower costs and other economic benefits. Also, the amendments will likely result in more acquisitions being accounted for as asset acquisitions. The application of these amendments had no impact on the Group's consolidated financial statements.

(iv) PFRS 7 (Amendments), *Financial Instruments: Disclosures*, and PFRS 9 (Amendments), *Financial Instruments – Interest Rate Benchmark Reform*. The amendments clarify that an entity would continue to apply certain hedge accounting requirements assuming that the interest rate benchmark on which the hedged cash flows and cash flows from the hedging instrument are based will not be altered as a result of interest rate benchmark reform. The application of these amendments had no significant impact on the Group's consolidated financial statements.

(a) Effective Subsequent to 2020 but not Adopted Early

There are pronouncements effective for annual periods subsequent to 2020, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PFRS 16 (Amendments), *Leases – COVID-19-Related Rent Concessions* (effective from June 30, 2020). The amendments permit lessees, as a practical expedient, not to assess whether particular rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and instead to account for those rent concessions as if they are not lease modifications. The Group did not opt to early adopt the amendments as there are no material rent concessions as a direct consequence of COVID-19 pandemic wherein the Group is the lessee.

(ii) PFRS 3 (Amendments), *Business Combination – Reference to the Conceptual Framework* (effective from January 1, 2022). The amendments update an outdated reference to the Conceptual Framework in PFRS 3 without significantly changing the requirements in the standard.

(iii) PAS 16 (Amendments), *Property, Plant and Equipment – Proceeds Before Intended Use* (effective from January 1, 2022). The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

(iv) PAS 37 (Amendments), *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract* (effective January 1, 2022). The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

(v) Annual Improvements to PFRS 2018-2020 Cycle. Among the improvements, the following amendments, which are effective from January 1, 2022, are relevant to the Group:

- PFRS 9 (Amendments), *Financial Instruments – Fees in the '10 per cent' Test for Derecognition of Liabilities*. The improvements clarify the fees that a company includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.

- Illustrative Examples Accompanying PFRS 16, *Leases – Lease Incentives*. The improvement merely removes potential for confusion regarding lease incentives.

(vi) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective January 1, 2023). The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

(vii) PFRS 10 (Amendments), *Consolidated Financial Statements*, and PAS 28 (Amendments), *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture* (effective date deferred indefinitely). The amendments to PFRS 10 require full recognition in the investor's financial statements of gains or losses arising on the sale or contribution of assets that constitute a business as defined in PFRS 3 between an investor and its associate or joint venture. Accordingly, the partial recognition of gains or losses (i.e., to the extent of the unrelated investor's interests in an associate or joint venture) only applies to those sale of contribution of assets that do not constitute a business. Corresponding amendments have been made to PAS 28 to reflect these changes. In addition, PAS 28 has been amended to clarify that when determining whether assets that are sold or contributed constitute a business, an entity shall consider whether the sale or contribution of those assets is part of multiple arrangements that should be accounted for as a single transaction.

(b) SEC Financial Reporting Reliefs Availed by the Group

The Group has availed of several financial reporting reliefs granted by the SEC under Memorandum Circular (MC) No. 14-2018, *Philippine Interpretation Committee Question and Answer (PIC Q&A) No. 2018-12 Implementation Issues Affecting Real Estate Industry*, MC No. 3-2019, *PIC Q&A Nos. 2018-12-H and 2018-14*, and MC No. 4-2020, *Deferment of the Implementation of IFRS Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Costs) for Real Estate Industry*, relating to several implementation issues of PFRS 15, *Revenue from Contracts with Customers*, affecting the real estate industry. These MCs deferred the implementation of the relevant accounting pronouncements until December 31, 2020.

In December 2020, the SEC issued MC 34-2020, *Deferral of PIC Q&A No. 2018-12 and IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry*, providing another relief by further deferring until December 2023 the implementation of certain issues under MC No. 14-2018 and MC No. 4-2020. The additional relief is effective January 1, 2021.

Discussed in the succeeding pages are the financial reporting reliefs availed of by the Group, including the descriptions of the implementation issues and their qualitative impacts to the consolidated financial statements. The Group opted to avail the reliefs until the end of the deferment period as provided under the relevant MC.

Relief	Description and Implication	Deferral period
IFRIC Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry	The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition (i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, on signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer). Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories. Had the Group elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements: (i) finance costs and other charges would have been higher; (ii) cost of real estate inventories would have been lower; (iii) total comprehensive income would have been lower; (iv) retained earnings would have been lower; and, (v) the carrying amount of inventories would have been lower.	Originally until December 31, 2020 under MC No. 4-2020; further deferred until December 31, 2023 under MC No. 34-2020
Relief	**Description and Implication**	**Deferral period**
PIC Q&A No. 2018-12-D, *Concept of the significant financing component in the contract to sell*	PFRS 15 requires that in determining the transaction price, an entity shall adjust the promised amount of consideration for the effects of the time value of money if the timing of payments agreed to by the parties to the contract (either explicitly or implicitly) provides the customer or the entity with a significant benefit of financing the transfer	Originally until December 31, 2020 under MC No. 4-2020; further deferred until December 31, 2023 under MC No. 34-2020

	of goods or services to the customer. In those circumstances, the contract contains a significant financing component. Had the Group elected not to defer this provision of the standard, it would have an impact in the consolidated financial statements as there would have been a significant financing component when there is a difference between the percentage of completion (POC) of the real estate project and the right to the consideration based on the payment schedule stated in the contract. The Group would have recognized an interest income when the POC of the real estate project is greater than the right to the consideration and interest expense when lesser. Both interest income and expense would be calculated using the effective interest rate method. These would have affected the retained earnings, real estate sales, and profit or loss in 2020 and 2019.	

The SEC MCs also provided the required disclosures in the notes to the financial statements should an entity decide to avail of any relief, which include the following:

- the accounting policies applied;
- a discussion of the deferral of the subject implementation issues in the PIC Q&A;
- a qualitative discussion of the impact on the financial statements had the concerned application guidelines in the PIC Q&A been adopted; and,
- the corresponding required quantitative disclosures should any of the deferral options result into a change in accounting policy.

As prescribed by SEC MC No. 34-2020, for financial reporting periods beginning on or after January 1, 2021, the availment of the above deferrals will impact the Group's financial reporting during the period of deferral as follows:

- The financial statements are not considered to be in accordance with PFRS and should specify in the "Basis of Preparation of the Financial Statements" section of the consolidated financial statements that the accounting framework is PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic; and,

- The auditor's report shall reflect in the opinion paragraph that the financial statements are prepared in accordance with PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC. In addition, the external auditor shall include an Emphasis of Matter paragraph in the auditor's report to draw attention to the basis of accounting that has been used in the preparation of the consolidated financial statements.

(c) PIC Q&As Relevant to the Real Estate Industry

In 2020, the PIC has issued four PIC Q&As which are relevant to the real estate industry.

- PIC Q&A No. 2020-02, *Conclusion on PIC Q&A No. 2018-12-E: On the Treatment of Materials Delivered on Site but not yet Installed in Measuring the Progress of the Performance Obligation*

In recognizing revenue using a cost-based input method, the cost incurred for customized materials not yet installed are to be included in the measurement of progress to properly capture the efforts expended by the Group in completing its performance obligation. In the case of uninstalled materials that are not customized, since the Group is not involved in their design and manufacture, revenue should only be recognized upon installation or use in construction. The adoption of this PIC Q&A will be consistent with PIC Q&A 2018-12-E.

- PIC Q&A No. 2020-03, *Conclusion on PIC Q&A No. 2018-12-D: On the Accounting Treatment for the Difference when the POC is Ahead of the Buyer's Payment*

The difference when the POC is ahead of the buyer's payment can be accounted for either as a contract asset or receivable. The PIC has concluded that both views are acceptable as long as this is consistently applied in transactions of the same nature. The Group intends to continue its current treatment of accounting for the difference when the POC is ahead of the buyer's payment as a contract asset.

- PIC Q&A No. 2020-04, *Addendum to PIC Q&A 2018-12-D: Significant Financing Component Arising from Mismatch between the Percentage of Completion and Schedule of Payments*

There is no significant financing component if the difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance to either the customer or the entity, and the difference between those amounts is proportional to the reason for the difference. Further, the Group do not need to adjust the promised amount of consideration for the effects of a significant financing component if the entity expects, at contract inception that the timing difference of the receipt of full payment of the contract price and that of the completion of the project, are expected within one year and significant financing component is not expected to be significant. The adoption of this PIC Q&A will be consistent with PIC Q&A 2018-12-D as discussed in Note 2.2(c).

- PIC Q&A No. 2020-05, *Accounting for Cancellation of Real Estate Sales* (*PIC Q&A No. 2020-05 will supersede PIC Q&A No. 2018-14)*

There are three acceptable approaches in accounting for sales cancellation and repossession of the property as follows:

- repossessed property is recognized at fair value less cost to repossess;
- repossessed property is recognized at fair value plus repossession cost; or,
- cancellation is accounted for as a modification of the contract.

The Group accounts for cancellation of sales contract as modification of contract, hence, the adoption of this PIC Q&A will not have significant impact on the Group's consolidated financial statements.

1.3 Basis of Consolidation

The Group's consolidated financial statements comprise the accounts of the Company, and its subsidiaries as enumerated in the Note 1, after the elimination of material intercompany transactions. All intercompany assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities under the Group, are eliminated in full on consolidation. Unrealized profits and losses from intercompany transactions that are recognized in assets are also eliminated in full. Intercompany losses that indicate impairment are recognized in the consolidated financial statements.

Financial statements of entities in the Group that are prepared as of a date different from that of the date of these consolidated financial statements were adjusted to recognize the effects of significant transactions or events that occur between that date of their reporting period and the date of these consolidated financial statements. Adjustments are also made to bring into line any dissimilar accounting policies that may exist.

The Company accounts for its investments in subsidiaries, associates, interests in joint operations and transactions with NCI as follows:

(a) Investments in Subsidiaries

Subsidiaries are entities (including structured entities) over which the Group has control. The Group controls an entity when it is exposed, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date the Company obtains control.

The Company reassesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of controls indicated above. Accordingly, entities are deconsolidated from the date that control ceases.

The acquisition method is applied to account for acquired subsidiaries. This requires recognizing and measuring the identifiable assets acquired, the liabilities assumed and any NCI in the acquiree. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group, if any. The consideration transferred also includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred and subsequent change in the fair value of contingent consideration is recognized directly in profit or loss.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any NCI in the acquiree either at fair value or at the NCI's proportionate share of the acquiree's identifiable net assets.

The excess of the consideration transferred, the amount of any NCI in the acquiree and the acquisition date fair value of any existing equity interest in the acquiree over the acquisition-date fair value of identifiable net assets acquired is recognized as goodwill. If the consideration transferred is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference (negative goodwill) is recognized directly as gain in profit or loss.

(b) Investments in Associates

Associates are those entities over which the Group is able to exert significant influence but not control and which are neither subsidiaries nor interests in a joint venture. Investments in associates are initially recognized at cost and subsequently accounted for using the equity method.

Acquired investments in associates are also subject to the purchase method. The purchase method involves the recognition of the acquiree's identifiable assets and liabilities, including contingent liabilities, regardless of whether they were recorded in the financial statements prior to acquisition. Goodwill represents the excess of acquisition cost over the fair value of the Company's share of the identifiable net assets of the acquiree at the date of acquisition. Any goodwill or fair value adjustment attributable to the Company's share in the associate is included in the amount recognized as investment in an associate.

All subsequent changes to the ownership interest in the equity of the associates are recognized in the Company's carrying amount of the investments. Changes resulting from the profit or loss generated by the associates are credited or charged against the Equity Share in Net Losses of Associates account in the consolidated statement of comprehensive income.

Impairment loss is provided when there is an objective evidence that the investment in an associate will not be recovered.

Changes resulting from other comprehensive income of the associates or items that have been directly recognized in the associate's equity, are recognized in other comprehensive income or equity of the Group, as applicable. However, when the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments in behalf of the associate. If the associate subsequently reports profits, the Group resumes recognizing its share of those profits only after its share of the profits exceeded the accumulated share of losses that has previously not been recognized. If the investment in associate is subsequently sold, the Group recognize in profit or loss the difference between the consideration received and the carrying amount of the investment.

Distributions received from the associates, if any, are accounted for as a reduction of the carrying value of the investment.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

(c) Interests in Joint Operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. A joint control arises from a contractually agreed sharing of control in an arrangement, which exist only when decisions about the relevant activities require unanimous consent of the parties sharing control. For interests in joint operations, the Group recognized in its consolidated financial statements its assets including its share of any assets held jointly; its liabilities including its share of any liabilities incurred jointly; its revenue from sale of its share of the output arising from the joint operation; its expenses including its share of any expenses incurred jointly; and its share in the income from the sale of goods or services by the joint operation. The amounts of these related accounts are presented as part of the regular asset and liability accounts and income and expense accounts of the Group and are measured and recognized in accordance with the relevant financial reporting standards.

No adjustment and consolidation procedures are required for the assets, liabilities, income and expenses of the joint operation that are recognized in the separate financial statements of the joint operators.

(d) Transactions with NCI

The Group's transactions with NCI that do not result in loss of control are accounted for as equity transactions – that is, as transaction with the owners of the Group in their capacity as owners. The difference between the fair value of any consideration paid and the relevant share acquired of the carrying value of the net assets of the subsidiary is recognized in equity. Disposals of equity investments to NCI result in gains and losses for the Group that are also recognized in equity.

When the Group ceases to have control over a subsidiary, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

1.4 Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, Financial Instruments: Presentation. All other non-derivative financial instruments are treated as debt instruments.

Regular purchases and sales of financial assets are recognized on their trade date (i.e., the date that the Group commits to purchase or sell the asset).

(a) Classification and Measurement of Financial Assets

The classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Financial assets are categorized into the following categories: financial assets at amortized cost, financial assets at fair value through profit or loss, and financial assets at FVOCI. The financial asset category currently relevant to the Group is financial assets at amortized cost.

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Group's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,

- the contractual terms of the instrument give rise, on specified dates, to cash flows that are SPPI on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with PFRS 15, all financial assets meeting these criteria are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less allowance for expected credit loss (ECL).

The Group's financial assets at amortized cost are presented in the consolidated statement of financial position as Cash and Cash Equivalents, Trade and Other Receivables [except for Value-added tax (VAT) on contracts with customers, Advances to raw landowners and Advances to officers and employees], Advances to Real Estate Property Owners, Advances to Related Parties, and Refundable deposits (part of Other Non-current Assets account).

Financial assets measured at amortized cost are included in current assets, except for those with maturities greater than 12 months after the end of reporting period, which are classified as non-current assets.

For purposes of cash flows reporting and presentation, cash and cash equivalents comprise accounts with original maturities of three months or less, including cash. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Interest income on financial assets at amortized cost is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset.

The Group calculates interest income by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired and or are purchased or originated credit-impaired assets.

For financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the net carrying amount of the financial assets (after deduction of the loss allowance). If the asset is no longer credit-impaired, the calculation of interest income reverts to gross basis. For financial assets that were credit-impaired on initial recognition, interest income is calculated by applying a credit-adjusted effective interest rate to the amortized cost of the asset. The calculation of interest income does not revert to a gross basis even if the credit risk of the asset subsequently improves.

Interest income earned is recognized in the consolidated statement of comprehensive income as part of Finance and Other Income account.

(b) Impairment of Financial Assets

At the end of the reporting period, the Group assesses and recognizes allowance for ECL on its financial assets measured at amortized cost. The measurement of ECL involves consideration of broader range of information that is available without undue cost or effort at the reporting date about past events, current conditions, and reasonable and supportable forecasts of future economic conditions (i.e., forward-looking information) that may affect the collectability of the future cash flows of the financial assets. Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instruments evaluated based on a range of possible outcome.

The Group applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade and other receivables, contract assets, and other financial assets carried at amortized cost. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL, the Group uses its historical experience, external indicators and forward-looking information to calculate the ECL using a provision matrix. The Group also assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due.

The Group applies a general approach specifically, in relation to advances to related parties. The maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of advances to related parties can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

For other financial assets at amortized cost, ECLs are recognized in two stages. 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).

The key elements used in the calculation of ECL are as follows:

- Probability of Default – It is an estimate of likelihood of a counterparty defaulting at its financial obligations over a given time horizon, either over the next 12 months or the remaining lifetime of the obligation.

- Loss Given Default – It is an estimate of loss arising in case where a default occurs at a given time. It is based on the difference between the contractual cash flows of a financial instrument due from a counterparty and those that the Group would expect to receive, including the realization of any collateral or effect of any credit enhancement.

- Exposure at Default – It represents the gross carrying amount of the financial instruments in the event of default which pertains to its amortized cost.

The Group recognizes an impairment loss in consolidated profit of loss for all financial assets subjected to impairment assessment with a corresponding adjustment to their carrying amount through a loss allowance account.

(c) Derecognition of Financial Assets

The financial assets (or where applicable, a part of a financial asset or part of a group of financial assets) are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

1.5 Inventories

Cost of real estate inventories includes acquisition costs of raw land intended for future development, including other costs and expenses incurred to effect the transfer of the property to the Group; related property development costs; and borrowing costs on certain loans incurred during the development of the real estate properties. All costs relating to the real estate property sold are recognized as expense as the work to which they relate is performed.

Costs of real estate inventories are assigned using specific identification of their individual costs. These properties and projects are valued at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs to complete and the estimated costs necessary to make the sale.

The Group recognizes the effect of revisions in the total project cost estimates in the year in which these changes become known. Any impairment loss from a real estate inventory is charged to operations during the period in which the loss is determined.

Repossessed property arising from sales cancellation is recognized at cost. The difference between the carrying amount of the receivable or Contract Asset to be derecognized and the cost of the repossessed property is recognized in the consolidated statement of comprehensive income.

1.6 Prepayments and Other Current Assets

Prepayments and other current assets pertain to other resources controlled by the Group as a result of past events. They are recognized in the consolidated financial statements when it is probable that the future economic benefits will flow to the entity and the asset has a cost or value that can be measured reliably.

Advances to contractors pertain to advance payments made by the Group for the construction of real estate properties intended for sale (i.e. held as inventory) and investment properties. This is classified as current asset if it will be applied as payments for construction of assets to be classified as inventories. Otherwise, this we be classified as non-current asset.

Other recognized assets of similar nature, where future economic benefits are expected to flow to the Group beyond one year after the end of the reporting period or in the normal operating cycle of the business, if longer, are classified as non-current assets.

1.7 Property and Equipment

Property and equipment, except land, are carried at acquisition or construction cost less subsequent depreciation, amortization and impairment losses, if any. As no finite useful life for land can be determined, the related carrying amount are not depreciated. Land is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized; expenditures for repairs and maintenance are charged to expenses as incurred.

Depreciation and amortization is computed on the straight-line basis over the estimated useful lives of the assets as follows:

Building	50 years
Office furniture, fixtures and equipment	3-5 years
Transportation and other equipment	5 years
Building and office improvements	5-10 years

The residual values, estimated useful lives and method of depreciation of property and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period.

Fully depreciated and amortized assets are retained in the accounts until they are no longer in use and no further charge for depreciation and amortization is made in respect of those assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.18).

An item of property and equipment, including the related accumulated depreciation, amortization and impairment losses, is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. 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 item) is included in profit or loss in the year the item is derecognized.

1.8 Investment Property

Investment property consists of parcels of land and buildings held for lease or for capital appreciation or both. Buildings are carried at cost less accumulated depreciation and any impairment losses. Land is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and any directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized; expenditures for repairs and maintenance are charged to expense as incurred.

Depreciation is computed on a straight-line basis over the estimated useful life of the assets as follows:

Land development and improvements	20 years
Building and improvements	25-50 years

The residual values, estimated useful lives and method of depreciation of investment property are reviewed and adjusted, if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its recoverable amount.

Transfers from other accounts (such as property and equipment or real estate inventory) are made to investment property when and only when, there is a change in use, evidenced by ending of owner-occupation or commencement of an operating lease to another party, while transfers from investment property are made when, and only when, there is a change in use, evidenced by commencement of the owner-occupation or commencement of development with a view to sell.

For a transfer from investment property to owner-occupied property or inventories, the cost of property for subsequent accounting is its carrying value at the date of change in use.

If an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under Property and Equipment account up to the date of change in use (see Note 2.7).

Investment property is derecognized upon disposal or when permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognized in the consolidated statement of comprehensive income in the year of retirement or disposal.

1.9 Financial Liabilities

Financial liabilities, which include Interest-bearing Loans, Trade and Other Payables (except tax-related liabilities), Advances from Related Parties, Due to Joint Venture Partners, Redeemable Preferred Shares, Lease Liabilities and Other Non-current Liabilities account (except Advance rental), are recognized when the Group becomes a party to the contractual terms of the instrument. These are initially recognized at their fair values and subsequently measured at amortized cost using effective interest method for maturities beyond one year, less settlement payments. All interest-related charges, if any, incurred on financial liability are recognized as an expense in profit or loss under the caption Finance Costs and Other Charges account in the consolidated statement of comprehensive income.

Interest-bearing loans are raised for support of long-term funding of operations. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are charged to profit or loss, except for capitalized borrowing cost, on an accrual basis using the effective interest method and are added to the carrying amount of the instrument to the extent that these are not settled in the period in which they arise.

Preferred shares, which carry a mandatory coupon or are redeemable on specific date or at the option of the shareholder, are classified as financial liabilities and presented as a separate line item in the consolidated statement of financial position as Redeemable Preferred Shares.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the end of the reporting period (or in the normal operating cycle of the business, if longer), or the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Otherwise, these are presented as non-current liabilities.

Financial liabilities are derecognized from the consolidated statement of financial position only when the obligations are extinguished either through discharge, cancellation or expiration. The difference between the carrying amount of the financial liability derecognized and the consideration paid or payable is recognized in profit or loss.

1.10 Business Combination

(a) Accounting for Business Combination Using the Acquisition Method

Business acquisitions of entities not under common control of a principal stockholder are accounted for using the acquisition method of accounting.

Goodwill, if any, represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Subsequent to initial recognition, goodwill, if any, is measured at cost less any accumulated impairment losses. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Negative goodwill, which is the excess of the Group's interest in the net fair value of net identifiable assets acquired over acquisition cost, is charged directly to profit or loss.

For the purpose of impairment testing, goodwill is allocated to cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The cash-generating units or groups of cash-generating units are identified according to operating segment.

Gains and losses on the disposal of an interest in a subsidiary include the carrying amount of goodwill relating to it.

If the business combination is achieved in stages, the acquirer is required to remeasure its previously held equity interest in the acquiree at its acquisition-date fair value and recognize the resulting gain or loss, if any, in profit or loss or other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with PAS 37, Provisions, Contingent Liabilities and Contingent Assets, either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

(b) Accounting of Business Combination Using the Pooling-of-interests Method

Business combinations arising from transfers of interests in entities that are under the common control of the principal stockholder are accounted for under the pooling-of interests method. Transfers of assets between commonly-controlled entities are accounted for under historical cost accounting; hence, the assets and liabilities are reflected in the consolidated financial statements at carrying values and no adjustments are made to reflect fair values or recognize any new assets or liabilities, at the date of the combination that otherwise would have been done under the acquisition method. No restatements are made to the financial information in the consolidated financial statements for periods prior to the business combination as allowed under PIC Q&A No. 2012-01, PFRS 3.2, *Application of the Pooling of Interest Method for Business Combination of Entities under Common Control in Consolidated Financial Statements* (Amended by PIC Q&As No 2015-01 and 2018-13); hence, the profit and loss of the acquiree is included in the consolidated financial statements for the full year, irrespective of when the combination took place. Also, no goodwill is recognized as a result of the business combination and any excess between the net assets of the acquiree and the consideration paid is accounted for as "equity reserves", which will eventually be closed to additional paid-in capital. Also, any pre-acquisition income and expenses of a subsidiary are no longer included in the consolidated financial statements.

1.11 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's BOD - its chief operating decision-maker. The BOD is responsible for allocating resources and assessing performance of the operating segments.

In identifying its operating segments, management generally follows the Group's products and service lines as disclosed in Note 4, which represent the main products and services provided by the Group.

Each of these operating segments is managed separately as each of these service lines requires different resources as well as marketing approaches. All inter-segment transfers are carried out at arm's length prices.

The measurement policies the Group uses for segment reporting under PFRS 8 are the same as those used in its consolidated financial statements, except that the following are not included in arriving at the operating profit of the operating segments:

- post-employment benefit expenses;
- expenses relating to share-based payments;
- research costs relating to new business activities; and,
- revenue, costs and fair value gains from investment property.

In addition, corporate assets which are not directly attributable to the business activities of any operating segment are not allocated to a segment.

There have been no changes from prior periods in the measurement methods used to determine reported segment profit or loss.

1.12 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the end of the reporting period, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. When time value of money is material, long-term provisions are discounted to their present values using a pretax rate that reflects market assessments and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

In those cases, where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the consolidated financial statements. Similarly, possible inflows of economic benefits to the Group that do not yet meet the recognition criteria of an asset are considered contingent assets, hence, are not recognized in the consolidated financial statements. On the other hand, any reimbursement that the Group can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

1.13 Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the resulting net amount, considered as a single financial asset or financial liability, is reported in the consolidated statement of financial position when the Group currently has legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The right of set-off must be available at the end of the reporting period, that is, it is not contingent on a future event. It must also be enforceable in the normal course of business, in the event of default, and in the event of insolvency or bankruptcy; and must be legally enforceable for both entity and all counterparties to the financial instruments.

1.14 Revenue and Expense Recognition

Revenue comprises revenue from sale of real properties, hotel operations and leasing activities.
The Group's leasing activities are accounted for under PFRS 16.

To determine whether to recognize revenue from revenue covered by PFRS 15, the Group follows a five-step process:

(a) identifying the contract with a customer;
(b) identifying the performance obligation;
(c) determining the transaction price;
(d) allocating the transaction price to the performance obligations; and,
(e) recognizing revenue when/as performance obligations are satisfied.

The Group determines whether a contract with customer exists by evaluating whether the following gating criteria are present:

(i) the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
(ii) each party's rights regarding the goods or services to be transferred or performed can be identified;
(ii) the payment terms for the goods or services to be transferred or performed can be identified;
(iv) the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
(v) collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Group satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
- the Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control of the goods or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied. The Group uses the practical expedient in PFRS 15 with respect to non-disclosure of the aggregate amount of the transaction price allocated to unsatisfied or partially satisfied performance obligations as of the end of the reporting period and the explanation of when such amount will be recognized.

The Group develops real properties such as developed land, house and lot, and condominium units. The Group often enters into contracts to sell real properties as they are being developed. The significant judgment is used in determining the timing of satisfaction of the Group's performance obligation with respect to its contracts to sell real properties. Sales cancellations are accounted for on the year of forfeiture. Any gain or loss on cancellation is charged to profit or loss.

The specific recognition criteria of the various revenue streams of the Group are as follows:

(a) Real estate sales on pre-completed real estate properties – Revenue from real estate sales is recognized over time proportionate to the progress of the development. The Group measures its progress based on actual costs incurred relative to the total expected costs to be incurred in completing the development. Revenue recognized from real estate sales is presented as part of Real Estate Sales account under Revenues and Income section in the consolidated statement of comprehensive income.

(b) Real estate sales on completed real estate properties – Revenue from real estate sales is recognized at point in time when the control over the real estate property is transferred to the buyer. Revenue recognized from real estate sales is presented as part of Real Estate Sales account under Revenues and Income section in the consolidated statement of comprehensive income.

For tax reporting purposes, a modified basis of computing the taxable income for the year based on collections from real estate sales is used by the Group.

(c) Hotel operations – Revenues from room accommodation and services are recognized over time during the occupancy of hotel guest and ends when the scheduled hotel room accommodation has lapsed (i.e., the related room services have been rendered). As applicable, invoices for hotel accommodations are due upon receipt by the customer. For food and beverage, revenue is recognized at a point in time upon delivery to and receipt of food and beverage by the customer.

(d) Service income – Revenue is recognized over time (i.e., time-and-materials basis as the services are provided) until the performance of contractually agreed tasks has been substantially rendered.

Service income comprises fees from maintenance of golf course and management fees.

(e) Marketing fees – Revenue is recognized over time in the same amount to which the entity has the right of invoice to the customer. Any amounts remaining unbilled at the end of the reporting period are presented in the statement of financial position as receivables as only the passage of time is required before payment of these amounts will be due. Marketing fees are presented as part of Finance and Other Income account in the consolidated statement of comprehensive income.

Incremental costs of obtaining a contract to sell real property to customers are recognized as part of Prepayments and Other Current Assets and is subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized. Other costs and expenses are recognized in profit or loss upon utilization of services or receipt of goods or at the date they are incurred. Finance costs are reported on an accrual basis except capitalized borrowing costs.

Contract assets pertain to rights to consideration in exchange for goods or services that the Group has transferred to a customer that is conditioned on something other than passage of time. Under its contracts with customers, the Group will receive an unconditional right to payment for the total consideration upon the completion of the development of the property sold. Any rights to consideration recognized by the Group as it develops the property are presented as Contract Assets in the consolidated statement of financial position. Contract assets are subsequently tested for impairment in the same manner as the Group assesses impairment of its financial assets.

Any consideration received by the Group in excess of the amount for which the Group is entitled is presented as Contract Liabilities in the consolidated statement of financial position. A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

If the transaction does not yet qualify as contract revenue under PFRS 15, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of revenue on sale of real estate, considerations received from buyers are presented under the Customers' Deposits account in the liabilities section of the consolidated statement of financial position.

1.15 Leases

The Group accounts for its leases as follows:

(a) Group as Lessee

The Group considers whether a contract is, or contains, a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition, the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group;

- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and,

- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Group recognizes a right-of-use asset and a lease liability in the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received). Subsequently, the Group depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

On the other hand, the Group measures the lease liability at the present value of the lease payments unpaid at the commencement date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate. Lease payments mainly pertain to fixed payments agreed in the contract. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in consolidated profit or loss on a straight-line basis over the lease term.

On the consolidated statement of financial position, right-of-use assets and lease liabilities have been presented separately from property, plant and equipment and other liabilities, respectively.

(b) Group as Lessor

Leases wherein the Group substantially transfers to the lessee all the risks and benefits incidental to ownership of the leased item are classified as finance leases and are presented as receivable at an amount equal to the Group's net investment in the lease. Finance income are recognized based on the pattern reflecting constant periodic rate of return on the Group's net investment outstanding in respect of the finance lease.

Leases which do not transfer to the lessee substantially all the risks and benefits of ownership of the asset are classified as operating leases. Lease income from operating leases is recognized in profit or loss on a straight-line basis over the lease term.

Sublease which was previously classified as operating lease applying PAS 17 but finance lease applying PFRS 16 is accounted as a new finance lease entered into at the date of initial application of PFRS 16. The effect of recognizing the net investment in the sublease is recognized as adjustment to the opening balance of retained earnings.

1.16 Foreign Currency Transactions and Translation

The accounting records of the Group are maintained in Philippine pesos. Foreign currency transactions during the year are translated into the functional currency at exchange rates which approximate those prevailing on transaction dates.

Foreign currency gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of comprehensive income as part of income or loss from operations.

1.17 Impairment of Non-financial Assets

The Group's investments in associates, investment property, property and equipment, development rights (in 2018), right-of-use assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, assets are tested for impairment either individually or at the cash-generating unit level.

Impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each cash-generating unit and determines the suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment loss is reversed if the asset's or cash generating unit's recoverable amount exceeds its carrying amount.

1.18 Employee Benefits

The Group's employee benefits are recognized and measured as follows:

(a) Post-employment Defined Benefit Plan

A defined benefit plan is a post-employment plan that defines an amount of post-employment benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of post-employment plan remains with the Group, even if plan assets for funding the defined benefit plan have been acquired. The Group's defined benefit post-employment plan covers all regular full-time employees.

The liability recognized in the consolidated statement of financial position for a defined benefit plan is the present value of the defined benefit obligation (DBO) at the end of the reporting period. The DBO is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of a zero coupon government bonds [using the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL)], that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related post-employment liability. BVAL provides evaluated prices that are based on market observations from contributed sources.

Remeasurements, comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions and the return on plan assets (excluding amount included in net interest), if any, are reflected immediately in the consolidated statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they arise. Net interest is calculated by applying the discount rate at the beginning of the period, unless there is a plan amendment, curtailment or settlement during the reporting period. The calculation also takes into account any changes in the net defined benefit liability or asset during the period as a result of contributions to the plan or benefit payments. Net interest is reported as part of Finance Costs and Other Charges or Finance and Other Income account in the consolidated statement of comprehensive income.

Past-service costs are recognized immediately in profit or loss in the period of a plan amendment or curtailment.

(b) Termination Benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits at the earlier of when it can no longer withdraw the offer of such benefits and when it recognizes costs for a restructuring that is within the scope of PAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(c) Compensated Absences

Compensated absences are recognized for the number of paid leave days(including holiday entitlement) remaining at the end of each reporting period. They are included in the Trade and Other Payables account of the consolidated statement of financial position at the undiscounted amount that the Group expects to pay as a result of the unused entitlement.

1.19 Share-based Employee Remuneration

The Company grants share options to key executive officers eligible under a stock option plan. The services received in exchange for the grant, and the corresponding share options, are valued by reference to the fair value of the equity instruments granted at grant date. This fair value excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions), if any. The share-based remuneration is recognized as an expense in profit or loss with a corresponding credit to retained earnings.

The expense is recognized during the vesting period based on the best available estimate of the number of share options expected to vest. The estimate is subsequently revised, if necessary, such that it equals the number that ultimately vests on vesting date. No subsequent adjustment is made to expense after vesting date, even if share options are ultimately not exercised.

Upon exercise of share option, the proceeds received net of any directly attributable transaction costs up to the nominal value of the shares issued are allocated to capital stock with any excess being recorded as additional paid-in capital (APIC).

1.20 Borrowing Costs

For financial reporting purposes, borrowing costs are recognized as expenses in the period in which they are incurred, except to the extent that they are capitalized. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset (i.e., an asset that takes a substantial period of time to get ready for its intended use or sale) are capitalized as part of Inventories account (see Note 2.5). The capitalization of borrowing costs commences when expenditures for the asset and borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalization ceases when substantially all such activities are complete. For income tax purposes, all interest and other borrowing costs are treated as deductible expenses in the period in which they are incurred.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets, if any, is deducted from the borrowing costs eligible for capitalization.

1.21 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the Group and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Group; (b) associates; and, (c) individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the Group and close members of the family of any such individual.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

Based on the requirement of SEC MC 2019-60, Rules of Material Related Party Transactions for Publicly Listed Companies, transactions amounting to 10% or more of the total consolidated assets based on the latest audited consolidated financial statements that were entered into with related parties are considered material.

All individual material related party transactions shall be approved by at least two-thirds vote of the board of directors, with at least a majority of the independent directors voting to approve the material related party transactions. In case that a majority of the independent director's vote is not secured, the material related party transaction may be ratified by the vote of the stockholders representing at least two-thirds of the outstanding capital stock. For aggregate related party transactions within a 12-month period that breaches the materiality threshold of 10% if the Group's consolidated total assets based on the latest audited consolidated financial statements, the same board approval would be required for the transaction(s) that meets and exceeds the materiality threshold covering the same related party.

1.22 Income Taxes

Tax expense recognized in profit or loss comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity, if any.

Current tax assets or liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the reporting period. These are calculated using the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in profit or loss.

Deferred tax is accounted for using the liability method on temporary differences at the end of each reporting period between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Under the liability method, with certain exceptions, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carryforward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the temporary differences can be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable profit will be available to allow such deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled provided such tax rates have been enacted or substantively enacted at the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of each reporting period, to recover or settle the carrying amount of its assets and liabilities.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

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

1.23 Equity

Capital stock represents the nominal value of shares that have been issued.

APIC represents premium received on the issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from APIC, net of any related income tax benefits.

Revaluation reserves pertain to remeasurements of retirement benefit obligation.

Retained earnings includes all current and prior period results of operations as reported in the profit or loss section of the consolidated statements of comprehensive income and share-based employee remuneration, reduced by the amounts of dividends declared, if any.

Non-controlling interests represent the portion of the net assets and profit or loss not attributable to the Company's shareholders which are presented separately in the Group's consolidated statement of comprehensive income and within the equity in the Group's consolidated statement of financial position and consolidated statement of changes in equity.

1.24 Basic and Diluted Earnings per Share

Basic earnings per share (EPS) is computed by dividing consolidated net profit by the weighted average number of common shares issued and outstanding during the period, adjusted retroactively for any stock dividend, stock split or reverse stock split declared during the current period.

Diluted EPS is computed by adjusting the weighted average number of common shares outstanding to assume conversion of potentially dilutive shares. Currently, the Group's potentially dilutive shares consist only of share options.

1.25 Events after the End of the Reporting Period

Any post-year-end event that provides additional information about the Group's financial position at the end of the reporting period (adjusting event) is reflected in the consolidated financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the consolidated financial statements.

External Auditor

The Group has engaged the services of Punongbayan & Araullo during the most recent calendar year. There were no disagreements with Punongbayan & Araullo on any matter of accounting and financial disclosure.

Attendance of Accountants at the Meeting

Representatives of the Corporation's external accountants, Punongbayan & Araullo, for the Calendar Year 2020, are expected to be present at the Annual Stockholders' Meeting scheduled on 24 June 2021. Said accountants will be given the opportunity to make a statement if they desire to do so and will be available to respond to appropriate questions on the Corporation's financial statements.

BUSINESS AND GENERAL INFORMATION

Form and Date of Organization

Global-Estate Resorts, Inc. ("**GERI**" or the "**Company**") was incorporated on 18 May 1994 as Fil-Estate Land, Inc. to engage in real estate development. The Company went public in November 1995 when its common shares were listed in the Philippine Stock Exchange (PSE).

In 2011, Alliance Global Group, Inc. ("**AGI**") acquired a majority stake in the Company and re-branded it as Global-Estate Resorts, Inc. to engage in the development of integrated tourism and leisure estates.

In 2014, GERI was consolidated under Megaworld Corporation when the latter acquired AGI's stake in the Company.

Description of Business

The Company is primarily engaged in the development of integrated tourism and leisure estates and integrated lifestyle communities consisting of residential, retail, hotel and/or leisure components in natural resort settings. Its key developments are Boracay Newcoast in Malay, Aklan, Twin Lakes in Laurel, Batangas, Sta. Barbara Heights in Iloilo, Southwoods City in Laguna and Cavite, Alabang West in Las Piñas, Metro Manila, Eastland Heights in Antipolo City, Rizal, The Hamptons Caliraya in Lumban-Cavinti, Laguna, Arden Botanical Estate in Trece and Tanza, Cavite, and The Fifth in Pasig City, Metro Manila. The Company undertakes its development business by itself or in joint venture with landowners. Among the Company's subsidiaries are joint venture corporations: i) Twin Lakes Corporation ("**TLC**"), which was incorporated on 02 March 2011 to develop Twin Lakes in Laurel, Batangas; ii) Oceanfront Properties, Inc. ("**OPI**"), which was incorporated on 12 October 2010 to develop parts of Boracay Newcoast; and iii) Southwoods Mall, Inc. ("**SMI**"), which was incorporated on 18 July 2013 to develop the Southwoods Mall and Office Towers in Southwoods City.

The Company's developments are marketed by Megaworld Global-Estate, Inc. (**"MGEI"**), a subsidiary incorporated on 14 March 2011, and by the Company's in-house marketing group.

The Company's hotel developments in Boracay and Twin Lakes are operated by its subsidiaries Twin Lakes Hotel, Inc. (incorporated on 28 September 2018), Savoy Hotel Boracay, Inc. (incorporated on 24 January 2017), Belmont Hotel Boracay, Inc. (incorporated on 18 March 2019), and Fil-Estate Urban Development Corporation (incorporated on 6 March 2000).

Prior to 2011, the Company's subsidiaries Global-Estate Properties, Inc. (*formerly known as Fil-Estate Properties, Inc. or "GEPI"*) and Global-Estate Golf and Development, Inc. *(formerly known as Fil-Estate Golf and Development, Inc. or "GEGDI"*), incorporated on 13 February 1990 and 06 March 1990, respectively, had engaged in the development of residential subdivisions, condominium buildings, commercial lots, and golf clubs.

Management's Discussion and Analysis of Financial Condition and Results of Operations

KEY PERFORMANCE INDICATORS

LIQUIDITY RATIOS

	March 31, 2021	**March 31, 2020**	**December 31, 2020**	**December 31, 2019**
Current Ratio	4. 29	3.86	4.20	3.58
Quick Ratio	1.33	1.22	1.28	1.09

Current Ratio (Current Assets/Current Liabilities)
Liquidity ratio measures a company's ability to pay short-term obligations.

Quick Ratio (Cash and cash equivalents + Current Trade receivables/Current Liabilities)
It measures a company's ability to meet its short-term obligations with its most liquid assets.

LEVERAGE OR LONG-RANGE SOLVENCY RATIOS

	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019
Debt to Total Assets	32%	32%	32%	33%
Equity to Total Assets	68%	68%	68%	67%
Debt to Equity	47%	47%	46%	50%
Asset to Equity	1.46	1.47	1.46	1.50

Debt to Total Assets
It shows the creditors' contribution to the total resources of the organization.

Equity to Total Assets
It shows the extent of owners' contribution to the total resources of the organization.

Debt to Equity
It relates the exposure of the creditors to that of the owners.

Asset to Equity (Total Assets/Total Owner's Equity)
It measures the company's leverage.

PROFITABILITY RATIOS

	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019
Return on Equity	1.04%	0.89%	3.79%	5.40%
Return on Assets	0.63%	0.76%	2.59%	4.00%
Earnings per Share	₱ 0.0273	₱ 0.0226	₱ 0.099	₱ 0.136

Return on Equity (Net Income Attributable to Parent Company's shareholders/Average Equity Attributable to Parent Company's shareholders)
It tests the productivity of the owners' investments.

Return on Assets (Net Income/Average Total Assets)
This ratio indicates how profitable a company is relative to its total assets.

Earnings per Share (EPS)
It indicates the earnings for each of the common shares held.

ACTIVITY RATIO

	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019
Asset Turnover	1.78%	2.11%	7.15%	11.87%

Asset Turnover (Sales/Total Assets)
It measures the level of capital investment relative to sales volume.

INTEREST COVERAGE RATIO

	March 31, 2021	March 31, 2020	December 31, 2020	December 31, 2019
Interest Coverage	5.35	6.58	8.00	10.10

Interest Coverage Ratio (Earnings before Interest and Income Tax/Interest Expense)
It measures how easily a company can pay interest on an outstanding debt.

Management Discussion and Analysis

Review for the period ended March 31, 2021

Impact of COVID-19 Pandemic on the Group's Business

The COVID-19 pandemic started to become widespread in the Philippines in early March 2020. The measures taken by the government to contain the virus have affected economic conditions and the Group's business operations.

The following are the impact of the COVID-19 pandemic to the Group's businesses in 3 month period ending March 31, 2021:

Real Estate Sales

Real estate sales ended 13% lower due to lesser accounts that meet 10% collection, limited selling activities and restricted construction activities.

Lease of Office and Commercial Spaces

Rental income dropped by 36% primarily due to limited operation of mall and commercial spaces, rent concessions and lower foot traffic. Other observable impacts are presented below.

- registration of early termination and restructuring of lease contracts;
- due to various community quarantine measures, resulting in a decline in foot traffic;
- waiver of rental charges of tenants and retail partners on its mall and commercial centers for a certain period of time.

Hotel Operations

Hotel revenues shrank by 85% as a result of temporary closure of hotels, travel bans and limited hotel operations in accordance with quarantine guidelines. Occupancy rates dropped significantly due to travel restrictions and cancellation of bookings and meetings, incentives, conventions and exhibitions activities;

In response to these matters, the Group has taken the following actions:

- maximized digital platforms to sell real estate projects in order to limit face-to-face engagements;
- focused on sale of residential and commercial lots outside Metro Manila to meet a robust demand for these products;
- assisted tenants in implementing social distancing measures;
- expanded outdoor dining areas in lifestyle malls to meet customer demand for alfresco dining;
- continued working closely with tenants to determine and address their needs; and,
- launched E-Concierge, a mobile application that allows contactless interaction between guests and hotel staff from check-in to check-out, including virtual ordering of food from various food and beverage outlets inside the hotels;

Based on the above actions and measures taken by management to mitigate the adverse effects of the pandemic, it projects that the Group would continue to report positive results of operations and would remain liquid to meet current obligations as it falls due. Accordingly, management has not determined material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

REVIEW OF RESULTS OF OPERATIONS
(Comparing balances for the 3-month period ended March 31, 2021 and 3-month period ended March 31, 2020)

Consolidated revenues for the three-month period ended March 31, 2021 amounted to Php1.2 billion. The Company's real estate sale of Php0.9 billion came mainly from sale of lots in Newcoast Village in Malay, Aklan, Sta. Barbara Heights in Iloilo City, Twin Lakes Domaine Le Jardin and Lucerne at Domaine Le Jardin in Laurel, Batangas, Pahara at Manila Southwoods, Alabang West in Daang Hari, Las Piñas, Eastland Heights in Antipolo, Rizal and sale of condominium units in Oceanway Residences One, Ocean Garden Villas, Savoy Hotel, Belmont Hotel and Chancellor Hotel in Boracay, Holland Park and Tulip Gardens in Manila Southwoods and Vineyard Residences and The Manor in Twin Lakes, Tagaytay. Hotel revenues as of March 31, 2021 amounted to Php22 million, a decrease of 85% from Php149 million as of March 31, 2020 mainly due to travel bans and limited hotel operations in accordance with quarantine guidelines. Rental income as of March 31, 2021 amounted to Php120 million, a decrease of 36% from Php186.2 million as of March 31, 2020 effect also of the COVID-19 pandemic. Balance of revenues was contributed by marketing fees of Php21.8 million, finance and other income of Php85.9 million, and Php43 million service income.

Cost and expenses posted a decrease of Php283.8 million or 24% from Php1.16 billion in March 31, 2020 to Php0.88 billion as of March 31, 2021 mainly due to decrease in cost of hotel operations, operating expense, finance cost and other charges and income tax expense.

The company posted a Php322.6 million Net Income or 12% decrease for the period ended March 31, 2021, as compared to a Php365 million net income realized as of March 31, 2020.

Major Movements of Income Statement Accounts are as follows:
(Increase/decrease of 5% or more versus March 31, 2020)

- 13% Decrease on Real estate sales – mainly due to decrease on real estate sales that reach 10% collection and lower percentage of completion of uncompleted projects because of community quarantine
- 85% Decrease in Hotel revenues – mainly due to lower occupancy rate
- 36% Decrease in Rental income – due to decrease in occupancy rate, rent concessions and lower foot traffic in retail properties
- 8% Increase in Service income – due to higher service income for the period.
- 98% Increase in Marketing fees – due increase in marketing income from sale of lots of joint venture partner.
- 12% Decrease in Finance and other income – mainly due to decrease in other income
- 9% Decrease in Cost of real estate sales – directly related to decrease on real estate sales for the period.
- 9% Decrease in Cost rentals and services - mainly due to decrease in cost related to rental income.
- 50% Decrease in Cost of hotel operations – due to decrease in hotel revenue.
- 26% Decrease in Operating expenses – mainly due to decrease in expenses directly related to decrease in revenue and the Group implements cost reduction measures.
- 74% Decrease in Finance cost and other charges – mainly due to decrease in interest rate and payment of principal. Interest from new loan is capitalized to the cost of the project.
- 30% Decrease in Income tax expense – effect of lower tax rate under CREATE law and decrease of taxable income.

REVIEW OF FINANCIAL CONDITION

The Group's financial position remained stable. Total assets as of March 31, 2021, Php51 billion compared to Php50.6 billion as of December 31, 2020, posted an increase of Php0.51 billion.

Contract assets increased by 11%, from Php2.8 billion as of December 2020 to Php3.1 billion as of March 2021 due to additional sales from uncompleted projects with higher percentage of completion than percentage of collection.

Contract liabilities decreased by 5% due to decrease of sales from uncompleted projects with lower percentage of completion than percentage of collection. Customer deposits decreased from Php1.3 billion as of December 2020 to Php1.2 billion as of March 2021 or 7% decrease due to sales recognized for the period. Due to joint venture partners increased from Php410 million as of December 2020 to Php463.8 million as of March 2021 or 13% increase. Other non-current liabilities increased from Php731 million as of December 2020 to Php803 million as of March 2021 due to increase in security deposits.

Shareholders' Equity increased from Php34.5 billion as of December 2020 to Php34.9 billion as of March 2021 mainly due to the income generated for the period.

Major movements of Balance Sheet Accounts are as follows:

- 11% Increase in Contract assets – due to additional sales from uncompleted projects with higher percentage of completion than percentage of collection.

- 5% Decrease in Contract liabilities – due to decrease of sales from uncompleted projects with lower percentage of completion than percentage of collection.
- 7% Decrease in Customer's deposit - due to sales recognized for the period.
- 13% Increase in Due to joint venture partners – due to increase in collection of sales proceeds that are for remittance to joint venture partners.
- 10% Increase in Other non-current liability – due to increase in security deposits.

<u>Others</u>

As of the 1st quarter ended March 31, 2021 there are no material events and uncertainties known to management that would have an impact on the future operations such as:

a. Known trends, demands, commitments, events or uncertainties that would have a material impact on liquidity of the Company;
b. Material commitments for capital expenditures, the general purpose of such commitment and the expected sources of funds for such expenditures;
c. Known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on the net sales/revenues/income from continuing operations;
d. Significant elements of income or loss that did not arise from the Company's continuing operations;
e. Causes for any material changes from period to period in one or more line item of the Company's financial operations;
f. Seasonal aspects that had a material effect on the financial condition or results of the operations;
g. Events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation;
h. All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities of other persons created during the reporting period.

<u>Review for the year ended December 31, 2020</u>

Impact of COVID-19 Pandemic on the Group's Business

<u>Real Estate Sales</u>

Real estate sales ended 39% lower due to lower reservations, limited selling activities and restricted construction activities. Other observations are presented below.

- suspension of construction activities during the Enhanced Community Quarantine (ECQ) period which slowly resumed as the quarantine protocols are relaxed;
- deferment of certain new project launches for 2020 as work stoppage on-site could result in delayed project completion; and,

<u>Lease of Office and Commercial Spaces</u>

Rental income dropped by 15% primarily due to closure of mall and commercial spaces, rent concessions and lower foot traffic upon reopening. Other observable impacts are presented below.

- registration of early termination and restructuring of lease contracts;
- temporary mall closures, with the exception of essential establishments, due to various community quarantine measures, resulting in a decline in foot traffic;
- approximately 70% of total leased out gross leasable area were unable to operate during the ECQ. Mall operations gradually resumed operations thereafter; and,
- waiver of rental charges of tenants and retail partners on its mall and commercial centers for a certain period of time.

Hotel Operations

Hotel revenues shrank by 75% as a result of temporary closure of hotels, travel bans and limited hotel operations in accordance with quarantine guidelines. Occupancy rates dropped significantly due to travel restrictions and cancellation of bookings and meetings, incentives, conventions and exhibitions activities;

In response to these matters, the Group has taken the following actions:

- maximized digital platforms to sell real estate projects in order to limit face-to-face engagements;
- focused on sale of residential and commercial lots outside Metro Manila to meet a robust demand for these products;
- assisted tenants in implementing social distancing measures;
- expanded outdoor dining areas in lifestyle malls to meet customer demand for alfresco dining;
- continued working closely with tenants to determine and address their needs; and,
- launched E-Concierge, a mobile application that allows contactless interaction between guests and hotel staff from check-in to check-out, including virtual ordering of food from various food and beverage outlets inside the hotels;

Based on the above actions and measures taken by management to mitigate the adverse effects of the pandemic, it projects that the Group would continue to report positive results of operations and would remain liquid to meet current obligations as it falls due. Accordingly, management has not determined material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

Results of Operations

For the year ended December 31, 2020 the Group's consolidated net income amounted to Php 1.30 billion, a 25% decrease from the December 31, 2019 net income of Php1.73 billion (exclusive of P188.5 million non-recurring gain in 2019). This is the net effect of the Covid-19 pandemic to the Group's business decline in revenue from real estate sales, rental income and hotel operations.

Consolidated total revenues amounted to Php5.19 billion. The bulk of revenues came from real estate sales, rental income, hotel operations, and finance and other income. The Group's registered sales came from sale of lots in Newcoast Village in Malay, Aklan, Sta. Barbara Heights in Iloilo City, Twin Lakes Domaine Le Jardin and Lucerne at Domaine Le Jardin in Laurel, Batangas, Pahara at Manila Southwoods, Alabang West in Daang Hari, Las Piñas, Eastland Heights in Antipolo, Rizal and sale of condominium units in Oceanway Residences One, Ocean Garden Villas, Savoy Hotel, Belmont Hotel and Chancellor Hotel in Boracay, Holland Park and Tulip Gardens in Manila Southwoods and Vineyard Residences and The Manor in Twin Lakes, Tagaytay.

Total cost and expenses as of December 2020 amounted to Php3.89 billion, a decrease of 39% from Php6.38 billion as of December 2019, mainly due to decrease in cost of real estate sales, cost of rentals and services, cost of hotel operations and other operating expenses directly related to decrease in revenue.

Financial Condition

The Group's financial position remained stable and with adequate capacity to support its growth. Total Assets of Php50.6 billion as of December 31, 2020 compared to Php49.8 billion as of December 31, 2019 posted an increase of Php793million or 1.6%.

Cash and cash equivalents decreased by 15% mainly due to partial payment of Interest-bearing loans and borrowings and payments made to contractors and suppliers, from Php2.6 billion as of December 2019 to Php2.2 billion as of December 2020. Contract assets increased by 81%, from Php1.5 billion as of December 2019 to Php2.8 billion as of December 2020 due to additional sales from uncompleted projects with higher percentage of completion than percentage of collection. Advances to related parties decreased by 18% due to collection from related parties. Property and Equipment decreased by 7% due to depreciation. Right-of-use asset decreased by 24% due to amortization for the period.

Interest bearing loans and borrowings increased by 6% or Php310 million as of December 2020 as compared to December 2019 due to availment of new interest-bearing loan. Trade and other payables decreased by 16% mainly due to payments made to contractors and suppliers. Contract liabilities decreased by 35% due to decrease in sales from uncompleted projects with lower percentage of completion than percentage of collection. Due to joint venture partners increased by 15% due to increase in collection of sales proceeds that are for remittance to joint venture partners. Advances from related parties decreased by 9% from Php1 billion as of December 2019 to Php92 million as of December 2020 due to payment of advances. Redeemable preferred shares decreased by 33% due to redemption of shares. Deferred Tax Liability also increased from Php1.57 billion in December 2019 to Php2.08 billion in December 2020. The 33% increase is due to increase in taxable temporary difference. Retirement benefit obligation increased by 17% from Php107 million in December 2019 to Php126 million in December 2020 due to additional accrual of retirement benefit. Other non-current liabilities increased from Php683 million to Php731 million mainly due to increase in security deposit of tenants.

Shareholders' Equity increased from Php33.2 billion to Php34.5 billion mainly due to net income for the year.

Material Changes in the Statements of Final Position for the year ended December 31, 2020
(Increase/decrease of 5% or more versus December 31, 2019)

- 15% decrease in Cash and cash equivalents – due to partial payment of Interest-bearing loans and borrowings and payment to contractor and supplier.
- 81% increase in Contract assets – due additional sales from uncompleted projects with higher percentage of completion than percentage of collection.
- 18% decrease in Advances to related parties – due to collection from related parties.
- 7% decrease in Property Plant and Equipment – due to depreciation for the period.
- 24% decrease in Right of use-asset – due to amortization for the period.
- 6% increase in Interest-bearing loans and borrowings – due to availment of new interest-bearing loan.
- 16% decrease in Trade and other payables – mainly due to payments made to contractors and suppliers.

- 35% decrease in Contract liabilities – due to decrease in sales from uncompleted projects with lower percentage of completion than percentage of collection.
- 15% increase in Due to joint venture partners – increase in collection of sales proceeds that are for remittance to joint venture partners.
- 9% decrease in Advances from related parties – mainly due to payments made.
- 33% decrease in Redeemable preferred shares – due to redemption of shares.
- 33% increase in Deferred tax liabilities – due to increase in taxable temporary difference.
- 17% increase in Retirement benefit obligation – due to additional accrual of retirement benefit.
- 7% decrease in other non-current liability – mainly due to increase in collection of security deposit.

Material Changes in the Statements of Comprehensive Income the year ended December 31, 2020
(Increase/decrease of 5% or more versus December 31, 2019)

- 39% decrease in Real estate sales – mainly due to decrease in real estate sales that reach 10% collection and effect of suspension of construction activities during the ECQ period which slowly resumed as the quarantine protocols were relaxed.
- 17% decrease in Rental income – primarily due to closure of mall and commercial spaces during ECQ, rent concessions and lower foot traffic upon reopening.
- 75% decrease in Hotel Operations **–** as a result of temporary closure of hotels, travel bans and limited hotel operations in accordance with quarantine guidelines.
- 28% decrease in Service Income – lower income due to effect of restriction guidelines of community quarantine.
- 74% increase in Marketing fees – due to increase in marketing income from sale of lots of joint venture partner.
- 12% increase in Finance and other income – due to increase in finance income.
- 100% decrease in Gain on sale of investment on associate – no sale of investment for the period.
- 45% decrease in Cost of real estate sales **–** mainly due to decrease on real estate sales for the period.
- 74% decrease in Cost of hotel operations – directly related to decrease in hotel revenue.
- 35% decrease in Operating expenses – mainly due to decrease in expenses directly related to decrease in revenue and the Group's implementation of cost reduction measures.
- 18% increase in Equity share in net losses of associates **–** due to increase in net loss of associates recognized for the year.
- 44% decrease in Finance cost and other charges **–** effect of decrease of floating interest rate and partial payment of principal loan.
- 18% decrease on Income tax expense – due to decrease in taxable income.

Review for the year ended December 31, 2019

Results of Operations

For the year ended December 31, 2019 the Group's consolidated net income amounted to Php 1.92 billion, 11.2% increase from December 31, 2018 net income of Php1.72 billion.

Consolidated total revenues amounted to Php8.5 billion. The bulk of revenues came from real estate sales, rental income, hotel operations, and finance and other income. The Group's registered sales came from sale of lots in Newcoast Village in Malay, Aklan, Sta. Barbara Heights in Iloilo City, Twin Lakes Domaine Le Jardin, Lucerne at Domaine Le Jardin in Laurel, Batangas, Pahara at Manila Southwoods, Alabang West in Daang Hari, Las Piñas, Eastland Heights in Antipolo, Rizal and sale of condominium units in Oceanway Residences One, Ocean Garden Villas, Savoy Hotel, Belmont Hotel and Chancellor Hotel in Boracay, Holland Park and Tulip Gardens in Manila Southwoods and Vineyard Residences and The Manor in Twin Lakes, Tagaytay.

Total cost and expenses amounted to Php6.5 billion, mainly from cost of real estate sales, cost of rentals and services, cost of hotel operations, and operating expenses resulting from aggressive marketing activities as well as other administrative and corporate overhead.

Financial Condition

The Group's financial position remained stable and with adequate capacity to support its growth. Total Assets of Php50 billion as of December 31, 2019 compared to Php46 billion as of December 31, 2018 posted an increase of Php3.7 billion or 8%.

Cash and cash equivalents increased by 48% mainly due to collection and availment of new Interest bearing loans and borrowings, from Php1.8 billion as of December 2018 to Php2.6 billion as of December 2019. Trade and other receivables increased by 71% mainly due to installment sales recognized for the period and reclassification from Contract Asset due to completion of projects. Contract assets decreased by 56%, from Php3.5 billion as of December 2018 to Php1.5 billion as of December 2019 due completion of projects. Advances to related parties increased by 15% due to additional advances given to related parties. Investment in associates decreased by 13% due to sale of ownership in BNHGI. Other current and non-current assets increased by 8%, from Php3.2 billion as of December 2018 to Php3.5 billion as of December 2019, mainly due to increase in Advances to contractors and suppliers. Right of use-asset increased by 100% due to adoption of PFRS16 new standard on leases using the modified retrospective approach as allowed under the transitional provisions of the standard. Property Plant and Equipment increased by 21% mainly due to space used for the administration of hotel operations.

Interest bearing loans and borrowings increased by 24% or Php964 million as of December 2019 as compared to December 2018 due to availment of new interest bearing loan. Trade and other payables increased by 10% mainly due to increase in payables to contractors and suppliers. Customer's Deposits increased from Php1.2 billion as of December 31, 2018 to Php1.3 billion as of December 31, 2019 or 14% mainly due to collection from existing buyers and new reservation sales. Contract liabilities increased by 15% due to additional sales from uncompleted projects with lower percentage of completion than percentage of collection. Redeemable preferred shares decreased by 25% due to redemption of shares. Deferred Tax Liability also increased from Php1.27 billion in December 2018 to Php1.57 billion in December 2019. The 23% increase is due to increase in taxable temporary difference. Retirement benefit obligation increased by 114% from Php50 million in December 2018 to Php107 million in December 2018 due to higher accrual of retirement benefit. Other non-current liabilities decreased from Php1.2 billion to Php683 million mainly due to decrease in retention payable. Lease liabilities increased by 100% due to adoption of PFRS16 new standard on leases using the modified retrospective approach as allowed under the transitional provisions of the standard. Due to joint venture partners decreased by 10% due remittance of their share from the projects.

Shareholders' Equity increased from Php31.2 billion to Php33.2 billion mainly due to net income for the year.

Material Changes in the year ended December 31, 2019 Financial Statements
(Increase/decrease of 5% or more versus December 31, 2018)

Financial Position

- 48% increase in Cash and cash equivalents due to collection and availment of new Interest bearing loans and borrowings.
- 71% increase in Trade and other receivable – mainly due to installment real estate sales recognized for the period and reclassification of contract assets for completed projects.
- 56% decrease in Contract assets – due to completion of projects.
- 15% increase in Advances to related parties – additional advances given to related parties.
- 13% decrease on Investment in Associate – due to sale of ownership in BNHGI.
- 8% increase in other current and non-current assets – due to increase in advances to contractors and suppliers.
- 100% increase in Right of use-asset - due to adoption of PFRS16 new standard on leases using the modified retrospective approach as allowed under the transitional provisions of the standard.
- 21% increase in Property Plant and Equipment – due to space used for the administration of hotel operations
- 24% increase in Interest-bearing loans and borrowings – due to availment of new interest bearing loan.
- 10% increase in Trade and other payables – mainly due to increase in payables to contractors and suppliers.
- 14% increase in Customer's deposit – due to collection from existing buyers and new reservation sales.
- 15% increase in Contract liabilities – due to additional sales from uncompleted projects with lower percentage of completion than percentage of collection.
- 25% decrease in Redeemable preferred shares – due to redemption of shares
- 23% increase in Deferred tax liabilities – due to increase in taxable temporary difference
- 114% increase in Retirement benefit obligation – due to increase in accrual of retirement benefit
- 45% decrease in other non-current liability – mainly due to decrease in retention payable.
- 100% increase in Lease liability adoption of PFRS16 new standard on leases using the modified retrospective approach as allowed under the transitional provisions of the standard.
- 10% decrease in Due to Joint Venture Partners – due to remittance of their share in the project.

Results of Operations

- 5% decrease in Real estate sales – mainly due to decrease on real estate sales recognized for the period.
- 75% increase in Rental income – mainly due to increase in occupancy and additional leasable space due to completion of Southwoods Office Towers in Southwoods City, Laguna.
- 263% increase in Hotel Operations – due to increase in occupancy rate for the period and opening of Twin Lakes Hotel in Laurel, Batangas.
- 28% increase in Service Income – due to increase in income from golf course maintenance.
- 28% increase in Finance and other income – due to increase on interest income on real estate sales.
- 100% increase in Gain on sale of investment on associate – due to sale of investment in BNHGI.
- 7% decrease in Cost of real estate sales – mainly due to decrease on real estate sales for the period

- 64% increase in Cost of rental and services – mainly due to increase in depreciation from additional property held for lease and increase in cost of services.
- 180% increase in Cost of hotel operations – mainly due to increase in hotel revenue and opening of Twin Lakes Hotel.
- 34% increase in Operating expenses – mainly due to additional operating expenses from the expansion of hotel operation.
- 45% decrease in Equity share in net losses of associates – due to decrease in net loss of associates recognized for the year.
- 39% increase in Finance cost and other charges – due to interest from new loans.

Review for the year ended December 31, 2018

In 2018, the Group adopted PFRS 15, Revenue from Contracts with Customers in accordance with PAS 8, Accounting Policies, Changes in Accounting Estimates and Errors.

The Group's adoption of PFRS 15 has resulted in changes in its accounting policies and adjustments to the amounts recognized in the consolidated financial statements. The Group has applied PFRS 15 retrospectively to all outstanding contracts as of January 1, 2017 in accordance with the standard's transitional provisions.

The Group also adopted the following Philippine Interpretations Committee (PIC) Question & Answer (Q&A) retrospectively in accordance with PAS 8:

• PIC Q&A No. 2018-11, Classification of Land by Real Estate Developer, requires real estate developers to classify land based on management's intention and apply the appropriate accounting treatment as required by relevant standards.

• PIC Q&A No. 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry, provides guidelines on the application of PFRS 15 for real estate transactions. Relative to this, in accordance with SEC Memorandum Circular (MC) No. 14 series of 2018, the Company has deferred the application of certain provisions of PIC Q&A No. 2018-12 particularly those with respect to the accounting for significant financing component and the exclusion of uninstalled materials and land in the calculation of percentage of completion.

• PIC Q&A No. 2018-15, PAS 1– Classification of Advances to Contractors in the Nature of Prepayments: Current vs. Non-current, clarifies how the advances to contractors should be classified in the statement of financial position

The effects of the adoption of PFRS 15 and various PIC Q&A on the assets, liabilities and equity accounts are shown in Note 2.1 of the Audited Financial Statements.

Also, the Group changed its collection criterion in revenue recognition from 25% to 10%. The Group reassessed the historical payment pattern of its customer and determined the 10% as estimate that collection of total contract price is reasonably assured. This change in percentage of collection threshold was adopted in 2018 and applied prospectively.

Results of Operations
(*Comparing balances for the year ended December 31, 2018, as restated and for the year ended December 31, 2017, as restated)*

For the year ended December 31, 2018 the Group's consolidated net income amounted to Php 1.72 billion, a 13.8% increase from December 31, 2017 net income of Php1.51 billion (inclusive of Php113 million non-recurring gain). Without the non-recurring gain, net income increased by 23% year-on-year. There is no non-recurring gain for the year ended December 31, 2018.

Consolidated total revenues amounted to Php7.5 billion. The bulk of revenues came from real estate sales, rental income, hotel operations, and finance and other income. The Group's registered sales came from sale of lots in Newcoast Shophouse District, Newcoast Village in Malay, Aklan, Sta. Barbara Heights in Iloilo City, Twin Lakes Domaine Le Jardin, Lucerne at Domaine Le Jardin in Laurel, Batangas, Pahara at Manila Southwoods, Alabang West in Daang Hari, Las Piñas and sale of condominium units in Oceanway Residences One, Savoy Hotel, Belmont Hotel and Chancellor Hotel in Boracay, Holland Park in Manila Southwoods and Vineyard Residences and Manor in Twin Lakes, Tagaytay.

Total cost and expenses amounted to Php5.8 billion, mainly from cost of real estate sales, cost of rentals and services, cost of hotel operations, and operating expenses resulting from aggressive marketing activities as well as other administrative and corporate overhead.

Financial Condition
(Comparing balances as of December 31, 2018 as restated and as of December 31, 2017 as restated)

The Group's financial position remained stable and with adequate capacity to support its growth. Total Assets of Php46 billion as of December 31, 2018 compared to Php44.6 billion as of December 31, 2017 posted an increase of Php1.4 billion or 3%.

Cash and cash equivalents decreased by 44% mainly due to payment of construction costs, partial payment of Interest bearing loans and borrowings and partial redemption of preferred shares, from Php3.2 billion as of December 2017 to Php1.8 billion as of December 2018. Trade and other receivables increased by 57% mainly due to increase in installment sales recognized from completed projects. Contract assets increased by 50%, from Php2.4 billion as of December 2017 to Php3.5 billion as of December 2018 due additional sales from uncompleted projects with higher percentage of completion than percentage of collection. Advances to related parties decreased by 25% due to payments made by related parties and impairment of certain advances that were recorded in books prior to 2011. Investment property increased by 11% due to new land acquisition and additional construction costs of Twin Lakes Hotel and Southwoods Office Towers. Other current and non-current assets decreased by 16%, from Php3.9 billion as of December 2017 to Php3.2 billion as of December 2018, mainly due to decrease in Advances to contractors and suppliers.

Interest bearing loans and borrowings decreased by 20% or Php995 million as of December 2018 as compared to December 2017 due to partial payment of principal of interest bearing loan. Trade and other payables increased by 18% mainly due to increase in payables to contractors and suppliers. Customer's Deposits decreased from Php1.5 billion as of December 31, 2017 to Php1.2 billion as of December 31, 2018 or 20% mainly due to adoption prospectively of the new percentage of collection in recognizing installment sales. Contract liabilities increased by 9% due to additional sales from uncompleted projects with lower percentage of completion than percentage of collection. Advances from related parties increased by 7% due to additional advances from parent company. Redeemable preferred shares decreased by 20% due to initial redemption of Twin Lakes Corporation. Deferred Tax Liability also increased from Php829.7 million in December 2017 to Php1.27 billion in December 2018. The 53% increase is due to increase in taxable temporary difference. Retirement benefit obligation decreased by 22% from Php63 million in December 2017 to Php50 million in

December 2018 due to lower accrual of retirement benefit. Other non-current liabilities increased from Php1.11 billion to Php1.23 billion mainly due to increase in retention payable.

Shareholders' Equity increased from Php29.4 billion to Php31.1 billion mainly due to net income for the year.

Material Changes in the year ended December 31, 2018 Financial Statements

Financial Position
(Increase/decrease of 5% or more versus as of December 31, 2017 as restated)

- 44% decrease in Cash and cash equivalents - due to payment of construction costs, partial payment of Interest bearing loans and borrowings and partial redemption of preferred shares.
- 57% increase in Trade and other receivable – mainly due to increase in installment real estate sales recognized from completed projects.
- 50% increase in Contract assets – due to additional sales from uncompleted projects with higher percentage of completion than percentage of collection.
- 25% decrease in Advances to related parties – due to payments made by related parties and impairment of certain advances that were recorded in books prior to 2011
- 11% increase in Investment property – due to new land acquisition and additional construction costs of Twin Lakes Hotel and Southwoods Office Towers.
- 16% decrease in other current and non-current assets – due to decrease in advances to contractors and suppliers.
- 20% decrease in Interest-bearing loans and borrowings – due to partial payment of principal of interest bearing loan.
- 18% increase in Trade and other payables – mainly due to increase in payables to contractors and suppliers.
- 20% decrease in Customer's deposit – mainly due to adoption prospectively of the new percentage of collection in recognizing installment sales
- 9% increase in Contract liabilities – due to additional sales from uncompleted projects with lower percentage of completion than percentage of collection
- 7% increase in Advances from related parties – due to additional advances from parent company.
- 20% decrease in Redeemable preferred shares – due to initial redemption of Twin Lakes Corporation
- 53% increase in Deferred tax liabilities – due to increase in taxable temporary difference
- 22% decrease in Retirement benefit obligation – due to lower accrual of retirement benefit
- 12% increase in other non-current liability – mainly due to increase in retention payable.

Results of Operations
(Increase/decrease of 5% or more versus December 31, 2017 as restated)

- 21% increase in Real estate sales – due to adoption prospectively of the new percentage of collection in recognizing installment sales.
- 165% increase in Rental income – mainly due to increase in occupancy and additional leasable area because of completion of Southwoods Office Towers at Southwoods City in Laguna and land lease of Landers at Alabang West in Las Piñas
- 36% decrease in Hotel Operations – mainly due to Boracay closure for 6 months.
- 153% increase in Finance and other income – due to increase on interest income on real estate sales.
- 100% decrease in Gain on sale of investment on associate – due to no sale of investment for the period

- 27% increase in Cost of real estate sales – due to increase on real estate sales for the period
- 45% increase in Cost of rental and services – mainly due to increase in depreciation from additional property held for lease and increase in cost of services.
- 28% decrease in Cost of hotel operations – mainly due to decrease in hotel revenue.
- 22% increase in Operating expenses – mainly due to increase in marketing and commission expenses and other administrative expenses.
- 440% increase in Equity share in net losses of associates – due to increase in net loss of associates recognized for the year.
- 86% increase in Finance cost and other charges – due to interest expense from the additional loan obtained in last quarter of 2017.
- 20% increase in Income tax expense due to increase in taxable income

Others

As of the year ended December 31, 2020, there are no material events and uncertainties known to management that would have an impact on the future operations such as:

a. Known trends, demands, commitments, events or uncertainties that would have an impact on the Company;
b. Material commitments for capital expenditures, the general purpose of such commitment and the expected sources of funds for such expenditures;
c. Known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on the net sales/revenues/income from continuing operations;
d. Significant elements of income or loss that did not arise from the Company's continuing operations;
e. Causes for any material changes from period to period in one or more line item of the Company's financial operations;
f. Seasonal aspects that had a material effect on the financial condition or results of the operations;

There are no events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation.

CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

The Company's Board of Directors approved, on August 28, 2020, the designation of Punongbayan and Araullo as the external auditor for the audit of the financial statements of the Company for the year ending 31 December 2020. For the years 2016 to 2020, the handling partner has been Mr. Renan Piamonte, an Audit and Assurance partner of Punongbayan and Araullo.

There are no disagreements with the auditors on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which, if not resolved to their satisfaction, would have caused the auditors to make reference thereto in their reports on the financial statements of the Company and its subsidiaries.

GERI has a total of about 4,200 common shareholders as of April 30, 2021.

TOP 20 STOCKHOLDERS AS OF APRIL 30, 2021

	STOCKHOLDER'S NAME	NO. OF SHARES	% OF OWNERSHIP
1	MEGAWORLD CORPORATION	9,042,732,139[1]	82.311
2	PCD NOMINEE CORPORATION (FILIPINO)	1,491,240,989	13.574
3	PRYCE CORPORATION	198,732,000	1.809
4	PGI RETIREMENT FUND, INC	65,455,500	0.596
5	FIL-ESTATE MANAGEMENT INC.	38,000,159	0.346
6	F. YAP SECURITIES, INC.	32,947,000	0.299
7	PCD NOMINEE CORPORATION (FOREIGN)	20,383,009	0.185
8	GREENFIELD DEVELOPMENT CORPORATION	8,640,000	0.079
9	JOHN T. LAO	8,000,100	0.073
10	THE ANDRESONS GROUP INC.	8,000,000	0.073
11	LUCIO W. YAN	5,755,000	0.052
12	ROMEO G. ROXAS	3,716,000	0.034
13	AVESCO MARKETING	3,512,106	0.032
14	WILBUR CHAN	2,611,825	0.024
15	GILMORE PROPERTY MARKETING ASSOCIATES, INC.	1,983,000	0.018
16	FEDERAL HOMES, INC.	1,939,860	0.018
17	FRITZ L. DY	1,813,500	0.017
18	DYNALAND PROPERTIES & DEVELOPERS, INC.	1,700,001	0.015
19	MAXIMINO S. UY &/OR LIM HUE HUA	1,478,400	0.013
20	EQL PROPERTIES, INC.	1,317,420	0.012

Dividends

Payment of dividends, either in the form of cash or stock, will depend upon the Company's earnings, cash flow and financial condition, among other factors. The Company may declare dividends only out of its unrestricted retained earnings. These represent the net accumulated earnings of the Company with its capital unimpaired, which are not appropriated for any other purpose. The Company may pay dividends in cash, by the distribution of property, or by the issue of shares of stock. Dividends paid in cash are subject to the approval by the Board of Directors. Dividends paid in the form of additional shares are subject to approval by both the Board of Directors and at least two-thirds of the outstanding capital stock of the shareholders at a shareholders' meeting called for such purpose.

The Revised Corporation Code prohibits stock corporations from retaining surplus profits in excess of 100% of their paid-in capital stock, except when justified by definite corporate expansion projects or programs approved by the Board of Directors, or when the corporation is prohibited under any loan agreement with any financial institution or creditor from declaring dividends without its

[1] Data refers to direct and indirect shares. Direct shares consist of 8,859,398,139 while indirect shares consist of 183,334,000.

consent, and such consent has not yet been secured, or when it can be clearly shown that such retention is necessary under special circumstances obtaining in the Corporation.

The retained earnings account as of December 31, 2019 amounting to Php11.8 billion, Php10.08 billion in December 31, 2018 and Php8.6 billion in December 31, 2017 are restricted from being declared as dividends to the extent of the undistributed net earnings of subsidiaries and associates. No declaration of cash dividends was made in the last three (3) years.

(4) Recent Sale of Unregistered or Exempt Securities including Recent Issuance of Securities Constituting an Exempt Transaction

- In 2011, the Board of Directors of the Company approved an Executive Stock Option Plan (ESOP). From 2012 to 2016, the Company granted the option to its key company directors and executives to subscribe to a total of 400 million shares of the Company. As of 31 December 2020, none of the Option Holders has exercised the options granted to them under the ESOP, and no underlying shares have been subscribed nor fully paid for by the Option Holders in connection therewith.

- As of 30 March 2021, a total of one hundred million (100,000,000) common shares of unexercised options remain valid under the ESOP.

No underwriters were involved in the sales of the above unregistered or exempt securities.

Discussion on Compliance with Leading Practice on Corporate Governance

Payment of dividends, either in the form of cash or stock, will depend upon the Company's earnings, cash flow and financial condition, among other factors. The Company may declare dividends only out of its unrestricted retained earnings. These represent the net accumulated earnings of the Company with its capital unimpaired, which are not appropriated for any other purpose. The Company may pay dividends in cash, by the distribution of property, or by the issue of shares of stock. Dividends paid in cash are subject to the approval by the Board of Directors. Dividends paid in the form of additional shares are subject to approval by both the Board of Directors and at least two-thirds of the outstanding capital stock of the shareholders at a shareholders' meeting called for such purpose.

The Corporation Code prohibits stock corporations from retaining surplus profits in excess of 100% of their paid-in capital stock, except when justified by definite corporate expansion projects or programs approved by the Board of Directors, or when the corporation is prohibited under any loan agreement with any financial institution or creditor from declaring dividends without its consent, and such consent has not yet been secured, or when it can be clearly shown that such retention is necessary under special circumstances obtaining in the Corporation.

The retained earnings account as of December 31, 2019 amounting to Php11.8 billion, Php10.08 billion in December 31, 2018, and Php8.6 billion in December 31, 2017 are restricted from being declared as dividends to the extent of the undistributed net earnings of subsidiaries and associates. No declaration of cash dividends was made in the last three (3) years.

Undertaking to Provide Annual Report

THE CORPORATION UNDERTAKES TO PROVIDE EACH STOCKHOLDER WITHOUT CHARGE A COPY OF ITS ANNUAL REPORT ON SEC FORM 17-A UPON WRITTEN REQUEST ADDRESSED TO EITHER OF:

Atty. Maria Carla T. Uykim
Corporate Secretary
9th Floor, Eastwood Global Plaza
Palm Tree Avenue, Eastwood City
Bagumbayan, Quezon City

Banco de Oro Unibank, Inc.
Stock Transfer Department
Makati Ave. Cor. H.V. dela Costa St.
Makati City

COVER SHEET

for

AUDITED FINANCIAL STATEMENTS

Sec Registration Number

A	S	O	9	4	0	0	4	4	6	2

COMPANY NAME

GLOBAL-ESTATE RESORTS INC

PRINCIPAL OFFICE *(No./Street/Barangay/City/Town/Province)*

16TH FLR ALLIANCE GLOBAL TOWER
36TH ST COR 11TH AVE UPTOWN
BONIFACIO TAGUIG CITY

Form Type	Department requiring the report	Secondary License Type, If Applicable
17-A	SEC	N/A

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
lvvillanueva@global-estate.ph	5-328-4370	N/A
No. of Stockholders	**Annual Meeting (Month / Day)**	**Fiscal Year (Month / Day)**
4,200	August 28	December-31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
LAILANI V. VILLANUEVA	lvvillanueva@global-estate.ph	5-328-4370	N/A

CONTACT PERSON'S ADDRESS

16F Alliance Global Tower, 36th St.cor. 11th Ave., Uptown Bonifacio, Taguig City

Note 1: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

2: All Boxes must be properly and completely filled-up. Failure to do so shall cause to delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-recepient of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.

SEC Number: AS 094-004462
File Number: _________

GLOBAL-ESTATE RESORTS, INC.
(Company's Full Name)

16th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City 1634*
(Company's Address)

____

SEC Form 17 - A Annual Report
(Form Type)

____
(Amendments – if applicable)

*An amendment of the Company's Articles of Incorporation to reflect the change in its principal office address to 9/F Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City, Metro Manila, Philippines has been filed with and is pending approval of the SEC.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-A, *AS AMENDED*

ANNUAL REPORT PURSUANT TO SECTION 17
OF THE SECURITIES REGULATION CODE AND SECTION 141
OF THE CORPORATION CODE OF THE PHILIPPINES

1. For the fiscal year ended **December 31, 2020**

2. SEC Identification Number **AS 094-004462**

3. BIR Tax Identification No. **000-426-523**

4. Exact name of issuer as specified in its charter **GLOBAL-ESTATE RESORTS, INC.**

5. **Taguig City, Philippines**
   Province, Country or other jurisdiction of incorporation or organization

6. (SEC Use Only)
   Industry Classification Code:

7. **16th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City** **1634**
   Address of principal office Postal Code

8. **(632) 5328-4370 to 78**
   Issuer's telephone number, including area code

9. **N/A**
   Former name, former address, and former fiscal year, if changed since last report.

10. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA

Title of Each Class	Number of Shares of Common Stock Outstanding and Amount of Debt Outstanding
Common Shares	**10,986,000,000**
Outstanding debts (loans)	**5,334,558,820**

11. Are any or all of these securities listed on a Stock Exchange.

    Yes [**X**] No [ ]

    Name of Stock Exchange: Philippine Stock Exchange
    Class of securities listed: Common Stocks

    10,986,000,000 common shares have been listed with the Philippines Stock Exchange as of December 31, 2020.

12. Check whether the issuer:

    (a) has filed all reports required to be filed by Section 17 of the SRC and SRC Rule 17.1 thereunder or Section 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines during the preceding twelve (12) months (or for such shorter period that the registrant was required to file such reports);

Yes [**X**] No [ ]

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

Yes [**X**] No [ ]

13. Aggregate market value of the voting stock held by non-affiliates of the registrant:

P 1,783,870,291.24 (as of December 29, 2020) based on the closing price of Php0.92 per share

APPLICABLE ONLY TO ISSUERS INVOLVED IN INSOLVENCY/SUSPENSION OF PAYMENTS PROCEEDINGS DURING THE PRECEDING FIVE YEARS:

14. Check whether the issuer has filed all documents and reports required to be filed by Section 17 of the Code subsequent to the distribution of securities under a plan confirmed by a court or the Commission.

Yes [ ] No [ ] **Not Applicable**

DOCUMENTS INCORPORATED BY REFERENCE

15. Briefly describe documents incorporated by reference and identify the part of SEC Form 17-A into which the document is incorporated:

2020 Audited Consolidated Financial Statements (incorporated as reference for Item 7 of SEC Form 17-A)

TABLE OF CONTENTS

PART I – BUSINESS AND GENERAL INFORMATION

ITEM 1. BUSINESS

Business Development

Global-Estate Resorts, Inc. ("**GERI**" or the "**Company**") was incorporated on 18 May 1994 as Fil-Estate Land, Inc. to engage in real estate development. The Company went public in November 1995 when its common shares were listed in the Philippine Stock Exchange (PSE).

In 2011, Alliance Global Group, Inc. ("**AGI**") acquired a majority stake in the Company and re-branded it as Global-Estate Resorts, Inc. to engage in the development of integrated tourism and leisure estates.

In 2014, GERI was consolidated under Megaworld Corporation when the latter acquired AGI's stake in the Company.

Description of Business

The Company is primarily engaged in the development of integrated tourism and leisure estates and integrated lifestyle communities consisting of residential, retail, hotel and/or leisure components in natural resort settings. Its key developments are Boracay Newcoast in Malay, Aklan, Twin Lakes in Laurel, Batangas, Sta. Barbara Heights in Iloilo, Southwoods City in Laguna and Cavite, Alabang West in Las Piñas, Metro Manila, Eastland Heights in Antipolo City, Rizal, The Hamptons Caliraya in Lumban-Cavinti, Laguna, Arden Botanical Estate in Trece and Tanza, Cavite, and The Fifth in Pasig City, Metro Manila. The Company undertakes its development business by itself or in joint venture with landowners. Among the Company's subsidiaries are joint venture corporations: i) Twin Lakes Corporation ("**TLC**"), which was incorporated on 02 March 2011 to develop Twin Lakes in Laurel, Batangas; ii) Oceanfront Properties, Inc. ("**OPI**"), which was incorporated on 12 October 2010 to develop parts of Boracay Newcoast; and iii) Southwoods Mall, Inc. ("**SMI**"), which was incorporated on 18 July 2013 to develop the Southwoods Mall and Office Towers in Southwoods City.

The Company's developments are marketed by Megaworld Global-Estate, Inc. (**"MGEI"**), a subsidiary incorporated on 14 March 2011, and by the Company's in-house marketing group.

The Company's hotel developments in Boracay and Twin Lakes are operated by its subsidiaries Twin Lakes Hotel, Inc. (incorporated on 28 September 2018), Savoy Hotel Boracay, Inc. (incorporated on 24 January 2017), Belmont Hotel Boracay, Inc. (incorporated on 18 March 2019), and Fil-Estate Urban Development Corporation (incorporated on 6 March 2000).

Prior to 2011, the Company's subsidiaries Global-Estate Properties, Inc. (*formerly known as Fil-Estate Properties, Inc. or "**GEPI**"*) and Global-Estate Golf and Development, Inc. *(formerly known as Fil-Estate Golf and Development, Inc. or "**GEGDI**"*), incorporated on 13 February 1990 and 06 March 1990, respectively, had engaged in the development of residential subdivisions, condominium buildings, commercial lots, and golf clubs.

Bankruptcy, Receivership or Similar Proceedings

Neither the Company nor its significant subsidiaries have been involved in bankruptcy, receivership or similar proceeding.

Material Reclassification, Merger, Consolidation or Purchase or Sale of a Significant Amount of Assets (not ordinary)

As of 31 December 2019, FEPI sold 100% ownership interest in Boracay Newcoast Hotel Group, Inc. ("**BNHGI**"), a hotel development company incorporated on 17 July 2012.

Products

GERI together with its subsidiaries (the "**GERI Group**") have a diversified real estate inventory including residential and commercial lots, residential house and lots, residential condominium units, condominium hotel units, and golf club shares.

Percentage of sales or revenues and net income contributed by foreign sales

Sales to the foreign market accounted for 16% of the consolidated real estate sales for the year 2020.

Distribution Methods of Products

Real estate products in GERI developments are promoted and marketed to a wide range of clients by GERI's in-house marketing group and marketing subsidiary, MGEI. Real estate products in GEPI and GEGDI developments are sold thru third party real estate brokers.

Suppliers

The Company has a broad base of suppliers. The Company is not dependent on one or a limited number of suppliers.

Customers

GERI has a broad market base that consists of end-users and investors, both from the local and foreign markets.

The Company targets the Class A and B markets with special niche products such as integrated tourism and leisure estates and integrated lifestyle communities with residential, commercial and leisure components.

Competition

Significant competitors of the Company in its real estate development business include Ayala Land Premiere, Alveo, Filinvest Premiere, Landco, and SM Prime.

The Company competes with other developers in the acquisition of land or development rights to land in key growth areas in the country.

The Company aims to be the leading developer of integrated tourism and leisure estates in the Philippines. The Company's tourism projects are strategically located in Boracay and Laurel, Batangas and feature strategic master-planned communities integrated with resort amenities.

The Company believes that its land bank, real estate development experience, innovative real estate offerings, and the solid financial backing of its parent, Megaworld Corporation, are its competitive advantages. Its massive landbank in tourist destinations such as Boracay Island, and Laurel and Nasugbu, Batangas gives it a lead over its competitors and has enabled the Company to be a pioneer in master-planned integrated tourism developments.

Transactions with and/or dependence on related parties

The Company and its subsidiaries, in their regular conduct of business, have entered into transactions with associates and related parties including investments in and advances granted to or obtained from subsidiaries, associates, and other related parties for purposes of working capital requirements. For more information, see Note 25 to the Audited Financial Statements.

Amount spent on research and development activities and its percentage to revenues

The Company incurs minimal amounts for development research activities, which do not amount to a significant percentage of revenues.

Intellectual Property

The Company believes that its operations and that of its subsidiaries are not dependent on any trademark, patent, copyright, license, franchise, or royalty agreement. Nonetheless, the Company has trademark registrations and/or applications for its corporate name and key projects.

Government Approvals / Regulations

The Company secures various government approvals such as the Environmental Compliance Certificate, development permits, license to sell, etc. as part of the normal course of its business.

Development Permit and License to Sell

Prior to the enactment of Republic Act No. 11201, otherwise known as the "Department of Human Settlements and Urban Development Act", on 14 February 2019, Housing and Land Use Regulatory Board ("**HLURB**") was the planning, regulatory and quasi-judicial national government body tasked to regulate land use and, real estate and housing development.

With the enactment of RA 11201, the Department of Human Settlement and Urban Development ("**DHSUD**") is now the primary national government entity responsible for the management of housing, human settlement, and urban development.

DHSUD is the sole and main planning and policy-making, regulatory, program coordination and performance monitoring entity for all housing, human settlement and urban development concerns, primarily focusing on the access to and the affordability of basic human needs. One of its regulatory functions include the formulation, promulgation, and enforcement of rules, standards and guidelines over subdivisions, condominiums, and similar real estate developments, and imposition of fines and other administrative sanctions for violations, pursuant to PD 957, as amended, BP 220 and other related laws.

DHSUD is actually a merger of the Housing and Urban Development Coordinating Council (HUDCC) and the HLURB, with the former becoming defunct and the latter reorganized as the Human Settlements Adjudication Commission (HSAC).

A registered owner or developer of a parcel of land who wishes to convert the same into a subdivision project shall apply with the Local Government Unit ("**LGU**") concerned for the approval of subdivision Development Permit. The owner/developer shall subsequently apply for Certificate of Registration and License to Sell with HLURB, now DHSUD, prior to the selling of units/house or lots.

On the other hand, an owner/developer of a condominium project is required to apply for Development Permit, Certificate of Registration and License to Sell with the HLURB, now DHSUD, prior to actual development and selling of units therein.

Agrarian Reform Law

The Comprehensive Agrarian Reform Law covers: (a) alienable and disposable lands of the public domain devoted to or suitable for agriculture, (b) land owned by the Government devoted to or suitable for agriculture. No person may own or retain, directly or indirectly, any public or private agricultural land, in excess of five (5) hectares. A limit of three (3) hectares may be awarded to each child of the landowners, subject to certain qualifications. The law allows the conversion of agricultural lands to non-agricultural use when the land ceases to be economically feasible and sound for agricultural purposes. Furthermore, the Department of Agrarian Reform Administrative Order No. 01 s. 1990 provides that any such classification or re-classification made after 15 June 1988 shall be subject to Department of Agrarian Reform ("**DAR**") approval.

Environmental Compliance Certificate

Any project in the Philippines that poses a potential environmental risk or impact (e.g., golf courses, beach resorts, developments adjacent to watershed areas, etc.) is required to secure an Environmental Compliance Certificate ("**ECC**") from the Department of the Environment and Natural Resources – Environmental Management Board ("**DENR-EMB**").

An ECC is issued by DENR-EMB after a positive review of the project's application. This certificate indicates that the proposed project or undertaking will not cause a significantly negative impact on the Philippine environment. The ECC contains specific measures and conditions that must be met by the project proponent before and during the operation of the project. In some cases, conditions are listed to be performed during the project's abandonment phase to lessen identified potential environmental impacts.

An ECC also certifies that the proponent has complied with all the requirements of the Environmental Impact Statement (EIS) System and has committed to implement its approved environmental management plan. Compliance with the terms and conditions of the ECC is monitored by the appropriate DENR regional office and failure to comply may lead to penalties and sanctions being imposed, including fines and/or temporary cessation of project operation.

Effect of Existing and Probable Government Regulations

Republic Act No. 7279 ("**Urban Development Housing Act**"), as amended by Republic Act 10884 ("**Balanced Housing Development Program Amendments**"), requires developers of proposed subdivision projects to develop an area for socialized housing equivalent to at least 15% of the total subdivision area or total subdivision project cost and at least five (5%) of condominium area or project cost, at the option of the developer; in accordance with the standards as provided by law.

Tax Regulations

On 26 March 2021, the President of the Philippines signed into law Republic Act No. 11534 or the "Corporate Recovery and Tax incentives for Enterprises Act (CREATE)", which introduced the following changes to the National Internal Revenue Code (NIRC), among others:

a. The lowering of the corporate income tax rate from 30% to 25% effective 01 July 2020. Provided that corporations with net taxable income not exceeding Php5,000,000 and with total assets not exceeding Php100,000,000 excluding land on which the particular business entity's office, plant, and equipment are situated during the taxable year for which the tax is imposed, shall be taxed at 20%.

b. The lowering of the Minimum Corporate Income Tax (MCIT) rate from 2% to 1%, effective 01 July 2020 until 30 June 2023.

c. Repeal of the 10% Improperly Accumulated Earnings Tax (IAET).

d. The amendments to VAT-exempt sales of real properties under Section 109(1)(P) of the NIRC was vetoed by the President of the Philippines. As such, the changes to said provision from Republic Act No. 10963 or the “Tax Reform for Acceleration and Inclusion (TRAIN)”, approved on 17 December 2017 and effective 01 January 2018, remained. One of the amendments introduced by the TRAIN is the lowering of the threshold amount for VAT recognition purposes of sale of residential lot and sale of house and lot. Sale of residential lots with gross selling price of Php1,500,000 or less, and residential house and lots with gross selling price of Php2,500,000 or less, are not subject to Value Added Tax (VAT); Provided that beginning 01 January 2021, the VAT exemption shall only apply to sale of real properties not primarily held for sale to customers or held for lease in the ordinary course of trade or business, sale of real property utilized for socialized housing as defined by Republic Act No. 7279, sale of house and lot, and other residential dwellings with selling price of not more than Php2,000,000.

<u>The Maceda Law</u>

The Maceda Law applies to all transactions or contracts involving the sale or financing of real estate on installment payments (including residential condominium units but excluding industrial and commercial lots). Under the provisions of the law, where a buyer of real estate has paid at least two years of installments, the buyer is entitled to the following rights in case he/she defaults in the payment of succeeding installments:

a. To pay, without additional interest, the unpaid installments due within the total grace period earned by him, which is fixed at the rate of one (1) month grace period for every one (1) year of installment payments made. However, the buyer may exercise this right only once in every five (5) years during the term of the contract and its extensions, if any.

b. If the contract is cancelled, the seller shall refund to the buyer the cash surrender value of the payments on the property equivalent to 50% of the total payments made, and in cases where five (5) years installments have been paid, an additional 5% every year (but with a total not to exceed 90% of the total payments).

Where a buyer has paid less than two years of installments, the buyer is entitled to pay the outstanding amount due without interest within a grace period of sixty (60) days from the date the installments became due.

<u>Zoning and Land Use</u>

The Department of Agrarian Reform (DAR) has issued regulations to implement the provisions of the Agrarian Reform Law in the Philippines. Under the law, all land classified for agricultural purposes as of or after 1 June 1988 cannot be converted to non-agricultural use without the prior approval of the DAR.

Land use may also be limited by the zoning ordinances of Local Government Units. Lands may be classified as commercial, industrial, residential or agricultural. While a procedure for change of allowed land use is available, this process maybe lengthy and cumbersome.

Environmental Laws

Development projects that are classified by law as environmentally critical or projects within statutorily defined environmentally critical areas are required to obtain an Environmental Compliance Certificate (ECC) prior to commencement of development. The Department of Environment and Natural Resources (DENR) through its regional offices or through the Environmental Management Bureau (EMB), determines whether a project is environmentally critical or located in an environmentally critical area. As a requisite for the issuance of an ECC, an environmentally critical project is required to submit an Environmental Impact Statement (EIS) to the EMB while a project in an environmentally critical area are generally required to submit an Initial Environmental Examination (IEE) to the proper DENR regional office.

GERI has an environmental compliance team that monitors and maintains compliance by its developments with applicable Philippine environmental laws and regulations. There are no compliance issues, which would have a material effect on GERI's capital expenditures, earnings or competitive position in the property market.

Anti-Money Laundering Act

Pursuant to the Anti-Money Laundering Act of 2001 (AMLA), as recently amended by Republic Act No. 11521, which took effect on 30 January 2021, real estate developers (REDs) are now covered institutions. Thus, REDs are now required to report covered and suspicious transactions to the AMLC within the period prescribed by the law and its implementing rules and regulations.

For REDs, a covered transaction involves a single cash transaction involving an amount in excess of Php7,500,000.00 or its equivalent in any other currency. Suspicious transactions are as defined under the AMLA and under Republic Act No. 10168 or the Terrorism Financing Prevention and Suppression Act of 2012, and their respective implementing rules and regulations.

REDs are required to file with the AMLC a Covered Transaction Report (CTR) within five (5) working days from occurrence thereof, and a Suspicious Transaction Report (STR) within the next working day from occurrence thereof.

Employees

As of 31 December 2020, GERI group has a total of 700 employees, divided into:

Top Management	-	9
Middle Management	-	236
Rank and File	-	455

The Company expects to increase its number of employees in the next 12 months in accordance with operational requirements.

The employees are not subject to any collective bargaining agreements. There has been no employee union since the start of Company's operations.

In addition to basic salary and 13th month pay, other supplemental benefits provided by GERI to its employees include: retirement benefits as mandated by law, vacation and sick leave benefits, rice subsidy, and HMO health care coverage.

Risk Factors Relating to the Company

Highly Competitive Business Environment

The Company faces increased competition from other developers who undertake residential subdivisions and vertical residential, commercial and office projects, particularly in key cities of the Philippines where several of the Company’s present and future projects are located.

Notwithstanding increased competition in the industry, GERI intends to enhance its position as one of the leading property developers of integrated tourism estates in the Philippines. The track record of the Company and the Megaworld group and the Company’s strategic land bank are perceived to be major advantages against this anticipated growth in competition.

Demand for Real Estate Developments

The Company engages, among others, in the development of integrated tourism and leisure estates as well as integrated lifestyle communities. Demand for real estate developments tends to be affected by any long-term economic downturn and political instability in the country. In the short-term, the Company anticipates that COVID-19-related measures such as travel restrictions will temporarily affect hotel occupancies. Social distancing rules will likewise temporarily reduce foot traffic in malls.

The Company engages in the development of mixed-use developments in different market segments and geographic areas in order to diversify its real estate portfolio.

Limitations on Land Acquisition

As other developers race to acquire choice locations, it may become more difficult to locate parcels of suitable size in location and at prices acceptable to the Company that will enhance its present land bank. In this regard, the Company continues to explore joint ventures as an alternative to building its land bank and identifying properties that can be developed under project agreements with landowners.

Legal Issues or Disputes on Properties

There are legal disputes pertaining to some of the Company's real estate properties but these disputes are not expected to significantly impact the Company's business or financial condition.

Government Approvals, Licenses and Permits

The implementation of projects requires various government permits, approval and clearances from various municipal, city, regional and national government authorities and offices, such as, among others, the Development Permit, Certificate of Registration, License to Sell and in certain instances, the Environment Compliance Certificate. Accordingly, any delays in obtaining such government permits, approvals and clearances may affect the Company's projects. The Company routinely applies for governmental approvals required for its development projects.

Political and Economic Factors

In general, the profitability of the Company depends on the overall demand for Company's products, which in turn is affected by political and economic factors. Any political instability in the future may have a negative effect on the viability of real estate companies. Economic factors such as substantial increases in interest and financing costs may dampen the overall demand for Company's products in the future, thus affecting the Company's profitability.

Credit Risk

Generally, the Group's credit risk is attributable to trade receivables, advances to related party and other financial assets. The Group maintains defined credit policies and continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporates this information into its credit risk controls. The Group transfers title to buyers over its inventory only after full payment. The Group's policy is to deal only with creditworthy counterparties. In addition, for a significant proportion of sales, advance payments are received to mitigate credit risk.

Generally, the maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown in the consolidated statements of financial position.

Liquidity Risk

The Group manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash outflows arising from day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week, as well as on the basis of a rolling 30-day projection.

Long-term needs for a six-month and one-year period are identified monthly.
The Group maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash is invested in time deposits or short-term marketable securities. Funding

for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

Interest Rate Risk

The Group's interest rate risk management policy centers on reducing the overall interest expense and exposure to changes in interest rates.

The Group follows prudent policies in managing its exposures to interest rate fluctuation, and constantly monitors its exposure to fluctuation in interest rates to estimate the impact of interest rate movements on its interest expense.

Foreign Exchange Risk

Most of the Group's transactions are carried out in Philippine pesos, its functional currency. Exposure to currency exchange rates arises mainly from the Group's U.S. dollar-denominated cash and cash equivalents, which have been used to fund new projects.

In Management's assessment, the foreign currency risks related to these U.S dollar-denominated cash and cash equivalents are not material.

As of December 31, 2020, the Group has no outstanding foreign denominated loans.

ITEM 2. PROPERTIES

The GERI Group has a landbank of approximately 2,574 hectares.

These land bank held for future development are strategically located in various parts of the country, but a large portion is located in Sta. Barbara in Iloilo, Boracay, Laurel and Nasugbu in Batangas, Southwoods, Laguna, Cagayan de Oro, Cavite, Antipolo, Rizal, and Cavinti, Laguna.

The inventory portfolio of the Company consists mainly of inventory also strategically located in various parts of the country but mainly in Iloilo, Boracay, Laurel in Batangas, Laguna, Cavite, Antipolo, Rizal, Pasig, and Las Piñas. Real estate and golf club and resort shares for sale and land held for future development are valued at the lower of cost or net realizable value in conformity with PAS 2 "Inventories". Cost includes the acquisition cost of the land plus all costs directly attributable to the acquisition for projects where the Company is the landowner, and includes actual development cost incurred up to balance sheet date for projects where the Company is the developer. Net realizable value is the selling price in the ordinary course of business less cost to complete and to market. A valuation allowance is provided for real estate and golf club and resort shares for sale and land held for future development when the net realizable values of the properties are less than the carrying costs.

The GERI Group has adequate land bank for its long-term development requirements. It is, however, open to new land acquisitions in strategic growth areas. Funding for these acquisitions will be internally generated.

In 2018, GERI Group has adopted PIC Q&A 2018-11, Classification of Land by Real Estate Developer, retrospectively. PIC Q&A 2018-11 requires real estate developers to classify land based on management's intention and apply the appropriate accounting treatment as required by relevant standards. In previous years, land, including other costs and expenses related to the transfer of title of the property, were presented as Land for Future Development and only reclassified to Property Development Costs account (a real estate inventory account), when the development of the property starts. Upon the adoption of PIC Q&A 2018-11, parcels of land with no definite plan of future use were reclassified to Investment Property and parcels of land with intention by management to develop into residential or commercial properties for sale were reclassified to Real Estate for Sale.

The GERI Group has real estate inventories in its various developments including the following:

PROJECT NAME	LOCATION	LIMITATIONS ON OWNERSHIP	DEVELOPER
LUZON			
A. Metro Manila			
Alabang West	Las Piñas City	Joint Venture	GERI
The Fifth	Pasig City	Joint Venture	GERI
8 Sto. Domingo Place	Quezon City	Joint Venture	GEPI
Cathedral Heights	Quezon City	Joint Venture	GEPI/FEUDC
Capitol Plaza	Quezon City	Co-development	GEPI
Parco Bello	Muntinlupa City	Joint Venture	GEPI
B. Laguna			
Holland Park	Biñan, Laguna	Joint Venture	GERI
Tulip Gardens	Biñan, Laguna	Joint Venture	GERI
The Hamptons Village	Cavinti, Laguna	Joint Venture	GERI
Lakefront Esplanade	Cavinti, Laguna	Joint Venture	GERI
Caliraya Springs	Cavinti, Laguna	Joint Venture	GEPI
Palacio Real	Calamba, Laguna	Joint Venture	GEPI
Riverina	San Pablo City	Joint Venture	GEPI
C. Cavite			
The Lindgren at Arden Botanical Estate	Trece Martires City, Cavite	Joint Venture	GERI
Pahara at Southwoods	GMA, Cavite	Joint Venture	GERI
Holiday Homes	Gen. Trias, Cavite	Joint Venture	GEPI
Mango Orchard Plantation	Naic, Cavite	Joint Venture	GEPI
Manila Southwoods	Carmona and GMA Cavite	Joint Venture	GEGDI/GEPI
D. Batangas			
Domaine Le Jardin	Laurel, Batangas	None	Twin Lakes
Lucerne at Domaine Le Jardin	Laurel, Batangas	None	Twin Lakes
Vineyard Residences	Laurel, Batangas	None	Twin Lakes
The Belvedere	Laurel, Batangas	None	Twin Lakes
Vineyard Manor	Laurel, Batangas	None	Twin Lakes
Magnificat Executive Village	Lipa, Batangas	Joint Venture	GEPI
Newport Hills	Lian, Batangas	Joint Venture	GEPI
Nasugbu Harbour Town	Nasugbu, Batangas	Joint Venture	GEPI

Residencia Lipa	Lipa, Batangas	Joint Venture	GEPI
Tierra Vista	Lipa, Batangas	Joint Venture	GEPI
Palmridge Point	Talisay, Batangas	Joint Venture	GEPI
Windsor Heights	Tagaytay	Joint Venture	GEPI
E. Bulacan			
Goldridge Estate	Guiguinto, Bulacan	Joint Venture	GEPI
Plaridel Heights	Plaridel, Bulacan	Joint Venture	GEPI
F. Antipolo City			
Forest Hills (now Eastland Heights)	Antipolo City	Joint Venture	GEPI
G. Baguio City			
Northpointe	Baguio City	Joint Venture	GEPI
H. Naga City, Camarines Sur			
Monte Cielo De Naga	Naga City	Joint Venture	GEPI
Monte Cielo De Peñafrancia	Naga City	Joint Venture	GEPI
I. Quezon			
Puerto Del Mar	Lucena City	Joint Venture	GEPI
VISAYAS			
J. Malay, Aklan			
Belmont Hotel Boracay	Malay, Aklan	None	GERI
Chancellor Hotel Boracay	Malay, Aklan	None	GERI
Newcoast Boutique Hotel	Malay, Aklan	Joint Venture	GERI/OPI
Newcoast Shophouse District	Malay, Aklan	Joint Venture	GERI/OPI
Newcoast Village	Malay, Aklan	None	OPI
Oceanway Residences	Malay, Aklan	None	GERI
Ocean Garden Villas	Malay, Aklan	None	GERI
Savoy Hotel Boracay	Malay, Aklan	None	GERI
Fairways & Bluewater	Boracay, Aklan	None	GEPI
K. Iloilo			
Sta. Barbara Heights Residential Estate	Sta. Barbara, Iloilo	Joint Venture	GERI
Sta. Barbara Heights Shophouse District	Sta. Barbara, Iloilo	Joint Venture	GERI
MINDANAO			
L. Cagayan De Oro			
Mountain Meadows	Cagayan De Oro	Joint Venture	GEPI

The GERI Group has hotel properties in Boracay and Laurel, Batangas as listed below:

A. Fairways and Bluewater in Boracay, Malay, Aklan

BUILDING NAME
Villa Maria
Villa Margarita
Villa Michaela
Villa Lucia

Villa Catalina
Villa Vittoria
Villa Mulligan

B. Savoy Hotel Boracay in Boracay Newcoast, Malay, Aklan

C. Belmont Hotel Boracay in Boracay Newcoast, Malay, Aklan

D. Twin Lakes Hotel in Laurel, Batangas

The GERI Group has retail and office buildings for lease, as listed below:

BUILDING NAME	LOCATION
Alabang West Parade	Las Piñas City
Southwoods Mall	Biñan, Laguna
Southwoods Office Towers	Biñan, Laguna
Twin Lakes Shopping Village	Laurel, Batangas
Renaissance 1000 (Office Tower)	Pasig City

ITEM 3. LEGAL PROCEEDINGS

The Company and its subsidiaries are parties to certain lawsuits or claims arising from the ordinary course of business. The management and legal counsel believe that the eventual liabilities under these lawsuits or claims, if any, will not have a material effect on the consolidated financial statements, and thus, no provision has been made for these contingent liabilities.

ITEM 4. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS

Aside from the matters taken up during the Annual Meeting of Stockholders, the Corporation also submitted to a vote of security holders the proposed amendment to Article Three of its Amended Articles of Incorporation to change its principal office address from 16th Floor, Alliance Global Tower, 36th Street corner 11th Avenue, Uptown Bonifacio, Taguig City, Metro Manila, Philippines to <u>9th Floor Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City, Metro Manila, Philippines.</u>

The amendment was approved by the Corporation’s Board of Directors on 2 December 2020, and was ratified by at least 2/3 votes of stockholders on record as of 17 December 2020 via written assent.

PART II – OPERATIONAL AND FINANCIAL INFORMATION

ITEM 5. MARKET FOR ISSUER'S COMMON EQUITY AND RELATED STOCKHOLDERS' MATTERS

Market price information

The common shares of the Company are traded on the Philippine Stock Exchange ("**PSE**") under the symbol of GERI.

	Philippine Stock Exchange	
	Closing Price per Share (₱) 0.92 as of December 29, 2020	
2021	**High**	**Low**
First Quarter	0.95	0.81
2020	**High**	**Low**
First Quarter	1.19	0.65
Second Quarter	0.92	0.74
Third Quarter	0.88	0.76
Fourth Quarter	0.99	0.74
2019	**High**	**Low**
First Quarter	1.35	1.28
Second Quarter	1.48	1.42
Third Quarter	1.44	1.40
Fourth Quarter	1.29	1.25
2018	**High**	**Low**
First Quarter	1.58	1.5
Second Quarter	1.22	1.17
Third Quarter	1.15	1.10
Fourth Quarter	1.13	1.05

The market capitalization of GERI as of 29 December 2020 based on the closing price at Php0.92 per share of GERI's shares at that date, was approximately Php10.107 billion. The price information as of the close of the latest practicable trading date 21 April 2021 is Php 0.81 per share.

Stockholders

GERI has a total of about 4,200 common shareholders as of December 31, 2020.

TOP 20 STOCKHOLDERS AS OF DECEMBER 31, 2020

	STOCKHOLDER'S NAME	NO. OF SHARES	% OF OWNERSHIP
1	MEGAWORLD CORPORATION	9,042,732,139[1]	82.311
2	PCD NOMINEE CORPORATION (FILIPINO)	1,490,178,956	13.56 4
3	PRYCE CORPORATION	198,732,000	1.809
4	PGI RETIREMENT FUND, INC	65,455,500	0.596
5	FIL-ESTATE MANAGEMENT INC.	38,000,159	0.346
6	F. YAP SECURITIES, INC.	32,947,000	0.299
7	PCD NOMINEE CORPORATION (FOREIGN)	21,361,009	0.194
8	GREENFIELD DEVELOPMENT CORPORATION	8,640,000	0.079
9	JOHN T. LAO	8,000,100	0.073
10	THE ANDRESONS GROUP INC.	8,000,000	0.073
11	LUCIO W. YAN	5,755,000	0.052
12	ROMEO G. ROXAS	3,716,000	0.034
13	AVESCO MARKETING	3,512,106	0.032
14	WILBUR CHAN	2,611,825	0.024
15	GILMORE PROPERTY MARKETING ASSOCIATES, INC.	1,983,000	0.018
16	FEDERAL HOMES, INC.	1,939,860	0.018
17	FRITZ L. DY	1,813,500	0.017
18	DYNALAND PROPERTIES & DEVELOPERS, INC.	1,700,001	0.015
19	MAXIMINO S. UY &/OR LIM HUE HUA	1,478,400	0.013
20	EQL PROPERTIES, INC.	1,317,420	0.012

Dividends

Payment of dividends, either in the form of cash or stock, will depend upon the Company's earnings, cash flow and financial condition, among other factors. The Company may declare dividends only out of its unrestricted retained earnings. These represent the net accumulated earnings of the Company with its capital unimpaired, which are not appropriated for any other purpose. The Company may pay dividends in cash, by the distribution of property, or by the issue of shares of stock. Dividends paid in cash are subject to the approval by the Board of Directors. Dividends paid in the form of additional shares are subject to approval by both the Board of Directors and at least two-thirds of the outstanding capital stock of the shareholders at a shareholders' meeting called for such purpose.

The Corporation Code prohibits stock corporations from retaining surplus profits in excess of 100% of their paid-in capital stock, except when justified by definite corporate expansion projects or programs approved by the Board of Directors, or when the corporation is prohibited under any loan agreement with any financial institution or creditor from declaring dividends without its consent, and such consent has not yet been

[1] Data refers to direct and indirect shares. Direct shares consist of 8,859,398,139 while indirect shares consist of 183,334,000.

secured, or when it can be clearly shown that such retention is necessary under special circumstances obtaining in the Corporation.

The retained earnings account as of December 31, 2020 amounting to Php12.9 billion, 11.8 billion in December 31, 2019, and Php10.08 billion in December 31, 2018 are restricted from being declared as dividends to the extent of the undistributed net earnings of subsidiaries and associates. No declaration of cash dividends was made in the last three (3) years.

Recent Sales of Unregistered or Exempt Securities (including recent issuance of securities constituting an exempt transaction)

- In 2011, the Board of Directors of the Company approved an Executive Stock Option Plan (ESOP). From 2012 to 2016, the Company granted the option to its key company directors and executives to subscribe to a total of 400 million shares of the Company. As of 31 December 2020, none of the Option Holders has exercised the options granted to them under the ESOP, and no underlying shares have been subscribed nor fully paid for by the Option Holders in connection therewith.

- As of 30 March 2021, a total of one hundred million (100,000,000) common shares of unexercised options remain valid under the ESOP.

No underwriters were involved in the sales of the above unregistered or exempt securities.

ITEM 6. MANAGEMENT'S DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

Key Performance Indicators

LIQUIDITY RATIOS

	December 31, 2020	December 31, 2019	December 31, 2018
Current Ratio	4.20	3.58	3.73
Quick Ratio	1.28	1.09	0.87

Current Ratio (Current Assets/Current Liabilities)
Liquidity ratio measures a company's ability to pay short-term obligations.

Quick Ratio *(Total Current Assets less Inventories, Contract Assets, and Other Current Assets/ Current Liabilities)*
It measures a company's ability to meet its short-term obligations with its most liquid assets.

LEVERAGE OR LONG-RANGE SOLVENCY RATIOS

	December 31, 2020	December 31, 2019	December 31, 2018
Debt to Total Assets	32%	33%	32%
Equity to Total Assets	68%	67%	68%
Debt to Equity	46%	50%	48%
Asset to Equity	1.46	1.50	1.48

Debt to Total Assets
It shows the creditors' contribution to the total resources of the organization.

Equity to Total Assets
It shows the extent of owners' contribution to the total resources of the organization.

Debt to Equity
It relates the exposure of the creditors to that of the owners.

Asset To Equity (Total Assets/Total Owner's Equity)
It measures the company's leverage.

ACTIVITY RATIOS

	December 31, 2020	December 31, 2019	December 31, 2018
Assets Turnover	7.15%	11.87%	13.70%

Assets Turnover
It measures the level of capital investment relative to sales volume.

PROFITABILITY RATIOS

	December 31, 2020	December 31, 2019	December 31, 2018
Return on Equity	3.79%	5.40%	5.79%
Return on Assets	2.59%	4.00%	3.89%
Earnings per Share	₽ 0.099	₽ 0.136	₽ 0.136

Return on Equity (Net Income Attributable to Parent Company's shareholders/Average Equity Attributable to Parent Company's shareholders)
It tests the productivity of the owners' investments.

Return on Assets (Net Income/Average Total Assets)
This ratio indicates how profitable a company is relative to its total assets.

Earnings per Share (EPS)
It indicates the earnings for each of the common shares held.

INTEREST COVERAGE RATIO

	December 31, 2020	December 31, 2019	December 31, 2018
Interest Coverage	8.00	₱10.10	₱13.35

Interest Coverage Ratio (Earnings before Interest and Income Tax/Interest Expense)
It measures how easily a company can pay interest on an outstanding debt.

Others

As of the year ended December 31, 2020, there are no material events and uncertainties known to management that would have an impact on the future operations such as:

a. Known trends, demands, commitments, events or uncertainties that would have an impact on the Company;
b. Material commitments for capital expenditures, the general purpose of such commitment and the expected sources of funds for such expenditures;
c. Known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on the net sales/revenues/income from continuing operations;
d. Significant elements of income or loss that did not arise from the Company's continuing operations;
e. Causes for any material changes from period to period in one or more line item of the Company's financial operations;
f. Seasonal aspects that had a material effect on the financial condition or results of the operations;

There are no events that will trigger direct or contingent financial obligation that is material to the Company, including any default or acceleration of an obligation.

Management's Discussion and Analysis of Results of Operations and Financial Conditions

Impact of COVID-19 Pandemic on the Group's Business

The COVID-19 pandemic started to become widespread in the Philippines in early March 2020. The measures taken by the government to contain the virus have affected economic conditions and the Group's business operations.

The following are the impact of the COVID-19 pandemic to the Group's businesses:

Real Estate Sales

Real estate sales ended 39% lower due to lower reservations, limited selling activities and restricted construction activities. Other observations are presented below.

- suspension of construction activities during the Enhanced Community Quarantine (ECQ) period which slowly resumed as the quarantine protocols are relaxed;
- deferment of certain new project launches for 2020 as work stoppage on-site could result in delayed project completion; and,

Lease of Office and Commercial Spaces

Rental income dropped by 15% primarily due to closure of mall and commercial spaces, rent concessions and lower foot traffic upon reopening. Other observable impacts are presented below.

- registration of early termination and restructuring of lease contracts;
- temporary mall closures, with the exception of essential establishments, due to various community quarantine measures, resulting in a decline in foot traffic;
- approximately 70% of total leased out gross leasable area were unable to operate during the ECQ. Mall operations gradually resumed operations thereafter; and,
- waiver of rental charges of tenants and retail partners on its mall and commercial centers for a certain period of time.

Hotel Operations

Hotel revenues shrank by 75% as a result of temporary closure of hotels, travel bans and limited hotel operations in accordance with quarantine guidelines. Occupancy rates dropped significantly due to travel restrictions and cancellation of bookings and meetings, incentives, conventions and exhibitions activities;

In response to these matters, the Group has taken the following actions:

- maximized digital platforms to sell real estate projects in order to limit face-to-face engagements;
- focused on sale of residential and commercial lots outside Metro Manila to meet a robust demand for these products;
- assisted tenants in implementing social distancing measures;
- expanded outdoor dining areas in lifestyle malls to meet customer demand for alfresco dining;
- continued working closely with tenants to determine and address their needs; and,
- launched E-Concierge, a mobile application that allows contactless interaction between guests and hotel staff from check-in to check-out, including virtual ordering of food from various food and beverage outlets inside the hotels;

Based on the above actions and measures taken by management to mitigate the adverse effects of the pandemic, it projects that the Group would continue to report positive results of operations and would remain liquid to meet current obligations as it falls due. Accordingly, management has not determined material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

<u>Review for the year ended December 31, 2020</u>

Results of Operations

For the year ended December 31, 2020 the Group's consolidated net income amounted to Php 1.30 billion, a 25% decrease from the December 31, 2019 net income of Php1.73 billion (exclusive of P188.5 million non-recurring gain in 2019). This is the net effect of the Covid-19 pandemic to the Group's business decline in revenue from real estate sales, rental income and hotel operations.

Consolidated total revenues amounted to Php5.19 billion. The bulk of revenues came from real estate sales, rental income, hotel operations, and finance and other income. The Group's registered sales came from sale of lots in Newcoast Village in Malay, Aklan, Sta. Barbara Heights in Iloilo City, Twin Lakes Domaine Le Jardin and Lucerne at Domaine Le Jardin in Laurel, Batangas, Pahara at Manila Southwoods, Alabang West in Daang Hari, Las Piñas, Eastland Heights in Antipolo, Rizal and sale of condominium units in Oceanway Residences One, Ocean Garden Villas, Savoy Hotel, Belmont Hotel and Chancellor Hotel in Boracay, Holland Park and Tulip Gardens in Manila Southwoods and Vineyard Residences and The Manor in Twin Lakes, Tagaytay.

Total cost and expenses as of December 2020 amounted to Php3.89 billion, a decrease of 39% from Php6.38 billion as of December 2019, mainly due to decrease in cost of real estate sales, cost of rentals and services, cost of hotel operations and other operating expenses directly related to decrease in revenue.

Financial Condition

The Group's financial position remained stable and with adequate capacity to support its growth. Total Assets of Php50.6 billion as of December 31, 2020 compared to Php49.8 billion as of December 31, 2019 posted an increase of Php793million or 1.6%.

Cash and cash equivalents decreased by 15% mainly due to partial payment of Interest-bearing loans and borrowings and payments made to contractors and suppliers, from Php2.6 billion as of December 2019 to Php2.2 billion as of December 2020. Contract assets increased by 81%, from Php1.5 billion as of December 2019 to Php2.8 billion as of December 2020 due to additional sales from uncompleted projects with higher percentage of completion than percentage of collection. Advances to related parties decreased by 18% due to collection from related parties. Property and Equipment decreased by 7% due to depreciation. Right-of-use asset decreased by 24% due to amortization for the period.

Interest bearing loans and borrowings increased by 6% or Php310 million as of December 2020 as compared to December 2019 due to availment of new interest-bearing loan. Trade and other payables decreased by 16% mainly due to payments made to contractors and suppliers. Contract liabilities decreased by 35% due to decrease in sales from uncompleted projects with lower percentage of completion than percentage of collection. Due to joint venture partners increased by 15% due to increase in collection of sales proceeds that are for remittance to joint venture partners. Advances from related parties decreased by 9% from Php1 billion as of December 2019 to Php92 million as of December 2020 due to payment of advances. Redeemable preferred shares decreased by 33% due to redemption of shares. Deferred Tax Liability also increased from Php1.57 billion in December 2019 to Php2.08 billion in December 2020. The 33% increase is due to increase in taxable temporary difference. Retirement benefit obligation increased by 17% from Php107 million in December 2019 to Php126 million in December 2020 due to additional accrual of retirement benefit. Other non-current liabilities increased from Php683 million to Php731 million mainly due to increase in security deposit of tenants.

Shareholders' Equity increased from Php33.2 billion to Php34.5 billion mainly due to net income for the year.

Material Changes in the Statements of Final Position for the year ended December 31, 2020
(Increase/decrease of 5% or more versus December 31, 2019)

- 15% decrease in Cash and cash equivalents – due to partial payment of Interest-bearing loans and borrowings and payment to contractor and supplier.
- 81% increase in Contract assets – due additional sales from uncompleted projects with higher percentage of completion than percentage of collection.
- 18% decrease in Advances to related parties – due to collection from related parties.
- 7% decrease in Property Plant and Equipment – due to depreciation for the period.
- 24% decrease in Right of use-asset – due to amortization for the period.
- 6% increase in Interest-bearing loans and borrowings – due to availment of new interest-bearing loan.
- 16% decrease in Trade and other payables – mainly due to payments made to contractors and suppliers.
- 35% decrease in Contract liabilities – due to decrease in sales from uncompleted projects with lower percentage of completion than percentage of collection.
- 15% increase in Due to joint venture partners – increase in collection of sales proceeds that are for remittance to joint venture partners.
- 9% decrease in Advances from related parties – mainly due to payments made.
- 33% decrease in Redeemable preferred shares – due to redemption of shares.
- 33% increase in Deferred tax liabilities – due to increase in taxable temporary difference.
- 17% increase in Retirement benefit obligation – due to additional accrual of retirement benefit.
- 7% decrease in other non-current liability – mainly due to increase in collection of security deposit.

Material Changes in the Statements of Comprehensive Income the year ended December 31, 2020
(Increase/decrease of 5% or more versus December 31, 2019)

- 39% decrease in Real estate sales – mainly due to decrease in real estate sales that reach 10% collection and effect of suspension of construction activities during the ECQ period which slowly resumed as the quarantine protocols were relaxed.

- 17% decrease in Rental income – primarily due to closure of mall and commercial spaces during ECQ, rent concessions and lower foot traffic upon reopening.
- 75% decrease in Hotel Operations – as a result of temporary closure of hotels, travel bans and limited hotel operations in accordance with quarantine guidelines.
- 28% decrease in Service Income – lower income due to effect of restriction guidelines of community quarantine.
- 74% increase in Marketing fees – due to increase in marketing income from sale of lots of joint venture partner.
- 12% increase in Finance and other income – due to increase in finance income.
- 100% decrease in Gain on sale of investment on associate – no sale of investment for the period.
- 45% decrease in Cost of real estate sales – mainly due to decrease on real estate sales for the period.
- 74% decrease in Cost of hotel operations – directly related to decrease in hotel revenue.
- 35% decrease in Operating expenses – mainly due to decrease in expenses directly related to decrease in revenue and the Group's implementation of cost reduction measures.
- 18% increase in Equity share in net losses of associates – due to increase in net loss of associates recognized for the year.
- 44% decrease in Finance cost and other charges – effect of decrease of floating interest rate and partial payment of principal loan.
- 18% decrease on Income tax expense – due to decrease in taxable income.

Management's Discussion and Analysis of Results of Operations and Financial Conditions

Review for the year ended December 31, 2019

Results of Operations

For the year ended December 31, 2019 the Group's consolidated net income amounted to Php 1.92 billion, 11.2% increase from December 31, 2018 net income of Php1.72 billion.

Consolidated total revenues amounted to Php8.3 billion. The bulk of revenues came from real estate sales, rental income, hotel operations, and finance and other income. The Group's registered sales came from sale of lots in Newcoast Village in Malay, Aklan, Sta. Barbara Heights in Iloilo City, Twin Lakes Domaine Le Jardin, Lucerne at Domaine Le Jardin in Laurel, Batangas, Pahara at Manila Southwoods, Alabang West in Daang Hari, Las Piñas, Eastland Heights in Antipolo, Rizal and sale of condominium units in Oceanway Residences One, Ocean Garden Villas, Savoy Hotel, Belmont Hotel and Chancellor Hotel in Boracay, Holland Park and Tulip Gardens in Manila Southwoods and Vineyard Residences and The Manor in Twin Lakes, Tagaytay.

Total cost and expenses amounted to Php6.4 billion, mainly from cost of real estate sales, cost of rentals and services, cost of hotel operations, and operating expenses resulting from aggressive marketing activities as well as other administrative and corporate overhead.

Financial Condition

The Group's financial position remained stable and with adequate capacity to support its growth. Total Assets of Php49.8 billion as of December 31, 2019 compared to Php46 billion as of December 31, 2018 posted an increase of Php3.7 billion or 8%.

Cash and cash equivalents increased by 48% mainly due to collection and availment of new Interest bearing loans and borrowings, from Php1.8 billion as of December 2018 to Php2.6 billion as of December 2019. Trade and other receivables increased by 71% mainly due to installment sales recognized for the period and reclassification from Contract Asset due to completion of projects. Contract assets decreased by 56%, from Php3.5 billion as of December 2018 to Php1.5 billion as of December 2019 due completion of projects. Advances to related parties increased by 15% due to additional advances given to related parties. Investment in associates decreased by 13% due to sale of ownership in BNHGI. Other current and non-current assets increased by 8%, from Php3.2 billion as of December 2018 to Php3.5 billion as of December 2019, mainly due to increase in Advances to contractors and suppliers. Right of use-asset increased by 100% due to adoption of PFRS16 new standard on leases using the modified retrospective approach as allowed under the transitional provisions of the standard. Property Plant and Equipment increased by 21% mainly due to space used for the administration of hotel operations.

Interest bearing loans and borrowings increased by 24% or Php964 million as of December 2019 as compared to December 2018 due to availment of new interest bearing loan. Trade and other payables increased by 10% mainly due to increase in payables to contractors and suppliers. Customer's Deposits increased from Php1.2 billion as of December 31, 2018 to Php1.3 billion as of December 31, 2019 or 14% mainly due to collection from existing buyers and new reservation sales. Contract liabilities increased by 15% due to additional sales from uncompleted projects with lower percentage of completion than percentage of collection. Redeemable preferred shares decreased by 25% due to redemption of shares. Deferred Tax Liability also increased from Php1.27 billion in December 2018 to Php1.57 billion in December 2019. The 23% increase is due to increase in taxable temporary difference. Retirement benefit obligation increased by 114% from Php50 million in December 2018 to Php107 million in December 2018 due to higher accrual of retirement benefit. Other non-current liabilities decreased from Php1.2 billion to Php683 million mainly due to decrease in retention payable. Lease liabilities increased by 100% due to adoption of PFRS16 new standard on leases using the modified retrospective approach as allowed under the transitional provisions of the standard. Due to joint venture partners decreased by 10% due remittance of their share from the projects.

Shareholders' Equity increased from Php31.2 billion to Php33.2 billion mainly due to net income for the year.

Material Changes in the Statements of Final Position for the year ended December 31, 2019
(Increase/decrease of 5% or more versus December 31, 2018)

- 48% increase in Cash and cash equivalents due to collection and availment of new Interest bearing loans and borrowings.
- 71% increase in Trade and other receivable – mainly due to installment real estate sales recognized for the period and reclassification of contract assets for completed projects.
- 56% decrease in Contract assets – due to completion of projects.
- 15% increase in Advances to related parties – additional advances given to related parties.
- 13% decrease on Investment in Associate – due to sale of ownership in BNHGI.
- 8% increase in other current and non-current assets – due to increase in advances to contractors and suppliers.
- 100% increase in Right of use-asset - due to adoption of PFRS16 new standard on leases using the modified retrospective approach as allowed under the transitional provisions of the standard.
- 21% increase in Property Plant and Equipment – due to space used for the administration of hotel operations
- 24% increase in Interest-bearing loans and borrowings – due to availment of new interest bearing loan.
- 10% increase in Trade and other payables – mainly due to increase in payables to contractors and suppliers.
- 14% increase in Customer's deposit – due to collection from existing buyers and new reservation sales.
- 15% increase in Contract liabilities – due to additional sales from uncompleted projects with lower percentage of completion than percentage of collection.
- 25% decrease in Redeemable preferred shares – due to redemption of shares
- 23% increase in Deferred tax liabilities – due to increase in taxable temporary difference
- 114% increase in Retirement benefit obligation – due to increase in accrual of retirement benefit
- 45% decrease in other non-current liability – mainly due to decrease in retention payable.
- 100% increase in Lease liability adoption of PFRS16 new standard on leases using the modified retrospective approach as allowed under the transitional provisions of the standard.
- 10% decrease in Due to Joint Venture Partners – due to remittance of their share in the project.

Material Changes in the Statements of Comprehensive Income the year ended December 31, 2019
(Increase/decrease of 5% or more versus December 31, 2018)

- 6% decrease in Real estate sales – mainly due to decrease on real estate sales recognized for the period.

- 75% increase in Rental income – mainly due to increase in occupancy and additional leasable space due to completion of Southwoods Office Towers in Southwoods City, Laguna.
- 263% increase in Hotel Operations – due to increase in occupancy rate for the period and opening of Twin Lakes Hotel in Laurel, Batangas.
- 28% increase in Service Income – due to increase in income from golf course maintenance.
- 15% increase in Marketing fees – due to increase in marketing income from sale of lots of joint venture partner
- 38% increase in Finance and other income – due to increase on interest income on real estate sales.
- 100% increase in Gain on sale of investment on associate – due to sale of investment in BNHGI.
- 7% decrease in Cost of real estate sales – mainly due to decrease on real estate sales for the period
- 64% increase in Cost of rental and services – mainly due to increase in depreciation from additional property held for lease and increase in cost of services.
- 180% increase in Cost of hotel operations – mainly due to increase in hotel revenue and opening of Twin Lakes Hotel.
- 34% increase in Operating expenses – mainly due to additional operating expenses from the expansion of hotel operation.
- 45% decrease in Equity share in net losses of associates – due to decrease in net loss of associates recognized for the year.
- 13% increase in Finance cost and other charges – due to interest from new loans.

Management's Discussion and Analysis of Results of Operations and Financial Conditions

In 2018, the Group adopted PFRS 15, Revenue from Contracts with Customers in accordance with PAS 8, Accounting Policies, Changes in Accounting Estimates and Errors.

The Group's adoption of PFRS 15 has resulted in changes in its accounting policies and adjustments to the amounts recognized in the consolidated financial statements. The Group has applied PFRS 15 retrospectively to all outstanding contracts as of January 1, 2017 in accordance with the standard's transitional provisions.

The Group also adopted the following Philippine Interpretations Committee (PIC) Question & Answer (Q&A) retrospectively in accordance with PAS 8:

- PIC Q&A No. 2018-11, Classification of Land by Real Estate Developer, requires real estate developers to classify land based on management's intention and apply the appropriate accounting treatment as required by relevant standards.

- PIC Q&A No. 2018-12, PFRS 15 Implementation Issues Affecting the Real Estate Industry, provides guidelines on the application of PFRS 15 for real estate transactions. Relative to this, in accordance with SEC Memorandum Circular (MC) No. 14 series of 2018, the Company has deferred the application of certain provisions of PIC Q&A No. 2018-12 particularly those with respect to the accounting for significant financing component and the exclusion of uninstalled materials and land in the calculation of percentage of completion.

- PIC Q&A No. 2018-15, PAS 1– Classification of Advances to Contractors in the Nature of Prepayments: Current vs. Non-current, clarifies how the advances to contractors should be classified in the statement of financial position

The effects of the adoption of PFRS 15 and various PIC Q&A on the assets, liabilities and equity accounts are shown in Note 2.1 of the Audited Financial Statements.

Also, the Group changed its collection criterion in revenue recognition from 25% to 10%. The Group reassessed the historical payment pattern of its customer and determined the 10% as estimate that collection of total contract price is reasonably assured. This change in percentage of collection threshold was adopted in 2018 and applied prospectively.

<u>Review for the year ended December 31, 2018</u>

Results of Operations

For the year ended December 31, 2018 the Group's consolidated net income amounted to Php 1.72 billion, a 13.8% increase from December 31, 2017 net income of Php1.51 billion (inclusive of Php113 million non-recurring gain). Without the non-recurring gain, net income increased by 23% year-on-year. There is no non-recurring gain for the year ended December 31, 2018.

Consolidated total revenues amounted to Php7.5 billion. The bulk of revenues came from real estate sales, rental income, hotel operations, and finance and other income. The Group's registered sales came from sale of lots in Newcoast Shophouse District, Newcoast Village in Malay, Aklan, Sta. Barbara Heights in Iloilo City, Twin Lakes Domaine Le Jardin, Lucerne at Domaine Le Jardin in Laurel, Batangas, Pahara at Manila Southwoods, Alabang West in Daang Hari, Las Piñas and sale of condominium units in Oceanway Residences One, Savoy Hotel, Belmont Hotel and Chancellor Hotel in Boracay, Holland Park in Manila Southwoods and Vineyard Residences and Manor in Twin Lakes, Tagaytay.

Total cost and expenses amounted to Php5.8 billion, mainly from cost of real estate sales, cost of rentals and services, cost of hotel operations, and operating expenses resulting from aggressive marketing activities as well as other administrative and corporate overhead.

Financial Condition

The Group's financial position remained stable and with adequate capacity to support its growth. Total Assets of Php46billion as of December 31, 2018 compared to Php44.6 billion as of December 31, 2017 posted an increase of Php1.4 billion or 3%.

Cash and cash equivalents decreased by 44% mainly due to payment of construction costs, partial payment of Interest bearing loans and borrowings and partial redemption of preferred shares, from Php3.2 billion as of December 2017 to Php1.8 billion as of December 2018. Trade and other receivables increased by 57% mainly due to increase in installment sales recognized from completed projects. Contract assets increased by 50%, from Php2.4 billion as of December 2017 to Php3.5 billion as of December 2018 due additional sales from uncompleted projects with higher percentage of completion than percentage of collection. Advances to related parties decreased by 25% due to payments made by related parties and impairment of certain advances that were recorded in books prior to 2011. Investment property increased by 11% due to new land acquisition and additional construction costs of Twin Lakes Hotel and Southwoods Office Towers. Other current and non-current assets decreased by 16%, from Php3.9 billion as of December 2017 to Php3.2 billion as of December 2018, mainly due to decrease in Advances to contractors and suppliers.

Interest bearing loans and borrowings decreased by 20% or Php995 million as of December 2018 as compared to December 2017 due to partial payment of principal of interest bearing loan. Trade and other payables increased by 18% mainly due to increase in payables to contractors and suppliers. Customer's Deposits decreased from Php1.5 billion as of December 31, 2017 to Php1.2 billion as of December 31, 2018 or 20% mainly due to adoption prospectively of the new percentage of collection in recognizing installment sales. Contract liabilities increased by 9% due to additional sales from uncompleted projects with lower percentage of completion than percentage of collection. Advances from related parties increased by 7% due to additional advances from parent company. Redeemable preferred shares decreased by 20% due to initial redemption of Twin Lakes Corporation. Deferred Tax Liability also increased from Php829.7 million in December 2017 to Php1.27 billion in December 2018. The 53% increase is due to increase in taxable temporary difference. Retirement benefit obligation decreased by 22% from Php63 million in December 2017 to Php50 million in December 2018 due to lower accrual of retirement benefit. Other non-current liabilities increased from Php1.11 billion to Php1.23 billion mainly due to increase in retention payable.

Shareholders' Equity increased from Php29.4 billion to Php31.1 billion mainly due to net income for the year.

Material Changes in the Statements of Final Position for the year ended December 31, 2018
(Increase/decrease of 5% or more versus December 31, 2017 as restated)

- 44% decrease in Cash and cash equivalents - due to payment of construction costs, partial payment of Interest bearing loans and borrowings and partial redemption of preferred shares.

- 57% increase in Trade and other receivable – mainly due to increase in installment real estate sales recognized from completed projects.
- 50% increase in Contract assets – due to additional sales from uncompleted projects with higher percentage of completion than percentage of collection.
- 25% decrease in Advances to related parties – due to payments made by related parties and impairment of certain advances that were recorded in books prior to 2011
- 11% increase in Investment property – due to new land acquisition and additional construction costs of Twin Lakes Hotel and Southwoods Office Towers.
- 16% decrease in other current and non-current assets – due to decrease in advances to contractors and suppliers.
- 20% decrease in Interest-bearing loans and borrowings – due to partial payment of principal of interest bearing loan.
- 18% increase in Trade and other payables – mainly due to increase in payables to contractors and suppliers.
- 20% decrease in Customer's deposit – mainly due to adoption prospectively of the new percentage of collection in recognizing installment sales
- 9% increase in Contract liabilities – due to additional sales from uncompleted projects with lower percentage of completion than percentage of collection
- 7% increase in Advances from related parties – due to additional advances from parent company.
- 20% decrease in Redeemable preferred shares – due to initial redemption of Twin Lakes Corporation
- 53% increase in Deferred tax liabilities – due to increase in taxable temporary difference
- 22% decrease in Retirement benefit obligation – due to lower accrual of retirement benefit
- 12% increase in other non-current liability – mainly due to increase in retention payable.

Material Changes in the Statements of Comprehensive Income the year ended December 31, 2018
(Increase/decrease of 5% or more versus December 31, 2017 as restated)

- 21% increase in Real estate sales – due to adoption prospectively of the new percentage of collection in recognizing installment sales.
- 165% increase in Rental income – mainly due to increase in occupancy and additional leasable area because of completion of Southwoods Office Towers at Southwoods City in Laguna and land lease of Landers at Alabang West in Las Piñas
- 36% decrease in Hotel Operations – mainly due to Boracay closure for 6 months.
- 153% increase in Finance and other income – due to increase on interest income on real estate sales.

- 100% decrease in Gain on sale of investment on associate – due to no sale of investment for the period
- 27% increase in Cost of real estate sales – due to increase on real estate sales for the period
- 45% increase in Cost of rental and services – mainly due to increase in depreciation from additional property held for lease and increase in cost of services.
- 28% decrease in Cost of hotel operations – mainly due to decrease in hotel revenue.
- 22% increase in Operating expenses – mainly due to increase in marketing and commission expenses and other administrative expenses.
- 440% increase in Equity share in net losses of associates – due to increase in net loss of associates recognized for the year.
- 86% increase in Finance cost and other charges – due to interest expense from the additional loan obtained in last quarter of 2017.
- 20% increase in Income tax expense due to increase in taxable income

ITEM 7. FINANCIAL STATEMENTS

The consolidated financial statements for the year ended 31 December 2020, 31 December 2019, and 31 December 2018, of the Company are incorporated herein duly signed by the external auditors.

ITEM 8. CHANGES IN AND DISAGREEMENTS WITH ACCOUNTANTS ON ACCOUNTING AND FINANCIAL DISCLOSURE

Independent Public Accountants

The Company's Board of Directors approved, on 28 August 2020, the designation of Punongbayan and Araullo as the external auditor for the audit of the financial statements of the Company for the year ending 31 December 2020. For the years 2016 to 2020, the handling partner has been Mr. Renan Piamonte, an Audit and Assurance partner of Punongbayan and Araullo.

Changes in Disagreements with Accountants on Accounting and Financial Disclosure

There are no disagreements with the auditors on any matter of accounting principles or practices, financial statement disclosure, or auditing scope or procedure, which, if not resolved to their satisfaction, would have caused the auditors to make reference thereto in their reports on the financial statements of the Company at its subsidiaries.

External Audit Fees and Services

For the audit of the Company's financial statements and services that are normally provided by the external auditors in connection with statutory and regulatory filings for the calendar year reports of 2020, 2019, and 2018, the fee was approximately Php1.57 million, Php1.49 million, and Php1.358 million, respectively.

The external auditors rendered no other assurance and related services to the Company other than the items discussed above.

PART III – CONTROL AND COMPENSATION INFORMATION

ITEM 9. DIRECTORS AND EXECUTIVE OFFICERS

The table sets forth each member of the Company's Board:

Name	Age	Citizenship	Position
Andrew L. Tan	71	Filipino	Chairman & CEO
Lourdes T. Gutierrez-Alfonso	57	Filipino	Managing Director
Monica T. Salomon	52	Filipino	President
Kevin Andrew L. Tan	41	Filipino	Director
Ferdinand T. Santos	70	Filipino	Director
Wilbur L. Chan	61	Filipino	Director for Clubs and Hotels
Giancarlo C. Ng	43	Filipino	Director
Jesus B. Varela	64	Filipino	Lead Independent Director
Cresencio P. Aquino	67	Filipino	Independent Director

The table below sets forth GERI's executive officers in addition to its executive directors listed above (as of December 31, 2020):

Name	Age	Citizenship	Position
Lailani V. Villanueva	41	Filipino	Chief Finance Officer, Compliance Officer, /Treasurer, Corporate Information Officer
Marie Emelyn Gertrudes C. Martinez	56	Filipino	EVP, Head of Legal
Karen B. Maderazo	42	Filipino	VP, Head of Human Resources and Corporate Admin
Felipe L. Mangubat Jr.	55	Filipino	VP, Head of Operations Management

Michael R. Roxas	42	Filipino	Chief Risk Officer/Chief Audit Executive
Maria Carla T. Uykim	44	Filipino	Corporate Secretary and Assistant Corporate Information Officer
Nelileen S. Baxa	41	Filipino	Asst. Corporate Secretary

Board of Directors

ANDREW L. TAN, Filipino, 71 years old, was first elected as Chairman of the Board and Chief Executive Officer of the Company on 12 January 2011. Dr. Tan serves as Chairman of the Board of Alliance Global Group, Inc. (AGI) which has interests in the food and beverage business, real estate, tourism-entertainment and gaming, quick-service restaurant business and infrastructure development. Dr. Tan is the founder of the Company's parent company, Megaworld Corporation and has served as its Chairman and President since its incorporation in 1989. He pioneered the live-work-play-learn model in real estate development through Megaworld Corporation's integrated township communities, fueling the growth of the business process outsourcing (BPO) industry. He embarked on the development of integrated tourism and leisure estates through the Company and is Chairman of the Company's subsidiaries Twin Lakes Corporation, Southwoods Mall, Inc. and Oceanfront Properties, Inc. Mr. Tan is also Chairman of Megaworld subsidiaries Empire East Land Holdings, Inc. and Suntrust Properties, Inc., and AGI's brandy subsidiary, Emperador, Inc. He is a director of Travellers International Hotel Group, Inc., which owns Resorts World Manila, and Golden Arches Development Corporation, the master franchise holder of McDonald's in the Philippines. Dr. Tan graduated Magna Cum Laude from the University of the East with a degree of Bachelor of Science in Business Administration.

LOURDES T. GUTIERREZ-ALFONSO, 57 years old**,** was first elected as Director of the Company on 30 June 2011. Effective 01 March 2015, she was appointed as the Company's Managing Director to oversee the Company's business performance and lead in the formulation of overall strategic direction, plans, and policies for the Company. She is currently the Chief Operating Officer of Megaworld Corporation and is a member of Megaworld's Management Executive Committee. She is currently the Director and Vice Chairman of Suntrust Properties, Inc., and a director of Megaworld Cebu Properties, Inc., Megaworld Resort Estates, Inc., Oceantown Properties, Inc., Prestige Hotels & Resorts, Inc., Oceanfront Properties, Inc., Megaworld Global-Estate, Inc., Twin Lakes Corporation, and FEUDC. She is a trustee and Corporate Secretary of Megaworld Foundation, Inc. Ms. Gutierrez is a certified public accountant by profession and graduated Cum Laude from the Far Eastern University with the degree of Bachelor of Science major in Accounting.

MONICA T. SALOMON, 52 years old, has served as Director, President, and Chief Operating Officer of the Company since 01 March 2015. Prior to joining GERI, she was Head of Megaworld's Corporate Management Division and spearheaded strategic real estate acquisitions and joint ventures for the Megaworld Group. She was also a member of Megaworld's Management Executive Committee, which is responsible for the development and execution of the Group's corporate strategies, policies and initiatives. She holds directorships in various Megaworld and GERI subsidiaries significant of which are Twin Lakes Corporation, Megaworld Global-Estate, Inc., Southwoods Ecocentrum Corp., Southwoods Mall, Inc., Prestige Hotels & Resorts, Inc., Luxury Global Hotels and Leisure, Inc., Belmont Hotel Boracay, Inc., Savoy Hotel Boracay, Inc., Twin Lakes Hotel, Inc., and Megaworld Foundation, Inc. She obtained her Bachelor of Laws in 1994 from the University of the Philippines.

WILBUR L. CHAN, Filipino, 61 years old, was first elected as Director of the Company on 12 January 2011. He also serves as Director for Hotels and Clubs and is currently the Chairman of Fairways & Bluewater Resorts Golf & Country Club, Inc. and Fil-Estate Urban Development Corporation. He is also a director in Southwoods Ecocentrum Corporation and Uni-Asia Properties, Inc. He has a Master's Degree in Business Management from the Asian Institute of Management, a Master's Degree in National Security Administration (Silver Medalist) from the National Defense College of the Philippines and a Degree in Command & General Staff Course at Command & General Staff College.

FERDINAND T. SANTOS, Filipino, 70 years old, was elected as Director of the Company since its incorporation in 1994. He served as the Company's President until his retirement on 28 February 2015. He is also the President of Fil-Estate Management Inc., Fil-Estate Development Inc., Fairways & Bluewater Resort Golf & Country Club, Inc., Newport Hills Golf Club, Inc., St. Benedict Realty & Development Inc., Royal Jade Memorial Inc., and Mt. Zion Memorial, Inc. He graduated from Arellano University with Bachelor of Arts degree in 1970 and took his Bachelor of Laws at San Beda College where he graduated Valedictorian and Magna Cum Laude in 1974. He was a topnotcher in the 1974 Philippine Bar (2nd Place).

KEVIN ANDREW L. TAN, 41 years old, was elected as Director on 26 June 2014. He is the Chief Executive Officer and Vice Chairman of Alliance Global Group and Chief Strategy Officer of Megaworld Corporation. He is concurrently a director of listed companies, Emperador Inc. and Empire East Land Holdings, Inc. He is also a director of various companies in the Alliance Global Group including Emperador Distillers, Inc., Alliance Global Brands, Inc., Anglo Watsons Glass, Inc., Yorkshire Holdings, Inc., The Bar Beverage, Inc., Emperador Brandy, Inc., Southwoods Ecocentrum Corp., Twin Lakes Corporation, and Southwoods Mall, Inc., Belmont Hotel Boracay, Inc., and Twin Lakes Hotel, Inc. He has over 11 years of experience in retail leasing, marketing, and operations having served as head of Megaworld Lifestyle Malls for over 11 years. Mr. Tan holds a bachelor's degree in Business Administration major in Management, from the University of Asia and the Pacific.

GIANCARLO C. NG, 43 years old, was first elected as Director on 28 August 2020. He is the Vice-President of Progreen Agricorp, Inc. He has 20 years of leadership roles in the areas of Information Technology consulting, customer support, pre-sales engineering, and global business development. He is experienced in strategic and tactical planning, client relationship management, corporate governance, and change management. Mr. Ng holds a Bachelor of Arts in Humanities and a degree of Master of Science in Information Technology, having graduated Magna Cum Laude in 2000 from the University of Asia and the Pacific.

JESUS B. VARELA, Filipino, 64 years old, was elected as Lead Independent Director on 30 June 2016. He is also an Independent Director of Megaworld Corporation. He graduated with an Economics degree in 1979 from Ateneo de Manila University. He is also the Chairman of the Philippine Chamber of Commerce and Industry, GS1 Philippines (Barcode of the Philippine), and New Lights Technologies, Inc. He is the President and CEO of the Advancement of Workers' Awareness Regarding Employment (AWARE) Foundation, Inc., and President of Philippine Greek Business Council and Philippine Peru Business Council. He is also the Director General of the International Chamber of Commerce Philippines (ICC-Philippines), Receiver of J-Phil Marine Shipping Inc., and Member of the Committee for Accreditation of Cargo Surveying Companies. Mr. Varela has more than 20 years of experience in the fields of marketing, human resources, international labor affairs, agriculture, and commerce, among others. He has done executive work with the Department of Agriculture, National Food Authority Council, Philippine Genetics, Inc., National Irrigation Administration, Philippine Planters Products, National Agri-Business Corporation, Agriculture Anti-Smuggling Task Force, and Nautical Highway Board. He served as Labor Attaché to Kobe, Japan, to the Commonwealth of Northern Marianas Island, and to Athens. Mr. Varela obtained his bachelor's degree in Economics from Ateneo De Manila University. He attended training courses in Labor Administration and Policy Formulation under the International Labor Organization/ARPLA program, the Corporate Planning Course at the Center for Research Communication, Foreign Exchange Training by Metro Bank and Forex Club of the Philippines, Systems Analysis by the Presidential Management Staff, Asian Productivity Seminar, and other in-house seminars conducted by the Department of Labor and the Development Academy of the Philippines.

CRESENCIO P. AQUINO, Filipino, 67 years old, is currently the Managing Partner of The Law Firm of CP Aquino & Partners. He is a graduate of San Sebastian College Manila with degrees in Bachelor of Arts and Bachelor of Laws. Atty. Aquino has extensive experience in both the public and private sectors as follows: Director of Clark Development Corporation from 2012 to 2016, Independent Director of Global-Estate Resorts, Inc. from 2010 to 2012, Independent Director of Suntrust Home Developers, Inc. from 2009 to 2012, Corporate Legal Counsel of MBF Card and One Card Corporation from June 1998 to May 2004, Special Assistant and Chief Legal Counsel of the Government Service Insurance System from September 1992 to June 1998, member of the Board of Directors of the Meat Packaging Corporation of the Philippines from September 1992 to June 1998, Personnel and Administrative Manager, Corporate Secretary and Chief Legal Counsel of ComSavings Bank from September 1992 to June 1998, Executive Director of the Department of Interior and Local Government (DILG) from 1998 to 1992, and Ex-Officio Commissioner of the DILG with the Housing and Land Use Regulatory Board also for the same period. Atty. Aquino has extensive experience in public service, investment banking, corporate practice specializing in joint venture undertaking, corporate restructuring, real estate funds, mergers and acquisitions, risk management, innovative restructuring, due diligence & valuations and enhancing shareholder value. He was formerly an Associate Professor with the San Sebastian College. Atty. Aquino has been a member of the Integrated Bar of the Philippines since 1978 and is also a member of the Capitol Bar Association, Knights of Columbus and the Lawyers League of the Philippines.

Key Executive Officers (other than those presented above under "Directors")

LAILANI V. VILLANUEVA, Filipino, 41 years old, is the Chief Finance Officer, Compliance Officer and Treasurer of the Company. She is a Certified Public Accountant with over 19 years of experience in accounting and finance. Prior to joining the Company, she was Senior Accounting Manager for Megaworld Corporation from 2007 until 2010. In 2011, she joined Global-Estate Resorts, Inc. as Comptroller. She is concurrently the Chief Financial Officer of Fairways and Bluewater Resort Golf and Country Club, Inc., Director and Chief Finance Officer of Southwoods Ecocentrum Corporation, Director of Southwoods Mall Inc., and Megaworld Global-Estate, Inc. Ms. Villanueva obtained her bachelor's degree in Accountancy from the College of the Immaculate Concepcion.

MARIE EMELYN GERTRUDES C. MARTINEZ, Filipino, 56 years old, is the Executive Vice President for Legal. She is also the Corporate Secretary of Fil-Estate Golf and Development, Inc., Fil-Estate Urban and Development, Inc., Fairways and Bluewater Resort Golf and Country Club, Inc., and Newport Hills Golf Club, Inc. Before joining GERI, she was the Chief of Staff of the Office of COMELEC Commissioner Augusto C. Lagman. She was a Partner in Ponce Enrile Reyes & Manalastas (PECABAR) Law Offices and in Nisce Mamuric Guinto Rivera & Alcantara Law Offices. She was admitted to the Bar in 1991 after obtaining her Bachelor of Laws degree from University of the Philippines and her Bachelor of Arts major in Economics from the same university.

KAREN B. MADERAZO, Filipino, 42 years old, is the Vice President and Head of the Company's Human Resources and Corporate Administration Division. She joined the Company on 1 October 2013. Ms. Maderazo served as the Senior Manager for Human Resources Division of Megaworld Corporation from May 2005 to September 2013. She also worked for Suyen Corporation from June 2003 to February 2005 as Training Specialist of the Personnel Department. She graduated from Centro Escolar University with a bachelor's degree in Science in Psychology. She pursued graduate studies in Psychology at the Centro Escolar University.

FELIPE L. MANGUBAT, JR., Filipino, 55 years old, was appointed Vice President and Head of Operations Management of the Company in January 2020. A civil engineer by profession, he has extensive experience in project development, having managed various residential, commercial, institutional and industrial projects in the Philippines and in the Middle East Prior to his appointment, he served as Project Development Head of the Company's Boracay Newcoast and Twin Lakes projects.

MICHAEL R. ROXAS, Filipino, 42 years old, is currently the Chief Audit Executive and Chief Risk Officer of the Company. Before joining GERI, he was the head of Risk Management & Insurance Division of Makati Development Corporation (MDC), a wholly owned subsidiary and the construction arm of Ayala Land, Inc. During his time in MDC, he championed several initiatives for MDC such as documentation and improvement of MDC's systems and procedures, establishment of the Enterprise-wide Risk Management program, development of Business Continuity Management, and Lean Construction. He has a dynamic 16-year management career in auditing, assurance and consultancy in real estate, retail, manufacturing and telecommunications companies. He performed financial, operations and compliance audits including business process, project management, continuous monitoring, process mapping, and fraud investigation. He has a Master's Degree in Business Administration from the Pamantasan ng Lungsod ng Maynila. He is a Certified Lead Auditor for ISO 9001:2008 Quality Management System and ISO 14001:2004 Environmental Management System. Mike is certified in Safety Program Audit, Loss Control Management and Construction Occupational Safety and Health (COSH). He also obtained the Certified Internal Control Auditor (CICA) title in February 2019. He is a member of the Institute of Internal Auditors – Philippines (IIA-P) since 2009.

MARIA CARLA T. UYKIM, 44 years old, Filipino, is the Corporate Secretary and Assistant Corporate Information Officer. She is also the Corporate Secretary of San Vicente Coast, Inc., Northwin Properties, Inc., and Maple Grove Land, Inc., and a Director and Corporate Secretary of Luxury Global Malls, Inc. She is currently a Vice President for the Corporate Advisory and Compliance Division of Megaworld Corporation and is a member of Megaworld Corporation's Management Executive Committee. Prior to joining Megaworld Corporation, Atty. Uykim was an Associate at Andres Marcelo Padernal Guerrero and Paras law offices from August 2005 to April 2007, where she specialized in labor and corporate law, and at ACCRA Law from February 2003 to January 2004, where she practiced immigration law. She also served as Chief of Staff of Congresswoman Remedios L. Petilla from July 2004 until June 2005. She obtained her Juris Doctor Degree from the Ateneo De Manila School of Law and is a graduate of the double degree program of De La Salle University, with a Bachelor of Arts in Psychology and a Bachelor of Science in Marketing Management.

NELILEEN S. BAXA, Filipino, 41 years old, is the Assistant Corporate Secretary of the Company and is currently a Senior Accounting Manager of Megaworld Corporation. She is a certified public accountant with over eighteen (18) years of experience in the fields of accounting and finance. Ms. Baxa concurrently serves as a Director of Bordeaux Properties, Inc., Langham Properties, Inc., Rowenta International, Inc. and Venetian Properties, Inc. Ms. Baxa obtained her Bachelor's Degree in Accountancy from the University of Sto. Tomas.

Significant Employees

Other than the Company's executive officers, there are no employees who are expected to make a significant contribution to the Company's business or personnel upon whose services the Company's business is highly dependent.

Family Relationships

Chairman Andrew L. Tan is the father of director, Kevin Andrew L. Tan.

Involvement in Certain Legal Proceedings (over the past 5 years)

The Company has no knowledge of any of the following events that occurred during the past five (5) years up to the date of this report, which are material to an evaluation of the ability or integrity of any director or executive officer:

a. None of them has been involved in any bankruptcy petition.

b. None of them has been convicted by final judgment in a criminal proceeding or being subject to a pending criminal proceeding both domestic and foreign.

c. None of them has been subject to any order, judgment or decree of any court of competent jurisdiction (domestic or foreign) permanently or temporarily, enjoining, barring, suspending or otherwise limiting their involvement in any type of business, securities, commodities or banking activities.

d. None of them has been found by a domestic or foreign court of competent jurisdiction (in a civil action), the commission or comparable foreign body or a domestic or foreign exchange or other organized trading market or self-regulatory organization, to have violated a securities or commodities law or regulation.

ITEM 10. EXECUTIVE COMPENSATION

KEY EXECUTIVE OFFICERS

NAME	POSITION	YEAR	SALARY	Other Annual Compensation
A. Five Most Highly Compensated Officers		Estimate 2021	21.8 Million	3.9 Million
Monica T. Salomon	President			
Wilbur L. Chan	Director for Hotels and Clubs			
Emelyn C. Martinez	EVP-Legal			
Felipe L. Mangubat, Jr.	Head of Operations Management			
Lailani V. Villanueva	Chief Finance Officer			
B. All other officers and directors as a group unnamed			15.9 Million	2.0 Million

NAME	POSITION	YEAR	SALARY	Other Annual Compensation
C. Five Most Highly Compensated Officers		2020	21.8 Million	3.9 Million
Monica T. Salomon	President			
Wilbur L. Chan	Director for Hotels and Clubs			
Emelyn C. Martinez	EVP-Legal			
Jennifer L. Romualdez *	SVP – Operations			
Felipe L. Mangubat Jr. **	Head of Operations Management			

Lailani V. Villanueva D. All other officers and directors as a group unnamed * Until February 29, 2020 ** Starting March 1, 2020	Chief Finance Officer		15.9 Million	2.0 Million

NAME	POSITION	YEAR	SALARY	Other Annual Compensation
E. Five Most Highly Compensated Officers		2019	23.5 Million	5.2 Million
Monica T. Salomon Wilbur L. Chan Emelyn C. Martinez Jennifer L. Romualdez Lailani V. Villanueva	President Director for Hotels and Clubs EVP - Legal SVP – Operations Chief Finance Officer			
F. All other officers and directors as a group unnamed			15.1 Million	3.5 Million

The Company adopts a performance-based compensation scheme. The total annual compensation of the President and top four highly compensated executives amounted to Php 25.7 million in 2020 and Php28.7 million in 2019. The projected total annual compensation for the current year is Php25.7 million.

The total annual compensation paid to all senior personnel from AVP and up are all payable in cash. The total annual compensation includes the basic salary and 13th month pay.

The Company has no other arrangement with regard to the remuneration of its existing officers aside from the compensation received as herein stated.

COMPENSATION OF DIRECTORS AND EXECUTIVE OFFICERS

The Directors receive reasonable per diem.

On 23 September 2011, the Board of Directors of the Company approved an Executive Stock Option Plan and this was approved on 8 November 2011 by stockholders holding at least 2/3 of the outstanding capital stock. The purpose of the Plan is to enable the key Company executives, directors and senior officers who are largely responsible for its further growth and development to obtain an ownership interest in the Company, thereby encouraging long-term commitment to the Company. The Plan is being administered by the Corporate Governance Committee of the Board.

Under the Plan, the Company shall initially reserve for exercise of stock options up to 500 million common shares of the Company's outstanding shares to be issued, in whole or in part, out of the authorized but unissued shares. Stock options may be granted within ten (10) years from the adoption of the Plan and may be exercised within seven (7) years from date of grant. The exercise price shall be at a 15% discount from the volume weighted average closing price of the Company's shares for twelve (12) months immediately preceding the date of grant. The options shall vest within three (3) years from date of grant and the holder of an option may exercise only a third of the option at the end of each year of the three (3) year period. The Company shall receive cash for the stock options.

Pursuant to this ESOP, on 16 February 2012, the Company granted the option to its key company directors and executives to subscribe to 100 million shares of the Company, at an exercise price of Php1.93 (1st Tranche). On 18 February 2013, the Company granted another stock option to the same set of directors and officers for the same number of shares (100 million shares) at an exercise price of Php1.69 (2nd Tranche). On 7 March 2014, the Company granted another stock option to the same set of directors and officers for the same number of shares (100 million shares) at an exercise price of Php1.50 (3rd Tranche). On 9 March 2015 and 17 June 2016, the Company granted another stock option to certain key officers of the company for 50 Million shares for each tranche at an exercise price of Php1.65 (4th Tranche) and Php1.00 (5th Tranche), respectively.

The PSE approved the Company's application for the listing of 100,000,000 common shares (1st Tranche), an additional 100,000,000 common shares (2nd Tranche), an additional 100,000,000 common shares (3rd Tranche), an additional 50,000,000 common shares (4th Tranche), and an additional 50,000,000 common shares (5th Tranche) on 25 May 2012, 28 January 2014, 17 June 2014, 24 July 2015, and 11 November 2016, respectively.

An Option Holder may exercise in whole or in part his vested Option provided, that, an Option exercisable but not actually exercised within a given year shall accrue and may be exercised at any time thereafter but prior to the expiration of said Option's Life Cycle.

As of 31 December 2020, none of the Option Holders has exercised the options granted to them under the ESOP, and no underlying shares have been subscribed nor fully paid for by the Option Holders in connection therewith.

The 1st, 2nd and 3rd Tranches of the ESOP expired on 15 February 2019, 17 February 2020, and 6 March 2021, respectively. Thus, as of 30 March 2021, a total of one hundred million (100,000,000) common shares of unexercised options remain valid under the ESOP.

ITEM 11. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

Security Ownership of Certain Record and Beneficial Owners

Security ownership of certain record and beneficial owners owning more than 5% of any class of the Corporation's voting securities as of 31 December 2020 are as follows:

Title of Class	Name, address of record owner and relationship with issuer	Name of Beneficial Owner and Relationship with Record Owner	Citizenship	No. of Shares Held	Percent (Based in total shares)
Common Shares	Megaworld Corporation 30th Floor, Alliance Global Tower, 36th St. corner 11th Avenue, Uptown Bonifacio, Taguig City	Megaworld Corporation	Filipino	9,042,732,139	82.31%
Common shares	PCD Nominee Corporation (Filipino) 6/F MKSE Bldg. Ayala Avenue, Makati City	Various shareholders	Filipino	1,490,178,956	13.56%

Other than the persons identified above, there are no other beneficial owners of more than 5% of the Company's outstanding capital stock that are known to the Company.

Security Ownership of Management

As of 31 December 2020 common shares owned by all directors and executive officers of GERI, representing original issues and stock dividends are as follows:

Title of Class	Name of Beneficial Owner	Amount and nature of Beneficial Ownership	Citizenship	Percent of Class
Common	Dr. Andrew L. Tan	2 (direct)	Filipino	0.00%
Common	Lourdes T. Gutierrez-Alfonso	2 (direct)	Filipino	0.00%
Common	Monica T. Salomon	1 (direct)	Filipino	0.00%

Common	Kevin Andrew L. Tan	2 (direct)	Filipino	0.00%
Common	Ferdinand T. Santos	30,007 (direct)	Filipino	0.00%
Common	Wilbur L. Chan	2,611,826 (direct)	Filipino	0.02%
Common	Giancarlo S. Ng	1 (direct)	Filipino	0.00%
Common	Jesus B. Varela	1 (direct)	Filipino	0.00%
Common	Cresencio P. Aquino	1 (direct)	Filipino	0.00%
Other Executive Officers				
Common	Lailani V. Villanueva	0	Filipino	n/a
Common	Marie Emelyn Gertrudes C. Martinez	0	Filipino	n/a
Common	Karen B. Maderazo	0	Filipino	n/a
Common	Felipe L. Mangubat, Jr.	0	Filipino	n/a
Common	Michael R. Roxas	0	Filipino	n/a
Common	Maria Carla T. Uykim	0	Filipino	n/a
Common	Nelileen S. Baxa	0	Filipino	n/a

Voting Trust Holders of 5% or more

The Company knows of no persons holding more than 5% of common shares under voting trust or similar agreement.

Changes in Control

There has been no change in the control of the Company since it became a subsidiary of Megaworld Corporation.

ITEM 12. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

The Group, in its regular conduct of business, has entered into transactions with associates and other related parties principally consisting of advances and reimbursement of expenses, purchase and sale of real estate properties, construction contracts, and development, management, marketing, leasing and administrative service agreements.

Advances granted to and obtained from subsidiaries, associates and other related parties are for purposes of working capital requirements.

Except with respect to the Related Party Transactions as discussed in Note 25 to the consolidated financial statements as at 31 December 2020 and 2019 and for each of the last three (3) years ended 31 December 2020, there was no transaction during the last three (3) years involving the Company in which any of its directors or executive officers, any nominee for election as director, or security holder owning 10% or more of the Company's total outstanding shares and members of their immediate family had a material interest.

PART IV – EXHIBITS AND SCHEDULES

ITEM 13. EXHIBITS AND REPORTS ON SEC FORM 17-C

a.) Exhibits

The following exhibit is incorporated by reference in this report:

2020 Consolidated Audited Financial Statements

No other exhibits, as indicated in the Index to Exhibits are either applicable to the Company or require no answer.

b.) Reports on SEC Form 17-C

The following reports on SEC Form 17-C were among those filed during the last six months period covered by this report:

1. Standard Disclosures

   - Public Ownership Report
   - Foreign Ownership Report
   - List of Top 100 Stockholders
   - Notice of Annual Stockholders' Meeting
   - Attendance of GERI Directors and Officers on ACGR Seminar
   - 28 August 2020 Organizational Board Meeting – election of Corporate Officers
   - 28 August 2020 Annual Stockholders' Meeting & Election of Board of Directors
   - Certification of Independent Director
   - Compliance Report on Corporate Governance

2. Press Releases

   - 8 January 2020 Press Release – "GERI Sells Houses in Cavite's Arden Botanical Estate"
   - 21 January 2020 Press Release – "GERI Launches Townhouse, Duplex Villas in Southwoods City"
   - 21 May 2020 Press Release – "GERI's income up 11% to P9.1B in 2019"
   - 30 June 2020 Press Release – "GERI's Q1 profit slows down, recovery plans in place"
   - 3 August 2020 Press Release – "GERI's Q2 residential sales almost doubled amid lockdown"
   - 28 August 2020 Press Release – GERI to turn over P3-B worth of completed projects this year"
   - 10 November 2020 Press Release – "GERI's residential projects sold faster in Q3"

SIGNATURES

Pursuant to the requirements of Section 17 of the Code and Section 141 of the Corporation Code, this report is signed on behalf of the issuer by the undersigned, thereunto duly authorized in City on April , 2021.

By:

Atty. Monica T. Salomon
President
Principal Operating Officer

Lailani V. Villanueva
Chief Finance Officer
Principal Financial Officer

Atty. Maria Carla T. Uykim
Corporate Secretary

Gervinna Z. Lopez-Garde
Controller
Principal Accounting Officer

SUBSCRIBED AND SWORN to before me this 22 day of April 2021, affiants exhibiting to me their valid identification card, as follows:

NAMES	TIN/UMID/ SSS No.	Expiration Date	Place of Issue
Monica T. Salomon	TIN 182-240-560-000	--	Manila
Lailani V. Villanueva	CRN 0002-1985165-5	--	Manila
Maria Carla T. Uykim	TIN 159-353-280-000	--	--
Gervinna Z. Lopez-Garde	TIN 242-194-123-000	--	NCR

Doc. No: 331;
Page No.: 68;
Book No.: V;
Series of 2021.

CHARISMA MICHELLE L. DE JESUS
NOTARY PUBLIC
City of Taguig
Appointment. No. 22 valid until Dec. 31, 2021
16th Floor, Alliance Global Tower, 36th Street
corner 11th Avenue, Uptown Bonifacio, Taguig City
Attorney's Roll No. 66267
IBP No. 144392/01-06-2021/Quezon City
PTR No. A-5095604/1-19-2021/Taguig City
MCLE Compliance No. VI-0009333

C O V E R S H E E T
for
AUDITED FINANCIAL STATEMENTS

SEC Registration Number

A	S	-	9	4	0	0	4	4	6	2

COMPANY NAME

GLOBAL-ESTATE RESORTS INC
AND SUBSIDIARIES

PRINCIPAL OFFICE *(No. / Street / Barangay / City / Town / Province)*

16TH FLR ALLIANCE GLOBAL TOWER
36TH ST COR. 11TH AVENUE
UPTOWN BONIFACIO TAGUIG CITY

Form Type	Department requiring the report	Secondary License Type, If Applicable
AFS	SEC	N/A

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
lvvillanueva@global-estate.ph	328-4374	N/A

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
4,200	June - 29	December - 31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
LAILANI V. VILLANUEVA	lvvillanueva@global-estate.ph	328-4374	N/A

CONTACT PERSON'S ADDRESS

16F Alliance Global Tower, 36th St. cor. 11th Ave., Uptown Bonifacio, Taguig City

Note 1: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commisssion within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated

2: All Boxes must be properly and completely filled-up. Failure to do so shall cause to delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-recepient of Notice of Deficiencies shall not excuse the corporation from liability for its defIciencies.

GLOBAL-ESTATE RESORTS, INC.

16th Floor, Alliance Global Tower, 36th St. cor. 11th Ave. Uptown Bonifacio Taguig City 1634 Philippines
Telephone No. 328-4374

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Global-Estate Resorts, Inc and Subsidiaries** is responsible for the preparation and fair presentation of the financial statements, including the schedules attached therein, for the years ended December 31, 2020, 2019 and 2018 in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative to do so.

The Board of Directors is responsible for overseeing group's financial reporting process.

The Board of Directors reviews and approves the financial statements, including the schedules attached therein, and submits the same to the stockholders.

Punongbayan & Araullo, the independent auditors appointed by the stockholders, has audited the financial statements of the group in accordance with Philippine Standards on Auditing, and in their report to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

Andrew L. Tan
Chairman of the Board

Monica T. Salomon
President

Lailani V. Villanueva
Chief Finance Officer

Signed this _________ day of APR 13 2021, 2021

GLOBAL-ESTATE RESORTS, INC.

16th Floor, Alliance Global Tower, 36th St. cor. 11th Ave. Uptown Bonifacio Taguig City 1634 Philippines
Telephone No. 328-4374

SUBSCRIBED AND SWORN to before me this ____ day of APR 13 2021 at Taguig City, Philippines, affiant(s) exhibited to me their respective Identification Cards, as follows:

NAMES	Identification Number
Andrew L. Tan	TIN 125-960-003-000
Monica T. Solomon	Passport No. P0979017A
Lailani V. Villanueva	Unified Multi-Purpose ID CRN-0002-1985165-5

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial seal on the date and place above written.

Doc No. 402
Page No. 78
Book No. II
Series of 2021

CELINE-MARIA B. JANOLO
NOTARY PUBLIC
City of Taguig
Appointment No. 109 (2019-2020)
16th Floor, Alliance Global Tower 4, 36th Street
corner 11th Avenue, Uptown Bonifacio, Taguig City
Attorney's Roll No. 65785
IBP No. 144396 / 01-07-2021 / Batangas Chapter
PTR No. A-5095605 / 01-19-2021 /Taguig City
MCLE Compliance No.VI-0004697
Issued on 05 December 2017

P&A Grant Thornton

FOR SEC FILING

Consolidated Financial Statements and
Independent Auditors' Report

Global-Estate Resorts, Inc. and Subsidiaries

December 31, 2020, 2019 and 2018

P&A
Grant Thornton

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

T +63 2 8988 2288

Report of Independent Auditors

The Board of Directors and Stockholders
Global-Estate Resorts, Inc. and Subsidiaries
(A Subsidiary of Megaworld Corporation)
16th Floor, Alliance Global Tower
36th Street cor. 11th Avenue
Uptown Bonifacio, Taguig City

Opinion

We have audited the consolidated financial statements of Global-Estate Resorts, Inc. and subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2020 and 2019, and consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for each of the three years in the period ended December 31, 2020, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2020 and 2019, and its consolidated financial performance and its consolidated cash flows for each of the three years in the period ended December 31, 2020 in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Code of Ethics for Professional Accountants in the Philippines (Code of Ethics) together with the ethical requirements that are relevant to our audits of the consolidated financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to Note 1 to the financial statements, which describes management's assessment of the continuing impact on the Group's consolidated financial statements of the business disruption brought by the COVID-19 pandemic. Our opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

(a) Revenue Recognition on Real Estates Sales and Determination of Related Costs

Description of the Matter

The Group’s revenue recognition process, policies and procedures on real estate sales are significant to our audit because these involve the application of significant judgment and estimation. In addition, real estate sales and costs of real estate sales amounted to P3.6 billion or 69.6% of the consolidated revenues and income and P1.5 billion or 47.4% of consolidated cost and expenses, respectively, for the year ended December 31, 2020. Areas affected by revenue recognition, which requires significant judgments and estimates, include determining when a contract will qualify for revenue recognition and measuring the progress of the development of real estate projects which defines the amount of revenue to be recognized and determining the amount of actual costs incurred as cost of real estate sales. An error in the application of the requirements of the revenue recognition standard, and management judgment and estimate could cause a material misstatement in the consolidated financial statements.

The Group’s policy for revenue recognition on real estate sales, and the basis of significant judgments and estimates are disclosed in Notes 2 and 3 to the consolidated financial statements. The breakdown of real estate sales and costs of real estate sales are also disclosed in Notes 19 and 22, respectively, to the consolidated financial statements.

How the Matter was Addressed in the Audit

We have obtained an understanding of the revenue recognition policy regarding real estate sales transactions and the related significant business processes of the Group.

Our procedures in testing the appropriateness and proper application of the Group’s revenue recognition policy and process include understanding the policies and procedures applied to revenue recognition, as well as compliance therewith, including an assessment of the design effectiveness of controls related to revenue recognition processes employed by the Group. We also performed tests of mathematical accuracy and completeness of supporting contract summary, examination of supporting documents of a sample of agreements, and performing overall analytical review of actual results.

In addressing the risks of material misstatements in revenue recognition, we have performed inspection of sample agreements for compliance with a set of criteria for revenue recognition and testing of controls over contract approval. We have also tested the reasonableness of management's judgment in determining the probability of collection of the consideration in a contract which involves a historical analysis of customer payment pattern and behavior.

Relative to the Group's measurement of progress towards complete satisfaction of performance obligation using the input method, we have tested the progress reported for the year in reference to the actual costs incurred relative to the total budgeted project development costs. Our procedures include test of controls over recognition and allocation of costs of projects and direct examination of supporting documents. We have also performed physical inspection of selected projects under development to assess if the completion based on costs is not inconsistent with the physical completion of the project. In testing the reasonableness of budgetary estimates, we have ascertained the qualification of project engineers who prepared the budgets and reviewed the actual performance of completed projects with reference of their budgeted costs.

In relation to cost of real estate sales, we obtained an understanding of the Group's cost accumulation process and performed tests of the design and operating effectiveness of relevant controls with respect to the revenue and cost processes. On a sampling basis, we traced costs accumulated to supporting documents such as invoices and accomplishment reports from the contractors and official receipts.

(b) Impairment of Property and Equipment and Investment Properties

Description of the Matter

The Group's hotel operations segment continues to be adversely affected by the lower number of guests and reduced room rates as a consequence of certain measures implemented by the Philippine government in response to the COVID-19 pandemic, which significantly impacted the revenues reported for this segment. Moreover, the Group's rental segment, both office and retail, are also affected due to temporary closures of non-essential stores during community quarantine, reduced foot traffic and lease concessions. The impairment of real properties under the hotel operations and rental segments is significant to our audit because the aforementioned events and conditions are impairment indicators requiring the assessment of the recoverable amount of the property and equipment and investment properties, which involves significant judgment, estimation and assumptions. In addition, because of the COVID-19 pandemic, there is a heightened level of uncertainty on the future economic outlook and market forecast. Real properties under hotel operations (part of property and equipment) and rental segments (part of investment properties) amounted to P623.9 million and P5.9 billion, respectively, or 1.2% and 11.6% of consolidated total assets as of December 31, 2020.

The Group's policy for impairment of non-financial assets, which include property and equipment and investment properties, are more fully described in Note 2 to the consolidated financial statements. The significant judgments applied and estimates used by management related to impairment of non-financial assets are more fully described in Note 3 to the consolidated financial statements. The segment information, carrying amount of investment properties and carrying amount of property and equipment and are disclosed in Notes 4, 11 and 12, respectively.

How the Matter was Addressed in the Audit

Our audit procedures to address the risk of impairment of property and equipment and investment properties included the following:

- Understood the Group's process in making accounting judgments and estimates relating to impairment of non-financial assets, particularly in the determination of recoverable amount of real properties under hotel operations and rental segments, and determining whether there has been or ought to have been a change from the prior period in the method, judgment and assumptions used by the Group relating to the measurement of the recoverable amounts of investment properties and property and equipment;

- Involved the work of firm experts in testing the appropriateness of the assumptions and methodology used in determining the value-in-use, which include the appropriateness of the pre-tax discount rate and growth rates, and reasonableness of the cash flow projections prepared by management, including consideration of the impact of COVID-19 on the room rates, occupancy rates, lease rates and lease restructuring and terminations; and,

- Performed sensitivity analysis on the calculation to determine whether a reasonably possible change in assumptions could cause the carrying amount of the property and equipment and investment properties to exceed their recoverable amount.

(c) Conduct of Remote Audit

Description of the Matter

The COVID-19 pandemic has prompted management and the audit team to have most of the audit conducted remotely. The current working arrangements are relevant and significant to our audit since it created an increased risk of material misstatement due to less in-person communication with the Group's management and personnel, and lack of access to the physical records and original documents. Given the changes in how the audit was performed, the audit necessitated exercising enhanced professional skepticism.

How the Matter was Addressed in the Audit

Our audit procedures to address the risk of performing a significant portion of the audit remotely included the following:

- Considered the nature of the engagement and the engagement team's knowledge of the entity and its environment when we decided whether it is possible to perform a significant portion of the audit remotely;

- Intensified the application of PSA requirements, especially in respect of providing proper supervision and review;

- Obtained information through electronic means, which included sending and receiving of confirmation electronically, obtaining calculations in electronic form to check the mathematical accuracy, scanning of hard-copy items for review and using real-time inspection technology such as video and screen-sharing;

- Determined the reliability of audit evidence provided electronically using enhanced professional skepticism and techniques designed to reinforce the skills of assistants in evaluating audit evidence obtained electronically;

- Performed inquiries through video conference calls in order to more effectively assess the facial expressions and body language of people being interviewed as well as to make the interaction more effective; and,

- Adhered to and applied strictly the Firm's reinforced and enhanced quality control process.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Group's Securities and Exchange Commission (SEC) Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2020, but does not include the consolidated financial statements and our auditors' report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report for the year ended December 31, 2020 are expected to be made available to us after the date of this auditors' report.

Our opinion on the consolidated financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence and, where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audits resulting in this independent auditors' report is Renan A. Piamonte.

PUNONGBAYAN & ARAULLO

By: Renan A. Piamonte
Partner

CPA Reg. No. 0107805
TIN 221-843-037
PTR No. 8533237, January 4, 2021, Makati City
SEC Group A Accreditation
Partner - No. 107805-SEC (until Dec. 31, 2023)
Firm - No. 0002 (until Dec. 31, 2024)
BIR AN 08-002511-037-2019 (until Sept. 4, 2022)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

April 6, 2021

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
(A Subsidiary of Megaworld Corporation)
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2020 AND 2019
(With Corresponding Figures as of January 1, 2019)
(Amounts in Philippine Pesos)

	Notes		December 31, 2020		December 31, 2019 (As Restated – see Note 2)		January 1, 2019 (As Restated – see Note 2)
A S S E T S							
CURRENT ASSETS							
Cash and cash equivalents	5	**P**	**2,239,105,042**	P	2,621,473,415	P	1,771,302,129
Trade and other receivables - net	6		**7,078,288,731**		6,209,875,485		4,987,145,560
Contract assets	19		**1,936,273,057**		1,170,459,539		2,394,582,192
Advances to real estate property owners	9		**217,433,954**		216,002,876		185,671,144
Advances to related parties	25		**717,625,029**		877,657,824		765,235,996
Inventories - net	7		**18,221,005,862**		18,113,657,372		17,933,958,120
Prepayments and other current assets - net	8		**3,268,871,910**		3,243,469,287		2,711,194,521
Total Current Assets			**33,678,603,585**		32,452,595,798		30,749,089,662
NON-CURRENT ASSETS							
Trade and other receivables - net	6		**2,143,693,587**		2,912,871,916		1,011,835,265
Contract assets	19		**857,722,890**		372,090,385		1,135,598,493
Advances to real estate property owners	9		**1,066,134,052**		1,064,682,154		1,054,255,698
Investments in associates - net	10		**732,027,425**		732,147,690		841,219,811
Investment property - net	11		**10,824,754,225**		10,784,728,402		10,537,727,720
Property and equipment - net	12		**940,361,431**		1,014,528,721		835,946,902
Right-of-use assets - net	13		**128,232,911**		168,872,252		228,066,600
Other non-current assets - net	14		**189,697,156**		265,221,717		268,635,110
Total Non-current Assets			**16,882,623,677**		17,315,143,237		15,913,285,599
TOTAL ASSETS		**P**	**50,561,227,262**	P	49,767,739,035	P	46,662,375,261

	Notes	December 31, 2020	December 31, 2019 (As Restated – see Note 2)	January 1, 2019 (As Restated – see Note 2)
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Interest-bearing loans	15	**P 1,470,588,240**	P 1,555,555,898	P 1,574,466,462
Trade and other payables	16	**3,338,759,931**	3,950,962,606	3,525,731,421
Contract liabilities	19	**472,550,220**	657,575,886	272,728,734
Due to joint venture partners	17	**410,467,353**	356,227,254	395,424,643
Advances from related parties	25	**916,543,597**	1,001,596,228	1,001,894,838
Redeemable preferred shares	26	**251,597,580**	251,597,580	251,597,580
Customers' deposits	2	**1,114,701,002**	1,237,825,216	961,429,898
Lease liabilities	13	**46,816,744**	64,456,834	115,312,953
Total Current Liabilities		**8,022,024,667**	9,075,797,502	8,098,586,529
NON-CURRENT LIABILITIES				
Interest-bearing loans	15	**3,863,970,580**	3,468,750,000	2,486,305,898
Contract liabilities	19	**327,009,832**	575,066,812	796,103,382
Redeemable preferred shares	26	**251,597,580**	503,195,160	754,792,740
Customers' deposits	2	**182,764,669**	109,903,499	221,175,156
Retirement benefit obligation	23	**125,775,212**	107,158,224	49,995,320
Deferred tax liabilities - net	24	**2,078,888,861**	1,566,791,164	1,380,501,527
Lease liabilities	13	**426,818,577**	429,834,849	494,944,573
Other non-current liabilities	18	**731,137,402**	682,643,250	967,138,098
Total Non-current Liabilities		**7,987,962,713**	7,443,342,958	7,150,956,694
Total Liabilities		**16,009,987,380**	16,519,140,460	15,249,543,223
EQUITY				
Equity attributable to shareholders of the Parent Company:				
Capital stock	26	**10,986,000,000**	10,986,000,000	10,986,000,000
Additional paid-in capital		**4,747,739,274**	4,747,739,274	4,747,739,274
Revaluation reserves		**7,628,466**	5,267,483	37,130,791
Retained earnings	26	**12,906,744,489**	11,819,907,993	10,329,960,376
		28,648,112,229	27,558,914,750	26,100,830,441
Non-controlling interest	10	**5,903,127,653**	5,689,683,825	5,312,001,597
Total Equity		**34,551,239,882**	33,248,598,575	31,412,832,038
TOTAL LIABILITIES AND EQUITY		**P 50,561,227,262**	P 49,767,739,035	P 46,662,375,261

See Notes to Consolidated Financial Statements.

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
(A Subsidiary of Megaworld Corporation)
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2020	2019 (As Restated – see Note 2)	2018 (As Restated – see Note 2)
REVENUES AND INCOME				
Real estate sales	6, 19	**P 3,614,255,530**	P 5,906,525,172	P 6,306,004,632
Rental income	11, 19	**619,359,588**	746,691,845	426,536,057
Marketing fees	9	**314,157,595**	180,867,447	156,893,125
Hotel operations	19	**201,209,745**	813,928,144	223,958,354
Service income	2	**124,218,552**	172,020,165	134,709,245
Finance and other income	20	**322,396,825**	287,307,555	208,856,924
Gain on sale of investment in associate	10	**-**	188,514,452	-
		5,195,597,835	8,295,854,780	7,456,958,337
COSTS AND EXPENSES				
Cost of real estate sales	22	**1,538,459,693**	2,794,278,385	3,018,683,870
Cost of rentals and services	22	**317,293,791**	331,144,642	202,125,585
Cost of hotel operations	22	**113,669,079**	442,819,864	158,162,392
Other operating expenses	21	**1,122,279,497**	1,737,131,547	1,292,381,362
Finance costs and other charges	20	**156,338,409**	280,829,826	249,468,159
Equity share in net losses of associates	10	**120,265**	101,665	183,393
		3,248,160,734	5,586,305,929	4,921,004,761
PROFIT BEFORE TAX		**1,947,437,101**	2,709,548,851	2,535,953,576
TAX EXPENSE	24	**647,156,777**	792,811,959	811,666,522
NET PROFIT		**1,300,280,324**	1,916,736,892	1,724,287,054
OTHER COMPREHENSIVE INCOME (LOSS)				
Remeasurements of retirement benefit plan	23	**3,372,833**	(45,519,012)	27,619,383
Tax income (expense)	24	**(1,011,850)**	13,655,704	(6,663,399)
		2,360,983	(31,863,308)	20,955,984
TOTAL COMPREHENSIVE INCOME		**P 1,302,641,307**	P 1,884,873,584	P 1,745,243,038
Net profit attributable to:				
Parent Company's shareholders		**P 1,086,836,496**	P 1,489,054,664	P 1,495,316,796
Non-controlling interest		**213,443,828**	427,682,228	228,970,258
		P 1,300,280,324	P 1,916,736,892	P 1,724,287,054
Total comprehensive income attributable to:				
Parent Company's shareholders		**P 1,089,197,479**	P 1,457,191,356	P 1,516,272,780
Non-controlling interest		**213,443,828**	427,682,228	228,970,258
		P 1,302,641,307	P 1,884,873,584	P 1,745,243,038
EARNINGS PER SHARE	27			
Basic		**P 0.099**	P 0.136	P 0.136
Diluted		**P 0.096**	P 0.131	P 0.132

See Notes to Consolidated Financial Statements.

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
(A Subsidiary of Megaworld Corporation)
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Philippine Pesos)

	Attributable to Owners of the Parent Company						
	Capital Stock (See Note 26)	**Additional Paid-in Capital**	**Revaluation Reserves** (See Note 23)	**Retained Earnings** (See Notes 2 and 26)	**Total**	**Non-controlling Interest** (See Note 26)	**Total Equity**
Balance at January 1, 2020	P 10,986,000,000	P 4,747,739,274	P 5,267,483	P 11,819,907,993	P 27,558,914,750	P 5,689,683,825	P 33,248,598,575
Total comprehensive income for the year	-	-	2,360,983	1,086,836,496	1,089,197,479	213,443,828	1,302,641,307
Balance at December 31, 2020	**P 10,986,000,000**	**P 4,747,739,274**	**P 7,628,466**	**P 12,906,744,489**	**P 28,648,112,229**	**P 5,903,127,653**	**P 34,551,239,882**
Balance at January 1, 2019							
As previously reported	P 10,986,000,000	P 4,747,739,274	P 37,130,791	P 10,077,036,216	P 25,847,906,281	P 5,312,001,597	P 31,159,907,878
Effect of application of PFRS 16	-	-	-	252,924,160	252,924,160	-	252,924,160
As restated	10,986,000,000	4,747,739,274	37,130,791	10,329,960,376	26,100,830,441	5,312,001,597	31,412,832,038
Share-based employee compensation	-	-	-	892,953	892,953	-	892,953
Cash dividends	-	-	-	-	-	(50,000,000)	(50,000,000)
Total comprehensive income for the year	-	-	(31,863,308)	1,489,054,664	1,457,191,356	427,682,228	1,884,873,584
Balance at December 31, 2019	P 10,986,000,000	P 4,747,739,274	P 5,267,483	P 11,819,907,993	P 27,558,914,750	P 5,689,683,825	P 33,248,598,575
Balance at January 1, 2018	P 10,986,000,000	P 4,747,739,274	P 16,174,807	P 8,578,412,262	P 24,328,326,343	P 5,103,106,874	P 29,431,433,217
Share-based employee compensation	-	-	-	3,307,158	3,307,158	-	3,307,158
Cash dividends	-	-	-	-	-	(20,075,535)	(20,075,535)
Total comprehensive income for the year	-	-	20,955,984	1,495,316,796	1,516,272,780	228,970,258	1,745,243,038
Balance at December 31, 2018	P 10,986,000,000	P 4,747,739,274	P 37,130,791	P 10,077,036,216	P 25,847,906,281	P 5,312,001,597	P 31,159,907,878

See Notes to Consolidated Financial Statements.

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
(A Subsidiary of Megaworld Corporation)
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2020	2019	2018
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		**P 1,947,437,101**	P 2,709,548,851	P 2,535,953,576
Adjustments for:				
Depreciation and amortization	21	**358,960,101**	352,579,942	195,819,007
Finance income	20	**(164,191,512)**	(159,732,966)	(134,799,289)
Finance costs	20	**131,202,017**	236,057,259	205,395,234
Equity share in net losses of associates	10	**120,265**	101,665	183,393
Impairment losses	8, 10, 25	**-**	93,552,635	18,675,002
Gain on sale of investment in associate	10	**-**	(188,514,452)	-
Share-based employee compensation	26	**-**	892,953	3,307,158
Gain on bargain purchase	1	**-**	-	(10,774,664)
Operating profit before working capital changes		**2,273,527,972**	3,044,485,887	2,813,759,417
Decrease (increase) in trade and other receivables		**112,733,580**	(3,001,311,234)	(1,872,836,011)
Decrease (increase) in contract assets		**(1,281,574,607)**	1,987,630,761	(1,169,646,617)
Decrease (increase) in inventories		**22,106,519**	(300,588,211)	598,110,398
Decrease (increase) in prepayments and other current assets		**(214,388,451)**	(1,127,026,225)	244,137,247
Decrease (increase) in advances to real estate property owners		**51,357,123**	(79,955,577)	(58,745,996)
Increase (decrease) in trade and other payables		**(451,545,023)**	542,494,885	574,954,340
Increase (decrease) in contract liabilities		**(433,082,646)**	163,810,582	88,237,057
Increase (decrease) in customers' deposits		**(50,263,044)**	165,123,661	(288,605,799)
Increase in retirement benefit obligation		**21,989,821**	7,234,860	10,512,214
Increase (decrease) in other non-current liabilities		**48,494,152**	(286,031,117)	126,622,966
Cash generated from operations		**99,355,396**	1,115,868,272	1,066,499,216
Interest received		**39,897,286**	38,813,894	108,490,206
Interest paid		**(249,512,260)**	(324,023,530)	(272,173,519)
Cash paid for income taxes		**(163,838,514)**	(163,890,165)	(125,823,877)
Net Cash From (Used in) Operating Activities		**(274,098,092)**	666,768,471	776,992,026
CASH FLOWS FROM INVESTING ACTIVITIES				
Additions to:				
Investment property	11	**(236,252,651)**	(332,932,921)	(1,135,608,754)
Property and equipment	12	**(9,584,509)**	(121,987,813)	(66,616,825)
Collections of advances to related parties	25	**189,176,412**	103,637,827	393,915,633
Decrease in other non-current assets		**75,524,561**	3,413,393	5,404,331
Cash advances granted to related parties	25	**(29,143,617)**	(304,494,937)	(153,787,928)
Proceeds from disposals of property and equipment	12	**17,143**	699,184	14,256
Proceeds from sale of investment in associate	10	**-**	297,484,908	-
Net Cash Used in Investing Activities		**(10,262,661)**	(354,180,359)	(956,679,287)
Balance brought forward		**(P 284,360,753)**	P 312,588,112	(P 179,687,261)

	Notes	2020	2019	2018
Balance carried forward		**(P 284,360,753)**	P 312,588,112	(P 179,687,261)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from availment of interest-bearing loans	33	**2,000,000,000**	2,500,000,000	50,000,000
Repayments of interest-bearing loans	33	**(1,689,747,078)**	(1,536,466,462)	(1,045,157,127)
Redemption of preferred shares	26	**(251,597,580)**	(251,597,580)	(251,597,580)
Repayments of advances from related parties	25	**(94,707,395)**	(103,187,691)	(340,289,172)
Repayment of lease liabilities	33	**(63,023,129)**	(115,965,842)	-
Cash advances obtained from related parties	25	**1,067,562**	94,800,749	395,008,400
Cash dividends paid		**-**	(50,000,000)	(20,075,535)
Net Cash From (Used in) Financing Activities		**(98,007,620)**	537,583,174	(1,212,111,014)
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(382,368,373)**	850,171,286	(1,391,798,275)
NET INCREASE IN CASH DUE TO ACQUISITION OF A SUBSIDIARY		**-**	-	4,922,420
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**2,621,473,415**	1,771,302,129	3,158,177,984
CASH AND CASH EQUIVALENTS AT END OF YEAR		**P 2,239,105,042**	P 2,621,473,415	P 1,771,302,129

Supplemental Information on Non-cash Investing and Financing Activities:

(1) In the normal course of business, the Group enters into non-cash transactions such as exchanges or purchases on account of real estate and other assets. Moreover, reclassifications of inventories, property and equipment, and investment property have been made. These non-cash activities are not reflected in the consolidated statements of cash flows (see Notes 7, 11 and 12).

(2) In 2020, the Group recognized right-of-use assets and lease liabilities amounting to P105.1 million and P95.2 million, respectively. In 2019, the Group recognized right-of-use assets and lease liabilities amounting to P228.1 million and P610.3 million, respectively (see Notes 13 and 33).

See Notes to Consolidated Financial Statements.

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
(A Subsidiary of Megaworld Corporation)
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
DECEMBER 31, 2020 AND 2019
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

Global-Estate Resorts, Inc. (the Company or GERI) was incorporated in the Philippines on May 18, 1994. It is primarily engaged in the development of integrated tourism and leisure estates, and integrated lifestyle communities with residential, retail, hotel and/or leisure components. The Company also engages in land acquisitions and maintains an inventory of raw land for future development.

On December 2, 2020, the Company's Board of Directors (BOD) approved the change of the Company's registered office address from 16th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City to 9th floor Eastwood Global Plaza Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City. As of the date of approval for issuance of the financial statements, the approval of the Company's application for transfer of registered principal office to Philippine Securities and Exchange Commission (SEC) is still pending. Moreover, the Company is in the process of submitting its application for the transfer of registered principal office with the Bureau of Internal Revenue (BIR).

The Company is a subsidiary of Megaworld Corporation (Megaworld or the parent company) with an ownership interest of 82.31%. Megaworld is 67.00% owned by Alliance Global Group, Inc. (AGI), the Company's ultimate parent company.

Megaworld was incorporated in the Philippines primarily to engage in the development of large scale, mixed-use planned communities or townships that integrate residential, commercial, leisure and entertainment components. Megaworld is presently engaged in property-related activities such as product design, construction and property management. Megaworld's real estate portfolio includes residential condominium units, subdivision lots and townhouses, as well as office projects and retail spaces. The registered office of Megaworld, which is also its principal place of business, is located at the 30th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City.

AGI is a holding company with diversified investments in real estate, food and beverage, manufacturing, quick service restaurants and tourism-oriented businesses. AGI's registered office, which is also its primary place of business, is located at the 7th Floor, 1880 Eastwood Avenue, Eastwood City CyberPark, 188 E. Rodriguez Jr. Avenue, Quezon City.

The shares of stock of the Company, Megaworld and AGI are listed at the Philippine Stock Exchange (PSE).

1.1 Composition of the Group

The Company holds interests in the following subsidiaries and associates (collectively, together with the Company, hereinafter referred to as the Group):

Subsidiaries/Associates	Explanatory Notes	Percentage of Ownership 2020	2019	2018
Subsidiaries:				
Fil-Estate Properties, Inc. (FEPI)		**100%**	100%	100%
Aklan Holdings Inc. (AHI)	(a)	**100%**	100%	100%
Blue Sky Airways, Inc. (BSAI)	(a)	**100%**	100%	100%
Fil-Estate Subic Development Corp. (FESDC)	(a)	**100%**	100%	100%
Fil-Power Construction Equipment Leasing Corp. (FPCELC)	(a)	**100%**	100%	100%
Golden Sun Airways, Inc. (GSAI)	(a)	**100%**	100%	100%
La Compaña De Sta. Barbara, Inc. (LCSBI)	(a)	**100%**	100%	100%
MCX Corporation (MCX)	(a)	**100%**	100%	100%
Pioneer L-5 Realty Corp. (PLRC)	(a)	**100%**	100%	100%
Prime Airways, Inc. (PAI)	(a)	**100%**	100%	100%
Sto. Domingo Place Development Corp. (SDPDC)	(a)	**100%**	100%	100%
Fil-Power Concrete Blocks Corp. (FPCBC)	(a)	**100%**	100%	100%
Fil-Estate Industrial Park, Inc. (FEIPI)	(a)	**79%**	79%	79%
Sherwood Hills Development Inc. (SHDI)	(a)	**55%**	55%	55%
Fil-Estate Golf and Development, Inc. (FEGDI)		**100%**	100%	100%
Golforce, Inc. (Golforce)	(b)	**100%**	100%	100%
Southwoods Ecocentrum Corp. (SWEC)	(b)	**60%**	60%	60%
Philippine Aquatic Leisure Corp. (PALC)	(c)	**60%**	60%	60%
Fil-Estate Urban Development Corp. (FEUDC)		**100%**	100%	100%
Novo Sierra Holdings Corp. (NSHC)		**100%**	100%	100%
Elite Communities Property Services, Inc. (ECPSI)	(d)	**100%**	100%	100%
Savoy Hotel Boracay, Inc.	(e)	**100%**	100%	-
Belmont Hotel Boracay, Inc.	(e)	**100%**	100%	-
Megaworld Global-Estate, Inc. (MGEI)	(f)	**60%**	60%	60%
Twin Lakes Corp. (TLC)		**51%**	51%	51%
Twin Lakes Hotel, Inc. (TLHI)	(g)	**51%**	51%	51%
Oceanfront Properties, Inc. (OPI)		**50%**	50%	50%
Global Homes and Communities, Inc. (GHCI)		**100%**	100%	100%
Southwoods Mall, Inc. (SMI)		**51%**	51%	51%
Associates:				
Fil-Estate Network, Inc. (FENI)		**20%**	20%	20%
Fil-Estate Sales, Inc. (FESI)		**20%**	20%	20%
Fil-Estate Realty and Sales Associates Inc. (FERSAI)		**20%**	20%	20%
Fil-Estate Realty Corp. (FERC)		**20%**	20%	20%
Nasugbu Properties, Inc. (NPI)	(h)	**14%**	14%	14%
Boracay Newcoast Hotel Group, Inc. (BNHGI)	(h, i)	**-**	-	15%

Non-controlling interests (NCI) in 2020, 2019 and 2018 represent the interests not held by the Group in FEIPI, SHDI, SWEC, PALC, MGEI, TLC, TLHI, OPI and SMI (see Note 10.2).

All subsidiaries and associates were incorporated in the Philippines, operate within the country and are engaged in businesses related to the main business of the Company.

Explanatory notes:

(a) Subsidiaries of FEPI; percentage ownership represents effective ownership of GERI.

(b) Subsidiaries of FEGDI; percentage ownership represents effective ownership of GERI.

(c) Subsidiary of SWEC.

(d) Subsidiary acquired in 2018. ECPSI is engaged primarily to manage and administer real estate properties.

(e) Subsidiaries engaged primarily to operate and manage resort hotels.

(f) Subsidiary acquired in prior years primarily to market the Group's projects.

(g) A subsidiary of TLC. TLHI was incorporated in 2018 to operate Twin Lakes Hotel, one of the real estate projects of TLC.

(h) Associates because GERI has a representation in the BOD.

(i) In 2019, FEPI fully sold its remaining ownership interest in BNHGI.

1.2 Business Combinations

On January 2, 2018, the Company acquired 100% of the issued shares of ECPSI to manage and administer the Group's real estate properties as disclosed in Note 1.1. Aggregate information at acquisition date is as follows:

Fair value of assets acquired:	
Cash	P 5,109,920
Trade and other receivables	43,694,405
Prepayments and other current assets	582,725
Property and equipment – net	2,024,638
	51,411,688
Fair value of liabilities assumed	(40,449,524)
Fair value of net assets	10,962,164
Fair value of consideration transferred	(187,500)
Gain on bargain purchase	P 10,774,664

The fair value of trade and other receivables approximate their carrying amounts since these are short-term in nature. None of the receivables have been impaired and it's expected that the full outstanding balance can be collected. The gain on bargain purchase is presented under Finance and Other Income account in the 2018 consolidated statement of comprehensive income (see Note 20.1).

ECPSI's revenues and net loss since the acquisition date included in the 2018 consolidated statement of comprehensive income amounted to P11.1 million and P10.2 million, respectively.

There is no business acquisition in 2020 and 2019.

1.3 Impact of COVID-19 Pandemic on the Group's Business

The COVID-19 pandemic started to become widespread in the Philippines in early March 2020. The measures taken by the government to contain the virus have affected economic conditions and the Group's business operations.

The following are the impact of the COVID-19 pandemic to the Group's businesses:

Real Estate Sales

Real estate sales ended 39% or P2,292.3 million lower due to limited selling activities and restricted construction activities. Other observations are presented below.

- suspension of construction activities during the enhanced community quarantine (ECQ) period which slowly resumed as the quarantine protocols are relaxed; and,
- deferment of certain new project launches for 2020 as work stoppage on-site could result in delayed project completion.

Lease of Office and Commercial Spaces

Rental income dropped by 17% or P127.3 million primarily due to closure of mall and commercial spaces, rent concessions and lower foot traffic upon reopening. Other observable impact are presented below.

- registration of early termination and restructuring of lease contracts;
- temporary mall closures, with the exception of essential establishments, due to various community quarantine measures, resulting in a decline in foot traffic;
- approximately 70% of total leasable area was unable to operate during the ECQ. Mall operations gradually resumed operations thereafter; and,
- waiver of rental charges of tenants and retail partners on its mall and commercial centers for a certain period of time.

Hotel Operations

Hotel revenues shrank by 75% or P612.7 million as a result of temporary closure of hotels, travel bans and limited hotel operations in accordance with quarantine guidelines. Occupancy rates dropped significantly due to travel restrictions and cancellation of bookings and meetings, conventions and exhibitions activities.

In response to these matters, the Group has taken the following actions:

- maximized use of digital platforms to sell real estate projects in order to limit face to face engagements;
- focused on sale of residential and commercial lots outside Metro Manila to meet a robust demand of these products;
- assisted tenants in implementing social distancing measures;
- expanded outdoor dining areas in lifestyle malls to meet customer demand for alfresco dining;
- continued working closely with tenants to determine and address their needs; and,
- launched E-Concierge, a mobile application that allows contactless interaction between guests and hotel staff from check-in to check-out, including virtual ordering of food from various food and beverage outlets inside the hotels.

Based on the above actions and measures taken by management to mitigate the adverse effect of the pandemic, it projects that the Group would continue to report positive results of operations and would remain liquid to meet current obligation as it falls due. Accordingly, management has not determined material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

1.4 Approval of the Consolidated Financial Statements

The consolidated financial statements of the Group as of and for the year ended December 31, 2020 (including the comparative consolidated financial statements as of December 31, 2019 and for the years ended December 31, 2019 and 2018 and the corresponding figures as of January 1, 2019) were authorized for issue by the Company's BOD on April 6, 2021.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarized below and in the succeeding pages. The policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Consolidated Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS), which include the availment of the financial reporting reliefs issued and approved by the SEC as discussed in Note 2.2(c). PFRS are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board, and approved by the Philippine Board of Accountancy (BOA).

The consolidated financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Consolidated Financial Statements

The consolidated financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Group presents all items of income and expenses in a single consolidated statement of comprehensive income.

The Group presents a third consolidated statement of financial position at the beginning of the preceding period when it applies an accounting policy retrospectively or makes a retrospective restatement or reclassification of items that has a material effect on the information in the consolidated statement of financial position at the beginning of the preceding period. The related notes to third consolidated statement of financial position are not required to be disclosed.

The Group reclassified its Due to joint venture partners amounting to P356.2 million in 2019 and P395.4 million in 2018 (see Note 17) from Non-Current Liabilities to Current Liabilities to reflect its proper classification. As a result, the Group presented a third statement of financial position. The reclassification did not have any significant impact on the consolidated statements of comprehensive income and consolidated statements of cash flows.

Moreover in 2020, the Company changed its classification of Day-one losses, previously presented as part of Finance Costs and Other Charges account, as a reduction against the Real Estate Sales account. Day-one losses arise from the remeasurement of noninterest-bearing real estate sales (see Note 6). Marketing fees previously classified as part of Finance and Other Income account was also reclassified as a separate line item under the Revenues and Income section. The reclassifications were made to conform to the current year presentation and classification of accounts.

The effect of prior period reclassifications on Due to joint venture partners on the consolidated statements of financial position as of December 31, 2019 and January 1, 2019 is presented below.

	As Previously Reported	Effect of Change in Presentation and Classification	As Restated
December 31, 2019			
Changes in current liabilities–			
Due to joint venture partners	P -	P 356,227,254	P 356,227,254
Changes in non-current liabilities–			
Due to joint venture partners	356,227,254	(356,227,254)	-
		P -	
January 1, 2019			
Changes in current liabilities–			
Due to joint venture partners	P -	P 395,424,643	P 395,424,643
Changes in non-current liabilities–			
Due to joint venture partners	395,424,643	(395,424,643)	-
		P -	

The effect of prior period reclassifications on certain line items on the consolidated statements of comprehensive income for the years ended December 31, 2019 and 2018 is presented below.

	As Previously Reported	Effect of Change in Presentation and Classification	As Restated
December 31, 2019			
Change in revenues and income :			
Real estate sales	P 6,062,091,916	(P 155,566,744)	P 5,906,525,172
Marketing fees	-	180,867,447	180,867,447
Finance and other income	468,175,002	(180,867,447)	287,307,555
Changes in costs and expenses –			
Finance costs and other charges	436,396,570	(155,566,744)	280,829,826
		(P -)	
December 31, 2018			
Change in revenues and income :			
Real estate sales	P 6,370,555,422	(P 64,550,790)	P 6,306,004,632
Marketing fees	-	156,893,125	156,893,125
Finance and other income	365,750,049	(156,893,125)	208,856,924
Changes in costs and expenses –			
Finance costs and other charges	314,018,949	(64,550,790)	249,468,159
		P -	

The reclassification did not have any significant impact on the consolidated statements of cash flows for the years ended December 31, 2019 and 2018.

(c) Functional and Presentation Currency

These consolidated financial statements are presented in Philippine pesos, the Group's presentation and functional currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the consolidated financial statements of the Group are measured using its functional currency, the currency of the primary economic environment in which the Group operates.

2.2 Adoption of New and Amended PFRS

(a) Effective in 2020 that are Relevant to the Group

The Group adopted for the first time the following revisions to existing conceptual framework and amendments to existing standards, which are mandatorily effective for annual periods beginning on or after January 1, 2020:

Conceptual Framework	:	Revised Conceptual Framework for Financial Reporting
PAS 1 and PAS 8 (Amendments)	:	Presentation of Financial Statements and Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material
PFRS 3 (Amendments)	:	Business Combinations – Definition of a Business
PFRS 7 and PFRS 9 (Amendments)	:	Financial Instruments: Disclosures and Financial Instruments – Interest Rate Benchmark Reform

Discussed below and in the succeeding page are the relevant information about these pronouncements.

(i) *Revised Conceptual Framework for Financial Reporting.* The revised conceptual framework will be used in standard-setting decisions with immediate effect. Key changes include (a) increasing the prominence of stewardship in the objective of financial reporting, (b) reinstating prudence as a component of neutrality, (c) defining a reporting entity, which may be a legal entity, or a portion of an entity, (d) revising the definitions of an asset and a liability, (e) removing the probability threshold for recognition and adding guidance on derecognition, (f) adding guidance on different measurement basis, and, (g) stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance or faithful representation of the financial statements. The application of the revised conceptual framework had no significant impact on the Group's consolidated financial statements.

(ii) PAS 1 (Amendments), *Presentation of Financial Statements*, and PAS 8 (Amendments), *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material* (effective from January 1, 2020). The amendments provide a clearer definition of 'material' in PAS 1 by including the concept of 'obscuring' material information with immaterial information as part of the new definition, and clarifying the assessment threshold (i.e., misstatement of information is material if it could reasonably be expected to influence decisions made by primary users, which consider the characteristic of those users as well as the entity's own circumstances). The definition of material in PAS 8 has been accordingly replaced by reference to the new definition in PAS 1. In addition, amendment has also been made in other standards that contain definition of material or refer to the term 'material' to ensure consistency. The application of these amendments had no impact on the Group's consolidated financial statements.

(iii) PFRS 3 (Amendments), *Business Combinations – Definition of a Business*. The amended definition of a business requires an acquisition to include an input and a substantive process that together significantly contribute to the ability to create outputs. The definition of the term 'outputs' is amended to focus on goods and services provided to customers, generating investment income and other income, and it excludes returns in the form of lower costs and other economic benefits. Also, the amendments will likely result in more acquisitions being accounted for as asset acquisitions. The application of these amendments had no impact on the Group's consolidated financial statements.

(iv) PFRS 7 (Amendments), *Financial Instruments: Disclosures*, and PFRS 9 (Amendments), *Financial Instruments – Interest Rate Benchmark Reform*. The amendments clarify that an entity would continue to apply certain hedge accounting requirements assuming that the interest rate benchmark on which the hedged cash flows and cash flows from the hedging instrument are based will not be altered as a result of interest rate benchmark reform. The application of these amendments had no significant impact on the Group's consolidated financial statements.

(b) Effective Subsequent to 2020 but not Adopted Early

There are pronouncements effective for annual periods subsequent to 2020, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PFRS 16 (Amendments), *Leases – COVID-19-Related Rent Concessions* (effective from June 30, 2020). The amendments permit lessees, as a practical expedient, not to assess whether particular rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and instead to account for those rent concessions as if they are not lease modifications. The Group did not opt to early adopt the amendments as there are no material rent concessions as a direct consequence of COVID-19 pandemic wherein the Group is the lessee.

(ii) PFRS 3 (Amendments), *Business Combination – Reference to the Conceptual Framework* (effective from January 1, 2022). The amendments update an outdated reference to the Conceptual Framework in PFRS 3 without significantly changing the requirements in the standard.

(iii) PAS 16 (Amendments), *Property, Plant and Equipment – Proceeds Before Intended Use* (effective from January 1, 2022). The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

(iv) PAS 37 (Amendments), *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract* (effective January 1, 2022). The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

(v) Annual Improvements to PFRS 2018-2020 Cycle. Among the improvements, the following amendments, which are effective from January 1, 2022, are relevant to the Group:

- PFRS 9 (Amendments), *Financial Instruments – Fees in the '10 per cent' Test for Derecognition of Liabilities*. The improvements clarify the fees that a company includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.

- Illustrative Examples Accompanying PFRS 16, *Leases – Lease Incentives*. The improvement merely removes potential for confusion regarding lease incentives.

(vi) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective January 1, 2023). The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

(vii) PFRS 10 (Amendments), *Consolidated Financial Statements*, and PAS 28 (Amendments), *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture* (effective date deferred indefinitely). The amendments to PFRS 10 require full recognition in the investor's financial statements of gains or losses arising on the sale or contribution of assets that constitute a business as defined in PFRS 3 between an investor and its associate or joint venture. Accordingly, the partial recognition of gains or losses (i.e., to the extent of the unrelated investor's interests in an associate or joint venture) only applies to those sale of contribution of assets that do not constitute a business. Corresponding amendments have been made to PAS 28 to reflect these changes. In addition, PAS 28 has been amended to clarify that when determining whether assets that are sold or contributed constitute a business, an entity shall consider whether the sale or contribution of those assets is part of multiple arrangements that should be accounted for as a single transaction.

(c) SEC Financial Reporting Reliefs Availed by the Group

The Group has availed of several financial reporting reliefs granted by the SEC under Memorandum Circular (MC) No. 14-2018, *Philippine Interpretation Committee Question and Answer (PIC Q&A) No. 2018-12 Implementation Issues Affecting Real Estate Industry*, MC No. 3-2019, *PIC Q&A Nos. 2018-12-H and 2018-14*, and MC No. 4-2020, *Deferment of the Implementation of IFRS Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Costs) for Real Estate Industry*, relating to several implementation issues of PFRS 15, *Revenue from Contracts with Customers*, affecting the real estate industry. These MCs deferred the implementation of the relevant accounting pronouncements until December 31, 2020.

In December 2020, the SEC issued MC 34-2020, *Deferral of PIC Q&A No. 2018-12 and IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry*, providing another relief by further deferring until December 2023 the implementation of certain issues under MC No. 14-2018 and MC No. 4-2020. The additional relief is effective January 1, 2021.

Discussed below and in the succeeding pages are the financial reporting reliefs availed of by the Group, including the descriptions of the implementation issues and their qualitative impacts to the consolidated financial statements. The Group opted to avail the reliefs until the end of the deferment period as provided under the relevant MC.

Relief	**Description and Implication**	**Deferral period**
IFRIC Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry	The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition (i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, on signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer). Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories. Had the Group elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements: (i) finance costs and other charges would have been higher; (ii) cost of real estate inventories would have been lower; (iii) total comprehensive income would have been lower; (iv) retained earnings would have been lower; and, (v) the carrying amount of inventories would have been lower.	Originally until December 31, 2020 under MC No. 4-2020; further deferred until December 31, 2023 under MC No. 34-2020

Relief	**Description and Implication**	**Deferral period**
PIC Q&A No. 2018-12-D, *Concept of the significant financing component in the contract to sell*	PFRS 15 requires that in determining the transaction price, an entity shall adjust the promised amount of consideration for the effects of the time value of money if the timing of payments agreed to by the parties to the contract (either explicitly or implicitly) provides the customer or the entity with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component. Had the Group elected not to defer this provision of the standard, it would have an impact in the consolidated financial statements as there would have been a significant financing component when there is a difference between the percentage of completion (POC) of the real estate project and the right to the consideration based on the payment schedule stated in the contract. The Group would have recognized an interest income when the POC of the real estate project is greater than the right to the consideration and interest expense when lesser. Both interest income and expense would be calculated using the effective interest rate method. These would have affected the retained earnings, real estate sales, and profit or loss in 2020 and 2019.	Originally until December 31, 2020 under MC No. 4-2020; further deferred until December 31, 2023 under MC No. 34-2020

The SEC MCs also provided the required disclosures in the notes to the financial statements should an entity decide to avail of any relief, which include the following:

- the accounting policies applied;
- a discussion of the deferral of the subject implementation issues in the PIC Q&A;
- a qualitative discussion of the impact on the financial statements had the concerned application guidelines in the PIC Q&A been adopted; and,
- the corresponding required quantitative disclosures should any of the deferral options result into a change in accounting policy.

As prescribed by SEC MC No. 34-2020, for financial reporting periods beginning on or after January 1, 2021, the availment of the above deferrals will impact the Group's financial reporting during the period of deferral as follows:

- The financial statements are not considered to be in accordance with PFRS and should specify in the "Basis of Preparation of the Financial Statements" section of the consolidated financial statements that the accounting framework is PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic; and,

- The auditor's report shall reflect in the opinion paragraph that the financial statements are prepared in accordance with PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC. In addition, the external auditor shall include an Emphasis of Matter paragraph in the auditor's report to draw attention to the basis of accounting that has been used in the preparation of the consolidated financial statements.

(d) PIC Q&As Relevant to the Real Estate Industry

In 2020, the PIC has issued four PIC Q&As which are relevant to the real estate industry.

- PIC Q&A No. 2020-02, *Conclusion on PIC Q&A No. 2018-12-E: On the Treatment of Materials Delivered on Site but not yet Installed in Measuring the Progress of the Performance Obligation*

  In recognizing revenue using a cost-based input method, the cost incurred for customized materials not yet installed are to be included in the measurement of progress to properly capture the efforts expended by the Group in completing its performance obligation. In the case of uninstalled materials that are not customized, since the Group is not involved in their design and manufacture, revenue should only be recognized upon installation or use in construction. The adoption of this PIC Q&A will be consistent with PIC Q&A 2018-12-E.

- PIC Q&A No. 2020-03, *Conclusion on PIC Q&A No. 2018-12-D: On the Accounting Treatment for the Difference when the POC is Ahead of the Buyer's Payment*

  The difference when the POC is ahead of the buyer's payment can be accounted for either as a contract asset or receivable. The PIC has concluded that both views are acceptable as long as this is consistently applied in transactions of the same nature. The Group intends to continue its current treatment of accounting for the difference when the POC is ahead of the buyer's payment as a contract asset.

- PIC Q&A No. 2020-04, *Addendum to PIC Q&A 2018-12-D: Significant Financing Component Arising from Mismatch between the Percentage of Completion and Schedule of Payments*

  There is no significant financing component if the difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance to either the customer or the entity, and the difference between those amounts is proportional to the reason for the difference. Further, the Group do not need to adjust the promised amount of consideration for the effects of a significant financing component if the entity expects, at contract inception that the timing difference of the receipt of full payment of the contract price and that of the completion of the project, are expected within one year and significant financing component is not expected to be significant. The adoption of this PIC Q&A will be consistent with PIC Q&A 2018-12-D as discussed in Note 2.2(c).

- PIC Q&A No. 2020-05, *Accounting for Cancellation of Real Estate Sales* (*PIC Q&A No. 2020-05 will supersede PIC Q&A No. 2018-14)*

  There are three acceptable approaches in accounting for sales cancellation and repossession of the property as follows:

  - repossessed property is recognized at fair value less cost to repossess;
  - repossessed property is recognized at fair value plus repossession cost; or,
  - cancellation is accounted for as a modification of the contract.

  The Group accounts for cancellation of sales contract as modification of contract, hence, the adoption of this PIC Q&A will not have significant impact on the Group's consolidated financial statements.

2.3 Basis of Consolidation

The Group's consolidated financial statements comprise the accounts of the Company, and its subsidiaries as enumerated in the Note 1, after the elimination of material intercompany transactions. All intercompany assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities under the Group, are eliminated in full on consolidation. Unrealized profits and losses from intercompany transactions that are recognized in assets are also eliminated in full. Intercompany losses that indicate impairment are recognized in the consolidated financial statements.

Financial statements of entities in the Group that are prepared as of a date different from that of the date of these consolidated financial statements were adjusted to recognize the effects of significant transactions or events that occur between that date of their reporting period and the date of these consolidated financial statements. Adjustments are also made to bring into line any dissimilar accounting policies that may exist.

The Company accounts for its investments in subsidiaries, associates, interests in joint operations and transactions with NCI as follows:

(a) *Investments in Subsidiaries*

Subsidiaries are entities (including structured entities) over which the Group has control. The Group controls an entity when it is exposed, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date the Company obtains control.

The Company reassesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of controls indicated above. Accordingly, entities are deconsolidated from the date that control ceases.

The acquisition method is applied to account for acquired subsidiaries. This requires recognizing and measuring the identifiable assets acquired, the liabilities assumed and any NCI in the acquiree. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group, if any. The consideration transferred also includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred and subsequent change in the fair value of contingent consideration is recognized directly in profit or loss.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any NCI in the acquiree either at fair value or at the NCI's proportionate share of the acquiree's identifiable net assets.

The excess of the consideration transferred, the amount of any NCI in the acquiree and the acquisition date fair value of any existing equity interest in the acquiree over the acquisition-date fair value of identifiable net assets acquired is recognized as goodwill. If the consideration transferred is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference (negative goodwill) is recognized directly as gain in profit or loss (see also Note 2.10).

(b) Investments in Associates

Associates are those entities over which the Group is able to exert significant influence but not control and which are neither subsidiaries nor interests in a joint venture. Investments in associates are initially recognized at cost and subsequently accounted for using the equity method.

Acquired investments in associates are also subject to the purchase method. The purchase method involves the recognition of the acquiree's identifiable assets and liabilities, including contingent liabilities, regardless of whether they were recorded in the financial statements prior to acquisition. Goodwill represents the excess of acquisition cost over the fair value of the Company's share of the identifiable net assets of the acquiree at the date of acquisition. Any goodwill or fair value adjustment attributable to the Group's share in the associate is included in the amount recognized as investment in an associate.

All subsequent changes to the ownership interest in the equity of the associates are recognized in the Group's carrying amount of the investments. Changes resulting from the profit or loss generated by the associates are credited or charged against the Equity Share in Net Losses of Associates account in the consolidated statement of comprehensive income.

Impairment loss is provided when there is an objective evidence that the investment in an associate will not be recovered (see Note 2.17).

Changes resulting from other comprehensive income of the associates or items that have been directly recognized in the associate's equity, are recognized in other comprehensive income or equity of the Group, as applicable. However, when the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments in behalf of the associate. If the associate subsequently reports profits, the Group resumes recognizing its share of those profits only after its share of the profits exceeded the accumulated share of losses that has previously not been recognized. If the investment in associate is subsequently sold, the Group recognize in profit or loss the difference between the consideration received and the carrying amount of the investment.

Distributions received from the associates, if any, are accounted for as a reduction of the carrying value of the investment.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

(c) Interests in Joint Operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. A joint control arises from a contractually agreed sharing of control in an arrangement, which exist only when decisions about the relevant activities require unanimous consent of the parties sharing control. For interests in joint operations, the Group recognized in its consolidated financial statements its assets including its share of any assets held jointly; its liabilities including its share of any liabilities incurred jointly; its revenue from sale of its share of the output arising from the joint operation; its expenses including its share of any expenses incurred jointly; and its share in the income from the sale of goods or services by the joint operation. The amounts of these related accounts are presented as part of the regular asset and liability accounts and income and expense accounts of the Group and are measured and recognized in accordance with the relevant financial reporting standards.

No adjustment and consolidation procedures are required for the assets, liabilities, income and expenses of the joint operation that are recognized in the separate financial statements of the joint operators.

(d) Transactions with NCI

The Group's transactions with NCI that do not result in loss of control are accounted for as equity transactions – that is, as transaction with the owners of the Group in their capacity as owners. The difference between the fair value of any consideration paid and the relevant share acquired of the carrying value of the net assets of the subsidiary is recognized in equity. Disposals of equity investments to NCI result in gains and losses for the Group that are also recognized in equity.

When the Group ceases to have control over a subsidiary, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

The Company holds interests in various subsidiaries and associates as presented in Notes 1 and 10.

2.4 Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation*. All other non-derivative financial instruments are treated as debt instruments.

Regular purchases and sales of financial assets are recognized on their trade date (i.e., the date that the Group commits to purchase or sell the asset).

(a) Classification and Measurement of Financial Assets

The classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Financial assets are categorized into the following categories: financial assets at amortized cost, financial assets at fair value through profit or loss, and financial assets at fair value through other comprehensive income. The financial asset category currently relevant to the Group is financial assets at amortized cost.

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Group's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,

- the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with PFRS 15, all financial assets meeting these criteria are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less allowance for expected credit loss (ECL).

The Group's financial assets at amortized cost are presented in the consolidated statement of financial position as Cash and Cash Equivalents, Trade and Other Receivables [except for Value-added tax (VAT) on contracts with customers, Advances to raw landowners and Advances to officers and employees], Advances to Real Estate Property Owners, Advances to Related Parties, and Refundable deposits (part of Other Non-current Assets account).

Financial assets measured at amortized cost are included in current assets, except for those with maturities greater than 12 months after the end of reporting period, which are classified as non-current assets.

For purposes of cash flows reporting and presentation, cash and cash equivalents comprise accounts with original maturities of three months or less, including cash. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Interest income on financial assets at amortized cost is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset.

The Group calculates interest income by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired and or are purchased or originated credit-impaired assets.

For financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the net carrying amount of the financial assets (after deduction of the loss allowance). If the asset is no longer credit-impaired, the calculation of interest income reverts to gross basis. For financial assets that were credit-impaired on initial recognition, interest income is calculated by applying a credit-adjusted effective interest rate to the amortized cost of the asset. The calculation of interest income does not revert to a gross basis even if the credit risk of the asset subsequently improves.

Interest income earned is recognized in the consolidated statement of comprehensive income as part of Finance and Other Income account.

(b) Impairment of Financial Assets

At the end of the reporting period, the Group assesses and recognizes allowance for ECL on its financial assets measured at amortized cost. The measurement of ECL involves consideration of broader range of information that is available without undue cost or effort at the reporting date about past events, current conditions, and reasonable and supportable forecasts of future economic conditions (i.e., forward-looking information) that may affect the collectability of the future cash flows of the financial assets. Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instruments evaluated based on a range of possible outcome.

The Group applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade and other receivables, contract assets, and other financial assets carried at amortized cost. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL, the Group uses its historical experience, external indicators and forward-looking information to calculate the ECL using a provision matrix. The Group also assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due [see Note 29.2(b)].

The Group applies a general approach specifically, in relation to advances to related parties. The maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of advances to related parties can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

For other financial assets at amortized cost, ECLs are recognized in two stages. 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).

The key elements used in the calculation of ECL are as follows:

- *Probability of Default* – It is an estimate of likelihood of a counterparty defaulting at its financial obligations over a given time horizon, either over the next 12 months or the remaining lifetime of the obligation.

- *Loss Given Default* – It is an estimate of loss arising in case where a default occurs at a given time. It is based on the difference between the contractual cash flows of a financial instrument due from a counterparty and those that the Group would expect to receive, including the realization of any collateral or effect of any credit enhancement.

- *Exposure at Default* – It represents the gross carrying amount of the financial instruments in the event of default which pertains to its amortized cost.

The Group recognizes an impairment loss in profit of loss for all financial assets subjected to impairment assessment with a corresponding adjustment to their carrying amount through a loss allowance account.

(c) Derecognition of Financial Assets

The financial assets (or where applicable, a part of a financial asset or part of a group of financial assets) are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.5 Inventories

Cost of real estate inventories includes acquisition costs of raw land intended for future development, including other costs and expenses incurred to effect the transfer of the property to the Group; related property development costs; and borrowing costs on certain loans incurred during the development of the real estate properties (see Note 2.20). All costs relating to the real estate property sold are recognized as expense as the work to which they relate is performed.

Costs of real estate inventories are assigned using specific identification of their individual costs. These properties and projects are valued at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs to complete and the estimated costs necessary to make the sale.

The Group recognizes the effect of revisions in the total project cost estimates in the year in which these changes become known. Any impairment loss from a real estate inventory is charged to operations during the period in which the loss is determined.

Repossessed property arising from sales cancellation is recognized at cost. The difference between the carrying amount of the receivable or Contract Asset to be derecognized and the cost of the repossessed property is recognized in the consolidated statement of comprehensive income.

2.6 Prepayments and Other Assets

Prepayments and other current assets pertain to other resources controlled by the Group as a result of past events. They are recognized in the consolidated financial statements when it is probable that the future economic benefits will flow to the entity and the asset has a cost or value that can be measured reliably.

Advances to contractors pertain to advance payments made by the Group for the construction of real estate properties intended for sale (i.e. held as inventory) and investment properties. This is classified as current asset if it will be applied as payments for construction of assets to be classified as inventories. Otherwise, this we be classified as non-current asset.

Other recognized assets of similar nature, where future economic benefits are expected to flow to the Group beyond one year after the end of the reporting period or in the normal operating cycle of the business, if longer, are classified as non-current assets.

2.7 Property and Equipment

Property and equipment, except land, are carried at acquisition or construction cost less subsequent depreciation, amortization and impairment losses, if any. As no finite useful life for land can be determined, the related carrying amount are not depreciated. Land is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized; expenditures for repairs and maintenance are charged to expenses as incurred.

Depreciation and amortization is computed on the straight-line basis over the estimated useful lives of the assets as follows:

Building	50 years
Office furniture, fixtures and equipment	3-5 years
Transportation and other equipment	5 years
Building and office improvements	5-10 years

The residual values, estimated useful lives and method of depreciation and amortization of property and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period.

Fully depreciated and amortized assets are retained in the accounts until they are no longer in use and no further charge for depreciation and amortization is made in respect of those assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.17).

An item of property and equipment, including the related accumulated depreciation, amortization and impairment losses, is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. 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 item) is included in profit or loss in the year the item is derecognized.

2.8 Investment Property

Investment property consists of parcels of land and buildings held for lease or for capital appreciation or both. Buildings are carried at cost less accumulated depreciation and any impairment losses. Land is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and any directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized; expenditures for repairs and maintenance are charged to expense as incurred.

Depreciation is computed on a straight-line basis over the estimated useful life of the assets as follows:

Land development and improvements	20 years
Building and improvements	25-50 years

The residual values, estimated useful lives and method of depreciation of investment property are reviewed and adjusted, if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its recoverable amount (see Note 2.17).

Transfers from other accounts (such as property and equipment or real estate inventory) are made to investment property when and only when, there is a change in use, evidenced by ending of owner-occupation or commencement of an operating lease to another party, while transfers from investment property are made when, and only when, there is a change in use, evidenced by commencement of the owner-occupation or commencement of development with a view to sell.

For a transfer from investment property to owner-occupied property or inventories, the cost of property for subsequent accounting is its carrying value at the date of change in use.

If an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under Property and Equipment account up to the date of change in use (see Note 2.7).

Investment property is derecognized upon disposal or when permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognized in the consolidated statement of comprehensive income in the year of retirement or disposal.

2.9 Financial Liabilities

Financial liabilities, which include Interest-bearing Loans, Trade and Other Payables (except tax-related liabilities), Advances from Related Parties, Due to Joint Venture Partners, Redeemable Preferred Shares, Lease Liabilities and Other Non-current Liabilities account (except Advance rental), are recognized when the Group becomes a party to the contractual terms of the instrument. These are initially recognized at their fair values and subsequently measured at amortized cost using effective interest method for maturities beyond one year, less settlement payments. All interest-related charges, if any, incurred on financial liability are recognized as an expense in profit or loss under the caption Finance Costs and Other Charges account in the consolidated statement of comprehensive income.

Interest-bearing loans are raised for support of long-term funding of operations. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are charged to profit or loss, except for capitalized borrowing cost, on an accrual basis using the effective interest method and are added to the carrying amount of the instrument to the extent that these are not settled in the period in which they arise.

Preferred shares, which carry a mandatory coupon or are redeemable on specific date or at the option of the shareholder, are classified as financial liabilities and presented as a separate line item in the consolidated statement of financial position as Redeemable Preferred Shares. Dividend distributions to shareholders, if any, are recognized as financial liabilities when the dividends are approved by the BOD. The dividends on the redeemable preferred shares are recognized in the consolidated statement of comprehensive income as interest expense on an amortized cost basis using the effective interest method.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the end of the reporting period (or in the normal operating cycle of the business, if longer), or the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Otherwise, these are presented as non-current liabilities.

Financial liabilities are derecognized from the consolidated statement of financial position only when the obligations are extinguished either through discharge, cancellation or expiration. The difference between the carrying amount of the financial liability derecognized and the consideration paid or payable is recognized in profit or loss.

2.10 Business Combination

(a) Accounting for Business Combination Using the Acquisition Method

Business acquisitions of entities not under common control of a principal stockholder are accounted for using the acquisition method of accounting [see Note 2.3(a)].

Goodwill, if any, represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Subsequent to initial recognition, goodwill, if any, is measured at cost less any accumulated impairment losses. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Negative goodwill, which is the excess of the Group's interest in the net fair value of net identifiable assets acquired over acquisition cost, is charged directly to profit or loss.

For the purpose of impairment testing, goodwill is allocated to cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The cash-generating units or groups of cash-generating units are identified according to operating segment.

Gains and losses on the disposal of an interest in a subsidiary include the carrying amount of goodwill relating to it.

If the business combination is achieved in stages, the acquirer is required to remeasure its previously held equity interest in the acquiree at its acquisition-date fair value and recognize the resulting gain or loss, if any, in profit or loss or other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

(b) Accounting of Business Combination Using the Pooling-of-interests Method

Business combinations arising from transfers of interests in entities that are under the common control of the principal stockholder are accounted for under the pooling-of interests method. Transfers of assets between commonly-controlled entities are accounted for under historical cost accounting; hence, the assets and liabilities are reflected in the consolidated financial statements at carrying values and no adjustments are made to reflect fair values or recognize any new assets or liabilities, at the date of the combination that otherwise would have been done under the acquisition method. No restatements are made to the financial information in the consolidated financial statements for periods prior to the business combination as allowed under PIC Q&A No. 2012-01, PFRS 3.2, *Application of the Pooling of Interest Method for Business Combination of Entities under Common Control in Consolidated Financial Statements* (Amended by PIC Q&As No 2015-01 and 2018-13); hence, the profit and loss of the acquiree is included in the consolidated financial statements for the full year, irrespective of when the combination took place. Also, no goodwill is recognized as a result of the business combination and any excess between the net assets of the acquiree and the consideration paid is accounted for as "equity reserves", which will eventually be closed to additional paid-in capital. Also, any pre-acquisition income and expenses of a subsidiary are no longer included in the consolidated financial statements.

2.11 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Company's BOD - its chief operating decision-maker. The BOD is responsible for allocating resources and assessing performance of the operating segments.

In identifying its operating segments, management generally follows the Group's products and service lines as disclosed in Note 4, which represent the main products and services provided by the Group.

Each of these operating segments is managed separately as each of these service lines requires different resources as well as marketing approaches. All inter-segment transfers are carried out at arm's length prices.

The measurement policies the Group uses for segment reporting under PFRS 8, *Operating Segments*, are the same as those used in its consolidated financial statements, except that the following are not included in arriving at the operating profit of the operating segments:

- post-employment benefit expenses;
- expenses relating to share-based payments;
- research costs relating to new business activities; and,
- revenue, costs and fair value gains from investment property.

In addition, corporate assets which are not directly attributable to the business activities of any operating segment are not allocated to a segment.

There have been no changes from prior periods in the measurement methods used to determine reported segment profit or loss.

2.12 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive obligation that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the end of the reporting period, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. When time value of money is material, long-term provisions are discounted to their present values using a pretax rate that reflects market assessments and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

In those cases, where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the consolidated financial statements. Similarly, possible inflows of economic benefits to the Group that do not yet meet the recognition criteria of an asset are considered contingent assets, hence, are not recognized in the consolidated financial statements. On the other hand, any reimbursement that the Group can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

2.13 Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the resulting net amount, considered as a single financial asset or financial liability, is reported in the consolidated statement of financial position when the Group currently has legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The right of set-off must be available at the end of the reporting period, that is, it is not contingent on a future event. It must also be enforceable in the normal course of business, in the event of default, and in the event of insolvency or bankruptcy; and must be legally enforceable for both entity and all counterparties to the financial instruments.

2.14 Revenue and Expense Recognition

Revenue comprises revenue from sale of real properties, hotel operations and leasing activities. The Group's leasing activities are accounted for under PFRS 16 (see Note 2.15).

To determine whether to recognize revenue from revenue covered by PFRS 15, the Group follows a five-step process:

(a) identifying the contract with a customer;
(b) identifying the performance obligation;
(c) determining the transaction price;
(d) allocating the transaction price to the performance obligations; and,
(e) recognizing revenue when/as performance obligations are satisfied.

The Group determines whether a contract with customer exists by evaluating whether the following gating criteria are present:

(i) the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
(ii) each party's rights regarding the goods or services to be transferred or performed can be identified;
(iii) the payment terms for the goods or services to be transferred or performed can be identified;
(iv) the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
(v) collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Group satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
- the Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control of the goods or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied. The Group uses the practical expedient in PFRS 15 with respect to non-disclosure of the aggregate amount of the transaction price allocated to unsatisfied or partially satisfied performance obligations as of the end of the reporting period and the explanation of when such amount will be recognized.

The Group develops real properties such as developed land, house and lot, and condominium units. The Group often enters into contracts to sell real properties as they are being developed. The significant judgment used in determining the timing of satisfaction of the Group's performance obligation with respect to its contracts to sell real properties is disclosed in Note 3.1(b). Sales cancellations are accounted for on the year of forfeiture. Any gain or loss on cancellation is charged to profit or loss.

The specific recognition criteria of the various revenue streams of the Group are as follows:

(a) *Real estate sales on pre-completed real estate properties* – Revenue from real estate sales is recognized over time proportionate to the progress of the development. The Group measures its progress based on actual costs incurred relative to the total expected costs to be incurred in completing the development. Revenue recognized from real estate sales is presented as part of Real Estate Sales account under Revenues and Income section in the consolidated statement of comprehensive income.

(b) *Real estate sales on completed real estate properties* – Revenue from real estate sales is recognized at point in time when the control over the real estate property is transferred to the buyer. Revenue recognized from real estate sales is presented as part of Real Estate Sales account under Revenues and Income section in the consolidated statement of comprehensive income.

For tax reporting purposes, a modified basis of computing the taxable income for the year based on collections from real estate sales is used by the Group.

(c) *Hotel operations* – Revenues from room accommodation and services are recognized over time during the occupancy of hotel guest and ends when the scheduled hotel room accommodation has lapsed (i.e., the related room services have been rendered). As applicable, invoices for hotel accommodations are due upon receipt by the customer. For food and beverage, revenue is recognized at a point in time upon delivery to and receipt of food and beverage by the customer.

(d) *Service income* – Revenue is recognized over time (i.e., time-and-materials basis as the services are provided) until the performance of contractually agreed tasks has been substantially rendered. Service income comprises fees from maintenance of golf course and management fees.

(e) *Marketing fees* – Revenue is recognized over time in the same amount to which the entity has the right of invoice to the customer. Any amounts remaining unbilled at the end of the reporting period are presented in the consolidated statement of financial position as receivables as only the passage of time is required before payment of these amounts will be due.

Incremental costs of obtaining a contract to sell real property to customers are recognized as part of Prepayments and Other Current Assets and is subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized. Other costs and expenses are recognized in profit or loss upon utilization of services or receipt of goods or at the date they are incurred. Finance costs are reported on an accrual basis except capitalized borrowing costs (see Note 2.20).

Contract assets pertain to rights to consideration in exchange for goods or services that the Group has transferred to a customer that is conditioned on something other than passage of time. Under its contracts with customers, the Group will receive an unconditional right to payment for the total consideration upon the completion of the development of the property sold. Any rights to consideration recognized by the Group as it develops the property are presented as Contract Assets in the consolidated statement of financial position. Contract assets are subsequently tested for impairment in the same manner as the Group assesses impairment of its financial assets [see Note 2.4(b)].

Any consideration received by the Group in excess of the amount for which the Group is entitled is presented as Contract Liabilities in the consolidated statement of financial position. A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

If the transaction does not yet qualify as contract revenue under PFRS 15, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of revenue on sale of real estate, considerations received from buyers are presented under the Customers' Deposits account in the liabilities section of the consolidated statement of financial position.

Costs and expenses are recognized in profit or loss upon utilization of goods or services or at the date they are incurred. All finance costs are reported in profit or loss on an accrual basis, except for capitalized borrowing costs which are included as part of the cost of the related qualifying asset.

2.15 Leases

The Group accounts for its leases as follows:

(a) *Group as Lessee*

The Group considers whether a contract is, or contains, a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition, the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group;

- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and,

- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Group recognizes a right-of-use asset and a lease liability in the consolidated statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received). Subsequently, the Group depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist (see Note 2.17).

On the other hand, the Group measures the lease liability at the present value of the lease payments unpaid at the commencement date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate. Lease payments mainly pertain to fixed payments agreed in the contract. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in consolidated profit or loss on a straight-line basis over the lease term.

On the consolidated statement of financial position, right-of-use assets and lease liabilities have been presented separately from property, plant and equipment and other liabilities, respectively.

(b) *Group as Lessor*

Leases wherein the Group substantially transfers to the lessee all the risks and benefits incidental to ownership of the leased item are classified as finance leases and are presented as receivable at an amount equal to the Group's net investment in the lease. Finance income are recognized based on the pattern reflecting constant periodic rate of return on the Group's net investment outstanding in respect of the finance lease.

Leases which do not transfer to the lessee substantially all the risks and benefits of ownership of the asset are classified as operating leases. Lease income from operating leases is recognized in profit or loss on a straight-line basis over the lease term.

Sublease which was previously classified as operating lease applying PAS 17, *Leases*, but finance lease applying PFRS 16 is accounted as a new finance lease entered into at the date of initial application of PFRS 16 on January 1, 2019. The effect of recognizing the net investment in the sublease is recognized as adjustment to the opening balance of retained earnings.

2.16 Foreign Currency Transactions and Translation

The accounting records of the Group are maintained in Philippine pesos. Foreign currency transactions during the year are translated into the functional currency at exchange rates which approximate those prevailing on transaction dates.

Foreign currency gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of comprehensive income as part of income or loss from operations.

2.17 Impairment of Non-financial Assets

The Group's investments in associates, investment property, property and equipment, development rights (in 2018), right-of-use assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, assets are tested for impairment either individually or at the cash-generating unit level.

Impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each cash-generating unit and determines the suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment loss is reversed if the asset's or cash generating unit's recoverable amount exceeds its carrying amount.

2.18 Employee Benefits

The Group's employee benefits are recognized and measured as follows:

(a) *Post-employment Defined Benefit Plan*

A defined benefit plan is a post-employment plan that defines an amount of post-employment benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of post-employment plan remains with the Group, even if plan assets for funding the defined benefit plan have been acquired. The Group's defined benefit post-employment plan covers all regular full-time employees.

The liability recognized in the consolidated statement of financial position for a defined benefit plan is the present value of the defined benefit obligation (DBO) at the end of the reporting period. The DBO is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of a zero coupon government bonds [using the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL)], that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related post-employment liability. BVAL provides evaluated prices that are based on market observations from contributed sources.

Remeasurements, comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions and the return on plan assets (excluding amount included in net interest), if any, are reflected immediately in the consolidated statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they arise. Net interest is calculated by applying the discount rate at the beginning of the period, unless there is a plan amendment, curtailment or settlement during the reporting period. The calculation also takes into account any changes in the net defined benefit liability or asset during the period as a result of contributions to the plan or benefit payments. Net interest is reported as part of Finance Costs and Other Charges or Finance and Other Income account in the consolidated statement of comprehensive income.

Past-service costs are recognized immediately in profit or loss in the period of a plan amendment or curtailment.

(b) Termination Benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits at the earlier of when it can no longer withdraw the offer of such benefits and when it recognizes costs for a restructuring that is within the scope of PAS 37, and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(c) Compensated Absences

Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of each reporting period. They are included in the Trade and Other Payables account of the consolidated statement of financial position at the undiscounted amount that the Group expects to pay as a result of the unused entitlement.

2.19 Share-based Employee Remuneration

The Company grants share options to key executive officers eligible under a stock option plan. The services received in exchange for the grant, and the corresponding share options, are valued by reference to the fair value of the equity instruments granted at grant date. This fair value excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions), if any. The share-based remuneration is recognized as an expense in profit or loss with a corresponding credit to retained earnings.

The expense is recognized during the vesting period based on the best available estimate of the number of share options expected to vest. The estimate is subsequently revised, if necessary, such that it equals the number that ultimately vests on vesting date. No subsequent adjustment is made to expense after vesting date, even if share options are ultimately not exercised.

Upon exercise of share option, the proceeds received net of any directly attributable transaction costs up to the nominal value of the shares issued are allocated to capital stock with any excess being recorded as additional paid-in capital (APIC).

2.20 Borrowing Costs

For financial reporting purposes, borrowing costs are recognized as expenses in the period in which they are incurred, except to the extent that they are capitalized. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset (i.e., an asset that takes a substantial period of time to get ready for its intended use or sale) are capitalized as part of Inventories account (see Note 2.5). The capitalization of borrowing costs commences when expenditures for the asset and borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalization ceases when substantially all such activities are complete. For income tax purposes, all interest and other borrowing costs are treated as deductible expenses in the period in which they are incurred.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets, if any, is deducted from the borrowing costs eligible for capitalization.

2.21 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the Group and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Group; (b) associates; and, (c) individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the Group and close members of the family of any such individual.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

Based on the requirement of SEC MC No. 2019-60, *Rules of Material Related Party Transactions for Publicly Listed Companies*, transactions amounting to 10% or more of the total consolidated assets based on the latest audited consolidated financial statements that were entered into with related parties are considered material.

All individual material related party transactions shall be approved by at least two-thirds vote of the board of directors, with at least a majority of the independent directors voting to approve the material related party transactions. In case that a majority of the independent director's vote is not secured, the material related party transaction may be ratified by the vote of the stockholders representing at least two-thirds of the outstanding capital stock. For aggregate related party transactions within a 12-month period that breaches the materiality threshold of 10% if the Group's consolidated total assets based on the latest audited consolidated financial statements, the same board approval would be required for the transaction(s) that meets and exceeds the materiality threshold covering the same related party.

2.22 Income Taxes

Tax expense recognized in profit or loss comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity, if any.

Current tax assets or liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the reporting period. These are calculated using the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in profit or loss.

Deferred tax is accounted for using the liability method on temporary differences at the end of each reporting period between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Under the liability method, with certain exceptions, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carryforward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the temporary differences can be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable profit will be available to allow such deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled provided such tax rates have been enacted or substantively enacted at the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of each reporting period, to recover or settle the carrying amount of its assets and liabilities.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

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

2.23 Equity

Capital stock represents the nominal value of shares that have been issued.

APIC represents premium received on the issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from APIC, net of any related income tax benefits.

Revaluation reserves pertain to remeasurements of retirement benefit obligation.

Retained earnings includes all current and prior period results of operations as reported in the profit or loss section of the consolidated statements of comprehensive income and share-based employee remuneration, reduced by the amounts of dividends declared, if any.

Non-controlling interests represent the portion of the net assets and profit or loss not attributable to the Company's shareholders which are presented separately in the Group's consolidated statement of comprehensive income and within the equity in the Group's consolidated statement of financial position and consolidated statement of changes in equity.

2.24 Basic and Diluted Earnings per Share

Basic earnings per share (EPS) is computed by dividing consolidated net profit by the weighted average number of common shares issued and outstanding during the period, adjusted retroactively for any stock dividend, stock split or reverse stock split declared during the current period.

Diluted EPS is computed by adjusting the weighted average number of common shares outstanding to assume conversion of potentially dilutive shares. Currently, the Group's potentially dilutive shares consist only of share options (see Note 27).

2.25 Events after the End of the Reporting Period

Any post-year-end event that provides additional information about the Group's financial position at the end of the reporting period (adjusting event) is reflected in the consolidated financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the consolidated financial statements.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the Group's consolidated financial statements in accordance with PFRS requires management to make judgments and estimates that affect amounts reported in the consolidated financial statements and related notes. Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately vary from these estimates.

3.1 Critical Management Judgments in Applying Accounting Policies

In the process of applying the Group's accounting policies, management has made the judgments in the succeeding pages, apart from those involving estimation, which have the most significant effect on the amounts recognized in the consolidated financial statements.

(a) Determination of Lease Term of Contracts with Renewal and Termination Options

In determining the lease term, management considers all relevant factors and circumstances that create an economic incentive to exercise a renewal option or not exercise a termination option. Renewal options and/or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated.

The lease term is reassessed if an option is actually exercised or not exercised or the Group becomes obliged to exercise or not exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Group.

The Group determines whether any non-cancellable period or notice period in a lease would meet the definition of a contract and thus, would be included as part of the lease term. A contract would be considered to exist only when it creates rights and obligations that are enforceable.

In assessing the enforceability of a contract, the Group considers whether the lessor can refuse to agree to a request from the Group to extend the lease. In contrast, a lessor's right to terminate a lease is ignored when determining the lease term because, in that case, the lessee has an unconditional obligation to pay for the right to use the asset for the period of the lease, unless and until the lessor decides to terminate the lease.

(b) Evaluation of the Timing of Satisfaction of Performance Obligations

(i) Real Estate Sales

The Group exercises significant judgment in determining whether each performance obligation to develop properties promised in its contracts with customers is satisfied over time or at a point in time. In making this judgment, the Group considers the following:

- any asset created or enhanced as the Group performs;
- the ability of the customer to control such asset as it is being created or enhanced;
- the timing of receipt and consumption of benefits by the customer; and,
- the Group's enforceable right for payment for performance completed to date.

The Group determines that its performance obligation for pre-completed real estate properties is satisfied over time since it does not have an alternative use of the specific property sold as it is precluded by its contract from redirecting the use of the property for a different purpose. Further, the Group has rights over payment for development completed to date as the Group can choose to complete the development and enforce its rights to full payment under its contracts even if the customer defaults on amortization payments. On the other hand, performance obligation for completed real estate properties is satisfied at a point in time when the control over the real estate property is transferred to the buyer.

(ii) Hotel Operations

The Group determines that its revenue from hotel operations shall be recognized over time. In making its judgment, the Group considers the timing of receipt and consumption of benefits provided by the Group to the customers. The Group provides the services without the need of reperformance of other companies. This demonstrates that the customers simultaneously receive and consume the benefits of the Group's rendering of hotel services as it performs.

(c) Determination of ECL on Trade and Other Receivables, Contract Assets and Advances to Related Parties

The Group uses a provision matrix to calculate ECL for trade and other receivables and contract assets. The provision rates are based on days past due for group of various customer segments that have similar loss patterns (i.e., product type, customer type, and coverage by letters of guarantee and other forms of credit insurance).

The provision matrix is based on the Group's historical observed default rates. The Group's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions). Details about the ECL on the Group's trade and other receivables are disclosed in Note 29.2(b).

In relation to advances to related parties, that the maximum period over which ECL should be measured is the longest contractual period where the Group is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines ECL based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date, taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of receivables can be fully collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

Based on the relevant facts and circumstances existing at the reporting date, management has assessed that all strategies indicate that the Group can fully recover the outstanding balance of its receivables, except for those discussed in Note 29.2(b).

(d) Distinction among Investment Property and Owner-occupied Properties

The Group determines whether an asset qualifies as an item of investment property or owner-occupied property. In making its judgment, the Group considers whether the property generates cash flows largely independently of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to property but also to other assets used in the operations of the Group or for administrative purposes.

Some properties comprise a portion that is held to earn rental or for capital appreciation and another portion that is held for administrative purposes. If these portions can be sold separately (or leased out separately under finance lease), the Group accounts for the portions separately. If the portions cannot be sold separately, the property is accounted for as investment property only if an insignificant portion is held for administrative purposes. Judgment is applied in determining whether ancillary services are so significant that a property does not qualify as investment property. The Group considers each property separately in making its judgment.

(e) *Distinction Between Real Estate Inventories and Investment Properties*

Residential and condominium units comprise properties that are held for sale in the ordinary course of business. Meanwhile, investment properties comprise of land and buildings which are not occupied substantially for use by, or in the operations of, the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation. The Group considers management's intention over these assets in making its judgment.

(f) *Determination of Significant Influence over Entities in which the Group Holds Less than 20% Ownership*

The Group determines whether significant influence exists over an investee company over which the Group holds less than 20% of the investee's capital stock. The Group considers the ability to influence the operating and financial policies of the investee, representation on the board of directors of the investee, provision of essential technical information for the development of the various projects of these investees, and routine participation in management decisions in making its judgment. Based on management's judgment, the Group has significant influence over these investee companies (see Note 1).

(g) *Consolidation of Entities in which the Company Holds 50% Ownership or Less*

Management considers that the Company has de facto control over OPI even though it does not hold more than 50% of the ordinary shares and voting rights of this subsidiary due to the factors discussed below.

The Company holds 50% equity interest over OPI and has: (1) the ability to direct the relevant activities of the subsidiary; (2) the rights to variable returns from its involvement with the subsidiary; and, (3) the ability to use its power to affect its returns from its involvement with the subsidiary. Based on management's judgment, the Company has control over OPI; hence, the said subsidiary was consolidated in the financial statements of the Group.

(h) *Distinction Between Operating and Finance Leases (as a Lessor)*

The Group has entered into various lease agreements. Critical judgment was exercised by management to distinguish each lease agreement as either an operating or finance lease by looking at the transfer or retention of significant risk and rewards of ownership of the properties covered by the agreements. Failure to make the right judgment will result in either overstatement or understatement of assets and liabilities. Based on management assessment, the Group's lease agreements, as lessor, are classified either operating or finance leases.

(i) *Recognition of Provisions and Contingencies*

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition and disclosure of provision and contingencies are discussed in Note 2.12 and relevant disclosures are presented in Note 28.

3.2 Key Sources of Estimation Uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period are discussed in the succeeding pages.

(a) Determination of Appropriate Discount Rate in Measuring Lease Liabilities

The Group measures its lease liabilities at present value of the lease payments that are not paid at the commencement date of the lease contract. The lease payments were discounted using the effective interest rate on the most recent loan. Since the date of the availment is near the initial date of application, management is satisfied that the selected rate reflects the risks specific to the Group.

(b) Business Combinations

On initial recognition, the assets and liabilities of the acquired business and the consideration paid for them are included in the consolidated financial statements at their fair values. In measuring fair value, management uses estimates of future cash flows and discount rates. Any subsequent change in these estimates would affect the amount of goodwill if the change qualifies as a measurement period adjustment. Any other change would be recognized in profit or loss in the subsequent period.

(c) Revenue Recognition for Performance Obligations Satisfied Over Time

In determining the amount of revenue to be recognized for performance obligations satisfied over time, the Group measures progress on the basis of actual costs incurred relative to the total expected costs to complete such performance obligation. Specifically, the Group estimates the total development costs with reference to the project development plan and any agreement with customers. Management regularly monitors its estimates and apply changes as necessary. A significant change in estimated costs would result in a significant change in the amount of revenue recognized in the year of change.

(d) Estimation of Allowance for ECL

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 29.2.

(e) Determination of Net Realizable Value of Inventories

In determining the net realizable value of inventories, management takes into account the most reliable evidence available at the times the estimates are made. The future realization of the carrying amounts of these assets is affected by price changes in the different market segments as well as the trends in the real estate industry. These are considered key sources of estimation and uncertainty and may cause significant adjustments to the Group's inventories within the next reporting period.

Considering the Group's pricing policy, the net realizable values inventories are higher than their related carrying values as of the end of the reporting periods.

(f) Fair Value of Stock Options

The Company estimates the fair value of the executive stock option by applying an option valuation model, taking into account the terms and conditions on which the executive stock option were granted. The estimates and assumptions used are presented in Note 26.2, which include, among other things, the option's time of expiration, applicable risk-free interest rate, expected dividend yield, volatility of the Company's share price and fair value of the Company's common shares. Changes in these factors can affect the fair value of stock options at grant date.

(g) Estimation of Useful Lives of Investment Property, Property and Equipment and Right-of-use Assets

The Group estimates the useful lives of investment property, property and equipment and right-of-use assets based on the period over which the assets are expected to be available for use. The estimated useful lives of investment property, property and equipment, and development right are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

The carrying amounts of investment property, property and equipment, and right-of-use assets are analyzed in Notes 11, 12 and 13, respectively. Based on management's assessment as at December 31, 2020 and 2019, there are no changes in the estimated useful lives of those assets as of the end of the reporting periods. Actual results, however, may vary due to changes in estimates brought about by changes in factors mentioned above.

(h) Fair Value Measurement of Investment Property

Investment property is measured using the cost model. For disclosure purposes, the Group determines the fair values of building and building improvements using the discounted cash flows valuation technique since the information on current or recent prices of assumptions underlying the discounted cash flow approach of investment property is not available. The Group uses assumptions that are mainly based on market conditions existing at the end of each reporting period, such as: the receipt of contractual rentals; expected future market rentals; void periods; maintenance requirements; and appropriate discount rates.

These valuations are regularly compared to actual market yield data and actual transactions by the Group and those reported by the market. The expected future market rentals are determined on the basis of current market rentals for similar properties in the same location and condition.

For land and land development and improvements, the Group determines the fair value of land through appraisals by independent valuation specialists using market-based valuation approach where prices of comparable properties are adequate for specific market factors such as location and condition of the property.

A significant change in these elements may affect prices and the value of the assets. The fair value of investment properties is disclosed in Notes 11 and 31.3.

(i) Determination of Realizable Amount of Deferred Tax Assets

The Group reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Management assessed that the deferred tax assets recognized as at December 31, 2020 and 2019 will be fully utilized within the prescribed period of availment. The carrying value of deferred tax assets as of those dates is disclosed in Note 24.

(j) Impairment of Non-financial Assets

PFRS requires that an impairment review be performed when certain impairment indicators are present. The Group's policy on estimating the impairment of non-financial assets is discussed in detail in Note 2.17. Though management believes that the assumptions used in the estimation of fair values reflected in the consolidated financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

In 2019, certain advances to contractors were found to be impaired (see Note 8). Also, in 2018, certain investments in associates were found to be impaired, hence, the related carrying amounts were written off (see Note 10). No impairment losses were recognized on investment property, property and equipment, and right-of-use assets and other non-financial assets for the years ended December 31, 2020, 2019 and 2018(see Notes 11, 12 and 13).

(k) Valuation of Post-employment Defined Benefit Obligation

The determination of the Group's obligation and cost of post-employment defined benefit is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions include, among others, discount rates and salary rate increase. A significant change in any of these actuarial assumptions may generally affect the recognized expense, other comprehensive income or losses and the carrying amount of the retirement benefit obligation in the next reporting period.

The amounts of retirement benefit obligation and expense and an analysis of the movements in the estimated present value of post-employment benefit, as well as the significant assumptions used in estimating such obligation are presented in Note 23.2.

(l) Basis for Revenue Recognition Benchmark

The Group recognizes its revenue from sale of real estate in full when 10% or more of the total contract price is received. Management believes that the revenue recognition criterion on percentage of collection is appropriate based on the Group's collection history from customers and number of back-out sales in prior years. Buyer's interest in the property is considered to have vested when the payment of at least 10% of the contract price has been received from the buyer and the Group has ascertained the buyer's commitment to complete the payment of the total contract price.

4. SEGMENT INFORMATION

4.1 Business Segments

The Group's operating businesses are organized and managed separately according to the nature of products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets. The Group is engaged in the development of residential and office units including urban centers integrating office, residential and commercial components. The Real Estate segment pertains to the development and sale of residential and office projects. The Rental segment includes leasing of office and commercial spaces. The Hotel Operations segment includes hotel services, sale of food and beverages, and parties and events services. The Service Income segment relates to maintenance of golf courses. The Corporate and Others segment includes marketing services, general and corporate income and expense items. Segment accounting policies are the same as the policies described in Note 2.11. The Group generally accounts for intersegment sales and transfers as if the sales or transfers were to third parties at current market prices.

4.2 Segment Assets and Segment Liabilities

Segment assets are allocated based on their physical location and use or direct association with a specific segment and they include all operating assets used by a segment and consist principally of operating cash, receivables, real estate inventories, property and equipment, and investment property, net of allowances and provisions. Similar to segment assets, segment liabilities are also allocated based on their use or direct association with a specific segment. Segment liabilities include all operating liabilities and consist principally of accounts, wages and taxes currently payable and accrued liabilities. Segment assets and segment liabilities do not include deferred taxes.

4.3 Intersegment Transactions

Segment revenues, expenses and performance include sales and purchases between business segments. Such sales and purchases are eliminated in consolidation.

4.4 Analysis of Segment Information

The tables presented in the succeeding pages present revenue and profit information regarding industry segments for the years ended December 31, 2020, 2019 and 2018 and certain asset and liability information regarding segments at December 31, 2020, 2019 and 2018.

As of and for the Year Ended December 31, 2020

	Real Estate	Rental	Hotel Operations	Service Income	Corporate and Others	Total Segment
TOTAL REVENUES						
Sales to external customers	P 3,680,929,821	P 619,359,588	P 201,209,745	P124,218,552	P 472,362,908	P 5,098,080,614
Intersegment sales	-	89,519,365	-	48,211,608	112,907,938	250,638,911
Total revenues	P 3,680,929,821	P 708,878,953	P 201,209,745	P172,430,160	P 585,270,846	P 5,348,719,525
RESULTS						
Segment results	P 1,247,476,055	P 256,255,035	P 11,768,897	P 3,033,911	P 396,033,972	P 1,914,567,871
Unallocated expenses						-
Income from operations						1,914,567,871
Finance income	95,534,170	-	-	-	68,657,342	164,191,512
Finance costs	-	-	-	-	(131,202,017)	(131,202,017)
Equity in net earnings of associates	-	-	-	-	(120,265)	(120,265)
Income before tax						1,947,437,101
Tax expense						(647,156,777)
Net profit before non-controlling interest						1,300,280,324
Non-controlling interest share in net profit						213,443,828
Net income attributable to the Company's shareholders						P 1,086,836,496
ASSETS AND LIABILITIES						
Segment assets	P37,219,206,391	P6,781,703,425	P1,103,911,238	P266,331,354	P3,740,422,400	P49,111,574,808
Investments in and advances to associates and other related parties	-	-	-	-	1,449,652,454	1,449,652,454
Unallocated assets	-	-	-	-	-	-
Total assets	P 37,219,206,391	P6,781,703,425	P1,103,911,238	P266,311,354	P5,190,074,854	P50,561,227,262
Segment liabilities	P 9,526,864,303	P 740,150,290	P 468,311,158	P 70,753,683	P3,125,019,084	P13,931,098,518
Deferred tax liabilities – net	2,078,888,861	-	-	-	-	2,078,888,861
Total segment liabilities	P 11,605,753,164	P 740,150,290	P 468,311,158	P 70,753,683	P3,125,019,084	P16,009,987,379
OTHER SEGMENT INFORMATION						
Project and capital expenditures	P 1,539,317,486	P 240,487,487	P 6,897,246	P 270,873	P 20,174,988	P 1,807,148,080
Depreciation and amortization	31,466,822	261,132,053	30,989,847	12,728,945	22,642,434	358,960,101

As of and for the Year Ended December 31, 2019

	Real Estate	Rental	Hotel Operations	Service Income	Corporate and Others	Total Segment
TOTAL REVENUES						
Sales to external customers	P 6,062,091,916	P 746,691,845	P 813,928,144	P172,020,165	P 496,956,488	P 8,291,688,558
Intersegment sales	-	108,358,631	-	-	77,932,047	186,290,678
Total revenues	P 6,062,091,916	P 855,050,476	P 813,928,144	P172,020,165	P 574,888,535	P 8,477,979,236
RESULTS						
Segment results	P 2,189,099,477	P 373,995,224	P 135,827,924	P 8,397,283	P 78,654,901	P 2,785,974,809
Unallocated expenses						-
Income from operations						2,785,974,809
Finance income	68,467,736	-	-	-	91,265,230	159,732,966
Finance costs	-	-	-	-	(236,057,259)	(236,057,259)
Equity share in net losses of associates	-	-	-	-	(101,665)	(101,665)
Income before tax						2,709,548,851
Tax expense						(792,811,959)
Net profit before non-controlling interest						1,916,736,892
Non-controlling interest share in net profit						427,682,228
Net income attributable to the Company's shareholders						P 1,489,054,664
ASSETS AND LIABILITIES						
Segment assets	P36,799,037,737	P6,300,922,240	P1,175,665,711	P289,135,470	P3,593,172,363	P48,157,933,521
Investments in and advances to associates and other related parties	-	-	-	-	1,609,805,514	1,609,805,514
Unallocated assets	-	-	-	-	-	-
Total assets	P 36,799,037,737	P6,300,922,240	P1,175,665,711	P289,135,470	P5,202,977,877	P49,767,739,035
Segment liabilities	P 9,584,950,486	P 729,554,662	P 565,653,419	P 98,380,836	P3,973,809,893	P14,952,349,296
Deferred tax liabilities – net	1,566,791,164	-	-	-	-	1,566,791,164
Total segment liabilities	P 11,151,741,650	P 729,554,662	P 565,653,419	P 98,380,836	P3,973,809,893	P16,519,140,460
OTHER SEGMENT INFORMATION						
Project and capital expenditures	P 3,104,512,073	P1,081,995,898	P 53,611,777	P 6,249,158	P 58,672,774	P 4,305,041,680
Depreciation and amortization	31,728,205	249,232,973	24,181,907	22,964,213	24,472,644	352,579,942

As of and for the Year Ended December 31, 2018

	Real Estate	Rental	Hotel Operations	Service Income	Corporate and Others	Total Segment
TOTAL REVENUES						
Sales to external customers	P 6,370,555,422	P 426,536,057	P 223,958,354	P134,709,245	P 226,936,988	P 7,382,696,066
Intersegment sales	-	56,066,147	-	-	87,242,698	143,308,845
Total revenues	P 6,370,555,422	P 482,602,204	P 223,958,354	P134,709,245	P 314,179,686	P 7,526,004,911
RESULTS						
Segment results	P 2,327,378,504	P 208,592,020	P 9,998,290	P 6,407,041	P 50,343,287	P 2,602,719,142
Unallocated expenses						-
Income from operations						2,602,719,142
Finance income	33,957,754	-	-	-	100,841,535	134,799,289
Finance costs	-	-	-	-	(205,395,234)	(205,395,234)
Equity share in net losses of associates	-	-	-	-	(183,393)	(183,393)
Foreign currency gain – net	-	-	-	-	4,013,772	4,013,772
Income before tax						2,535,953,576
Tax expense						(811,666,522)
Net profit before non-controlling interest						1,724,287,054
Non-controlling interest share in net profit						228,970,258
Net income attributable to the Company's shareholders						P 1,495,316,796
Segment liabilities	P 8,668,433,808	P 134,887,028	P 197,555,657	P104,630,066	P4,492,511,270	P 13,598,017,829
Deferred tax liabilities – net	1,272,105,459	-	-	-	-	1,272,105,459
Total segment liabilities	P 9,940,539,267	P 134,887,028	P 197,555,657	P104,630,066	P4,492,511,270	P 14,870,123,288
OTHER SEGMENT INFORMATION						
Project and capital expenditures	P 1,812,230,047	P1,137,817,170	P 6,458,940	P 1,901,964	P 61,990,201	P 3,020,398,322
Depreciation and amortization	23,088,114	93,167,264	17,337,257	33,220,394	29,005,978	195,819,007

4.5 Reconciliations

Presented below is a reconciliation of the Group's net revenues to the revenues presented in its consolidated statements of comprehensive income (excluding finance income and foreign exchange gains).

	2020	2019	2018
Net revenues			
Total segment revenues	**P 5,348,719,525**	P 8,477,979,236	P 7,526,004,911
Elimination of intersegment revenues	**(250,638,911)**	(186,290,678)	(143,308,845)
Day-one loss on installment contract receivables	**(66,674,291)**	(155,566,744)	(64,550,790)
Revenues as reported in consolidated profit or loss	**P 5,031,406,323**	P 8,136,121,814	P 7,318,145,276

5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include the following components as at the end of the reporting periods:

	2020	2019
Cash on hand and in banks	**P 1,173,837,108**	P1,631,453,415
Short-term placements	**1,065,267,934**	990,020,000
	P 2,239,105,042	P2,621,473,415

Cash in banks generally earn interest at rates based on daily bank deposit rates. Short-term placements are made between 30 to 90 days at prevailing market interest rates and earn effective interest ranging from 0.25% to 0.60% in 2020 and 1.00% to 2.25% in 2019.

Interest income earned from cash in banks and short-term placements is included as part of Finance income under the Finance and Other Income account in the consolidated statements of comprehensive income (see Note 20.1).

6. TRADE AND OTHER RECEIVABLES

This account is composed of the following as at December 31:

	Notes	2020	2019
Current:			
Installment contract and other trade receivables		**P6,648,650,338**	P5,682,019,459
VAT on contracts with customers		**423,214,177**	500,216,323
Unearned discount and interest		**(73,076,209)**	(68,704,884)
Advances to officers and employees	25.3	**248,223,186**	242,086,049
Advances to raw landowners		**58,652,413**	58,652,413
Finance lease receivable		**52,633,520**	86,786,949
Others	25.2	**260,333,606**	249,161,476
		7,618,631,031	6,750,217,785
Allowance for impairment		**(540,342,300)**	(540,342,300)
		P7,078,288,731	P6,209,875,485

	2020	2019
Non-current:		
Installment contract receivables	**P1,510,133,640**	P2,332,838,294
VAT on contracts with customers	**198,262,264**	82,890,535
Unearned discount and interest	**(105,342,959)**	(88,826,393)
Finance lease receivable	**540,640,642**	585,969,480
	P2,143,693,587	P2,912,871,916

Installment contract receivables represent receivables from sale of real estate and resort shares for sale and are normally collectible monthly within one to five years. The titles to the real estate and resort shares sold remain with the Group until such receivables are fully collected. The installment period of sales contracts averages from three to five years.

Installment contract receivables are noninterest-bearing and are measured at amortized cost using the effective interest method based on the interest rate of comparable financial instruments in the market. Interest income from amortization amounted to P95.5 million, P68.5 million and P33.6 million in 2020, 2019 and 2018, respectively, and is presented as part of Finance income under the Finance and Other Income account in the consolidated statements of comprehensive income (see Note 20.1).

Meanwhile, the related day-one loss on the discounting of the interest free installment contracts receivables amounting to P66.7 million, P155.6 million and P64.5 million in 2020, 2019 and 2018, respectively, is presented as a deduction against the Real Estate Sales account in the consolidated statements of comprehensive income.

VAT on contracts with customers represents the VAT component of the contract price of real estate sales to the extent recognized either as installment contract receivables or contract assets.

Advances to officers and employees are noninterest-bearing, unsecured and settled through salary deduction or liquidation.

Advances to raw landowners are noninterest-bearing cash advances pertaining to amounts advanced by the Group to certain raw landowners as down payment for lots to be acquired for future real estate development.

Finance lease receivables pertains to the sublease of development rights to a third party. Interest income on the finance lease amounted to P45.5 million and P44.3 million in 2020 and 2019, respectively, and are presented as part of Finance Income under Finance and Other Income account in the 2020 and 2019 consolidated statements of comprehensive income (see Note 20.1). There were no finance lease receivables in 2018, as such, no related interest income was recognized in 2018.

Other receivables include interest receivable and rent receivables from third parties and related parties.

All of the Group's trade and other receivables have been reviewed for impairment. In 2018, management determined that certain receivables with no allowance for impairment were impaired and should be written off. Accordingly, impairment loss amounting to P9.9 million was recognized and presented as part of Miscellaneous under Operating Expenses account in the 2018 consolidated statement of comprehensive income (see Note 21). In 2020 and 2019, management assessed that no additional impairment loss is needed to be recognized. As of December 31, 2020 and 2019, certain past due accounts are not provided with allowance for impairment to the extent of the expected market value of the property sold to the customer since the titles to the real estate properties sold remain with the Company until such receivables are fully collected. This assessment is undertaken each financial year using the simplified approach in measuring ECL as fully disclosed in Note 29.2.

7. INVENTORIES

Except for the portion of Golf and resorts shares for sale stated at net realizable value, inventories at the end of 2020 and 2019 were stated at cost. The details of inventories are shown below.

	2020	2019
At cost:		
Real estate for sale	**P10,968,155,171**	P11,202,671,006
Property development cost	**2,266,516,585**	1,915,800,888
Raw land inventory	**2,108,961,669**	2,153,961,668
	15,343,633,425	15,272,433,562
Golf and resort shares for sale at NRV:		
At cost	**2,965,783,939**	2,929,635,312
Allowance for impairment	**(88,411,502)**	(88,411,502)
	2,877,372,437	2,841,223,810
	P18,221,005,862	P18,113,657,372

Real estate for sale mainly pertains to the accumulated costs incurred in developing the Group's horizontal and condominium projects and certain integrated-tourism projects, including capitalized borrowing costs amounting to P184.1 million and P136.3 million for the years ended December 31, 2020 and 2019, respectively. The said interest was incurred in relation to the interest-bearing loans obtained in 2016 and 2015 (see Note 15). The capitalization rate averaged 3.56% and 6.01% in 2020 and 2019, respectively.

In 2020 and 2019, the Group reclassified property development cost and real estate for sale with a total carrying amount of P14.4 million and P604.8 million, respectively, to investment property as such properties are held to earn rentals (see Note 11).

Property development costs include on-going costs incurred by the Group for its own projects. In addition, this account also includes the costs incurred by the Group for the joint development of various projects that are treated as jointly controlled operations; there were no separate entities created by these joint venture agreements. The jointly controlled operations are undertaken under project agreements with different venture partners. The costs relating to these joint projects represent the amount of investments placed by the Group as original investor/developer or the amount assigned/transferred to the Group by associates or by related parties who were the original investors/developers in the project agreement.

Raw land inventory pertains to acquisition costs of raw land intended for future development, including other costs and expenses incurred to effect the transfer of title of the property to the Group.

Golf and resort shares for sale pertain to proprietary or membership shares (landowner shares and founders shares) that are of various types and costs. The cost of the landowner resort shares is based on the acquisition and development costs of the land and the project. The cost of the founders shares is based on the par value of the resort shares which is P100 per share.

As at December 31, 2020 and 2019, the Group neither has other contingent liabilities with regard to these joint ventures nor that the probability of loss that may arise from contingent liabilities is remote.

There are no impairment losses recognized in 2020, 2019 and 2018.

8. PREPAYMENTS AND OTHER CURRENT ASSETS

The composition of this account is shown below.

	Notes	**2020**	2019
Advances to contractors and suppliers		**P1,546,737,633**	P 1,603,253,098
Input VAT		**919,661,668**	982,742,486
Creditable withholding tax		**386,666,470**	220,193,170
Prepayments	25.2	**215,519,090**	197,600,767
Deferred commission	19.3	**145,464,948**	140,424,475
Others		**73,539,026**	117,972,216
		3,353,809,067	3,262,186,212
Allowance for impairment		**(18,716,925)**	(18,716,925)
		P3,268,871,910	P 3,243,469,287

Advances to contractors and suppliers, which are noninterest-bearing and unsecured, pertain to amounts advanced to the Group's contractors and suppliers as down payment for services to be rendered and goods to be delivered to the Group for the development of real estate projects.

Deferred commission represents incremental costs of obtaining a contract to sell real estate property to customers, which are subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized.

The Group's advances to contractors and suppliers have been reviewed for impairment. Certain advances were found to be impaired; hence, adequate amounts of allowance for impairment have been recognized amounting to P5.1 million in 2019 (nil in 2020) which is presented as part of Miscellaneous under Operating Expenses account in the consolidated statements of comprehensive income (see Note 21).

9. ADVANCES TO REAL ESTATE PROPERTY OWNERS

This account represents advances to real estate property owners and various charges in connection with several project agreements entered into by the Group. The terms of the agreements provide that the Group will undertake the improvement, subdivision and development of the properties. The agreements further stipulate that the Group and the property owners share either in the form of the developed real estate properties or upon collection of sales proceeds using certain pre-agreed sharing ratios. Collections of the advances from the said property owners are generally received upon sale of property owners' shares in the projects.

The outstanding amounts, net of unearned discount and interest, at the end of the reporting period are as follows:

	2020	2019
Advances to real estate property owners	**P1,322,635,846**	P1,323,653,075
Unearned discount and interest	**(39,067,840)**	(42,968,045)
	P1,283,568,006	P1,280,685,030

The advances to real estate property owners are classified in the consolidated financial position as follows:

	2020	2019
Current	**P 217,433,954**	P 216,002,876
Non-current	**1,066,134,052**	1,064,682,154
	P1,283,568,006	P1,280,685,030

The net commitment for construction expenditures of the Group amounted to:

	2020	2019
Total commitment for construction expenditures	**P6,138,652,108**	P6,138,652,108
Total expenditures incurred	**(5,568,364,014)**	(5,342,300,887)
Net commitment	**P 570,288,094**	P 796,351,221

The Group's interests on jointly-controlled operations and projects range from 50% to 85% in both 2020 and 2019. The list of the Group's jointly controlled projects (which are not jointly-controlled entities) are as follows:

- Alabang West
- Caliraya Spring
- Forest Hills
- Kingsborough
- Monte Cielo de Peñafrancia
- Mountain Meadows
- Newport Hills

- Pahara @ Southwoods
- Sta. Barbara Heights Phase 2 & 3
- Holland Park
- Sta Barbara Heights Shophouse District

As at December 31, 2020 and 2019, the Group has neither other contingent liabilities with regard to these joint ventures nor has assessed that the probability of loss that may arise from contingent liabilities is remote.

The amortization of unearned discount and interest amounting to P3.9 million in 2020, 2019 and 2018 is presented as part of Finance income under the Finance and Other Income account in the consolidated statements of comprehensive income (see Note 20.1).

The real estate property owners related to the Alabang West, Pahara @ Southwoods and Holland Park projects were charged marketing fees in 2020, 2019 and 2018 amounting to P250.3 million, P152.7 million and P153.8 million, respectively, which are presented as part of Marketing fees in the consolidated statements of comprehensive income.

All of the Group's advances have been analyzed for ECL. Based on management's evaluation, expected loss is not significant.

10. INVESTMENTS IN ASSOCIATES AND NON-CONTROLLING INTERESTS

10.1 Investments in Associates

The components of the carrying values of investments in associates accounted for under the equity method at the end of the reporting periods are as follows:

	2020	2019
Acquisition costs:		
NPI	**P 734,396,528**	P 734,396,528
Accumulated equity share in net losses:		
Balance at beginning of year	**2,248,838**	2,393,690
Sold during the year	**-**	(246,517)
Equity share in net losses for the year	**120,265**	101,665
	2,369,103	2,248,838
	P 732,027,425	P 732,147,690

Significant influence that exists in these associates is brought about by the Group's provision of essential technical information for the development of the various projects of these investee companies.

The place of incorporation, which is also the principal place of business, of the Group's associates is presented below.

(a) BNHGI, NPI, FESI – Renaissance Towers, Meralco Avenue, Pasig City
(b) FERC, FENI, FERSAI – Paragon Plaza, Reliance St., Mandaluyong City

In 2018, the Group wrote off its investments to FERC, FENI, FESI and FERSAI. The carrying amount of these investments amounting to P4.9 million was recognized as impairment loss and is presented as Impairment loss under Finance Costs and Other Charges account in the 2018 consolidated statement of comprehensive income (see Note 20.2). There is no similar transaction in 2020 and 2019.

In 2019, the Group sold ownership interest in BNHGI to a third party for P297.5 million. Gain from this transaction amounted to P188.5 million which represent the excess of the consideration received over the book value of disposed investment and is presented as Gain on Sale of Investment in Associate in the 2019 consolidated statement of comprehensive income. No similar transaction occurred in 2020 and 2018.

The aggregated amounts of assets, liabilities, revenues and net loss of NPI are as follows:

	2020	2019
Current assets	**P 259,669,626**	P 260,527,963
Non-current assets	**5,411,008,680**	5,411,008,680
Current liabilities	**1,317,006,155**	1,317,006,155
Revenues	**8,725**	7,883
Net loss	**859,037**	726,177

NPI does not have any non-current liabilities as of December 31, 2020 and 2019.

The reconciliation of the above summarized information to the carrying amount of the interest in NPI is as follows:

	2020	2019
Net assets at end of year	**P4,353,672,151**	P4,354,530,488
Equity ownership interest	**14%**	14%
	609,514,003	609,634,268
Nominal goodwill	**122,513,422**	122,513,422
Balance at end of year	**P 732,027,425**	P 732,147,690

The fair values of the associates' shares of stock are not available as of the end of the reporting periods.

Based on the assessment of the management, aside from those that have been written off in 2018, the investments in associates are not impaired due to the active efforts of the Group to raise funds in order to push through with the associate's projects.

10.2 Subsidiaries with Material Non-controlling Interests

The Group includes subsidiaries with material NCI, with details shown below.

Name of Subsidiary	Material NCI	Proportion of Ownership Interest and Voting Rights Held by NCI 2020	2019	Profit Allocated to NCI 2020	2019	Accumulated NCI 2020	2019
TLC	Various stockholders	**49%**	49%	**P 45,567,297**	P 212,648,014	**P 3,670,521,267**	P 3,624,953,970
SMI	Megaworld	**49%**	49%	**94,807,612**	123,306,622	**1,181,281,537**	1,086,473,925
OPI	Various stockholders	**50%**	50%	**55,616,033**	51,561,092	**319,636,304**	264,020,271
SWEC	Various stockholders	**40%**	40%	**17,019,437**	29,379,144	**292,692,776**	275,673,339

In 2019, OPI declared dividends amounting to P100.0 million. In 2018, SWEC declared and paid cash dividends amounting to P50.0 million. No dividends were paid by the subsidiaries to the NCI in 2020.

The place of incorporation of TLC, SMI, SWEC and OPI is summarized below.

(a) TLC and SMI – Renaissance Towers, Meralco Avenue, Pasig City
(b) SWEC – Southwoods Ecocentrum, Brgy. Soro-Soro, Biñan, Laguna
(c) OPI – 5th Floor, F&M Lopez II Building, 109 C. Palanca St., Legaspi Village, Makati City

In 2017, the SEC approved the change in the registered office and principal place of business of the Company's subsidiaries (TLC and SMI) from its place of incorporation to 16th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City.

10.3 Interest in Unconsolidated Structured Entities

The Group has no interests in unconsolidated structured entities.

The summarized financial information of TLC, SMI, SWEC and OPI, before intragroup eliminations, are shown below.

	TLC		SMI		SWEC		OPI	
	2020	2019	**2020**	2019	**2020**	2019	**2020**	2019
Current assets	P 4,835,265,248	P4,737,958,113	P 718,479,620	P 629,031,061	P 623,334,704	P 657,380,345	P 969,441,770	P 693,515,471
Non-current assets	5,715,874,568	5,592,999,189	3,020,195,568	3,121,302,148	339,261,897	338,207,624	469,711,660	527,674,746
Total assets	**P 10,551,139,816**	P10,330,957,302	**P3,738,675,188**	P3,750,333,209	**P 962,596,601**	P 995,587,969	**P1,439,153,430**	P1,221,190,217
Current liabilities	P 1,223,538,168	P1,281,369,417	P 993,726,285	P1,104,470,871	P 174,596,247	P 230,820,775	P 668,027,492	P 605,838,136
Non-current liabilities	1,728,309,174	1,592,202,435	331,044,275	424,148,287	53,834,870	65,546,089	131,853,332	87,311,539
Total liabilities	**P 2,951,847,342**	P2,873,571,852	**P1,324,770,560**	P 1,528,619,158	**P 228,431,117**	P 296,366,864	**P 799,880,824**	P 693,149,675
Equity attributable to shareholders of the Company	**P 3,875,639,161**	P3,803,266,580	**P 1,231,091,360**	P 1,133,074,166	**P 440,499,290**	P 419,532,663	**P 319,636,303**	P 264,020,271
Non-controlling interests	**P 3,723,653,312**	P3,654,118,870	**P1,182,813,268**	P1,088,639,885	**P 293,666,194**	P 279,688,442	**P 319,636,303**	P 264,020,271
Revenue	**P 736,200,090**	P 1,922,013,836	**P 470,109,278**	P 580,060,871	**P 92,765,970**	P 174,502,406	**P 356,579,253**	P 376,843,876
Profit for the year attributable to shareholders of the Company	**P 72,372,582**	P 230,686,019	**P 98,017,195**	P 123,982,976	**P 20,966,627**	P 50,091,371	**P 55,616,032**	P 51,561,092
Profit for the year attributable to NCI	**69,534,442**	221,639,509	**94,173,383**	119,120,898	**13,977,752**	33,394,247	**55,616,032**	51,561,092
Profit for the year	**P 141,907,024**	P 452,325,528	**P 192,190,578**	P 243,103,874	**P 34,944,379**	P 83,485,618	**P 111,232,064**	P 103,122,184
Net cash from (used) in operating activities	**(P 56,237,505)**	(P 176,347,847)	**P 417,607,590**	P 361,625,683	**P 42,642,667**	(P 10,849,104)	**(P 32,469,599)**	P 197,229,747
Net cash from (used in) investing activities	**(113,714,839)**	(287,034,571)	**(110,106,806)**	(82,453,844)	**(488,471)**	175,668	**80,368**	141,990
Net cash from (used in) financing activities	**308,947,254**	535,393,205	**(283,269,268)**	(211,710,737)	**(38,000,000)**	(12,000,000)	**17,029,668**	(169,566,225)
Effect of foreign exchange rates	**4,596,449**	2,253,649	**-**	-	**-**	-	**-**	-
Net cash inflow (outflow)	**P 143,591,359**	P 74,264,436	**P 24,231,516**	P 67,461,102	**P 4,154,196**	(P 22,673,436)	**(P 15,359,563)**	P 27,805,512

TLC, SMI, SWEC and OPI have no other comprehensive income in the year 2020 and 2019; hence, the respective total comprehensive income (loss) of these subsidiaries are the same with the profit (loss) recognized in both years.

11. INVESTMENT PROPERTY

The Group's investment properties comprise of buildings and several parcels of land which are owned to earn rental income or for capital appreciation or for both. The gross carrying amounts and accumulated depreciation and amortization of investment properties at the beginning and end of the reporting periods are shown below.

	Building and Improvements	Land and Land Development and Improvements	Construction in Progress	Total
December 31, 2020				
Cost	P 5,990,099,949	P 5,770,242,592	P 38,857,749	P 11,799,200,290
Accumulated depreciation and amortization	(834,740,526)	(139,705,539)	-	(974,446,065)
Net carrying value	**P 5,155,359,423**	**P 5,630,537,053**	**P 38,857,749**	**P 10,824,754,225**
December 31, 2019				
Cost	P 5,817,111,960	P 5,692,736,082	P 38,697,020	P 11,548,545,062
Accumulated depreciation and amortization	(624,111,121)	(139,705,539)	-	(763,816,660)
Net carrying value	P 5,193,000,839	P 5,553,030,543	P 38,697,020	P 10,784,728,402
December 31, 2018				
Cost	P 4,887,003,477	P 6,202,106,714	P 35,373,334	P 11,124,483,525
Accumulated depreciation and amortization	(447,050,266)	(139,705,539)	-	(586,755,805)
Net carrying value	P 4,439,953,211	P 6,062,401,175	P 35,373,334	P 10,537,727,720
January 1, 2018				
Cost	P 2,345,772,744	P 5,750,966,547	P 1,892,135,480	P 9,988,874,771
Accumulated depreciation and amortization	(356,091,418)	(139,704,564)	-	(495,795,982)
Net carrying value	P 1,989,681,326	P 5,611,261,983	P 1,892,135,480	P 9,493,078,789

A reconciliation of the carrying amounts of investment property at the beginning and end of the reporting periods is shown in below.

	Building and Improvements	Land and Land Development and Improvements	Construction in Progress	Total
Balance at January 1, 2020, net of accumulated depreciation and amortization	P 5,193,000,839	P 5,553,030,543	P 38,697,020	P 10,784,728,402
Additions	158,585,412	77,506,510	160,729	236,252,651
Reclassifications	14,402,577	-	-	14,402,577
Depreciation and amortization charges for the year	(210,629,405)	-	-	(210,629,405)
Balance at December 31, 2020, net of accumulated depreciation and amortization	**P 5,155,359,423**	**P 5,630,537,053**	**P 38,857,749**	**P 10,824,754,225**
Balance at January 1, 2019, net of accumulated depreciation and amortization	P 4,439,953,211	P 6,062,401,175	P 35,373,334	P 10,537,727,720
Additions	329,609,235	-	3,323,686	332,932,921
Reclassifications	604,785,205	(509,370,632)	-	95,414,573
Depreciation and amortization charges for the year	(181,346,812)	-	-	(181,346,812)
Balance at December 31, 2019, net of accumulated depreciation and amortization	P 5,193,000,839	P 5,553,030,543	P 38,697,020	P 10,784,728,402

	Building and Improvements	Land and Land Development and Improvements	Construction in Progress	Total
Balance at January 1, 2018, net of accumulated depreciation and amortization	P 1,989,681,326	P 5,611,261,008	P 1,892,135,480	P 9,493,077,814
Additions	684,468,587	451,140,167	-	1,135,608,754
Reclassifications	1,856,762,146	-	(1,856,762,146)	-
Depreciation and amortization charges for the year	(90,958,848)	-	-	(90,958,848)
Balance at December 31, 2018, net of accumulated depreciation and amortization	P 4,439,953,211	P 6,062,401,175	P 35,373,334	P 10,537,727,720

Rental revenues recognized in 2020, 2019 and 2018 amounted to P607.4 million, P715.1 million and P379.6 million, respectively, and are presented as part of Rental Income account under Revenues and Income section in the consolidated statements of comprehensive income (see Note 25.2). Depreciation charges substantially represent the direct costs in leasing these properties. Other operating costs in leasing these properties include Real property taxes amounting to P22.2 million, P19.6 million and P21.6 million in 2020, 2019 and 2018, respectively, and Repairs and maintenance amounting to P6.4 million, P8.8 million and P7.6 million in 2020, 2019 and 2018 respectively. Real property taxes is included as part of Taxes and licenses while Repairs and maintenance is presented under Other Operating Expenses account in the consolidated statements of comprehensive income (see Notes 21 and 22).

In 2019, the Group reclassified investment properties with a total carrying amount of P340.1 million to inventories as such properties are intended for future development. In 2020 and 2019, the Group reclassified property development cost and real estate for sale with a total carrying amount of P14.4 million and P604.8 million, respectively, to investment property as such properties are held to earn rentals (see Note 7). In 2019, the Group also reclassified investment properties with a carrying amount of P169.3 million to property and equipment as such properties are used for operations (see Note 12).

Except for the Construction in progress and land held for undetermined future use, all of the Group's investment properties generated rental income as at December 31, 2020, 2019 and 2018.

Based on management's estimate, the fair value of building and improvements amounted to P6,541.8 million and P13,048.1 million as determined by calculating the present value of the cash inflows anticipated until the end of the life of the investment property using a discount rate of 11% and 5% as at December 31, 2020 and 2019, respectively.

On the other hand, the fair value of land and land development and improvements amounted to P30,371.2 million and P26,332.4 million as determined through appraisals by independent valuation specialists using market-based valuation approach where prices of comparable properties are adequate for specific market factors such as location and condition of the property as at December 31, 2020 and 2019, respectively.

Moreover, the carrying value of construction in progress approximates its fair value as of December 31, 2020 and 2019.

Other information about the fair value measurement and disclosures related to the investment property are presented in Note 31.3.

12. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation and amortization of property and equipment at the beginning and end of the reporting periods are shown below.

	Land	Building	Office Furniture, Fixtures and Equipment	Transportation and Other Equipment	Building and Office Improvements	Total
December 31, 2020						
Cost	P 1,600,000	P 1,159,750,023	P 282,641,198	P 313,891,228	P 115,617,251	P 1,873,499,700
Accumulated depreciation and amortization	-	(379,636,598)	(219,081,667)	(280,497,775)	(53,922,229)	(933,138,269)
Net carrying amount	**P 1,600,000**	**P 780,113,425**	**P 63,559,531**	**P 33,393,453**	**P 61,695,022**	**P 940,361,431**
December 31, 2019						
Cost	P 1,600,000	P 1,159,750,023	P 280,579,978	P 309,927,389	P 112,074,944	P 1,863,932,334
Accumulated depreciation and amortization	-	(367,688,401)	(181,741,239)	(256,641,975)	(43,331,998)	(849,403,613)
Net carrying amount	P 1,600,000	P 792,061,622	P 98,838,739	P 53,285,414	P 68,742,946	P 1,014,528,721
December 31, 2018						
Cost	P 1,600,000	P 986,116,047	P 221,495,877	P 260,901,369	P 98,896,436	P 1,569,009,729
Accumulated depreciation and amortization	-	(340,365,358)	(162,463,115)	(205,505,026)	(24,729,328)	(733,062,827)
Net carrying amount	P 1,600,000	P 645,750,689	P 59,032,762	P 55,396,343	P 74,167,108	P 835,946,902
January 1, 2018						
Cost	P 1,600,000	P 986,116,047	P 177,825,086	P 241,903,027	P 92,966,874	P 1,500,411,034
Accumulated depreciation and amortization	-	(316,055,475)	(143,641,361)	(162,866,087)	(14,915,125)	(637,478,048)
Net carrying amount	P 1,600,000	P 670,060,572	P 34,183,725	P 79,036,940	P 78,051,749	P 862,932,986

A reconciliation of the carrying amounts of property and equipment at the beginning and end of the reporting periods is shown below.

	Land	Building	Office Furniture, Fixtures and Equipment	Transportation and Other Equipment	Building and Office Improvements	Total
Balance at January 1, 2020 net of accumulated depreciation and amortization	P 1,600,000	P 792,061,622	P 98,838,739	P 53,285,414	P 68,742,946	P 1,014,528,721
Additions	-	-	2,078,363	3,963,839	3,542,307	9,584,509
Disposals	-	-	(17,143)	-	-	(17,143)
Depreciation and amortization charges for the year	-	(11,948,197)	(37,340,428)	(23,855,800)	(10,590,231)	(83,734,656)
Balance at December 31, 2020, net of accumulated depreciation and amortization	**P 1,600,000**	**P 780,113,425**	**P 63,559,531**	**P 33,393,453**	**P 61,695,022**	**P 940,361,431**
Balance at January 1, 2019 net of accumulated depreciation and amortization	P 1,600,000	P 645,750,689	P 59,032,762	P 55,396,343	P 74,167,108	P 835,946,902
Additions	-	-	59,783,285	49,026,020	13,178,508	121,987,813
Reclassification to investment property	-	169,331,972	-	-	-	169,331,972
Disposals	-	-	(699,184)	-	-	(699,184)
Depreciation and amortization charges for the year	-	(23,021,039)	(19,278,124)	(51,136,949)	(18,602,670)	(112,038,782)
Balance at December 31, 2019, net of accumulated depreciation and amortization	P 1,600,000	P 792,061,622	P 98,838,739	P 53,285,414	P 68,742,946	P 1,014,528,721
Balance at January 1, 2018 net of accumulated depreciation and amortization	P 1,600,000	P 670,060,572	P 34,183,725	P 79,036,940	P 78,051,749	P 862,932,986
Additions	-	-	41,688,921	18,998,342	5,929,562	66,616,825
Addition due to acquired subsidiary	-	-	2,024,638	-	-	2,024,638
Disposals	-	-	(14,256)	-	-	(14,256)
Depreciation and amortization charges for the year	-	(24,309,883)	(18,850,266)	(42,638,939)	(9,814,203)	(95,613,291)
Balance at December 31, 2018, net of accumulated depreciation and amortization	P 1,600,000	P 645,750,689	P 59,032,762	P 55,396,343	P 74,167,108	P 835,946,902

Depreciation and amortization of property and equipment is presented as part of Depreciation and amortization under Operating Expenses account in the consolidated statements of income (see Note 21).

The Group's fully depreciated assets that are still being used in operations has a total original cost of P331.9 million and P181.6 million as at December 31, 2020 and 2019, respectively.

13. LEASES

The Group, as a lessee, has leases for certain offices and commercial lot. With the exception of short-term leases, each lease is reflected on the consolidated statement of financial position as a right-of-use asset and a lease liability.

Each lease generally imposes a restriction that, unless there is a contractual right for the Group to sublet the asset to another party, the right-of-use asset can only be used by the Group. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. The Group is prohibited from selling or pledging the underlying leased assets as security. For leases over offices, the Group must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Group incur maintenance fees on such items in accordance with the lease contracts.

In 2020, the Company entered into a new lease agreement with Megaworld for the transfer of office space. The Company recognized right-of-use assets and lease liabilities amounting to P90.0 million. Consequently, the Company derecognized the remaining carrying amount of right-of-use asset and lease liability for the old office space amounting to P81.1 million and P78.4 million, respectively. The loss resulting from the derecognition amounting to P2.7 million is presented as part of Miscellaneous under Other Operating Expenses account in the 2020 consolidated statement of comprehensive income (see Note 21).

The table below describes the nature of the Group's leasing activities by type of right-of-use asset recognized in the consolidated statements of financial position.

	Number of right-of-use assets leased	**Range of remaining term**	**Average remaining lease term**	**Number of leases with extension options**	**Number of leases with termination options**
Offices	2	3 – 14 years	14 years	2	2
Commercial lot	1	28 years	28 years	1	1

13.1 Right-of-use Assets

The carrying amounts of the Group's right-of-use assets as at December 31, 2020 and 2019 and the movements during the periods are shown in the succeeding page.

	Offices	Commercial Lot	Total
December 31, 2020			
Cost			
Balance at beginning of year	P 202,411,637	P 25,654,963	P 228,066,600
Additions	105,078,280	-	105,078,280
Derecognition	(81,121,581)	-	(81,121,581)
Balance at end of year	226,368,336	25,654,963	252,023,299
Accumulated amortization			
Balance at beginning of year	57,826,083	1,368,265	59,194,348
Amortization for the year	63,227,775	1,368,265	64,596,040
Balance at end of year	121,053,858	2,736,530	123,790,388
Carrying amount at December 31, 2020	**P 105,314,478**	**P 22,918,433**	**P 128,232,911**
December 31, 2019			
Cost	P 202,411,637	P 25,654,963	P 228,066,600
Accumulated amortization			
Balance at beginning of year	-	-	-
Amortization for the year	57,826,083	1,368,265	59,194,348
Balance at end of year	57,826,083	1,368,265	59,194,348
Carrying amount at December 31, 2019	P 144,585,554	P 24,286,698	P 168,872,252

13.2 Lease Liabilities

Lease liabilities are presented in the consolidated statement of financial position as at December 31, 2020 as follows:

	2020	2019
Current	**P 46,816,744**	P 64,456,834
Non-current	**426,818,577**	429,834,849
	P 473,635,321	P 494,291,683

The use of extension and termination options gives the Group added flexibility in the event it has identified more suitable premises in terms of cost and/or location or determined that it is advantageous to remain in a location beyond the original lease term. An option is only exercised when consistent with the Group's regional markets strategy and the economic benefits of exercising the option exceeds the expected overall cost.

The undiscounted maturity analysis of lease liabilities at December 31 is as follows:

	Within 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	More than 5 years	Total
December 31, 2020							
Lease payment	P 81,102,415	P 52,869,172	P 54,722,262	P 55,630,803	P 45,913,954	P 747,392,551	P1,037,631,157
Finance charges	(34,285,671)	(32,894,847)	(31,248,676)	(29,330,922)	(27,273,214)	(408,962,506)	(563,995,836)
Net present value	**P 46,816,744**	**P 19,974,325**	**P 23,473,586**	**P 26,299,881**	**P 18,640,740**	**P338,430,045**	**P 473,635,321**

	Within 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	More than 5 years	Total
December 31, 2019							
Lease payment	P 101,225,384	P 100,623,729	P 40,350,217	P 30,297,584	P 30,360,082	P777,489,228	P1,080,346,224
Finance charges	(36,768,550)	(31,756,675)	(27,642,703)	(27,237,319)	(26,967,596)	(435,681,698)	(586,054,541)
Net present value	P 64,456,834	P 68,867,054	P 12,707,514	P 3,060,265	P 3,392,486	P341,807,530	P 494,291,683

13.3 Lease Payments Not Recognized as Liabilities

The Group has elected not to recognize a lease liability for short-term leases. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognized as lease liabilities and are expensed as incurred.

The expenses related to short-term leases amounted to P40.3 million and P60.9 million for the years ended December 31, 2020 and 2019, respectively, and are presented as part of Other Operating Expenses and as part of Cost of Hotel Operations account in the consolidated statements of comprehensive income (see Note 21).

At December 31, 2020 and 2019, the Company is committed to short-term leases, and the total commitment at that dates are P5.6 million and P6.2 million, respectively.

13.4 Additional Profit or Loss and Cash Flow Information

The total cash outflow in respect of leases amounted to P75.6 million and P151.9 million in 2020 and 2019, respectively. Interest expense in relation to lease liabilities amounted to P38.1 million and P35.9 million in 2020 and 2019, respectively, and is presented as part of Finance Costs and Other Charges in the 2020 consolidated statement of comprehensive income (see Note 20.2).

14. OTHER NON-CURRENT ASSETS

This account consists of:

	Note	**2020**	2019
Refundable deposits	29.2	**P 129,920,380**	P 122,749,105
Advances to contractors		**51,065,300**	134,108,998
Softwares		**5,739,144**	5,338,243
Others		**2,972,332**	3,025,371
		P 189,697,156	P 265,221,717

As of December 31, 2020 and 2019, management assessed that the Group's other non-current assets are fully recoverable. As such, no impairment losses are recognized in 2020, 2019 and 2018.

15. INTEREST-BEARING LOANS

The Group's interest-bearing loans are broken down as follows:

	2020	2019
Current	**P1,470,588,240**	P1,555,555,898
Non-current	**3,863,970,580**	3,468,750,000
	P5,334,558,820	P5,024,305,898

In 2020, the Company obtained an unsecured long-term loan from a local bank amounting to P1.0 billion, payable quarterly for a term of five years bearing a fixed rate of 5.26% and is payable quarterly in arrears. The outstanding balance pertaining to this loan amounted to P1.0 billion as of December 31, 2020.

In 2019, the Company obtained an unsecured long-term loan from a local bank amounting to P2.0 billion, payable quarterly for a term of five years. The loan bears a floating interest rate ranging from 4.75% to 5% and is payable quarterly in arrears. The outstanding balance pertaining to this loan amounted to P1.6 billion and P2.0 billion as of December 31, 2020 and 2019, respectively.

In August and November 2019, TLC obtained an unsecured interest-bearing loans from a local commercial bank amounting to P300.0 million and P200.0 million, respectively, for the funding requirements of the construction of projects in Twin Lakes Tagaytay to be settled in cash. In March 2020, TLC obtained additional interest-bearing loan amounting to P500.0 million. The loans bear a floating interest rates ranging from 5.0% to 5.3% subject to 30 days to 180 days repricing. Quarterly installments beginning November 2020 are due until the loan is fully settled in 2024 for all interest-bearing loans. The outstanding balance pertaining to these loans amounted to P0.9 billion and P0.5 billion as at December 31, 2020 and 2019, respectively.

In November 2018, SWEC renewed its credit line facility with a local bank amounting to P150.0 million, which shall be used for working capital purposes. In December 2018, initial loan drawdown for this line amounted to P50.0 million, payable within 180 days. This was extended for another 180 days in 2019. Upon expiration, SWEC paid the P12.0 million portion of the loan and extended the remaining P38.0 million for another 180 days. In June 2020, the loan was renewed for a period of 180 days which was then paid in full upon maturity.

In December 2017, the Company obtained an unsecured long-term loan from a local bank amounting to P2.0 billion. The loan is payable quarterly for a term of five years commencing on the beginning of the fifth quarter from the initial drawdown date. In 2020, another loan was obtained on the same bank amounting to P0.5 billion which is payable quarterly for a term of seven years. The loans bear a floating interest rate and is payable quarterly in arrears. The outstanding balance pertaining to this loan amounted to P1.5 billion as at December 31, 2020 and 2019.

In 2016, the Company obtained a P2.0 billion unsecured loan with a term of five years from a local bank with principal to be paid in quarterly instalments, commencing on the 5th quarter from date of initial drawdown. This loan carries a floating interest rate, which is repriced every 30 to 180 days as agreed by the parties. On October 25, 2018, the interest rate was fixed subject to repricing after one year. The interest is payable quarterly in arrears. The outstanding balance pertaining to this loan amounted to P0.3 billion and P0.7 billion as at December 31, 2020 and 2019, respectively.

In 2015, the Company obtained a P1.5 billion unsecured loan with a term of five years from the initial drawdown, inclusive of a grace period on principal repayment of two years. The loan bears a fixed interest rate payable quarterly in arrears. The outstanding balance as at December 31, 2019 pertaining to this loan amounted to P0.2 billion and was paid in full in 2020.

In 2015, OPI obtained a long-term unsecured interest-bearing loan from a local financial institution. The loan bears a fixed interest rate of 5.04% and matures on May 28, 2020. The outstanding balance pertaining to this loan amounted to P5.5 million as at December 31, 2020.

The Group has properly complied with the loan agreements' covenants as of the end of the reporting period (see Note 32).

The total accrued interest payable amounted to P12.8 million and P13.0 million as of December 31, 2020 and 2019, respectively, is presented as part of Accrued expenses under the Trade and Other Payables account in the consolidated statements of financial position (see Note 16).

Total interest costs incurred attributable to these loans amounted to P275.8 million, P291.6 million and P265.4 million in 2020, 2019 and 2018, respectively. Of these amounts, P184.1 million, P136.3 million and P123.2 million in 2020, 2019 and 2018, respectively, were capitalized by the Company as part of Inventories account (see Note 7). Interest charged to expense is presented as part of Finance costs under Finance Costs and Other Charges account in the consolidated statements of comprehensive income (see Note 20.2).

16. TRADE AND OTHER PAYABLES

This account consists of:

	Notes	**2020**	2019
Trade payables		**P2,172,627,406**	P 2,793,429,162
Accrued expenses	15, 26.3	**341,004,062**	145,702,207
Retention payable		**278,673,607**	313,936,806
Liabilities for land acquisition		**205,791,333**	399,122,150
Income tax payable		**44,878,883**	143,464,570
Others		**295,784,640**	155,307,711
		P3,338,759,931	P 3,950,962,606

Trade payables mainly represent obligations to subcontractors and suppliers of construction materials for the Group's projects.

Liabilities for land acquisition represent the unpaid portion of raw land acquired by the Group for the development of real estate projects.

Accrued expenses represent accruals for dividends on preferred shares, commission, utilities, professional fees, outside services, interest and other expenses incurred in the normal operations of the Group.

Retention payable pertains to amount withheld from payments made to contractors to ensure compliance and completion of contracted projects equivalent to 10% of every billing made by the contractor. Upon completion of the contracted projects, the amounts are remitted back to the contractors. Those which are due to be remitted beyond 12 months from the end of the reporting period is presented under Other Non-current Liabilities in the consolidated statements of financial position (see Note 18).

Other payables consist primarily of refund liability, unearned rentals, payables to government and other regulatory agencies.

17. DUE TO JOINT VENTURE PARTNERS

This account represents the share of joint venture partners in the proceeds from the sale of certain projects in accordance with various joint venture agreements entered into by the Group.

The account pertains to payables to golf share partners and lot owners amounting to P410.5 million in 2020 and P356.2 million in 2019. As of December 31, 2020, and 2019, the total amount is currently due and demandable and presented under the Current Liabilities section of the statements of financial position.

The amortization of deferred interest amounting to P11.3 million in 2018 is presented as part of Finance costs under the Finance Costs and Other Charges account in the 2018 consolidated statement of comprehensive income (see Note 20.2). No amortization was recognized in 2020 and 2019 as the deferred interest was fully amortized in 2018.

18. OTHER NON-CURRENT LIABILITIES

The details of the account are as follows:

	Note	**2020**	2019
Retention payable	16	**P 582,304,798**	P 579,795,840
Security deposits		**132,707,104**	98,944,348
Advance rental		**4,893,138**	3,687,991
Others		**11,232,362**	215,071
		P 731,137,402	P 682,643,250

19. REVENUES

19.1 Disaggregation of Revenues

The Group derives revenues mainly from sale of real properties, rentals and hotel operations. An analysis of the Group's major sources of revenues is presented in the succeeding page.

	Segments			
	Real Estate	Hotel Operations	Rentals	Total
2020				
Geographical areas:				
Luzon	P 1,532,468,756	P 117,582,776	P 588,788,992	P 2,238,840,524
Visayas	2,081,786,774	83,626,969	30,570,596	2,195,984,339
	P 3,614,255,530	**P 201,209,745**	**P 619,359,588**	**P 4,434,824,863**
Types of product or services:				
Residential lots	P 1,726,399,698	P -	P -	P 1,726,399,698
Residential condominium	1,710,426,820	-	-	1,710,426,820
Commercial lots and spaces	177,429,012	-	-	177,429,012
Room accommodation	-	168,174,048	-	168,174,048
Food and beverage	-	33,035,697	-	33,035,697
Rentals	-	-	619,359,588	619,359,588
	P 3,614,255,530	**P 201,209,745**	**P 619,359,588**	**P 4,434,824,863**
2019 [As restated – see Note 2.1(b)]				
Geographical areas:				
Luzon	P 3,677,471,016	P 133,679,197	P 720,830,644	P 4,531,980,857
Visayas	2,229,054,156	680,248,947	25,861,201	2,935,164,304
	P 5,906,525,172	P 813,928,144	P 746,691,845	P 7,467,145,161
Types of product or services:				
Residential lots	P 2,817,874,868	P -	P -	P 2,817,874,868
Residential condominium	2,851,330,712	-	-	2,851,330,712
Commercial lots and spaces	237,319,592	-	-	237,319,592
Room accommodation	-	701,825,855	-	701,825,855
Food and beverage	-	112,102,289	-	112,102,289
Rentals	-	-	746,691,845	746,691,845
	P 5,906,525,172	P 813,928,144	P 746,691,845	P 7,467,145,161
2018 [As restated – see Note 2.1(b)]				
Geographical areas:				
Luzon	P 4,244,206,966	P 3,930,738	P 426,536,057	P 4,674,673,761
Visayas	2,061,270,932	220,027,616	-	2,281,298,548
Mindanao	526,734	-	-	526,734
	P 6,306,004,632	P 223,958,354	P 426,536,057	P 6,956,499,043
Types of product or services:				
Residential lots	P 3,085,844,619	P -	P -	P 3,085,844,619
Residential condominium	3,037,286,275	-	-	3,037,286,275
Commercial lots and spaces	182,873,738	-	-	182,873,738
Room accommodation	-	194,768,503	-	194,768,503
Food and beverage	-	28,229,958	-	28,229,958
Other room services	-	959,893	-	959,893
Rentals	-	-	426,536,057	426,536,057
	P 6,306,004,632	P 223,958,354	P 426,536,057	P 6,956,499,043

19.2 Contract Accounts

The significant changes in the contract assets and liabilities balances during the year are presented below:

a. Contract Assets

The Group's contract assets are classified as follows:

	2020	2019
Current	**P1,936,273,057**	P1,170,459,539
Non-current	**857,722,890**	372,090,385
	P2,793,995,947	P1,542,549,924

The significant changes in the contract assets balances during the year are as follows:

	2020	2019
Balance at beginning of year	**P1,542,549,924**	P3,530,180,685
Transfers from contract assets recognized at the beginning of year to installment contract receivables	**(15,980,987)**	(3,619,846,311)
Increase as a result of changes in measurement of progress	**1,267,427,010**	1,632,215,550
Balance at end of year	**P2,793,995,947**	P1,542,549,924

b. Contract Liabilities

The Group's contract liabilities is classified as follows:

	2020	2019
Current	**P 472,550,220**	P 657,575,886
Non-current	**327,009,832**	575,066,812
	P 799,560,052	P1,232,642,698

The significant changes in the contract liabilities balances during the year are as follows:

	2020	2019
Balance at beginning of year	**P1,232,642,698**	P1,068,832,116
Revenue recognized that was included in contract liability at the beginning of year	**(435,567,068)**	(481,342,349)
Increase due to cash received excluding amount recognized as revenue during the year	**2,484,422**	645,152,931
Balance at end of year	**P 799,560,052**	P1,232,642,698

19.3 Direct Contract Costs

The Group incurs sales commissions upon execution of contracts to sell real properties to customers. Incremental costs of commission incurred to obtain contracts are capitalized and presented as Deferred commission presented under Prepayments and Other Current Assets account in the consolidated statements of financial position (see Note 8). These are amortized over the expected construction period on the same basis as how the Company measures progress towards complete satisfaction of its performance obligation in its contracts. The total amount of amortization for 2020, 2019 and 2018 is presented as part of Commission under Other Operating Expenses account in the consolidated statements of comprehensive income (see Note 21).

The movements in balances of deferred commission in 2020 and 2019 is presented below.

	2020	2019
Balance at beginning of year	**P 140,424,475**	P 168,584,563
Additional capitalized cost	**95,486,890**	816,685
Amortization for the period	**(90,446,417)**	(28,976,773)
Balance at end of year	**P 145,464,948**	P 140,424,475

19.4 Transaction Price Allocated to Unsatisfied Performance Obligations

The aggregate amount of transaction price allocated to partially or wholly unsatisfied contracts as of December 31, 2020 and 2019 is P4.4 billion and P3.0 billion, respectively. The Company expects to recognize revenue from unsatisfied contracts as of December 31 as summarized below.

	2020	2019
Within a year	**P 1,252,464,713**	P 415,791,010
More than one year to three years	**3,153,860,830**	2,186,513,933
More than three years to five years	**25,091,270**	380,908,685
	P 4,431,416,813	P 2,983,213,628

20. FINANCE INCOME AND FINANCE COSTS

20.1 Finance and Other Income

Presented below are the details of this account.

	Notes	**2020**	2019 [As restated – see Note 2.1(b)]	2018 [As restated – see Note 2.1(b)]
Finance income	5, 6, 9	**P 164,191,512**	P 159,732,966	P 134,799,289
Gain on bargain purchase	1.2	**-**	-	10,774,664
Foreign currency gains – net		**-**	-	4,013,772
Balance brought forward		**164,191,512**	159,732,966	149,587,725

	Note	2020	2019 [As restated – see Note 2.1(b)]	2018 [As restated – see Note 2.1(b)]
Balance carried forward		**P 164,191,512**	P 159,732,966	P 149,587,725
Gain on derecognition of payables		**94,917,309**	76,848,443	-
Miscellaneous	7	**63,288,004**	50,726,146	59,269,199
		P 322,396,825	P 287,307,555	P 208,856,924

Miscellaneous income includes forfeiture of reservation fees from customers.

20.2 Finance Costs and Other Charges

Presented below are the details of this account.

	Notes	2020	2019 [As restated – see Note 2.1(b)]	2018 [As restated – see Note 2.1(b)]
Finance costs	13, 15, 17, 23.2, 25.2, 25.4, 26.3	**P 131,202,017**	P 236,057,259	P 205,395,234
Loss on refund		**14,447,453**	39,063,331	39,163,991
Foreign currency losses – net		**10,119,955**	5,308,846	-
Impairment loss	10.1	**-**	-	4,908,934
Miscellaneous		**568,984**	400,390	-
		P 156,338,409	P 280,829,826	P 249,468,159

A loss on refund is recognized when the customer is entitled for a refund on sales cancellation.

21. OPERATING EXPENSE BY NATURE

Presented below are the details of this account.

	Notes	2020	2019	2018
Cost of real estate sales	22.1	**P 1,538,459,693**	P 2,794,278,385	P 3,018,683,870
Salaries and employee benefits	23.1	**469,363,078**	540,171,801	322,004,469
Depreciation and amortization	11, 12, 13, 14	**358,960,101**	352,579,942	195,819,007
Commissions	19.3, 25.5	**161,720,883**	372,735,140	256,185,501
Taxes and licenses	11	**121,102,660**	160,992,513	133,313,517
Cost of hotel operations	22.3	**113,669,079**	442,819,864	158,162,392
Utilities and supplies		**72,590,153**	96,475,962	66,194,670
Balance brought forward		**2,835,865,647**	4,760,053,607	4,150,363,426

	Notes	2020	2019	2018
Balance carried forward		**P 2,835,865,647**	P 4,760,053,607	P 4,150,363,426
Professional fees and outside services		**56,938,603**	71,364,878	104,655,946
Rental	25.2	**40,311,182**	60,877,616	124,324,359
Advertising and promotions		**16,960,531**	55,533,804	23,985,331
Transportation		**11,132,108**	23,815,725	20,705,066
Repairs and maintenance	11	**12,266,920**	8,842,327	7,627,554
Representation		**4,971,662**	7,293,633	7,050,121
Gas and oil		**983,150**	2,058,248	1,813,747
Miscellaneous	6, 8, 11, 13 25.6, 29.2	**112,272,257**	315,534,600	230,827,659
		P 3,091,702,060	P 5,305,374,438	P 4,671,353,209

Miscellaneous expenses mainly include impairment loss from advances to contractors and suppliers, insurance, membership dues, communication expense, service fees charged by a stockholder and cost of materials and overhead incurred in relation to the maintenance of the golf course.

These expenses are classified in the consolidated statements of comprehensive income as follows:

	Notes	2020	2019	2018
Cost of real estate sales	22.1	**P 1,538,459,693**	P 2,794,278,385	P 3,018,683,870
Cost of rentals and services	22.2	**317,293,791**	331,144,642	202,125,585
Cost of hotel operations	22.3	**113,669,079**	442,819,864	158,162,392
Other operating expenses		**1,122,279,497**	1,737,131,547	1,292,381,362
		P 3,091,702,060	P 5,305,374,438	P 4,671,353,209

22. DIRECT COSTS

22.1 Cost of Real Estate Sales

The composition of the cost of real estate sales for the year ended December 31 are as follows:

	2020	2019	2018
Construction costs	**P 1,349,962,692**	P 2,450,708,835	P 2,650,921,529
Land cost	**157,995,301**	248,034,848	267,567,689
Borrowing cost	**30,501,700**	95,534,702	100,194,652
	P 1,538,459,693	P 2,794,278,385	P 3,018,683,870

22.2 Cost of Rentals and Services

The composition of the cost of rentals for the year ended December 31 are as follows:

	Notes		2020		2019		2018
Depreciation and amortization	21	**P**	**217,670,672**	P	193,986,612	P	126,988,960
Maintenance	11		**73,529,445**		39,635,110		21,051,763
Land development and construction			**14,898,478**		74,385,748		38,436,901
Landscape			**7,573,239**		7,255,997		4,371,451
Civil works and survey			**3,621,957**		15,881,175		11,276,510
		P	**317,293,791**	P	331,144,642	P	202,125,585

22.3 Cost of Hotel Operations

The composition of the cost of hotel operations for the year ended December 31 are as follows:

		2020		2019		2018
Salaries and employee benefits	**P**	**47,184,387**	P	34,389,716	P	11,193,765
Utilities		**19,153,571**		115,527,197		35,798,386
Outside services		**9,007,087**		28,595,198		15,524,569
Food and beverage		**8,702,596**		68,030,870		15,400,998
Depreciation		**7,229,906**		8,113,540		7,754,502
Commission		**6,099,056**		15,247,664		8,773,523
Repairs and maintenance		**2,295,292**		5,303,001		5,426,110
Club bookings		**2,161,646**		90,792,259		40,758,310
Rent expense		**-**		47,442,082		-
Miscellaneous		**11,835,538**		29,378,337		17,532,229
	P	**113,669,079**	P	442,819,864	P	158,162,392

23. EMPLOYEE BENEFITS

23.1 Salaries and Employee Benefits

Salaries and employee benefits which are presented as part of Other Operating Expenses in the consolidated statements of comprehensive income are shown below.

	Notes		2020		2019		2018
Short-term benefits		**P**	**452,721,132**	P	531,089,188	P	307,379,874
Post-employment defined benefit	23.2		**16,641,946**		8,189,660		11,317,437
Share-based employee compensation	26.2		**-**		892,953		3,307,158
	21	**P**	**469,363,078**	P	540,171,801	P	322,004,469

23.2 Post-employment Defined Benefit Plan

(a) Characteristics of the Defined Benefit Plan

The Group has an unfunded, non-contributory defined benefit plan covering all regular employees. The plan provides for lump-sum benefits equivalent to 85% to 150% of the employee's monthly salary for every year of service depending on the number of years of service. The normal retirement age is 60 years old and applicable upon completion of five years of faithful and continuous service to the Group. However, an employee who attains the age of 50 with the completion of no less than 10 years of service or has completed 15 years of service and opts for an early retirement is likewise entitled to the same benefits.

(b) Explanation of Amounts Presented in the Consolidated Financial Statements

Actuarial valuations are made annually to update the retirement benefit costs and the amount of contributions. All amounts presented in the succeeding pages are based on the actuarial valuation report obtained from an independent actuary in 2020 and 2019. The movements in present value of the retirement benefit obligation are as follows:

	2020	2019
Balance at beginning of year	**P 107,158,224**	P 49,995,320
Current service cost	**16,641,946**	8,189,660
Interest expense	**5,347,875**	4,409,032
Actuarial losses (gains) arising from:		
Experience adjustments	**(3,608,569)**	4,395,049
Changes in financial assumptions	**235,736**	41,123,963
Benefits paid	**-**	(954,800)
Balance at end of year	**P 125,775,212**	P 107,158,224

The amounts of post-employment benefit recognized in the consolidated statements of comprehensive income are as follows:

	2020	2019	2018
Reported in profit or loss:			
Current service cost	**P 16,641,946**	P 8,189,660	P 11,317,437
Interest cost	**5,347,875**	4,409,032	3,413,723
	P 21,989,821	P 12,598,692	P 14,731,160
Reported in other comprehensive income –			
Actuarial losses (gains) arising from:			
Experience adjustments	**(P 3,608,569)**	P 4,395,049	P 2,690,034
Changes in financial assumptions	**235,736**	41,123,963	(30,309,417)
	(P 3,372,833)	P 45,519,012	(P 27,619,383)

The amounts of current service cost incurred are presented as part of Salaries and employee benefits under Other Operating Expenses account in the consolidated statements of comprehensive income (see Notes 21 and 23.1). The amounts of interest expense related to the retirement benefit obligation are presented as part of Finance costs under the Finance Costs and Other Charges account in the consolidated statements of comprehensive income (see Note 20.2).

The amount recognized in other comprehensive income is included as an item that will not be reclassified subsequently to profit or loss.

In determining the amount of retirement benefit obligation, the following actuarial assumptions were used for the reporting periods:

	2020	2019	2018
Discount rates	**3.70%**	4.99%	8.88%
Expected rate of salary increase	**4.00%**	5.00%	5.00%

Assumptions regarding future mortality are based on published statistics and mortality tables. The average expected remaining working life of employees retiring at the age of 60 is 24 years for both males and females. These assumptions were developed by management with the assistance of an independent actuary. Discount factors are determined close to the end of each reporting period by reference to the interest rates of a zero coupon bond government bonds with terms to maturity approximating to the terms of the post-employment obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

(c) Risks Associated with the Retirement Plan

The plan exposes the Group to actuarial risks such as interest rate risk and longevity and salary risks.

(i) Interest Risk

The present value of the defined benefit obligation is calculated using a discount rate determined by reference to market yields of government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation.

(ii) Longevity and Salary Risks

The present value of the defined benefit obligation is calculated by reference to the best estimate of the mortality of the plan participants both during and after their employment, and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

(d) Other Information

The information on the sensitivity analysis for certain significant actuarial assumptions and the Group's timing and uncertainty of future cash flows related to the retirement plan are described in the succeeding page.

(i) Sensitivity Analysis

	Impact on Retirement Benefit Obligation		
	Change in Assumptions	Increase in Assumptions	Decrease in Assumptions
December 31, 2020			
Discount rate	**+/- 0.5%**	**(P 9,737,774)**	**P 13,005,941**
Salary increase rate	**+/- 1.0%**	**17,577,185**	**(11,895,975)**
December 31, 2019			
Discount rate	+/- 0.5%	(P 8,329,594)	P 9,441,410
Salary increase rate	+/- 1.0%	19,436,408	(15,409,008)

The sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation recognized in the consolidated statements of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous years.

(ii) Funding Arrangements and Expected Contributions

The plan is currently unfunded as at December 31, 2020. While there is no minimum funding requirement in the country, the non-funding may pose a cash flow risk in about 20 years' time when a significant number of employees is expected to retire.

As at December 31, 2020, the Group is yet to determine how much and when to fund the post-employment benefit plan.

The maturity profile for the next 20 years of undiscounted expected benefit payments from the plan follows:

	2020	2019
Within one year	**P 11,442,582**	P 4,099,917
More than one year to five years	**16,603,023**	14,893,840
More than five years to ten years	**47,327,269**	50,796,096
More than ten years to 15 years	**47,525,211**	49,060,032
More than 15 years to 20 years	**162,084,023**	156,478,080
	P 284,982,108	P 275,327,965

The weighted average duration of the defined benefit obligation at the end of the reporting period is 23 years.

24. CURRENT AND DEFERRED TAXES

The components of tax expense as reported in the consolidated statements of comprehensive income are as follows:

	2020	2019	2018
Reported in profit or loss:			
Current tax expense:			
Regular corporate income tax (RCIT) at 30%	**P 188,863,821**	P 585,912,738	P 358,252,655
Minimum corporate income tax (MCIT) at 2%	**122,007**	3,721,366	7,336,263
Final tax at 20% and 15% in 2018; and 7.5% in 2017	**3,180,862**	3,232,513	10,392,398
Deferred tax expense relating to origination and reversal of temporary differences	**454,990,087**	199,945,342	435,685,206
	P 647,156,777	P 792,811,959	P 811,666,522
Reported in other comprehensive income –			
Deferred tax expense (income) relating to remeasurements of retirement benefit plan	**P 1,011,850**	(P 13,655,704)	P 6,663,399

A reconciliation of tax on pretax profit computed at the applicable statutory rates to income tax expense reported in the consolidated statements of comprehensive income is as follows:

	2020	2019	2018
Tax on pretax profit at 30%	**P 584,231,130**	P 812,864,654	P 760,786,073
Adjustments for income subjected to lower income tax rates	**(1,582,884)**	(1,646,124)	(5,257,593)
Tax effects of:			
Non-deductible expenses	**175,983,348**	55,529,431	57,760,414
Non-taxable income	**(112,228,618)**	(39,101,724)	(3,302,392)
Non-deductible interest expense	**1,339,541**	1,404,741	11,633
Application of net-operating loss carry-over (NOLCO)	**(585,740)**	(16,493,280)	-
Income tax benefit from previously unrecognized deferred tax assets	**-**	(24,554,113)	-
Unrecognized deferred tax assets	**-**	1,535,206	-
Expired deferred tax assets	**-**	3,273,168	1,668,387
Tax expense	**P 647,156,777**	P 792,811,959	P 811,666,522

The Group's net deferred tax liabilities relate to the following as at December 31:

	2020	2019
Deferred tax liabilities:		
Unrealized gross profit on real estate sales	**P 1,924,847,951**	P 1,610,243,094
Finance lease	**131,997,515**	118,342,195
Capitalized borrowing cost	**111,257,512**	96,186,219
Marketing fee receivable	**86,796,791**	-
Rental income	**74,205,532**	82,623,057
Deferred commission	**64,717,810**	52,114,828
Leases	**56,945,127**	-
	2,450,768,238	1,959,509,393
Deferred tax assets:		
Allowance for impairment	**(146,044,623)**	(146,044,623)
Accrued expenses	**(87,193,064)**	(130,603,708)
Share-based employee compensation	**(70,927,670)**	(70,927,670)
Leases	**-**	(7,817,568)
Retirement benefit obligation	**(37,570,413)**	(21,992,860)
NOLCO	**(22,353,900)**	-
Refund liability	**(4,799,516)**	-
Unrealized forex losses – net	**(2,990,191)**	(1,592,655)
MCIT	**-**	(13,739,145)
	(371,879,377)	(392,718,229)
	P 2,078,888,861	P 1,566,791,164

The components of deferred tax expense (income) are as follows:

	Consolidated Statements of Comprehensive Income					
	Profit or Loss			Other Comprehensive Income		
	2020	2019	2018	**2020**	2019	2018
Unrealized profit on real estate sales	**P 314,604,857**	P 194,489,466	P 402,733,553	**P -**	P -	P -
Finance lease	**13,655,320**	13,276,680	-	**-**	-	-
Capitalized borrowing cost	**15,071,293**	5,158,163	1,391,553	**-**	-	-
Marketing fee receivable	**86,796,791**	-	-	**-**	-	-
Rental income	**(8,417,525)**	39,886,030	17,703,388	**-**	-	-
Deferred commission	**12,602,982**	3,124,573	3,291,009	**-**	-	-
Unrealized foreign exchange gains - net	**-**	(616,707)	616,707	**-**	-	-
Allowance for impairment	**-**	(409,511)	-	**-**	-	-
Accrued expenses	**43,410,644**	(55,828,067)	11,495,241	**-**	-	-
Share-based employee compensation	**-**	(267,886)	(992,147)	**-**	-	-
Retirement benefit obligation	**(14,565,703)**	(1,599,046)	3,423,379	**1,011,850**	(13,655,704)	6,663,399
MCIT	**13,739,144**	(1,020,857)	(5,667,876)	**-**	-	-
Leases	**6,643,236**	(11,148,121)	-	**-**	-	-
Refund liability	**(4,799,516)**	-	-	**-**	-	-
Unrealized foreign exchange losses - net	**(1,397,536)**	(1,592,655)	1,200,645	**-**	-	-
NOLCO	**(22,353,900)**	16,493,280	489,754	**-**	-	-
Deferred tax expense (income)	**P 454,990,087**	P 199,945,342	P 435,685,206	**P 1,011,850**	(P 13,655,704)	P 6,663,399

The details of NOLCO which was applied and expired during the year are shown below.

Year Incurred	Original Amount	Applied During the Year	Expired During the Year	Remaining Balance	Valid Until
2020	P 3,641,024	P -	P -	P 3,641,024	2025
2019	307,785	(307,785)	-	-	
2018	25,720,027	(25,720,027)	-	-	
2017	17,280,360	(17,280,360)	-	-	
	P 46,949,196	**(P 43,308,172)**	**P -**	**P 3,641,024**	

NOLCO incurred in 2020 can be claimed as deduction for the next five consecutive taxable years or until 2025 in accordance with Section 4 of R.A. 11494, *Bayanihan to Recover as One Act.*

Majority of the entities within the Group are subject to the MCIT, which is computed at 2% of gross income, as defined under the tax regulations or RCIT, whichever is higher. The total of the MCIT paid by certain subsidiaries, which can be applied as deduction from their respective future RCIT payable within three years from the year the MCIT was incurred, are shown below.

Year Incurred	Original Amount	Applied During the Year	Expired During the Year	Remaining Balance	Valid Until
2020	P 24,017	P -	P -	P 24,017	2023
2019	3,721,366	-	-	3,721,366	2022
2018	7,336,263	-	-	7,336,263	2021
2017	2,681,515	-	(2,681,515)	-	2020
	P 13,763,161	P -	(P 2,681,515)	P 11,081,646	

Certain subsidiaries within the Group did not recognize deferred tax assets in accordance with the relevant accounting standard. The unrecognized deferred tax assets are broken down as follows:

	2020	2019
NOLCO	**P 11,273,892**	P 307,785
Allowance for impairment	**1,535,206**	132,294,356
MCIT	**97,990**	-
Retirement benefit obligation	**-**	371,934
	P 12,907,088	P 132,974,075

Management has assessed that for other entities within the Group, the net losses incurred as well as the related NOLCO, can be recovered through their respective future operations.

The Group opted to continue claiming itemized deductions for the years ended December 31, 2020, 2019 and 2018 in computing for its income tax due.

25. RELATED PARTY TRANSACTIONS

The Group's related parties include its ultimate parent company, parent company, associates, related parties under common ownership, the Company's key management personnel and others as described in the succeeding pages.

25.1 Summary of Related Party Transactions

The summary of the Group's transactions with its related parties for the years ended December 31, 2020, 2019 and 2018, and the related outstanding balances as at December 31, 2020 and 2019 is discussed in the succeeding pages.

Related Party Category	Notes	Amount of Transactions 2020	2019	2018	Outstanding Balances 2020	2019
Parent company:						
Availment of advances – net of interest and repayments	25.4	**(P 9,475,016)**	(P 14,516,888)	(P 232,598,725)	**(P 781,231,499)**	(P 771,756,483)
Right-of-use asset	25.2	**(49,846,367)**	57,262,294	-	**88,537,510**	138,383,877
Lease liability	25.2	**53,831,702**	(138,478,275)	-	**(84,646,573)**	(138,478,275)
Rental expense	25.2	**-**	-	67,545,144	**-**	-
Commission expense	25.5	**6,119,167**	21,500,974	21,051,434	**-**	-
Services	25.6	**8,571,429**	8,571,429	8,571,429	**-**	-
Associates:						
Granting of cash advances – net of collections and reclass	25.3	**-**	(35,899,045)	(128,561,143)	**18,004,237**	18,004,237
Other investees of shareholders:						
Granting of cash advances – net of collections	25.3	**(160,032,795)**	148,320,873	(126,550,886)	**699,620,792**	859,653,587
Availment of advances – net of repayments	25.4	**(94,527,647)**	(14,815,498)	(170,261,053)	**(135,312,098)**	(229,839,745)
Lease of office spaces	25.2	**6,742,495**	6,742,495	123,418	**-**	-
Key Management Personnel –						
Compensation	25.7	**27,589,919**	31,158,167	31,690,111	**-**	-

Unless otherwise stated, the related receivables and payables from these transactions are short-term, unsecured, noninterest-bearing and are generally settled in cash upon demand. Based on management's assessment, certain advances to related parties were impaired as of December 31, 2020 and 2019 as discussed in Notes 25.3 and 29.2(c).

25.2 Lease of Office Spaces

(a) Group as a Lessor

The Company leases portions of its investment property to certain related parties with rental payments mutually agreed before commencement of the lease. The leases have terms ranging from one to three years, with renewal options, and include annual escalation rate of 5%. The revenues earned from these related parties are included as part of Rental Income account under Revenues and Income section in the consolidated statements of comprehensive income (see Note 11). The related outstanding receivables from these transactions are presented as part of Others under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6).

(b) Company as a Lessee

In 2016, the Company entered into a lease agreement as lessee with Megaworld for the new space where the Company transferred its office in 2017. On January 1, 2019, in connection with the adoption of PFRS 16, the Company recognized right-of-use asset and lease liability amounting to P195.6 million and P182.8 million, respectively. The corresponding amortization of the right-of-use asset amounted to P57.3 million in 2020 and 2019, respectively, and is presented as part of Depreciation and amortization under Other Operating Expenses in the consolidated statements of comprehensive income (see Note 21). Interest incurred on lease liability amounted to P8.0 million and P10.9 million in 2020 and 2019, respectively, and is presented as part of Finance costs under Finance Costs and Other Charges in the consolidated statements of comprehensive income (see Note 20.2). Total rent expense recognized in 2018 prior to adoption of PFRS 16 amounted to P67.5 million and is presented as part of Rental under Other Operating Expenses account in the 2018 consolidated statement of comprehensive income (see Note 21).

In December 2020, the Company entered into a new lease agreement as lessee with Megaworld covering the Company's new office space. The Company recognized right-of-use asset and lease liability amounting to P90.0 million and P84.1 million, respectively, in relation to this new lease agreement. Consequently, the Company derecognized the remaining carrying amount of right-of-use asset and lease liability for the old office space amounting to P81.1 million and P78.4 million, respectively. The derecognition of the right-of-use asset and lease liability resulted in a loss amounting to P 2.7 million and is presented as part of Other Operating Expenses in the 2020 statement of comprehensive income. The carrying amounts of the right-of-use asset and lease liability amounted to P88.5 million and P84.6 million, respectively, as of December 31, 2020.

25.3 Advances to Related Parties

The Group grants advances to its associates and other related parties for working capital purposes. These advances to related parties are unsecured, noninterest-bearing and repayable in cash upon demand. The balances of these advances, shown as Advances to Related Parties account in the consolidated statements of financial position as at December 31, are presented below.

	2020	2019
Associates	**P 18,004,237**	P 18,004,237
Other investee companies of shareholders	**699,620,792**	859,653,587
	P 717,625,029	P 877,657,824

A summary of transactions with these related parties are as follows:

	Amount of Transactions		
	2020	2019	2018
Associates:			
Balance at beginning of year	**P 18,004,237**	P 53,903,282	P 171,329,414
Collections	**-**	(37,445,369)	(125,902,066)
Cash advances granted	**-**	1,546,324	12,325,247
Impairment	**-**	-	(3,849,313)
Balance at end of year	**P 18,004,237**	P 18,004,237	P 53,903,282
Other investee companies of shareholders:			
Balance at beginning of year	**P 859,653,587**	P 711,332,714	P 837,883,600
Collections	**(189,176,412)**	(66,192,458)	(268,013,567)
Cash advances granted	**29,143,617**	302,948,613	141,462,681
Impairment	**-**	(88,435,282)	-
Balance at end of year	**P 699,620,792**	P 859,653,587	P 711,332,714

The Group also has short-term, unsecured and noninterest-bearing outstanding advances to officers and employees amounting to P248.2 million and P242.1 million as of December 31, 2020 and 2019, respectively, which are presented as Advances to officers and employees under the Trade and Other Receivables account in the consolidated statements of financial position (see Note 6). These are settled through salary deduction or liquidation.

As of December 31, 2020 and 2019, management assessed that certain advances to related parties amounting to P88.4 million are not recoverable[see Note 29.2 (c)].

25.4 Advances from Related Parties

The Group obtains advances from its parent company and other related parties for working capital purposes. These advances are unsecured and are repayable in cash upon demand. Also, except for the advances from Megaworld, these advances are noninterest-bearing.

The balances of these advances, shown as Advances from Related Parties account in the consolidated statements of financial position as at the end of the reporting periods, are presented below.

	2020	2019
Parent company	**P 781,231,499**	P 771,756,483
Other investee companies of shareholders	**135,312,098**	229,839,745
	P 916,543,597	P 1,001,596,228

A summary of transactions with these related parties are as follows:

	Amount of Transactions		
	2020	2019	2018
Parent company:			
Balance at beginning of year	**P 771,756,483**	P 757,239,595	P 524,640,870
Cash advances obtained	**887,814**	6,428,556	274,246,676
Repayments	**-**	-	(49,266,395)
Interest expense	**8,587,202**	8,088,332	7,618,444
Balance at end of year	**P 781,231,499**	P 771,756,483	P 757,239,595
Other investee companies of shareholders:			
Balance at beginning of year	**P 229,839,745**	P 244,655,243	P 414,916,296
Repayments	**(94,707,395)**	(103,187,691)	(291,022,777)
Cash advances obtained	**179,748**	88,372,193	120,761,724
Balance at end of year	**P 135,312,098**	P 229,839,745	P 244,655,243

The advances from Megaworld bear annual interest of 6.0%. The interest expense incurred in 2020, 2019 and 2018 are presented as part of Finance costs under the Finance Costs and Other Charges account in the consolidated statements of comprehensive income (see Note 20.2).

The related unpaid interest of the advances from Megaworld amounting to P56.2 million and P47.6 million as at December 31, 2020 and 2019, respectively, is included as part of the Advances from Related Parties account in the consolidated statements of financial position.

25.5 Commissions

In the normal course of business, the Group pays commissions to Megaworld for marketing services rendered by the latter with the purpose of increasing sales from its on-going projects. The commissions are based on pre-agreed rates and are payable once a certain percentage of the contract price has been collected. Commissions incurred in 2020, 2019 and 2018 are presented as part of Commissions under Other Operating Expenses in the consolidated statements of comprehensive income (see Note 21). There was no outstanding balance from this transaction as of December 31, 2020 and 2019.

25.6 Services

The Group obtains services from parent company for a fixed consideration. The amount of expenses incurred from such transaction is recorded as part of Miscellaneous under Other Operating Expenses account in the 2020, 2019 and 2018 consolidated statements of comprehensive income (see Note 21). There was no outstanding balance from this transaction as of December 31, 2020 and 2019.

25.7 Key Management Personnel Compensation

The Group's key management personnel compensation includes the following:

	Notes	**2020**	2019	2018
Short-term benefits		**P 23,030,597**	P 24,722,959	P 23,613,997
Post-employment defined benefit		**4,559,322**	5,542,255	4,768,956
Share-based employee compensation	23.1, 26.2	**-**	892,953	3,307,158
		P 27,589,919	P 31,158,167	P 31,690,111

26. EQUITY AND REDEEMABLE PREFERENCE SHARES

26.1 Capital Stock

Capital stock as of December 31, 2020 and 2019 consists of:

	Shares	Amount
Common shares – P1 par value		
Authorized	20,000,000,000	P 20,000,000,000
Issued and outstanding		
Balance at end of year	10,986,000,000	P 10,986,000,000

On November 23, 1995, the SEC approved the listing of the Company's common shares totaling 150.0 million. The shares were initially issued at an offer price of P19.50 per common share. As at December 31, 2020 and 2019, there are 4,200 and 4,231 holders of the listed shares, respectively, which closed at P1.20 per share and P1.13 per share, respectively.

The Company also made additional listings of 2.2 billion, 5.0 billion and 2.5 billion shares on January 11, 2007, January 20, 2011 and August 14, 2013, respectively.

26.2 Employee Stock Option Plan

On September 23, 2011, the BOD of the Company approved an Executive Stock Option Plan (the ESOP) for its key executive officers. This was approved on November 8, 2011 by stockholders holding at least 2/3 of the outstanding capital stock. The purpose of the ESOP is to enable the key executives and senior officers of the Company, who are largely responsible for its further growth and development, to obtain an ownership interest in the Company, thereby encouraging long-term commitment to the Company. The ESOP is being administered by the Executive Compensation Committee of the BOD.

Under the ESOP, the Company shall initially reserve for exercise of stock options up to 500.0 million common shares of the Company's outstanding shares to be issued, in whole or in part, out of the authorized but unissued shares. Stock options may be granted within 10 years from the adoption of the ESOP and may be exercised within seven years from date of grant. The exercise price shall be at a 15% discount from the volume weighted average closing price of the Company's shares for twelve months immediately preceding the date of grant. The options shall vest within three years from date of grant and the holder of an option may exercise only a third of the option at the end of each year of the three-year period. The Company shall receive cash for the stock options.

As of December 31, 2020, pursuant to this ESOP, the Company has granted the option to its key company executives to subscribe to 400.0 million shares of the Company. An option holder may exercise in whole or in part his vested option, provided that, an option exercisable but not actually exercised within a given year shall accrue and may be exercised at any time thereafter but prior to the expiration of said option's life cycle. A total of 400.0 million options have vested as at December 31, 2020 and 2019, respectively, but none of these have been exercised yet by any of the option holders as at the end of the reporting periods.

The fair value of the option granted was estimated using a variation of the Black-Scholes valuation model that takes into account factors specific to the ESOP. The principal assumptions used in the valuation are shown below.

Grant dates	:	February 16, 2012, February 18, 2013 March 7, 2014, March 9, 2015, July 14, 2016
Vesting period ends	:	February 15, 2015, February 17, 2016. March 6, 2017, February 16, 2018 July 13, 2019
Option life	:	Seven years
Share price at grant dates	:	P2.10, P2.09, P1.60, P1.63, P1.02
Exercise price at grant dates	:	P1.93, P1.69, P1.50, P1.65, P1.00
Average fair value at grant dates	:	P2.27, P0.74, P0.42, P0.34, P0.24
Average standard deviation of share price returns	:	57.10%, 20.85%, 16.16%, 12.16%, 15.29%
Average risk-free investment rates	:	2.46%, 2.14%, 2.46%, 2.51%, 2.59%

The underlying expected volatility was determined by reference to historical date of the Company's shares over a period of time consistent with the option life.

A total of P0.9 million and P3.3 million share-based employee compensation is recognized for the years ended December 31 2019 and 2018 respectively (nil for 2020), and is included as part of Salaries and employee benefits under Other Operating Expenses in the consolidated statements of comprehensive income (see Notes 21 and 23.1), and is credited to Retained Earnings in the equity section of the consolidated statements of financial position.

26.3 Redeemable Preferred Shares

On September 4, 2012, TLC's BOD approved the additional subscriptions to 1,258.0 million preferred shares out of TLC's authorized capital stock as partial payment for certain parcels of land with total fair value of P1,338.2 million. The SEC approved the issuance through exchange of certain parcels of land on April 17, 2013.

Generally non-voting, these preferred shares earn dividends at a fixed annual rate of 2.3% subject to the existence of TLC's unrestricted retained earnings. The accrued interest on these preferred shares amounting to P0.9 million and P1.4 million as at December 31, 2020 and 2019, respectively, is presented as part of Accrued expenses under the Trade and Other Payables account in the consolidated statements of financial position (see Note 16). The related interest expense recognized amounting to P17.0 million, P22.7 million, P28.4 million in 2020, 2019 and 2018, respectively, and is presented as part of Finance costs under the Finance Costs and Other Charges account in the consolidated statements of comprehensive income (see Note 20.2).

The preferred shares have a maturity of 10 years and shall be redeemed on every anniversary date beginning on the sixth anniversary date until expiration of the ten-year period. Only 1/5 of the aggregate face value of preferred shares may be redeemed per year during such redemption period, with all remaining shares to be redeemed on the 10^{th} anniversary date. The sixth anniversary date was on December 3, 2018. Accordingly, 1/5 of the aggregate face value amounting to P251.6 million has been redeemed both in 2020 and 2019.

Based on PAS 32, the preferred shares are considered as financial liabilities due to fixed redemption date and mandatory dividends to the holders. Accordingly, the redeemable preferred shares are recognized at fair value on the date of issuance. The fair values of the redeemable preferred shares on the date of issuance approximate their par value.

27. EARNINGS PER SHARE

Earnings per share amounts were computed as follows:

	2020	2019	2018
Basic:			
Net profit attributable to Company's shareholders	**P 1,086,836,496**	P 1,489,054,664	P 1,495,316,796
Divided by weighted number of outstanding common shares	**10,986,000,000**	10,986,000,000	10,986,000,000
	P 0.099	P 0.136	P 0.136

	2020	2019	2018
Diluted:			
Net profit attributable to Company's shareholders	**P 1,086,836,496**	P 1,489,054,664	P 1,495,316,796
Divided by weighted number of outstanding common shares	**11,376,972,222**	11,376,972,222	11,357,527,777
	P 0.096	P 0.131	P 0.132

In relation to the approved ESOP for key executive officers, the vested options exercisable by any of the option holders are considered as potentially dilutive shares as at the end of the reporting periods.

28. COMMITMENTS AND CONTINGENCIES

28.1 Lease Commitments – Group as Lessor

The Group is a lessor under several operating leases covering real estate properties for commercial use (see Note 11). The leases have terms ranging from 1 to 25 years, with renewal options, and include annual escalation rates of 3% to 10%. The average annual rental covering these agreements amounts to P661.5 million.

Future minimum lease payments receivable under these agreements are as follows:

	2020	2019	2018
Within one year	**P 571,959,088**	P 672,430,216	P 643,955,467
After one year but not more than two years	**564,097,443**	621,639,804	643,646,838
After two years but not more than three years	**570,929,043**	606,568,060	637,171,646
After three years but more than four years	**295,241,834**	596,909,653	608,653,363
After four years but not more than five years	**210,497,237**	373,679,947	667,254,200
More than five years	**1,743,487,893**	1,760,600,412	1,912,531,731
	P 3,956,212,538	P 4,631,828,092	P 5,113,213,245

The undiscounted maturity analysis of finance lease receivable at December 31, 2020 is as follows:

	Within 1 year	**1 to 2 years**	**2 to 3 years**	**3 to 4 years**	**4 to 5 years**	**More than 5 years**	**Total**
Lease collection	P 94,764,348	P 88,070,235	P 88,699,119	P 89,346,871	P 90,014,054	P705,431,648	P1,156,326,275
Interest income	(42,130,828)	(38,419,379)	(34,355,507)	(29,909,018)	(25,047,216)	(393,190,165)	(563,052,113)
Net present value	**P 52,633,520**	**P 49,650,856**	**P 54,343,612**	**P 59,437,853**	**P 64,966,838**	**P312,241,483**	**P 593,274,162**

28.2 Others

There are other commitments and contingent liabilities that may arise in the normal course of the Group's operations that are not reflected in the consolidated financial statements. As of the end of the reporting period, management is of the opinion that losses, if any, from these items will not have a material effect on the Group's consolidated financial statements.

29. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group is exposed to a variety of financial risks in relation to financial instruments. The Group's financial assets and financial liabilities by category are summarized in Note 30.1. The main types of risks are market risk, credit risk and liquidity risk.

The Group does not actively engage in the trading of financial assets for speculative purposes. The most significant financial risks to which the Group is exposed to are described below and in the succeeding pages.

29.1 Market Risk

(a) Foreign Currency Risk

Most of the Group's transactions are carried out in Philippine pesos, its functional currency. Exposures to currency exchange rates arise mainly from the Group's United States (U.S.) dollar-denominated cash and cash equivalents.

To mitigate the Group's exposure to foreign currency risk, non-Philippine peso cash flows are monitored.

U.S. dollar denominated financial assets, translated into Philippine pesos at the closing rates at end of 2020 and 2019, pertain to cash and cash equivalents amounting to P145.4 million and P157.7 million, respectively. The Group has no U.S. dollar denominated financial liabilities in 2020 and 2019.

If the Philippine peso had strengthened against the U.S. dollar, profit before tax would have decreased by P7.6 million and P15.0 million in 2020 and 2019, respectively. If the Philippine peso had weakened against the U.S. dollar, then this would have increased profit before tax in 2020 and 2019 by the same amount. This sensitivity of the net result for the year assumes a +/- 5.2% and +/- 9.5% change of the Philippine peso/U.S. dollar exchange rate for the years ended December 31, 2020 and 2019, respectively. These percentages have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months for 2020 and 2019 estimated at 99% level of confidence. The sensitivity analysis is based on the Group's foreign currency financial instruments held at the end of the reporting period.

Exposures to foreign exchange rates vary during the year depending on the volume of transactions. Nonetheless, the analysis above is considered to be representative of the Group's foreign currency risk.

(b) Interest Rate Risk

At December 31, 2020 and 2019, the Group is exposed to changes in market interest rates through its cash and cash equivalents and long-term interest-bearing loans, which are subject to variable interest rates (see Notes 5 and 15). All other financial assets and liabilities have fixed rates.

The sensitivity of the Group's profit before tax is analyzed based on reasonably possible change for the year to a reasonably possible change in interest rates of +/- 2.44% and +/- 3.72% in 2020 and 2019, respectively. These changes are considered to be reasonably possible based on observation of current market conditions. The percentage changes in rates have been determined based on the average market volatility in interest rates, using standard deviation, in the previous 12 months at a 99% confidence level. The sensitivity analysis is based on the Group's financial instruments held at the end of each reporting period, with effect estimated from beginning of the year. All other variables held constant, if the interest rate increased by 2.44% and 3.72% in 2020 and 2019, profit before tax would have increased by P15.0 million and decreased P4.6 million in 2020 and 2019, respectively. Conversely, if the interest rate decreased by the same percentages, profit before tax in 2020 and 2019 would have been higher by the same amount.

29.2 Credit Risk

Credit risk is the risk when a counterparty fails to discharge an obligation to the Group. The Group is exposed to this risk for various financial instruments, arising from granting loans and receivables to customers and related parties and by placing deposits.

The Group continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. Where available at reasonable cost, external ratings and/or reports on customers and other counterparties are obtained and used. The Group's policy is to deal only with creditworthy counterparties.

The maximum credit risk exposure of financial assets and contract assets is the carrying amount of the related assets as shown in the consolidated statements of financial position, as summarized below.

	Notes	**2020**	2019
Cash and cash equivalents	5	**P 2,239,105,042**	P 2,621,473,415
Trade receivables – net	6	**7,120,453,190**	6,955,995,640
Finance lease receivable	6	**593,274,162**	672,756,429
Rent receivables	6	**319,569,320**	360,988,536
Other receivables	6	**260,333,606**	249,161,476
Contract assets	19.2	**2,793,995,947**	1,542,549,924
Advances to real estate property owners	9	**1,283,568,006**	1,280,685,030
Advances to related parties	25.3	**717,625,029**	877,657,824
Refundable deposits	14	**129,920,380**	122,749,105
		P15,457,844,682	P14,684,017,379

(a) *Cash and Cash Equivalents*

The credit risk for cash is considered negligible since the counterparties are reputable banks with high quality external credit ratings.

As part of Group policy, bank deposits are only maintained with reputable financial institutions. Cash in banks which are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P0.5 million per depositor per banking institution, as provided for under R.A. No. 9576, *Amendment to Charter of Philippine Deposit Insurance Corporation*, are still subject to credit risk.

The Group applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and 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 for impairment will be based on the lifetime ECL. The Group uses the ratings from Standard and Poor's to determine whether the debt instrument has significantly increased in credit risk and to estimate ECL.

As of December 31, 2020 and 2019, impairment allowance is not material.

(b) *Trade and Other Receivables and Contract Assets*

Credit risk of receivables and contract assets from sale of real estate properties is managed primarily through credit reviews and analyses of receivables on a regular basis. The Group undertakes credit review procedures for all installment payment terms. Customer payments are facilitated through the use of post dated checks. Exposure to doubtful accounts is not substantial as title to real estate properties are not transferred to the buyers until full payment of the amortization has been made and the requirement for remedial procedures is negligible considering the Group's buyers' profile.

The Group has used the simplified approach in measuring ECL and has calculated ECL based on lifetime ECL. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECL at each reporting date. The Group has established a provision matrix that is based on historical credit loss experience, adjusted for forward-looking information specific to the buyers and the economic environment.

The Group considers trade receivables in default when contractual payment are 90 days past due, except for certain circumstances when the reason for being past due is due to reconciliation with customers of payment records which are administrative in nature which may extend the definition of default to beyond 90 days. Furthermore, 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.

The provision rate is based on days past due of all customers as they have similar loss patterns. The credit enhancements such as advance payment and value of the real estate for sale are considered in the calculation of impairment as recoveries.

The management determined that there is no required ECL to be recognized since the real estate sold is collateralized to the related receivable arising from sale. Therefore, there is no expected loss given default as the recoverable amount from subsequent resale of the real estate is sufficient.

Other components of receivables such as rental receivables are also evaluated by the Group for impairment and assessed that no ECL should be provided. Rental receivables are secured to the extent of advance rental and rental deposit received from the lessees, which are in average equivalent to six months.

The estimated fair value of collateral and other security enhancements held against installment contract receivables, contract assets and rent receivables are presented below.

	Gross Maximum Exposure	Fair Value of Collaterals	Net Exposure
2020			
Installment contract receivables – net	P 7,120,453,190	P 13,561,167,772	P -
Contract assets	2,793,995,947	5,332,892,051	-
Rent receivables	319,569,320	575,107,186	-
	P 10,234,018,457	**P 19,469,167,009**	**P -**
2019			
Installment contract receivables – net	P 6,955,995,640	P 12,355,751,798	P -
Contract assets	1,542,549,924	2,000,193,675	-
Rent receivables	360,988,536	375,841,465	-
	P 8,859,534,100	P 14,731,786,938	P -

Some of the unimpaired trade and other receivables, which are mostly related to real estate sales, are past due as at the end of the reporting period and are presented below.

	2020	2019
Current (not past due)	**P7,487,794,934**	P7,457,758,796
Past due but not impaired:		
More than one month but not more than 3 months	**454,484,289**	446,641,555
More than 3 months but not more than 6 months	**161,793,683**	127,868,340
More than 6 months but not more than one year	**123,315,121**	136,070,857
More than one year	**91,351,032**	70,562,533
	P8,318,739,059	P8,238,902,081

(c) *Advances to Related Parties, Advances to Real Estate Property Owners and Refundable Deposits*

ECL for advances to related parties are measured and recognized using the liquidity approach. Management determines possible impairment based on the related party's ability to repay the advances upon demand at the reporting date taking into consideration the historical defaults from the counterparties. Management assessed that the outstanding receivables from certain related parties as of December 31, 2020 and 2019 are not recoverable since these related parties have no capacity to pay the advances upon demand. Accordingly, impairment losses amounting to P88.4 million is recognized in 2019 and is presented as part of Miscellaneous under Other Operating Expenses account in the 2019 consolidated statement of comprehensive income. No additional impairment loss was recognized in 2020 (see Note 25.3).

The Group does not consider any significant risks in the remaining advances to related parties since Megaworld and other related parties, whose credit risks for liquid funds are considered negligible, have committed to financially support these related parties as part of AGI's long-term corporate strategy.

In addition, there is also no significant risks in the advances to real estate property owners as these are advances to joint venturers in the Group's certain real estate projects which are set-off against the joint venturers' share in the collections of receivables pertaining to such projects. As of December 31, 2020 and 2019, impairment allowance is not material.

With respect to refundable deposits, management assessed that these financial assets have low probability of default since these relate to reputable companies (i.e., with high quality external credit ratings).

29.3 Liquidity Risk

The Group manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash outflows due in a day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week, as well as on the basis of a rolling 30-day projection. Long-term needs for a six-month and one-year period are identified monthly.

The Group maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash is invested in time deposits or short-term marketable securities. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

As of end of the reporting periods, the Group's financial liabilities have contractual maturities which are presented below.

	Current		Non-current	
	Within 6 Months	6 to 12 Months	1 to 5 Years	Later than 5 Years
December 31, 2020				
Interest-bearing loans	P 992,670,581	P 722,043,473	P 4,022,522,259	P 208,068,182
Trade and other payables	1,411,663,306	1,882,217,742	-	-
Advances from related parties	916,543,597	-	-	-
Due to joint venture partners	-	410,467,353	-	-
Redeemable preferred shares	-	257,384,324	251,597,580	-
Accrued dividends on preferred shares	-	936,977	-	-
Lease liabilities	40,551,207	40,551,206	209,136,192	747,392,551
Retention payable	-	278,673,607	-	554,633,643
	P 3,361,428,691	**P 3,592,274,682**	**P 4,483,256,031**	**P 1,510,094,376**

	Current		Non-current	
	Within 6 Months	6 to 12 Months	1 to 5 Years	Later than 5 Years
December 31, 2019				
Interest-bearing loans	P 872,793,476	P 940,216,439	P 3,762,255,839	P -
Trade and other payables	1,559,669,388	1,895,622,682	-	-
Advances from related parties	1,001,596,228	-	-	-
Due to joint venture partners	-	356,227,254	-	-
Redeemable preferred shares	-	263,171,069	508,981,904	-
Accrued dividends on preferred shares	-	2,589,041	-	-
Lease liabilities	50,612,692	50,612,692	201,631,612	777,489,228
Retention payable	-	313,936,806	-	579,795,840
	P3,484,671,784	P 3,822,375,983	P 4,472,869,355	P 1,357,285,068

The above contractual maturities reflect the gross cash flows, which may differ from the carrying values of the liabilities at the reporting dates.

30. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

30.1 Carrying Amounts and Fair Values of Financial Assets and Financial Liabilities

The carrying amounts and fair values of the categories of financial assets presented in the consolidated statements of financial position are shown below.

		2020		2019	
	Notes	**Carrying Values**	**Fair Values**	Carrying Values	Fair Values
Financial assets					
At amortized cost:					
Cash and cash equivalents	5	**P 2,239,105,042**	**P 2,239,105,042**	P 2,621,473,415	P 2,621,473,415
Trade and other receivables – net	6	**8,293,630,278**	**8,598,629,867**	8,238,902,081	8,541,889,032
Advances to real estate property owners	9	**1,283,568,006**	**1,283,568,006**	1,280,685,030	1,309,711,080
Advances to related parties	25.3	**717,625,029**	**717,625,029**	877,657,824	877,657,824
Refundable deposits	14	**129,920,380**	**129,920,380**	122,749,105	122,749,105
		P 12,663,848,735	**P 12,968,848,324**	P13,141,467,455	P 13,473,480,456
Financial liabilities					
At amortized cost:					
Interest-bearing loan	15	**P 5,334,558,820**	**P 5,494,600,515**	P 5,024,305,898	P 4,957,680,265
Trade and other payables	16	**3,293,881,048**	**3,293,881,048**	3,455,292,070	3,455,292,070
Advances from related parties	25.4	**916,543,597**	**916,543,597**	1,001,596,228	1,001,596,228
Due to joint venture partners	17	**410,467,353**	**410,467,353**	356,227,254	356,227,254
Retention payable	16, 18	**860,978,405**	**860,978,405**	893,732,646	893,732,646
Redeemable preferred shares	26.3	**503,195,160**	**485,834,927**	754,792,740	720,072,274
Accrued dividends on preferred shares	16	**936,977**	**936,977**	2,589,041	2,589,041
Lease liabilities	13	**473,635,321**	**473,635,321**	494,291,683	494,291,683
		P 11,794,196,681	**P 11,936,878,143**	P11,982,827,560	P 11,881,481,461

See Notes 2.4 and 2.9 for a description of the accounting policies for each category of financial instruments. A description of the Group's risk management objectives and policies for financial instruments is provided in Note 29.

30.2 Offsetting of Financial Assets and Financial Liabilities

The Group has not set-off financial instruments in 2020 and 2019 and does not have relevant offsetting arrangements. Currently, financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) will have the option to settle all such amounts on a net basis in the event of default of the other party through approval by both parties' BOD and stockholders or upon instruction by the Group. As such, the Group's outstanding advances to related parties amounting to P717.6 million and P877.7 million can be offset by the amount of outstanding advances from related parties amounting to P916.5 million and P1,001.6 million as at December 31, 2020 and 2019, respectively (see Note 25).

The Group has cash in certain local banks to which it has outstanding loans (see Note 14). In case of the Group's default on loan amortization, cash in bank amounting to P551.3 million and P992.5 million can be applied against its outstanding loans amounting to P5,334.6 million and P5,024.3 million as of December 31, 2020 and 2019, respectively (see Note 15).

31. FAIR VALUE MEASUREMENT AND DISCLOSURES

31.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value. The fair value hierarchy has the following levels:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

31.2 Financial Instruments Measured at Amortized Cost for which Fair Value is Disclosed

The table below summarizes the fair value hierarchy of the Group's financial assets and financial liabilities which are not measured at fair value in the 2020 and 2019 consolidated statements of financial position but for which fair value is disclosed.

	Level 1	Level 2	Level 3	Total
2020:				
Financial Assets:				
Cash and cash equivalents	P2,239,105,042	P -	P -	P 2,239,105,042
Trade and other receivables – net	-	-	8,598,629,867	8,598,629,867
Advances to real estate property owners	-	-	1,283,568,006	1,283,568,006
Advances to related parties	-	-	717,625,029	717,625,029
Refundable deposits	-	-	129,920,380	129,920,380
	P2,239,105,042	**P -**	**P10,729,743,282**	**P12,968,848,324**
Financial Liabilities:				
Interest-bearing loans	P -	P -	P 5,494,600,515	P 5,494,600,515
Trade and other payables	-	-	3,293,881,048	3,293,881,048
Advances from related parties	-	-	916,543,597	916,543,597
Due to joint venture partners	-	-	410,467,353	410,467,353
Retention payable	-	-	860,978,405	860,978,405
Redeemable preferred shares	-	-	485,834,927	485,834,927
Accrued dividends on preferred shares	-	-	936,977	936,977
Lease liabilities	-	-	473,635,321	473,635,321
	P -	**P -**	**P 11,936,878,143**	**P 11,936,878,143**
2019:				
Financial Assets:				
Cash and cash equivalents	P2,621,473,415	P -	P -	P 2,621,473,415
Trade and other receivables – net	-	-	8,541,889,032	8,541,889,032
Advances to real estate property owners	-	-	1,309,711,080	1,309,711,080
Advances to related parties	-	-	877,657,824	877,657,824
Refundable deposits	-	-	122,749,105	122,749,105
	P2,621,473,415	P -	P10,852,007,041	P 13,473,480,456
Financial Liabilities:				
Interest-bearing loans	P -	P -	P 4,957,680,265	P 4,957,680,265
Trade and other payables	-	-	3,455,292,070	3,455,292,070
Advances from related parties	-	-	1,001,596,228	1,001,596,228
Due to joint venture partners	-	-	356,227,254	356,227,254
Retention payable	-	-	893,732,646	893,732,646
Redeemable preferred shares	-	-	720,072,274	720,072,274
Accrued dividends on preferred shares	-	-	2,589,041	2,589,041
Lease liabilities	-	-	494,291,683	494,291,683
	P -	P -	P11,881,481,461	P11,881,481,461

For financial assets with fair values included in Level 1, management considers that the carrying amounts of those short-term financial instruments approximate their fair values due to their short-term duration.

The fair values of the financial assets and financial liabilities included in Level 3, which are not traded in an active market is determined based on the expected cash flows of the underlying net asset or liability based on the instrument where the significant inputs required to determine the fair value of such instruments are not based on observable market data. For those with short term duration, the carrying amount approximates the fair value.

31.3 Investment Property Measured at Cost for Which Fair Value is Disclosed

In estimating the fair value of these properties, management takes into account the market participant's ability to generate economic benefits by using the assets in their highest and best use. Based on management assessment, the best use of the Group's investment property is its current use.

The fair value of the investment property was determined based on the following approaches (see Note 11):

(i) Fair Value Measurement for Land and Land Development and Improvements

The Level 3 fair value of land and land developments and improvements amounted to P30,371.2 million and P26,332.4 million as at December 31, 2020 and 2019, respectively, and was derived through appraisals by independent valuation specialists using market-based valuation approach where prices of comparable properties are adequate for specific market factors such as location and condition of the property.

(ii) Fair Value Measurement for Building and Improvements

The fair value of the Group's building and improvements, which are classified under Level 3 of the fair value hierarchy, amounted to P6,541.8 million and P13,048.1 million, as at December 31, 2020 and 2019, respectively, and is determined by calculating the present value of the cash inflows anticipated until the end of the life of the investment property using a discount rate of 11% in 2020 and 5% in 2019. The expected cash flows are based on the best use of the property, which is to earn rentals over its estimated useful life.

(iii) Fair Value Measurement of Construction in Progress

The Level 3 fair value of the construction in progress was determined using the cost approach that reflects the cost to a market participant to construct an asset of comparable usage, construction standards, design and layout, adjusted for obsolescence. The more significant inputs used in the valuation include direct and indirect costs of construction such as but not limited to, labor and contractor's architectural and engineering fees, insurance and legal fees. These inputs were derived from various suppliers and contractor's quotes, price catalogues, and construction price indices. Under this approach, higher estimated cost used in the valuation will result in higher fair value of the properties. Management assessed that the fair value of the construction in progress approximates its carrying values.

Also, there were no transfers into or out of Level 3 fair value hierarchy in 2020 and 2019.

32. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and to provide an adequate return to shareholders.

The Group sets the amount of capital in proportion to its overall financing structure, i.e., equity and liabilities. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt. The Group also monitors its debt coverage ratio (DCR) in each of the reporting periods. As at December 31, 2020 and 2019, the Group's DCR is 1.52:1.00 and 1.79:1.00, respectively.

The Group monitors capital on the basis of the carrying amount of equity as presented on the face of the consolidated statements of financial position. Capital for the reporting periods under review is summarized as follows:

	2020	2019
Total liabilities	**P 16,009,987,380**	P 16,519,140,460
Total equity	**34,551,239,882**	33,248,598,575
Debt-to-equity ratio	**0.46 :1.00**	0.50 :1.00

33. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

The reconciliation of liabilities arising from financing activities in 2020 and 2019 is presented below. The details of net cash flows are presented in the consolidated statements of cash flows.

	Interest-bearing Loans (See Note 15)	**Advances from Related Parties (See Note 25.4)**	**Lease Liabilities (See Note 13.2)**	**Total**
Balance as of January 1, 2020	P 5,024,305,898	P 1,001,596,228	P 494,291,683	P 6,520,193,809
Cash flows from financing activities:				
Additional borrowings	2,000,000,000	1,067,562	-	2,001,067,562
Repayments of borrowings	(1,689,747,078)	(94,707,395)	(63,023,129)	(1,847,477,602)
Interest paid	-	-	(12,634,230)	(12,634,230)
Non-cash financing activities:				
Recognition of lease liability	-	-	95,230,569	95,230,569
Derecognition of lease liability	-	-	(78,411,145)	(78,411,145)
Interest expense	-	8,587,202	-	8,587,202
Interest amortization on lease liabilities	-	-	38,181,573	38,181,573
Balance as of December 31, 2020	**P 5,334,558,820**	**P 916,543,597**	**P 473,635,321**	**P 6,724,737,738**

	Interest-bearing Loans (See Note 15)	Advances from Related Parties (See Note 25.4)	Lease Liabilities (See Note 13.2)	Total
Balance as of January 1, 2019	P 4,060,772,360	P 1,001,894,838	P -	P 5,062,667,198
Adoption of PFRS 16 [see Note 2.2(a)]	-	-	610,257,526	610,257,526
Cash flows from financing activities:				
Additional borrowings	2,500,000,000	94,800,749	-	2,594,800,749
Repayments of borrowings	(1,536,466,462)	(103,187,691)	(115,965,843)	(1,755,619,996)
Interest paid	-	-	(35,937,092)	(35,937,092)
Non-cash financing activities –				
Interest expense	-	8,088,332	-	8,088,332
Interest amortization on lease liabilities	-	-	35,937,092	35,937,092
Balance as of December 31, 2019	P 5,024,305,898	P 1,001,596,228	P 494,291,683	P 6,520,193,809
Balance as of January 1, 2018	P 5,055,929,487	P 939,557,166	P -	P 5,995,486,653
Cash flows from financing activities:				
Additional borrowings	50,000,000	395,008,400	-	445,008,400
Repayments of borrowings	(1,045,157,127)	(340,289,172)	-	(1,385,446,299)
Non-cash financing activities –				
Interest expense	-	7,618,444	-	7,618,444
Balance as of December 31, 2018	P 4,060,772,360	P 1,001,894,838	P -	P 5,062,667,198

34. EVENT AFTER THE END OF THE REPORTING PERIOD

On March 26, 2021, R.A. No. 11534, *Corporate Recovery and Tax Incentives for Enterprises* (CREATE) Act, amending certain provisions of the National Internal Revenue Code of 1997, as amended, was signed into law with veto on certain provisions and shall be effective 15 days after its publication. The CREATE Act has several provisions with retroactive effect beginning July 1, 2020. The following are the major changes brought about by the CREATE Act that are relevant to the Group:

a. regular corporate income tax rate is decreased from 30% to 25% starting July 1, 2020;
b. minimum corporate income tax rate is decreased from 2% to 1% starting July 1, 2020 until June 30, 2023;
c. the imposition of 10% tax on improperly accumulated retained earnings is repealed; and,
d. the allowable deduction for interest expense is reduced to 20% (from 33%) of the interest income subjected to final tax.

Given that the CREATE Act was signed after the end of the current reporting period, the Group determined that this event is a non-adjusting subsequent event. Accordingly, its impact was not refle cted in the Group's consolidated financial statements as of and for the year ended December 31, 2020, and instead, will be taken up prospectively in the next applicable reporting period. The Group used the prevailing tax rates as of December 31, 2020 in determining its current and deferred taxes in its 2020 consolidated financial statements.

Had the CREATE Bill been enacted as of December 31, 2020, the total income tax payable, current tax expense, deferred tax (expense/income), net deferred tax assets, and net deferred tax liabilities would have been lower by P3.7 million, P16.0 million, P37.9 million, P62.0 million and P408.5 million respectively, and will be charged to 2021 profit or loss, unless it can be recognized in other comprehensive income as provided in the applicable financial reporting standard.

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Report of Independent Auditors to Accompany Supplementary Information Required by the Securities and Exchange Commission Filed Separately from the Basic Consolidated Financial Statements

The Board of Directors and Stockholders
Global-Estate Resorts, Inc. and Subsidiaries
(A Subsidiary of Megaworld Corporation)
16th Floor, Alliance Global Tower
36th Street cor. 11th Avenue
Uptown Bonifacio, Taguig City

We have audited, in accordance with Philippine Standards on Auditing, the consolidated financial statements of Global-Estate Resorts, Inc. and subsidiaries (the Group) for the year ended December 31, 2020, on which we have rendered our report dated April 6, 2021. Our audit was made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The applicable supplementary information (see List of Supplementary Information) is presented for purposes of additional analysis in compliance with the requirements of the Revised Securities Regulation Code Rule 68 and is not a required part of the basic consolidated financial statements prepared in accordance with Philippine Financial Reporting Standards. Such supplementary information is the responsibility of the Group's management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic consolidated financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic consolidated financial statements taken as a whole.

PUNONGBAYAN & ARAULLO

By: Renan A. Piamonte
Partner

CPA Reg. No. 0107805
TIN 221-843-037
PTR No. 8533237, January 4, 2021, Makati City
SEC Group A Accreditation
Partner - No. 107805-SEC (until Dec. 31, 2023)
Firm - No. 0002 (until Dec. 31, 2024)
BIR AN 08-002511-037-2019 (until Sept. 4, 2022)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

April 6, 2021

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
(A Subsidiary of Megaworld Corporation)
INDEX TO FINANCIAL STATEMENTS AND SUPPLEMENTARY SCHEDULES
DECEMBER 31, 2020

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
(A Subsidiary of Megaworld Corporation)
SCHEDULE B. - AMOUNTS RECEIVABLE FROM DIRECTORS, OFFICERS, EMPLOYEES, RELATED PARTIES AND PRINCIPAL STOCKHOLDERS (OTHER THAN RELATED PARTIES)
DECEMBER 31, 2020
(Amounts in Philippine Pesos)

Name and Designation of Debtor	Balance at Beginning of Year	Additions	Deductions		Ending Balance		Balance at End of Year
			Amounts Collected	Amounts Written-off	Current	Not Current	
Amounts Due from Related Parties							
FERC	P 2,141,360				P 2,141,360	-	P 2,141,360
FERSAI	1				1	-	1
BNHGI	3,141,747				3,141,747	-	3,141,747
NPI	12,721,130				12,721,130	-	12,721,130
MEG	-				-	-	-
Other related parties	859,653,586	29,143,617	189,176,412	-	699,620,791	-	699,620,791
TOTAL	**P 877,657,824**	**P 29,143,617**	**P 189,176,413**	**P -**	**P 717,625,029**	**P -**	**P 717,625,029**
Advances to Officers and Employees							
Romualdez, Jennifer	P 936,639	P -	P 936,639	P -	P -	P -	P -
Binag Macaraig, Melody	450,306	-	74,680	-	375,626	-	375,626
Globio, Salvino	343,165	-	78,472	-	264,693	-	264,693
Haguisan, Hennie	5,738,910	-	4,509,148	-	1,229,763	-	1,229,763
Samson. Ma. Rica	216,337	-	-	-	216,337	-	216,337
Sanchez, Christopher	8,947	-	8,947	-	-	-	-
Villanueva, Lanie	259,432	-	116,648	-	142,784	-	142,784
Bravo, Melissa Anne	116,542	-	66,671	-	49,871	-	49,871
Lim, Meliza Anne	62,197	-	62,197	-	(0)	-	(0)
Carbon, Thomas George M.	20,989	-	20,989	-	0	-	0
David, Chatt S.	68,201	508,467	147,896	-	428,772	-	428,772
Luzung, Fred	60,842	-	60,217	-	624	-	624
Mangubat, Felipe	93,943	-	72,541	-	21,403	-	21,403
Lopez, Gervinna	172,295	-	77,968	-	94,326	-	94,326
Quintana, Allan	310,147	-	310,147	-	-	-	-
Herrera, Christopher	254,889	-	127,897	-	126,992	-	126,992
Roxas, Michael	453,869	-	102,564	-	351,305	-	351,305
TOTAL	**P 9,567,648**	**P 508,467**	**P 6,773,620**	**P -**	**P 3,302,495**	**P -**	**P 3,302,495**

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES

(A Subsidiary of Megaworld Corporation)

Schedule C - Amounts Receivable from or Payable to Related Parties which are Eliminated during the Consolidation of Financial Statements

December 31, 2020

(Amounts in Philippine Pesos)

Name and Designation of Debtor	Balance at Beginning of Year	Additions	Deductions		Ending Balance		Balance at End of Year
			Amounts Collected	Amounts Written-off	Current	Not Current	
Amounts Receivable from Related Parties Eliminated During Consolidation:							
Fil-Estate Property, Inc.	P 7,548,863,998	142,065,416			P 7,690,929,414	P -	P 7,690,929,414
Novo Sierra Holdings Corp.	353,067	-			353,067	-	353,067
Fil-Estate Urban Development Corporation	142,728,795	764,169			143,492,964	-	143,492,964
Oceanfront Properties	211,902,152	22,689,034			234,591,186	-	234,591,186
Twin Lakes Corporation	114,295,000		114,295,000		-		-
Southwoods Mall, Inc.	393,914,191		261,456,107		132,458,084		132,458,084
Megaworld Global Estate Inc.	18,599,619	8,146,082			26,745,701		26,745,701
Global Homes and Communities Inc.	106,501,669	2,153,985	-	-	108,655,654	-	108,655,654
	P 8,537,158,491	**P 175,818,686**	**P 375,751,107**	**P -**	**P 8,337,226,070**	**P -**	**P 8,337,226,070**
Amounts Payable to Related Parties Eliminated During Consolidation							
Megaworld Global Estate Inc.	-	-	-	P -	-	P -	-
	-	**-**	**-**	**P -**	**-**	**P -**	**-**

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES

(A Subsidiary of Megaworld Corporation)

Schedule D - Long Term

Debt December 31, 2020

(Amounts in Philippine Pesos)

Title of Issue and type of obligation	Amount authorized by indenture	Amount shown under caption "Current portion of long-term debt" in related balance sheet	Amount shown under caption "Long-Term Debt" in related balance sheet
Bank loan	P 5,334,558,820	P 1,470,588,240	P 3,863,970,580

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES

(A Subsidiary of Megaworld Corporation)

SCHEDULE E - INDEBTEDNESS TO RELATED PARTIES (LONG-TERM LOANS FROM RELATED COMPANIES) DECEMBER 31, 2020

(Amounts in Philippine Pesos)

Name of Related Party		Balance at Beginning of Year		Balance at End of Period
Megaworld Corporation	P	771,756,483	P	781,231,499
Others		229,839,745		135,312,098
TOTAL	**P**	**1,001,596,228**	**P**	**916,543,597**

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
(A Subsidiary of Megaworld Corporation)
SCHEDULE G - CAPITAL STOCK
DECEMBER 31, 2020

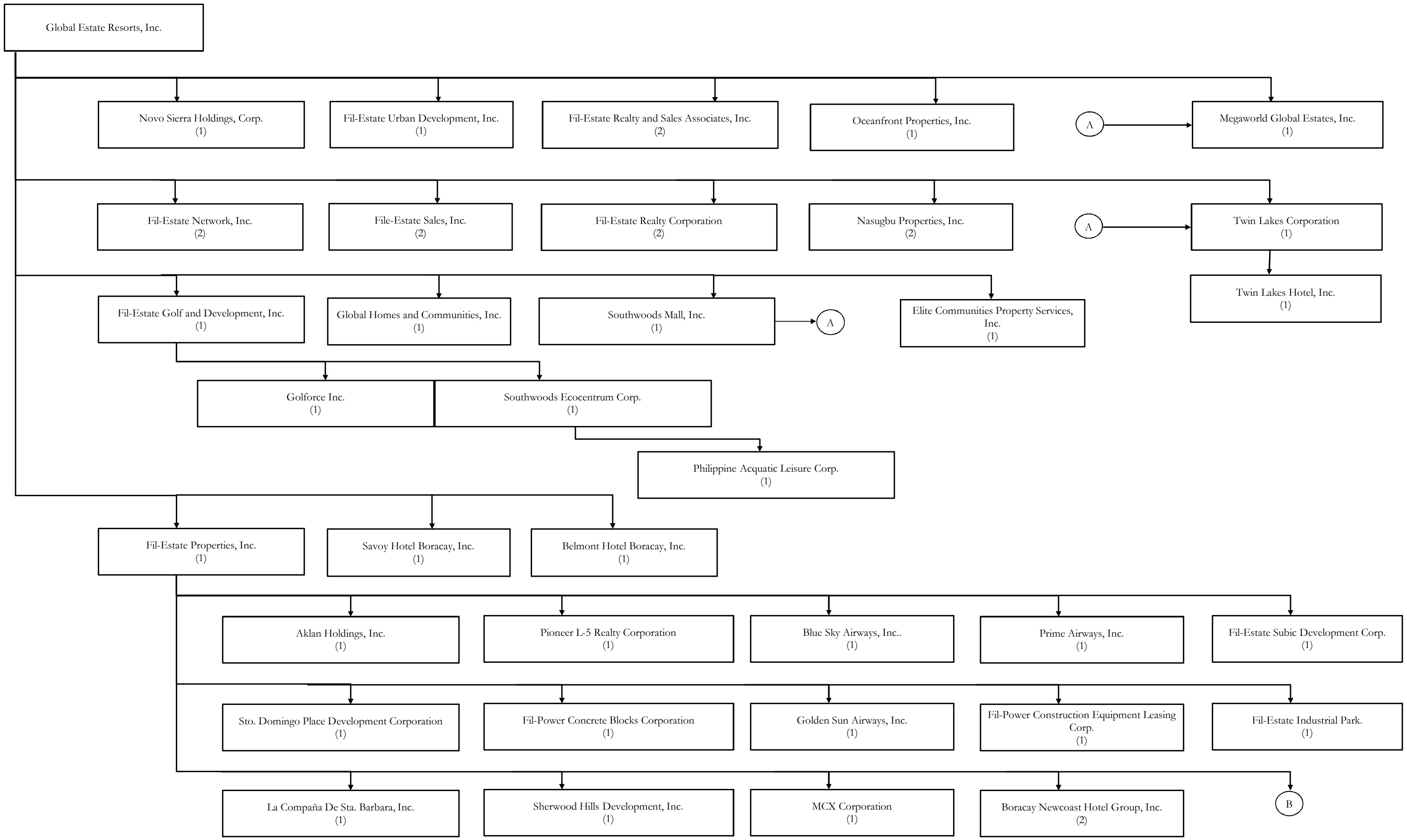
Title of Issue	Number of Shares Authorized	Number of Shares Issued and Outstanding as Shown Under the Related Statement of Condition Caption	Number of Shares Reserved for Options, Warrants, Conversion and Other Rights	Number of Shares Held by		
				Related Parties	Directors, Officers and Employees	Others
Common Shares	20,000,000,000	10,986,000,000	-	9,043,850,659	2,722,654	1,939,426,687

GLOBAL-ESTATE RESORTS, INC.
(A Subsidiary of Megaworld Corporation)
16th Floor, Alliance Global Tower, 36th St. cor. 11th Avenue, Uptown Bonifacio, Taguig City

Reconciliation of Retained Earnings Available for Dividend Declaration
For the Year Ended December 31, 2020

Unappropriated Retained Earnings at Beginning of Year, As Restated		P 12,820,031,185
Prior Years' Outstanding Reconciling Items, net of tax		
Deferred tax assets		(86,197,356)
Accumulated share in net income of subsidiaries		(7,166,631,553)
		(7,252,828,909)
Unappropriated Retained Earnings at Beginning of Year, as Adjusted		5,567,202,276
Net Profit Realized During the Year		
Net profit per audited financial statements	1,078,053,171	
Less: Non-actual/unrealized income, net of tax		
Equity share in net income of subsidiaries	(275,678,966)	
Deferred tax income during the year	(21,920,277)	
	(297,599,243)	780,453,928
Unappropriated Retained Earnings Available for Dividend Declaration at End of Year		**P 6,347,656,204**

GLOBAL-ESTATE RESORTS, INC.
Map Showing the Relationship Between Global-Estate Resorts, Inc.
and its Related Parties
December 31, 2020



Legend

(1)	Subsidiary
(2)	Associate
(3)	Jointly Controlled Entity
A	MegaworldCorporation
B	Twin Lakes Corporation

P&A Grant Thornton

Report of Independent Auditors on Components of Financial Soundness Indicators

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The Board of Directors and Stockholders
Global-Estate Resorts, Inc. and Subsidiaries
(A Subsidiary of Megaworld Corporation)
16th Floor, Alliance Global Tower
36th Street cor. 11th Avenue
Uptown Bonifacio, Taguig City

We have audited, in accordance with Philippine Standards on Auditing, the consolidated financial statements of Global Estate Resorts, Inc. and Subsidiaries (the Group) for the years ended December 31, 2020 and 2019, on which we have rendered our report dated April 6, 2021. Our audit was made for the purpose of forming an opinion on the basic consolidated financial statements taken as a whole. The Supplementary Schedule on Financial Soundness Indicators, including their definitions, formulas, calculation, and their appropriateness or usefulness to the intended users, are the responsibility of the Group's management. These financial soundness indicators are not measures of operating performance defined by Philippine Financial Reporting Standards (PFRS) and may not be comparable to similarly titled measures presented by other companies. This schedule is presented for the purposes of complying with the Revised Securities Regulation Code Rule 68 issued by the Securities and Exchange Commission, and is not a required part of the basic consolidated financial statements prepared in accordance with PFRS. The components of these financial soundness indicators have been traced to the Group's consolidated financial statements as at December 31, 2020 and 2019 and for the years then ended and no material exceptions were noted.

PUNONGBAYAN & ARAULLO

By: **Renan A. Piamonte**
Partner

CPA Reg. No. 0107805
TIN 221-843-037
PTR No. 8533237, January 4, 2021, Makati City
SEC Group A Accreditation
Partner - No. 107805-SEC (until Dec. 31, 2023)
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Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

April 6, 2021

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
Supplemental Schedule of Financial Soundness Indicators
December 31, 2020 and 2019

Ratio	Formula	2020	Formula	2019
Current ratio	Total Current Assets divided by Total Current Liabilities Total Current Assets 33,678,603,585 Divide by: Total Current Liabilities 8,022,024,667 Current ratio 4.20	4.20	Total Current Assets divided by Total Current Liabilities Total Current Assets 32,452,595,798 Divide by: Total Current Liabilities 9,075,797,502 Current ratio 3.58	3.58
Acid test ratio	Quick assets (Total Current Assets less Inventories, Contract Assets and Other Current Assets) divided by Total Current Liabilities Total Current Assets 33,678,603,585 Less: Inventories (18,221,005,862) Contract Assets (1,936,273,057) Other Current Assets (3,268,871,910) Quick Assets 10,252,452,756 Divide by: Total Current Liabilities 8,022,024,667 Acid test ratio 1.28	1.28	Quick assets (Total Current Assets less Inventories Contract Assets and Other Current Assets) divided by Total Current Liabilities Total Current Assets 32,452,595,798 Less: Inventories (18,113,657,824) Contract Assets (1,170,459,539) Other Current Assets (3,243,469,287) Quick Assets 9,925,009,148 Divide by: Total Current Liabilities 9,075,797,502 Acid test ratio 1.09	1.09
Solvency ratio	Total Assets divided by Total Liabilities Total Assets 50,561,227,262 Divide by: Total Liabilities 16,009,987,380 Solvency ratio 3.16	3.16	Total Assets divided by Total Liabilities Total Assets 49,767,739,035 Divide by: Total Liabilities 16,519,140,460 Solvency ratio 3.01	3.01
Debt-to-equity ratio	Total Liabilities divided by Total Equity Total Liabilities 16,009,987,380 Divide by: Total Equity 34,551,239,882 Debt-to-equity ratio 0.46	0.46	Total Liabilities divided by Total Equity Total Liabilities 16,519,140,460 Divide by: Total Equity 33,248,598,575 Debt-to-equity ratio 0.50	0.50
Assets-to-equity ratio	Total Assets divided by Total Equity Total Assets 50,561,227,262 Divide by: Total Equity 34,551,239,882 Assets-to-equity ratio 1.46	1.46	Total Assets divided by Total Equity Total Assets 49,767,739,035 Divide by: Total Equity 33,248,598,575 Assets-to-equity ratio 1.50	1.50
Interest rate coverage ratio	Earnings before interest and taxes (EBIT) divided by Interest expense EBIT 2,078,639,118 Divide by: Interest expense 259,732,727 Interest rate coverage ratio 8.00	8.00	Earnings before interest and taxes (EBIT) divided by Interest expense EBIT 2,945,606,110 Divide by: Interest expense 291,715,160 Interest rate coverage ratio 10.10	10.10
Return on equity	Net Profit divided by Total Equity Net Profit 1,086,836,496 Divide by: Total Equity 28,648,112,229 Return on equity 0.04	0.04	Net Profit divided by Total Equity Net Profit 1,489,054,662 Divide by: Total Equity 27,558,914,748 Return on equity 0.05	0.05
Return on assets	Net Profit divided by Total Assets Net Profit 1,300,280,324 Divide by: Average Total Assets 50,164,483,149 Return on assets 0.03	0.03	Net Profit divided by Total Assets Net Profit 1,916,736,890 Divide by: Average Total Assets 48,215,057,148 Return on assets 0.04	0.04
Net profit margin	Net Profit divided by Total Revenue Net Profit 1,300,280,324 Divide by: Total Revenue 5,195,597,835 Net profit margin 0.25	0.25	Net Profit divided by Total Revenue Net Profit 1,916,736,890 Divide by: Total Revenue 8,295,854,780 Net profit margin 0.23	0.23

Trucost
ESG Analysis

S&P Global

Global-Estate Resorts, Inc.
ESG Report

Financial Year 2020

Credits
Vivian Zheng | Account Director
Deepti Panchratna | Senior Analyst
Vandana Gaur | Senior Specialist

About Trucost

Trucost is part of S&P Global. A leader in carbon and environmental data and risk analysis, Trucost assesses risks relating to climate change, natural resource constraints, and broader environmental, social, and governance factors. Companies and financial institutions use Trucost intelligence to understand their ESG exposure to these factors, inform resilience and identify transformative solutions for a more sustainable global economy. S&P Global's commitment to environmental analysis and product innovation allows us to deliver essential ESG investment-related information to the global marketplace. For more information, visit www.trucost.com.

About S&P Global

S&P Global (NYSE: SPGI) is a leading provider of transparent and independent ratings, benchmarks, analytics and data to the capital and commodity markets worldwide. For more information, visit www.spglobal.com.

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Table of Contents

About Global-Estate Resorts, Inc.

Global-Estate Resorts, Inc. (Hereafter GERI) is a subsidiary of Megaworld Corporation and is based in the Philippines. GERI is registered in the Philippines Stock Exchange. GERI's diverse portfolio of projects include residential communities integrated with golf, resort, leisure and commercial complexes, mixed-use condominium developments, and a business park. GERI specializes in development of tourism estates with a vision to establish itself as a leading developer of master-planned and fully integrated tourism estates in the Philippines catering to both the domestic and foreign markets.

The real estate sector consumes significant amounts of energy primarily related to space heating, air conditioning, water heating, lighting, and use of equipment and appliances. In addition, the sector consumes significant amounts of water in its operations through water fixtures, building equipment, appliances, and irrigation. Moreover, the sector generates large amounts of waste through its operations that requires responsible disposal.

The real estate sector is subjected to stringent government rules and regulations. It is also exposed to a number of governance-related risks. In order to manage and avoid these risks, companies in the industry can implement a range of governance measures, including employee training, oversight, policies, procedures, and enforcement systems focused on transparency and appropriate disclosures. Effective management of these risks can lead to increased client trust and better brand value in the market, adding to long-term revenue growth. Inadequate management of risks may lead to regulatory fines and penalties, as well as decreased client trust, and a loss of its social license to operate.

Introduction

GERI engaged Trucost to review reporting of its environmental, social and governance (ESG) impacts for the financial year of 2020 (FY2020), which comprised of January 2020-December 2020. GERI is interested in measuring its baseline ESG impact that it can use to track progress against ESG-related activities over time. The results from this report are in line with common sustainability reporting frameworks such as Global Reporting Initiative (GRI), Climate Disclosure Projects (CDP), Sustainability Accounting Standards Board (SASB), and Task Force on Climate-related Financial Disclosures (TCFD), among others, and can satisfy the sustainability reporting requirements for the Philippines Stock Exchange.

Proactively identifying key materiality issues provides companies with the opportunity to increase their value, both in business and financial terms. Focusing on these material ESG issues can allow companies to positively impact their growth in terms of profit and customers, while failure to address these issues can have a negative effect on a company's reputation and profits. Through an ESG report, GERI can communicate the company's commitment to sustainable development and its key achievements, practices, and management approaches to its target audiences and stakeholders.

Scope

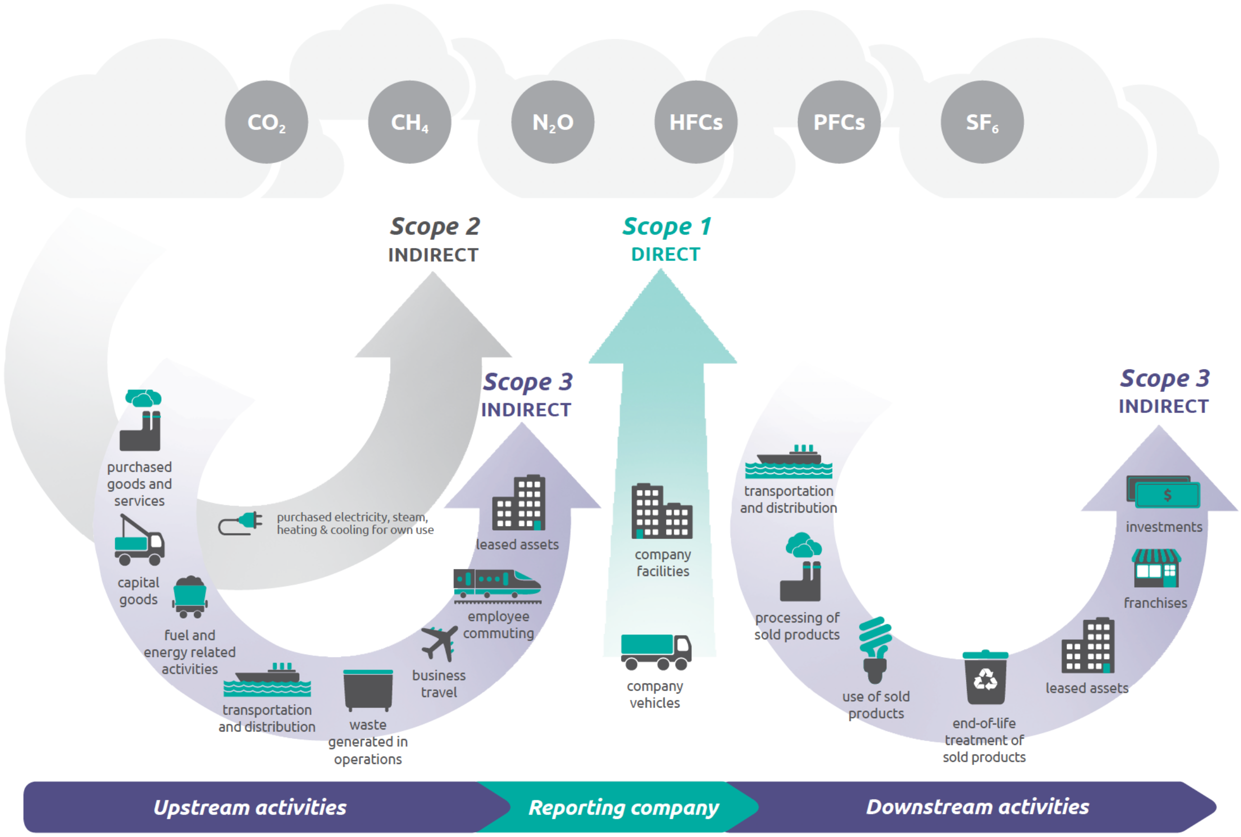
GERI assessed and disclosed environmental, social, and governance impacts for its owned buildings and operations.

Environmental indicators covered include:

- GHG emissions, scope 1, 2 and select scope 3 (see exhibit 1 below)
- Electricity use
- Waste generation
- Water use
- Environmental standards

The figure below summarizes an organization's sources of GHG emissions, across scope 1 (direct emissions), scope 2 (indirect emissions, primarily purchased electricity), and scope 3 (indirect emissions from upstream suppliers and downstream customers).

FIGURE 1: SCOPE OF VALUE CHAIN GHG EMISSIONS FOOTPRINT



Source: WRI (2015) GHG Protocol: Corporate Value Chain (Scope 3) Accounting and Reporting Standard.

Social indicators covered include:
- Workforce diversity
- Employee training and development

Governance indicators covered include:
- Data privacy and security
- Electronic waste
- Stakeholder management
- Business ethics

Methodology

This report includes material ESG data from all business units, subsidiaries, and operations where GERI maintains majority operational control.

GERI provided Trucost with site location records, electricity data, water data use data, waste data, and business travel data. Based on the information provided, the data covers 100% of the sites' full-time employees (FTEs). Where data was not available for individual sites, Trucost applied assumptions.

Trucost calculated Scope 1 emissions from fuel usage for stationary consumption and for vehicles.

Trucost calculated Scope 2 emissions from electricity consumption data. Trucost also calculated Scope 3 emissions related to waste, e-waste, and business air travel.

The Greenhouse Gas Protocol methodology for compiling GHG data is used to assess carbon footprint. This includes the following material GHGs: CO2 (carbon dioxide), N2O (nitrous oxide), and CH4 (methane). The following emission conversion factor sources are used in calculations:

- Fuel usage: Defra 2020
- Purchased electricity Philippines GRID factor
- Business travel: Defra 2020
- Waste: Defra 2020

All commentary and metrics in the social and governance sections of this report were provided by GERI. No calculations were required to compile these metrics.

Board Statement

The board of directors of the Company (the "Board" or the "Directors") is committed to maintaining a high standard of corporate governance and transparency within the Group and adopt sustainability reporting practices based on the Securities Exchange Commission's Sustainability Reporting Guidelines for Publicly-Listed Companies ("Guidelines"). The Board has adopted the Guidelines where appropriate so as to strengthen corporate governance and reporting practice and foster greater corporate disclosure.

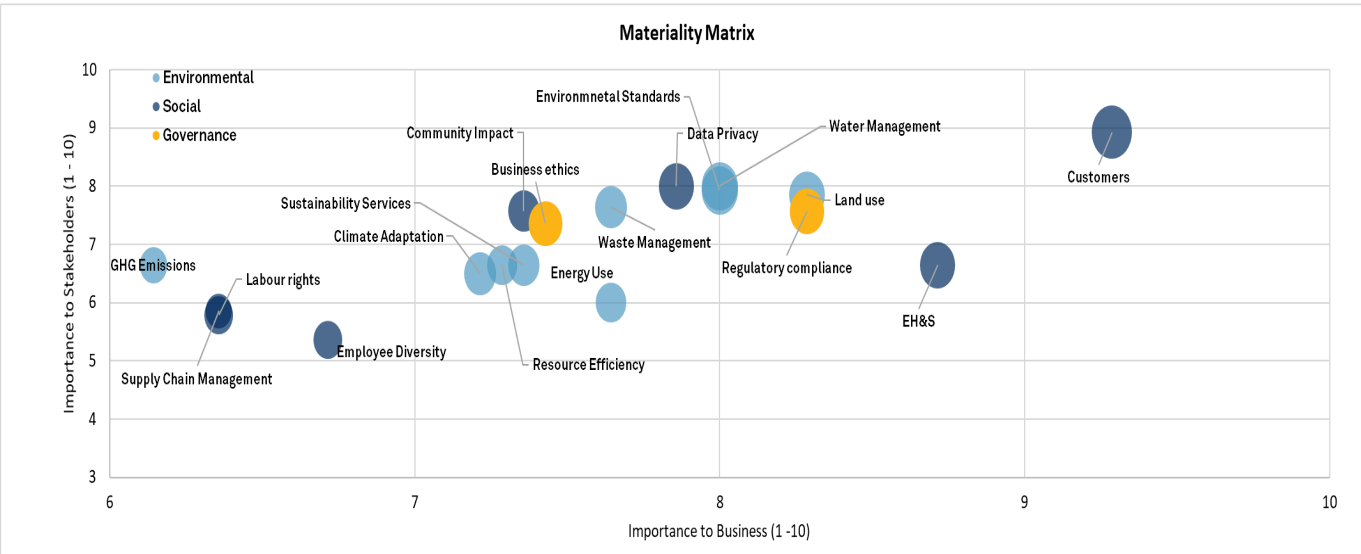
In addition, it has embraced the SEC Memorandum Circular, which requires every listed issuer to prepare an annual sustainability report. This report is developed in line with the Guidelines on a 'comply or explain' basis. The policies, targets, risks and opportunities identified within an external independent review are monitored and reported within this ESG report and the Board commits to oversee the appropriate activities are undertaken to achieve the good practice targets set.

The Company recognizes the importance of good governance for continued growth and investors' confidence. In line with the commitment by the Company to maintaining high standards of corporate governance, the Company will continually review its corporate governance processes to strive to fully comply with the Guidelines. The Board confirms that for the financial year ended 31 December 2020 ("FY2020"), the Company has generally adhered to the principles and guidelines set out in the Guidelines, and where there are deviations from the Guidelines, appropriate explanations are provided.

ESG Materiality

Trucost considered sector-level materiality to identify ESG issues relevant to companies operating in the associated sectors. These themes were identified using GRI, SASB, investor trend review and a wider literature review. Sector-level materiality was identified and refined based on specific practices of the company. Exhibit 1 shows the ESG materiality graph for GERI. The material topics shown in the graph are identified across three categories – environment, social and governance. The bubbles in light blue represent material environmental topics, the bubbles in dark blue represent material social topics and the bubbles in yellow represent the governance topics material to GERI in FY2020.

EXHIBIT 1: GERI ESG MATERIALITY MATRIX, FY2020



The y-axis represents the importance of the material topics to stakeholders on a scale of 1 to 10. These stakeholders include internal and external stakeholders of GERI. The x-axis represents the importance of the material topics to the business on a scale of 1 to 10, with 1 being the lowest and 10 being the highest score. The size of the bubble for each material topic signifies the financial impact of each material topic.

SDG Materiality

In 2015, the United Nations developed a blueprint for achieving peace and prosperity for people and the planet by 2030 in the form of 17 global goals and 169 targets for sustainable development. The United Nations Sustainable Development Goals (SDGs) are a call to action for governments, society and the private sector to achieve a more sustainable future. Since their launch in 2015, the SDGs have garnered widespread backing among companies and investors who have made progress towards aligning business strategies and capital allocation with the SDGs.

Exhibit 2 displays the top material SDGs for GERI based on the company's operating sector and geographies and financial materiality[1]. The matrix ranks the SDGs for GERI based on the level of importance of SDG-related issues based on GERI's operating sectors and geographies and the degree of financial materiality of issues underlying each SDG. SDGs in the right-hand upper quadrant of the matrix are considered high in both financial materiality and potential risk exposure related to the SDGs; it is recommended that GERI prioritize activities related to addressing these SDGs in order to mitigate any adverse impacts to or by the company. These include SDG 3 (Good Health and Well-being), SDG 12 (Responsible Consumption and Production), and SDG 14 (Life Below Water). Areas to focus on related to these SDGs include healthcare access to employees, decreasing pollution from operations (SDG 3), reducing material use and increasing operational efficiencies (SDG 12), and reducing water pollution that runs off into marine waterways (SDG 14). In the right-hand lower quadrant are SDGs that are considered high in financial materiality, but lesser in magnitude in terms of SDG-related issues that may affect or be affected by GERI; it is recommended to monitor these SDG-related issues. These include SDG 7 (Affordable and Clean Energy), SDG 13 (Climate Action), SDG 15 (Life on Land), and SDG 17 (Partnerships for the Goals). Areas to monitor related to these SDGs include energy consumption and efficiency, access to renewable energy (SDG 7), reduction of GHG emissions, resiliency planning for the impacts of climate change (SDG 13), practicing transparent and accountable tax disclosure, and becoming a signatory to the United Nations Global Compact (SDG 17).

EXHIBIT 2: SDG MATERIALITY MATRIX

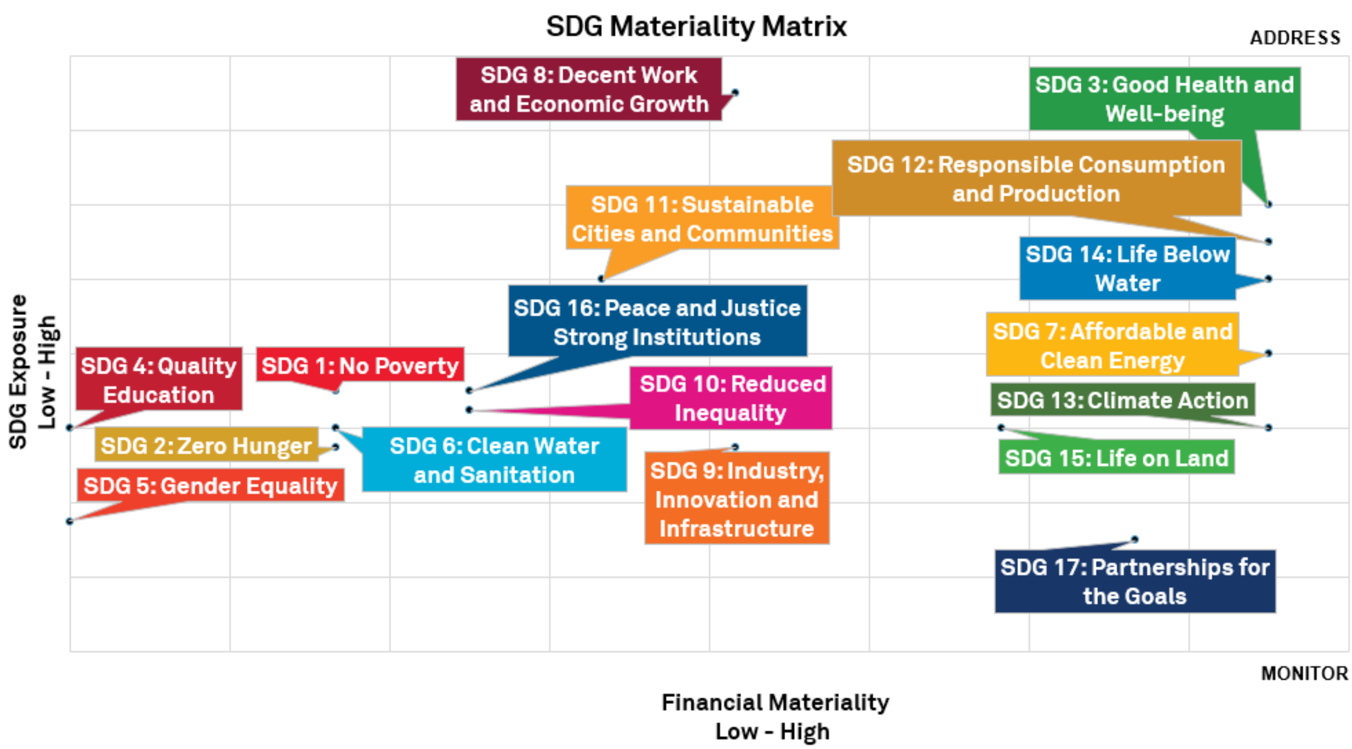


EXHIBIT 3: SDG RELATED INITIATIVES

[1] Top financial material issues are provided by the SASB Materiality Matrix (https://materiality.sasb.org/) and mapped by Trucost to associated SDGs.

SDG Related Initiatives	Details	SDG and Target
Showcasing locally-made products from merchants and local farmers	GERI has designated space for local farmers and merchants to sell their local food, produce and other products in its "Lokal Market" campaign in Southwoods Mall, Binan City, Laguna	**SDG 2 - Target 2.3**; By 2030, double the agricultural productivity and incomes of small-scale food producers, in particular women, indigenous peoples, family farmers, pastoralists and fishers, including through secure and equal access to land, other productive resources and inputs, knowledge, financial services, markets and opportunities for value addition and non-farm employment.
Migration to Google Suite	In June 2020, the Company intensified its digitization efforts by launching G Suite or Google Workspace to improve productivity and accessibility of employees even during community quarantine. G Suite introduced the different essential apps to employees such as Gmail, Google Drive, Calendar and the different collaborative apps such as: Docs, Sheets and Slides.	**SDG 9: target 9.c** - Significantly increase access to information and communications technology and strive to provide universal and affordable access to the Internet in least developed countries by 2020
Re-use/ Re-purpose of excess materials	Excess materials such as tiles, furniture, lighting and similar items from previous projects are re-allocated to other projects.	**SDG 12; target 12.5** - By 2030, substantially reduce waste generation through prevention, reduction, recycling and reuse
Selection of Environment-friendly Materials/ Finishes	Use of natural materials such as wood, textile and paper with minimum plastic content. Use of water-based paint. Use of UV-reflective film for windows to reduce the heat inside the interiors.	**SDG 12; Target 12.2** - By 2030, achieve the sustainable management and efficient use of natural resources
Energy Efficient Design for hotel rooms and property units	• Microswitch: Automatically shuts off the FCU when the balcony door is opened. • Use of inverter type AC.	**SDG 7; target 7.b** - By 2030, expand infrastructure and upgrade technology for supplying modern and sustainable energy services for all in developing countries, in particular least developed countries, small island developing States, and land-locked developing countries, in accordance with their respective programmes of support

Environmental Impact

Operational Greenhouse Gas Emissions

Trucost reviewed GERI's environmental data for FY2020. Exhibit 3 below relates the key findings for environmental impacts. These impacts are described in absolute terms, or their total volume, as well as in intensity terms by m^2 of GERI's floor area (569,254 m^2), by employee (700 employees) and by revenue (2,057 mPHP).

EXHIBIT 3: COMBINED DIRECT AND INDIRECT OPERATIONAL GREENHOUSE GAS EMISSIONS, FY2020

Scope	Absolute Emissions	Carbon Intensity		
		tCO2e per m^2 of floor area	tCO2e per employee	tCO2e per million PHP revenue
Scope 1	2,546	0.004	3.64	1.24
Scope 2 (Location-Based)	12,658	0.022	18.08	6.15
Scope 3	34	0.0001	0.05	0.02
Total Emissions	15,238	0.027	21.77	7.41

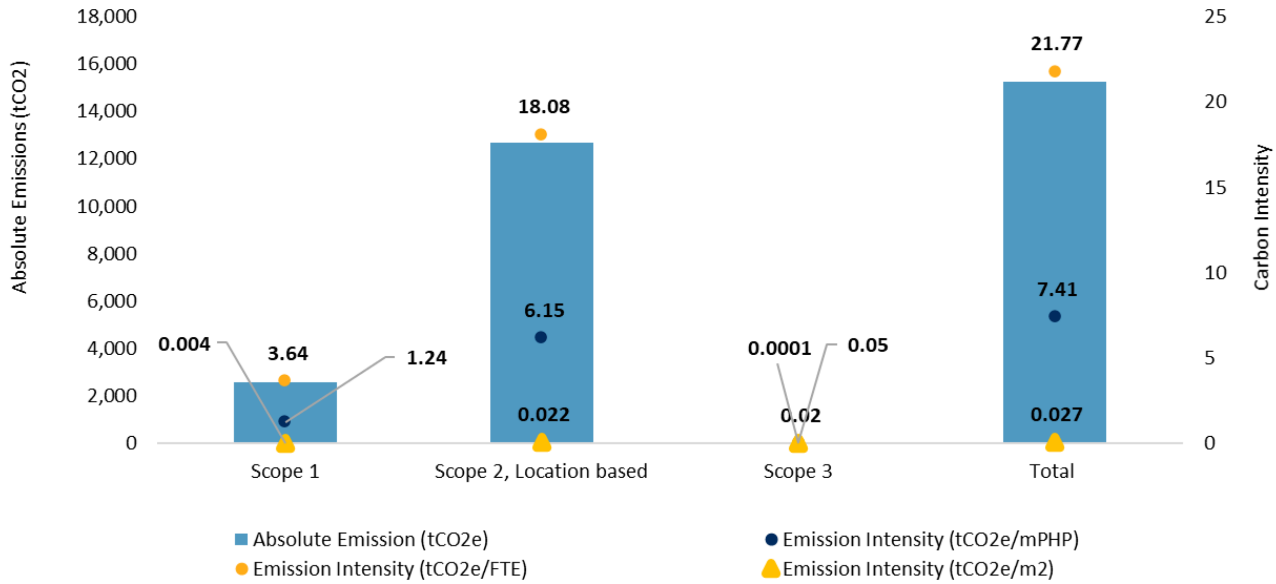
Breakdown of emissions

Scope	Category	Absolute emissions tCO2e
Scope 1	Stationary Emissions	2,224
Scope 1	Mobile Emissions	323
Scope 2	Electricity: Location Based	12,658
Scope 3	Category 5: Waste generated in operations	15
Scope 3	Category 6: Business travel	18
Total Emissions		15,238

GERI has proactively taken measures to reduce emissions and protect the environment. The following are a sample of the initiatives taken by GERI:

- Excess materials such as tiles, furniture, lighting, and similar items from previous projects are reallocated to other projects
- Use of natural materials such as wood, textile, and paper with minimum plastic content
- Use of energy efficient materials such as microswitch and inverter type ACs

EXHIBIT 4: GHG EMISSIONS ABSOLUTE VALUES AND INTENSITY VALUES, FY2020



Direct (Scope 1) GHG Emissions

Direct emissions are GHG emissions from organizational operations (or scope 1) derived from propane, diesel, natural gas consumption for boiler, gas turbine, diesel generators, owned transportation and refrigeration processes. GERI's scope 1 emissions during FY2020 was 2,546 tCO2e, and the intensities of GHG emissions normalized by square meter of floor area, employees and revenue were 0.004 tCO2e/m^2, 3.64 tCO2e/employee and 1.24 tCO2e/PHP million, respectively.

Indirect (Scope 2) GHG Emissions

A second component of GHG emissions related to organizational operations are indirect (or scope 2) emissions primarily from the consumption of purchased electricity. GERI's scope 2 emissions (location-based) during FY2020 was 12,658 tCO2e. 100% of the electricity was purchased from an electric grid. The intensities of GHG emissions normalized by square meter floor area, employees and revenue were 0.02 tCO2e/m^2, 18.08 tCO2e/employee and 6.15 tCO2e/PHP million, respectively.

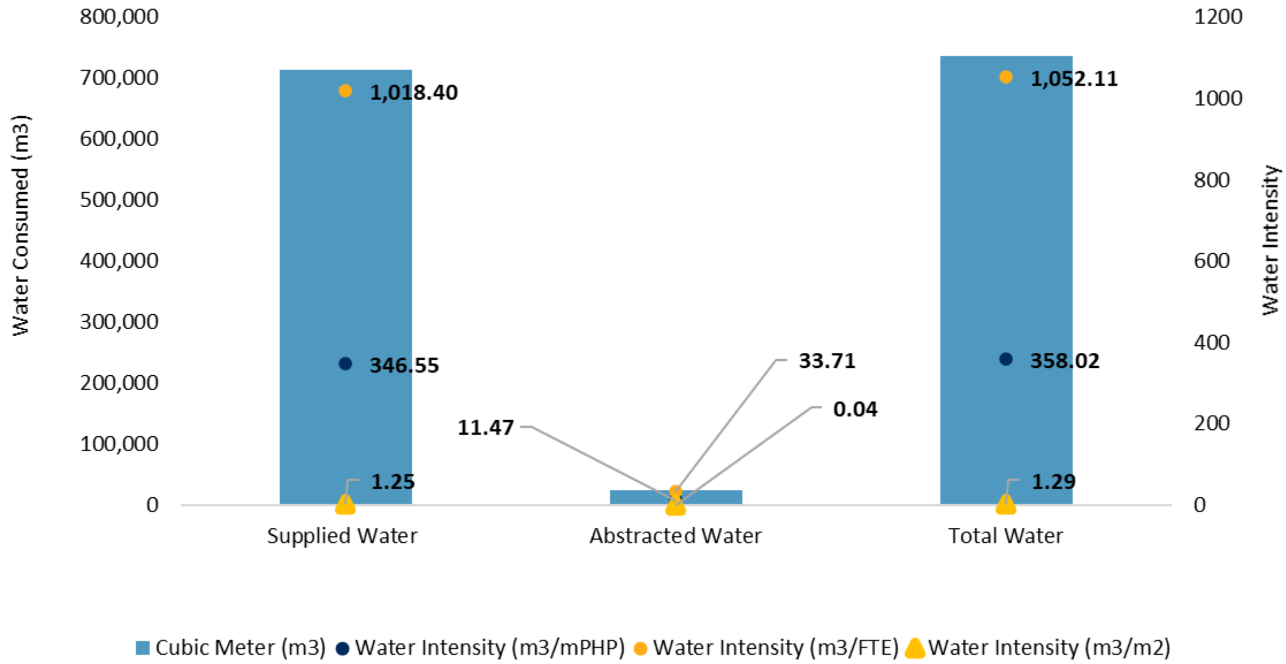
Indirect (Scope 3) GHG Emissions

A final component of GHG emissions related to organizational operations are indirect (or scope 3). GERI's scope 3 emissions during FY2020 were calculated for category 5, waste generated in operations, and category 6, business travel. The intensities of GHG emissions normalized by square meter floor area, employees and revenue were 0.0001 tCO2e/m^2, 0.05 tCO2e/employee and 0.02 tCO2e/PHP million.

Water Use

In FY2020, absolute water use from supplied water from local utilities was 712,883 cubic meters. In addition, GERI extracts water for its operations. The amount of water abstracted is 23,596 cubic meters and GERI has received permits from the National Water Resource Board (NWRB) for water extraction. Water use intensity normalized by square meter of floor area, employee and revenue were 1.29 m^3/m^2, 1,052.11 m^3/employee and 358.02 m^3/PHP million respectively.

EXHIBIT 5: WATER USE, FY2020



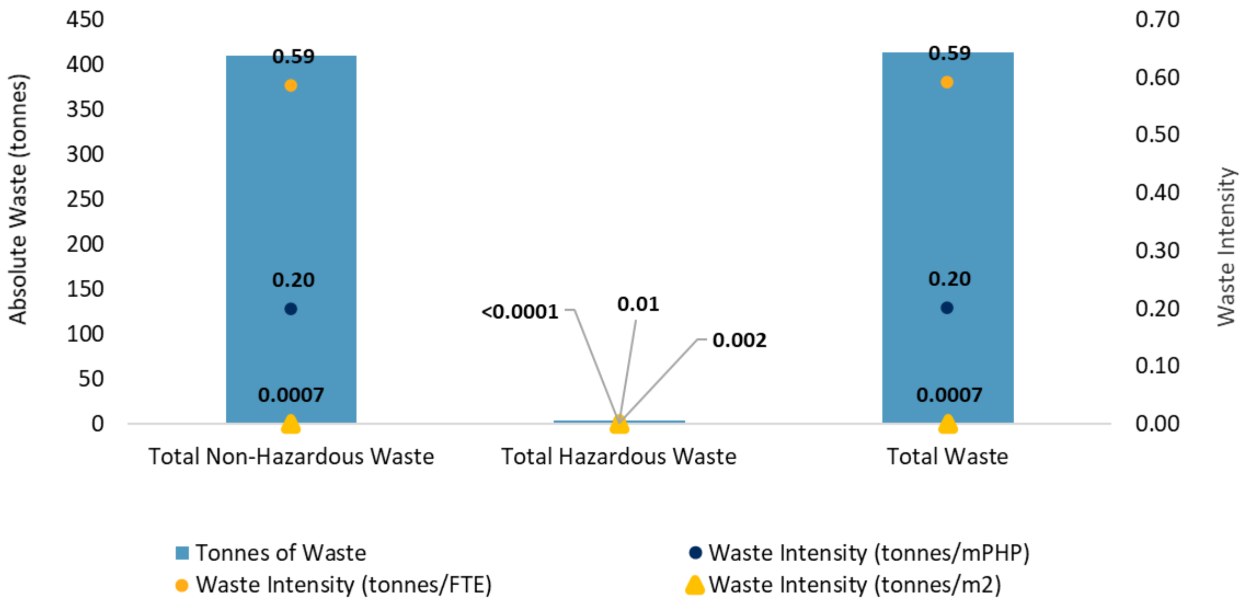
GERI has taken steps to safeguard the quantity and quality of water, a sample of which are listed below:

- Provision of Sewage Treatment Facility (with disinfection process)
- Implementation and practice of water conservation programs
- Strict compliance to RA 9275 and other water and wastewater related regulations
-

Waste Generation and Recycling

Absolute non-hazardous waste and hazardous waste generated in FY2020 was 410 and 4 tonnes, respectively. Major types of waste that contributed to the total mass were solid waste, metal, plastic and paper. The intensity of total waste generated normalized by square meter of floor area, employee and revenue were 0.0007 tonnes/m^2, 0.59 tonnes/employee and 0.20 tonnes/PHP million.

EXHIBIT 6: LANDFILLED AND RECYCLED WASTE, FY2020



The following are sample measures taken by the management of GERI to handle waste generated in operations:

- Strict compliance to RA 6969, other hazardous waste-related policies & regulations and RA 9003 for non-hazardous waste

Environmental Standards

GERI aspires to be a leader in tourism real estate with properties designed to safeguard the environment. GERI has targets in place to craft environmental policies in the future. It also has considered accrediting facilities towards LEED certification. Presently, Fairways and Bluewater Resort Golf and Country Club have been assessed and registered by Veritas Assurance International to be compliant to the requirements of ISO 14001:2015, ISO 9001:2015 and ISO 45001:2018. The certificates were issued last in December 17, 2018 and are valid until December 16, 2021.

Social Impact

Workforce Diversity

Overall, the company has 40% male and 60% female representation. The largest age group of all staff in the company is between the ages of less than 30 (59%), followed by 30-50 (33%), then over 50 (8%).

EXHIBIT 7: GROUP DIVERSITY AND EMPLOYEE REPRESENTATION, FY2019

Diversity		**Number of Staff**		
		Executive	Non-executive	Total
Gender	Male	13	270	283
	Female	13	404	417
Age group	Under 30	-	413	413
	30-50	14	220	234

Diversity		Number of Staff		
	Over 50	12	41	53

Employee Training and Development

GERI recognizes that training and education form an important part in the development of employee skills and supporting career development. In 2020, the Company dedicated 32,200 hours on training employees, which entailed a total expenditure of 15,000 PHP.

Additionally, performance reviews are scheduled bi-annually to support in career development, promotion and merit enhancement. GERI also provides several governments mandated and voluntary benefits to its employees such as leaves, salary loans, several loans options, medical benefits, etc.

EXHIBIT 8: EMPLOYEE TRAINING AND DEVELOPMENT, FY2020

Employee Training	
Number of hours of training completed	32,200
Total expenditure on employee training programs	15,000 PHP
Employee Development, % of employees receiving regular performance and career development reviews	
Male	100%
Female	100%

Resource Efficiency

In wake on pandemic (COVID) and to streamline its operations, GERI has undertaken several resource efficiency measures which are listed below:

- Re-use/ Re-purpose of excess materials: Excess materials such as tiles, furniture, lighting and similar items from previous projects are re-allocated to other projects.
- Selection of environment-friendly materials/ finishes: Use of natural materials such as wood, textile and paper with minimum plastic content, use of water-based paint, use of UV-reflective film for windows to reduce the heat inside the interiors.
- Energy efficient design for hotel rooms and property units: Use of microswitch which automatically shuts off the FCU when the balcony door is opened, use of inverter type air conditioning

CSR Initiatives

- Donations for COVID -19 Front liners: In April 2020, GERI's Twin Lakes Hotel distributed packed meals, bottled waters and two (2) boxes of face masks to Bureau of Fire Philippines (BFP) and the Local Government Disaster Unit of Laurel, Batangas
- Showcasing locally made products from merchants and local farmers: GERI has designated space for local farmers and merchants to sell their local food, produce and other products in its "Lokal Market" campaign in Southwoods Mall, Binan City, Laguna

- Relief Operations for local government units: Global-Estate Resorts, Inc. (GERI) conducted relief goods operations for local government units of Cavinti, Laguna, Trece Martires City and Tanza, Cavite in partnership with Megaworld Corporate Security Management (CSM), CitiLink & Uni World Logistics Company
- COVID-19 Code of Discipline: In September 2020, GERI introduced the Code of Discipline in relation to COVID-19. This outlines the mandatory rules on consistent health declaration of all employees, proper conduct of employees on handling social media information in relation to COVID-19, and proper conduct and behaviour of employees inside the workplace in compliance with the different COVID-19 safety protocols.
- COVID-19 Health & Safety Protocol: In May 2020, GERI cascaded the company's health and safety protocols for employees prior to the resumption of work in the office. This involves the COVID-19 prevention and control measures.
- Health & Safety Protocol Campaign through Signages: When work resumed last May 2020, Corporate Administration (CAD) in coordination with Corporate Communications (GComm) section of HRCAD installed various signages in all our main, site and sales and marketing offices in the country that highlights the health and safety protocols which employees must adhere to especially in specific key areas such as: biometrics area, elevator lobby, conference rooms, restrooms, pantry lavatory areas and others.
- Installation of Acrylic Barriers together with the continuous supply of alcohol & tissue paper for company vehicles: To keep our drivers and employees healthy and safe, CAD installed acrylic barriers in all our company vehicles in September 2020. These barriers will safeguard our drivers and employees alike from possible contraction of the virus. All service vehicles were also provided with disinfectant solution and tissue paper for use by passengers and drivers. Supplies are being replenished regularly.
- Temporary Closure of the Pantries and selected conference rooms: In connection as well with the resumption of work in the offices last May 2020, GERI temporarily closed all pantries for employees to mitigate the risk of virus transmission during breaks.
- Weekly/ Daily Disinfection/ Sanitation of Workplaces: Weekly/ daily disinfection and sanitation of workplaces, offices are consistently conducted every weekend, nightly during community quarantine
- Work-From-Home (WFH) Option for "Most At Risk Persons:" At present, "Most At Risk Persons" are being offered a work-from-home option. Most at risk persons are those who are older than 60 years old or those who have pre-existing health conditions such as: lung or heart disease, diabetes, or conditions that affect the immune system.
- Shifting Work Schedule during Stricter Community Quarantine: When operations resumed at 80% manpower, employees were given an option to take two alternate schedules of working hours which is one (1) hour apart on a daily basis. This reduces the risk of transmission especially when employees use the elevators and other common areas of the office building.
- WEARe All in This Together Campaigns & Training Series: In all Fridays of September 2020, Global-Estate Center of Excellence (GCE), the training and development arm and Organization Development of HRCAD came up with a campaign to reiterate the Health & Safety protocols of the company and its importance to safeguard the employees from the spread of COVID-19 in the workplace.
- QuaranTreat: A Holistic Approach on Wellness: This training was administered to all registered GERI employees last October 2020.
- Growing from the inside Webinar Series: This is a virtual webinar series that was provided to employees who were doing work-from-home during the stricter community quarantine last May 2020. Global-Estate Center for Excellence (GCE) delivered mental health & wellness and invited speakers who shared their insights. The webinar series ran for 10 days.

Governance

Data Privacy and Security

In FY2020, GERI has collected and stored data for 100,000 clients. Data was safely disposed of after it is utilized. Prior to discarding the hard disks, GERI formats and delete the data stored on the hard disks.
EXHIBIT 9: DATA PRIVACY AND SECURITY, FY2019

Data Management Practices	
Number of individual clients for whom data was primarily stored	100,000
Number of companies for which secondary data is stored	None
Data Breaches	
Number of data security breaches in financial year	None

Electronic Waste

GERI discards its electronic waste in a responsible manner. Outdated and defective electronic equipment are inspected and evaluated by the ITC Department prior to disposal. None of the electronic equipment was discarded in FY2020.

Electronic waste is not processed on site. All wastes are temporarily stored until collected by Department of Environment and Natural Resources (DENR) accredited transporters and treaters. No e-waste was transported in FY2020. As per RA 6969, hazardous wastes can be stored on site for up to a year for small and medium waste generators.

EXHIBIT 10: ELECTRONIC WASTE, FY2020

Electronic Waste Management	
Fate of electronic waste not processed at site	Sent for disposal to DENR accredited treaters
Record maintained regarding end fate of waste electronics	Certificate of treatment from a DENR-Accredited Treater
Disposal criteria	Disposed only through DENR accredited transporter and treaters

Stakeholder Management

GERI considers suppliers, communities and customers as its primary stakeholders. The company has a vendor code of conduct and suppliers must have relevant permits to operate with GERI. The company is committed in resolving issues raised by customers through is Accounts Management group. The company also has programs and initiatives for the betterment of the communities it operates within.
EXHIBIT 11: STAKEHOLDER MANAGEMENT, FY2019

Procurement and Supply Chain Management	
Supply chain procurement policies	Yes
Supplier code of conduct	Yes
Relationship with community	
Policy for development and maintenance of communities	Yes
Customer Satisfaction	

Procurement and Supply Chain Management	
Policy for developing and maintaining customer satisfaction?	Tool for customer satisfaction

Business Ethics

GERI has implemented several policies to ensure that it conducts business in a fair manner. GERI has anti-money laundering policies, anti-corruption policies and mechanisms for raising grievances. All GERI projects have an Environmental Impact Assessment/Statement (EIS), and an Environmental Compliance Certificate from the Environmental Management Bureau of the Department of Environment & Natural Resources (EMB-DENR) on all its developments. In addition, GERI strictly complies with the following laws and other rules and regulations in the conduct of its business:

- Republic Act 6969: Control of toxic substances and hazardous and nuclear wastes
- Republic Act 8749: Clean Air Act of 1999
- Republic Act 9003: Ecological & Solid Waste Management Act of 2000
- Republic Act 9275: Clean Water Act of 2004

EXHIBIT 12: GOVERNANCE INDICATORS, FY2019

Anti-Money Laundering	
Total amount of monetary losses as a result of legal proceedings associated with money laundering	N/A
Anti-money laundering policy in place	Company's manual of corporate governance
Anti-corruption policy in place	Company's manual of corporate governance
Grievance mechanism in place	Company's manual of corporate governance
Environmental management policy	Environmental compliance certificate from EMB-DENR
Contamination management policy	Comply with Republic Act 6969
Contamination risk policy	GERI strictly complies with the: 1. Republic Act 8749: Clean Air Act of 1999 2. Republic Act 9003: Ecological & Solid Waste Act of 2000 3. Republic Act 9275: clean Water Act of 2004

Year-on-Year Comparison

Exhibit 13 below details year-on-year comparison for various environmental, social and governance KPI's

EXHIBIT 12: YEAR-ON-YEAR COMPARISON

		Units	FY2020	FY2019
Environment				
Emissions	Scope 1	tCO2e	2,546	2,857
	Scope 2	tCO2e	12,658	23,918
	Scope 3	tCO2e	34	95
	Total Emissions	tCO2e	15,238	26,869
	Emission Intensity	tCO2e/mPHP	7.41	6.46
Waste	Total Waste	tonnes	414	140
	Waste Intensity	tCO2e/mPHP	0.20	0.03
Water	Total Volume	m3	736,479	581,424
	Water Intensity	m3/mPHP	358.02	152.07
Social				
Workforce by Gender	Male (Executive)	#	13	12
	Female (Executive)	#	13	13
	Male (Non-Executive)	#	270	322
	Female (Non-Executive)	#	404	454
Workforce by Age	<30	#	413	515
	30-50	#	234	238
	>50	#	53	48
Employee Training	Total expenditure on employee training programs	PHP	15,000	1,058,875
Employee Development*	Male	%	100%	42%
	Female	%	100%	53%
Governance				
Data Privacy	Number of individual clients for whom data was primarily stored	#	100,000	15,000
	Number of data security breaches in financial year	#	None	None

COVER SHEET
for
AUDITED FINANCIAL STATEMENTS

Sec Registration Number

A	S	O	9	4	0	0	4	4	6	2

COMPANY NAME

GLOBAL-ESTATE RESORTS INC

PRINCIPAL OFFICE *(No./Street/Barangay/City/Town/Province)*

16TH FLR ALLIANCE GLOBAL TOWER
36TH ST COR 11TH AVE UPTOWN
BONIFACIO TAGUIG CITY

Form Type	Department requiring the report	Secondary License Type, If Applicable
AAFS	SEC	N/A

COMPANY INFORMATION

Company's Email Address	Company's Telephone Number/s	Mobile Number
lvvillanueva@global-estate.ph	328-4370	N/A

No. of Stockholders	Annual Meeting (Month / Day)	Fiscal Year (Month / Day)
4,200	June 29	December-31

CONTACT PERSON INFORMATION

The designated contact person ***MUST*** be an Officer of the Corporation

Name of Contact Person	Email Address	Telephone Number/s	Mobile Number
LAILANI V. VILLANUEVA	lvvillanueva@global-estate.ph	5-328-4370	N/A

CONTACT PERSON'S ADDRESS

16F Alliance Global Tower, 36th St.cor. 11th Ave., Uptown Bonifacio, Taguig City

Note 1: In case of death, resignation or cessation of office of the officer designated as contact person, such incident shall be reported to the Commission within thirty (30) calendar days from the occurrence thereof with information and complete contact details of the new contact person designated.

2: All Boxes must be properly and completely filled-up. Failure to do so shall cause to delay in updating the corporation's records with the Commission and/or non-receipt of Notice of Deficiencies. Further, non-recepient of Notice of Deficiencies shall not excuse the corporation from liability for its deficiencies.

GLOBAL-ESTATE RESORTS, INC.

16th Floor, Alliance Global Tower, 36th St. cor. 11th Ave. Uptown Bonifacio Taguig City 1634 Philippines
Telephone No. 328-4374

STATEMENT OF MANAGEMENT'S RESPONSIBILITY FOR FINANCIAL STATEMENTS

The management of **Global-Estate Resorts, Inc** is responsible for the preparation and fair presentation of the financial statements, including the schedules attached therein, for the years ended December 31, 2020, 2019 and 2018 in accordance with the prescribed financial reporting framework indicated therein, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the company or to cease operations, or has no realistic alternative to do so.

The Board of Directors is responsible for overseeing group's financial reporting process.

The Board of Directors reviews and approves the financial statements, including the schedules attached therein, and submits the same to the stockholders.

Punongbayan & Araullo, the independent auditors appointed by the stockholders, has audited the financial statements of the group in accordance with Philippine Standards on Auditing, and in their report to the stockholders, have expressed their opinion on the fairness of presentation upon completion of such audit.

Andrew L. Tan
Chairman of the Board

Monica T. Salomon
President

Lailani V. Villanueva
Chief Finance Officer

Signed this 6TH day of APRIL, 2021

GLOBAL-ESTATE RESORTS, INC.

16th Floor, Alliance Global Tower, 36th St. cor. 11th Ave. Uptown Bonifacio Taguig City 1634 Philippines
Telephone No. 328-4374

SUBSCRIBED AND SWORN to before me this ____ day of APR 1 3 2021 at Taguig City, Philippines, affiant(s) exhibited to me their respective Identification Cards, as follows:

NAMES	**Identification Number**
Andrew L. Tan	TIN 125-960-003-000
Monica T. Solomon	Passport No. P0979017A
Lailani V. Villanueva	Unified Multi-Purpose ID CRN -0002-
1985165-5	

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Notarial seal on the date and place above written.

CELINE-MARIA B. JANOLO
NOTARY PUBLIC
City of Taguig
Appointment No. 109 (2019-2020)
16th Floor, Alliance Global Tower 4, 36th Street
corner 11th Avenue, Uptown Bonifacio, Taguig City
Attorney's Roll No. 65785
IBP No. 144396 / 01-07-2021 / Batangas Chapter
PTR No. A-5095605 / 01-19-2021 /Taguig City
MCLE Compliance No.VI-0004697
Issued on 05 December 2017

Doc No. 399
Page No. 77
Book No. II
Series of 2021

P&A Grant Thornton

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20th Floor, Tower 1
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Report of Independent Certified Public Accountants to Accompany Income Tax Return

The Board of Directors and Stockholders
Global-Estate Resorts, Inc.
(A Subsidiary of Megaworld Corporation)
16th Floor, Alliance Global Tower
36th Street cor. 11th Avenue
Uptown Bonifacio, Taguig City

We have audited the financial statements of Global-Estate Resorts, Inc. (the Company) for the year ended December 31, 2020, on which we have rendered the attached report dated April 6, 2021.

In compliance with Revenue Regulations V-20, we are stating that no partner of our Firm is related by consanguinity or affinity to the president, manager or principal stockholders of the Company.

PUNONGBAYAN & ARAULLO

By: Renan A. Piamonte
Partner

CPA Reg. No. 0107805
TIN 221-843-037
PTR No. 8533237, January 4, 2021, Makati City
SEC Group A Accreditation
Partner - No. 107805-SEC (until Dec. 31, 2023)
Firm - No. 0002 (until Dec. 31, 2024)
BIR AN 08-002511-037-2019 (until Sept. 4, 2022)
Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

April 6, 2021

Punongbayan & Araullo
20th Floor, Tower 1
The Enterprise Center
6766 Ayala Avenue
1200 Makati City
Philippines

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Report of Independent Auditors

The Board of Directors and Stockholders
Global-Estate Resorts, Inc.
(A Subsidiary of Megaworld Corporation)
16th Floor, Alliance Global Tower
36th Street cor. 11th Avenue
Uptown Bonifacio, Taguig City

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Global-Estate Resorts, Inc. (the Company), which comprise the statements of financial position as at December 31, 2020 and 2019, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for each of the three years in the period ended December 31, 2020, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2020 and 2019, and its financial performance and its cash flows for each of the three years in the period ended December 31, 2020 in accordance with Philippine Financial Reporting Standards (PFRS).

Basis for Opinion

We conducted our audits in accordance with Philippine Standards on Auditing (PSA). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the *Code of Ethics for Professional Accountants in the Philippines* (Code of Ethics) together with the ethical requirements that are relevant to our audits of the financial statements in the Philippines, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of a Matter

We draw attention to Note 1 to the financial statements, which describes management's assessment of the continuing impact on the Company's financial statements of the business disruptions brought about by the COVID-19 pandemic. Our opinion is not modified in respect to this matter.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Company's Securities and Exchange Commission (SEC) Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2020, but does not include the financial statements and our auditors' report thereon. The SEC Form 20-IS, SEC Form 17-A and Annual Report for the year ended December 31, 2020 are expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audits of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audits, or otherwise appears to be materially misstated.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with PFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with PSA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with PSA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplementary information for the year ended December 31, 2020 required by the Bureau of Internal Revenue as disclosed in Note 31 to the financial statements is presented for purposes of additional analysis and is not a required part of the basic financial statements prepared in accordance with PFRS. Such supplementary information is the responsibility of management. The supplementary information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

The engagement partner in the audit resulting in this independent auditor's report is Renan A. Piamonte.

PUNONGBAYAN & ARAULLO

By: Renan A. Piamonte
Partner

CPA Reg. No. 0107805
TIN 221-843-037
PTR No. 8533237, January 4, 2021, Makati City
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Firm's BOA/PRC Cert. of Reg. No. 0002 (until Jul. 24, 2021)

April 6, 2021

GLOBAL-ESTATE RESORTS, INC.
(A Subsidiary of Megaworld Corporation)
STATEMENTS OF FINANCIAL POSITION
DECEMBER 31, 2020 AND 2019
(With Corresponding Figures as of January 1, 2019)
(Amounts in Philippine Pesos)

	Notes	December 31, 2020	December 31, 2019 (As Restated – see Note 2)	January 1, 2019 (As Restated – see Note 2)
A S S E T S				
CURRENT ASSETS				
Cash and cash equivalents	4	**P 1,458,464,450**	P 1,914,039,462	P 1,329,849,615
Trade and other receivables	5	**4,490,630,732**	4,088,568,714	3,289,708,822
Contract assets	16	**789,052,845**	41,173,074	1,678,020,559
Advances to related parties	21	**10,049,094,264**	10,178,253,319	10,528,846,285
Inventories	6	**4,484,861,414**	4,442,671,567	4,374,892,785
Prepayments and other current assets	7	**1,169,432,034**	1,057,883,039	830,795,666
Total Current Assets		**22,441,535,739**	21,722,589,175	22,032,113,732
NON-CURRENT ASSETS				
Trade and other receivables	5	**1,365,518,171**	2,086,089,527	315,395,551
Contract assets	16	**467,150,869**	73,922,650	861,122,158
Advances to joint ventures	8	**189,842,263**	186,680,846	155,879,311
Investments in subsidiaries	9	**11,886,676,670**	11,612,344,852	11,037,549,469
Property and equipment - net	10	**123,687,479**	139,564,571	130,220,612
Right-of-use assets - net	11	**116,304,528**	168,872,252	228,066,600
Investment property - net	12	**1,858,604,007**	1,890,740,633	1,150,928,289
Total Non-current Assets		**16,007,783,987**	16,158,215,331	13,879,161,990
TOTAL ASSETS		**P 38,449,319,726**	P 37,880,804,506	P 35,911,275,722

	Notes	December 31, 2020	December 31, 2019 (As Restated – see Note 2)	January 1, 2019 (As Restated – see Note 2)
LIABILITIES AND EQUITY				
CURRENT LIABILITIES				
Interest-bearing loans	13, 29	**P 1,220,588,240**	P 1,480,769,231	P 1,461,538,462
Trade and other payables	14	**1,308,920,192**	1,529,241,083	1,745,791,441
Contract liabilities	16	**33,214,306**	206,002,907	261,137,161
Customers' deposits	2	**596,505,560**	628,726,363	421,383,895
Advances from related parties	21, 29	**288,503,095**	235,579,818	324,148,328
Lease liabilities	11	**44,722,351**	64,456,834	115,312,953
Income tax payable		**-**	76,371,461	38,214,521
Total Current Liabilities		**3,492,453,744**	4,221,147,697	4,367,526,761
NON-CURRENT LIABILITIES				
Interest-bearing loans	13, 29	**3,176,470,580**	3,000,000,000	2,480,769,231
Contract liabilities	16	**38,985,022**	306,615,065	30,258,339
Customers' deposits	2	**38,391,906**	64,088,947	23,553,835
Retirement benefit obligation	19	**72,964,659**	60,721,137	22,460,370
Deferred tax liabilities - net	20	**1,255,438,661**	941,816,221	948,305,709
Lease liabilities	11	**419,731,034**	429,834,850	494,944,573
Other non-current liabilities	15	**316,677,249**	297,242,540	320,076,650
Total Non-current Liabilities		**5,318,659,111**	5,100,318,760	4,320,368,707
Total Liabilities		**8,811,112,855**	9,321,466,457	8,687,895,468
EQUITY				
Capital stock	22	**10,986,000,000**	10,986,000,000	10,986,000,000
Additional paid-in capital		**4,747,739,274**	4,747,739,274	4,747,739,274
Revaluation reserves		**6,383,241**	5,567,590	38,441,503
Retained earnings		**13,898,084,356**	12,820,031,185	11,451,199,477
Total Equity		**29,638,206,871**	28,559,338,049	27,223,380,254
TOTAL LIABILITIES AND EQUITY		**P 38,449,319,726**	P 37,880,804,506	P 35,911,275,722

See Notes to Financial Statements.

GLOBAL-ESTATE RESORTS, INC.
(A Subsidiary of Megaworld Corporation)
STATEMENTS OF COMPREHENSIVE INCOME
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2020	2019 (As Restated – see Note 2)	2018 (As Restated – see Note 2)
REVENUES				
Real estate sales	16	**P 2,277,166,353**	P 3,178,016,804	P 4,262,388,152
Rental income	12	**151,912,044**	171,962,627	116,500,601
Management and marketing income	8, 21	**285,608,174**	228,287,991	234,600,285
Equity share in net income of subsidiaries	9	**275,678,966**	583,950,210	206,195,041
Finance income	18	**116,154,150**	88,761,947	67,518,582
Commission income	21	**72,352,952**	-	14,267,298
Others	21	**17,911,853**	61,478,198	1,900,895
		3,196,784,492	4,312,457,777	4,903,370,854
COSTS AND EXPENSES				
Cost of real estate sales	17	**939,364,349**	1,459,939,404	1,960,751,972
Cost of rentals	17	**46,708,989**	40,267,051	19,145,785
Other operating expenses	17	**639,951,515**	849,090,124	811,907,202
Finance costs and other charges	18	**154,029,888**	239,620,118	202,839,692
		1,780,054,741	2,588,916,697	2,994,644,651
PROFIT BEFORE TAX		**1,416,729,751**	1,723,541,080	1,908,726,203
TAX EXPENSE	20	**338,676,580**	355,602,325	532,921,005
NET PROFIT		**1,078,053,171**	1,367,938,755	1,375,805,198
OTHER COMPREHENSIVE INCOME (LOSS)				
Items that will not be reclassified subsequently to profit or loss				
Remeasurements of retirement benefit plan	19	**3,089,713**	(32,098,695)	18,796,282
Equity share in other comprehensive income (loss) of subsidiaries	9	**(1,347,148)**	(10,404,827)	8,307,303
Tax income (expense)	20	**(926,914)**	9,629,609	(5,638,885)
		815,651	(32,873,913)	21,464,700
TOTAL COMPREHENSIVE INCOME		**P 1,078,868,822**	P 1,335,064,842	P 1,397,269,898
EARNINGS PER SHARE				
Basic	23	**P 0.098**	P 0.125	P 0.125
Diluted	23	**P 0.095**	P 0.121	P 0.123

See Notes to Financial Statements.

GLOBAL-ESTATE RESORTS, INC.
(A Subsidiary of Megaworld Corporation)
STATEMENTS OF CHANGES IN EQUITY
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Philippine Pesos)

	Capital Stock (See Note 22)	Additional Paid-in Capital (See Note 2)	Revaluation Reserves (See Note 19)	Retained Earnings (See Notes 2 and 22)	Total
Balance at January 1, 2020	P 10,986,000,000	P 4,747,739,274	P 5,567,590	P 12,820,031,185	P 28,559,338,049
Total comprehensive income for the year	-	-	815,651	1,078,053,171	1,078,868,822
Balance at December 31, 2020	**P 10,986,000,000**	**P 4,747,739,274**	**P 6,383,241**	**P 13,898,084,356**	**P 29,638,206,871**
Balance at January 1, 2019					
As previously reported	P 10,986,000,000	P 4,747,739,274	P 16,388,732	P 4,627,241,918	P 20,377,369,924
Effect of change in accounting policy	-	-	22,052,771	6,571,033,399	6,593,086,170
Balance at January 1, 2019 after the effect of change in accounting policy	10,986,000,000	4,747,739,274	38,441,503	11,198,275,317	26,970,456,094
Effect of adoption of PFRS 16	-	-	-	252,924,160	252,924,160
As restated	10,986,000,000	4,747,739,274	38,441,503	11,451,199,477	27,223,380,254
Share-based employee compensation	-	-	-	892,953	892,953
Total comprehensive income (loss) for the year	-	-	(32,873,913)	1,367,938,755	1,335,064,842
Balance at December 31, 2019	P 10,986,000,000	P 4,747,739,274	P 5,567,590	P 12,820,031,185	P 28,559,338,049
Balance at January 1, 2018					
As previously reported	P 10,986,000,000	P 4,747,739,274	P 3,231,335	P 3,454,324,603	P 19,191,295,212
Effect of change in accounting policy	-	-	13,745,468	6,364,838,358	6,378,583,826
As restated	10,986,000,000	4,747,739,274	16,976,803	9,819,162,961	25,569,879,038
Share-based employee compensation	-	-	-	3,307,158	3,307,158
Total comprehensive income for the year	-	-	21,464,700	1,375,805,198	1,397,269,898
Balance at December 31, 2018	P 10,986,000,000	P 4,747,739,274	P 38,441,503	P 11,198,275,317	P 26,970,456,094

See Notes to Financial Statements.

GLOBAL-ESTATE RESORTS, INC.
(A Subsidiary of Megaworld Corporation)
STATEMENTS OF CASH FLOWS
FOR THE YEARS ENDED DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Philippine Pesos)

	Notes	2020	2019 (As Restated – see Note 2)	2018 (As Restated – see Note 2)
CASH FLOWS FROM OPERATING ACTIVITIES				
Profit before tax		**P 1,416,729,751**	P 1,723,541,080	P 1,908,726,203
Adjustments for:				
Equity share in net income of subsidiaries	9	**(275,678,966)**	(583,950,210)	(206,195,041)
Interest expense	18	**124,276,029**	193,800,953	146,547,499
Depreciation and amortization	17	**146,306,315**	137,454,233	47,202,781
Interest income	18	**(116,154,150)**	(88,761,947)	(65,462,893)
Impairment losses	21	**22,335,173**	29,626,373	49,808,363
Unrealized foreign exchange losses (gains)	18	**5,370,850**	3,055,197	(2,055,689)
Loss on pretermination of lease	11	**2,710,438**	-	-
Dividend income	9	**-**	(50,000,000)	(1,900,895)
Share-based employee compensation	19, 22	**-**	892,953	3,307,158
Operating profit before working capital changes		**1,325,895,440**	1,365,658,632	1,879,977,486
Decrease (increase) in trade and other receivables		**378,958,454**	(2,524,518,337)	(951,022,355)
Decrease (increase) in contract assets		**(1,141,107,990)**	2,424,046,993	(780,265,713)
Decrease (increase) in inventories		**(56,592,424)**	(770,691,499)	187,575,345
Increase in prepayments and other current assets		**(213,189,734)**	(588,337,119)	(175,023,565)
Increase in advances to joint venture		**(3,161,417)**	(30,801,535)	(63,100,583)
Increase (decrease) in trade and other payables		**(148,383,538)**	(132,015,978)	674,357,169
Increase (decrease) in contract liabilities		**(440,418,644)**	221,222,472	67,850,434
Increase (decrease) in customers' deposits		**(57,917,844)**	247,877,580	(116,298,259)
Increase in retirement benefit obligation		**12,272,890**	4,129,409	5,485,474
Increase (decrease) in other non-current liabilities		**19,434,709**	(24,370,379)	6,506,693
Cash generated from (used in) operations		**(324,210,098)**	192,200,239	736,042,126
Cash paid for income taxes		**(76,371,461)**	(58,141,275)	(105,085,757)
Net Cash From (Used in) Operating Activities		**(400,581,559)**	134,058,964	630,956,369
CASH FLOWS FROM INVESTING ACTIVITIES				
Collections of advances to related parties	21	**183,703,318**	444,527,780	38,041,955
Advances granted to related parties	21	**(76,879,436)**	(123,561,187)	(424,601,170)
Interest received		**55,705,034**	45,262,684	45,374,912
Acquisitions of property and equipment	10	**(22,235,946)**	(47,336,794)	(45,776,275)
Acquisitions of investment property	12	**(169,786)**	(77,166,676)	(284,516,709)
Dividends received	9	**-**	50,000,000	1,900,895
Acquisition of a new subsidiary	9	**-**	(1,250,000)	(187,500)
Proceeds from disposal of property and equipment	10	**-**	-	14,256
Net Cash From (Used in) Investing Activities		**140,123,184**	290,475,807	(669,749,636)
Balance brought forward		**(P 260,458,375)**	P 424,534,771	(P 38,793,267)

	Notes	2020	2019 (As Restated – see Note 2)	2018 (As Restated – see Note 2)
Balance carried forward		**(P 260,458,375)**	P 424,534,771	(P 38,793,267)
CASH FLOWS FROM FINANCING ACTIVITIES				
Repayments of interest-bearing loans	29	**(1,583,710,411)**	(1,461,538,462)	(961,538,461)
Proceeds from interest-bearing loans	13, 29	**1,500,000,000**	2,000,000,000	-
Repayments of lease liabilities	11	**(61,081,162)**	(115,965,842)	-
Advances obtained from related parties	21	**44,410,175**	5,731,148	103,005,496
Interest paid		**(89,290,289)**	(163,128,581)	(127,191,489)
Repayments of advances from related parties	21	**(74,100)**	(102,387,990)	(5,204,701)
Net Cash From (Used in) Financing Activities		**(189,745,787)**	162,710,273	(990,929,155)
Effects of Exchange Rates Changes on Cash and Cash Equivalents		**(5,370,850)**	(3,055,197)	2,055,689
NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS		**(455,575,012)**	584,189,847	(1,027,666,733)
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		**1,914,039,462**	1,329,849,615	2,357,516,348
CASH AND CASH EQUIVALENTS AT END OF YEAR		**P 1,458,464,450**	P 1,914,039,462	P 1,329,849,615

Supplemental Information on Non-cash Investing and Financing Activities:

1) In the normal course of business, the Company enters into non-cash transactions such as exchanges or purchases on account of real estate and other assets. Other non-cash transactions include transfers of property from Inventories or Investment Property as the property goes through its various stages of development (see Note 2). These non-cash activities are not reflected in the statements of cash flows.

2) In 2020, the Company recognized right-of-use assets and lease liabilities amounting to P90.0 million and P84.1 million, respectively. In 2019, the Company recognized right-of-use assets and lease liabilities amounting to P228.1 million and P610.3 million, respectively (see Notes 11 and 29) .

See Notes to Financial Statements.

GLOBAL-ESTATE RESORTS, INC.
(A Subsidiary of Megaworld Corporation)
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2020, 2019 AND 2018
(Amounts in Philippine Pesos)

1. CORPORATE INFORMATION

Global-Estate Resorts, Inc. (the Company or GERI) was incorporated in the Philippines on May 18, 1994. It is primarily engaged in the development of integrated tourism and leisure estates, and integrated lifestyle communities with residential, retail, hotel and/or leisure components. The Company also engages in land acquisitions and maintains an inventory of raw land for future development.

On December 2, 2020, the Company's Board of Directors (BOD) approved the change of the Company's registered office address from 16th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City to 9th floor Eastwood Global Plaza Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City. As of the date of approval for issuance of the financial statements, the approval of the Company's application for transfer of registered principal office to Philippine Securities and Exchange Commission (SEC) is still pending. Moreover, the Company is in the process of submitting its application for the transfer of registered principal office with the Bureau of Internal Revenue (BIR).

The Company is a subsidiary of Megaworld Corporation (Megaworld or the parent company) with an ownership interest of 82.31%. Megaworld is 67.00% owned by Alliance Global Group, Inc. (AGI), the Company's ultimate parent company.

Megaworld was incorporated in the Philippines primarily to engage in the development of large scale, mixed-use planned communities or townships that integrate residential, commercial, leisure and entertainment components. Megaworld is presently engaged in property-related activities such as product design, construction and property management. Megaworld's real estate portfolio includes residential condominium units, subdivision lots and townhouses, as well as office projects and retail spaces. The registered office of Megaworld, which is also its principal place of business, is located at the 30th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City.

AGI is a holding company with diversified investments in real estate, food and beverage, manufacturing, quick service restaurants, and tourism-oriented businesses. AGI's registered office, which is also its primary place of business, is located at the 7th Floor, 1880 Eastwood Avenue, Eastwood City CyberPark, 188 E. Rodriguez Jr. Avenue, Bagumbayan, Quezon City.

The shares of stock of the Company, Megaworld and AGI are listed at the Philippine Stock Exchange.

1.1 Company's Subsidiaries and Associates

The Company holds interests in the following subsidiaries and associates as of December 31, 2020, 2019 and 2018:

Subsidiaries/Associates	Explanatory Notes	Percentage of Ownership **2020**	2019	2018
Subsidiaries:				
Global-Estate Properties, Inc. (GEPI)		**100%**	100%	100%
Aklan Holdings Inc. (AHI)	(a)	**100%**	100%	100%
Blu Sky Airways, Inc. (BSAI)	(a)	**100%**	100%	100%
Fil-Estate Subic Development Corp. (FESDC)	(a)	**100%**	100%	100%
Fil-Power Construction Equipment Leasing Corp. (FPCELC)	(a)	**100%**	100%	100%
Golden Sun Airways, Inc. (GSAI)	(a)	**100%**	100%	100%
La Compaña De Sta. Barbara, Inc. (LCSBI)	(a)	**100%**	100%	100%
MCX Corporation (MCX)	(a)	**100%**	100%	100%
Pioneer L-5 Realty Corp. (PLRC)	(a)	**100%**	100%	100%
Prime Airways, Inc. (PAI)	(a)	**100%**	100%	100%
Sto. Domingo Place Development Corp. (SDPDC)	(a)	**100%**	100%	100%
Fil-Power Concrete Blocks Corp. (FPCBC)	(a)	**100%**	100%	100%
Fil-Estate Industrial Park, Inc. (FEIPI)	(a)	**79%**	79%	79%
Sherwood Hills Development Inc. (SHDI)	(a)	**55%**	55%	55%
Global-Estate Golf and Development, Inc. (GEGDI)		**100%**	100%	100%
Golforce, Inc. (Golforce)	(b)	**100%**	100%	100%
Southwoods Ecocentrum Corp. (SWEC)	(b)	**60%**	60%	60%
Philippine Aquatic Leisure Corp. (PALC)	(c)	**60%**	60%	60%
Fil-Estate Urban Development Corp. (FEUDC)		**100%**	100%	100%
Novo Sierra Holdings Corp. (NSHC)		**100%**	100%	100%
Elite Communities Property Services, Inc. (ECPSI)	(d)	**100%**	100%	100%
Savoy Hotel Boracay, Inc. (SHB)	(e)	**100%**	100%	-
Belmont Hotel Boracay, Inc. (BHB)	(e)	**100%**	100%	-
Megaworld Global-Estate, Inc. (MGEI)	(f)	**60%**	60%	60%
Twin Lakes Corp. (TLC)		**51%**	51%	51%
Twin Lakes Hotel, Inc. (TLHI)	(g)	**51%**	51%	51%
Oceanfront Properties, Inc. (OPI)		**50%**	50%	50%
Global Homes and Communities, Inc. (GHCI)		**100%**	100%	100%
Southwoods Mall, Inc. (SMI)		**51%**	51%	51%
Associates:				
Fil-Estate Network, Inc. (FENI)		**20%**	20%	20%
Fil-Estate Sales, Inc. (FESI)		**20%**	20%	20%
Fil-Estate Realty and Sales Associates Inc. (FERSAI)		**20%**	20%	20%
Nasugbu Properties, Inc. (NPI)	(h)	**14%**	14%	14%
Boracay Newcoast Hotel Group, Inc. (BNHGI)	(h, i)	-	-	15%

Non-controlling interests (NCI) in 2020, 2019 and 2018 represent the interests not held by the Group in FEIPI, SHDI, SWEC, PALC, MGEI, TLC, TLHI, OPI and SMI.

All subsidiaries and associates were incorporated in the Philippines, operate within the country, and are engaged in businesses related to the main business of GERI.

Explanatory notes:

(a) Subsidiaries of GEPI; percentage ownership represents effective ownership of GERI.
(b) Subsidiaries of GEGDI; percentage ownership represents effective ownership of GERI.
(c) Subsidiary of SWEC.
(d) Subsidiary acquired in 2018. ECPSI is engaged primarily to manage and administer real estate properties.
(e) Subsidiaries incorporated in 2019. SHB and BHB are engaged primarily to operate and manage resort hotel.
(f) Subsidiary acquired in prior years primarily to market the Group's projects.
(g) A subsidiary of TLC. The Company is incorporated in 2018 to operate Twin Lakes Hotel, one of the real estate projects of TLC.
(h) Associate due to GERI's representation in the respective entities' board of directors.
(i) In 2019, GEPI fully sold its remaining ownership interest in BNHGI.

1.2 Impact of COVID-19 Pandemic on the Company's Business

The COVID-19 pandemic started to become widespread in the Philippines in early March 2020. The measures taken by the government to contain the virus have affected economic conditions and the Company's business operations.

The following are the impact of the COVID-19 pandemic to the Company's businesses:

Real Estate Sales

Real estate sales ended 28% lower due to lower reservations, limited selling activities and restricted construction activities. Other observations are presented below.

- suspension of construction activities during the community quarantine period which slowly resumed as the quarantine protocols are relaxed; and,
- deferment of certain new project launches for 2020 as work stoppage on-site could result in project completion risk.

Lease of Office and Commercial Spaces

Rental income dropped by 12% primarily due to closure of mall and commercial spaces, rent concessions and lower foot traffic upon reopening. Other observable impact are presented below.

- registration of early termination and restructuring of lease contracts;
- temporary mall closures, with the exception of essential establishments, due to various community quarantine measures, resulting in a decline in foot traffic;
- approximately 70% of total leasable area was unable to operate during the community quarantine. Mall operations gradually resumed operations after thereafter; and,
- waiver of rental charges of tenants and retail partners on its mall and commercial centers for a certain period of time.

Based on the above actions and measures taken by management to mitigate the adverse effect of the pandemic, it projects that the Company would continue to report positive results of operations and would remain liquid to meet current obligation as it falls due. Accordingly, management has not determined material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

1.3 Approval of the Financial Statements

The financial statements of the Company as of and for the year ended December 31, 2020 (including the comparative financial statements as of and for the years ended December 31, 2019 and 2018) were authorized for issue by the Company's Board of Directors (BOD) on April 6, 2021.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies applied in the preparation of these financial statements are summarized below and in the succeeding pages. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The financial statements of the Company have been prepared in accordance with Philippine Financial Reporting Standards (PFRS), which include the availment of the financial reporting reliefs issued and approved by the SEC as discussed in Note 2.2(c). PFRS are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board, and approved by the Philippine Board of Accountancy (BOA).

The financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Financial Statements

The financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Company presents all items of income, expenses and other comprehensive income or loss, if any, in a single statement of comprehensive income.

The Company presents a third statement of financial position as at the beginning of the preceding period when it applies an accounting policy retrospectively, or makes a retrospective restatement or reclassification of items that has a material effect on the information in the statement of financial position at the beginning of the preceding period. The related notes to the third statement of financial position are not required to be disclosed.

In 2020, the Company changed its method of accounting for its investments in subsidiaries and associates from the cost to the equity method. The management believes that the equity method helps in disaggregating the subsidiaries' performance that could be useful in making economic decisions to improve the predictability of information. The change in accounting policy was applied retrospectively. Accordingly, a third statement of financial position as of January 1, 2019 was presented.

The effect of the change in accounting policy on the Company's statement of financial position as of December 31, 2019 and January 1, 2019 is presented below and in the succeeding page.

	As of December 31, 2019		
	As Previously Reported	Effect of Change in Accounting Policy	As Restated
Change in non-current assets –			
Investments in subsidiaries and associates	P 4,445,713,299	P 7,166,631,553	P 11,612,344,852
Changes in equity:			
Revaluation reserves	(6,080,354)	11,647,945	5,567,590
Retained earnings	5,665,047,576	7,154,983,609	12,820,031,185

	As of January 1, 2019		
	As Previously Reported	Effect of Change in Accounting Policy	As Restated
Change in non-current assets –			
Investments in subsidiaries and associates	P 4,444,463,299	P 6,593,086,170	P 11,037,549,469
Changes in equity:			
Revaluation reserves	16,388,732	22,052,771	38,441,503
Retained earnings	4,880,166,078	6,571,033,399	11,451,199,477

The effects of prior period adjustments on certain line items in the statement of comprehensive income for the years ended December 31, 2019 and 2018 are summarized as follows:

	As Previously Reported	Effect of Effect of Change in Accounting Policy	As Restated
December 31, 2019			
Changes in profit or loss –			
Equity share in net income of subsidiaries	P -	P 583,950,210	P 583,950,210
Changes in other comprehensive income –			
Equity share in other comprehensive loss of subsidiaries	-	(10,404,827)	(10,404,827)
		P 573,545,383	
December 31, 2018			
Changes in profit or loss-			
Equity share in net income of subsidiaries	P -	P 206,195,041	P 206,195,041
Changes in other comprehensive income –			
Equity share in other comprehensive income of subsidiaries	-	8,307,303	8,307,303
		P 214,502,344	

The effects of prior period adjustments on certain line items under cash flows from operating activities in the statement of cash flows for the years ended December 31, 2019 and 2018 are shown below.

	As Previously Reported	Effect of Effect of Change in Accounting Policy	As Restated
December 31, 2019			
Changes on cash flows from operating activities:			
Profit before tax	P 1,139,590,870	P 583,950,210	P 1,723,541,080
Equity share in in net income or loss in subsidiaries	-	(275,678,966)	(275,678,966)
December 31, 2018			
Changes on cash flows from operating activities:			
Profit before tax	P 1,702,531,162	P 206,195,041	P 1,908,726,203
Equity share in in net income or loss in subsidiaries	-	(206,195,041)	(206,095,041)

Moreover in 2020, the Company changed its classification of Day-one losses, previously presented as part of Finance Costs and Other Charges, as a reduction against the Real Estate Sales account. Day-one losses arise from the remeasurement of noninterest-bearing real estate sales (see Note 5). The reclassifications was made retrospectively to conform to the current year presentation and classification of accounts. Accordingly, a third statement of financial position as of January 1, 2019 was presented.

The effect of prior period reclassifications on certain line items on the statements of comprehensive income for the years ended December 31, 2019 and 2018 is presented below.

		As Previously Reported		Effect of Change in Presentation and Classification		As Restated
December 31, 2019						
Changes in revenues– Real estate sales	P	3,288,483,366	(P	110,466,562)	P	3,178,016,804
Changes in costs and expenses – Finance costs and other charges		350,086,680	(	110,466,562)		239,620,118
December 31, 2018						
Changes in revenues– Real estate sales	P	4,301,408,718	(P	39,020,566)	P	4,262,388,152
Changes in costs and expenses – Finance costs and other charges		241,860,258	(	39,020,566)		202,839,692

The reclassification did not have any significant impact on the statements of cash flows for the years ended December 31, 2019 and 2018.

(c) Functional and Presentation Currency

The financial statements are presented in Philippine pesos, the Company's functional and presentation currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the financial statements of the Company are measured using its functional currency. Functional currency is the currency of the primary economic environment in which the Company operates.

2.2 Adoption of New and Amended PFRS

(a) Effective in 2020 that are Relevant to the Company

The Company adopted for the first time the following revision to conceptual framework and amendments to existing standards, which are mandatorily effective for annual periods beginning on or after January 1, 2020:

Conceptual Framework	:	Revised Conceptual Framework for Financial Reporting
PAS 1 and PAS 8 (Amendments)	:	Presentation of Financial Statements and Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material
PFRS 3 (Amendments)	:	Business Combinations – Definition of a Business
PFRS 7 and PFRS 9 (Amendments)	:	Financial Instruments: Disclosures and Financial Instruments – Interest Rate Benchmark Reform

Following are the relevant information about these pronouncements:

(i) *Revised Conceptual Framework for Financial Reporting.* The revised conceptual framework will be used in standard-setting decisions with immediate effect. Key changes include: (a) increasing the prominence of stewardship in the objective of financial reporting, (b) reinstating prudence as a component of neutrality, (c) defining a reporting entity, which may be a legal entity, or a portion of an entity, (d) revising the definitions of an asset and a liability, (e) removing the probability threshold for recognition and adding guidance on derecognition, (f) adding guidance on different measurement basis, and, (g) stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance or faithful representation of the financial statements. The application of the revised conceptual framework had no significant impact on the Company's financial statements.

(ii) PAS 1 (Amendments), *Presentation of Financial Statements* and PAS 8 (Amendments), *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material.* The amendments provide a clearer definition of 'material' in PAS 1 by including the concept of 'obscuring' material information with immaterial information as part of the new definition, and clarifying the assessment threshold (i.e., misstatement of information is material if it could reasonably be expected to influence decisions made by primary users, which consider the characteristic of those users as well as the entity's own circumstances). The definition of material in PAS 8 has been accordingly replaced by reference to the new definition in PAS 1. In addition, amendments have also been made in other standards that contain definition of material or refer to the term 'material' to ensure consistency. The application of these amendments had no significant impact on the Company's financial statements.

(iii) PFRS 3 (Amendments), *Business Combinations – Definition of a Business*. The amended definition of a business requires an acquisition to include an input and a substantive process that together significantly contribute to the ability to create outputs. The definition of the term 'outputs' is amended to focus on goods and services provided to customers, generating investment income and other income, and it excludes returns in the form of lower costs and other economic benefits. Also, the amendments will likely result in more acquisitions being accounted for as asset acquisitions. The application of these amendments had no impact on the Company's financial statements.

(iv) PFRS 7 (Amendments), *Financial Instruments: Disclosures,* and PFRS 9 (Amendments), *Financial Instruments – Interest Rate Benchmark Reform.* The amendments clarify that an entity would continue to apply certain hedge accounting requirements assuming that the interest rate benchmark on which the hedged cash flows and cash flows from the hedging instrument are based will not be altered as a result of interest rate benchmark reform. The application of these amendments had no significant impact on the Company's financial statements.

(b) *Effective Subsequent to 2020 but not Adopted Early*

There are pronouncements effective for annual periods subsequent to 2020, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Company's financial statements:

(i) PFRS 16 (Amendments), *Leases – COVID-19 Related Rent Concessions* (effective from June 30, 2020). The amendments permit lessees, as a practical expedient, not to assess whether particular rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and instead to account for those rent concessions as if they are not lease modifications. The amendments do not affect lessors.

(ii) PFRS 3 (Amendments), *Business Combination – Reference to the Conceptual Framework* (effective from January 1, 2022). The amendments update an outdated reference to the Conceptual Framework in PFRS 3 without significantly changing the requirements in the standard.

(iii) PAS 16 (Amendments), *Property, Plant and Equipment – Proceeds Before Intended Use* (effective from January 1, 2022). The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

(iv) PAS 37 (Amendments), *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract* (effective from January 1, 2022). The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

(v) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective from January 1, 2023). The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

(vi) Annual Improvements to PFRS 2018-2020 Cycle. Among the improvements, the following amendments, which are effective from January 1, 2022, are relevant to the Company:

a. PFRS 9 (Amendments), *Financial Instruments – Fees in the '10 per cent' Test for Derecognition of Liabilities.* The improvements clarify the fees that a company includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.

b. Illustrative Examples Accompanying PFRS 16, *Leases – Lease Incentives*. The improvements merely remove potential for confusion regarding lease incentives.

(vii) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective from January 1, 2023). The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

(viii) PFRS 10 (Amendments), *Consolidated Financial Statements,* and PAS 28 (Amendments), *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture* (effective date deferred indefinitely). The amendments to PFRS 10 require full recognition in the investor's financial statements of gains or losses arising on the sale or contribution of assets that constitute a business as defined in PFRS 3 between an investor and its associate or joint venture. Accordingly, the partial recognition of gains or losses (i.e., to the extent of the unrelated investor's interests in an associate or joint venture) only applies to those sale of contribution of assets that do not constitute a business. Corresponding amendments have been made to PAS 28 to reflect these changes. In addition, PAS 28 has been amended to clarify that when determining whether assets that are sold or contributed constitute a business, an entity shall consider whether the sale or contribution of those assets is part of multiple arrangements that should be accounted for as a single transaction.

(c) SEC Financial Reporting Reliefs Availed by the Company

The Company has availed of several financial reporting reliefs granted by the SEC under Memorandum Circular (MC) No. 14-2018, *Philippine Interpretation Committee Question and Answer (PIC Q&A) No. 2018-12 Implementation Issues Affecting Real Estate Industry*, MC No. 3-2019, *PIC Q&A Nos. 2018-12-H and 2018-14*, and MC No. 4-2020, *Deferment of the Implementation of IFRS Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Costs) for Real Estate Industry*, relating to several implementation issues of PFRS 15, *Revenue from Contracts with Customers*, affecting the real estate industry. These MCs deferred the implementation of the relevant accounting pronouncements until December 31, 2020.

In December 2020, the SEC issued MC 34-2020, *Deferral of PIC Q&A No. 2018-12 and IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry*, providing another relief by further deferring until December 2023 the implementation of certain issues under MC No. 14-2018 and MC No. 4-2020. The additional relief is effective January 1, 2021.

Discussed below and in the succeeding pages are the financial reporting reliefs availed of by the Company, including the descriptions of the implementation issues and their qualitative impacts to the financial statements. The Company opted to avail the reliefs until the end of the deferment period as provided under the relevant MC.

Relief	Description and Implication	Deferral period
IFRIC Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry	The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition (i.e., the developer intends to sell the partially constructed units as soon as it finds suitable customers and, on signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer). Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories. Had the Company elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements: (i) finance costs and other charges would have been higher; (ii) cost of real estate inventories would have been lower; (iii) total comprehensive income would have been lower; (iv) retained earnings would have been lower; and, (v) the carrying amount of inventories would have been lower.	Originally until December 31, 2020 under MC No. 4-2020; further deferred until December 31, 2023 under MC No. 34-2020

Relief	Description and Implication	Deferral period
PIC Q&A No. 2018-12-D, *Concept of the significant financing component in the contract to sell*	PFRS 15 requires that in determining the transaction price, an entity shall adjust the promised amount of consideration for the effects of the time value of money if the timing of payments agreed to by the parties to the contract (either explicitly or implicitly) provides the customer or the entity with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component. Had the Company elected not to defer this provision of the standard, it would have an impact in the financial statement as there would have been a significant financing component when there is a difference between the percentage of completion (POC) of the real estate project and the right to the consideration based on the payment schedule stated in the contract. The Company would have recognized an interest income when the POC of the real estate project is greater than the right to the consideration and interest expense when lesser. Both interest income and expense would be calculated using the effective interest rate method. These would have affected the retained earnings, real estate sales, and profit or loss in 2020 and 2019.	Originally until December 31, 2020 under MC No. 4-2020; further deferred until December 31, 2023 under MC No. 34-2020

The SEC Memorandum Circulars also provided the required disclosures in the notes to the financial statements should an entity decide to avail of any relief, which include the following:

- the accounting policies applied;
- a discussion of the deferral of the subject implementation issues in the PIC Q&A;
- a qualitative discussion of the impact on the financial statements had the concerned application guidelines in the PIC Q&A been adopted; and,
- the corresponding required quantitative disclosures should any of the deferral options result into a change in accounting policy.

As prescribed by SEC MC No. 34-2020, for financial reporting periods beginning on or after January 1, 2021, the availment of the above deferrals will impact the Group's financial reporting during the period of deferral as follows:

- The financial statements are not considered to be in accordance with PFRS and should specify in the "Basis of Preparation of the Financial Statements" section of the financial statements that the accounting framework is PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic; and,

- The auditor's report shall reflect in the opinion paragraph that the financial statements are prepared in accordance with PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC. In addition, the external auditor shall include an Emphasis of Matter paragraph in the auditor's report to draw attention to the basis of accounting that has been used in the preparation of the financial statements.

(d) PIC Q&As Relevant to the Real Estate Industry

In 2020, the PIC has issued four PIC Q&As which are relevant to the real estate industry.

- PIC Q&A No. 2020-02, *Conclusion on PIC Q&A No. 2018-12-E: On the Treatment of Materials Delivered on Site but not yet Installed in Measuring the Progress of the Performance Obligation*

  In recognizing revenue using a cost-based input method, the cost incurred for customized materials not yet installed are to be included in the measurement of progress to properly capture the efforts expended by the Company in completing its performance obligation. In the case of uninstalled materials that are not customized, since the Company is not involved in their design and manufacture, revenue should only be recognized upon installation or use in construction. The adoption of this PIC Q&A will be consistent with PIC Q&A 2018-12-E as discussed in Note 2.2(c).

- PIC Q&A No. 2020-03, *Conclusion on PIC Q&A No. 2018-12-D: On the Accounting Treatment for the Difference when the POC is Ahead of the Buyer's Payment*

  The difference when the POC is ahead of the buyer's payment can be accounted for either as a contract asset or receivable. The PIC has concluded that both views are acceptable as long as this is consistently applied in transactions of the same nature. The Company intends to continue its current treatment of accounting for the difference when the POC is ahead of the buyer's payment as a contract asset.

- PIC Q&A No. 2020-04, *Addendum to PIC Q&A 2018-12-D: Significant Financing Component Arising from Mismatch between the Percentage of Completion and Schedule of Payments*

  There is no significant financing component if the difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance to either the customer or the entity, and the difference between those amounts is proportional to the reason for the difference. Further, the Company do not need to adjust the promised amount of consideration for the effects of a significant financing component if the entity expects, at contract inception that the timing difference of the receipt of full payment of the contract price and that of the completion of the project, are expected within one year and significant financing component is not expected to be significant. The adoption of this PIC Q&A will be consistent with PIC Q&A 2018-12-D.

- PIC Q&A No. 2020-05, *Accounting for Cancellation of Real Estate Sales* (PIC *Q&A No. 2020-05 will supersede PIC Q&A No. 2018-14)*

  There are three acceptable approaches in accounting for sales cancellation and repossession of the property as follows:

  - repossessed property is recognized at fair value less cost to repossess;
  - repossessed property is recognized at fair value plus repossession cost; or,
  - cancellation is accounted for as a modification of the contract.

  The Company accounts for cancellation of sales contract as modification of contract, hence, the adoption of this PIC Q&A will not have significant impact in the financial statements of the Company.

2.3 Separate Financial Statements, Investments in Subsidiaries and Associates and Interests in Joint Operations

These financial statements are prepared as the Company's separate financial statements. The Company also prepares consolidated financial statements which comprise the financial statements of the Company and its subsidiaries.

Subsidiaries are entities (including structured entities) over which the Company has control. The Company controls an entity when (i) it has power over the entity, (ii) it is exposed, or has rights to, variable returns from its involvement with the entity, and, (iii) it has the ability to affect those returns through its power over the entity.

The Company reassesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of controls indicated above.

Associates are those entities over which the Company is able to exert significant influence but which are neither subsidiaries nor interests in a joint arrangement.

In 2020, the Company changed its accounting for its investments in subsidiaries and associates from cost, less any impairment loss, to equity method which was applied retrospectively [see Note 2.1(b)]. Under the equity method, investments are initially recognized at cost. All subsequent changes to the ownership interest in the subsidiaries and associates are recognized in the Company's carrying amount of the investments. Changes resulting from the profit or loss generated by the subsidiaries and associates are credited or charged against the Equity Share in Net Income of Subsidiaries account in the statement of comprehensive income.

Impairment loss is provided when there is objective evidence that the investment in an associate will not be recovered.

Changes resulting from other comprehensive income transactions of the subsidiaries and associate or items recognized directly in the subsidiaries' or associate's equity are recognized in other comprehensive income or equity of the Company, as applicable. However, when the Company's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Company does not recognize further losses, unless it has incurred obligations or made payments on behalf of the associate. If the associate subsequently reports profits, the investor resumes recognizing its share of those profits only after its share of the profits exceeds the accumulated share of losses that has previously not been recognized.

Distributions received from the associates are accounted for as a reduction of the carrying value of the investment.

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. A joint control arises from a contractually agreed sharing of control in an arrangement, which exist only when decisions about the relevant activities require unanimous consent of the parties sharing control. For interests in joint operations, the Company recognized in its financial statements its assets including its share of any assets held jointly; its liabilities including its share of any liabilities incurred jointly; its revenue from sale of its share of the output arising from the joint operation; its expenses including its share of any expenses incurred jointly; and its share in the income from the sale of goods or services by the joint operation. The amounts of these related accounts are presented as part of the regular asset and liability accounts and income and expense accounts of the Company and are measured and recognized in accordance with the relevant financial reporting standards.

2.4 Financial Assets

Financial assets are recognized when the company becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation*. All other non-derivative financial instruments are treated as debt instruments.

(a) Classification and Measurement of Financial Assets

The classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The classification and measurement of financial assets currently applicable to the Company is financial assets at amortized cost.

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Company's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,

- the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with PFRS 15, all financial assets meeting these criteria are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less allowance for expected credit loss (ECL).

The Company's financial assets at amortized cost are presented in the statement of financial position as Cash and Cash Equivalents, Trade and Other Receivables (except for Value Added Tax (VAT) on contracts with customers, Advances to landowners and Advances to officers and employees), Advances to Joint Ventures, Advances to Related Parties and Refundable deposits (included as part of Prepayments under Prepayments and Other Current Assets).

Financial assets measured at amortized cost are included in current assets, except for those with maturities greater than 12 months after the end of reporting period, which are classified as non-current assets.

For purposes of cash flows reporting and presentation, cash and cash equivalents comprise accounts with original maturities of three months or less, including cash. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Interest income is calculated by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired. For credit-impaired financial assets at amortized cost, the effective interest rate is applied to the net carrying amount of the financial assets (after deduction of the loss allowance). The interest earned is recognized in the statement of comprehensive income as part of Finance Income.

(b) Impairment of Financial Assets

At the end of the reporting period, the Company assesses and recognizes allowance for ECL on its financial assets measured at amortized cost. The measurement of ECL involves consideration of broader range of information that is available without undue cost or effort at the reporting date about past events, current conditions, and reasonable and supportable forecasts of future economic conditions (i.e., forward-looking information) that may affect the collectability of the future cash flows of the financial assets. Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instruments evaluated based on a range of possible outcome.

The Company applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade and other receivables, contract assets with significant financing component, and other financial assets carried at amortized cost. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL, the Company uses its historical experience, external indicators and forward-looking information to calculate the ECL using a provision matrix. The Company also assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due [see Note 25.2(b)].

The Company applies a general approach specifically, in relation to advances to related parties. The maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Company's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Company cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of advances to related parties can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

For other financial assets at amortized cost, ECLs are recognized in two stages. 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).

The key elements used in the calculation of ECL are as follows:

- *Probability of Default* – It is an estimate of likelihood of a counterparty defaulting at its financial obligations over a given time horizon, either over the next 12 months or the remaining lifetime of the obligation.

- *Loss Given Default* – It is an estimate of loss arising in case where a default occurs at a given time. It is based on the difference between the contractual cash flows of a financial instrument due from a counterparty and those that the Company would expect to receive, including the realization of any collateral or effect of any credit enhancement.

- *Exposure at Default* – It represents the gross carrying amount of the financial instruments in the event of default which pertains to its amortized cost.

The Company recognizes an impairment loss in profit of loss for all financial assets subjected to impairment assessment with a corresponding adjustment to their carrying amount through a loss allowance account.

(c) Derecognition of Financial Assets

The financial assets (or where applicable, a part of a financial asset or part of a group of financial assets) are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.5 Inventories

Cost of real estate inventories includes acquisition costs of raw land intended for future development, including other costs and expenses incurred to effect the transfer of the property to the Company; related property development costs; and, borrowing costs on certain loans incurred during the development of the real estate properties are also capitalized by the Company (see Note 2.18). All costs relating to the real estate property sold are recognized as expense as the work to which they relate is performed.

Costs of real estate inventories are assigned using specific identification of their individual costs. These properties and projects are valued at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs to complete and the estimated costs necessary to make the sale.

The Company recognizes the effect of revisions in the total project cost estimates in the year in which these changes become known. Any impairment loss from a real estate inventory is charged to operations during the period in which the loss is determined.

Repossessed property arising from sales cancellation is recognized at cost. The difference between the carrying amount of the receivable or Contract Asset to be derecognized and the cost of the repossessed property is recognized in the statement of comprehensive income.

2.6 Prepayments and Other Assets

Prepayments and other assets pertain to other resources controlled by the Company as a result of past events. They are recognized in the financial statements when it is probable that the future economic benefits will flow to the Company and the asset has a cost or value that can be measured reliably.

Advances to contractors pertain to advance payments made by the Company for the construction of real estate properties intended for sale (i.e. held as inventory) and investment properties. This is classified as current asset if it will be applied as payments for construction of assets to be classified as inventories. Otherwise, this we be classified as non-current asset.

Other recognized assets of similar nature, where future economic benefits are expected to flow to the Company beyond one year after the end of the reporting period or in the normal operating cycle of the business, if longer, are classified as non-current assets, if any.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.15).

2.7 Property and Equipment

Property and equipment are stated at cost less accumulated depreciation, amortization and impairment losses, if any.

The cost of an asset comprises its purchase price and directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized; while expenditures for repairs and maintenance are charged to expense as incurred.

Depreciation and amortization is computed on the straight-line basis over the estimated useful lives of the assets as follows:

Office improvements	10 years
Transportation equipment	5 years
Office furniture and equipment	3-5 years

The residual values, estimated useful lives and method of depreciation of property and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period.

Fully depreciated and amortized assets are retained in the accounts until they are no longer in use and no further charge for depreciation and amortization is made in respect of those assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.15).

An item of property and equipment, including the related accumulated depreciation, amortization and impairment losses, is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. 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 item) is included in the profit or loss in `the period the item is derecognized.

2.8 Investment Property

Investment property consists of parcels of land and buildings held for lease. Buildings are carried at cost less accumulated depreciation and any impairment losses. Land is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and any directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized; expenditures for repairs and maintenance are charged to expense as incurred.

Depreciation for the building and improvements is computed on a straight-line basis over the estimated useful life of 50 years.

The residual values, estimated useful lives and method of depreciation of investment property are reviewed and adjusted, if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its recoverable amount (see Note 2.15).

Transfers from other accounts (such as property and equipment or real estate inventory) are made to investment property when and only when, there is a change in use, evidenced by ending of owner-occupation or commencement of an operating lease to another party, while transfers from investment property are made when, and only when, there is a change in use, evidenced by commencement of the owner-occupation or commencement of development with a view to sell.

For a transfer from investment property to owner-occupied property or inventories, the cost of property for subsequent accounting is its carrying value at the date of change in use.

If an owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under Property and Equipment account up to the date of change in use (see Note 2.7).

Investment property is derecognized upon disposal or when permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognized in the statement of comprehensive income in the year of retirement or disposal.

2.9 Financial Liabilities

Financial liabilities, which include Interest-bearing Loans, Trade and Other Payables (except tax-related liabilities), Advances from Related Parties, Lease Liabilities and Retention payable (presented under Other Non-current Liabilities account), are recognized when the Company becomes a party to the contractual agreements of the instrument. All interest-related charges incurred on financial liabilities are recognized as an expense under the Finance Costs and Other Charges in the statement of comprehensive income.

Interest-bearing loans are raised for support of long-term funding of operations. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are charged to profit or loss, except for capitalized borrowing cost, on an accrual basis using the effective interest method and are added to the carrying amount of the instrument to the extent that these are not settled in the period in which they arise.

Dividend distributions to shareholders, if any, are recognized as financial liabilities when the dividends are approved by the BOD.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the reporting period (or in normal operating cycle of the business, if longer), or the Company does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Otherwise, these are presented as non-current liabilities.

Financial liabilities are derecognized from the statement of financial position only when the obligations are extinguished either through discharge, cancellation or expiration. The difference between the carrying amount of the financial liability derecognized and the consideration paid or payable is recognized in profit or loss.

2.10 Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the resulting net amount, considered as a single financial asset or financial liability, is reported in the statement of financial position when the Company currently has legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The right of set-off must be available at the end of the reporting period, that is, it is not contingent on future event. It must also be enforceable in the normal course of business, in the event of default, and in the event of insolvency or bankruptcy; and, must be legally enforceable for both entity and all counterparties to the financial instruments.

2.11 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive obligation that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the end of the reporting period, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. When time value of money is material, long-term provisions are discounted to their present values using a pretax rate that reflects market assessments and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

In those cases where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the financial statements. Similarly, possible inflows of economic benefits to the Company that do not yet meet the recognition criteria of an asset are considered contingent assets, hence, are not recognized in the financial statements. On the other hand, any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

2.12 Revenue and Expense Recognition

Revenue comprises revenue from sale of real properties, leasing activities, management and marketing income, interest income and dividends. The Company's leasing activities are accounted for under PFRS 16 (see Note 2.13).

To determine whether to recognize revenue, the Company follows a five-step process:

1. Identifying the contract with a customer;
2. Identifying the performance obligation;
3. Determining the transaction price;
4. Allocating the transaction price to the performance obligations; and,
5. Recognizing revenue when/as performance obligations are satisfied.

The Company determines whether a contract with customer exists by evaluating whether the following gating criteria are present:

a. the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
b. each party's rights regarding the goods or services to be transferred or performed can be identified;
c. the payment terms for the goods or services to be transferred or performed can be identified;
d. the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
e. collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Company satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

- the customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs;
- the Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
- the Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date.

The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control of the goods or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied.

The Company develops real properties such as developed land, house and lot, and condominium units. The Company often enters into contracts to sell real properties as they are being developed. The significant judgment used in determining the timing of satisfaction of the Company's performance obligation with respect to its contracts to sell real properties is disclosed in Note 3.1(b). Sales cancellations are accounted for on the year of forfeiture. Any gain or loss on cancellation is charged to profit or loss.

In addition, the following specific recognition criteria must also be met before revenue is recognized:

(a) *Real estate sales on pre-completed real estate properties* – Revenue from real estate sales is recognized over time proportionate to the progress of the development. The Company measures its progress based on actual costs incurred relative to the total expected costs to be incurred in completing the development. Revenue recognized from real estate sales is presented as part of Real Estate Sales in the statement of comprehensive income.

(b) *Real estate sales on completed real estate properties* – Revenue from real estate sales is recognized at point in time when the control over the real estate property is transferred to the buyer. Revenue recognized from real estate sales is presented as part of Real Estate Sales in the statement of comprehensive income.

For tax reporting purposes, a modified basis of computing the taxable income for the year based on collections from real estate sales is used by the Company.

(b) *Management and marketing income* – recognized over time in the same amount to which the entity has the right of invoice to the customer. Any amounts remaining unbilled at the end of the reporting period are presented in the statement of financial position as receivables as only the passage of time is required before payment of these amounts will be due.

Incremental costs of obtaining a contract to sell real property to customers are recognized as part of Prepayments and Other Current Assets and is subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized. Costs and expenses (other than costs of real estate sold) are recognized in profit or loss upon utilization of the services or goods or at the date they are incurred. All finance costs are reported in profit or loss on an accrual basis, except capitalized borrowing costs which are included as part of the cost of the related qualifying asset (see Note 2.18).

Contract assets pertain to rights to consideration in exchange for goods or services that the Company has transferred to a customer that is conditioned on something other than passage of time. Under its contracts with customers, the Company will receive an unconditional right to payment for the total consideration upon the completion of the development of the property sold. Any right to consideration recognized by the Company as it develops the property are presented as Contract Assets in the statement of financial position. Contract assets are subsequently tested for impairment in the same manner as the Company assesses impairment of its financial assets [see Note 2.4(b)].

Any consideration received by the Company in excess of the amount for which the Company is entitled is presented as Contract Liabilities in the statement of financial position. A contract liability is the Company's obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer.

If the transaction does not yet qualify as sale, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of sale, payments received from buyers are presented under the Customers' Deposits account in the liabilities section of the statement of financial position.

2.13 Operating Leases

The Company accounts for its leases as follows:

(a) Company as Lessee

For any new contracts entered into, the Company considers whether a contract is, or contains, a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition, the Company assesses whether the contract meets three key evaluations enumerated below which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company;

- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and,

- the Company has the right to direct the use of the identified asset throughout the period of use. The Company assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Company recognizes a right-of-use asset and a lease liability in the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received). Subsequently, the Company depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist (see Note 2.15).

On the other hand, the Company measures the lease liability at the present value of the lease payments unpaid at the commencement date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company's incremental borrowing rate. Lease payments include fixed payments (including in-substance fixed) less lease incentives receivable, if any, variable lease payments based on an index or rate, amounts expected to be payable under a residual value guarantee, and payments arising from options (either renewal or termination) reasonably certain to be exercised. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Company has elected to account for short-term leases using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in profit or loss on a straight-line basis over the lease term.

On the statement of financial position, right-of-use assets and lease liabilities have been presented separately from property and equipment and other liabilities, respectively.

(b) *Company as Lessor*

Leases wherein the Company substantially transfers to the lessee all risks and benefits incidental to ownership of the leased item are classified as finance leases and are presented as receivable at an amount equal to the Company's net investment in the lease. Finance income is recognized based on the pattern reflecting a constant periodic rate of return on the Company's net investment outstanding in respect of the finance lease.

Leases which do not transfer to the lessee substantially all the risks and benefits of ownership of the asset are classified as operating leases. Lease income from operating leases is recognized in profit or loss on a straight-line basis over the lease term.

Sublease which was previously classified as operating lease applying PAS 17 but finance lease applying PFRS 16 is accounted as a new finance lease entered into at the date of initial application of PFRS 16. The effect of recognizing the net investment in the sublease is recognized as adjustment to the opening balance of retained earnings.

2.14 Foreign Currency Transactions and Translation

The accounting records of the Company are maintained in Philippine pesos. Foreign currency transactions during the period are translated into the functional currency at exchange rates which approximate those prevailing on transaction dates.

Foreign currency gains and losses resulting from the settlement of such transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the statement of comprehensive income as part of income or loss from operations.

2.15 Impairment of Non-financial Assets

The Company's investments in subsidiaries and associates, property and equipment, investment property, right-of-use assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that the carrying amount of those assets may not be recoverable. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, assets are tested for impairment either individually or at the cash-generating unit level.

Impairment loss is recognized for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each cash-generating unit and determines the suitable interest rate in order to calculate the present value of those cash flows.

The data used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment loss is reversed if the asset's or cash generating unit's recoverable amount exceeds its carrying amount.

2.16 Employee Benefits

The Company's employee benefits are recognized and measured as follows:

(a) Post-employment Defined Benefit Plan

A defined benefit plan is a post-employment plan that defines an amount of post-employment benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of post-employment plan remains with the Company, even if plan assets for funding the defined benefit plan have been acquired. The Company's defined benefit post-employment plan covers all regular full-time employees.

The liability recognized in the statement of financial position for a defined benefit plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of zero coupon government bonds, using the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL), that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related post-employment liability. BVAL provides evaluated prices that are based on market observations from contributed sources.

Remeasurements, comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions and the return on plan assets (excluding amount included in net interest), if any, are reflected immediately in the statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they arise. Net interest is calculated by applying the discount rate at the beginning of the period, unless there is a plan amendment, curtailment or settlement during the reporting period. The calculation also takes into account any changes in the net defined benefit liability or asset during the period as a result of contributions to the plan or benefit payments. Net interest is reported as part of Finance Costs and Other Charges or Finance Income account in the statement of comprehensive income.

Past service costs are recognized immediately in profit or loss in the period of a plan amendment or curtailment.

(b) *Termination Benefits*

Termination benefits are payable when employment is terminated by the Company before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Company recognizes termination benefits at the earlier of when it can no longer withdraw the offer of such benefits and when it recognizes costs for a restructuring that is within the scope of PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(c) *Compensated Absences*

Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of the reporting period. They are included in the Trade and Other Payables account in the statement of financial position at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

2.17 Share-based Employee Remuneration

The Company grants share options to key executive officers eligible under a stock option plan. The services received in exchange for the grant, and the corresponding share options, are valued by reference to the fair value of the equity instruments granted at grant date. This fair value excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions), if any. The share-based remuneration is recognized as an expense in profit or loss with a corresponding credit to retained earnings. The expense is recognized during the vesting period based on the best available estimate of the number of share options expected to vest. The estimate is subsequently revised, if necessary, such that it equals the number of options that ultimately vest on vesting date. No subsequent adjustment is made to expense after vesting date, even if share options are ultimately not exercised.

Upon exercise of the share option, the proceeds received net of any directly attributable transaction costs up to the nominal value of the shares issued are allocated to capital stock with any excess being recorded as additional paid-in capital (APIC).

2.18 Borrowing Costs

For financial reporting purposes, borrowing costs are recognized as expenses in the period in which they are incurred, except to the extent that they are capitalized. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset (i.e., an asset that takes a substantial period of time to get ready for its intended use or sale) are capitalized as part of the Inventories account (see Note 2.5). The capitalization of borrowing costs commences when expenditures for the asset and borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalization ceases when all such activities are substantially complete. For income tax purposes, all interest and other borrowing costs are treated as deductible expenses in the period in which they are incurred.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets, if any, is deducted from the borrowing costs eligible for capitalization.

2.19 Income Taxes

Tax expense recognized in profit or loss comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity, if any.

Current tax assets or current tax liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the reporting period. They are calculated using the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the period. All changes to current tax assets or liabilities are recognized as a component of tax expense in profit or loss.

Deferred tax assets and deferred tax liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled provided such tax rates have been enacted or substantively enacted at the end of the reporting period.

The measurement of deferred tax assets and deferred tax liabilities reflects the tax consequences that would follow from the manner in which the Company expects, at the end of each reporting period, to recover or settle the carrying amount of its assets and liabilities.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Most changes in deferred tax assets or deferred tax liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

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

2.20 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the Company and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions.

These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Company; (b) associates; and, (c) individuals owning, directly or indirectly, an interest in the voting power of the Company that gives them significant influence over the Company and close members of the family of any such individual.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

Based on the requirement of SEC MC 2019-60, *Rules of Material Related Party Transactions for Publicly Listed Companies*, transactions amounting to 10% or more of the total consolidated assets based on the latest audited consolidated financial statements that were entered into with related parties are considered material.

All individual material related party transactions shall be approved by at least two-thirds vote of the board of directors, with at least a majority of the independent directors voting to approve the material related party transactions. In case that a majority of the independent director's vote is not secured, the material related party transaction may be ratified by the vote of the stockholders representing at least two-thirds of the outstanding capital stock. For aggregate related party transactions within a 12-month period that breaches the materiality threshold of ten percent (10%) if the Company's total assets based on the latest audited consolidated financial statements, the same board approval would be required for the transaction(s) that meets and exceeds the materiality threshold covering the same related party.

2.21 Equity

Capital stock represents using the nominal value of shares that have been issued.

APIC represents premium received on the issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from APIC, net of any related income tax benefits.

Revaluation reserves pertain to remeasurements of retirement benefit obligation.

Retained earnings includes all current and prior period results of operations as reported in the profit or loss section of the statement of comprehensive income and share-based employee remuneration, reduced by the amounts of dividends declared, if any.

2.22 Basic and Diluted Earnings per Share

Basic earnings per share (EPS) is computed by dividing net profit by the weighted average number of common shares issued and outstanding during the period, adjusted retroactively for any stock dividend, stock split or reverse stock split declared during the current period. Diluted EPS is computed by adjusting the weighted average number of common shares outstanding to assume conversion of potentially dilutive shares. Currently, the Company's potentially dilutive shares consist only of share options (see Notes 22.2 and 23).

2.23 Events After the End of the Reporting Period

Any post-year-end event that provides additional information about the Company's financial position at the end of the reporting period (adjusting event) is reflected in the financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the financial statements.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the Company's financial statements in accordance with PFRS requires management to make judgments and estimates that affect the amounts reported in the financial statements and related notes. Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately differ from these estimates.

3.1 Critical Management Judgments in Applying Accounting Policies

In the process of applying the Company's accounting policies, management has made the judgments discussed below and in the succeeding pages, apart from those involving estimation, which have the most significant effect on the amounts recognized in the financial statements.

(a) Determination of Lease Term of Contracts with Renewal and Termination Options

In determining the lease term, management considers all relevant factors and circumstances that create an economic incentive to exercise a renewal option or not exercise a termination option. Renewal options and/or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated.

The lease term is reassessed if an option is actually exercised or not exercised or the Company becomes obliged to exercise or not exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Company.

The Company determines whether any non-cancellable period or notice period in a lease would meet the definition of a contract and thus, would be included as part of the lease term. A contract would be considered to exist only when it creates rights and obligations that are enforceable.

In assessing the enforceability of a contract, the Company considers whether the lessor can refuse to agree to a request from the Company to extend the lease. In contrast, a lessor's right to terminate a lease is ignored when determining the lease term because, in that case, the lessee has an unconditional obligation to pay for the right to use the asset for the period of the lease, unless and until the lessor decides to terminate the lease.

(b) *Evaluation of the Timing of Satisfaction of Performance Obligations*

(*i*) *Real Estate Sales*

The Company exercises critical judgment in determining whether each performance obligation to develop properties promised in its contracts with customers is satisfied over time or at a point in time. In making this judgment, the Company considers the following:

- any asset created or enhanced as the Company performs;
- the ability of the customer to control such asset as it is being created or enhanced;
- the timing of receipt and consumption of benefits by the customer; and,
- the Company's enforceable right for payment for performance completed to date.

The Company determined that its performance obligation is satisfied over time since it does not have an alternative use of the specific property sold as it is precluded by its contract from redirecting the use of the property for a different purpose. Further, the Company has rights over payment for development completed to date as the Company can choose to complete the development and enforce its rights to full payment under its contracts even if the customer defaults on amortization payments. On the other hand, performance obligation for completed real estate properties is satisfied at a point in time when the control over the real estate property is transferred to the buyer.

(*ii*) *Management and Marketing Income*

The Company determined that revenues from marketing and management services shall be recognized over time as the customers simultaneously receive and consume the benefits of the Company's rendering of services as it performs. The Company provides the services without the need of reperformance of other companies and it has an enforceable right for payment for performance completed to date.

(c) *Determination of ECL on Trade and Other Receivables, Advances to Related Parties and Contract Assets*

The Company uses a provision matrix to calculate ECL for trade and other receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by product type, customer type and rating, and coverage by letters of credit and other forms of credit insurance).

The provision matrix is based on the Company's historical observed default rates. The Company's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions). Details about the ECL on the Company's trade and other receivables are disclosed in Note 25.2(b).

In relation to advances to related parties, the maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Company's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Company cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of receivables can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

Based on the relevant facts and circumstances existing at the reporting date, management has assessed that all strategies indicate that the Company can fully recover the outstanding balance of its receivables.

(d) Distinction Between Investment Property and Owner-managed Properties

The Company determines whether a property qualifies as investment property. In making its judgment, the Company considers whether the property generates cash flows largely independent of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to property but also to other assets used in the operations of the Company or for administrative purposes.

Some properties comprise a portion that is held to earn rental or for capital appreciation and another portion that is held for administrative purposes. If these portions can be sold separately (or leased out separately under finance lease), the Company accounts for the portions separately. If the portions cannot be sold separately, the property is accounted for as investment property only if an insignificant portion is held for administrative purposes. Judgment is applied in determining whether ancillary services are so significant that a property does not qualify as investment property. The Company considers each property separately in making its judgment.

(e) Distinction Between Real Estate Inventories and Investment Properties

Residential and condominium units comprise properties that are held for sale in the ordinary course of business. Meanwhile, investment properties comprise of land and buildings which are not occupied substantially for use by, or in the operations of, the Company, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation. The Company considers management's intention over these assets in making its judgment.

(f) *Determination of Significant Influence over Entities in which the Group Holds Less than 20% Ownership*

The Company determines whether significant influence exists over an investee company over which the Company holds less than 20% of the investee's capital stock. The Company considers the ability to influence the operating and financial policies of the investee, representation on the board of directors of the investee and routine participation in management decisions in making its judgment. Based on management's judgment, the Company has significant influence over these investee companies (see Note 1).

(g) *Investment in Subsidiaries in which the Company Holds 50% or Less*

Management considers that the Company has de facto control over OPI even though it does not hold more than 50% of the ordinary shares and voting rights of the said subsidiaries, due to the factors discussed below.

The Company holds 50% direct ownership interest over OPI and has: (1) the ability to direct the relevant activities of the subsidiaries; (2) the rights to variable returns from its involvement with subsidiaries; and, (3) the ability to use its power to affect its returns from its involvement with subsidiaries. Based on management's judgment, the Company has control over OPI.

(h) *Cash and Cash Equivalents Managed by Another Party*

Portion of the Company's cash and cash equivalents is being managed by a related party [see Notes 4 and 21.7(c)]. The funds may only be disbursed pursuant to the Company's instructions and the related party is not entitled to the fund's interest or other income. As the Company has control over the funds and is directly entitled to the fund's benefits, management determined that the said funds appropriately form part of the Company's cash and cash equivalents.

(i) *Distinction Between Operating and Finance Leases*

The Company has entered into various lease agreements as either a lessor or lessee. Critical judgment was exercised by management to distinguish each lease agreement as either an operating or a finance lease by looking at the transfer or retention of significant risk and rewards of ownership of the properties covered by the agreements. Failure to make the right judgment will result in either overstatement or understatement of assets and liabilities.

In 2019, upon adoption of PFRS 16, the distinction between operating and finance leases is applicable only to lease agreements as a lessor. All leases entered into as a lessee, except for those qualified under the optional exemptions as provided by the standard, are required to be recognized on-balance sheet.

(j) *Recognition of Provisions and Contingencies*

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition and disclosures of provisions and contingencies are discussed in Note 2.11 and relevant disclosures are presented in Note 24.

3.2 Key Sources of Estimation Uncertainty

Discussed below and in the succeeding pages are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period.

(a) Determination of Appropriate Discount Rate in Measuring Lease Liabilities

The Company measures its lease liabilities at present value of the lease payments that are not paid at the commencement date of the lease contract. The lease payments were discounted using the effective interest rate on the most recent loan. Since the date of the availment is near the initial date of application, management is satisfied that the selected rate reflects the risks specific to the Company.

(b) Revenue Recognition for Performance Obligations Satisfied Over Time

In determining the amount of revenue to be recognized for performance obligations satisfied over time, the Company measures progress on the basis of actual costs incurred relative to the total expected costs to complete such performance obligation. Specifically, the Company estimates the total development costs with reference to the project development plan and any agreement with customers. Management regularly monitors its estimates and apply changes as necessary. A significant change in estimated costs would result in a significant change in the amount of revenue recognized in the year of change.

(c) Estimation of Allowance for ECL

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses). Explanation of the inputs, assumptions and estimation used in measuring ECL is further detailed in Note 25.2.

(d) Determination of the Amount of Costs Incurred to Obtain or Fulfill a Contract with a Customer

In determining the amount of costs to obtain a contract that should be capitalized, the Company identifies those costs which would not have been incurred if the contract had not been obtained.

For the costs incurred in fulfilling a contract, the Company recognizes an asset only if those costs related directly to a contract or to an anticipated contract can be specifically identified; those costs generate or enhance the Company's resources that will be used in satisfying performance obligation in the future; and the Company expects those costs to be recovered.

(e) Determination of Net Realizable Value of Inventories

In determining the net realizable value of inventories, management takes into account the most reliable evidence available at the times the estimates are made. The future realization of the carrying amounts of these assets is affected by price changes in the different market segments as well as the trends in the real estate industry. These are considered key sources of estimation and uncertainty and may cause significant adjustments to the Company's inventories within the next reporting period.

Considering the Company's pricing policy, the net realizable values inventories are higher than their related carrying values as of the end of the reporting periods.

(f) Fair Value of Stock Option

The Company estimates the fair value of the executive stock option by applying an option valuation model, taking into account the terms and conditions on which the executive stock options were granted. The estimates and assumptions used are presented in Note 22.2, which include, among other factors, the option's time of expiration, applicable risk-free interest rate, expected dividend yield, volatility of the Company's share price and fair value of the Company's common shares. Changes in these factors can affect the fair value of stock options at grant date.

(g) Estimation of Useful Lives of Property and Equipment, Right-of-use Assets, Investment Property and Development Rights

The Company estimates the useful lives of property and equipment, right-of-use assets and investment property based on the period over which the assets are expected to be available for use. The estimated useful lives of property and equipment, right-of-use assets, investment property and development rights are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

The carrying amounts of property and equipment, right-of-use assets and investment property are analyzed in Notes 10, 11 and 12, respectively. Based on management's assessment as at December 31, 2020 and 2019, there are no changes in the estimated useful lives of those assets as of the end of the reporting periods. Actual results, however, may vary due to changes in estimates brought about by changes in factors mentioned above.

(h) Fair Value Measurement of Investment Property

Investment property is measured using the cost model. For disclosure purposes, the Company determines the fair values of building and building improvements using the discounted cash flows valuation technique since the information on current or recent prices of assumptions underlying the discounted cash flow approach of investment property is not available. The Company uses assumptions that are mainly based on market conditions existing at the end of each reporting period, such as: the receipt of contractual rentals; expected future market rentals; void periods; maintenance requirements; and appropriate discount rates. These valuations are regularly compared to actual market yield data and actual transactions by the Company and those reported by the market. The expected future market rentals are determined on the basis of current market rentals for similar properties in the same location and condition.

For land, the Company determines the fair value through appraisals by independent valuation specialists using market-based valuation approach where prices of comparable properties are adequate for specific market factors such as location and condition of the property.

A significant change in these elements may affect prices and the value of the assets. The fair value of investment properties is disclosed in Notes 12 and 27.3.

(i) *Determination of Realizable Amount of Deferred Tax Assets*

The Company reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Management assessed that the deferred tax assets recognized as at December 31, 2020 and 2019 will be fully utilized within the prescribed period of availment. The carrying value of deferred tax assets as of those dates is disclosed in Note 20.

(j) *Impairment of Nonfinancial Assets*

PFRS requires that an impairment review be performed when certain impairment indicators are present. The Company's policy on estimating the impairment of non-financial assets is discussed in detail in Note 2.15. Though management believes that the assumptions used in the estimation of fair values reflected in the financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

In prior years, certain investments in associates were found to be impaired, hence, the related carrying amounts were written off (see Note 9). No impairment losses were recognized on property and equipment, right-of-use assets, investment property and other non-financial assets for the years ended December 31, 2020, 2019 and 2018 (see Notes 10, 11 and 12).

(k) *Valuation of Post-employment Defined Benefit Obligation*

The determination of the Company's obligation and cost of post-employment defined benefit is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions include, among others, discount rates and salary rate increase. A significant change in any of these actuarial assumptions may generally affect the recognized expense, other comprehensive income or losses and the carrying amount of the retirement benefit obligation in the next reporting period.

The amounts of retirement benefit obligation and expense and an analysis of the movements in the estimated present value of post-employment benefit, as well as the significant assumptions used in estimating such obligation are presented in Note 19.2.

(l) *Basis for Revenue Recognition Benchmark*

The Company recognizes its revenue from sale of real estate in full when 10% or more of the total contract price is received. Management believes that the revenue recognition criterion on percentage of collection is appropriate based on the Company's collection history from customers and number of back-out sales in prior years. Buyer's interest in the property is considered to have vested when the payment of at least 10% of the contract price has been received from the buyer and the Company has ascertained the buyer's commitment to complete the payment of the total contract price.

4. CASH AND CASH EQUIVALENTS

Cash and cash equivalents include the following components as at December 31:

	Note	**2020**	2019
Cash on hand and in banks	21.7(c)	**P 515,162,851**	P 924,039,462
Short-term placements		**943,301,599**	990,000,000
		P1,458,464,450	P1,914,039,462

Cash in banks generally earn interest at rates based on daily bank deposit rates. Short-term placements are made between 31 to 61 days at prevailing market interest rates and earn effective interest ranging from 0.50% to 0.60% in 2020 and up to 2.25% per annum in 2019.

Interest income earned from cash in banks and short-term placements is included as part of Finance Income account in the statements of comprehensive income (see Note 18.1).

5. TRADE AND OTHER RECEIVABLES

This account is composed of the following as at December 31:

	Notes	**2020**	2019
Current:			
Installment contracts receivable		**P3,315,618,614**	P3,124,574,729
VAT on contracts with customers		**423,214,177**	500,216,323
Unearned interest		**(40,403,211)**	(68,704,884)
Marketing and management fee receivable	21.3	**267,374,505**	64,116,215
Rental receivables	21.2	**205,793,001**	139,618,860
Advances to officers and employees	21.4	**174,533,552**	164,035,960
Finance lease receivable		**52,633,520**	86,786,949
Interest receivable	21.4	**38,982,441**	35,187,014
Advances to landowners		**19,636,327**	19,636,327
Others		**33,247,806**	23,101,221
		P4,490,630,732	P4,088,568,714

	2020	2019
Non-current:		
Installment contracts receivable	**P 687,705,001**	P1,477,637,195
VAT on contracts with customers	**198,262,264**	82,890,535
Unearned interest	**(61,089,736)**	(60,407,683)
Finance lease receivable	**540,640,642**	585,969,480
	1,365,518,171	2,086,089,527
	P5,856,148,903	P6,174,658,241

Installment contracts receivables represent receivables from sale of real estate and resort shares for sale and normally collectible monthly within one to five years. The titles to the assets sold remain with the Company until such receivables are fully collected.

Installment contracts receivables are noninterest-bearing and are measured at amortized cost using the effective interest method based on the interest rate of comparable financial instruments in the market. Interest income from amortization amounted to P53.3 million, P26.4 million, and P15.2 million for the years ended December 31, 2020, 2019 and 2018, respectively, and is presented as part of Finance Income in the statements of comprehensive income (see Note 18.1).

Meanwhile, the related day-one loss on the discounting of the non-current portion of installment contracts receivables amounting to P25.7 million, P110.5 million, and P39.0 million for the years ended December 31, 2020, 2019 and 2018, respectively, is presented as a deduction against the Real Estate Sales account in the statements of comprehensive income (see Note 16).

VAT on contracts with customers represents the VAT component of the contract price of real estate sales to the extent recognized either as installment contract receivables or contract assets.

Finance lease receivables pertains to the sublease of development rights to a third party. Interest income on the finance lease amounted to P45.5 million and P44.3 million in 2020 and 2019 (nil in 2018), respectively, and are presented as part of Finance Income in the 2020 and 2019 statements of comprehensive income (see Note 18.1).

Advances to officers and employees are noninterest-bearing, unsecured and collectible through salary deduction or liquidation.

Advances to landowners represent advances to several real estate property owners and charges in connection with various project agreements entered into by the Company.

All of the Company's trade and other receivables have been reviewed for impairment. Management considers that all of its trade and other receivables are fully recoverable; hence, no impairment losses were recognized in 2020, 2019 and 2018. This assessment is undertaken each financial year using simplified approach in measuring ECL as fully disclosed in Note 25.2.

6. INVENTORIES

Inventories at the end of 2020 and 2019 were stated at cost. The composition of this account as at December 31 is shown below.

	2020	2019
Real estate for sale	**P2,735,613,690**	P2,854,462,428
Raw land inventory	**740,646,338**	683,192,084
Property development cost	**966,974,641**	863,390,310
Resort shares for sale	**41,626,745**	41,626,745
	P4,484,861,414	P4,442,671,567

Real estate for sale pertains to accumulated costs incurred, including capitalized borrowing costs amounting to P140.0 million and P123.1 million in 2020 and 2019, respectively, in developing the Company's horizontal and condominium projects and certain integrated-tourism projects in Boracay, and residential subdivision lots in Iloilo, Philippines. The aforementioned interest was incurred in relation to the interest-bearing loans obtained in 2016 and 2015 which were obtained specifically to finance the construction of certain projects. The capitalization rate averaged 3.15% and 6.18% in 2020 and 2019, respectively (see Note 13).

Raw land inventory pertains to acquisition costs of raw land intended for future development, including other costs and expenses incurred to effect the transfer of title of the property to the Company.

Property development costs include on-going costs incurred by the Company for its own projects. In addition, this account also includes the costs incurred by the Company for the joint development of various projects that are treated as jointly controlled operations; there were no separate entities created by these joint venture agreements. The jointly controlled operations are undertaken under project agreements with different venture partners. The costs relating to these joint projects represent the amount of investments placed by the Company as original investor/developer or the amount assigned/transferred to the Company by associates or by related parties who were the original investors/ developers in the project agreement.

In 2020 and 2019, the Company reclassified property development cost and real estate for sale with a total carrying amount of P14.4 million and P702.9 million, respectively, to investment property as such properties are held to earn rentals and/or for capital appreciation (see Note 12).

Resort shares for sale comprise of proprietary or membership shares (landowner shares and founders shares) in Fairways & Bluewaters in Boracay, Philippines that are of various types and costs. The cost of the landowner shares is based on the acquisition and development costs of the land and the project. The cost of the founder's shares is based on the par value of the resort shares which is P100.

Management assessed that the net realizable values of inventories are higher than their related costs. Hence, no impairment losses are required to be recognized in 2020, 2019 and 2018.

7. PREPAYMENTS AND OTHER CURRENT ASSETS

The composition of this account is shown below.

	Notes	**2020**	2019
Advances to contractors and suppliers		**P 796,255,766**	P 835,208,759
Creditable withholding tax		**116,044,963**	-
Deferred commission	16.3	**92,754,129**	87,713,656
Refundable deposits	25.2	**63,709,553**	46,621,968
Deferred creditable withholding tax		**44,002,867**	9,398,178
Prepayments		**38,757,330**	78,490,478
Input tax		**17,907,426**	-
		P1,169,432,034	P1,057,883,039

Advances to contractors and suppliers are noninterest-bearing and pertain to down payments for services to be rendered and goods to be delivered to the Company for the development of real estate projects.

Deferred commission represents incremental costs of obtaining a contract to sell real estate properties to customers. This is subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized.

8. ADVANCES TO JOINT VENTURES

This account pertains to payments made by the Company for different costs and expenses related to its Alabang West, Pahara @ Southwoods and Holland Park projects which should have been shouldered by its joint venturers. The terms of the agreement provide that the Company shall undertakes the development and subdivision of the properties. The agreements further stipulate that the Company and the joint venturers shall share in the project's income and expenses using certain pre-agreed sharing ratios. Collections of the receivable from the joint venturers are generally received upon sale of their share in the projects.

The joint venturers related to the Alabang West, Pahara @ Southwoods and Holland Park projects were charged marketing fees in 2020, 2019 and 2018 amounting to P250.1 million, P163.4 million and P186.0 million , respectively, which is included as part of the Management and Marketing Income account in the statements of comprehensive income.

The net commitment for construction expenditures of the Company amounted to:

	2020	2019
Total commitment for construction expenditures	**P2,288,420,002**	P2,288,420,002
Total expenditures incurred	**(1,746,766,974)**	(1,540,245,109)
Net commitment	**P 541,653,028**	P 748,174,893

The Company's interests on these jointly-controlled projects range from 50% to 85% both in 2020 and 2019.

As at December 31, 2020 and 2019, the Company has no other contingent liabilities with regard to this JV and has assessed that the probability of loss that may arise from contingent liabilities is remote.

The advances have been analysed for ECL. Based on management's evaluation, no impairment loss needs to be recognized in 2020 and 2019.

9. INVESTMENTS IN SUBSIDIARIES AND ASSOCIATES

In 2020, management determined that the investment in subsidiaries will be accounted for using the equity method. This change is considered a change in accounting policy which resulted to the restatement of 2018 and 2019 financial statements.

The components of the investments in subsidiaries associates accounted for under the equity method as at December 31 is as follows:

	2020	2019 [As restated see Note 2.1(b)]	2018 [As restated see Note 2.1(b)]
TLC	**P 3,864,679,949**	P 3,817,252,762	P 3,595,925,237
GEPI	**3,511,521,282**	3,416,420,857	3,467,392,069
GEGDI	**2,165,397,528**	2,133,240,316	1,998,059,219
SMI	**1,231,091,360**	1,133,702,481	1,007,042,001
SWEC	**445,061,818**	443,367,274	440,431,823
OPI	**319,636,304**	264,020,270	209,372,649
FEUDC	**287,452,093**	338,911,215	260,173,765
GHCI	**21,690,407**	25,330,321	28,019,841
MGEI	**40,145,929**	40,099,356	31,132,865
	P11,886,676,670	P11,612,344,852	P11,037,549,469

The Company recognized its share in net income of subsidiaries amounting to P275.7 million, P584.0 million, P206.2 million in 2020, 2019 and 2018, respectively, which are presented as Equity Share in Net Income of Subsidiaries under the Revenues section of the statements of comprehensive income. The Company also recognized its share in other comprehensive income or losses of subsidiaries amounting to P1.3 million loss in 2020, P10.4 million loss in 2019 and P8.3 million income in 2018.

A reconciliation of the carrying amounts of investments in associates at the beginning and end of 2020, 2019 and 2018 is presented below.

	2020	2019 [As restated see Note 2.1(b)]	2018 [As restated see Note 2.1(b)]
Balance at beginning of year	**P11,612,344,852**	P11,037,549,469	P10,872,855,488
Additions (write off)	**-**	1,250,000	(49,808,363)
Equity in net income	**275,678,966**	583,950,210	206,195,041
Equity in other comprehensive income (losses) – net	**(1,347,148)**	(10,404,827)	8,307,303
Balance at end of year	**P11,886,676,670**	P11,612,344,852	P11,037,549,469

A reconciliation of the costs of investments and cumulative share in net income (losses) of the associates as of December 31, 2020, 2019 and 2018 are shown below.

	2020	2019 [As restated see Note 2.1(b)]	2018 [As restated see Note 2.1(b)]
Cost			
Balance at beginning of year	**P 4,445,713,299**	P 4,444,463,299	P 4,494,271,662
Additions (write off)	**-**	1,250,000	(49,808,363)
Balance at end of year	**4,445,713,299**	4,445,713,299	4,444,463,299
Cumulative share in net income (losses)			
Balance at beginning of year	**7,166,631,553**	6,593,086,170	6,378,583,826
Equity in net income for the year – net	**275,678,966**	583,950,210	206,195,041
Equity in other comprehensive income (loss)for the year – net	**(1,347,148)**	(10,404,827)	8,307,303
Balance at end of year	**7,440,963,371**	7,166,631,553	6,593,086,170
Carrying amount at end of year	**P11,886,676,670**	P11,612,344,852	P11,037,549,469

The total amount of the assets, liabilities, expenses and net loss (income) of these subsidiaries are reported as follows:

	Current Assets	Non-current Assets	Current Liabilities	Non-current Liabilities	Revenues	Net Loss (Income)
2020						
GEPI	P 11,203,832,056	P 3,717,089,160	P10,899,193,213	P 460,834,095	P 421,421,341	(P 94,753,524)
AHC	183,682,102	-	1,066,673	-	-	74,100
BSAI	-	-	17,642,343	-	-	75,110
FESDC	14,016,648	-	23,835,524	-	-	73,600
FPCELC	8,194,860	2,094,000	114,118,829	-	-	-
GSAI	-	-	11,700,573	-	-	75,120
LCSBI	159,894,235	-	88,999,504	403,811	1,070,966	(495,601)
MCX	200,681,462	4,400,000	75,102	-	-	74,600
PL5	-	425,100	5,613,375	-	-	151,260
PAI	1,137,109,707	-	1,141,827,674	-	-	99,705
SDPDC	375,623,724	-	450,140,131	10,283,723	3,494	2,288,382
FPCBC	19,140	-	22,399,728	-	-	74,100
FEIP	4,964,019	-	21,923,989	-	-	-
SHDI	288,286,791	166,591,480	366,758,126	5,113,443	2,700,723	-
GEGDI	2,288,361,233	399,518,959	318,676,354	422,017,738	38,064,486	(13,720,113)
GFI	178,517,476	43,732,109	81,203,498	-	155,098,702	4,254,412
SWEC	657,898,814	328,963,166	178,499,967	66,592,316	92,726,329	(42,470,542)
FEUDC	535,866,619	154,653,590	385,195,771	17,872,345	67,412,676	51,278,955
NSHC	5,382,761	-	32,733,781	-	-	170,551
ECPSI	74,036,624	2,870,577	81,113,061	-	20,190,201	4,541,615
SHBI	211,122,178	65,185,108	362,146,639	-	56,663,274	39,382,171
BHBI	60,511,193	23,896,078	132,700,441	5,954,696	26,963,695	28,126,314
MGEI	110,492,597	298,396	43,881,112	-	63,861,826	(77,620)
TLC	4,835,265,248	5,715,874,568	1,223,538,168	1,728,309,174	735,200,090	(137,015,804)
TLHI	74,300,894	16,614,738	139,846,106	-	59,731,861	43,756,864
OPI	969,441,770	469,711,660	668,027,491	131,853,332	356,579,253	(111,232,065)
GHCI	1,613,324	128,892,913	108,815,831	-	-	3,639,914
SMI	718,479,620	3,020,195,568	993,726,285	331,044,275	470,109,278	(192,190,578)
2019						
GEPI	P11,091,352,460	P3,653,568,124	P10,846,929,059	P 435,349,223	P 420,974,859	P 16,018,480
AHC	183,682,102	-	992,573	-	-	74,167
BSAI	-	-	17, 567,233	-		75,242
FESDC	14,016,648	-	23, 761,924	-	-	73,600
FPCELC	8,194,860	2,094,000	114,118,829	-	-	-
GSAI	-	-	11, 625,453	-	-	75,459
LCSBI	159, 801,082	-	88,632,229	514,206	188,722	(26,922,646)
MCX	200,755,562	4,400,000	74,602	-	-	74,667
PL5	-	425,100	5,462,115	-	-	151,270
PAI	1,137,109,707	-	1,141,727,969	-	-	83,484
SDPDC	376,748,354	-	448,976,379	10,283,723	5,657	2,147,814

	Current Assets	Non-current Assets	Current Liabilities	Non-current Liabilities	Revenues	Net Loss (Income)
FPCBC	19,140	-	22,325,628	-	-	74,412
FEIP	4,964,019	-	21,923,989	-	-	-
SHDI	282,904,465	166,591,480	361,494,766	5,113,443	2,701,800	3,786,859
GEGDI	2,281,206,295	382,868,870	314,370,625	416,238,555	158,547,642	(86,110,291)
GFI	240,860,007	40,073,841	132,084,143	-	337,770,433	(7,974,499)
SWEC	657,380,345	388,207,624	230,820,775	65,546,089	174,502,406	(73,171,50)
FEUDC	597,776,494	139,490,378	374,011,236	24,344,419	470,582,995	(83,583,193)
NSHC	5,445,839	-	32,626,308	-	-	141,145
ECPSI	59,735,884	8,045,759	63,282,690	6,841,049	20,956,136	3,116,508
SHBI	326,436,285	32,538,762	381,209,793	-	275,398,112	22,859,746
BHBI	49,729,345	11,527,419	68,953,941	-	4,986,248	10,197,177
MGEI	103,695,790	899,925	37,763,455	-	100,940,332	(14,944,151)
TLC	4,737,958,113	5,592,999,189	1,281,369,418	1,592,202,434	1,922,013,836	(432,088,831)
TLHI	69,806,059	28,149,994	94,848,984	-	144,179,077	(1,886,709)
OPI	693,515,471	527,674,746	526,826,119	166,323,556	376,843,876	(109,295,242)
GHCI	4,131,937	128,413,492	106,779,894	-	-	2,689,520
SMI	629,031,060	3,121,302,148	1,104,470,871	424,148,287	580,060,871	(249,956,166)
2018						
GEPI	P 10,775,419,539	P 4,346,531,357	P 10,733,516,441	P 903,975,193	P 477,112,239	P 115,812,351
AHC	183,682,102	-	918,406	-	-	71,437
BSAI	-	-	17,491,991	-	-	71,889
FESDC	14,016,648	-	23,688,324	-	-	69,666
FPCELC	8,194,860	2,094,000	114,118,829	-	-	179,882
GSAI	-	-	11,549,994	-	-	71,875
LCSBI	196,017,510	-	89,036,247	10,403,970	1,752,268	(14,393,772)
MCX	200,826,204	4,400,000	70,577	-	-	74,211
PL5	-	425,100	5,310,843	-	-	411,036
PAI	1,137,110,163	-	1,141,644,941	-		70,789
SDPDC	373,991,513	3,208,101	445,494,825	12,068,723	16,463	6,080,926
FPCBC	19,140	-	22,251,217	-	-	73,793
FEIP	4,964,019	-	21,923,989	-	-	-
SHDI	278,693,061	166,592,865	352,894,151	5,717,181	3,241,168	6,105,432
GEGDI	2,258,973,169	381,650,220	370,917,556	793,267,695	39,335,081	(3,194,634)
GFI	266,092,906	55,430,219	172,911,037	180,647,918	319,285,938	(8,947,128)
SWEC	723,336,690	351,611,053	316,969,573	54,748,545	178,646,514	(76,821,072)
FEUDC	518,860,442	142,744,568	385,430,416	15,858,758	250,764,251	31,859,388
NSHC	5,445,839	-	32,485,163	-	-	88,211
ECPSI	51,770,643	1,600,964	-	-	-	10,187,753
MGEI	69,093,653	1,756,469	18,962,012	-	72,551,857	(1,670,323)
TLC	3,867,746,591	5,338,072,317	594,958,441	1,585,563,848	1,310,231,825	(248,092,162)
TLHI	31,137,092	6,948,881	39,990,612	-	3,946,670	(5,029,640)
OPI	873,738,895	447,617,464	543,645,955	224,071,828	327,451,318	(99,704,785)
GHCI	6,626,439	128,413,492	10,658,4876	-	-	945,927
SMI	456,602,655	3,063,657,773	1,245,567,372	309,045,499	284,297,670	(63,455,781)

A reconciliation of the summarized financial information to the carrying amount of the investments in associates as of December 31, 2020 and 2019 are shown below.

	Explanatory Note	Net Asset Value	Ownership in Net Asset	Carrying Value
2020				
TLC		P 7,577,803,822	P3,864,679,949	P 3,864,679,949
GEPI		3,511,521,282	3,511,521,282	3,511,521,282
SMI		2,413,904,628	1,231,091,360	1,231,091,360
GEGDI		2,165,397,528	2,165,397,528	2,165,397,528
SWEC		741,769,697	445,061,818	445,061,818
OPI		639,272,607	319,636,304	319,636,304
FEUDC		287,452,093	287,452,093	287,452,093
SHBI	*(a)*	(85,839,353)	(85,839,353)	-
MGEI		66,909,881	40,145,929	40,145,929
BHBI	*(a)*	(54,247,866)	(54,247,866)	-
NSHC	*(a)*	(27,351,020)	(27,351,020)	-
GHCI		21,690,407	21,690,407	21,690,407
ECPSI	*(a)*	(4,205,860)	(4,205,860)	-
		P 17,254,077,846	**P11,715,032,571**	**P11,886,676,670**

(a) Cumulative share in net losses in these subsidiaries exceeded the investments in the said entities as of December 31, 2020. As such, recognized losses is only up to the extent of the investment.

The place of incorporation of the Company's subsidiaries and associates are summarized below.

(a) TLC, SMI, GEGDI, SWEC, FEUDC, GHCI, GEPI, MGEI, NSHC, FESI – Renaissance Towers, Meralco Avenue, Pasig City;
(b) OPI – F&M Lopez II Building, 109 C. Palanca St., Legaspi Village, Makati City;
(c) FERC, FENI, FERSAI – Paragon Plaza, Reliance St., Mandaluyong City;
(d) ECPSI – 7th Floor, Paseo Center Building, 8757 Paseo de Roxas St., Makati City
(e) SHB, BHB – Brgy. Yapak, Boracay Island, Malay, Aklan 5608

In 2019, SHB and BHB were incorporated to operate and manage resort hotels.

In 2018, the Company fully impaired its investments to FERC, FENI, FESI and FERSAI. The carrying amount of the investments amounting to P49.8 million is recognized as impairment loss and is presented under Finance Costs and Other Charges account in the 2018 statement of comprehensive income (see Note 18.2).

Management considers that the Company has de facto control over OPI even though its direct ownership interest is not more than 50% of the ordinary shares and voting rights of the said subsidiary due to the factors mentioned in Note 3.1(g).

Based on management's assessment, aside from the investment written off in 2018, the Company's investments in subsidiaries and associates are not impaired due to the active efforts of the Company to fund the operations of its subsidiaries and associates to push through with their respective projects.

In 2019, the Company received cash dividends from OPI amounting to P50.0 million presented as part of Others under Revenues in the 2019 statement of comprehensive income. There were no noted similar transactions in 2020 and 2018.

10. PROPERTY AND EQUIPMENT

The gross carrying amounts and accumulated depreciation and amortization of property and equipment at the beginning and end of the reporting periods are shown below and in the succeeding page.

	Transportation Equipment	Office Furniture and Equipment	Office Improvements	Total
December 31, 2020				
Cost	P 70,817,217	P 142,173,995	P 102,431,012	P 315,422,224
Accumulated depreciation and amortization	(53,466,462)	(97,536,013)	(40,732,270)	(191,734,745)
Net Carrying amount	**P 17,350,755**	**P 44,637,982**	**P 61,698,742**	**P 123,687,479**
December 31, 2019				
Cost	P 66,853,378	P 127,444,195	P 98,888,705	P 293,186,278
Accumulated depreciation and amortization	(45,184,142)	(77,869,095)	(30,568,470)	(153,621,707)
Net Carrying amount	P 21,669,236	P 49,575,100	P 68,320,235	P 139,564,571

	Transportation Equipment	Office Furniture and Equipment	Office Improvements	Total
January 1, 2019				
Cost	P 56,536,888	P 94,869,380	P 94,443,216	P 245,849,484
Accumulated depreciation and amortization	(36,835,889)	(57,888,355)	(20,904,628)	(115,628,872)
Net Carrying amount	P 19,700,999	P 36,981,025	P 73,538,588	P 130,220,612

A reconciliation of the carrying amounts of property and equipment at the beginning and end of the reporting periods is shown below.

	Transportation Equipment	Office Furniture and Equipment	Office Improvements	Total
Balance at January 1, 2020 net of accumulated depreciation and amortization	P 21,669,236	P 49,575,100	P 68,320,235	P 139,564,571
Additions	3,963,839	14,729,800	3,542,307	22,235,946
Depreciation and amortization charges for the year	(8,282,320)	(19,666,918)	(10,163,800)	(38,113,038)
Balance at December 31, 2020 net of accumulated depreciation and amortization	**P 17,350,755**	**P 44,637,982**	**P 61,698,742**	**P 123,687,479**
Balance at January 1, 2019 net of accumulated depreciation and amortization	P 19,700,999	P 36,981,025	P 73,538,588	P 130,220,612
Additions	10,316,490	32,574,815	4,445,489	47,336,794
Depreciation and amortization charges for the year	(8,348,253)	(19,980,740)	(9,663,842)	(37,992,835)
Balance at December 31, 2019 net of accumulated depreciation and amortization	P 21,669,236	P 49,575,100	P 68,320,235	P 139,564,571
Balance at January 1, 2018 net of accumulated depreciation and amortization	P 13,944,652	P 21,368,758	P 77,202,180	P 112,515,590
Additions	12,820,378	27,100,225	5,855,672	45,776,275
Disposals	-	(14,256)	-	(14,256)
Depreciation and amortization charges for the year	(7,064,031)	(11,473,702)	(9,519,264)	(28,056,997)
Balance at December 31, 2018 net of accumulated depreciation and amortization	P 19,700,999	P 36,981,025	P 73,538,588	P 130,220,612

Depreciation and amortization of property and equipment is presented as part of Depreciation and amortization under Other Operating Expenses account in the statement of comprehensive income (see Note 17).

11. LEASES

The Company has leases for certain offices and commercial lot. With the exception of short-term leases, each lease is reflected on the statement of financial position as a right-of-use asset and a lease liability.

Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublet the asset to another party, the right-of-use asset can only be used by the Company. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee. The Company is prohibited from selling or pledging the underlying leased assets as security. For leases over offices, the Company must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Further, the Company incur maintenance fees on such items in accordance with the lease contracts.

The table below describes the nature of the Company's leasing activities by type of right-of-use asset recognized in the statement of financial position.

	Number right-of-use assets leased	Range of remaining term	Average remaining lease term	Number of leases with extension options	Number of leases with termination options
Offices	2	4 – 5 years	5 years	2	2
Commercial lot	1	17 years	17 years	1	1

11.1 Right-of-use Assets

The carrying amounts of the Company's right-of-use assets as at December 31, 2020 and the movements during the period are shown below.

	Offices	Commercial Lot	Total
December 31, 2020			
Cost			
Balance at beginning of year	P 202,411,637	P 25,654,963	P 228,066,600
Additions	90,038,145	-	90,038,145
Derecognition	(195,646,171)	-	(195,646,171)
Balance at end of year	96,803,611	25,654,963	122,458,574

	Offices	Commercial Lot	Total
Accumulated amortization			
Balance at beginning of year	57,826,083	1,368,265	59,194,348
Derecognition	(114,524,588)	-	(114,524,588)
Amortization for the year	60,116,023	1,368,265	61,484,288
Balance at end of year	3,417,518	2,736,530	6,154,048
Carrying amount at December 31, 2020	**P 93,386,095**	**P 22,918,433**	**P 116,304,528**
December 31, 2019			
Cost	P 202,411,637	P 25,654,963	P 228,066,600
Accumulated amortization			
Balance at beginning of year	-	-	-
Amortization for the year	57,826,083	1,368,265	59,194,348
Balance at end of year	57,826,083	1,368,265	59,194,348
Carrying amount at December 31, 2019	P 144,585,554	P 24,286,698	P 168,872,252

In December 2020, the Company entered into a new lease agreement as lessee with Megaworld for the transfer of office space. The Company recognized right-of-use asset and lease liability amounting to P90.0 million and P84.1 million, respectively. Consequently, the Company derecognized the remaining carrying amount of right-of-use asset and lease liability for the old office space amounting to P81.1 million and P78.4 million, respectively. The derecognition of the right-of-use asset and lease liability resulted to a loss amounting to P 2.7 million and is presented as part of Other Operating Expenses in the 2020 statement of comprehensive income.

11.2 Lease Liabilities

Lease liabilities are presented in the statements of financial position are as follows:

	2020	2019
Current	**P 44,722,351**	P 64,456,834
Non-current	**419,731,034**	429,834,850
	P 464,453,385	P 494,291,684

The use of extension and termination options gives the Company added flexibility in the event it has identified more suitable premises in terms of cost and/or location or determined that it is advantageous to remain in a location beyond the original lease term. An option is only exercised when consistent with the Company's regional markets strategy and the economic benefits of exercising the option exceeds the expected overall cost.

The undiscounted maturity analysis of lease liabilities at December 31, 2020 and 2019 is as follows:

	Within 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	More than 5 years	Total
2020							
Lease payment	P 78,287,333	P 50,054,090	P 51,907,180	P 53,050,311	P 45,913,954	P747,392,551	P 1,026,605,419
Finance charges	(33,564,982)	(32,338,546)	(30,869,666)	(29,143,120)	(27,273,214)	(408,962,506)	(562,152,034)
Net present value	**P 44,722,351**	**P 17,715,544**	**P 21,037,514**	**P 23,907,191**	**P 18,640,740**	**P338,430,045**	**P 464,453,385**
2019							
Lease payment	P 101,225,384	P 100,623,729	P 40,350,217	P 30,297,584	P 30,360,082	P777,489,229	P1,080,346,225
Finance charges	(36,768,550)	(31,756,675)	(27,642,703)	(27,237,319)	(26,967,596)	(435,681,698)	(586,054,541)
Net present value	P 64,456,834	P 68,867,054	P 12,707,514	P 3,060,265	P 3,392,486	P341,807,531	P 494,291,684

11.3 Lease Payments Not Recognized as Liabilities

The Company has elected not to recognize a lease liability for short-term leases. Payments made under such leases are expensed on a straight-line basis.

The expenses related to short-term leases amounted to P14.7 million and P32.1 million in 2020 and 2018, respectively, and are presented as part of Other Operating Expenses account in the 2020 and 2019 statements of comprehensive income (see Note 17).

At December 31, 2020 and 2019, the Company is committed to short-term leases, and the total commitment at that date is P7.5 million and P5.6 million, respectively.

11.4 Additional Profit or Loss and Cash Flow Information

The total cash outflow in respect of leases amounted to P61.1 million and P116.0 million in 2020 and 2019, respectively. Interest expense in relation to lease liabilities amounted to P37.3 million and P35.9 million in 2020 and 2019, respectively and are presented as part of Finance Costs and Other Charges in the 2020 and 2019 statements of comprehensive income (see Note 18.2).

12. INVESTMENT PROPERTY

The Company's investment property is comprised of various buildings held for lease and several parcels of land which are owned to earn rental income or for capital appreciation or both. The gross carrying amounts and accumulated depreciation and amortization of investment property at the beginning and end of the reporting periods are shown below.

	Land	Buildings and Improvements	Total
December 31, 2020			
Cost	P 1,015,855,843	P 1,053,551,130	P 2,069,406,973
Accumulated depreciation And amortization	-	(210,802,966)	(210,802,966)
	P 1,015,855,843	**P 842,748,164**	**P 1,858,604,007**
December 31, 2019			
Cost	P 1,015,686,057	P 1,039,148,553	P 2,054,834,610
Accumulated depreciation And amortization	-	(164,093,977)	(164,093,977)
	P 1,015,686,057	P 875,054,576	P 1,890,740,633
January 1, 2019			
Cost	P 938,519,381	P 336,235,833	P 1,274,755,214
Accumulated depreciation And amortization	-	(123,826,925)	(123,826,925)
	P 938,519,381	P 212,408,908	P 1,150,928,289

A reconciliation of the carrying amounts of investment property at the beginning and end of the reporting period is shown below and in the succeeding page.

	Land	Building and Improvements	Total
Balance at January 1, 2020 net of accumulated depreciation and amortization	P 1,015,686,057	P 875,054,576	P 1,890,740,633
Additions	169,786	-	169,786
Reclassifications (see Note 6)	-	14,402,577	14,402,577
Depreciation and amortization charges for the year	-	(46,708,989)	(46,708,989)
Balance at December 31, 2020, net of accumulated depreciation and amortization	**P 1,015,855,843**	**P 842,748,164**	**P 1,858,604,007**

	Land	Building and Improvements	Total
Balance at January 1, 2019 net of accumulated depreciation and amortization	P 938,519,381	P 212,408,908	P 1,150,928,289
Additions	77,166,676	-	77,166,676
Reclassifications (see Note 6)	-	702,912,720	702,912,720
Depreciation and amortization charges for the year	-	(40,267,052)	(40,267,052)
Balance at December 31, 2019, net of accumulated depreciation and amortization	P 1,015,686,057	P 875,054,576	P 1,890,740,633
Balance at January 1, 2018, net of accumulated depreciation and amortization	P 654,002,672	P 222,307,824	P 876,310,496
Additions	284,516,709	-	284,516,709
Depreciation and amortization charges for the year	-	(9,898,916)	(9,898,916)
Balance at December 31, 2018, net of accumulated depreciation and amortization	P 938,519,381	P 212,408,908	P 1,150,928,289

Rental income recognized in 2020, 2019 and 2018 amounted to P151.9 million, P103.3 million and P69.6 million , respectively, and is presented as part of Rental Income account in the statements of comprehensive income. Depreciation charges represent the major direct costs in leasing these properties (see Note 17). Other operating costs in leasing these properties include Real property taxes amounting to P1.5 million, P1.9 million and P2.1 million and Repairs and maintenance amounting to P702,658, P196,429 and P58,036 in 2020, 2019 and 2018, respectively. Real property taxes is included as part of Taxes and licenses while Repairs and maintenance is included as part of Miscellaneous both under Other Operating Expenses account in the statements of comprehensive income (see Note 17).

Except for land, all of the Company's investment properties generated rental income for the years ended December 31, 2020, 2019 and 2018.

On the other hand, the fair value of land amounted to P7.37 billion and P7.32 billion as determined through appraisals by independent valuation specialists using market-based valuation approach where prices of comparable properties are adequate for specific market factors such as location and condition of the property as at December 31, 2020 and 2019, respectively.

The breakdown of Investment Property at its fair market value are as follows:

	2020	2019
Building and Improvements	**P 2,604,452,076**	P 2,583,896,431
Land and Land Improvement	**7,371,967,079**	7,317,309,607
	P 9,976,419,156	P 9,901,206,038

Other information about the fair value measurement and disclosures related to the investment property are presented in Note 27.3.

13. INTEREST-BEARING LOANS

The Company's interest-bearing loans are broken down as follows:

	2020	2019
Current	**P1,220,588,240**	P 1,480,769,231
Non-current	**3,176,470,580**	3,000,000,000
	P4,397,058,820	P4,480,769,231

In 2015, the Company obtained a P1.5 billion unsecured loan with a term of five years from the initial drawdown, inclusive of a grace period on principal repayment of two years. The loan bears a fixed interest rate and payable quarterly in arrears. The outstanding balance as at December 31, 2019 pertaining to this loan amounted to P0.2 billion and was paid in full in 2020.

In 2016, the Company obtained a P2.0 billion unsecured loan from a local bank with principal to be paid in quarterly instalments, commencing on the fifth quarter from date of initial drawdown. This loan carries a floating interest rate, which is repriced every 30 to 180 days as agreed by the parties. On October 25, 2018, the interest rate was fixed at 7.70%. The interest is payable quarterly in arrears. The outstanding balance pertaining to this loan amounted to P0.3 billion and P0.7 billion as at December 31, 2020 and 2019, respectively.

In 2017, the Company obtained an unsecured long-term loan from a local bank amounting to P2.0 billion. The loan is payable quarterly for a term of five years commencing on the beginning of the fifth quarter from the initial drawdown date. In 2020, another loan was obtained on the same bank amounting to P0.5 billion which is payable quarterly for a term of seven years. The loans bear a floating interest rate and are payable quarterly in arrears. The outstanding balance pertaining to these loans amounted to P1.5 billion as of December 31, 2020 and 2019.

In 2019, the Company obtained an unsecured long-term loan from a local bank amounting to P2.0 billion, payable quarterly for a term of five years. The loan bears a floating interest rate and is payable quarterly in arrears. The outstanding balance pertaining to this loan amounted to P1.6 billion and P2.0 billion as of December 31, 2020 and 2019, respectively.

In 2020, the Company obtained an unsecured long-term loan from a local bank amounting to P1.0 billion, payable quarterly for a term of five years bearing a fixed rate and is payable quarterly in arrears. The outstanding balance pertaining to this loan amounted to P1.0 billion as of December 31, 2020.

The Company has properly complied with the loan agreements' covenants as of the end of the reporting periods.

The accrued interest payable amounted to P7.2 million and P9.9 million as of December 31, 2020 and 2019, respectively, is presented as part of Others under the Trade and Other Payables account in the statements of financial position (see Note 14).

Total interest costs incurred attributable to these loans amounted to P214.8 million, P265.4 million and P251.5 million in 2020, 2019 and 2018, respectively. Of these amounts, P140.0 million, P123.1 million and P123.2 million in 2020, 2019 and 2018, respectively, were capitalized by the Company as part of Inventories account (see Note 6). Interest charged to expense amounting to P74.8 million, P142.3 million and P128.3 million in 2020, 2019 and 2018, respectively, is presented as Interest expense on loans under Finance Costs and Other Charges account in the statements of comprehensive income (see Note 18.2).

14. TRADE AND OTHER PAYABLES

This account consists of:

	Notes	**2020**	2019
Trade payables		**P 504,480,671**	P 824,673,451
Deferred output VAT		**528,600,763**	384,399,406
Due to joint venturers		**71,403,720**	94,013,726
Retention payable		**81,125,999**	81,125,999
Withholding tax and other government contributions payable		**35,867,658**	33,537,354
Commissions payable	21.7(a)	**6,385,174**	28,163,554
Others	13, 21.6	**81,056,207**	83,327,593
		P1,308,920,192	P1,529,241,083

Trade payables include the unpaid portion of land for future development acquired by the Company and other payables in the normal course of business.

Due to joint venturers represent the share of JV partners in the proceeds from the sale of certain projects in accordance with various JV agreements entered into by the Company.

Commissions payable represents amounts due to the Company's various sales agents for units sold in the ordinary course of business.

Other payables consist primarily of refund liability, output VAT payable, security deposits and accrued interest payable.

15. OTHER NON-CURRENT LIABILITIES

This account consists of:

	2020	2019
Retention payable	**P 311,784,111**	P 293,554,549
Advance rental	**4,893,138**	3,687,991
	P 316,677,249	P 297,242,540

Retention payable pertains to amount withheld from payments made to contractors to ensure compliance and completion of contracted projects equivalent to 10% of every billing made by the contractor. Upon completion of the contracted projects, the amounts are remitted back to the contractors.

16. REVENUES

16.1 Disaggregation of Revenues

The Company derives revenues from sale of real estate. An analysis of the Company's major source of revenues is presented below.

	2020	2019 [As restated see Note 2.1(b)]	2018 [As restated see Note 2.1 (b)]
Geographical areas			
Luzon	**P 513,231,153**	P 1,336,920,002	P 2,530,344,833
Visayas	**1,763,935,200**	1,841,096,802	1,732,043,319
	P2,227,166,353	P 3,178,016,084	P 4,262,388,152
Types of product			
Residential condominium	**P 1,665,332,118**	P 1,980,760,712	P 2,119,019,545
Residential lots	**433,148,267**	961,867,944	2,081,296,056
Commercial lots	**178,685,968**	235,388,147	62,072,551
	P2,277,166,353	P 3,178,016,804	P 4,262,388,152

16.2 Contract Accounts

The significant changes in the contract assets and liabilities balances during the year are as follows:

a. Contract Assets

	2020	2019
Balance at beginning of year	**P 115,095,724**	P2,539,142,717
Transfers from contract assets recognized at the beginning of year to installment contract receivables	**-**	(3,050,684,310)
Increase as a result of changes in measurement of progress, net of collections	**1,141,107,990**	626,637,317
Balance at end of year	**P1,256,203,714**	P 115,095,724

b. Contract Liabilities

	2020	2019
Balance at beginning of year	**P 512,617,972**	P 291,395,500
Revenue recognized that was included included in contract liability at the beginning of year	**-**	(281,777,824)
Increase (decrease) as due to cash received excluding amount recognized as revenue during the year	**(440,418,644)**	503,000,296
Balance at end of year	**P 72,199,328**	P 512,617,972

16.3 Direct Contract Cost

The Company incurs sales commissions upon execution of contracts to sell real properties to customers. Incremental costs of commission incurred to obtain contracts are capitalized and presented as Deferred commission under Prepayments and Other Current Assets in the statements of financial position (see Note 7). These are amortized over the expected construction period on the same basis as how the Company measures progress towards complete satisfaction of its performance obligation in its contracts. The total amount of amortization for 2020, 2019 and 2018 is presented as part of Commission under Other Operating Expenses account in statements of comprehensive income (see Note 17).

The movement in balances of deferred commission in 2020 and 2019 is presented below:

	2020	2019
Balance at beginning of year	**P 87,713,656**	P 113,356,778
Additional capitalized cost	**95,486,890**	673,904
Amortization for the period	**(90,446,417)**	(26,317,026)
Balance at end of year	**P 92,754,129**	P 87,713,656

16.4 Transaction Price Allocated to Unsatisfied Performance Obligation

The aggregate amount of transaction price allocated to partially or wholly unsatisfied contracts as of December 31, 2020 and 2019 is P1.67 billion and P0.63 billion, respectively. As of December 31, 2020 and 2019, the Company expects to recognize revenue from unsatisfied contracts as follows:

	2020	2019
Within a year	**P 517,250,944**	P 148,186,952
More than one year to three years	**1,129,435,157**	348,238,043
More than three years to five years	**25,091,270**	130,993,863
	P1,671,777,371	P 627,418,858

17. OPERATING EXPENSES BY NATURE

Presented below are the details of this account.

	Notes	**2020**	2019	2018
Cost of real estate sales		**P 939,364,349**	P 1,459,939,404	P 1,960,751,972
Salaries and employee benefits	19.1, 22.2	**250,522,455**	268,714,264	217,096,493
Depreciation and amortization	10,11,12 21.2	**146,306,315**	137,454,233	47,202,781
Commissions	16.3, 21.7(a)	**123,429,286**	221,254,453	235,186,156
Taxes and licenses	12	**49,610,920**	58,757,894	42,068,857
Professional fees and outside services		**24,451,212**	56,057,334	38,690,184
Subscriptions and membership dues		**18,047,387**	16,635,097	26,099,791
Utilities		**17,202,438**	28,030,776	35,259,643
Rentals	11, 21.2	**14,657,762**	32,129,030	112,400,183
Management fees	21.6	**9,386,708**	14,202,024	8,571,429
Transportation and travel		**7,283,483**	15,576,874	15,824,562
Repairs and maintenance	12	**5,178,704**	6,079,644	4,480,502
Representation and entertainment		**3,865,850**	4,831,302	3,770,557
Advertising and promotions		**2,512,914**	6,911,706	5,430,851
Agency fees		**1,183,215**	1,527,019	1,468,536
Insurance		**1,075,814**	1,228,320	1,549,472
Registration and other fees		**702,527**	1,948,145	3,135,073
Directors' fees		**450,000**	400,000	450,000
Miscellaneous	12, 21.2	**10,793,514**	17,619,060	32,367,917
		P 1,626,024,853	P 2,349,296,579	P 2,791,804,959

These expenses are classified in the statements of comprehensive income as follows:

	Note	2020	2019	2018
Cost of real estate sales		**P 939,364,349**	P 1,459,939,404	P 1,960,751,972
Cost of rentals	12	**46,708,989**	40,267,051	19,145,785
Other operating expenses		**639,951,515**	849,090,124	811,907,202
		P 1,626,024,853	P 2,349,296,579	P 2,791,804,959

The cost of real estate sales is further broken down as follows:

	2020	2019	2018
Contracted services	**P 896,385,982**	P 1,317,082,417	P 1,737,155,229
Borrowing cost	**26,972,775**	83,583,948	93,690,906
Land cost	**16,005,592**	59,273,039	129,905,837
	P 939,364,349	P 1,459,939,404	P 1,960,751,972

18. FINANCE INCOME AND FINANCE COSTS AND OTHER CHARGES

18.1 Finance Income

Presented below are the details of this account.

	Notes	2020	2019	2018
Interest income from:				
Real estate sales	5	**P 53,314,132**	P 26,374,336	P 15,223,042
Finance lease	5	**45,517,732**	44,255,601	-
Cash and short-term placements	4	**13,226,393**	14,047,308	46,155,148
Advances to related parties	21.4	**4,095,893**	4,084,702	4,084,703
Unrealized foreign exchange gains		**-**	-	2,055,689
		P 116,154,150	P 88,761,947	P 67,518,582

18.2 Finance Costs and Other Charges

Presented below are the details of this account.

	Notes	2020	2019 [As restated see Note 2.1(b)]	2018 [As restated see Note 2.1 (b)]
Interest expense on:				
Loans	13	**P 74,751,042**	P 142,261,701	P 128,315,933
Lease liabilities	11, 21.2	**37,308,456**	35,937,092	-
Advances from related parties	21.5	**8,587,202**	11,028,113	9,715,070
Retirement benefit Obligation (RBO)	19.2	**3,060,345**	2,032,663	1,746,466
Others		**568,984**	2,541,384	6,770,030
Foreign exchange loss		**5,523,506**	3,055,197	-
Loss on refund		**1,895,180**	13,137,595	6,483,830
Impairment loss	9, 21.4	**22,335,173**	29,626,373	49,808,363
		P 154,029,888	P 239,620,118	P 202,839,692

19. EMPLOYEE BENEFITS

19.1 Salaries and Employee Benefits

Expenses recognized for salaries and employee benefits are presented below.

	Notes	2020	2019	2018
Short-term benefits		**P 238,249,565**	P 263,691,902	P 206,095,500
Post-employment benefit	19.2	**12,272,890**	4,129,409	7,693,835
Share-based employee compensation	22.2	**-**	892,953	3,307,158
		P 250,522,455	P 268,714,264	P 217,096,493

19.2 Post-employment Defined Benefit Plan

(a) Characteristics of the Defined Benefit Plan

The Company maintains an unfunded, non-contributory post-employment defined benefit plan covering all regular employees. The plan provides for lump-sum benefits equivalent to 85% to 150% of the employee's monthly salary for every year of service depending on the number of years of service. The normal retirement age is 60 years and applicable upon completion of five years of faithful and continuous service to the Company. However, an employee who attains the age of 50 with the completion of no less than 10 years of service; or upon completion of 15 years of service and opts for an early retirement is likewise entitled to the same benefits. Actuarial valuations are made annually to update the retirement benefit costs.

(b) Explanation of Amounts Presented in the Financial Statements

Actuarial valuations are to be made annually to update the retirement benefit costs and the amount of contributions. All amounts presented below and in the succeeding pages are based on the actuarial valuation report obtained from an independent actuary in 2020 and 2019.

The movements in the present value of the retirement benefit obligation recognized in the books are as follows:

	2020	2019
Balance at beginning of year	**P 60,721,137**	P 22,460,370
Current service cost	**12,272,890**	4,129,409
Interest expense	**3,060,345**	2,032,663
Actuarial losses (gains) arising from:		
Changes in financial assumptions	**2,259,734**	31,071,901
Experience adjustments	**(5,349,447)**	1,026,794
Balance at end of year	**P 72,964,659**	P 60,721,137

The components of amounts recognized in profit or loss and in other comprehensive income in respect of the post-employment defined benefit plan are shown below.

	2020	2019	2018
Reported in profit or loss:			
Current service cost	**P 12,272,890**	P 4,129,409	P 7,693,835
Interest cost	**3,060,345**	2,032,663	1,746,466
	P 15,333,235	P 6,162,072	P 9,440,301
Reported in other comprehensive income –			
Actuarial losses (gains) arising from:			
Changes in financial assumptions	**P 2,259,734**	P 31,071,901	(P 20,034,668)
Experience adjustments	**(5,349,447)**	1,026,794	1,238,386
	(P 3,089,713)	P 32,098,695	(P 18,796,282)

The amounts of current service cost incurred are presented as part of Salaries and employee benefits under Other Operating Expenses account in the statements of comprehensive income (see Note 17). The amounts of interest expense related to the retirement benefit obligation are presented as Interest on RBO under Finance Costs and Other Charges in the statements of comprehensive income (see Note 18.2).

The amount recognized in other comprehensive income is included as an item that will not be reclassified subsequently to profit or loss.

In determining the amounts of the post-employment defined benefit obligation, the following significant actuarial assumptions were used:

	2020	2019	2018
Discount rates	3.91%	5.04%	9.05%
Expected rate of salary increase	4.00%	5.00%	5.00%

Assumptions regarding future mortality are based on published statistics and mortality tables. The average expected remaining working life of employees retiring at the age of 60 is 31 years for both males and females. These assumptions were developed by management with the assistance of an independent actuary. Discount factors are determined close to the end of each reporting period by reference to the interest rates of zero coupon government bonds with terms to maturity approximating to the terms of the post-employment obligation. Other assumptions are based on current actuarial benchmarks and management's historical experience.

(c) Risks Associated with the Retirement Plan

The plan exposes the Company to actuarial risks such as interest rate risk and longevity and salary risks.

(i) Interest Risk

The present value of the DBO is calculated using a discount rate determined by reference to market yields of government bonds. Generally, a decrease in the interest rate of a reference government bonds will increase the plan obligation.

(ii) Longevity and Salary Risks

The present value of the DBO is calculated by reference to the best estimate of the mortality of the plan participants both during and after their employment, and to their future salaries. Consequently, increases in the life expectancy and salary of the plan participants will result in an increase in the plan obligation.

(d) Other Information

The information on the sensitivity analysis for certain significant actuarial assumptions and the timing and uncertainty of future cash flows related to the retirement plan are described below.

(i) Sensitivity Analysis

	Impact on Retirement Benefit Obligation		
	Change in Assumptions	Increase in Assumptions	Decrease in Assumptions
December 31, 2020			
Discount rate	**+/- 0.5%**	**(P 7,120,843)**	**P 8,107,569**
Salary increase rate	**+/- 1.0%**	**16,722,158**	**(13,170,797)**
December 31, 2019			
Discount rate	+/- 0.5%	(P 5,990,097)	P 6,816,346
Salary increase rate	+/- 1.0%	14,069,857	(11,118,539)

The sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. This analysis may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the DBO has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the DBO recognized in the statements of financial position.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the previous years.

(ii) Funding Arrangements and Expected Contributions

The plan is currently unfunded as at December 31, 2020. While there is no minimum funding requirement in the country, the non-funding may pose a cash flow risk in about 20 years' time when a significant number of employees is expected to retire.

As at December 31, 2020, the Company is yet to determine how much and when to fund the post-employment benefit plan.

The maturity profile for the next 20 years of undiscounted expected benefit payments from the plan as of December 31 follows.

	2020	2019
Within one year	**P 3,742,487**	P 3,205,216
More than one year to five years	**5,425,122**	3,892,767
More than five years to 10 years	**21,442,287**	11,352,360
More than 10 years to 15 years	**27,546,746**	25,456,414
More than 15 years to 20 years	**134,538,449**	135,747,598
	P 192,695,091	P 179,654,355

The weighted average duration of the defined benefit obligation at the end of the reporting period is 23 years.

20. CURRENT AND DEFFERED TAXES

The components of tax expense (income) as reported in the statements of comprehensive income are as follows:

	2020	2019	2018
Reported in profit or loss:			
Current tax expense:			
Regular corporate income tax (RCIT) at 30%	**P 23,341,286**	P 349,660,303	P 270,410,050
Final tax	**2,639,769**	2,801,901	9,199,222
	25,981,055	352,462,204	279,609,272
Deferred tax expense relating to origination and reversal of temporary differences	**312,695,525**	3,140,121	253,311,733
	P 338,676,580	P 355,602,325	P 532,921,005
Reported in other comprehensive income –			
Deferred tax expense (income) relating to remeasurements of retirement benefit plan	**P 926,914**	(P 9,629,609)	P 5,638,885

A reconciliation of tax on pretax profit computed at the applicable statutory rates to income tax expense reported in the statements of comprehensive income is presented in the succeeding page.

	2020	2019 [As restated see Note 2.1(b)]	2018 [As restated see Note 2.1(b)]
Tax on pretax profit	**P 425,018,925**	P 517,062,324	P 572,617,861
Adjustment for income subjected to lower income tax rates	**(1,328,149)**	(1,412,292)	(5,217,591)
Tax effects of:			
Non-deductible expenses	**12,374,322**	36,658,973	31,946,160
Non-taxable income	**(98,697,931)**	(198,097,364)	(66,425,425)
Non-deductible interest expense	**1,309,413**	1,390,684	-
	P 338,676,580	P 355,602,325	P 532,921,005

The net deferred tax liabilities as at December 31 relate to the following:

	2020	2019
Unrealized profit on real estate sale	**(P 975,196,486)**	(P 787,489,377)
Finance lease	**(131,997,515)**	(118,342,195)
Marketing fee receivable	**(86,796,791)**	(25,819,304)
Capitalized borrowing cost	**(83,911,864)**	(59,129,099)
Deferred commission	**(77,346,619)**	(36,301,58)
Share-based employee compensation	**70,927,670**	70,927,670
Leases	**24,443,177**	7,817,568
Rental income	**(23,860,401)**	(19,148,360)
Retirement benefit obligation	**21,889,397**	18,216,341
Refund liability	**4,799,516**	6,535,559
Unrealized foreign exchange losses – net	**1,611,255**	916,559
	(P 1,255,438,661)	(P 941,816,221)

The components of net deferred tax expense (income) are as follows:

	Profit or Loss			Other Comprehensive Income		
	2020	2019	2018	**2020**	2019	2018
Unrealized profit on real estate sales	**P 187,707,109**	(P 20,766,082)	P 241,059,729	**P -**	P -	P -
Marketing fee receivable	**60,977,487**	13,510,639	6,173,058	**-**	-	-
Deferred commission	**41,045,036**	3,490,596	3,887,621	**-**	-	-
Capitalized borrowing cost	**24,782,765**	5,158,163	1,391,553	**-**	-	-
Leases	**(16,625,609)**	(11,148,121)	-	**-**	-	-
Finance lease	**13,655,320**	13,276,680	-	**-**	-	-
Rental income	**4,712,042**	4,712,042	4,712,042	**-**	-	-
Retirement benefit obligation	**(4,599,972)**	(1,848,622)	(2,798,570)	**926,914**	(9,629,609)	5,638,885
Refund liability	**1,736,043**	(1,444,022)	(1,931,758)	**-**	-	-
Unrealized foreign exchange gains (losses) - net	**(694,696)**	(1,533,266)	1,810,205	**-**	-	-
Share-based employee compensation	**-**	(267,886)	(992,147)	**-**	-	-
Deferred tax expense (income)	**P 312,695,525**	P 3,140,121	P 253,311,733	**P 926,914**	(P 9,629,609)	P 5,638,885

The Company is subject to minimum corporate income tax (MCIT), which is computed at 2% of gross income, as defined under the tax regulations, or RCIT, whichever is higher. The Company incurred RCIT in 2020, 2019 and 2018 as RCIT is higher than MCIT for the years presented.

In 2020, 2019 and 2018, the Company opted to claim itemized deductions in computing for its income tax due.

21. RELATED PARTY TRANSACTIONS

The Company's related parties include its parent company, subsidiaries, associates, a stockholder, the Company's key management personnel and others as described below.

21.1 Summary of Related Party Transactions

The summary of the Company's transactions with its related parties for the years ended December 31, 2020, 2019 and 2018, and the related outstanding balances as of December 31, 2020 and 2019 is as follows:

Related Party Category	Notes	Amount of Transactions 2020	2019	2018	Outstanding Balances 2020	2019
Parent company:						
Lease liability	21.2	**(P 53,831,702)**	P 138,478,275	P -	**P 84,646,573**	P 138,478,275
Availment of advances – including interest	21.5	**(9,810,974)**	(13,819,480)	(8,642,921)	**(171,779,426)**	(161,968,452)
Services	21.6	**8,571,429**	8,571,429	8,571,429	**-**	-
Commission expense	21.7	**6,119,167**	21,500,974	21,051,434	**-**	-
Rental expense	21.2	**-**	-	67,545,144	**-**	-
Prepaid rentals	21.2	**-**	-	20,803,960	**-**	-
Rental deposits	21.2	**-**	-	22,053,253	**-**	-
Subsidiaries:						
Net grants of cash advances	21.4	**(202,385,823)**	(444,527,780)	380,653,556	**8,355,215,185**	8,557,601,008
Commission income	21.7	**72,353,952**	-	14,267,298	**-**	-
Commission expense	21.7	**63,848,380**	100,931,655	72,529,611	**(6,385,174)**	(28,163,554)
Management and marketing income	21.3	**47,899,157**	86,492,547	58,118,742	**89,685,162**	64,116,215
Availment of advances	21.5	**(43,006,656)**	-	-	**(43,006,656)**	-
Rental income	21.2	**26,717,709**	57,354,468	15,805,715	**65,941,194**	55,344,990
Associates:						
Net grants (collections) of cash advances	21.4	**-**	-	(35,968,513)	**-**	7,518,689
Other investees of shareholders:						
Granting of cash advances – net of collections	21.4	**73,226,768**	123,561,187	41,874,172	**1,693,879,079**	1,620,652,311
Interest income	21.4	**4,095,893**	4,084,702	4,084,702	**38,982,441**	35,187,014
Rental income	21.2	**1,224,847**	6,742,495	123,418	**186,380**	-
Net repayments (availments) of cash advances	21.5	**(105,647)**	102,387,990	(96,776,318)	**(73,717,013)**	(73,611,366)
Officers and employees						
Granting of cash advances – net of collections	21.4	**10,497,592**	17,906,944	38,240,165	**74,533,552**	164,035,960
Key Management Personnel – Compensation	21.8	**22,549,919**	25,736,185	26,255,456	**-**	-

Unless otherwise stated, the related receivables and payables from these transactions are short-term, unsecured, noninterest-bearing and are generally settled in cash upon demand.

Based on management's assessment, certain advances to related parties were impaired as of December 31, 2020 and 2019. As such, adequate amount of allowance of ECL is recognized [see Note 25.2(c)].

21.2 Rental Income and Rental Expense

(a) Company as a Lessor

The Company leases its investment property to certain related parties with rental payments mutually agreed on a yearly basis. The rental earned from these related parties, which are based either on fixed monthly payments or with annual escalation rate of 5% per agreement, are included as part of Rental Income account in the statements of comprehensive income (see Note 12). The outstanding receivables from these transactions are presented as part of Rental receivables under the Trade and Other Receivables account in the statements of financial position (see Note 5).

The outstanding receivables from these transactions are short-term, unsecured, noninterest-bearing and are generally settled in cash upon demand.

(b) Company as a Lessee

In 2016, the Company entered into a lease agreement as lessee with Megaworld for the new space where the Company transferred its office in 2017. On January 1, 2019, in connection with the adoption of PFRS 16, the Company recognized right-of-use asset and lease liability amounting to P127.5 million and P103.8 million, respectively. The corresponding amortization of the right-of-use asset amounted to P57.3 million and P37.3 million in 2020 and 2019, respectively, and is presented as part of Depreciation and amortization under Other Operating Expenses in the 2020 and 2019 statements of comprehensive income (see Note 17). Interest incurred on lease liability amounted to P9.2 million and P8.0 million in 2020 and 2019, respectively, and is presented as part of Interest expense under Finance Costs and Other Charges in the 2020 and 2019 statements of comprehensive income (see Note 18.2). Total rent expense recognized in 2018 prior to adoption of PFRS 16 amounting to P67.5 million in 2018 is presented as part of Rental under Other Operating Expenses account in the 2018 statement of comprehensive income (see Note 17).

In December 2020, the Company entered into a new lease agreement as lessee with Megaworld covering the Company's new office space. The Company recognized right-of-use asset and lease liability amounting to P90.0 million and P84.1 million, respectively. Consequently, the Company derecognized the remaining carrying amount of right-of-use asset and lease liability for the old office space amounting to P81.1 million and P78.4 million, respectively (see Note 11). The derecognition of the right-of-use asset and lease liability resulted to a loss amounting to P2.7 million and is presented as part of Miscellaneous under Other Operating Expenses in the 2020 statement of comprehensive income. The corresponding amortization of the right-of-use asset amounted to P1.5 million and is presented as part of Depreciation and amortization under Other Operating Expenses in the 2020 statement of comprehensive income (see Note 17). Interest incurred on lease liability amounted to P0.5 million and is presented as part of Interest expense under Finance Costs and Other Charges in the 2020 statement of comprehensive income (see Note 18.2). As of December 31, 2020, the related carrying amounts of the right-of-use asset and lease liability amounted to P88.5 million and P84.6 million, respectively.

21.3 Management and Marketing Income

In 2017, the Company and FEUDC entered into an agreement wherein the Company shall provide technical guidance in terms of management and supervision of the latter's operations and in return, the Company shall receive management fees.

In 2012, the Company and OPI entered into an exclusive marketing agreement wherein the Company is appointed as the exclusive marketing agent of certain projects of OPI. The Company shall be responsible for all expenses incurred for advertising, promotion, printing of brochures, marketing research, sales management, and documentation of sales. In consideration for the services rendered to OPI, the Company will receive a management fee equivalent to 5% and marketing fee equivalent to 12% of the cash collections from the sale of lots.

Management and marketing fee earned in relation to the above agreements is presented as part of Management and Marketing Income account in the statements of comprehensive income. The related outstanding receivable from this transaction amounted to P89.7 million and P64.1 million as at December 31, 2020 and 2019 is presented as Marketing and management fee receivable under Trade and Other Receivables account in the statements of financial position (see Note 5).

The outstanding receivables from these transactions are short-term, unsecured, noninterest-bearing and are generally settled in cash upon demand.

21.4 Advances to Related Parties and Officers and Employees

The Company grants advances to its subsidiaries, associates and other related parties for working capital purposes. The balances of these advances, shown as Advances to Related Parties account in the statements of financial position, are as follows:

	2020	2019
Subsidiaries	**P 8,355,215,185**	P 8,557,601,008
Other investees of shareholders	**1,693,879,079**	1,620,652,311
	P10,049,094,264	P10,178,253,319

A summary of transactions with these related parties are as follows:

	Amount of Transactions		
	2020	2019	2018
Subsidiaries:			
Balance at beginning of year	**P 8,557,601,008**	P 9,002,128,788	P 8,621,475,232
Cash advances granted	**-**	-	380,653,556
Impairment loss	**(18,682,505)**	-	-
Collections	**(183,703,318)**	(444,527,780)	-
Balance at end of year	**P 8,355,215,185**	P 8,557,601,008	P 9,002,128,788
Associates:			
Balance at beginning of year	**P -**	P 7,518,689	P 43,487,202
Impairment loss	**-**	(7,518,689)	-
Collections	**-**	-	(35,968,513
Balance at end of year	**P -**	P -	P 7,518,689

	Amount of Transactions		
	2020	2019	2018
Other investees of shareholders:			
Balance at beginning of year	**P 1,620,652,311**	P 1,519,198,808	P 1,477,324,636
Cash advances granted	**76,879,436**	123,561,187	43,947,614
Impairment loss	**(3,652,668)**	(22,107,684)	-
Collections	**-**	-	(2,073,442)
Balance at end of year	**P 1,693,879,079**	P 1,620,652,311	P 1,519,198,808

The advances to related parties are unsecured, due and demandable any time and are generally payable in cash. Except for the advances to Camp John Hay Development Corporation (CJDEVCO) and Golforce, Inc., these advances are noninterest-bearing. The advances to CJDEVCO and Golforce, Inc. totalling P46.5 million and P46.4 million as at December 31, 2020 and 2019 respectively, bear annual interest of 16% in both years. Interest earned from these advances amounted to P4.1 million in 2020, 2019 and 2018, and is shown as part of Finance Income account in the statements of comprehensive income (see Note 18.1). The interest receivable from these advances amounting to P39.0 million and P35.2 million as at December 31, 2020 and 2019, respectively, is shown as Interest receivable under the Trade and Other Receivables account in the statements of financial position (see Note 5).

In 2020 and 2019, the Company's management assessed that certain advances to related parties were impaired. The impairment loss is presented as part of Finance Costs and Other Charges in the statements of comprehensive income (see Note 18.2).

The Company also has unsecured and noninterest-bearing outstanding Advances to officers and employees which are presented under the Trade and Other Receivables account in the statements of financial position (see Note 5). These are settled through salary deduction or liquidation.

21.5 Advances from Related Parties

The Company obtains advances from a subsidiary and other related parties for working capital purposes. These advances are unsecured and are repayable in cash upon demand. Also, except for the advances from Megaworld, these advances are noninterest-bearing.

The outstanding advances from these related parties shown as Advances from Related Parties account in the statements of financial position are as follows:

	2020	2019
Parent company	**P 171,779,426**	P 161,968,452
Subsidiary	**43,006,656**	-
Other investees of shareholders	**73,717,013**	73,611,366
	P 288,503,095	P 235,579,818

A summary of transactions with these related parties are as follows:

	Amount of Transactions		
	2020	2019	2018
Parent company:			
Balance at beginning of year	**P 161,968,452**	P 148,148,972	P 139,506,051
Cash advances obtained	**1,223,772**	5,731,148	1,024,477
Interest expense	**8,587,202**	8,088,332	7,618,444
Balance at end of year	**P 171,779,426**	P 161,968,452	P 148,148,972
Subsidiary:			
Balance at beginning of year	**P -**	P -	P -
Cash advances obtained	**43,006,656**	-	-
Balance at end of year	**P 43,006,656**	P -	P -
Other investees of shareholders:			
Balance at beginning of year	**P 73,611,366**	P 175,999,356	P 79,223,038
Cash advances obtained	**179,747**	-	101,981,019
Repayments	**(74,100)**	(102,387,990)	(5,204,701)
Balance at end of year	**P 73,717,013**	P 73,611,366	P 175,999,356

The advances from Megaworld bear annual interest of 6.0%. The interest expense incurred in 2020, 2019 and 2018 are presented as part of Finance Costs and Other Charges in the statements of comprehensive income (see Note 18.2).

The related unpaid interest amounting to P56.2 million and P47.6 million as at December 31, 2020 and 2019, respectively, is included as part of the Advances from Related Parties account in the statements of financial position.

21.6 Services

In 2020 and 2019, the Company obtained services from a related party for a fixed consideration. The amount of expenses incurred from such transaction is recorded as Management fees under the Other Operating Expenses account in the 2020 and 2019 statements of comprehensive income (see Note 17) while the related outstanding payable is presented as part of Others under Trade and Other Payables account in the statements of financial position (see Note 14).

21.7 Others

(a) Commission Expense

In the normal course of business, the Company pays commissions to Megaworld and MGEI for marketing services rendered with the purpose of increasing sales from the Company's projects.

The commissions are based on pre-agreed rates and are payable once a certain percentage of the contract price has been collected. Commissions incurred are presented as part of Commissions under Other Operating Expenses account in the statements of comprehensive income (see Note 17). The related outstanding payable is presented as Commission payable under Trade and Other Payables account in the statements of financial position (see Note 14).

The outstanding payables from these transactions are short-term, unsecured, noninterest-bearing and generally settled in cash upon demand.

(b) Commission Income

The Company provided marketing services to TLC to increase the latter's real estate sales. Total amount of commission income earned is included as part of Others under Revenues account in the statements of comprehensive income. There are no outstanding receivables related to this transaction as at December 31, 2020 and 2019.

(c) Others

The Company has control of funds amounting to P34.5 million and P262.7 million as at December 31, 2020 and 2019, respectively, that are held in trust by MGEI. These are included as part of the Cash and Cash Equivalents account in the statements of financial position (see Note 4).

21.8 Key Management Personnel Compensation

The Company's key management personnel compensation, which is presented as part of Salaries and employee benefits (see Note 19.1), includes the following:

	Note	**2020**	2019	2018
Short-term benefits		**P 18,470,597**	P 20,162,959	P 19,053,997
Post-employment defined benefit		**3,989,322**	4,680,274	3,894,301
Share-based employee compensation	22.2	**-**	892,952	3,307,158
		P 22,459,919	P 25,736,185	P 26,255,456

22. EQUITY

22.1 Capital Stock

Capital stock as of December 31, 2020, 2019 and 2018 consists of:

	Shares	Amount
Common shares – P1 par value		
Authorized	20,000,000,000	P 20,000,000,000
Issued and outstanding		
Balance at end of year	10,986,000,000	P 10,986,000,000

On November 23, 1995, the SEC approved the listing of the Company's common shares totaling 150.0 million. The shares were initially issued at an offer price of P19.50 per common share. As at December 31, 2020 and 2019, there are 4,200 and 4,231 holders of the listed shares, which closed at P1.20 per share and P1.13 per share, respectively.

The Company also made additional listings of 2.2 billion, 5.0 billion and 2.5 billion shares on January 11, 2007, January 20, 2011 and August 14, 2013, respectively.

22.2 Employee Stock Option Plan

On September 23, 2011, the BOD of the Company approved an Executive Stock Option Plan (the ESOP) for its key executive officers. This was approved on November 8, 2011 by stockholders holding at least 2/3 of the outstanding capital stock. The purpose of the ESOP is to enable the key executives and senior officers of the Company, who are largely responsible for its further growth and development, to obtain an ownership interest in the Company, thereby encouraging long-term commitment to the Company. The ESOP is being administered by the Executive Compensation Committee of the BOD.

Under the ESOP, the Company shall initially reserve for exercise of stock options up to 500.0 million common shares of the Company's outstanding shares to be issued, in whole or in part, out of the authorized but unissued shares. Stock options may be granted within 10 years from the adoption of the ESOP and may be exercised within seven years from date of grant. The exercise price shall be at a 15% discount from the volume weighted average closing price of the Company's shares for twelve months immediately preceding the date of grant. The options shall vest within three years from date of grant and the holder of an option may exercise only a third of the option at the end of each year of the three-year period. The Company shall receive cash for the stock options.

As of December 31, 2020, pursuant to this ESOP, the Company has granted the option to its key company executives to subscribe to 400.0 million shares of the Company. An option holder may exercise in whole or in part his vested option provided, that, an option exercisable but not actually exercised within a given year shall accrue and may be exercised at any time thereafter but prior to the expiration of said option's life cycle. A total of 400.0 million options have vested as at December 31, 2020 and 2019, respectively, but none of these have been exercised yet by any of the option holders as at the end of the reporting periods.

The fair value of the option granted was estimated using a variation of the Black-Scholes valuation model that takes into account factors specific to the ESOP. The principal assumptions used in the valuation were shown below.

Grant dates	:	February 16, 2012, February 18, 2013 March 7, 2014, March 9, 2015, July 14, 2016
Vesting period ends	:	February 15, 2015, February 17, 2016, March 6, 2017, March 8, 2018, July 13, 2019
Option life	:	Seven years
Share price at grant dates	:	P2.10, P2.09, P1.60, P1.63, P1.02
Exercise price at grant dates	:	P1.93, P1.69, P1.50, P1.65, P1.00
Average fair value at grant dates	:	P2.27, P0.74, P0.42, P0.34, P0.24
Average standard deviation of share price returns	:	57.10%, 20.85%, 16.16%, 12.16%, 15.29%
Average risk-free investment rates	:	2.46%, 2.14%, 2.46%, 2.51%, 2.59%

The underlying expected volatility was determined by reference to historical date of the Company's shares over a period of time consistent with the option life.

A total of P0.9 million and P3.3 million share-based employee compensation is recognized for the years ended December 31, 2019 and 2018, respectively (nil for 2020) and is included as part of Salaries and employee benefits under Other Operating Expenses account in the 2019 and 2018 statements of comprehensive income (see Note 17), and is credited to Retained Earnings in the equity section of the statements of financial position.

23. EARNINGS PER SHARE

Earnings per share amounts were computed below.

	2020	2019 [As restated see Note 2.1(b)]	2018 [As restated see Note 2.1(b)]
Basic:			
Net profit for the year	**P 1,078,053,171**	P 1,367,938,755	P 1,375,805,198
Divided by weighted number of outstanding common shares	**10,986,000,000**	10,986,000,000	10,986,000,000
	P 0.098	P 0.125	P 0.125
Diluted:			
Net profit for the year	**P 1,078,053,171**	P 1,367,938,755	P 1,375,805,198
Divided by weighted number of outstanding common shares	**11,376,972,222**	11,376,972,222	11,357,527,778
	P 0.095	P 0.121	P 0.123

In relation to the approved ESOP for key executive officers, the vested options exercisable by any of the option holders are considered as potentially dilutive shares.

24. COMMITMENTS AND CONTINGENCIES

24.1 Lease Commitments – Company as Lessor

The Company is a lessor under several operating leases covering real estate properties for commercial use and development rights (see Notes 12 and 13). The leases which have a term of 32 years, have terms ranging from one to five years, with renewal options, and include annual escalation rate of 5%. The average annual rental covering these agreements amounted to P141.7 million. Future minimum lease receivables under these agreements are presented in the succeeding page.

	2020	2019
Within one year	**P 144,158,135**	P 184,588,845
After one year but not more than two years	**136,162,683**	212,490,794
After two years but not more than three years	**136,645,869**	190,533,937
After three years but not more than four years	**142,426,354**	181,853,838
After four years but not more than five years	**148,753,498**	153,322,104
More than five years	**1,205,657,374**	1,518,464,982
	P 1,913,803,913	P 2,441,254,500

The undiscounted maturity analysis of finance lease receivable at December 31, 2020 and 2019 is as follows:

	Within 1 year	1 to 2 years	2 to 3 years	3 to 4 years	4 to 5 years	More than 5 years	Total
2020							
Lease collection	P 94,764,348	P 88,070,235	P 88,699,119	P 89,346,871	P 90,014,054	P 705,431,648	P1,156,326,275
Interest income	(42,130,828)	(38,419,379)	(34,355,507)	(29,909,018)	(25,047,216)	(393,190,165)	(563,052,113)
Net present value	**P 52,633,520**	**P 49,650,856**	**P 54,343,612**	**P 59,437,853**	**P 64,966,838**	**P312,241,483**	**P 593,274,162**
2019							
Lease collection	P 90,472,736	P 87,459,667	P 88,060,235	P 88,699,119	P 89,346,871	P795,445,702	P1,239,494,330
Interest income	(3,685,787)	(42,130,827)	(38,419,280)	(34,355,507)	(29,909,018)	(418,237,382)	(566,737,901)
Net present value	P 86,786,949	P 45,328,840	P 49,650,855	P 54,343,612	P 59,437,853	P377,208,320	P 672,756,429

24.2 Legal Claims

As at December 31, 2020 and 2019, the Company is a party to certain litigations arising from the normal course of business. No provision was recognized in the Company's financial statements because the ultimate outcome of these litigations cannot be presently determined. In addition, the Company's management believes that its impact in the financial statements, taken as a whole, is not material.

24.3 Others

There are other commitments, guarantees and contingent liabilities that arise in the normal course of operations of the Company which are not reflected in the financial statements. The management of the Company is of the opinion that losses, if any, from these items will not have any material effect on their financial statements.

25. RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company is exposed to a variety of financial risks in relation to financial instruments. The Company's financial assets and financial liabilities by category are summarized in Note 26. The main types of risks are market risk, credit risk and liquidity risk.

The Company's risk management is coordinated in close cooperation with the BOD, and focuses on actively securing the Company's short-to-medium term cash flows by minimizing the exposure to financial markets. Long-term financial investments are managed to generate lasting returns.

The Company does not engage in the trading of financial assets for speculative purposes. The relevant financial risks to which the Company is exposed to are described below and in the succeeding pages.

25.1 Market Risk

(a) Foreign Currency Risk

Most of the Company's transactions are carried out in Philippine pesos, its functional currency. Exposures to currency exchange rates, however, arise from the Company's cash and cash equivalents which are denominated in U.S. dollars.

To mitigate the Company's exposure to foreign currency risk, non-Philippine peso cash flows are monitored.

U.S. dollar denominated financial assets, translated into Philippine pesos at the closing rates at end of 2020, 2019 and 2018, pertain to cash and cash equivalents amounting to P100.9 million, P92.8 million and P117.0 million, respectively. The Company has no U.S. dollar denominated financial liabilities in 2020, 2019 and 2018.

If the Philippine peso had strengthened against the U.S. dollar, profit before tax would have decreased by P5.3 million, P8.8 million and P13.0 million in 2020, 2019 and 2018, respectively. If the Philippine peso had weakened against the U.S. dollar, then this would have increased profit before tax in 2020, 2019 and 2018 by the same amount. This sensitivity of the net result for the year assumes a +/- 5.2%, +/- 9.5% and +/- 11.1% change of the Philippine peso/U.S. dollar exchange rate for the years ended December 31, 2020, 2019 and 2018, respectively. These percentages have been determined based on the average market volatility in exchange rates, using standard deviation, in the previous 12 months for 2020 and 2019 estimated at 99% level of confidence. The sensitivity analysis is based on the Company's foreign currency financial instruments held at the end of the reporting periods.

Exposures to foreign exchange rates vary during the year depending on the volume of transactions. Nonetheless, the analysis above is considered to be representative of the Company's foreign currency risk.

(b) Interest Rate Risk

As at December 31, 2020 and 2019, the Company is exposed to changes in market interest rates through its cash and cash equivalents and interest bearing loans, which are subject to variable interest rates (see Notes 4 and 13). All other financial assets and liabilities have fixed rates.

The sensitivity of the Company's profit before tax is analyzed based on reasonably possible change for the year to a reasonably possible change in interest rates of +/- 2.44% in 2020, +/- 3.72% in 2019 and +/- 1.48% in 2018. These changes are considered to be reasonably possible based on observation of current market conditions. The percentage changes in rates have been determined based on the average market volatility in interest rates, using standard deviation, in the previous 12 months at a 99% confidence level. The sensitivity analysis is based on the Company's financial instruments held at the end of each reporting period, with effect estimated from beginning of the year. All other variables held constant, if the interest rate increased by 2.44%, 3.72%, 3.72% and 1.48%, in 2020, 2019 and 2018 respectively, profit before tax in 2020, 2019 and 2018 would have increased by P2.5 million and decreased by P26.0 million and P34.1 million in 2020, 2019 and 2018, respectively. Conversely, if the interest rates decreased by the same percentages, profit before tax in 2020, 2019 and 2018 , would have been higher by the same amount.

25.2 Credit Risk

Credit risk is the risk when a counterparty may fail to discharge an obligation to the Company. The Company is exposed to this risk for various financial instruments, for example by granting loans and receivables to customers and related parties and by placing deposits.

The Company continuously monitors defaults of customers and other counterparties, identified either individually or by group, and incorporate this information into its credit risk controls. The Company's policy is to deal only with creditworthy counterparties.

Generally, the maximum credit risk exposure of financial assets and contract assets are the carrying amounts of the financial assets as shown in the statements of financial position or in the detailed analysis provided in the notes to the financial statements, as summarized below.

	Notes	**2020**	2019
Cash and cash equivalents	4	**P 1,458,464,450**	P 1,914,039,462
Installment contracts receivable – net	5	**3,901,830,668**	4,473,099,357
Finance lease receivable	5	**593,274,162**	672,756,429
Rental receivables	5	**205,793,001**	139,618,860
Other receivables	5	**339,604,752**	122,404,450
Contract assets	16.2	**1,256,203,714**	115,095,724
Advances to related parties	21.4	**10,049,094,264**	10,178,253,319
Advances to joint ventures	8	**189,842,263**	186,680,846
Refundable deposits	7	**63,709,553**	46,621,968
		P 18,057,816,827	P 17,848,570,415

(a) *Cash and Cash Equivalents*

The credit risk for cash is considered negligible since the counterparties are reputable banks with high quality external credit ratings.

As part of Company policy, bank deposits are only maintained with reputable financial institutions. Cash in banks which are insured by the Philippine Deposit Insurance Corporation up to a maximum coverage of P0.5 million per depositor per banking institution, as provided for under R.A. No. 9576, *Amendment to Charter of Philippine Deposit Insurance Corporation*, are still subject to credit risk.

The Company applies the low credit risk simplification. The probability of default and loss given defaults are publicly available and are considered to be low credit risk investments. It is the Company'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 for impairment will be based on the lifetime ECL. The Company uses the ratings from Standard and Poor's to determine whether the debt instrument has significantly increased in credit risk and to estimate ECL.

As of December 31, 2020 and 2019, impairment allowance is not material.

(b) *Trade and Other Receivables and Contract Assets*

Credit risk of receivables from sale of real estate properties is managed primarily through credit reviews and analyses of receivables on a regular basis. The Company undertakes credit review procedures for all installment payment terms. Customer payments are facilitated through the use of post dated checks. Exposure to doubtful accounts is not substantial as title to real estate properties are not transferred to the buyers until full payment of the amortization has been made and the requirement for remedial procedures is negligible considering the Company's buyers' profile.

The Company has used the simplified approach in measuring ECL and has calculated ECL based on lifetime ECL. Therefore, the Company does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECL at each reporting date. The Company has established a provision matrix that is based on historical credit loss experience, adjusted for forward-looking information specific to the buyers and the economic environment.

The Company considers trade receivables in default when contractual payment are 90 days past due, except for certain circumstances when the reason for being past due is due to reconciliation with customers of payment records which are administrative in nature which may extend the definition of default to 90 days and beyond. Furthermore, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company.

The provision rate based on days past due of all customers as they have similar loss patterns. The credit enhancements such advance payment and value of the real estate for sale are considered in the calculation of impairment as recoveries.

The management determined that there is no required ECL to be recognized since the real estate sold is collateralized to the related receivable arising from sale. Therefore, there is no expected loss given default as the recoverable amount from subsequent resale of the real estate is sufficient.

Other components of receivables such as Rental receivables are also evaluated by the Company for impairment and assessed the no ECL should be provided. Rental receivables are secured to the extent of advance rental and security deposit received from the lessees, which are in average equivalent to six months.
The estimated fair value of collateral and other security enhancements held against installment contract receivables, contract assets and rent receivables are presented in below.

	Gross Maximum Exposure	Fair Value of Collaterals	Net Exposure
2020			
Installment contracts receivable – net	P 3,901,830,668	P 10,185,968,303	P -
Contract assets	1,256,203,714	2,361,575,709	-
Rent receivables	205,793,001	205,261,583	531,418
	P 5,363,827,383	**P12,752,805,595**	**P 531,418**
2019			
Installment contracts receivable – net	P 4,473,099,357	P 10,508,269,702	P -
Contract assets	115,095,724	253,435,470	-
Rent receivables	139,618,860	140,072,349	-
	P 4,727,813,941	**P 10,901,777,521**	**P -**

Some of the unimpaired trade and other receivables, which are mostly related to real estate sales, are past due as at the end of the reporting period and are presented below.

	2020	2019
Current (not past due)	**P4,514,268,744**	P 5,033,627,264
Past due but not impaired:		
More than one month but not more than 3 months	**287,823,235**	237,248,113
More than 3 months but not more than 6 months	**102,463,346**	45,087,132
More than 6 months but not more than one year	**135,947,258**	91,916,587
	P5,040,502,583	P 5,407,879,096

(c) Advances to Related Parties and Advances to Joint Ventures

ECL for Advances to related parties are measured and recognized using the liquidity approach. Management determines possible impairment based on the related party's ability to repay the advances upon demand at the reporting date taking into consideration the historical defaults from the related parties. Management assessed that the outstanding receivables from certain related parties as of December 31, 2020 and 2019 are not recoverable since these related parties have no capacity to pay the advances upon demand. Accordingly, impairment loss amounting to P22.3 million and P29.6 million for the years ended December 31, 2020 and 2019, respectively, is recognized and is presented as part of Finance Costs and Other Charges account in the statements of comprehensive income (see Note 18.2). The allowance for impairment as of December 31, 2020 and 2019 amounted to P52.0 million and P29.6 million, respectively. In 2018, possible impairment is assessed to be immaterial.

The Company does not consider any significant risks in the remaining advances to related parties since Megaworld and other related parties, whose credit risks for liquid funds are considered negligible, have committed to financially support these related parties as part of AGI's long-term corporate strategy.

In addition, there is also no significant risks in the advances joint ventures as these are advances to joint venturers in the Company's certain real estate projects which are set-off against the joint venturer's share in the collections of receivables pertaining to such projects. As of December 31, 2020 and 2019, impairment allowance is not material.

25.3 Liquidity Risk

The Company manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash outflows due in a day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Long-term liquidity needs for a 6-month and one-year period are identified monthly.

The Company maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash is invested in time deposits, or short-term marketable securities. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

The Company's financial liabilities have contractual maturities which are presented below.

	Notes	Current: Within 6 Months	Current: 6 to 12 Months	Non-current: 1 to 5 Years	Non-current: Beyond 5 Years
2020 :					
Interest-bearing loans	13	P 798,181,895	P 532,616,785	P 3,233,671,349	P 173,170,448
Trade and other payables	14	663,325,772	-	-	-
Advances from related parties	21.5	-	288,503,095	-	-
Lease liabilities	11	39,143,667	39,143,666	200,925,535	747,392,551
Retention payable	14, 15	-	81,125,999	-	311,784,111
		P1,500,651,334	**P 941,389,545**	**P3,434,596,884**	**P1,232,347,110**
2019 :					
Interest-bearing loans	13	P 861,926,045	P 856,564,219	P 3,249,493,594	P -
Trade and other payables	14	1,030,178,324	-	-	-
Advances from related parties	21.5	-	235,579,818	-	-
Lease liabilities	11	50,612,692	50,612,692	201,631,612	777,489,229
Retention payable	14, 15	-	81,125,999	-	293,554,549
		P1,942,717,061	P1,223,882,728	P 3,451,125,206	P1,071,043,778

26. CATEGORIES AND OFFSETTING OF FINANCIAL ASSETS AND FINANCIAL LIABILITIES

26.1 Carrying Amounts and Fair Values of Financial Assets and Financial Liabilities

The carrying amounts and fair values of the categories of financial assets and financial liabilities presented in the statements of financial position are shown below.

	2020 Carrying Values	2020 Fair Values	2019 Carrying Values	2019 Fair Values
Financial Assets				
Financial assets at amortized cost:				
Cash and cash equivalents	**P 1,458,464,450**	**P 1,458,464,450**	P 1,914,039,462	P 1,914,039,462
Trade and other receivables – net	**5,040,502,583**	**4,369,563,466**	5,407,879,096	5,724,93 7,337
Advances to related parties	**10,049,094,264**	**10,049,094,264**	10,178,253,319	10,178,253,319
Advances to joint ventures	**189,842,263**	**189,842,263**	186,680,846	186,680,846
Refundable deposits	**63,709,553**	**63,709,553**	46,621,968	46,621,968
	P 16,801,613,113	**P 16,130,673,996**	P17,733,474,691	P18,050,532,932
Financial Liabilities				
Financial liabilities at amortized cost:				
Trade and other payables	**P 663,325,772**	**P 663,325,772**	P 1,030,178,324	P 1,030,178,324
Interest-bearing loans	**4,397,058,820**	**4,507,292,847**	4,480,769,231	4,445,600,798
Advances from related parties	**288,503,095**	**288,503,095**	235,579,818	235,579,818
Lease liabilities	**464,453,385**	**464,453,385**	494,291,684	494,291,684
Retention payable	**392,910,110**	**392,910,110**	374,680,548	374,680,548
	P 6,206,251,182	**P 6,316,485,209**	P 6,615,499,605	P 6,580,331,172

See Notes 2.4 and 2.9 for a description of the accounting policies for each category of financial instruments. A description of the Company's risk management objectives and policies for financial instruments is provided in Note 25.

26.2 Offsetting of Financial Assets and Financial Liabilities

The Company has not set-off financial instruments in 2020 and 2019 and does not have relevant offsetting arrangements. Currently, financial assets and financial liabilities are settled on a gross basis; however, each party to the financial instrument (particularly related parties) will have the option to settle all such amounts on a net basis in the event of default of the other party through approval by both parties' BOD and stockholders or upon instruction by the parent company. As such, the Company's outstanding advances to related parties amounting to P10,049.1 million and P10,178.3 million can be offset by the amount of outstanding advances from related parties amounting to P288.5 million and P235.6 million as at December 31, 2020 and 2019, respectively (see Note 22).

The Company has cash in a certain local bank to which it has an outstanding loan (see Note 14). In case of the Company's default on loan amortization, cash in bank amounting to P467.9 million and P871.0 million as of December 31, 2020 and 2019, respectively, can be applied against its outstanding loan amounting to P4,397.1 million and P4,480.8 million as of December 31, 2020 and 2019, respectively.

27. FAIR VALUE MEASUREMENT AND DISCLOSURES

27.1 Fair Value Hierarchy

In accordance with PFRS 13, *Fair Value Measurement*, the fair value of financial assets and financial liabilities and non-financial assets which are measured at fair value on a recurring or non-recurring basis and those assets and liabilities not measured at fair value but for which fair value is disclosed in accordance with other relevant PFRS, are categorized into three levels based on the significance of inputs used to measure the fair value.

The levels of fair value hierarchy are shown in the succeeding page.

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that an entity can access at the measurement date;

- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices); and,

- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

For purposes of determining the market value at Level 1, a market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

27.2 Financial Instruments Measured at Amortized Cost for which Fair Value is Disclosed

The table below and in the succeeding page summarizes the fair value hierarchy of the Company's financial assets and financial liabilities which are not measured at fair value in the 2020 and 2019 statements of financial position but for which fair value is disclosed.

	Level 1	Level 2	Level 3	Total
2020:				
Financial Assets:				
Cash and cash equivalents	P1,458,464,450	P -	P -	P 1,458,464,450
Trade and other receivables – net	-	-	4,369,563,466	4,369,563,466
Advances to related parties	-	-	10,049,094,264	10,049,094,264
Advances to joint ventures	-	-	189,842,263	189,842,263
Refundable deposits	-	-	63,709,553	63,709,553
	P1,458,464,450	**P -**	**P14,672,209,546**	**P16,130,673,996**
Financial Liabilities:				
Trade and other payables	P -	P -	P 663,325,772	P 663,325,772
Interest-bearing loans	-	-	4,507,292,847	4,507,292,847
Advances from related parties	-	-	288,503,095	288,503,095
Lease liabilities	-	-	464,453,385	464,453,385
Retention payable	-	-	392,910,110	392,910,110
	P -	**P -**	**P 6,316,485,209**	**P 6,316,485,209**
2019:				
Financial Assets:				
Cash and cash equivalents	P1,914,039,462	P -	P -	P 1,914,039,462
Trade and other receivables – net	-	-	5,724,937,337	5,724,937,337
Advances to related parties	-	-	10,178,253,319	10,178,253,319
Advances to joint ventures	-	-	186,680,846	186,680,846
Refundable deposits	-	-	46,621,968	46,621,968
	P1,914,039,462	P -	P16,136,493,470	P18,050,532,932
Financial Liabilities:				
Trade and other payables	P -	P -	P 1,030,178,324	P 1,030,178,324
Interest-bearing loans	-	-	4,445,600,798	4,445,600,798
Advances from related parties	-	-	235,579,818	235,579,818
Lease liabilities	-	-	494,291,684	494,291,684
Retention payable	-	-	374,680,548	374,680,548
	P -	P -	P 6,580,331,172	P 6,580,331,172

The fair values of the financial assets and liabilities included in Level 3, which are not traded in an active market is determined based on the expected cash flows of the underlying net asset or liability based on the instrument where the significant inputs required to determine the fair value of such instruments are not based on observable market data.

27.3 Investment Property Measured at Cost for which Fair Value is Disclosed

In estimating the fair value of the Company's investment property, management takes into account the market participant's ability to generate economic benefits by using the asset in its highest and best use. Based on management assessment, the best use of the Company's investment property is its current use.

The fair value of the investment property was determined based on the following approaches:

(i) Fair Value Measurement for Land

The Level 3 fair value of land was derived through appraisals by independent valuation specialists using market-based valuation approach where prices of comparable properties are adequate for specific market factors such as location and condition of the property.

(ii) Fair Value Measurement for Building and Improvements

The fair value of the Company's building and improvements, which are classified under Level 3 of the fair value hierarchy, is determined by calculating the present value of the cash inflows anticipated until the end of the life of the investment property using a discount rate applicable to these assets.

The breakdown of Investment Property at its fair market value are as follows:

	2020	2019
Building and Improvements	**P2,604,452,076**	P 2,583,896,431
Land and Land Improvement	**7,371,967,079**	7,317,309,607
	P9,976,419,156	P 9,901,206,038

28. CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern and to provide an adequate return to shareholders.

The Company sets the amount of capital in proportion to its overall financing structure, i.e., equity and liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt. The Company also monitors its debt coverage ratio (DCR) in each of the reporting periods. As at December 31, 2020 and 2019, the Company's DCR is 1.25:1.00 and 1.79:1.00 , respectively.

The Company also monitors capital on the basis of the carrying amount of equity as presented on the face of the statements of financial position. Capital for the reporting periods under review is summarized below.

	2020	2019 [As restated see Note 2.1(b)]
Total liabilities	**P 8,811,112,855**	P 9,321,466,457
Total equity	**29,638,206,871**	28,559,338,049
Debt-to-equity ratio	**0.30:1:00**	0.33 : 1.00

29. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Presented below is the reconciliation of the Company's liabilities arising from financing activities.

	Interest-bearing Loans (See Note 14)	Advances from Related Parties (See Note 22)	Lease Liabilities (See Note 11)	Total
Balance as of January 1, 2020	P 4,480,769,231	P 235,579,818	P 494,291,684	P 5,210,640,733
Cash flows from financing activities:				
Additional borrowings	1,500,000,000	44,410,175	-	1,544,410,175
Repayments of borrowings	(1,583,710,411)	(74,100)	(61,081,162)	(1,644,865,673)
Interest paid	-	-	(11,761,115)	(11,761,115)
Non-cash financing activities –				
Recognition of lease liability	-	-	84,106,667	84,106,667
Derecognition of lease liability	-	-	(78,411,145)	(78,411,145)
Interest expense	-	8,587,202	-	8,587,202
Interest amortization on lease liabilities	-	-	37,308,456	37,308,456
Balance as of December 31, 2020	**P 4,397,058,820**	**P 288,503,095**	**P 464,453,385**	**P 5,150,015,300**
Balance as of January 1, 2019	P 3,942,307,693	P 324,148,328	P -	P 4,266,456,021
Adoption of PFRS 16	-	-	610,257,526	610,257,526
Cash flows from financing activities:				
Additional borrowings	2,000,000,000	5,731,148	-	2,005,731,148
Repayments of borrowings	(1,461,538,462)	(102,387,990)	(115,965,842)	(1,679,892,294)
Interest paid	-	-	(35,937,092)	(35,937,092)
Non-cash financing activities –				
Interest expense	-	8,088,332	-	8,088,332
Interest amortization on lease liabilities	-	-	35,937,092	35,937,092
Balance as of December 31, 2019	P 4,480,769,231	P 235,579,818	P 494,291,684	P 5,210,640,733
Balance as of January 1, 2018	P 4,903,846,154	P 218,729,089	P -	P 5,122,575,243
Cash flows from financing activities:				
Repayments of borrowings	(961,538,461)	(5,204,701)	-	(966,743,162)
Additional borrowings	-	103,005,496	-	103,005,496
Non-cash financing activities –				
Interest expense	-	7,618,444	-	7,618,444
Balance as of December 31, 2018	P 3,942,307,693	P 324,148,328	P -	P 4,266,456,021

30. EVENT AFTER THE END OF THE REPORTING PERIOD

On March 26, 2021, R.A. No. 11534, *Corporate Recovery and Tax Incentives for Enterprises Act* (CREATE Law), amending certain provisions of the National Internal Revenue Code of 1997, as amended, was signed into law and shall be effective beginning July 1, 2020. The following are the major changes brought about by the CREATE Law that are relevant to the Company:

- RCIT is decreased from 30% to 25% starting July 1, 2020;
- MCIT is decreased from 2% to 1% starting July 1, 2020 until June 30, 2023;
- the imposition of 10% tax on improperly accumulated retained earnings is repealed; and,
- the allowable deduction for interest expense is reduced by 20% (from 33%) of the interest income subjected to final tax.

Given that the CREATE Act was signed after the end of the current reporting period, the Company determined that this event is a non-adjusting subsequent event. Accordingly, its impact was not reflected in the Company's financial statements as of and for the year ended December 31, 2020, and instead, will be taken up prospectively in the next applicable reporting period. The Company used the prevailing tax rates as of December 31, 2020 in determining its current and deferred taxes in its 2020 financial statements.

Had the CREATE Bill been enacted as of December 31, 2020, current tax expense would have been lower by P2.1 million and the creditable withholding taxes would have been higher by P2.1 million. The net deferred tax liabilities would have been lower by P209.2 million and will be charged to 2021 profit or loss, unless it can be recognized in other comprehensive income as provided in the applicable financial reporting standard.

31. SUPPLEMENTARY INFORMATION REQUIRED BY THE BUREAU OF INTERNAL REVENUE

Presented below and in the succeeding pages is the supplementary information which is required by the BIR under its existing Revenue Regulations (RR) to be disclosed as part of the notes to financial statements. This supplementary information is not a required disclosure under PFRS.

The information on taxes, duties and license fees paid or accrued during the taxable year required under RR No. 15-2010 is as follows:

(a) Output VAT

	Tax base	Output VAT
Real estate sales:		
Taxable sales	P 1,093,144,836	P 131,177,380
Exempt sales	113,508,431	-
Rental income and management and marketing income	397,975,928	47,757,111
	P 1,604,629,195	**P 178,934,491**

The Company's exempt sales/receipts were determined pursuant to Section 109, *VAT Exempt Transactions*, of the 1997 National Internal Revenue Code.

The tax base is included as part of Real Estate Sales, Rental Income, Management and Marketing Income and Others in the statement of comprehensive income for the year ended December 31, 2020 and are based on the Company's gross receipts for the year; hence, may not be the same with the amounts accrued in the 2020 statement of comprehensive income.

The outstanding output VAT payable amounting to P3,533,718 as of December 31, 2020 is presented as part of Others under Trade and Other Payables account in the 2020 statement of financial position.

(b) *Input VAT*

The movement in input VAT for year ended December 31, 2020 is summarized below.

Balance at beginning of year	P	-
Services lodged under other accounts		87,364,231
Goods other than for resale or manufacture		22,985,612
Amortization of deferred input VAT from previous period		10,971,388
Capital goods subject to amortization		1,419,219
Capital goods not subject to amortization		209,946
Deferred input VAT on capital goods subject to amortization	(	2,681,263)
Applied against exempt sales	(	8,290,125)
Applied against output VAT	(	111,979,008)
Balance at end of year	**P**	**-**

Unamortized input VAT amounted to P17.9 million as of December 31, 2020 and is presented under Prepayments and Other Current Assets account in the 2020 statement of financial position.

(c) *Taxes on Importation*

The Company did not have any importations for the year ended December 31, 2020; hence, there was no payment of customs duties and tariff fees.

(d) *Excise Tax*

The Company did not have any transactions in 2020, which are subject to excise tax.

(e) *Documentary Stamp Tax (DST)*

DST paid and accrued in 2020 is presented below.

Loan instruments	P	11,250,000
Others		103,075
	P	**11,353,075**

(f) *Taxes and Licenses*

The details of Taxes and licenses in 2020 are as follows:

Business and local taxes	P	16,836,887
DST		11,353,075
Real property taxes		8,754,022
Community tax certificate		10,500
Others		692,027
	P	**37,646,511**

(g) Withholding Taxes

The details of total withholding taxes for the year ended December 31, 2020 are shown below.

Expanded	P	40,550,197
Compensation and employee benefits		17,189,484
	P	**57,739,681**

The Company has no income payment subject to final withholding tax in 2020.

(h) Deficiency Tax Assessments and Tax Cases

As of December 31, 2020, the Company does not have any final deficiency tax assessments with the BIR or tax cases outstanding or pending in courts or bodies outside of the BIR in any of the open taxable years.

GERI

Myrbien C. Flores <mcflores@global-estate.ph>

Your BIR AFS eSubmission uploads were received

1 message

eafs@bir.gov.ph <eafs@bir.gov.ph> Sat, Apr 24, 2021 at 12:35 AM
To: GENERAL.ACCOUNTING@global-estate.ph
Cc: CRSTARITA@global-estate.ph

Hi GLOBAL-ESTATE RESORTS, INC.,

Valid files

- EAFS000426523TCRTY122020-01.pdf
- EAFS000426523AFSTY122020.pdf
- EAFS000426523OTHTY122020.pdf
- EAFS000426523TCRTY122020-03.pdf
- EAFS000426523RPTTY122020.pdf
- EAFS000426523TCRTY122020-02.pdf
- EAFS000426523ITRTY122020.pdf

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- <None>

Transaction Code: **AFS-0-8CLBE7JG0M3ZQVQ3PMM4VYMTX087A599FB**
Submission Date/Time: **Apr 24, 2021 12:35 AM**
Company TIN: **000-426-523**

Please be reminded that you accepted the terms and conditions for the use of this portal and expressly agree, warrant and certify that:

- The submitted forms, documents and attachments are complete, truthful and correct based on the personal knowledge and the same are from authentic records;
- The submission is without prejudice to the right of the BIR to require additional document, if any, for completion and verification purposes;
- The hard copies of the documents submitted through this facility shall be submitted when required by the BIR in the event of audit/investigation and/or for any other legal purpose.

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COVER SHEET

A S O 9 4 0 0 4 4 6 2

S.E.C. Registration Number

G L O B A L - E S T A T E R E S O R T S I N C

(Company's Full Name)

1 6 T H F L R A L L I A N C E G L O B A L T O W E R

3 6 T H S T C O R N E R 1 1 T H A V E N U E

U P T O W N B O N I F A C I O T A G U I G C I T Y

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

LAILANI V. VILLANUEVA

Contact Person

328-4374

Company Telephone Number

SEC FORM 17-Q
(for the quarter ended 31 March 2021)

FORM TYPE

1 2	3 1	0 6	2 4
Month	Day	Month	Day
Calendar Year		Annual meeting	

Secondary License Type, If Appplicable

Dept. Requiring this Doc.

Amended Articles Number/ Section

Total Amount of Borrowings

Domestic

Foreign

****

To be accomplished by SEC Personnel concerned

File Number

LCU

Dociment I.D.

Cashier

STAMPS

SEC Number **AS094004462**
File Number ______________

GLOBAL-ESTATE RESORTS, INC.
(Company's Full Name)

16th Floor, Alliance Global Tower, 36th St. cor. 11th Ave. Uptown Bonifacio, Taguig City
(Company's Address)

(632) 5328-4370 to 78
(Tel. No.)

December 31, 2021
(Calendar Year Ending)

SEC FORM 17-Q (1st QUARTER)
(Form Type)

March 31, 2021
(Period ended date)

REGISTERED AND LISTED
(Secondary License Type and File Number)

*An amendment of the Company's Articles of Incorporation to reflect the change in its principal office address to 9/F Eastwood Global Plaza, Palm Tree Avenue, Eastwood City, Bagumbayan, Quezon City, Metro Manila, Philippines has been filed with and is pending approval of the SEC.

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 ....: **March 31, 2021**
2. Commission identification number................ : **AS094004462**
3. BIR Tax Identification No...............................: **000-426-523-V**
4. Exact name of issuer as specified in its charter

GLOBAL-ESTATE RESORTS, INC

....

5. Province, country or other jurisdiction of incorporation or organization

Taguig City, Philippines

....

6. Industry Classification Code: (SEC Use Only)

7. Address of issuer's principal office Postal Code

16th Floor, Alliance Global Tower, 36th Street
cor. 11th Avenue, Uptown Bonifacio, Taguig City **1634**

....

8. Issuer's telephone number, including area code

Tel. No. (632) 5328-4370 to 78

....

9. Former name, former address and former fiscal year, if changed since last report

6th Floor, Renaissance Tower, Meralco Avenue, Pasig City 1600

....

10. Securities registered pursuant to Sections 8 and 12 of the Code, or Sections 4 and 8 of the RSA

Title of each class	Number of shares of common stock outstanding and amount of debt outstanding
Common stock	**10,986,000,000**
Loans payable	**₱ 5,404,411,760**
Bonds payable	**₱ -**

....

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

Yes [**X**] No [ ]

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

Philippine Stock Exchange (PSE) **Common stock**

....

12. Indicate by check mark whether the registrant:

(a) has filed all reports required to be filed by Section 17 of the Code and SRC Rule 17 thereunder or Sections 11 of the RSA and RSA Rule 11(a)-1 thereunder, and Sections 26 and 141 of the Corporation Code of the Philippines, during the preceding twelve (12) months (or for such shorter period the registrant was required to file such reports)

Yes [**X**] No [ ]

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

Yes [**X**] No [ ]

PART I--FINANCIAL INFORMATION

Item 1. Financial Statements.

Please refer to attached Annex A-1 for the Consolidated Statements of Financial Position as of March 31, 2021 and December 31, 2020; Annex A-2 for the Consolidated Statements of Comprehensive Income for the three-month period ended March 31, 2021 and March 31, 2020; Annex A-3 for Consolidated Statements of Changes in Stockholders' Equity for the three-month period ended March 31, 2021 and March 31, 2020; Annex A-4 for the Consolidated Statements of Cash Flows for the three-month period ended March 31, 2021 and March 31, 2020 and Annex A-5 for the Aging of Receivables for the 1st Quarter ended March 31, 2021.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.

Refer to attached Analysis of Operations.

PART II--OTHER INFORMATION

Not Applicable.

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.

Principal Financial/Accounting Officer/ Controller/Authorized Representative	:	Ms. Lailani V. Villanueva
Title	:	Chief Financial Officer
Signature	:	
Date	:	May 14, 2021

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS FOR THE 1st QUARTER ENDED March 31, 2021

Impact of COVID-19 Pandemic on the Group's Business

The COVID-19 pandemic started to become widespread in the Philippines in early March 2020. The measures taken by the government to contain the virus have affected economic conditions and the Group's business operations.

The following are the impact of the COVID-19 pandemic to the Group's businesses in 3 month period ending March 31, 2021:

Real Estate Sales

Real estate sales ended 13% lower due to lesser accounts that meet 10% collection, limited selling activities and restricted construction activities.

Lease of Office and Commercial Spaces

Rental income dropped by 36% primarily due to limited operation of mall and commercial spaces, rent concessions and lower foot traffic. Other observable impacts are presented below.

- registration of early termination and restructuring of lease contracts;
- due to various community quarantine measures, resulting in a decline in foot traffic;
- waiver of rental charges of tenants and retail partners on its mall and commercial centers for a certain period of time.

Hotel Operations

Hotel revenues shrank by 85% as a result of temporary closure of hotels, travel bans and limited hotel operations in accordance with quarantine guidelines. Occupancy rates dropped significantly due to travel restrictions and cancellation of bookings and meetings, incentives, conventions and exhibitions activities;

In response to these matters, the Group has taken the following actions:

- maximized digital platforms to sell real estate projects in order to limit face-to-face engagements;
- focused on sale of residential and commercial lots outside Metro Manila to meet a robust demand for these products;
- assisted tenants in implementing social distancing measures;
- expanded outdoor dining areas in lifestyle malls to meet customer demand for alfresco dining;
- continued working closely with tenants to determine and address their needs; and,
- launched E-Concierge, a mobile application that allows contactless interaction between guests and hotel staff from check-in to check-out, including virtual ordering of food from various food and beverage outlets inside the hotels;

Based on the above actions and measures taken by management to mitigate the adverse effects of the pandemic, it projects that the Group would continue to report positive results of operations and would remain liquid to meet current obligations as it falls due. Accordingly, management has not determined material uncertainty that may cast significant doubt on the Group's ability to continue as a going concern.

<u>REVIEW OF RESULTS OF OPERATIONS</u>
(Comparing balances for the 3-month period ended March 31, 2021 and 3-month period ended March 31, 2020)

Consolidated revenues for the three-month period ended March 31, 2021 amounted to Php1.2 billion. The Company's real estate sale of Php0.9 billion came mainly from sale of lots in Newcoast Village in Malay, Aklan, Sta. Barbara Heights in Iloilo City, Twin Lakes Domaine Le Jardin and Lucerne at Domaine Le Jardin in Laurel, Batangas, Pahara at Manila Southwoods, Alabang West in Daang Hari, Las Piñas, Eastland Heights in Antipolo, Rizal and sale of condominium units in Oceanway Residences One, Ocean Garden Villas, Savoy Hotel, Belmont Hotel and Chancellor Hotel in Boracay, Holland Park and Tulip Gardens in Manila Southwoods and Vineyard Residences and The Manor in Twin Lakes, Tagaytay. Hotel revenues as of March 31, 2021 amounted to Php22 million, a decrease of 85% from Php149 million as of March 31, 2020 mainly due to travel bans and limited hotel operations in accordance with quarantine guidelines. Rental income as of March 31, 2021 amounted to Php120 million, a decrease of 36% from Php186.2 million as of March 31, 2020 effect also of the COVID-19 pandemic. Balance of revenues was contributed by marketing fees of Php21.8 million, finance and other income of Php85.9 million, and Php43 million service income.

Cost and expenses posted a decrease of Php283.8 million or 24% from Php1.16 billion in March 31, 2020 to Php0.88 billion as of March 31, 2021 mainly due to decrease in cost of hotel operations, operating expense, finance cost and other charges and income tax expense.

The company posted a Php322.6 million Net Income or 12% decrease for the period ended March 31, 2021, as compared to a Php365 million net income realized as of March 31, 2020.

Major Movements of Income Statement Accounts are as follows:
(Increase/decrease of 5% or more versus March 31, 2020)

- 13% Decrease on Real estate sales – mainly due to decrease on real estate sales that reach 10% collection and lower percentage of completion of uncompleted projects because of community quarantine
- 85% Decrease in Hotel revenues – mainly due to lower occupancy rate
- 36% Decrease in Rental income – due to decrease in occupancy rate, rent concessions and lower foot traffic in retail properties
- 8% Increase in Service income – due to higher service income for the period.
- 98% Increase in Marketing fees – due increase in marketing income from sale of lots of joint venture partner.
- 12% Decrease in Finance and other income – mainly due to decrease in other income
- 9% Decrease in Cost of real estate sales – directly related to decrease on real estate sales for the period.

- 9% Decrease in Cost rentals and services - mainly due to decrease in cost related to rental income.
- 50% Decrease in Cost of hotel operations – due to decrease in hotel revenue.
- 26% Decrease in Operating expenses – mainly due to decrease in expenses directly related to decrease in revenue and the Group implements cost reduction measures.
- 74% Decrease in Finance cost and other charges – mainly due to decrease in interest rate and payment of principal. Interest from new loan is capitalized to the cost of the project.
- 30% Decrease in Income tax expense – effect of lower tax rate under CREATE law and decrease of taxable income.

REVIEW OF FINANCIAL CONDITION

The Group's financial position remained stable. Total assets as of March 31, 2021, Php51 billion compared to Php50.6 billion as of December 31, 2020, posted an increase of Php0.51 billion.

Contract assets increased by 11%, from Php2.8 billion as of December 2020 to Php3.1 billion as of March 2021 due to additional sales from uncompleted projects with higher percentage of completion than percentage of collection.

Contract liabilities decreased by 5% due to decrease of sales from uncompleted projects with lower percentage of completion than percentage of collection. Customer deposits decreased from Php1.3 billion as of December 2020 to Php1.2 billion as of March 2021 or 7% decrease due to sales recognized for the period. Due to joint venture partners increased from Php410 million as of December 2020 to Php463.8 million as of March 2021 or 13% increase. Other non-current liabilities increased from Php731 million as of December 2020 to Php803 million as of March 2021 due to increase in security deposits.

Shareholders' Equity increased from Php34.5 billion as of December 2020 to Php34.9 billion as of March 2021 mainly due to the income generated for the period.

Major movements of Balance Sheet Accounts are as follows:

- 11% Increase in Contract assets – due to additional sales from uncompleted projects with higher percentage of completion than percentage of collection.
- 5% Decrease in Contract liabilities – due to decrease of sales from uncompleted projects with lower percentage of completion than percentage of collection.
- 7% Decrease in Customer's deposit - due to sales recognized for the period.
- 13% Increase in Due to joint venture partners – due to increase in collection of sales proceeds that are for remittance to joint venture partners.
- 10% Increase in Other non-current liability – due to increase in security deposits.

KEY PERFORMANCE INDICATORS

LIQUIDITY RATIOS

	March 31, 2021	December 31, 2020
Current Ratio	4.29	4.20
Quick Ratio	1.33	1.28

Current Ratio (Current Assets/Current Liabilities)
Liquidity ratio measures a company's ability to pay short-term obligations.

Quick Ratio *(Cash and cash equivalents + Current Trade receivables/Current Liabilities)*
It measures a company's ability to meet its short-term obligations with its most liquid assets.

LEVERAGE OR LONG-RANGE SOLVENCY RATIOS

	March 31, 2021	December 31, 2020
Debt to Total Assets	32%	32%
Equity to Total Assets	68%	68%
Debt to Equity	46%	46%
Asset to Equity	1.46	1.46

Debt to Total Assets
It shows the creditors' contribution to the total resources of the organization.

Equity to Total Assets
It shows the extent of owners' contribution to the total resources of the organization.

Debt to Equity
It relates the exposure of the creditors to that of the owners.

Asset To Equity (Total Assets/Total Owner's Equity)
It measures the company's leverage.

PROFITABILITY RATIOS

	March 31, 2021	March 31, 2020
Return on Equity	1.04%	0.89%
Return on Assets	0.63%	0.76%
Earnings per Share	₱ 0.0273	₱ 0.0226

Return on Equity (Net Income Attributable to Parent Company's shareholders/Average Equity Attributable to Parent Company's shareholders)
It tests the productivity of the owners' investments.

Return on Assets (Net Income/Average Total Assets)
This ratio indicates how profitable a company is relative to its total assets.

Earnings per Share (EPS)
It indicates the earnings for each of the common shares held.

ACTIVITY RATIO

	March 31, 2021	March 31, 2020
Asset Turnover	1.78%	2.11%

Asset Turnover (Sales/Total Assets)
It measures the level of capital investment relative to sales volume.

INTEREST COVERAGE RATIO

	March 31, 2021	March 31, 2020
Interest Coverage	5.35	6.58

Interest Coverage Ratio (Earnings before Interest and Income Tax/Interest Expense)
It measures how easily a company can pay interest on an outstanding debt.

OTHERS

As of the 1st quarter ended March 31, 2021, there are no:

- Known trend, demands, commitments, events or uncertainties that would have a material impact on the liquidity of the Company.
- Material commitments for capital expenditures, the general purpose of such commitments and the expected sources of funds for such expenditures.
- Known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on the net sales/revenues/income from continuing operations.
- Significant elements of income or loss that did not arise from the Company's continuing operations.
- Causes for any material changes from period to period in one or more line items of the Company's financial operations.
- Seasonal aspects that had a material effect on the financial condition or results of the operations.
- Events that will trigger direct or contingent financial obligation that is material to the company, including any default or acceleration of an obligation;
- All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities of other persons created during the reporting period.

1. CORPORATE INFORMATION

Global-Estate Resorts, Inc. (the Company or GERI) was incorporated in the Philippines on May 18, 1994. It is primarily engaged in the development of integrated tourism and leisure estates, and integrated lifestyle communities with residential, retail, hotel and/or leisure components. The Company also engages in land acquisitions and maintains an inventory of raw land for future development.

On July 26, 2017, the Philippine Securities and Exchange Commission (SEC) approved the change in the Company's registered office and principal place of business from 7th Floor, Renaissance Towers, Meralco Avenue, Pasig City to 16th Floor, Alliance Global Tower,
36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City. The related approval from the Bureau of Internal Revenue (BIR) was obtained on October 3, 2017.

The Company is a subsidiary of Megaworld Corporation (Megaworld or the parent company) with an ownership interest of 82.31%. Megaworld is 67.00% owned by Alliance Global Group, Inc. (AGI), the Company's ultimate parent company.

Megaworld was incorporated in the Philippines primarily to engage in the development of large scale, mixed-use planned communities or townships that integrate residential, commercial, leisure and entertainment components. Megaworld is presently engaged in property-related activities such as product design, construction and property management. Megaworld's real estate portfolio includes residential condominium units, subdivision lots and townhouses, as well as office projects and retail spaces. The registered office of Megaworld, which is also its principal place of business, is located at the 30th Floor, Alliance Global Tower, 36th Street cor. 11th Avenue, Uptown Bonifacio, Taguig City.

AGI is a holding company with diversified investments in real estate, food and beverage, manufacturing, quick service restaurants and tourism-oriented businesses. AGI's registered office, which is also its primary place of business, is located at the 7th Floor, 1880 Eastwood Avenue, Eastwood City CyberPark, 188 E. Rodriguez Jr. Avenue, Quezon City.

The shares of stock of the Company, Megaworld and AGI are listed at the PSE.

1.1 Composition of the Group

The Company holds interests in the following subsidiaries and associates (collectively, together with the Company, hereinafter referred to as the Group):

Subsidiaries/Associates	Explanatory Notes	Percentage of Ownership 1Q**2021**	2020	2019
Subsidiaries:				
Fil-Estate Properties, Inc. (FEPI)		100%	100%	100%
Aklan Holdings Inc. (AHI)	(a)	100%	100%	100%
Blue Sky Airways, Inc. (BSAI)	(a)	100%	100%	100%
Fil-Estate Subic Development Corp. (FESDC)	(a)	100%	100%	100%
Fil-Power Construction Equipment Leasing Corp. (FPCELC)	(a)	100%	100%	100%
Golden Sun Airways, Inc. (GSAI)	(a)	100%	100%	100%
La Compaña De Sta. Barbara, Inc. (LCSBI)	(a)	100%	100%	100%
MCX Corporation (MCX)	(a)	100%	100%	100%
Pioneer L-5 Realty Corp. (PLRC)	(a)	100%	100%	100%
Prime Airways, Inc. (PAI)	(a)	100%	100%	100%
Sto. Domingo Place Development Corp. (SDPDC)	(a)	100%	100%	100%
Fil-Power Concrete Blocks Corp. (FPCBC)	(a)	100%	100%	100%
Fil-Estate Industrial Park, Inc. (FEIPI)	(a)	79%	79%	79%
Sherwood Hills Development Inc. (SHDI)	(a)	55%	55%	55%
Fil-Estate Golf and Development, Inc. (FEGDI)		100%	100%	100%
Golforce, Inc. (Golforce)	(b)	100%	100%	100%
Southwoods Ecocentrum Corp. (SWEC)	(b)	60%	60%	60%
Philippine Aquatic Leisure Corp. (PALC)	(c)	60%	60%	60%
Fil-Estate Urban Development Corp. (FEUDC)		100%	100%	100%
Novo Sierra Holdings Corp. (NSHC)		100%	100%	100%
Elite Communities Property Services, Inc. (ECPSI)	(d)	100%	100%	100%
Savoy Hotel Boracay, Inc.	(e)	100%	100%	-
Belmont Hotel Boracay, Inc.	(e)	100%	100%	-
Megaworld Global-Estate, Inc. (MGEI)	(f)	60%	60%	60%
Twin Lakes Corp. (TLC)		51%	51%	51%
Twin Lakes Hotel, Inc. (TLHI)	(g)	51%	51%	51%
Oceanfront Properties, Inc. (OPI)		50%	50%	50%
Global Homes and Communities, Inc. (GHCI)		100%	100%	100%
Southwoods Mall, Inc. (SMI)		51%	51%	51%
Associates:				
Fil-Estate Network, Inc. (FENI)		20%	20%	20%
Fil-Estate Sales, Inc. (FESI)		20%	20%	20%
Fil-Estate Realty and Sales Associates Inc. (FERSAI)		20%	20%	20%
Fil-Estate Realty Corp. (FERC)		20%	20%	20%
Nasugbu Properties, Inc. (NPI)	(h)	14%	14%	14%

Non-controlling interests (NCI) in 1Q2021, 2020 and 2019 represent the interests not held by the Group in FEIPI, SHDI, SWEC, PALC, MGEI, TLC, TLHI, OPI and SMI.

All subsidiaries and associates were incorporated in the Philippines, operate within the country and are engaged in businesses related to the main business of the Company.

Explanatory notes:

(a) Subsidiaries of FEPI; percentage ownership represents effective ownership of GERI.
(b) Subsidiaries of FEGDI; percentage ownership represents effective ownership of GERI.
(c) Subsidiary of SWEC.
(d) Subsidiary acquired in 2018. ECPSI is engaged primarily to manage and administer real estate properties.
(e) Subsidiaries engaged primarily to operate and manage resort hotels.
(f) Subsidiary acquired in prior years primarily to market the Group's projects.
(g) A subsidiary of TLC. The Company is incorporated in 2018 to operate Twin Lakes Hotel, one of the real estate projects of TLC.
(h) Associates because GERI has a representation in the boards of directors.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarized below and in the succeeding pages. The policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of Preparation of Consolidated Financial Statements

(a) Statement of Compliance with Philippine Financial Reporting Standards

The consolidated financial statements of the Group have been prepared in accordance with Philippine Financial Reporting Standards (PFRS), which include the availment of the financial reporting reliefs issued and approved by the SEC as discussed in Note 2.2(c). PFRS are adopted by the Financial Reporting Standards Council (FRSC) from the pronouncements issued by the International Accounting Standards Board, and approved by the Philippine Board of Accountancy (BOA).

The consolidated financial statements have been prepared using the measurement bases specified by PFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies that follow.

(b) Presentation of Consolidated Financial Statements

The consolidated financial statements are presented in accordance with Philippine Accounting Standard (PAS) 1, *Presentation of Financial Statements*. The Group presents all items of income and expenses in a single consolidated statement of comprehensive income.

The Group presents a third consolidated statement of financial position at the beginning of the preceding period when it applies an accounting policy retrospectively or makes a retrospective restatement or reclassification of items that has a material effect on the information in the consolidated statement of financial position at the beginning of the preceding period. The related notes to third consolidated statement of financial position are not required to be disclosed.

The Group reclassified its Due to joint venture partners from Non-Current Liabilities to Current Liabilities to reflect its proper classification. The reclassification did not have any significant impact on the consolidated statements of comprehensive income and consolidated statements of cash flows.

Moreover in 2020, the Company changed its classification of Day-one losses, previously presented as part of Finance Costs and Other Charges account, as a reduction against the Real Estate Sales account. Day-one losses arise from the remeasurement of noninterest-bearing real estate sales. Marketing fees previously classified as part of Finance and Other Income account was also reclassified as a separate line item under the Revenues and Income section. The reclassifications were made to conform to the current year presentation and classification of accounts.

The reclassification did not have any significant impact on the consolidated statements of cash flows for the years ended December 31, 2020, 2019 and 2018.

(c) Functional and Presentation Currency

These consolidated financial statements are presented in Philippine pesos, the Group's presentation and functional currency, and all values represent absolute amounts except when otherwise indicated.

Items included in the consolidated financial statements of the Group are measured using its functional currency, the currency of the primary economic environment in which the Group operates.

2.2 Adoption of New and Amended PFRS

(a) Effective in 2020 that are Relevant to the Group

The Group adopted for the first time the following PFRS, amendments, interpretation and annual improvements to PFRS, which are mandatorily effective for annual periods beginning on or after January 1, 2020:

Conceptual Framework	:	Revised Conceptual Framework for Financial Reporting
PAS 1 and PAS 8 (Amendments)	:	Presentation of Financial Statements and Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material
PFRS 3 (Amendments)	:	Business Combinations – Definition of a Business
PFRS 7 and PFRS 9 (Amendments)	:	Financial Instruments: Disclosures and Financial Instruments – Interest Rate Benchmark Reform

Discussed below and in the succeeding pages are the relevant information about these pronouncements.

(i) *Revised Conceptual Framework for Financial Reporting.* The revised conceptual framework will be used in standard-setting decisions with immediate effect. Key changes include (a) increasing the prominence of stewardship in the objective of financial reporting, (b) reinstating prudence as a component of neutrality, (c) defining a reporting entity, which may be a legal entity, or a portion of an entity, (d) revising the definitions of an asset and a liability, (e) removing the probability threshold for recognition and adding guidance on derecognition, (f) adding guidance on different measurement basis, and, (g) stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance or faithful representation of the financial statements. The application of the revised conceptual framework had no significant impact on the Group's consolidated financial statements.

(ii) PAS 1 (Amendments), *Presentation of Financial Statements*, and PAS 8 (Amendments), *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Material* (effective from January 1, 2020). The amendments provide a clearer definition of 'material' in PAS 1 by including the concept of 'obscuring' material information with immaterial information as part of the new definition, and clarifying the assessment threshold (i.e., misstatement of information is material if it could reasonably be expected to influence decisions made by primary users, which consider the characteristic of those users as well as the entity's own circumstances). The definition of material in PAS 8 has been accordingly replaced by reference to the new definition in PAS 1. In addition, amendment has also been made in other standards that contain definition of material or refer to the term 'material' to ensure consistency. The application of these amendments had no impact on the Group's consolidated financial statements.

(iii) PFRS 3 (Amendments), *Business Combinations – Definition of a Business*. The amended definition of a business requires an acquisition to include an input and a substantive process that together significantly contribute to the ability to create outputs. The definition of the term 'outputs' is amended to focus on goods and services provided to customers, generating investment income and other income, and it excludes returns in the form of lower costs and other economic benefits. Also, the amendments will likely result in more acquisitions being accounted for as asset acquisitions. The application of these amendments had no impact on the Group's consolidated financial statements.

(iv) PFRS 7 (Amendments), *Financial Instruments: Disclosures*, and PFRS 9 (Amendments), *Financial Instruments – Interest Rate Benchmark Reform*. The amendments clarify that an entity would continue to apply certain hedge accounting requirements assuming that the interest rate benchmark on which the hedged cash flows and cash flows from the hedging instrument are based will not be altered as a result of interest rate benchmark reform. The application of these amendments had no significant impact on the Group's consolidated financial statements.

(a) Effective Subsequent to 2020 but not Adopted Early

There are pronouncements effective for annual periods subsequent to 2020, which are adopted by the FRSC. Management will adopt the following relevant pronouncements in accordance with their transitional provisions; and, unless otherwise stated, none of these are expected to have significant impact on the Group's consolidated financial statements:

(i) PFRS 16 (Amendments), *Leases – COVID-19-Related Rent Concessions* (effective from June 30, 2020). The amendments permit lessees, as a practical expedient, not to assess whether particular rent concessions occurring as a direct consequence of the COVID-19 pandemic are lease modifications and instead to account for those rent concessions as if they are not lease modifications. The Group did not opt to early adopt the amendments as there are no material rent concessions as a direct consequence of COVID-19 pandemic wherein the Group is the lessee.

(ii) PFRS 3 (Amendments), *Business Combination – Reference to the Conceptual Framework* (effective from January 1, 2022). The amendments update an outdated reference to the Conceptual Framework in PFRS 3 without significantly changing the requirements in the standard.

(iii) PAS 16 (Amendments), *Property, Plant and Equipment – Proceeds Before Intended Use* (effective from January 1, 2022). The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss.

(iv) PAS 37 (Amendments), *Provisions, Contingent Liabilities and Contingent Assets – Onerous Contracts – Cost of Fulfilling a Contract* (effective January 1, 2022). The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labor, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

(v) Annual Improvements to PFRS 2018-2020 Cycle. Among the improvements, the following amendments, which are effective from January 1, 2022, are relevant to the Group:

- PFRS 9 (Amendments), *Financial Instruments – Fees in the '10 per cent' Test for Derecognition of Liabilities*. The improvements clarify the fees that a company includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability.

- Illustrative Examples Accompanying PFRS 16, *Leases – Lease Incentives*. The improvement merely removes potential for confusion regarding lease incentives.

(vi) PAS 1 (Amendments), *Presentation of Financial Statements – Classification of Liabilities as Current or Non-current* (effective January 1, 2023). The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

(vii) PFRS 10 (Amendments), *Consolidated Financial Statements*, and PAS 28 (Amendments), *Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture* (effective date deferred indefinitely). The amendments to PFRS 10 require full recognition in the investor's financial statements of gains or losses arising on the sale or contribution of assets that constitute a business as defined in PFRS 3 between an investor and its associate or joint venture. Accordingly, the partial recognition of gains or losses (i.e., to the extent of the unrelated investor's interests in an associate or joint venture) only applies to those sale of contribution of assets that do not constitute a business. Corresponding amendments have been made to PAS 28 to reflect these changes. In addition, PAS 28 has been amended to clarify that when determining whether assets that are sold or contributed constitute a business, an entity shall consider whether the sale or contribution of those assets is part of multiple arrangements that should be accounted for as a single transaction.

(b) SEC Financial Reporting Reliefs Availed by the Group

The Group has availed of several financial reporting reliefs granted by the SEC under Memorandum Circular (MC) No. 14-2018, *Philippine Interpretation Committee Question and Answer (PIC Q&A) No. 2018-12 Implementation Issues Affecting Real Estate Industry*, MC No. 3-2019, *PIC Q&A Nos. 2018-12-H and 2018-14*, and MC No. 4-2020, *Deferment of the Implementation of IFRS Interpretations Committee (IFRIC) Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Costs) for Real Estate Industry*, relating to several implementation issues of PFRS 15, *Revenue from Contracts with Customers*, affecting the real estate industry. These MCs deferred the implementation of the relevant accounting pronouncements until December 31, 2020.

In December 2020, the SEC issued MC 34-2020, *Deferral of PIC Q&A No. 2018-12 and IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23) for Real Estate Industry*, providing another relief by further deferring until December 2023 the implementation of certain issues under MC No. 14-2018 and MC No. 4-2020. The additional relief is effective January 1, 2021.

Discussed in the succeeding pages are the financial reporting reliefs availed of by the Group, including the descriptions of the implementation issues and their qualitative impacts to the consolidated financial statements. The Group opted to avail the reliefs until the end of the deferment period as provided under the relevant MC.

Relief	Description and Implication	Deferral period
IFRIC Decision on Over Time Transfer of Constructed Goods (PAS 23) for	The IFRIC concluded that any inventory (work-in-progress) for unsold units under construction that the entity recognizes is not a qualifying asset, as the asset is ready for its intended sale in its current condition (i.e., the developer intends to	Originally until December 31, 2020 under MC No. 4-2020; further deferred until December 31, 2023 under MC No. 34-2020

Real Estate Industry	sell the partially constructed units as soon as it finds suitable customers and, on signing a contract with a customer, will transfer control of any work-in-progress relating to that unit to the customer). Accordingly, no borrowing costs can be capitalized on such unsold real estate inventories. Had the Group elected not to defer the IFRIC Agenda Decision, it would have the following impact in the consolidated financial statements: (i) finance costs and other charges would have been higher; (ii) cost of real estate inventories would have been lower; (iii) total comprehensive income would have been lower; (iv) retained earnings would have been lower; and, (v) the carrying amount of inventories would have been lower.	
Relief	**Description and Implication**	**Deferral period**
PIC Q&A No. 2018-12-D, *Concept of the significant financing component in the contract to sell*	PFRS 15 requires that in determining the transaction price, an entity shall adjust the promised amount of consideration for the effects of the time value of money if the timing of payments agreed to by the parties to the contract (either explicitly or implicitly) provides the customer or the entity with a significant benefit of financing the transfer of goods or services to the customer. In those circumstances, the contract contains a significant financing component. Had the Group elected not to defer this provision of the standard, it would have an impact in the consolidated financial statements as there would have been a significant financing component when there is a difference between the percentage of completion (POC) of the real estate project and the right to the consideration based on the payment schedule stated in the contract. The Group would have recognized an interest income when the POC of the real estate project is greater than the right to the	Originally until December 31, 2020 under MC No. 4-2020; further deferred until December 31, 2023 under MC No. 34-2020

	consideration and interest expense when lesser. Both interest income and expense would be calculated using the effective interest rate method. These would have affected the retained earnings, real estate sales, and profit or loss in 2020 and 2019.	

The SEC MCs also provided the required disclosures in the notes to the financial statements should an entity decide to avail of any relief, which include the following:

- the accounting policies applied;
- a discussion of the deferral of the subject implementation issues in the PIC Q&A;
- a qualitative discussion of the impact on the financial statements had the concerned application guidelines in the PIC Q&A been adopted; and,
- the corresponding required quantitative disclosures should any of the deferral options result into a change in accounting policy.

As prescribed by SEC MC No. 34-2020, for financial reporting periods beginning on or after January 1, 2021, the availment of the above deferrals will impact the Group's financial reporting during the period of deferral as follows:

- The financial statements are not considered to be in accordance with PFRS and should specify in the "Basis of Preparation of the Financial Statements" section of the consolidated financial statements that the accounting framework is PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC in response to the COVID-19 pandemic; and,

- The auditor's report shall reflect in the opinion paragraph that the financial statements are prepared in accordance with PFRS, as modified by the application of the financial reporting reliefs issued and approved by the SEC. In addition, the external auditor shall include an Emphasis of Matter paragraph in the auditor's report to draw attention to the basis of accounting that has been used in the preparation of the consolidated financial statements.

(c) PIC Q&As Relevant to the Real Estate Industry

In 2020, the PIC has issued four PIC Q&As which are relevant to the real estate industry.

- PIC Q&A No. 2020-02, *Conclusion on PIC Q&A No. 2018-12-E: On the Treatment of Materials Delivered on Site but not yet Installed in Measuring the Progress of the Performance Obligation*

  In recognizing revenue using a cost-based input method, the cost incurred for customized materials not yet installed are to be included in the measurement of progress to properly capture the efforts expended by the Group in completing its performance obligation. In the case of uninstalled materials that are not customized, since the Group is not involved in their design and manufacture, revenue should only be recognized upon installation or use in construction. The adoption of this PIC Q&A will be consistent with PIC Q&A 2018-12-E.

- PIC Q&A No. 2020-03, *Conclusion on PIC Q&A No. 2018-12-D: On the Accounting Treatment for the Difference when the POC is Ahead of the Buyer's Payment*

  The difference when the POC is ahead of the buyer's payment can be accounted for either as a contract asset or receivable. The PIC has concluded that both views are acceptable as long as this is consistently applied in transactions of the same nature. The Group intends to continue its current treatment of accounting for the difference when the POC is ahead of the buyer's payment as a contract asset.

- PIC Q&A No. 2020-04, *Addendum to PIC Q&A 2018-12-D: Significant Financing Component Arising from Mismatch between the Percentage of Completion and Schedule of Payments*

  There is no significant financing component if the difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance to either the customer or the entity, and the difference between those amounts is proportional to the reason for the difference. Further, the Group do not need to adjust the promised amount of consideration for the effects of a significant financing component if the entity expects, at contract inception that the timing difference of the receipt of full payment of the contract price and that of the completion of the project, are expected within one year and significant financing component is not expected to be significant. The adoption of this PIC Q&A will be consistent with PIC Q&A 2018-12-D as discussed in Note 2.2(c).

- PIC Q&A No. 2020-05, *Accounting for Cancellation of Real Estate Sales* (*PIC Q&A No. 2020-05 will supersede PIC Q&A No. 2018-14)*

  There are three acceptable approaches in accounting for sales cancellation and repossession of the property as follows:

  - repossessed property is recognized at fair value less cost to repossess;
  - repossessed property is recognized at fair value plus repossession cost; or,
  - cancellation is accounted for as a modification of the contract.

  The Group accounts for cancellation of sales contract as modification of contract, hence, the adoption of this PIC Q&A will not have significant impact on the Group's consolidated financial statements.

2.3 Basis of Consolidation

The Group's consolidated financial statements comprise the accounts of the Company, and its subsidiaries as enumerated in the Note 1, after the elimination of material intercompany transactions. All intercompany assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities under the Group, are eliminated in full on consolidation. Unrealized profits and losses from intercompany transactions that are recognized in assets are also eliminated in full. Intercompany losses that indicate impairment are recognized in the consolidated financial statements.

Financial statements of entities in the Group that are prepared as of a date different from that of the date of these consolidated financial statements were adjusted to recognize the effects of significant transactions or events that occur between that date of their reporting period and the date of these consolidated financial statements. Adjustments are also made to bring into line any dissimilar accounting policies that may exist.

The Company accounts for its investments in subsidiaries, associates, interests in joint operations and transactions with NCI as follows:

(a) Investments in Subsidiaries

Subsidiaries are entities (including structured entities) over which the Group has control. The Group controls an entity when it is exposed, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are consolidated from the date the Company obtains control.

The Company reassesses whether or not it controls an entity if facts and circumstances indicate that there are changes to one or more of the three elements of controls indicated above. Accordingly, entities are deconsolidated from the date that control ceases.

The acquisition method is applied to account for acquired subsidiaries. This requires recognizing and measuring the identifiable assets acquired, the liabilities assumed and any NCI in the acquiree. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred and the equity interests issued by the Group, if any. The consideration transferred also includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred and subsequent change in the fair value of contingent consideration is recognized directly in profit or loss.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognizes any NCI in the acquiree either at fair value or at the NCI's proportionate share of the acquiree's identifiable net assets.

The excess of the consideration transferred, the amount of any NCI in the acquiree and the acquisition date fair value of any existing equity interest in the acquiree over the acquisition-date fair value of identifiable net assets acquired is recognized as goodwill. If the consideration transferred is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference (negative goodwill) is recognized directly as gain in profit or loss (see also Note 2.10).

(b) Investments in Associates

Associates are those entities over which the Group is able to exert significant influence but not control and which are neither subsidiaries nor interests in a joint venture. Investments in associates are initially recognized at cost and subsequently accounted for using the equity method.

Acquired investments in associates are also subject to the purchase method. The purchase method involves the recognition of the acquiree's identifiable assets and liabilities, including contingent liabilities, regardless of whether they were recorded in the financial statements prior to acquisition. Goodwill represents the excess of acquisition cost over the fair value of the Company's share of the identifiable net assets of the acquiree at the date of acquisition. Any goodwill or fair value adjustment attributable to the Company's share in the associate is included in the amount recognized as investment in an associate.

All subsequent changes to the ownership interest in the equity of the associates are recognized in the Company's carrying amount of the investments. Changes resulting from the profit or loss generated by the associates are credited or charged against the Equity Share in Net Losses of Associates account in the consolidated statement of comprehensive income.

Impairment loss is provided when there is an objective evidence that the investment in an associate will not be recovered (see Note 2.17).

Changes resulting from other comprehensive income of the associates or items that have been directly recognized in the associate's equity, are recognized in other comprehensive income or equity of the Group, as applicable. However, when the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred obligations or made payments in behalf of the associate. If the associate subsequently reports profits, the Group resumes recognizing its share of those profits only after its share of the profits exceeded the accumulated share of losses that has previously not been recognized. If the investment in associate is subsequently sold, the Group recognize in profit or loss the difference between the consideration received and the carrying amount of the investment.

Distributions received from the associates, if any, are accounted for as a reduction of the carrying value of the investment.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

(c) Interests in Joint Operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. A joint control arises from a contractually agreed sharing of control in an arrangement, which exist only when decisions about the relevant activities require unanimous consent of the parties sharing control. For interests in joint operations, the Group recognized in its consolidated financial statements its assets including its share of any assets held jointly; its liabilities including its share of any liabilities incurred jointly; its revenue from sale of its share of the output arising from the joint operation; its expenses including its share of any expenses incurred jointly; and its share in the income from the sale of goods or services by the joint operation. The amounts of these related accounts are presented as part of the regular asset and liability accounts and income and expense accounts of the Group and are measured and recognized in accordance with the relevant financial reporting standards.

No adjustment and consolidation procedures are required for the assets, liabilities, income and expenses of the joint operation that are recognized in the separate financial statements of the joint operators.

(d) Transactions with NCI

The Group's transactions with NCI that do not result in loss of control are accounted for as equity transactions – that is, as transaction with the owners of the Group in their capacity as owners. The difference between the fair value of any consideration paid and the relevant share acquired of the carrying value of the net assets of the subsidiary is recognized in equity. Disposals of equity investments to NCI result in gains and losses for the Group that are also recognized in equity.

When the Group ceases to have control over a subsidiary, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognized in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognized in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognized in other comprehensive income are reclassified to profit or loss.

The Company holds interests in various subsidiaries and associates as presented in Notes 1.

2.4 Financial Assets

Financial assets are recognized when the Group becomes a party to the contractual terms of the financial instrument. For purposes of classifying financial assets, an instrument is considered as an equity instrument if it is non-derivative and meets the definition of equity for the issuer in accordance with the criteria of PAS 32, *Financial Instruments: Presentation*. All other non-derivative financial instruments are treated as debt instruments.

Regular purchases and sales of financial assets are recognized on their trade date (i.e., the date that the Group commits to purchase or sell the asset).

(a) Classification and Measurement of Financial Assets

The classification and measurement of financial assets is driven by the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. Financial assets are categorized into the following categories: financial assets at amortized cost, financial assets at fair value through profit or loss, and financial assets at FVOCI. The financial asset category currently relevant to the Group is financial assets at amortized cost.

Financial assets are measured at amortized cost if both of the following conditions are met:

- the asset is held within the Group's business model whose objective is to hold financial assets in order to collect contractual cash flows ("hold to collect"); and,

- the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Except for trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with PFRS 15, all financial assets meeting these criteria are measured initially at fair value plus transaction costs. These are subsequently measured at amortized cost using the effective interest method, less allowance for expected credit loss (ECL).

The Group's financial assets at amortized cost are presented in the consolidated statement of financial position as Cash and Cash Equivalents, Trade and Other Receivables [except for Value-added tax (VAT) on contracts with customers, Advances to raw landowners and Advances to officers and employees], Advances to Real Estate Property Owners, Advances to Related Parties, and Refundable deposits (part of Other Non-current Assets account).

Financial assets measured at amortized cost are included in current assets, except for those with maturities greater than 12 months after the end of reporting period, which are classified as non-current assets.

For purposes of cash flows reporting and presentation, cash and cash equivalents comprise accounts with original maturities of three months or less, including cash. These generally include cash on hand, demand deposits and short-term, highly liquid investments readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value.

Interest income on financial assets at amortized cost is recognized using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument or, when appropriate, a shorter period, to the net carrying amount of the financial asset.

The Group calculates interest income by applying the effective interest rate to the gross carrying amount of the financial assets except for those that are subsequently identified as credit-impaired and or are purchased or originated credit-impaired assets.

For financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the net carrying amount of the financial assets (after deduction of the loss allowance). If the asset is no longer credit-impaired, the calculation of interest income reverts to gross basis. For financial assets that were credit-impaired on initial recognition, interest income is calculated by applying a credit-adjusted effective interest rate to the amortized cost of the asset. The calculation of interest income does not revert to a gross basis even if the credit risk of the asset subsequently improves.

Interest income earned is recognized in the consolidated statement of comprehensive income as part of Finance and Other Income account.

(b) Impairment of Financial Assets

At the end of the reporting period, the Group assesses and recognizes allowance for ECL on its financial assets measured at amortized cost. The measurement of ECL involves consideration of broader range of information that is available without undue cost or effort at the reporting date about past events, current conditions, and reasonable and supportable forecasts of future economic conditions (i.e., forward-looking information) that may affect the collectability of the future cash flows of the financial assets. Measurement of the ECL is determined by a probability-weighted estimate of credit losses over the expected life of the financial instruments evaluated based on a range of possible outcome.

The Group applies the simplified approach in measuring ECL, which uses a lifetime expected loss allowance for all trade and other receivables, contract assets, and other financial assets carried at amortized cost. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial assets. To calculate the ECL, the Group uses its historical experience, external indicators and forward-looking information to calculate the ECL using a provision matrix. The Group also assesses impairment of trade receivables on a collective basis as they possess shared credit risk characteristics, and have been grouped based on the days past due.

The Group applies a general approach specifically, in relation to advances to related parties. The maximum period over which ECL should be measured is the longest contractual period where an entity is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines possible impairment based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of advances to related parties can be collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

For other financial assets at amortized cost, ECLs are recognized in two stages. 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).

The key elements used in the calculation of ECL are as follows:

- *Probability of Default* – It is an estimate of likelihood of a counterparty defaulting at its financial obligations over a given time horizon, either over the next 12 months or the remaining lifetime of the obligation.

- *Loss Given Default* – It is an estimate of loss arising in case where a default occurs at a given time. It is based on the difference between the contractual cash flows of a financial instrument due from a counterparty and those that the Group would expect to receive, including the realization of any collateral or effect of any credit enhancement.

- *Exposure at Default* – It represents the gross carrying amount of the financial instruments in the event of default which pertains to its amortized cost.

The Group recognizes an impairment loss in consolidated profit of loss for all financial assets subjected to impairment assessment with a corresponding adjustment to their carrying amount through a loss allowance account.

(c) Derecognition of Financial Assets

The financial assets (or where applicable, a part of a financial asset or part of a group of financial assets) are derecognized when the contractual rights to receive cash flows from the financial instruments expire, or when the financial assets and all substantial risks and rewards of ownership have been transferred to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

2.5 Inventories

Cost of real estate inventories includes acquisition costs of raw land intended for future development, including other costs and expenses incurred to effect the transfer of the property to the Group; related property development costs; and borrowing costs on certain loans incurred during the development of the real estate properties (see Note 2.20). All costs relating to the real estate property sold are recognized as expense as the work to which they relate is performed.

Costs of real estate inventories are assigned using specific identification of their individual costs. These properties and projects are valued at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs to complete and the estimated costs necessary to make the sale.

The Group recognizes the effect of revisions in the total project cost estimates in the year in which these changes become known. Any impairment loss from a real estate inventory is charged to operations during the period in which the loss is determined.

Repossessed property arising from sales cancellation is recognized at cost. The difference between the carrying amount of the receivable or Contract Asset to be derecognized and the cost of the repossessed property is recognized in the consolidated statement of comprehensive income.

2.6 Prepayments and Other Assets

Prepayments and other current assets pertain to other resources controlled by the Group as a result of past events. They are recognized in the consolidated financial statements when it is probable that the future economic benefits will flow to the entity and the asset has a cost or value that can be measured reliably.

Advances to contractors pertain to advance payments made by the Group for the construction of real estate properties intended for sale (i.e. held as inventory) and investment properties. This is classified as current asset if it will be applied as payments for construction of assets to be classified as inventories. Otherwise, this we be classified as non-current asset.

Other recognized assets of similar nature, where future economic benefits are expected to flow to the Group beyond one year after the end of the reporting period or in the normal operating cycle of the business, if longer, are classified as non-current assets.

2.7 Property and Equipment

Property and equipment, except land, are carried at acquisition or construction cost less subsequent depreciation, amortization and impairment losses, if any. As no finite useful life for land can be determined, the related carrying amount are not depreciated. Land is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized; expenditures for repairs and maintenance are charged to expenses as incurred.

Depreciation and amortization is computed on the straight-line basis over the estimated useful lives of the assets as follows:

Building	50 years
Office furniture, fixtures and equipment	3-5 years
Transportation and other equipment	5 years
Building and office improvements	5-10 years

The residual values, estimated useful lives and method of depreciation of property and equipment are reviewed, and adjusted if appropriate, at the end of each reporting period.

Fully depreciated and amortized assets are retained in the accounts until they are no longer in use and no further charge for depreciation and amortization is made in respect of those assets.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (see Note 2.18).

An item of property and equipment, including the related accumulated depreciation, amortization and impairment losses, is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. 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 item) is included in profit or loss in the year the item is derecognized.

2.8 Investment Property

Investment property consists of parcels of land and buildings held for lease or for capital appreciation or both. Buildings are carried at cost less accumulated depreciation and any impairment losses. Land is stated at cost less any impairment losses.

The cost of an asset comprises its purchase price and any directly attributable costs of bringing the asset to working condition for its intended use. Expenditures for additions, major improvements and renewals are capitalized; expenditures for repairs and maintenance are charged to expense as incurred.

Depreciation is computed on a straight-line basis over the estimated useful life of the assets as follows:

Land development and improvements	20 years
Building and improvements	25-50 years

The residual values, estimated useful lives and method of depreciation of investment property are reviewed and adjusted, if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its recoverable amount (see Note 2.18).

Transfers from other accounts (such as property and equipment or real estate inventory) are made to investment property when and only when, there is a change in use, evidenced by ending of owner-occupation or commencement of an operating lease to another party, while transfers from investment property are made when, and only when, there is a change in use, evidenced by commencement of the owner-occupation or commencement of development with a view to sell.

For a transfer from investment property to owner-occupied property or inventories, the cost of property for subsequent accounting is its carrying value at the date of change in use.

If an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under Property and Equipment account up to the date of change in use (see Note 2.7).

Investment property is derecognized upon disposal or when permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gain or loss on the retirement or disposal of an investment property is recognized in the consolidated statement of comprehensive income in the year of retirement or disposal.

2.9 Financial Liabilities

Financial liabilities, which include Interest-bearing Loans, Trade and Other Payables (except tax-related liabilities), Advances from Related Parties, Due to Joint Venture Partners, Redeemable Preferred Shares, Lease Liabilities and Other Non-current Liabilities account (except Advance rental), are recognized when the Group becomes a party to the contractual terms of the instrument. These are initially recognized at their fair values and subsequently measured at amortized cost using effective interest method for maturities beyond one year, less settlement payments. All interest-related charges, if any, incurred on financial liability are recognized as an expense in profit or loss under the caption Finance Costs and Other Charges account in the consolidated statement of comprehensive income.

Interest-bearing loans are raised for support of long-term funding of operations. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are charged to profit or loss, except for capitalized borrowing cost, on an accrual basis using the effective interest method and are added to the carrying amount of the instrument to the extent that these are not settled in the period in which they arise.

Preferred shares, which carry a mandatory coupon or are redeemable on specific date or at the option of the shareholder, are classified as financial liabilities and presented as a separate line item in the consolidated statement of financial position as Redeemable Preferred Shares. Dividend distributions to shareholders, if any, are recognized as financial liabilities when the dividends are approved by the BOD. The dividends on the redeemable preferred shares are recognized in the consolidated statement of comprehensive income as interest expense on an amortized cost basis using the effective interest method.

Financial liabilities are classified as current liabilities if payment is due to be settled within one year or less after the end of the reporting period (or in the normal operating cycle of the business, if longer), or the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Otherwise, these are presented as non-current liabilities.

Financial liabilities are derecognized from the consolidated statement of financial position only when the obligations are extinguished either through discharge, cancellation or expiration. The difference between the carrying amount of the financial liability derecognized and the consideration paid or payable is recognized in profit or loss.

2.10 Business Combination

(a) Accounting for Business Combination Using the Acquisition Method

Business acquisitions of entities not under common control of a principal stockholder are accounted for using the acquisition method of accounting [see Note 2.3(a)].

Goodwill, if any, represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition. Subsequent to initial recognition, goodwill, if any, is measured at cost less any accumulated impairment losses. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Negative goodwill, which is the excess of the Group's interest in the net fair value of net identifiable assets acquired over acquisition cost, is charged directly to profit or loss.

For the purpose of impairment testing, goodwill is allocated to cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The cash-generating units or groups of cash-generating units are identified according to operating segment.

Gains and losses on the disposal of an interest in a subsidiary include the carrying amount of goodwill relating to it.

If the business combination is achieved in stages, the acquirer is required to remeasure its previously held equity interest in the acquiree at its acquisition-date fair value and recognize the resulting gain or loss, if any, in profit or loss or other comprehensive income, as appropriate.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with PAS 37, Provisions, Contingent Liabilities and Contingent Assets, either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

(b) Accounting of Business Combination Using the Pooling-of-interests Method

Business combinations arising from transfers of interests in entities that are under the common control of the principal stockholder are accounted for under the pooling-of interests method. Transfers of assets between commonly-controlled entities are accounted for under historical cost accounting; hence, the assets and liabilities are reflected in the consolidated financial statements at carrying values and no adjustments are made to reflect fair values or recognize any new assets or liabilities, at the date of the combination that otherwise would have been done under the acquisition method. No restatements are made to the financial information in the consolidated financial statements for periods prior to the business combination as allowed under PIC Q&A No. 2012-01, PFRS 3.2, *Application of the Pooling of Interest Method for Business Combination of Entities under Common Control in Consolidated Financial Statements* (Amended by PIC Q&As No 2015-01 and 2018-13); hence, the profit and loss of the acquiree is included in the consolidated financial statements for the full year, irrespective of when the combination took place. Also, no goodwill is recognized as a result of the business combination and any excess between the net assets of the acquiree and the consideration paid is accounted for as "equity reserves", which will eventually be closed to additional paid-in capital. Also, any pre-acquisition income and expenses of a subsidiary are no longer included in the consolidated financial statements.

2.11 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Group's BOD - its chief operating decision-maker. The BOD is responsible for allocating resources and assessing performance of the operating segments.

In identifying its operating segments, management generally follows the Group's products and service lines as disclosed in Note 4, which represent the main products and services provided by the Group.

Each of these operating segments is managed separately as each of these service lines requires different resources as well as marketing approaches. All inter-segment transfers are carried out at arm's length prices.

The measurement policies the Group uses for segment reporting under PFRS 8 are the same as those used in its consolidated financial statements, except that the following are not included in arriving at the operating profit of the operating segments:

- post-employment benefit expenses;
- expenses relating to share-based payments;
- research costs relating to new business activities; and,
- revenue, costs and fair value gains from investment property.

In addition, corporate assets which are not directly attributable to the business activities of any operating segment are not allocated to a segment.

There have been no changes from prior periods in the measurement methods used to determine reported segment profit or loss.

2.12 Provisions and Contingencies

Provisions are recognized when present obligations will probably lead to an outflow of economic resources and they can be estimated reliably even if the timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the end of the reporting period, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. When time value of money is material, long-term provisions are discounted to their present values using a pretax rate that reflects market assessments and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

In those cases, where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the consolidated financial statements.

Similarly, possible inflows of economic benefits to the Group that do not yet meet the recognition criteria of an asset are considered contingent assets, hence, are not recognized in the consolidated financial statements. On the other hand, any reimbursement that the Group can be virtually certain to collect from a third party with respect to the obligation is recognized as a separate asset not exceeding the amount of the related provision.

2.13 Offsetting of Financial Instruments

Financial assets and financial liabilities are offset and the resulting net amount, considered as a single financial asset or financial liability, is reported in the consolidated statement of financial position when the Group currently has legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously. The right of set-off must be available at the end of the reporting period, that is, it is not contingent on a future event. It must also be enforceable in the normal course of business, in the event of default, and in the event of insolvency or bankruptcy; and must be legally enforceable for both entity and all counterparties to the financial instruments.

2.14 Revenue and Expense Recognition

Revenue comprises revenue from sale of real properties, hotel operations and leasing activities. The Group's leasing activities are accounted for under PFRS 16 (see Note 2.15).

To determine whether to recognize revenue from revenue covered by PFRS 15, the Group follows a five-step process:

1. identifying the contract with a customer;
2. identifying the performance obligation;
3. determining the transaction price;
4. allocating the transaction price to the performance obligations; and,
5. recognizing revenue when/as performance obligations are satisfied.

The Group determines whether a contract with customer exists by evaluating whether the following gating criteria are present:

a. the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
b. each party's rights regarding the goods or services to be transferred or performed can be identified;
c. the payment terms for the goods or services to be transferred or performed can be identified;
d. the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and,
e. collection of the consideration in exchange of the goods and services is probable.

Revenue is recognized only when (or as) the Group satisfies a performance obligation by transferring control of the promised goods or services to a customer. The transfer of control can occur over time or at a point in time.

A performance obligation is satisfied at a point in time unless it meets one of the following criteria, in which case it is satisfied over time:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; and,
- the Group's performance does not create an asset with an alternative use to the Group and the entity has an enforceable right to payment for performance completed to date.

The transaction price allocated to performance obligations satisfied at a point in time is recognized as revenue when control of the goods or services transfers to the customer. If the performance obligation is satisfied over time, the transaction price allocated to that performance obligation is recognized as revenue as the performance obligation is satisfied. The Group uses the practical expedient in PFRS 15 with respect to non-disclosure of the aggregate amount of the transaction price allocated to unsatisfied or partially satisfied performance obligations as of the end of the reporting period and the explanation of when such amount will be recognized.

The Group develops real properties such as developed land, house and lot, and condominium units. The Group often enters into contracts to sell real properties as they are being developed. The significant judgment used in determining the timing of satisfaction of the Group's performance obligation with respect to its contracts to sell real properties. Sales cancellations are accounted for on the year of forfeiture. Any gain or loss on cancellation is charged to profit or loss. The specific recognition criteria of the various revenue streams of the Group are as follows:

(a) *Real estate sales on pre-completed real estate properties* – Revenue from real estate sales is recognized over time proportionate to the progress of the development. The Group measures its progress based on actual costs incurred relative to the total expected costs to be incurred in completing the development. Revenue recognized from real estate sales is presented as part of Real Estate Sales account under Revenues and Income section in the consolidated statement of comprehensive income.

(b) *Real estate sales on completed real estate properties* – Revenue from real estate sales is recognized at point in time when the control over the real estate property is transferred to the buyer. Revenue recognized from real estate sales is presented as part of Real Estate Sales account under Revenues and Income section in the consolidated statement of comprehensive income.

For tax reporting purposes, a modified basis of computing the taxable income for the year based on collections from real estate sales is used by the Group.

(c) *Hotel operations* – Revenues from room accommodation and services are recognized over time during the occupancy of hotel guest and ends when the scheduled hotel room accommodation has lapsed (i.e., the related room services have been rendered). As applicable, invoices for hotel accommodations are due upon receipt by the customer. For food and beverage, revenue is recognized at a point in time upon delivery to and receipt of food and beverage by the customer.

(d) *Service income* – Revenue is recognized over time (i.e., time-and-materials basis as the services are provided) until the performance of contractually agreed tasks has been substantially rendered. Service income comprises fees from maintenance of golf course and management fees.

(e) *Marketing fees* – Revenue is recognized over time in the same amount to which the entity has the right of invoice to the customer. Any amounts remaining unbilled at the end of the reporting period are presented in the statement of financial position as receivables as only the passage of time is required before payment of these amounts will be due. Marketing fees are presented as part of Finance and Other Income account in the consolidated statement of comprehensive income.

Incremental costs of obtaining a contract to sell real property to customers are recognized as part of Prepayments and Other Current Assets and is subsequently amortized over the duration of the contract on the same basis as revenue from such contract is recognized. Other costs and expenses are recognized in profit or loss upon utilization of services or receipt of goods or at the date they are incurred. Finance costs are reported on an accrual basis except capitalized borrowing costs (see Note 2.20).

Contract assets pertain to rights to consideration in exchange for goods or services that the Group has transferred to a customer that is conditioned on something other than passage of time. Under its contracts with customers, the Group will receive an unconditional right to payment for the total consideration upon the completion of the development of the property sold. Any rights to consideration recognized by the Group as it develops the property are presented as Contract Assets in the consolidated statement of financial position. Contract assets are subsequently tested for impairment in the same manner as the Group assesses impairment of its financial assets [see Note 2.4(b)].

Any consideration received by the Group in excess of the amount for which the Group is entitled is presented as Contract Liabilities in the consolidated statement of financial position. A contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer.

If the transaction does not yet qualify as contract revenue under PFRS 15, the deposit method is applied until all conditions for recording the sale are met. Pending the recognition of revenue on sale of real estate, considerations received from buyers are presented under the Customers' Deposits account in the liabilities section of the consolidated statement of financial position.

2.15 Leases

The Group accounts for its leases as follows:

(a) *Group as Lessee*

The Group considers whether a contract is, or contains, a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition, the Group assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group;

- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and,

- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct 'how and for what purpose' the asset is used throughout the period of use.

At lease commencement date, the Group recognizes a right-of-use asset and a lease liability in the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received). Subsequently, the Group depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist (see Note 2.17).

On the other hand, the Group measures the lease liability at the present value of the lease payments unpaid at the commencement date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate. Lease payments mainly pertain to fixed payments agreed in the contract. Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognizing a right-of-use asset and lease liability, the payments in relation to these are recognized as an expense in consolidated profit or loss on a straight-line basis over the lease term.

On the consolidated statement of financial position, right-of-use assets and lease liabilities have been presented separately from property, plant and equipment and other liabilities, respectively.

(b) *Group as Lessor*

Leases wherein the Group substantially transfers to the lessee all the risks and benefits incidental to ownership of the leased item are classified as finance leases and are presented as receivable at an amount equal to the Group's net investment in the lease. Finance income are recognized based on the pattern reflecting constant periodic rate of return on the Group's net investment outstanding in respect of the finance lease.

Leases which do not transfer to the lessee substantially all the risks and benefits of ownership of the asset are classified as operating leases. Lease income from operating leases is recognized in profit or loss on a straight-line basis over the lease term.

Sublease which was previously classified as operating lease applying PAS 17 but finance lease applying PFRS 16 is accounted as a new finance lease entered into at the date of initial application of PFRS 16. The effect of recognizing the net investment in the sublease is recognized as adjustment to the opening balance of retained earnings.

2.16 Foreign Currency Transactions and Translation

The accounting records of the Group are maintained in Philippine pesos. Foreign currency transactions during the year are translated into the functional currency at exchange rates which approximate those prevailing on transaction dates.

Foreign currency gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of comprehensive income as part of income or loss from operations.

2.17 Impairment of Non-financial Assets

The Group's investments in associates, investment property, property and equipment, development rights (in 2018), right-of-use assets and other non-financial assets are subject to impairment testing whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, assets are tested for impairment either individually or at the cash-generating unit level.

Impairment loss is recognized in profit or loss for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount which is the higher of its fair value less costs to sell and its value in use. In determining value in use, management estimates the expected future cash flows from each cash-generating unit and determines the suitable interest rate in order to calculate the present value of those cash flows. The data used for impairment testing procedures are directly linked to the Group's latest approved budget, adjusted as necessary to exclude the effects of asset enhancements. Discount factors are determined individually for each cash-generating unit and reflect management's assessment of respective risk profiles, such as market and asset-specific risk factors.

All assets are subsequently reassessed for indications that an impairment loss previously recognized may no longer exist. An impairment loss is reversed if the asset's or cash generating unit's recoverable amount exceeds its carrying amount.

2.18 Employee Benefits

The Group's employee benefits are recognized and measured as follows:

(a) Post-employment Defined Benefit Plan

A defined benefit plan is a post-employment plan that defines an amount of post-employment benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and salary. The legal obligation for any benefits from this kind of post-employment plan remains with the Group, even if plan assets for funding the defined benefit plan have been acquired. The Group's defined benefit post-employment plan covers all regular full-time employees.

The liability recognized in the consolidated statement of financial position for a defined benefit plan is the present value of the defined benefit obligation (DBO) at the end of the reporting period. The DBO is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows for expected benefit payments using a discount rate derived from the interest rates of a zero coupon government bonds [using the reference rates published by Bloomberg using its valuation technology, Bloomberg Valuation (BVAL)], that are denominated in the currency in which the benefits will be paid and that have terms to maturity approximating to the terms of the related post-employment liability. BVAL provides evaluated prices that are based on market observations from contributed sources.

Remeasurements, comprising of actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions and the return on plan assets (excluding amount included in net interest), if any, are reflected immediately in the consolidated statement of financial position with a charge or credit recognized in other comprehensive income in the period in which they arise. Net interest is calculated by applying the discount rate at the beginning of the period, unless there is a plan amendment, curtailment or settlement during the reporting period. The calculation also takes into account any changes in the net defined benefit liability or asset during the period as a result of contributions to the plan or benefit payments. Net interest is reported as part of Finance Costs and Other Charges or Finance and Other Income account in the consolidated statement of comprehensive income.

Past-service costs are recognized immediately in profit or loss in the period of a plan amendment or curtailment.

(b) Termination Benefits

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits at the earlier of when it can no longer withdraw the offer of such benefits and when it recognizes costs for a restructuring that is within the scope of PAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

(c) Compensated Absences

Compensated absences are recognized for the number of paid leave days (including holiday entitlement) remaining at the end of each reporting period. They are included in the Trade and Other Payables account of the consolidated statement of financial position at the undiscounted amount that the Group expects to pay as a result of the unused entitlement.

2.19 Share-based Employee Remuneration

The Company grants share options to key executive officers eligible under a stock option plan. The services received in exchange for the grant, and the corresponding share options, are valued by reference to the fair value of the equity instruments granted at grant date. This fair value excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions), if any. The share-based remuneration is recognized as an expense in profit or loss with a corresponding credit to retained earnings.

The expense is recognized during the vesting period based on the best available estimate of the number of share options expected to vest. The estimate is subsequently revised, if necessary, such that it equals the number that ultimately vests on vesting date. No subsequent adjustment is made to expense after vesting date, even if share options are ultimately not exercised.

Upon exercise of share option, the proceeds received net of any directly attributable transaction costs up to the nominal value of the shares issued are allocated to capital stock with any excess being recorded as additional paid-in capital (APIC).

2.20 Borrowing Costs

For financial reporting purposes, borrowing costs are recognized as expenses in the period in which they are incurred, except to the extent that they are capitalized. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset (i.e., an asset that takes a substantial period of time to get ready for its intended use or sale) are capitalized as part of Inventories account (see Note 2.5). The capitalization of borrowing costs commences when expenditures for the asset and borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalization ceases when substantially all such activities are complete. For income tax purposes, all interest and other borrowing costs are treated as deductible expenses in the period in which they are incurred.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets, if any, is deducted from the borrowing costs eligible for capitalization.

2.21 Related Party Transactions and Relationships

Related party transactions are transfers of resources, services or obligations between the Group and its related parties, regardless whether a price is charged.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. These parties include: (a) individuals owning, directly or indirectly through one or more intermediaries, control or are controlled by, or under common control with the Group; (b) associates; and, (c) individuals owning, directly or indirectly, an interest in the voting power of the Group that gives them significant influence over the Group and close members of the family of any such individual.

In considering each possible related party relationship, attention is directed to the substance of the relationship and not merely on the legal form.

Based on the requirement of SEC MC 2019-60, *Rules of Material Related Party Transactions for Publicly Listed Companies*, transactions amounting to 10% or more of the total consolidated assets based on the latest audited consolidated financial statements that were entered into with related parties are considered material.

All individual material related party transactions shall be approved by at least two-thirds vote of the board of directors, with at least a majority of the independent directors voting to approve the material related party transactions. In case that a majority of the independent director's vote is not secured, the material related party transaction may be ratified by the vote of the stockholders representing at least two-thirds of the outstanding capital stock. For aggregate related party transactions within a 12-month period that breaches the materiality threshold of 10% if the Group's consolidated total assets based on the latest audited consolidated financial statements, the same board approval would be required for the transaction(s) that meets and exceeds the materiality threshold covering the same related party.

2.22 Income Taxes

Tax expense recognized in profit or loss comprises the sum of current tax and deferred tax not recognized in other comprehensive income or directly in equity, if any.

Current tax assets or liabilities comprise those claims from, or obligations to, fiscal authorities relating to the current or prior reporting period, that are uncollected or unpaid at the reporting period. These are calculated using the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognized as a component of tax expense in profit or loss.

Deferred tax is accounted for using the liability method on temporary differences at the end of each reporting period between the tax base of assets and liabilities and their carrying amounts for financial reporting purposes. Under the liability method, with certain exceptions, deferred tax liabilities are recognized for all taxable temporary differences and deferred tax assets are recognized for all deductible temporary differences and the carryforward of unused tax losses and unused tax credits to the extent that it is probable that taxable profit will be available against which the temporary differences can be utilized. Unrecognized deferred tax assets are reassessed at the end of each reporting period and are recognized to the extent that it has become probable that future taxable profit will be available to allow such deferred tax assets to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled provided such tax rates have been enacted or substantively enacted at the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of each reporting period, to recover or settle the carrying amount of its assets and liabilities.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Most changes in deferred tax assets or liabilities are recognized as a component of tax expense in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

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

2.23 Equity

Capital stock represents the nominal value of shares that have been issued.

APIC represents premium received on the issuance of capital stock. Any transaction costs associated with the issuance of shares are deducted from APIC, net of any related income tax benefits.

Revaluation reserves pertain to remeasurements of retirement benefit obligation.

Retained earnings includes all current and prior period results of operations as reported in the profit or loss section of the consolidated statements of comprehensive income and share-based employee remuneration, reduced by the amounts of dividends declared, if any.

Non-controlling interests represent the portion of the net assets and profit or loss not attributable to the Company's shareholders which are presented separately in the Group's consolidated statement of comprehensive income and within the equity in the Group's consolidated statement of financial position and consolidated statement of changes in equity.

2.24 Basic and Diluted Earnings per Share

Basic earnings per share (EPS) is computed by dividing consolidated net profit by the weighted average number of common shares issued and outstanding during the period, adjusted retroactively for any stock dividend, stock split or reverse stock split declared during the current period.

Diluted EPS is computed by adjusting the weighted average number of common shares outstanding to assume conversion of potentially dilutive shares. Currently, the Group's potentially dilutive shares consist only of share options.

2.25 Events after the End of the Reporting Period

Any post-year-end event that provides additional information about the Group's financial position at the end of the reporting period (adjusting event) is reflected in the consolidated financial statements. Post-year-end events that are not adjusting events, if any, are disclosed when material to the consolidated financial statements.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the Group's consolidated financial statements in accordance with PFRS requires management to make judgments and estimates that affect amounts reported in the consolidated financial statements and related notes. Judgments and estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may ultimately vary from these estimates.

3.1 Critical Management Judgments in Applying Accounting Policies

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

(a) Determination of Lease Term of Contracts with Renewal and Termination Options

In determining the lease term, management considers all relevant factors and circumstances that create an economic incentive to exercise a renewal option or not exercise a termination option. Renewal options and/or periods after termination options are only included in the lease term if the lease is reasonably certain to be extended or not terminated.

The lease term is reassessed if an option is actually exercised or not exercised or the Group becomes obliged to exercise or not exercise it. The assessment of reasonable certainty is only revised if a significant event or a significant change in circumstances occurs, which affects this assessment, and that is within the control of the Group.

The Group determines whether any non-cancellable period or notice period in a lease would meet the definition of a contract and thus, would be included as part of the lease term. A contract would be considered to exist only when it creates rights and obligations that are enforceable.

In assessing the enforceability of a contract, the Company considers whether the lessor can refuse to agree to a request from the Company to extend the lease. In contrast, a lessor's right to terminate a lease is ignored when determining the lease term because, in that case, the lessee has an unconditional obligation to pay for the right to use the asset for the period of the lease, unless and until the lessor decides to terminate the lease.

(b) Evaluation of the Timing of Satisfaction of Performance Obligations

(i) Real Estate Sales

The Group exercises significant judgment in determining whether each performance obligation to develop properties promised in its contracts with customers is satisfied over time or at a point in time. In making this judgment, the Group considers the following:

- any asset created or enhanced as the Group performs;
- the ability of the customer to control such asset as it is being created or enhanced;
- the timing of receipt and consumption of benefits by the customer; and,

- the Group's enforceable rights for payment for performance completed to date.

The Group determines that its performance obligation for pre-completed real estate properties is satisfied over time since it does not have an alternative use of the specific property sold as it is precluded by its contract from redirecting the use of the property for a different purpose. Further, the Group has rights over payment for development completed to date as the Group can choose to complete the development and enforce its rights to full payment under its contracts even if the customer defaults on amortization payments. On the other hand, performance obligation for completed real estate properties is satisfied at a point in time when the control over the real estate property is transferred to the buyer.

(ii) Hotel Operations

The Group determines that its revenue from hotel operations shall be recognized over time. In making its judgment, the Group considers the timing of receipt and consumption of benefits provided by the Group to the customers. The Group provides the services without the need of reperformance of other companies. This demonstrates that the customers simultaneously receive and consume the benefits of the Group's rendering of hotel services as it performs.

(c) Determination of ECL on Trade and Other Receivables, Contract Assets and Advances to Related Parties

The Group uses a provision matrix to calculate ECL for trade and other receivables. The provision rates are based on days past due for group of various customer segments that have similar loss patterns (i.e., product type, customer type, and coverage by letters of guarantee and other forms of credit insurance).

The provision matrix is based on the Group's historical observed default rates. The Group's management intends to regularly calibrate (i.e., on an annual basis) the matrix to consider the historical credit loss experience with forward-looking information (i.e., forecast economic conditions).

In relation to advances to related parties, that the maximum period over which ECL should be measured is the longest contractual period where the Group is exposed to credit risk. In the case of these receivables from related parties, which are repayable on demand, the contractual period is the very short period needed to transfer the cash once demanded. Management determines ECL based on the sufficiency of the related parties' highly liquid assets in order to repay the Group's receivables if demanded at the reporting date, taking into consideration the historical defaults of the related parties. If the Group cannot immediately collect its receivables, management considers the expected manner of recovery to measure ECL. If the recovery strategies indicate that the outstanding balance of receivables can be fully collected, the ECL is limited to the effect of discounting the amount due over the period until cash is realized.

Based on the relevant facts and circumstances existing at the reporting date, management has assessed that all strategies indicate that the Group can fully recover the outstanding balance of its receivables.

(d) Distinction among Investment Property and Owner-occupied Properties

The Group determines whether an asset qualifies as an item of investment property or owner-occupied property. In making its judgment, the Group considers whether the property generates cash flows largely independently of the other assets held by an entity. Owner-occupied properties generate cash flows that are attributable not only to property but also to other assets used in the operations of the Group or for administrative purposes.

Some properties comprise a portion that is held to earn rental or for capital appreciation and another portion that is held for administrative purposes. If these portions can be sold separately (or leased out separately under finance lease), the Group accounts for the portions separately. If the portions cannot be sold separately, the property is accounted for as investment property only if an insignificant portion is held for administrative purposes. Judgment is applied in determining whether ancillary services are so significant that a property does not qualify as investment property. The Group considers each property separately in making its judgment.

(e) Distinction Between Real Estate Inventories and Investment Properties

Residential and condominium units comprise properties that are held for sale in the ordinary course of business. Meanwhile, investment properties comprise of land and buildings which are not occupied substantially for use by, or in the operations of, the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation. The Group considers management's intention over these assets in making its judgment.

(f) Determination of Significant Influence over Entities in which the Group Holds Less than 20% Ownership

The Group determines whether significant influence exists over an investee company over which the Group holds less than 20% of the investee's capital stock. The Group considers the ability to influence the operating and financial policies of the investee, representation on the board of directors of the investee, provision of essential technical information for the development of the various projects of these investees, and routine participation in management decisions in making its judgment. Based on management's judgment, the Group has significant influence over these investee companies (see Note 1).

(g) Consolidation of Entities in which the Company Holds 50% Ownership or Less

Management considers that the Company has de facto control over OPI even though it does not hold more than 50% of the ordinary shares and voting rights of this subsidiary due to the factors discussed below.

The Company holds 50% equity interest over OPI and has: (1) the ability to direct the relevant activities of the subsidiary; (2) the rights to variable returns from its involvement with the subsidiary; and, (3) the ability to use its power to affect its returns from its involvement with the subsidiary. Based on management's judgment, the Company has control over OPI; hence, the said subsidiary was consolidated in the financial statements of the Group.

(h) Distinction between Operating and Finance Leases

The Group has entered into various lease agreements as either a lessor or lessee. Critical judgment was exercised by management in 2018 and prior periods to distinguish each lease agreement as either an operating or a finance lease by looking at the transfer or retention of significant risk and rewards of ownership of the properties covered by the agreements. Failure to make the right judgment will result in either overstatement or understatement of assets and liabilities. Based on management's judgment, such leases were determined to be operating leases.

In 2019, upon adoption of PFRS 16, the distinction between operating and finance leases is applicable only to lease agreements as a lessor. All leases entered into as a lessee, except for those qualified under the optional exemptions as provided by the standard, are required to be recognized on-balance sheet.

(i) Recognition of Provisions and Contingencies

Judgment is exercised by management to distinguish between provisions and contingencies. Policies on recognition and disclosure of provision and contingencies are discussed in Note 2.13 and relevant disclosures are presented in Note 28.

3.2 Key Sources of Estimation Uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period:

(a) Determination of Appropriate Discount Rate in Measuring Lease Liabilities (2019)

The Group measures its lease liabilities at present value of the lease payments that are not paid at the commencement date of the lease contract. The lease payments were discounted using the effective interest rate on the most recent loan. Since the date of the availment is near the initial date of application, management is satisfied that the selected rate reflects the risks specific to the Group.

(b) Business Combinations

On initial recognition, the assets and liabilities of the acquired business and the consideration paid for them are included in the consolidated financial statements at their fair values. In measuring fair value, management uses estimates of future cash flows and discount rates. Any subsequent change in these estimates would affect the amount of goodwill if the change qualifies as a measurement period adjustment. Any other change would be recognized in profit or loss in the subsequent period.

(c) Revenue Recognition for Performance Obligations Satisfied Over Time

In determining the amount of revenue to be recognized for performance obligations satisfied over time, the Group measures progress on the basis of actual costs incurred relative to the total expected costs to complete such performance obligation. Specifically, the Group estimates the total development costs with reference to the project development plan and any agreement with customers. Management regularly monitors its estimates and apply changes as necessary. A significant change in estimated costs would result in a significant change in the amount of revenue recognized in the year of change.

(d) Estimation of Allowance for ECL

The measurement of the allowance for ECL on financial assets at amortized cost is an area that requires the use of significant assumptions about the future economic conditions and credit behavior (e.g., likelihood of customers defaulting and the resulting losses).

(e) Determination of Net Realizable Value of Inventories

In determining the net realizable value of inventories, management takes into account the most reliable evidence available at the times the estimates are made. The future realization of the carrying amounts of these assets is affected by price changes in the different market segments as well as the trends in the real estate industry. These are considered key sources of estimation and uncertainty and may cause significant adjustments to the Group's inventories within the next reporting period.

Considering the Group's pricing policy, the net realizable values inventories are higher than their related carrying values as of the end of the reporting periods.

(f) Fair Value of Stock Options

The Company estimates the fair value of the executive stock option by applying an option valuation model, taking into account the terms and conditions on which the executive stock option was granted. The estimates and assumptions used are which include, among other things, the option's time of expiration, applicable risk-free interest rate, expected dividend yield, volatility of the Company's share price and fair value of the Company's common shares. Changes in these factors can affect the fair value of stock options at grant date.

(g) Estimation of Useful Lives of Investment Property, Property and Equipment, Right-of-use Assets and Development Rights

The Group estimates the useful lives of investment property, property and equipment, right-of-use assets based on the period over which the assets are expected to be available for use. The estimated useful lives of investment property, property and equipment, and development right are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets.

Based on management's assessment as at March 31, 2021 and December 31, 2020, there are no changes in the estimated useful lives of those assets as of the end of the reporting periods. Actual results, however, may vary due to changes in estimates brought about by changes in factors mentioned above.

(h) Fair Value Measurement of Investment Property

Investment property is measured using the cost model. For disclosure purposes, the Group determines the fair values of building and building improvements using the discounted cash flows valuation technique since the information on current or recent prices of assumptions underlying the discounted cash flow approach of investment property is not available. The Group uses assumptions that are mainly based on market conditions existing at the end of each reporting period, such as: the receipt of contractual rentals; expected future market rentals; void periods; maintenance requirements; and appropriate discount rates.

These valuations are regularly compared to actual market yield data and actual transactions by the Group and those reported by the market. The expected future market rentals are determined on the basis of current market rentals for similar properties in the same location and condition.

For land and land development and improvements, the Group determines the fair value of land through appraisals by independent valuation specialists using market-based valuation approach where prices of comparable properties are adequate for specific market factors such as location and condition of the property.

A significant change in these elements may affect prices and the value of the assets.

(i) Determination of Realizable Amount of Deferred Tax Assets

The Group reviews its deferred tax assets at the end of each reporting period and reduces the carrying amount to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Management assessed that the deferred tax assets recognized as at March 31, 2021 and December 31, 2020 will be fully utilized within the prescribed period of availment.

(j) Impairment of Non-financial Assets

PFRS requires that an impairment review be performed when certain impairment indicators are present. The Group's policy on estimating the impairment of non-financial assets is discussed in detail in Note 2.18. Though management believes that the assumptions used in the estimation of fair values reflected in the consolidated financial statements are appropriate and reasonable, significant changes in these assumptions may materially affect the assessment of recoverable values and any resulting impairment loss could have a material adverse effect on the results of operations.

In 2019, certain advances to contractors were found to be impaired. Also, in 2018, certain investments in associates were found to be impaired, hence, the related carrying amounts were written off. No impairment losses were recognized on investment property, property and equipment, right-of-use assets and other non-financial assets for the period ended March 31, 2021, and years 2020 and 2019.

(k) Valuation of Post-employement Defined Benefit Obligation

The determination of the Group's obligation and cost of post-employment defined benefit is dependent on the selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions include, among others, discount rates and salary rate increase. A significant change in any of these actuarial assumptions may generally affect the recognized expense, other comprehensive income or losses and the carrying amount of the retirement benefit obligation in the next reporting period.

(l) Basis for Revenue Recognition Benchmark

The Group recognizes its revenue from sale of real estate in full when 10% or more of the total contract price is received. Management believes that the revenue recognition criterion on percentage of collection is appropriate based on the Group's collection history from customers and number of back-out sales in prior years. Buyer's interest in the property is considered to have vested when the payment of at least 10% of the contract price has been received from the buyer and the Group has ascertained the buyer's commitment to complete the payment of the total contract price.

4. **Segment revenue and segment results for business segments or geographical segments, whichever is the enterprise's primary basis of segment reporting.**

The following table present revenue and income information for the 1st quarter ended March 31, 2021 and March 31, 2020.

March 31, 2021
(Amount in thousands)

	Sales of Real Estate	Hotel Operations	Rentals and Services	Total
Revenue	₱908,601	₱22,039	₱162,968	₱1,093,608
Cost	390,292	31,911	71,253	493,456
Gross profit	**₱518,309**	**(₱ 9,872)**	**₱91,715**	**₱600,152**

March 31, 2020
(Amount in thousands)

	Sales of Real Estate	Hotel Operations	Rentals and Services	Total
Revenue	₱1,043,852	₱149,157	₱225,975	₱1,418,984
Cost	427,697	64,391	78,293	570,381
Gross profit	**₱616,155**	**₱84,766**	**₱147,682**	**₱848,603**

5. Material events subsequent to the end of the interim period that have not been reflected in the financial statements for the period.
There have been no material events that happened subsequent to the interim period that need disclosure herein.

6. Effect of changes in the composition of the enterprise during the interim period, including business combinations, acquisition or disposal of subsidiaries and long-term investments, restructurings, and discontinuing operation.
Not applicable.

7. Changes in contingent liabilities or contingent assets since the last annual balance sheet date

The Company is a party to certain lawsuits or claims arising from the ordinary course of business and from several of its joint venture agreements. The Group's management and legal counsels believe that the eventual liabilities under these lawsuits or claims, if any, will not have a material effect on the consolidated financial statements, and thus, no provision has been made for these contingent liabilities.

8. Existence of material contingencies and any other events or transactions that are material to an understanding of current interim period.
   There have been no material contingencies and any other events or transactions that are material to an understanding of current interim period.

10. Any events that will trigger direct or contingent financial obligations that is material to the company, including any default or acceleration of an obligation.
    There have been no events that will trigger direct or contingent financial obligations that is material to the company, including any default or acceleration of an obligation.

11. All material off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships of the company with unconsolidated entities or other persons created during the reporting period.
    There have been no material off-balance sheet transactions and other relationships of the company with unconsolidated entities or other persons created during the reporting period.

12. Dividends paid separately for ordinary shares and other shares
    Not applicable.

13. Seasonality or cyclicality of interim operations
    Not applicable

14. Nature and amount of items affecting assets, liabilities, equity, net income, or cash flows that are unusual because of their nature, size and incidence.
    Not applicable

15. Issuances, repurchases, and repayments of debt and equity securities
    There have been no issuance, repurchase and repayment of debt and equity securities for the period.

RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's financial instruments comprise of cash, short-term bank deposits and investments.

Exposures to credit and liquidity risk arise in the normal course of the Group's business activities. The main objectives of the Group's financial risk management are as follows:

1. To identify and monitor such risks on an ongoing basis;
2. To minimize and mitigate such risks; and
3. To provide a degree of certainty about costs.

Credit Risk

The investment of the Group's cash resources is managed so as to minimize risk while seeking to enhance yield. The Group's holding of cash and marketable securities expose the Group to credit risk of the counterparty if the counterparty is unwilling or unable to fulfill its obligations, and the Group consequently suffers financial loss. Credit risk management involves entering into financial instruments only with counterparties with acceptable credit standing. The treasury policy sets aggregate credit limits of any one counterparty and annually reviews the exposure limits and credit ratings of the counterparties. The Group has credit management policies in place to ensure that rental contracts are entered into with customers who have sufficient financial capacity and good credit history.

Sales to buyers of real estate which are collectible on installment are relatively risk-free. Sales to real estate buyers are documented under Contract to Sell agreements which allow cancellation of the sale and forfeiture of payments made in the event of default by buyers. Transfer of title is made to buyers only upon full payment of the account.

Receivable balances are being monitored on a regular basis to ensure timely execution of necessary intervention efforts.

Liquidity Risk

The Group manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash outflows due in a day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week, as well as on the basis of a rolling 30-day projection. Long-term needs for a six-month and one-year period are identified monthly.

The Group maintains cash to meet its liquidity requirements for up to 60-day periods. Excess cash is invested in time deposits or short-term marketable securities. Funding for long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities and the ability to sell long-term financial assets.

Interest Rate Risk

The Group has no significant exposure to interest rate risk as some financial assets and liabilities are fixed-interest bearing.

Foreign Exchange Risk

Most of the Group's transactions are carried out in Philippine pesos, its functional currency. The currency exchange rates arise from Group's United States (U.S.) dollar-denominated cash and cash equivalents.

Management assessed that the foreign currency risks related to these U.S. dollar-denominated cash and cash equivalents to be not material.

CAPITAL MANAGEMENT OBJECTIVES, POLICIES AND PROCEDURES

The Group's capital management objectives are to ensure the Group's ability to continue as a going concern and to provide an adequate return to shareholders.

The Group sets the amount of capital in proportion to its overall financing structure, i.e., equity and financial liabilities. The Group manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the carrying amount of equity as presented on the face of the consolidated statements of financial position. Capital for the reporting periods under review is summarized as follows:

(Figures in thousands)

	March 2021	December 2020
Total Liabilities	P 16,200,000	P 16,009,987
Total Equity	34,873,863	34,551,240
Debt-to-equity ratio	0.46:1	0.46:1

CATEGORIES AND FAIR VALUES OF FINANCIAL ASSETS AND LIABILITIES

The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. In determining the fair value of its financial assets and liabilities, the Company takes into account its current circumstances and the costs that would be incurred to exchange or settle the underlying financial assets and liabilities.

The carrying amounts and fair value of the categories of financial assets and liabilities presented in the consolidated financial statement of financial position are shown on the next page:

Figures in thousands

	March 31, 2021		December 31, 2020	
	Carrying Values	Fair Values	Carrying Values	Fair Values
Financial assets				
Loans and receivables:				
Cash and cash equivalents	P 2,196,061	P 2,196,061	P 2,239,105	P 2,239,105
Trade and other receivables - net	8,323,840	8,323,840	8,293,630	8,598,630
Advances to real property owner	1,285,569	1,285,569	1,283,568	1,283,568
Advances to related parties	704,060	704,060	717,625	717,625
Refundable deposits	214,564	214,564	129,920	129,920
	P 12,724,094	P 12,724,094	P 12,663,848	P 12,968,848

	March 31, 2021				December 31, 2020			
		Carrying Values		**Fair Values**		Carrying Values		Fair Values
Financial liabilities								
Financial liabilities at amortized cost:								
Interest bearing loans and borrowings	**P**	**5,404,411**	**P**	**5,404,411**	P	5,334,559	P	5,494,601
Trade and other payables		**3,396,773**		**3,396,773**		3,293,881		3,293,881
Advances from related parties		**949,268**		**949,268**		916,544		916,544
Due to joint venture partners		**463,843**		**463,843**		410,467		410,467
Retention Payable		**851,016**		**851,016**		860,978		860,978
Redeemable preferred shares		**503,195**		**503,195**		503,195		485,835
Accrued dividends on preferred shares		**2,854**		**2,854**		937		937
Lease liabilities		**473,150**		**473,150**		473,635		473,635
	P	**12,044,510**	**P**	**12,044,510**	P	11,794,196	P	11,936,878

See notes to financial statements 2.4 and 2.9 for a description of the accounting policies for each category of financial instrument. A description of the Group's risk management objectives and policies for financial instruments is provided in page 46. The Group does not actively engage in the trading of financial assets for speculative purposes.

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Annex A-1

As of March 31, 2021

(Amount in Thousands)

	Unaudited As of March 31, 2021	Audited As of December 31, 2020
ASSETS		
CURRENT ASSETS		
Cash and Cash equivalents	2,196,061	2,239,105
Trade and other receivables - net	7,732,635	7,078,289
Contract assets	2,462,317	1,936,273
Advances to real property owners	190,888	217,434
Advances to related parties	704,060	717,625
Inventories, net	18,414,917	18,221,006
Prepayments and other current assets	3,205,813	3,268,872
Total Current Assets	34,906,691	33,678,604
NON-CURRENT ASSETS		
Trade and other receivables - net	1,488,757	2,143,694
Contract assets	648,766	857,723
Advances to real estate property owners	1,094,681	1,066,134
Investment in associates, net	732,027	732,027
Investment Properties - net	10,863,612	10,824,754
Property and equipment - net	930,296	940,361
Right-of-use asset	127,455	128,233
Other non-current assets	281,578	189,697
Total Non-current Assets	16,167,172	16,882,623
TOTAL ASSETS	**51,073,863**	**50,561,227**
LIABILITIES AND EQUITY		
CURRENT LIABILITIES		
Interest bearing loans and borrowings	1,345,588	1,470,588
Trade and other payables	3,441,943	3,338,760
Contract liabilities	622,914	472,550
Due to joint venture partners	463,843	410,467
Customer's deposit	1,021,531	1,114,701
Advances from related parties	949,268	916,544
Redeemable preferred shares	251,598	251,597
Lease Liabilities	46,664	46,817
Total Current Liabilities	8,143,349	8,022,024
NON-CURRENT LIABILITIES		
Interest bearing loans and borrowings	4,058,823	3,863,971
Contract liabilities	140,667	327,010
Customer's deposit	179,612	182,765
Redeemable preferred shares	251,598	251,597
Deferred tax liabilities-net	2,070,550	2,078,889
Retirement benefit obligation	125,775	125,775
Lease Liabilities	426,486	426,819
Other non-current liabilities	803,140	731,137
Total Non-current Liabilities	8,056,651	7,987,963
Total Liabilities	16,200,000	16,009,987
EQUITY		
Equity attributable to parent company's shareholder	28,948,105	28,648,112
Non-controlling interest	5,925,758	5,903,128
Total Equity	34,873,863	34,551,240
TOTAL LIABILITIES AND EQUITY	**51,073,863**	**50,561,227**

GLOBAL-ESTATE RESORT, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE PERIOD 1Q2021 VS. 1Q2020
(Amount in Thousands)

Annex A-2

	Unaudited 1Q 2021 Jan - Mar	Unaudited 1Q 2020 Jan - Mar
REVENUES		
Real estate sales	908,601	1,043,852
Rental income	119,971	186,209
Hotel operations	22,039	149,147
Service income	42,997	39,766
Marketing fees	21,830	11,005
Finance and other income	85,971	97,547
	1,201,409	1,527,526
COST AND EXPENSES		
Real estate sales	390,292	427,697
Cost of rentals and services	71,253	78,293
Cost of hotel operations	31,911	64,391
Operating expenses	261,871	352,080
Finance costs and other charges	26,769	101,378
Income tax expense	96,689	138,738
	878,785	1,162,577
Net Profit (Loss)	**322,624**	**364,949**
Other Comprehensive Income (Loss)		
Revaluation reserve	-	-
Total Comprehensive Income (Loss)	**322,624**	**364,949**
Net profit (loss) attributable to:		
Parent Company's shareholder	299,993	247,962
Non-controlling interest	22,631	116,987
	322,624	**364,949**
Total Comprehensive Income(loss) attributable to:		
Parent Company's shareholders	299,993	247,962
Non-controlling interest	22,631	116,987
	322,624	**364,949**
Earnings per share	**0.0273**	**0.0226**

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(Amount in Thousands)

Annex A -3

	As of March 31, 2021	As of March 31, 2020
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF PARENT COMPANY		
CAPITAL STOCK	10,986,000	10,986,000
ADDITIONAL PAID IN CAPITAL	4,747,739	4,747,739
REVALUATION RESERVE	7,628	5,267
RETAINED EARNINGS	13,206,738	12,067,871
	28,948,105	**27,806,877**
MINORITY INTEREST	**5,925,758**	**5,806,670**
TOTAL STOCKHOLDERS' EQUITY	**34,873,863**	**33,613,547**

GLOBAL-ESTATE RESORTS, INC. AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOW

Annex A-4

(Amounts in Thousands)

	As of March 31, 2021	As of March 31, 2020
Net Income before tax	419,313	503,687
Add(less)		
Finance cost	23,995	48,943
Depreciation and amortization	71,677	98,015
Finance income	(33,050)	(37,872)
Operating Income(loss) before working capital changes	481,935	612,773
Net Changes in Operating Assets and Liabilities		
Decrease(Increase) current and non current asset	(428,524)	103,712
(Decrease)Increase current and non current liabilities	(14,193)	(848,304)
Cash paid for income taxes	(38,089)	-
Interest paid	(63,004)	(42,547)
Cash from(used in) Operating Activities	(61,875)	(174,366)
Cash from(used in) Investing Activities	(96,826)	10,357
Cash from (used in) Financing Activities	115,657	28,781
Net Increase (decrease) in cash and cash equivalent	(43,044)	(135,228)
Cash and cash equivalent at the beginning of the year	2,239,105	2,621,473
Cash and cash equivalent at the end of the year	2,196,061	2,486,245

GLOBAL-ESTATE RESORTS, INC, AND SUBSIDIARIES
AGING OF ACCOUNTS RECEIVABLE

As of March 31, 2021

Annex A-5

(Amounts in Thousands)

Aging of Accounts Receivable

Type of receivables:	TOTAL	CURRENT/NOT YET DUE	Not more than 3 months	More than 3 months but not more than 6 months	More than 6 months but not more than 1 year	More than 1 year
a. Trade/Other Receivable	9,221,392	8,319,828	510,833	173,670	123,359	93,702
Net Receivable	9,221,392					