

COVER SHEET

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SEC Registration Number

[illegible]

(Company's Full Name)

[illegible]

(Business Address: No. StreetCity/Town/Province)

Atty. Riva Khristine V. Maala

(Contact Person)

(+632) 8403-6910

(Company Telephone Number)

1	2
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3	1
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Month Day
(Fiscal Year)

DEFINITIVE

2	0	-	I	S
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(Form Type)

2022

0	6
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2	4
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Month Day
(Annual Meeting)

	N.A.
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(Secondary License Type, If Applicable)

Dept. Requiring this Doc.

Amended Articles Number/Section

1,935

Total No. of Stockholders

Domestic

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Foreign

[illegible]

File Number

[illegible]

Document ID

To be accomplished by SEC Personnel concerned

LCU

Cashier

STAMPS

STAMPS

Remarks: Please use BLACK ink for scanning purposes.



03 June 2022

Securities and Exchange Commission
Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City

Attention: Markets & Securities Regulation Department

Gentlemen:

We are submitting herewith the DEFINITIVE Information Statement (SEC Form 20-IS) of **ARTHALAND CORPORATION (the "Corporation")** as well as our reply to the checklist accompanying the Commission's electronic mail dated 27 May 2022 (copy received on even date).

We trust you find everything in order.

Very truly yours,


RIVA KHRISTINE V. MAALA
Corporate Secretary and General Counsel

2022-0603 Reply to SEC (Definitive IS)/ALCO/ivm

ARTHALAND CORPORATION
Head Office, 7F Arthaland Century Pacific Tower
5th Avenue corner 30th Street, Bonifacio Global City
1634 Taguig City, Philippines

(+632) 8 403 6910 | www.arthaland.com

ARTHALAND CORPORATION
INFORMATION STATEMENT
Reply to SEC Comment Sheet dated 27 May 2022

General Comment		<u>REPLY</u>
1. Comply with the disclosure requirements under Sec. 49 of the Revised Corporation Code, provide a table (at least with 2 columns) or list of the required disclosure/information on Sec. 49 of the RCC (use the wording as provided in Sec 49 of the Code and provide this in the 1st column) and the page number of the DIS, or reference it to the company's website where the disclosure/information can be found (this for the 2nd column).		Please see below.
	a) The minutes of the most recent regular meeting which shall include, among others:	The minutes of the 2021 annual stockholders' meeting of the Corporation ("ASM Minutes") is available in the Corporation's website www.arthaland.com .
	(1) A description of the voting and vote tabulation procedures used in the previous meeting;	This is reflected in pages 2-3 and 8-10 of the ASM Minutes.
	(2) A description of the opportunity given to stockholders to ask questions and a record of the questions asked and answers given;	Please see pages 3, 7 and 8 of the ASM Minutes.
	(3) The matters discussed, and resolutions reached;	Please see pages 2-10 of the ASM Minutes.
	(4) A record of the voting results for each agenda item;	Please see pages 3, 8, and 9 of the ASM Minutes.
	(5) A list of directors, officers and stockholders who attended the meeting; and	Please see page 1 of the ASM Minutes.
	(6) Such other items that the Commission may require in the interest of good governance and the protection of minority stockholders.	Item 2, page 3 of the Definitive Information Statement (DIS) indicates that approval of the stockholders will be sought during the annual meeting on 24 June 2022 on the proposed amendment of Article SEVENTH of the latest Articles of Incorporation of the Corporation for purposes of decreasing its Authorized Capital Stock by ₱20,000,000.00 with the

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		cancellation of the 20,000,000 Preferred Shares Series B presently recorded as treasury shares. This would entitle dissenting stockholders to exercise their appraisal right.
	b) A members' list for nonstock corporations and, for stock corporations, material information on the current stockholders, and their voting rights;	Material information on the current stockholders is reflected in pages 15-18 of the Management Report attached to the DIS. Their voting rights are provided in page 3 of the DIS.
	c) A detailed, descriptive, balanced and comprehensive assessment of the corporation's performance, which shall include information on any material change in the corporation's business, strategy, and other affairs;	Please see the Corporation's 2021 Audited Financial Statements attached to the DIS. It is also available in its website www.arthaland.com .
	d) A financial report for the preceding year, which shall include financial statements duly signed and certified in accordance with this Code and the rules the Commission may prescribe, a statement on the adequacy of the corporation's internal controls or risk management systems, and a statement of all external audit and non-audit fees;	Please see the Corporation's 2021 Audited Financial Statements attached to the DIS. It is also available in its website www.arthaland.com .
	e) An explanation of the dividend policy and the fact of payment of dividends or the reasons for nonpayment thereof;	Please see pages 17-18 of the Management Report attached to the DIS.
	f) Director or trustee profiles which shall include, among others, their qualifications and relevant experience, length of service in the corporation, trainings and continuing education attended, and their board representations in other corporations;	Please see pages 9-11 of the DIS.
	g) A director or trustee attendance report, indicating the attendance of each director or trustee at each of the meetings of the board and its committees and in regular or special stockholder meetings;	Please see the Integrated Annual Corporate Governance Report of the Corporation, a copy of which is available in the Corporation's website

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		www.arthaland.com .
	h) Appraisals and performance reports for the board and the criteria and procedure for assessment;	Please see the Integrated Annual Corporate Governance Report of the Corporation, a copy of which is available in the Corporation's website www.arthaland.com .
	i) A director or trustee compensation report prepared in accordance with this Code and the rules the Commission may prescribe;	Please see Item 6, page 21 of the DIS.
	j) Director disclosures on self-dealings and related party transactions; and/or	Please see page 65, Note 24 of the 2021 Audited Financial Statements attached to the DIS. It is also available in its website www.arthaland.com .
	k) The profiles of directors nominated or seeking election or reelection	Please see pages 9-11 of the DIS.
2. Non-compliance shall constitute a violation of SRC Rule 20 and shall subject the company to appropriate penalty under the Consolidated Scales of Fines (SEC Memorandum Circular No. 6, Series of 2005).		This is noted.
3. In addition to the Company's responses to (the) SEC Comments through this Comment Sheet, kindly submit a marked-up copy highlighting the revisions made to comply with each comment.		The revisions made to the DIS to comply with this checklist have been highlighted for easy reference.
4. The company is advise(d) of the notice dated February 16, 2022 re: alternative mode for distributing and providing copies of notice of meeting, information statement, and other documents in connection with the holding of annual stockholders' meeting ("ASM") for 2022.		This is noted and will be complied with.
SRC Rule 20.3.3.5 Information Statement and Management Report shall be uploaded to Issuer's Website for downloading by interested parties	Please upload SEC Form 20-IS and its attachments on the Company's website & PSE Edge, and send us (via msrd_covid19@sec.gov.ph) the link to access the uploaded DIS.	This is noted. The Preliminary Information Statement filed on 20 May 2022 was uploaded to the Corporation's website www.arthaland.com and the PSE EDGE ¹ . The same will be done for the DIS.

¹ https://edge.pse.com.ph/companyDisclosures/form.do?cmpy_id=172

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	The company is advised of the notice dated February 16, 2022 re: alternative mode for distributing and providing copies of notice of meeting, information statement, and other documents in connection with the holding of annual stockholders' meeting ("ASM") for 2022.	The Notice of the annual meeting will be published in both the Philippine Star and the BusinessWorld and posted in their respective online platforms on 02 and 03 June 2022.
	In addition to the Company's responses to SEC Comments through this Comment Sheet, kindly submit a marked-up copy highlighting the revisions made to comply with each comment.	The DIS, as updated following the SEC's checklist, is submitted together with this Reply.
Notice of Meeting	Incomplete, indicate the link and place of the meeting pursuant to Section 50 of the Revised Corporation Code of the Philippines and Section 15 of the Memorandum Circular No. 6, Series of 2020.	The Notice was revised accordingly by providing the link for the registration for the meeting. It also states that the meeting will be convened by the Presiding Officer in Taguig City (the city where the principal office of the Corporation is located) through remote communication but there will be no physical meeting held.
COVER SHEET		
8. Date, time and place of the meeting of security holders	Incomplete, indicate the link and place of the meeting pursuant to Section 50 of the Revised Corporation Code of the Philippines and Section 15 of the Memorandum Circular No. 6, Series of 2020.	The link for the registration for the meeting and the place where the meeting will be convened are now reflected in item 9 (item 8 refers to the former name, former address and former fiscal year, if changed since last report).

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<p>11. Securities registered pursuant to Sections 8 and 12 of the Code (information on number of shares and amount of debt is applicable only to corporate registrants):</p> <ol style="list-style-type: none"> 1. Title of Each Class 2. Number of Shares of Common Stock Outstanding or Amount of Debt Outstanding 	<p>Please update to the latest practicable date. Provide a footnote as of what dates the information pertains to.</p>	<p>The latest practicable date provided in item 11 is now 31 May 2022.</p>
Part I		
ITEM 4. VOTING SECURITIES & PRINCIPAL HOLDERS		
<p>As to each class entitled to vote, state the number of shares outstanding & the number of votes to which each class is entitled.</p>	<p>Please update to the latest practicable date.</p>	<p>The latest practicable date provided insofar as each class of shares entitled to vote, among others, in page 5 of the DIS is now 31 May 2022.</p>
<p>(1) Security Ownership of Certain Record and Beneficial Owners of more than 5%:</p>	<p>Please update to the latest practicable date.</p>	<p>The latest practicable date provided in the Security Ownership of Record and Beneficial Owners of more than 5% in page 6 of the DIS. is now 31 May 2022.</p>
<p>xxx (2) Name, address of record owner and relationship with company xxx</p>	<p>Please disclose the highlighted provisions.</p>	<p>The address of the record owner and its relationship to the Corporation have been reflected in the table of Security Ownership of Record and Beneficial Owners of more than 5% in page 6 of the DIS.</p>
<p>(2) Security Ownership of Management</p>	<p>Please update to the latest practicable date</p>	<p>The latest practicable date provided in page 7 of the DIS is now 31 May 2022.</p>

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<p>If a change in control has occurred since the beginning of the last F.Y.</p> <ol style="list-style-type: none"> 1. State the name of the person who acquired such control 2. Amount and source of consideration used 3. Basis of control 4. Date & description of the transaction(s) which resulted in the change in control 5. Percentage of voting securities now beneficially owned directly/indirectly by the person who acquired control 6. Identify from whom control was assumed 	<p>Please disclose the changes in ownership control here, if any. Otherwise, provide a negative statement.</p>	<p>A negative statement has been provided is page 7 of the DIS.</p>
<p>ITEM 5. DIRECTORS & EXECUTIVE OFFICERS</p>	<p>Please submit a certification that no directors or officers are connected with any government agencies or its instrumentalities.</p> <p>If there is/are person/s working in any government agency, notify them to submit a written permission from the head of department instead of a certification.</p>	<p>Instead of a separate certification, it has been reflected in relevant portions of the DIS, which is executed under oath, specifically pages 8, 13, 17 and 20 thereof, that none of the directors or officers of the Corporation works for or is connected with any government agency or instrumentality.</p>
<p>If action is with respect to election of directors, Information required by Part I(C) of “Annex C, as amended”</p>	<p>Please disclose the information with regard to any of its subsidiaries or affiliates required herein, if applicable.</p>	<p>Pending legal proceedings to which any of the subsidiaries or affiliates of the Corporation is a party, is reflected in page 8 of the Management Report.</p>
<p>(5) Part IV, Paragraphs (D)(1) and (D)(3) of “Annex C” as Certain Relationships and Related Transactions (SEC MC No. 14, Series of 2004) xxx</p>	<p>Please comply and correlate info as disclosed in the AFS.</p>	<p>Additional information is provided in Item 5g of the DIS (pages 21-23) on Certain Relationships and Related Transactions to correlate with those disclosed in the Corporation’s 2021 Audited Financial Statements (2021 AFS), a copy of which is</p>

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		attached to the DIS.
If the registrant believes that the description provided by the director is incorrect or incomplete, it may include a brief statement presenting its views on the disagreement.	Please disclose, if applicable. Otherwise, provide a negative statement.	The last paragraph of Item 5g of the DIS (page 23) now includes a negative statement that no director has resigned or declined to stand for re-election since the date of the last annual meeting of the Corporation due to any disagreement with the latter's operations, policies and practices.
ITEM 6. COMPENSATION OF DIRECTORS & EXECUTIVE OFFICERS		
Summary Compensation Table (e) Other Annual Compensation	Please include the highlighted portion, if any, in the tabular presentation.	The Summary Compensation Table in pages 24-25 of the DIS has been revised accordingly to include Other Annual Compensation.
If Price or Stock Warrants or Options are Adjusted or Amended: b) Basis for each Repricing	Please include the highlighted portion.	Item 6b of the DIS (page 26) has been revised accordingly to include a statement on the reason for the repricing of the options originally pegged by the Stock Option and Compensation Committee at ₱0.85 per share, or the five-day volume weighted average price per share beginning 17 December 2018 or until 21 December 2018, to ₱0.50 per share. Please note, however, that none of the qualified employees exercised their respective rights until the period within which they can do so expired in February 2022.
ITEM 7. INDEPENDENT PUBLIC ACCOUNTANTS		

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<p>Election, Approval or Ratification</p> <p>(1) Indicate whether or not representatives are expected to be present</p> <p>(2) Whether or not they have the opportunity to make a statement if they desire to do so</p> <p>(3) Whether or not they are expected to be available to respond to appropriate questions</p>	<p>Please disclose.</p>	<p>Item 7 of the DIS (page 27) now includes a statement that the representatives of the Corporation's external auditor will be present during the annual meeting and will be given the opportunity to make statements if they desire to do so, as well as respond to appropriate questions, if there will be any.</p>
D. Other Matters		
<p>Please disclose herein the information required under Section 49 of the Revised Corporation Code, such as but not limited to as follows:</p> <p>e) An explanation of the dividend policy and the fact of payment of dividends or the reasons for nonpayment thereof;</p> <p>h) Appraisals and performance reports for the board and the criteria and procedure for assessment;</p> <p>j) Director disclosures on self-dealings and related party transactions; xxx</p>		<p>This matter is already addressed above in pages 1-3 of this checklist.</p>
MANAGEMENT REPORT		
<p>Management's Discussion and Analysis (MD&A) or Plan of Operation (Required by Part III(A) of "Annex C, as amended")</p> <p>vii) Causes for Any Material Changes from Period to Period of FS which shall include vertical and horizontal analyses of any material item (5%)</p>	<p>Please provide for the vertical analyses.</p>	<p>The vertical analyses are reflected in pages 34 to 36 of the Management Report attached to the DIS.</p>

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<p>EXTERNAL AUDIT FEES (SEC MC No. 14, Series of 2004)</p> <p>The audit committee's approval policies and procedures for the above services</p>	<p>Include this disclosure in the Management Report</p>	<p>Instead of the Management Report, the approval policy and procedure of the Audit Committee pursuant to its charter for the services of the external auditor is reflected in Item 7 of the DIS (page 27).</p>
<p>Market Price of and Dividends required by Part V of Annex C, as Amended:</p> <p>1. Market Information (1) Presentation of the High and Low Sales Prices for Each Quarter within the last two (2) fiscal years and any subsequent interim period for which Financial Statements are required by SRC Rule 68.</p>	<p>Please disclose for 1st quarter 2022</p>	<p>The High and Low Sales Prices for the 1st quarter 2022 is reflected in page 14 of the Management Report attached to the DIS.</p>
<p>(b) If the information called for by paragraph (a) of this Part is being presented, the document shall also include the price information as of the latest practicable trading date, and in the case of securities to be issued in connection with an acquisition, business combination or other reorganization, as of the trading date immediately prior to the public announcement of such transaction.</p>	<p>Please disclose at the latest practicable date.</p>	<p>The latest practicable date is 31 March 2022 as reflected in page 15 of the Management Report.</p>
<p>2. Holders (a) (i) Approximate Number of Holders of Each Class of Common Security as of the latest practicable date but in no event more than 90 days prior to filing of report.</p>	<p>Please disclose as of the latest practicable date</p>	<p>The latest practicable date is 31 May 2022 as reflected in page 15 of the Management Report.</p>

- Nothing follows. -

**NOTICE
OF
ANNUAL STOCKHOLDERS' MEETING**

NOTICE is hereby given that the **2022** annual stockholders' meeting of **ARTHALAND CORPORATION** will be held on **24 June 2022, Friday, 9:00 A.M.** and will be convened by the Presiding Officer in Taguig City through remote communication. Attendees must register at https://us02web.zoom.us/webinar/register/WN_Y5YQixvvR5araoU3Dz1uIQ in order to participate during the meeting.

The Agenda for the meeting is as follows:

1. Call to Order
2. Secretary's Proof of Due Notice of the Meeting and Determination of Quorum
3. Approval of Minutes of the Annual Stockholders' Meeting held on 25 June 2021
4. Notation of Management Report
5. Ratification of Acts of the Board of Directors and Management During the Previous Year
6. Proposed Amendment of Article SEVENTH of Articles of Incorporation – Decrease of Authorized Capital Stock
7. Election of Directors (including Independent Directors)
8. Appointment of External Auditor for 2022
9. Other Matters
10. Adjournment

Only stockholders of record on **02 June 2022** will be entitled to further notice of and to vote at this meeting. Electronic copies of the Information Statement which will include the manner of conducting the meeting and the process on how one can join the same, as well as vote *in absentia*, among other relevant documents, will be made available in www.arthaland.com and the Electronic Disclosure Generation Technology of the Philippine Stock Exchange (PSE EDGE).

WE ARE NOT SOLICITING YOUR PROXY. However, if you cannot personally attend the meeting or participate through remote communication but would still like to be represented thereat and be considered for quorum purposes, you may inform the Office of the Corporate Secretary at the address indicated below or through investor.relations@arthaland.com not later than **17 June 2022 (Friday)**. You will thereafter be advised the following business day of any further action on your part, which may include accomplishing a proxy.



RIVA KHRISTINE V. MAALA
Corporate Secretary

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 20-IS INFORMATION STATEMENT PURSUANT TO SECTION 20 OF THE SECURITIES REGULATION CODE

1. **DEFINITIVE Information Statement**
2. Name of Registrant as specified in its charter: **ARTHALAND CORPORATION**
3. **Metro Manila, Philippines**
Province, country or other jurisdiction of incorporation or organization
4. SEC Identification Number: **ASO-94-007160**
5. BIR Tax Identification Number: **126-004-450-721**
6. **7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street,**
Bonifacio Global City, Taguig City **1634**
Address of Principal Office Postal Code
7. **(+632) 8403-6910**
Registrant's telephone number, including area code
8. **Not Applicable**
Former name, former address and former fiscal year, if changed since last report
9. **24 June 2022, 9:00 A.M., Taguig City via**
https://us02web.zoom.us/webinar/register/WN_Y5YQixvvR5araoU3Dz1uIQ
Date, time and place of the meeting of security holders
10. **03 June 2022**
Approximate date on which the Information Statement is first to be sent or given to security holders
11. Securities registered pursuant to Sections 8 and 12 of the SRC, or Sec. 4 and 8 of the RSA:

<u>Title of Each Class</u>	<u>Number of Shares of Stock</u> <u>Outstanding</u> <u>(As of 31 May 2022)</u>	<u>Amount of Debt</u> <u>Outstanding</u> <u>(As of 31 May 2022)</u>
Common	5,318,095,199 (₱0.18 par value)	None
Preferred Series A	12,500,000 (₱1.00 par value)	None
Preferred Series B	20,000,000 (₱1.00 par value)	None
Preferred Series C	10,000,000 (₱1.00 par value)	None
Preferred Series D	6,000,000 (₱1.00 par value)	None

12. Are any or all of these securities listed on a Stock Exchange? Yes ☒ No ☐
If yes, disclose the name of such stock exchange and the class of securities listed therein:

Philippine Stock Exchange – ALL Outstanding Common Shares and Preferred Shares Series C and D ONLY.

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

A. GENERAL INFORMATION

ITEM 1. Date, Time and Place of ANNUAL STOCKHOLDERS MEETING of Security Holders

- a. Date : 24 June 2022 (Friday)
Time : 9:00 A.M.
Venue : Taguig City through remote communication

Stockholders must register at

https://us02web.zoom.us/webinar/register/WN_Y5YQixvR5araoU3Dz1uIQ

to enable them to participate during the meeting. Registration will open on 03 June 2022 (Friday).

Those who cannot personally attend the meeting or participate through remote communication but would still like to be represented thereat and be considered for quorum purposes may inform the Office of the Corporate Secretary at the address herein indicated or through investor.relations@arthaland.com not later than 17 June 2022 (Friday), and will be advised the following business day of any further action necessary, which may include the execution of a proxy, a draft of which is available at www.arthaland.com.

- b. Principal Address of Issuer: 7/F Arthaland Century Pacific Tower
5th Avenue corner 30th Street
Bonifacio Global City, Taguig City 1634
- c. The approximate date on which the Information Statement is first sent or given to security holders is 03 June 2022.

ITEM 2. Dissenters' Right of Appraisal

The stockholders' right of appraisal is given under the instances provided in Section 81, Title X, Appraisal Right, Revised Corporation Code of the Philippines.

In the forthcoming Annual Stockholders' Meeting, approval of the stockholders will be sought for the proposed amendment of Article SEVENTH of the latest Articles of Incorporation of **Arthaland Corporation ("Arthaland")** for purposes of decreasing its Authorized Capital Stock by ₱20,000,000.00 with cancellation of the 20,000,000 Preferred Shares Series B presently recorded as treasury shares.

Under the Revised Corporation Code, this would entitle dissenting stockholders to exercise their appraisal right.

For the valid exercise of one's appraisal right, Arthaland adopts the procedure laid down in the Revised Corporation Code, as follows:

1. The dissenting stockholder must have voted against the proposed corporate action. In this case, the proposal entails the amendment of Article SEVENTH of Arthaland's Articles of Incorporation insofar as its authorized capital stock is concerned.
2. The dissenting stockholder must make a written demand for the payment of the fair value of shares within thirty (30) days from the date the vote was taken. Failure to

make the demand within the prescribed period shall be deemed a waiver of the appraisal right.

From the time of demand, all rights accruing to the shares, including voting and dividend rights, shall be suspended in accordance with the provisions of the Revised Corporation Code, except the right of the stockholder to receive payment of the fair value of his/its shares. The dividend, voting and other rights of the dissenting stockholder shall be restored if Arthaland fails to pay the fair value within thirty (30) days after the award.

3. The price of the shares will be determined based on the fair value of the shares as of the day before the vote was taken, excluding any appreciation or depreciation in anticipation of such corporate action.
4. The withdrawing stockholder must submit (through the Office of the Corporate Secretary¹) the stock certificate/s representing his/its Arthaland shares for notation of being a dissenting stockholder, within ten (10) days from making the written demand. Failure to do so shall, at Arthaland's option, terminate the stockholder's appraisal right.
5. Arthaland shall pay the withdrawing stockholder for his/its shares, *provided* that, Arthaland has unrestricted retained earnings in its books to cover such payment.

The right of payment shall cease under the following instances:

- a. If the dissenting stockholder withdraws his/its demand for payment, subject to Arthaland's consent;
- b. If Arthaland abandons the proposed action;
- c. If the Securities and Exchange Commission (SEC) disapproves the proposed action; and,
- d. Where the SEC determines that such stockholder is not entitled to the appraisal right.

Upon payment by Arthaland, the stockholder's shares must then be transferred to Arthaland.

ITEM 3. Interest of Certain Persons in or Opposition to Matters to be acted upon

While certain persons may have interest in the matters to be acted upon in the annual meeting, Arthaland has not received as of the date of this Information Statement any written information from any Director, nominee or stockholder with respect to any intention to oppose any action to be taken up at the meeting. Further, there is no matter to be acted upon in the meeting in which any Director or Executive Officer of Arthaland is involved, or had a direct, indirect or substantial interest.

(This portion is intentionally left blank.)

¹7/F Arthaland Century Pacific Tower, 5th Avenue corner 31st Street, Bonifacio Global City, Taguig City 1634 Philippines.

B. CONTROL AND COMPENSATION INFORMATION

ITEM 4. Voting Securities and Principal Holders Thereof

a. **Class entitled to vote** (*as of 31 May 2022*)

<i>Class of Shares</i>	<i>No. of Shares</i>	<i>Shares Owned by Foreigners</i>	<i>Voting Rights</i>
Common Shares	5,318,095,199	14,942,335 (0.2810%)	One (1) vote per share
Preferred Shares Series A	12,500,000	0 (0%)	One (1) vote per share ²
Preferred Shares Series C	10,000,000	24,500 (0.25%)	One (1) vote per share ³
Preferred Shares Series D	6,000,000	64,630 (1.08%)	One (1) vote per share ⁴

Both Common and Preferred shares are entitled to vote on the proposed amendment to the Articles of Incorporation to be presented during the annual meeting for purposes of decreasing the Authorized Capital Stock of Arthaland.

- b. All stockholders of record at the close of business on 02 June 2022 will be entitled to notice of and to vote at the Annual Stockholders Meeting. The electronic copy of this Information Statement which includes the manner of conducting the meeting and the process on how one can join the same, as well as vote through proxy, remote communication or *in absentia*, among other relevant documents, is available in www.arthaland.com and in the Electronic Disclosure Generation Technology of the Philippine Stock Exchange (PSE EDGE).

c. **Cumulative Voting Rights**

Section 4, Article II of Arthaland's By-laws provides, as follows:

“At all stockholders’ meetings, every stockholder entitled to vote in accordance with Section 4 of Article VI of these By-laws shall be entitled to one (1) vote for each share of voting stock standing in his name in the proper book of the Corporation at the time of closing thereof for the purpose of the

² Under Section 6 of the Revised Corporation Code, “xxx No share may be deprived of voting rights except those classified and issued as “preferred” or “redeemable” shares, unless otherwise provided in this Code: Provided, That there shall always be a class or series of shares with complete voting rights. Holders of nonvoting shares shall nevertheless be entitled to vote on the following matters: (a) Amendment of articles of incorporation; xxx (e) Increase or decrease of authorized capital stock xxx”

³ *Ibid.*

⁴ *Id.*

meeting.

“The right to vote of stockholders may be exercised in person, through proxy or remote communication, *in absentia*, or through such alternative modes as may be provided by applicable laws and regulations.

“At every election of directors, each stockholder entitled to vote during the meeting in accordance with Section 4 of Article VI of these By-laws is entitled to one (i) vote for each share of stock held by him for as many persons as there are directors to be elected, or to cumulate said shares and give one (1) candidate as many votes as the number of directors multiplied by the number of his share shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.”

The total number of votes to be cast by the stockholder must not exceed the number of shares owned by him/it as shown in the books of Arthaland multiplied by the whole number of directors to be elected.

d. **Security Ownership of Certain Record and Beneficial Owners and Management**

(1) Security Ownership of Certain Record and Beneficial Owners of more than 5% of the Voting Shares (as of 31 May 2022)

<i>Title of Class</i>	<i>Name and Address of Record Owners, Relationship with Issuer</i>	<i>Name of Beneficial Owner and Relationship to Record Owner</i>	<i>Citizenship</i>	<i>Number of Shares</i>	<i>% Held</i>
Common	CPG Holdings, Inc. <i>Stockholder</i> Suite 701-706, 7 th Floor, Centerpoint Condominium, J. Vargas corner Garnet Road, Ortigas Center, Pasig City	Christopher Paulus Nicolas T. Po, <i>Stockholder</i> Leonardo Arthur T. Po, <i>Stockholder</i> Teodoro Alexander T. Po. <i>Stockholder</i>	Filipino	2,017,619,910 Direct 125,000,000 Indirect	40.289
Common	AO Capital Holdings I, Inc. <i>Stockholder</i> 7/F Arthaland Century Pacific Tower, 5 th Avenue corner 30 th Street, Bonifacio Global City, Taguig City	Jaime C. Gonzalez, <i>Stockholder</i>	Filipino	1,383,730,000 Direct	26.019

PCD Nominee Corporation (Filipino) is the holder of 1,649,236,790 Common shares, or 31.012% of the total issued and outstanding Common shares of Arthaland.

Arthaland is not aware of any voting trust agreements involving its shares.

(2) Security Ownership of Management *(as of 31 May 2022)*

<i>Title of Class</i> -----	<i>Name and Position of Record Owners</i> -----	<i>Citizenship</i> -----	<i>Number of Shares & Nature of Ownership</i> -----	<i>% of Class</i> -----
Common	Ernest K. Cuyegkeng <i>Chairman of the Board</i>	Filipino	1 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	0.00 %
Common	Jaime C. González <i>Vice Chairman and President</i>	Filipino	76,715,151 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	1.44 %
Common	Jaime Enrique Y. González <i>Director</i>	Filipino	1 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	0.00 %
Common	Cornelio S. Mapa, Jr. <i>Treasurer and Executive Vice President</i>	Filipino	1 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	0.00 %
Common	Christopher Paulus Nicolas T. Po <i>Director</i>	Filipino	1 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	0.00 %
Common	Ricardo Gabriel T. Po <i>Vice Chairman</i>	Filipino	1 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	0.00 %
Common	Fernan Victor P. Lukban <i>Independent Director</i>	Filipino	1 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	0.00 %
Common				

	Hans B. Sicat <i>Independent Director</i>	Filipino	1 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	0.00 %
Common	Andres B. Sta. Maria <i>Independent Director</i>	Filipino	1 <u>Direct and</u> <u>Beneficial</u> <u>Owner</u>	0.00 %
None	Riva Khristine V. Maala <i>Corporate Secretary and</i> <i>General Counsel</i>	Filipino	0	N.A.

		TOTAL	76,715,159 shares	

None of the present directors and officers works or is connected with any government agency.

(3) Voting Trust Holders of 5% or More

There are no voting trust holders registered in the books of Arthaland.

(4) Changes in Control

During the Annual Stockholders Meeting held on 25 June 2021, the stockholders elected the following as the members of the Board of Directors for the year 2021-2022 to hold office as such and until their respective successors are duly nominated, elected and qualified:

Regular Directors

1. Mr. Ernest K. Cuyegkeng
2. Mr. Jaime C. González
3. Mr. Jaime Enrique Y. González
4. Mr. Cornelio S. Mapa, Jr.
5. Mr. Christopher Paulus Nicolas T. Po
6. Mr. Ricardo Gabriel T. Po

Independent Directors

7. Mr. Fernan Victor P. Lukban
8. Mr. Hans B. Sicat, and
9. Mr. Andres B. Sta. Maria

During the Organizational Meeting of the Board of Directors held immediately after the said Annual Stockholders Meeting, the following were elected as officers for the year 2021-2022 to hold office as such and until their respective successors are duly nominated, elected and qualified, to wit:

Chairman	Mr. Ernest K. Cuyegkeng
Vice Chairman and President	Mr. Jaime C. González
Vice Chairman	Mr. Ricardo Gabriel T. Po
Treasurer	Mr. Cornelio S. Mapa, Jr.
Corporate Secretary	Ms. Riva Khristine V. Maala

Other than the foregoing, there is no change in ownership control since the previous annual meeting.

ITEM 5. Directors, including Independent Directors, and Executive Officers

a. Incumbent Directors and Positions Held/Business Experience for the Past Five (5) Years

<u>Name of Director</u>	<u>Directorship</u>	<u>Date of First Appointment</u>	<u>Age⁵</u>
Ernest K. Cuyegkeng	Non-Executive	21 May 2007	75
Jaime C. González	Executive	21 May 2007	76
Jaime Enrique Y. González	Non-Executive	24 June 2011	45
Christopher Paulus Nicolas T. Po	Non-Executive	24 June 2011	51
Cornelio S. Mapa, Jr.	Executive	25 June 2021	55
Ricardo Gabriel T. Po	Non-Executive	28 March 2012	54
Fernan Victor P. Lukban	Independent	25 April 2011 ⁶	61
Hans B. Sicat	Independent	30 June 2017	61
Andres B. Sta. Maria	Independent	24 June 2016	73

Ernest K. Cuyegkeng, Filipino, is presently the Executive Vice President/Chief Financial Officer and Director of A. Soriano Corporation. His other concurrent positions include being the President and Director of Phelps Dodge Philippines International, and a Director of Seven Seas Resorts & Leisure, Prople, KSA Realty, TO Insurance, Sumifru Singapore and Sumifru Philippines. He is also a Trustee of Andres Soriano Foundation and is a member of the Makati Business Club, Management Association of the Philippines and Financial Executive Institute of the Philippines. He holds a Bachelor of Arts degree in Economics and a Bachelor of Science degree in Business Administration, both from the De La Salle University. He also obtained a Masters degree in Business Administration from the Columbia Graduate School of Business in New York.

Jaime C. González, Filipino, presently the Vice Chairman and President of Arthaland, is a graduate of Harvard Business School (MBA) and of De La Salle University in Manila, with degrees in B.A. Economics (*cum laude*) and B.S. Commerce (*cum laude*). Mr. González led the transition of Arthaland in 2008 and started the vision of what the company is now. He is also the founder and the Chairman and Chief Executive Officer of AO Capital Partners, a financial and investment advisory firm with headquarters in Hong Kong. He is presently a member of the Board of Directors of a number of companies and was previously the Chairman of IP E-Game Ventures, Inc. which is involved in information technology and new media, retail/food and beverage, natural resources, and real estate and resort development. Apart from these, Mr. González is active in socio-cultural organizations such as the Philippine Map Collectors Society where he is the President, the World Presidents' Organization Philippine Chapter, Harvard Club of New York, Philippine Institute of Certified Public Accountants, and the International Wine and Food Society. He was previously an independent director of Euromoney Institutional Investor PLC (a UK publicly listed media company) and the Southeast Asia Cement Holdings, Inc. (a subsidiary of Lafarge S.A.). He was the Vice Chairman and President of the Philippine International Trading Corporation and a special trade negotiator (with an equivalent rank of Deputy Minister) of the country's Ministry of Trade then. Mr. González was once a partner of SGV & Co. with principal focus on assisting clients in establishing and/or arranging funding for projects throughout the Asian region.

⁵ As of the date of this Report.

⁶ Mr. Lukban ceased to be a director of Arthaland in 2016 but was re-elected anew on 28 June 2019.

Jaime Enrique Y. González, Filipino, is the founder and currently the CEO of IP Ventures, Inc., a leading venture group that owns businesses that represent large retail brands such as Highlands Coffee and Western Union. He is also the founder of IPVG Corp., E-games, and IP-Converge, Inc. which all listed on the Philippine Stock Exchange. He is a partner in the Kaikaku Fund (a Softbank-led fund), a venture capital focused on SE Asia, and a shareholder and director of Retail Specialist Inc., the exclusive retailer of Naturalizer and Florsheim brands in the Philippines. Enrique was IT Executive of the Year in 2008 and a finalist for the Ernst & Young Entrepreneur of the Year in 2011. He is also part of the Young Presidents Organization and sits on the Board of Trustees of Asia Society Philippines. He continues to hold the record of being the youngest person to have listed a company on the Philippine Stock Exchange at 27 years old. He has structured profitable exits such as PCCW Teleservices (sold to PCCW of Hong Kong), Prolexic Technologies (sold to Kennet Partners and eventually Akamai for over US\$ 300.0MM), and Level-up Games (sold to Asiasoft). Enrique is a columnist for Philippine Star covering entrepreneurship and business under Business Life section. He is an active evangelist for attracting foreign capital and partners into the Philippines and has joined state visits under President Gloria Arroyo and President Rodrigo Duterte's state visit to China. He was instrumental in bringing in China Railway Engineering Corp (CREC), a Fortune 100 company, and Tianjin SULI cable (a Fortune 500 company) into the Philippines. Enrique went to Middlebury College, Asian Institute of Management and Harvard Business School. He is a Kauffman Fellow and part of the Class 21 Batch.

Cornelio S. Mapa, Jr., Filipino, presently the Treasurer and Executive Vice President of Arthaland, who oversees the Finance Group and the Information Technology Department. He previously had several senior executive roles with the Gokongwei Group of companies and its subsidiaries until 2020. His last position was Senior Vice President, Investments and New Builds of JG Summit Holdings, Inc., a role he carried out concurrently as Executive Vice President for Corporate Strategy of Universal Robina Corporation (URC). He was also the Executive Vice President and Managing Director of the URC Branded Consumer Food Group and before then, he served as Senior Vice President at Robinsons Land Corporation, with the functional role of General Manager of the Commercial Centers Division. Prior to joining the Gokongwei Group of companies, he was Senior Vice President and Chief Financial Officer of Coca Cola Bottlers Philippines, including its subsidiaries, Cosmos Bottling and Philippine Beverage Partners. He was also Senior Vice President and Chief Financial Officer of La Tondeña Distillers, Inc. He earned his Bachelor of Science degrees in Economics and International Finance from New York University, and obtained his Masters in Business Administration from International Institute for Management Development in Lausanne, Switzerland. Mr. Mapa, Jr. is a Director of DHL Summit Solutions, Inc. and was recently appointed as Independent Director of Radiowealth Finance Corporation.

Christopher Paulus Nicolas T. Po, Filipino, is the Executive Chairman of Century Pacific Food, Inc., a food company listed in the Philippine Stock Exchange (PSE) and trading under the symbol CNPF. He concurrently serves as Chairman of Shakey's Pizza Asia Ventures, Inc., likewise a listed chain restaurant business trading under the symbol PIZZA. Prior to those roles, he was Managing Director for Guggenheim Partners, a U.S. financial services firm where he was in charge of the firm's Hong Kong office. Previously, he was a Management Consultant at McKinsey & Company working with companies in the Asian region. He also worked as the Head of Corporate Planning for JG Summit Holdings, a Philippine-based conglomerate with interests in food, real estate, telecom, airlines and retail. He graduated *summa cum laude* from the Wharton School and College of Engineering of the University of Pennsylvania with dual degrees in Economics (finance concentration) and applied science (system engineering) in 1991. He holds a Masters

degree in Business Administration from the Harvard University Graduate School of Business Administration. He is a member of the Board of Trustees of the Ateneo de Manila University, as well as a member of the Board of Asia Society Philippines, and is the President of the CPG-RSPo Foundation.

Ricardo Gabriel T. Po, Filipino, is the Vice Chairman of Century Pacific Food, Inc., a food company listed in the Philippine Stock Exchange and trading under the symbol CNPF, and concurrently serves as Vice Chairman of Shakey's Pizza Asia Ventures, Inc. He was the Executive Vice President and Chief Operations Officer of CNPF from 1990 to 2006 and became the Vice Chairman of its Board of Directors in 2006. He graduated *magna cum laude* from Boston University with a Bachelor of Science degree in Business Management in 1990. He also completed the Executive Education Program (Owner-President Management Program) at Harvard Business School in 2000.

Fernan Victor P. Lukban, Filipino, is a leading consultant in Family Business, Strategy, Entrepreneurship and Governance. He advises family boards of over a dozen of the most progressive and better governed family businesses in the country. Over the recent years, he has put special focus in developing Base of the Pyramid Initiatives in various provinces in the Philippines. He spent much of his early professional years in the academe helping establish and grow the University of Asia & the Pacific where he still participates as a consultant, mentor and guest lecturer. Mr. Lukban obtained a degree in Mechanical and Industrial Engineering from the De La Salle University. He received his MBA from *Instituto de Estudios Superiores de la Empresa* and MSc in Industrial Economics from the University of Asia & the Pacific.

Hans B. Sicat, Filipino, has been involved with the global capital market for about three decades, being a trained mathematician and economist. He is currently the Country Manager for ING Bank, N. V., Manila Branch where he joined as a Managing Director in 2017. At present, he is a member of the Board of Trustees of the Investment House Association of the Philippines and is a Director of the Bankers Association of the Philippines. He is also the Chairman of YPO Gold (a global organization) for 2020-2021. Prior to this, he was the President and CEO of the Philippine Stock Exchange (PSE) which he assumed in 2011. He also served as its Chairman and Independent Director for about eighteen months beforehand. He was President and CEO of the Securities Clearing Corporation of the Philippines, a role he held concurrent with the PSE post, and was a Member of the Board of Directors of PSE and the Bankers Association of the Philippines from 2018 to 2019. Mr. Sicat finished his coursework for Ph.D. Economics Program at the University of Pennsylvania, Philadelphia, and earned his Master of Arts in Economics and Bachelor of Science in Mathematics at the University of the Philippines. He was conferred an Honorary Doctorate Degree in Business Administration by the Western University in Thailand. Mr. Sicat has diverse interests on the private side, spanning financial services, Knowledge Process Outsourcing and real estate. He is Acting Chairman of LegisPro Corporation, and an Independent Director of Serica Balanced Fund & Master Fund, Skycable Corporation, and TransNational Diversified Corporation. He is also on the Advisory Board of Fintonia Fund, which has an Asian FinTech focus. For over two decades, he was an investment banker with Citigroup and its predecessor firms (Salomon Brothers & Citicorp Securities) in various roles in New York, Hong Kong and the Philippines.

Andres B. Sta. Maria, Filipino, was senior partner and a member of the executive committee of the law firm SyCip Salazar Hernandez & Gatmaitan. For over 25 years until he retired, he headed the firm's Special Projects Group, which focused on acquisitions, privatization, power and energy, and industrial and infrastructure projects. He studied at

the University of the Philippines, Cornell University and New York University and holds Bachelor of Science in Business Administration, Bachelor of Laws, and Master of Laws degrees. Before SyCip, he worked with the New York law firms Cleary Gottlieb Steen & Hamilton and Coudert Brothers. Mr. Sta. Maria maintains a private practice in commercial and corporate law.

Term of Office

The Board of Directors is composed of nine (9) members who are generally elected at an annual stockholders meeting, and their term of office shall be one (1) year and until their successors shall have been elected at the next annual stockholders meeting and have qualified in accordance with the By-laws of Arthaland.

None of the present directors and officers works or is connected with any government agency.

b. Procedure for the Nomination and Election of Independent Directors

Section 2, Article III of Arthaland's By-laws provides for the Procedure for the Nomination & Election of Independent Directors, as follows:

"The Board of Directors shall be composed of nine (9) members, at least two (2) of whom shall be independent directors. The directors shall be elected at the annual stockholders' meeting and their term of office shall be one (1) year and until their successors shall have been elected at the next annual stockholders' meeting and have qualified in accordance with these By-laws and under pertinent laws and regulations of the Philippines.

"To be eligible for nomination or election to the Board of Directors, the candidate must possess all the qualifications and none of the disqualifications enumerated in these By-laws and the Rules of the Corporation's Nomination Committee, and must abide by the nomination process as stated therein.

"An independent director is a director who, apart from his fees and shareholdings, is 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, and includes, among other persons, one who:

- a. is not or has not been an officer or employee of the Corporation, its subsidiaries or affiliates or related interests during the past three (3) years counted from the date of his election (other than as an independent director of any of the foregoing);
- b. is not a director or officer of the related companies of the Corporation's majority stockholders (other than as an independent director thereof);
- c. is not a majority stockholder of the Corporation, any of its related companies, or of its majority stockholders;
- d. is not a relative within the fourth degree of consanguinity or affinity, legitimate or common-law, of any director, officer or majority stockholder of the Corporation or any of its related companies;

- e. is not acting as nominee or representative of any director or substantial stockholder of the Corporation, any of its related companies or any of its substantial stockholders;
- f. is not retained, or within the last two (2) years has not been retained, as a professional adviser, consultant, agent or counsel of the Corporation, any of its related companies or any of its substantial stockholders, either in his personal capacity or through his firm, or has not engaged and does not engage in any transaction with the Corporation or with any of its related companies or with any of its substantial stockholders, whether by himself or with other persons, or through a firm of which he is a partner or a company of which he is a director or substantial stockholder, other than transactions which are conducted at arms-length and could not materially interfere with or influence the exercise of his judgment;
- g. is not affiliated with or employed by or within the last three (3) years, has not been affiliated with or employed by the Corporation's present or former external auditors or affiliates; and,
- h. complies with all the qualifications required of an independent director and does not possess any of the disqualifications, and has not withheld nor suppressed any information material to his qualification or disqualification as an independent director.

"When used in relation to the Corporation, "related company" means another company which is (i) its holding company; (ii) its subsidiary; or (iii) a subsidiary of its holding company; and "substantial stockholder" means any person who is directly or indirectly the beneficial owner of more than ten percent (10%) of any class of its equity security.

"No person shall qualify or be eligible for nomination or election to the Board of Directors (i) if he is engaged in any business that competes with or is antagonistic to that of the Corporation or its subsidiaries, taking into consideration such factors as business and family relationships, provided that the Nomination Committee shall have sole discretion to determine whether such competition or antagonism exists; or (ii) if he is employed by any government agency or a government owned or controlled corporation; or (iii) if he has or had, by himself or on behalf of an entity he represents, instituted any action or has a pending suit against any of the Corporation's directors or any stockholder who owns at least 10% of the total outstanding shares of the Corporation. Further, no person shall qualify or be eligible for election to the Board of Directors if his nomination is disapproved by at least fifty-one percent (51%) vote of the Board of Directors.

"In addition, no person shall qualify or be eligible for nomination or election to the Board of Directors if he is suffering from any of the following grounds for permanent disqualification:

- a. Conviction by final judgment or order of a competent judicial or administrative body of any crime that (i) involves moral turpitude or similar fraudulent acts or transgressions such as fraud, embezzlement, theft, *estafa*, counterfeiting, misappropriation, forgery, bribery, false affirmation, or perjury; (ii) involves the purchase or sale of securities,

as defined in the Securities Regulation Code; (iii) arises out of the person's conduct as an underwriter, broker, dealer, investment adviser, principal, distributor, mutual fund dealer, futures commission merchant, commodity trading advisor, or floor broker; or (iv) arises out of his fiduciary relationship with a bank, quasi-bank, trust company, investment house or as an affiliated person of any of them. For purposes of this Section, "similar fraudulent acts or transgressions" shall be defined as anything calculated to deceive, including all acts, omissions and concealment involving a breach of legal or equitable duty, trust or confidence justly reposed, resulting in damage to another, or by which an undue advantage is taken of another;

- b. Any person who, by reason of misconduct, after hearing, is permanently enjoined by a final judgment or order of the Securities and Exchange Commission (Commission), or any court of competent jurisdiction, or any administrative body which the Corporation is subject of, from: (i) acting as underwriter, broker, dealer, investment adviser, principal distributor, mutual fund dealer, futures commission merchant, commodity trading advisor, or floor broker; (ii) acting as director or officer of a bank, quasi-bank, trust company, investment house, investment company, or any corporation; (iii) engaging in or continuing any conduct or practice in any of the capacities mentioned in subparagraphs (i) and (ii) above, or willfully violating the laws governing securities and banking activities;

The disqualification shall also apply if such person is currently the subject of an order of the Commission, or any court, or any administrative body which the Corporation is subject of, denying, revoking or suspending any registration, license or permit issued to him under the Revised Corporation Code, Securities Regulation Code, or any other law administered by the Commission or *Bangko Sentral ng Pilipinas* (BSP), or under any rule or regulation issued by the Commission or BSP, or has otherwise been restrained to engage in any activity involving securities and banking; or such person is currently the subject of an effective order of a self-regulatory organization suspending or expelling him from membership, participation or association with a member or participant of the organization;

- c. Convicted or adjudged by final judgment or order by a court or administrative body which the Corporation is subject of, of an offense punishable by imprisonment for a period exceeding six (6) years, or to have willfully violated, or willfully aided, abetted, counseled, induced or procured the violation of any provision of the Revised Corporation Code, Securities Regulation Code or any other law administered by the Commission or the BSP, committed within five (5) years prior to the date of election as director;
- d. Any person earlier elected as an independent director who becomes an officer, employee or consultant of the Corporation;
- e. Judicial declaration of bankruptcy or insolvency; and,

- f. Final judgment or order of a foreign court or equivalent regulatory authority of acts, violations or misconduct similar to any of the acts, violations or misconduct enumerated in sub-paragraphs (a) to (e) above.

“The following reasons shall also be considered by the Nomination Committee in evaluating the qualifications of all persons nominated to the Board and such other appointments which require Board approval:

- a. Refusal to fully disclose the extent of his business interests as required under the Securities Regulation Code and its Implementing Rules and Regulations;
- b. Absence or non-participation for whatever reason/s in more than fifty percent (50%) of all regular and special meetings of the Board during his incumbency, or any twelve (12) month period during the said incumbency, unless the absence is due to illness, death in the immediate family or serious accident;
- c. Dismissal/termination for cause as director of any publicly-listed company, public company, registered issuer of securities and holder of a secondary license from the Commission;
- d. Being under preventive suspension by the Corporation; and
- e. If the beneficial equity ownership of an independent director in the Corporation or its subsidiaries and affiliates exceed two percent (2%) of its subscribed capital stock.

“For the proper implementation of the provisions of this Section, all nominations for the election of directors by the stockholders shall be submitted in writing to the Nomination Committee through the Secretary at the Corporation’s principal place of business at least sixty (60) business days before the date of the stockholders’ meeting called for the purpose of electing directors, or at such earlier or later date that the Board of Directors may fix.

“The decision of the Nomination Committee is final for purposes of the election.”

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In accordance with the foregoing provision, and in order to enable any and all shareholders to participate in the nomination process, the deadline for the submission of nominees to the Board, including those for independent directors the qualifications of whom must meet those mentioned in the abovementioned section of Arthaland’s By-laws, was set on 22 April 2022.

Section 14, Article III of Arthaland’s By-laws further provides that the nomination of independent directors shall be conducted by the Nomination Committee⁷ prior to a stockholders meeting. All recommendations shall be signed by the nominating stockholders together with the acceptance and conformity by the would-be nominees.

⁷ Renamed Governance and Nomination Committee and composed presently of Messrs. Ricardo Gabriel T. Po (Chairman), Hans B. Sicat and Andres B. Sta. Maria.

The Nomination Committee shall pre-screen the qualifications and prepare a final list of all candidates and put in place screening policies and parameters to enable it to effectively review the qualifications of the nominees for independent directors.

After the nomination, the Nomination Committee shall prepare a Final List of Candidates which shall contain all the information about all the nominees for independent directors, which list shall be made available to all stockholders through the filing and distribution of this Information Statement in accordance with the Securities Regulation Code or in such other reports Arthaland is required to submit to the SEC. The name of the person or group of persons recommending the nomination of the independent director shall be identified in such report including any relationship with the nominee.

Only nominees whose names appear on the Final List of Candidates shall be eligible for election as independent director/s. 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 stockholders meeting.

Except as those required under the Securities and Regulation Code and subject to pertinent existing laws, rules and regulations of the SEC, the conduct of the election of independent director/s shall be made in accordance with the standard election procedures under the By-laws of Arthaland.

The Chairman of the Annual Stockholders Meeting shall be responsible for informing all stockholders in attendance of the mandatory requirement of electing independent directors. He shall ensure that independent directors are elected during the said stockholders' meeting and specific slot/s for independent directors shall not be filled up by unqualified nominees. 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.

Below is the Final List of Candidates as directors and independent directors of Arthaland for the ensuing year:

A. Nominees for Regular Directors

1. Mr. Ernest K. Cuyegkeng
2. Mr. Jaime C. Gonzalez
3. Mr. Jaime Enrique Y. Gonzalez
4. Mr. Cornelio S. Mapa, Jr.
5. Mr. Christopher Paulus Nicolas T. Po
6. Mr. Ricardo Gabriel T. Po

B. Nominees for Independent Directors

7. Mr. Fernan Victor P. Lukban
8. Mr. Hans B. Sicat
9. Mr. Andres B. Sta. Maria

The above nominees are all incumbent directors of Arthaland and they are seeking re-election. Their respective qualifications and the positions they held and/or business experience for the past five (5) years are reflected in Item 5a of this Information Statement.

Messrs. Lukban, Sicat and Sta. Maria were nominated as independent directors by Messrs. Jaime C. Gonzalez and Christopher T. Po. None of them are in any way related to the party who nominated them or to any one of the shareholders of Arthaland owning more than five percent (5%) of its voting shares, except as otherwise indicated in Item 5a of this Information

Statement. They possess all the qualifications and none of the disqualifications to become independent directors of Arthaland. Further, they are not officers or employees of Arthaland or any of its subsidiaries and are free from any business or other relationships with Arthaland or any of its subsidiaries which could, or could reasonably be perceived to, materially interfere with the exercise of their independent judgment in carrying out their responsibilities as independent directors. Copies of the Certification of Independent Directors of Messrs. Lukban, Sicat and Sta. Maria are attached to this Information Statement and incorporated herein by reference.

Arthaland complies with the term limits of its independent directors.

None of Arthaland's incumbent directors or its nominees for directors and independent directors for the ensuing year works for or is connected with any government agency or its instrumentality.

c. **Corporate and Executive Officers and Positions Held/Business Experience for the Past Five (5) Years**

The following are the incumbent principal corporate officers of Arthaland:

Chairman of the Board	Mr. Ernest K. Cuyegkeng
Vice Chairman and President	Mr. Jaime C. González
Vice Chairman	Mr. Ricardo Gabriel T. Po
Treasurer and Executive Vice President	Mr. Cornelio S. Mapa, Jr.
Corporate Secretary and General Counsel	Ms. Riva Khristine V. Maala

Riva Khristine V. Maala, Filipino, holds a Bachelor of Arts degree in Philosophy (*cum laude*) and a Bachelor of Laws degree, both from the University of the Philippines. She was an Associate Attorney of Fortun Narvasa and Salazar Law Offices before working in the banking industry for eleven years as documentation lawyer, among others. Atty. Maala became the Head of Legal Affairs and Investor Relations of Arthaland on 01 October 2012, and likewise acted as its Assistant Corporate Secretary and Corporate Information Officer until 08 February 2017 when she was appointed as Corporate Secretary and General Counsel. In addition, she performs the responsibilities of Arthaland's Compliance Officer since February 2017, having assisted its previous compliance officers on their tasks as such.

Term of Office:

The corporate officers of Arthaland are appointed/elected by the Board of Directors at the organizational meeting following the stockholders meeting for a term of one (1) year, and until their successors are appointed/elected and have qualified in accordance with the By-laws of Arthaland. Further, any two (2) or more positions may be held concurrently by the same person, except that no one shall act as President and Treasurer or Secretary at the same time.

d. **Significant Employees**

Other than the above-named directors and corporate officers, the following are significant or key personnel of Arthaland who make a significant contribution to its business:

Christopher G. Narciso, Filipino, is the Executive Vice President who oversees the concerns of the departments on Business and Project Development, Customers Account Management, Technical Services, and Strategic Procurement. Prior to joining Arthaland, Mr. Narciso was an Executive Director of the Philippine Transmarine Carriers Group and the Concurrent Chief

Operating Officer of ACM Landholdings, Inc. He was also at one time the Chief Operating Officer of Taft Property Ventures Development Corporation, a member of Metro Gaisano, and Vicsal Development Corporation. He worked at Robinsons Land Corporation from 2007 until 2013, and Narel Realty and Development Corporation from October 1995 to March 2007. Mr. Narciso graduated from the De La Salle University with a Bachelor of Science degree in Industrial Management Engineering, minor in Chemical Engineering, and also earned units in Masters in Business Administration from the University of Western Australia. He is a past National President of the Subdivision and Housing Developers Association.

Oliver L. Chan, Filipino, is the Head of Sales Operations. He is a licensed mechanical engineer who obtained his degree from the University of Santo Tomas. Prior to joining Arthaland, he was the Property Manager of Ayala Property Management Corporation who handled the operations of the premiere retail and recreation centers of Ayala Land Inc., namely, the Greenbelt complex, Ayala Museum, San Antonio Plaza in Forbes Park, and the retail spaces at The Residences at Greenbelt. Because of his strong customer service background, he is concurrently General Manager of Emera Property Management, Inc., the property management arm of Arthaland.

Gabriel I. Paulino, Filipino, is the Head of Technical Services. He has over 35 years of professional experience in architectural and project management practice. He was formerly the Assistant Vice President for Design and Planning at Rockwell Land Corporation and worked on Edades Towers, The Grove, One Rockwell, Joya and the Powerplant Mall. Prior to Rockwell, he was a Senior Associate of Recio+Casas Architects. He was also involved in the Pacific Plaza Towers (Makati and Fort Bonifacio), Manansala at Rockwell, LKG Tower Ayala and Salcedo Park Towers Makati.

Sheryll P. Verano, Filipino, is the Head of Strategic Funding and Investments and is Arthaland's Investor Relations Officer. She is a finance professional with more than 20 years-experience in financial advisory, debt and equity capital raising, debt restructuring and mergers and acquisitions. Prior to joining Arthaland, she was Associate Director in American Orient Capital Partners (Philippines) and was with the Global Corporate Finance group of SGV and Co. She received her CFA Charter in 2006 and was one of the toppers in the 1999 CPA Board Exams. She graduated *cum laude* from the University of the Philippines with a Bachelor of Science degree in Business Administration and Accountancy.

Ferdinand A. Constantino, Filipino, is the Chief Finance Officer. He is a Certified Public Accountant and a licensed Real Estate Broker. He obtained his degree in Accountancy from the Polytechnic University of the Philippines in 1982. His work experience includes being the Corporate Comptroller/Tax Manager of Century Canning Corporation (1995-2006), GM/Business Unit Head of CPGC Logistics Philippines, Inc. (2006-2013), and Finance Director of Century Pacific Food, Inc.

Marivic S. Victoria, Filipino, was appointed as Deputy Chief Finance Officer of Arthaland on 15 December 2021. She is a seasoned executive with more than 25 years experience in Finance, Controllershship, Audit and Taxation. She has industry knowledge in real estate, real estate financing, asset and portfolio management. Prior to joining Arthaland, she was the Treasurer and CFO of the Philippine office of Capmark Financial Group and Elite Union Group. She started her career in SGV and Co. She is a Certified Public Accountant who obtained her Masters degree in Business Administration from the joint program of Ateneo de Manila University and Regis University. She also attended the Executive Development Program of the Wharton School.

Joseph R. Feliciano, Filipino, was appointed Internal Audit Head in 2020 and was thereafter promoted to Internal Audit and Risk Management Officer on 15 December 2021. He obtained from Far Eastern University his Bachelor of Science degree in Commerce major in Accounting

with honors (*cum laude*). He also earned several units of Masters in Business Administration from the De La Salle University-Graduate School of Business. Mr. Feliciano is a seasoned internal audit professional with more than 25-years experience. He is a Certified Internal Auditor (CIA) and Certified Public Accountant (CPA). Prior to joining Arthaland, he was the Head of Internal Audit of TrueMoney Phils. He was also previously the Regional Audit Manager for the Asian region of VisionFund International and the Country Audit Head of Sun Life of Canada. He held key audit positions in companies such as Sumisho (subsidiary of Sumitomo Corporation of Japan), Citigroup, ABS-CBN and Manulife. He has experience in controllership and finance as well.

Aristides Antonio C. Gonzales, Filipino, was appointed as Head of the Business and Project Development Department on 23 February 2022. He is a graduate of the De La Salle University with a Bachelor of Science degree in Civil Engineering, major in Structural Design, and he obtained his Masters in Business Administration from the Asian Institute of Management. He is a licensed Civil Engineer and a Real Estate Broker, with over 16 years of professional experience in the field of business and project development specific to the real estate industry. He spent the majority of his career in Alveo Land Corporation overseeing its expansion and development in key growth areas of the country such as Makati, Alabang, Nuvali, Cavite, Tagaytay and Cebu.

Leilani G. Kanapi, Filipino, joined Arthaland in March 2008 initially as part of the Technical Services team. She was eventually tasked to head the Procurement Department in August 2009. She worked previously with Rockwell Land Corporation where she took on roles in Estate Management, Handover and Project Development. Prior to that, she was with CB Richard Ellis as Business Development and Operations Manager for the Property and Facilities Management Group. Ms. Kanapi graduated from the University of Santo Tomas with a Bachelor of Science degree in Civil Engineering and obtained a Masters degree in Business Administration from Pepperdine University, USA where she also had the opportunity to join the Student Exchange Program in Marseille, France.

Edgar V. Sabidong, Filipino, a registered Civil Engineer from the Mapua Institute of Technology, with over 30 years of experience in construction, facilities and project management, 12 years of which were spent in the Caribbean and in the Middle East, is a Vice President of the Technical Services Department. He was Project Director of the biggest project in Trinidad and Tobago and while with Saudi Aramco, he handled various facilities like office building, hospital, laboratory and community housing renovation and upgrade works. Locally, he worked with D.M. Consunji, and in its joint venture with the British John Laing International, he worked on the five Rockwell west tower condominium buildings – Hidalgo, Rizal, Luna, and Amorsolo East and West. Engr Sabidong was elected as the Chairman of the Philippine Green Building Council from 2019 to 2020. As a member of the Board of Trustees, he also sits in the BERDE PR and Internal Policy Committees. Given its commitment to greening the industry, Arthaland gave Engr. Sabidong the task to head and lead all project undertakings and sustainability efforts with his concurrent appointment as its Chief Sustainability Officer⁸.

Ma. Angelina B. Magsanoc, Filipino, the Head of the Marketing Department, has more than 25 years experience working at various positions linked to financial and real estate industries. A greater part of her career in Standard Chartered Bank, Jardine Fleming Exchange Capital Securities, Belle Corporation, Highlands Prime, and Terra Nostra, was dedicated to marketing, business development and finance. Prior to joining Arthaland, she held the position of Vice President for Business Development and Marketing of ACM Landholdings, Inc. Ms. Magsanoc took up A.B. Management Economics from the Ateneo de Manila University and earned masteral units from the Ateneo Graduate School of Business.

⁸ Engr. Sabidong was appointed by the Board as such on 20 March 2019.

Clarence P. Borromeo, Filipino, has been the Head of the Information Technology (IT) Department since 2009, and on 09 May 2018, he was appointed as Arthaland's Data Privacy Officer concurrently. Before joining Arthaland, he was the IT Head of the ICCP Group of Companies (Investment and Capital Corporation of the Philippines), and before that, the IT Head at RAMCAR Food Group (Kentucky Fried Chicken and Mr. Donut). He started his career in Information Technology as IT Helpdesk Supervisor at Zuellig Interpharma Holdings. Mr. Borromeo finished college at the Ateneo de Manila University with a degree in AB Interdisciplinary Studies.

None of the foregoing officers works or is connected with any government agency or instrumentality.

e. Family Relationship

With the exception of brothers Ricardo Gabriel T. Po and Christopher Paulus Nicolas T. Po, and father and son Jaime C. González and Jaime Enrique Y. González, the abovementioned incumbent directors and executive officers of Arthaland are not related to each other, either by consanguinity or affinity.

f. Involvement in Certain Legal Proceedings

The above-named directors and corporate/executive officers of Arthaland have not been involved during the past five (5) years up to the date of this Report in any bankruptcy proceeding or any proceeding involving a violation of securities or commodities laws or regulations, nor have they been convicted in a criminal proceeding. Neither has there been any order or judgment enjoining, barring, suspending or limiting their involvement in any type of business, securities, commodities or banking activities.

The above notwithstanding, a director and an officer of Arthaland are currently parties to legal proceedings which neither involves Arthaland directly nor their acts as such director and officer. There is no final resolution on these proceedings at this time and Arthaland believes that their involvement in said proceedings is not material to an evaluation of the ability or integrity of such person to become a director or officer of Arthaland.

1. In 2013, the Philippine Deposit Insurance Corporation had filed one and the same complaint against Mr. Jaime C. González, among other former officers of then Export and Industry Bank, before (a) the Department of Justice (DOJ), and (b) the *Bangko Sentral ng Pilipinas* (BSP) for violation of Section 21 (f)(10) of Republic Act (R.A.) No. 3591, Section 21 (f)(4) of R.A. No. 3591, and Sections 55, 56 and 66 of R.A. No. 8791 in relation to Section 36 of R.A. No. 7653. PDIC alleged that the respondents committed acts which constituted doing business in an unsafe and unsound manner, essentially having concealed from PDIC the engagement as the bank's financial advisor of a company which Mr. González was an officer of, simultaneously with being an officer of the bank. All respondents to the complaint denied PDIC's accusation and submitted documentary evidence that there was in fact full disclosure to all concerned parties.

In 2014, the DOJ found no probable cause to hold Mr. González and his co-respondents liable for the charges of PDIC against them and dismissed the complaint. PDIC's Motion for Reconsideration was likewise denied. PDIC filed a Petition for Review before the Secretary of Justice but there is no decision on the matter to date.

In March 2016, PDIC filed a civil complaint for sum of money against Mr. González, among others, arising from the same set of allegations and circumstances stated in the above complaint PDIC filed with the DOJ, *i.e.* that Mr. González and his co-defendants committed fraud with the concealment of the engagement of the company which Mr. González was an

officer of, as the bank's financial advisor, and demanded from the defendants the return of the payment made by the bank to a third party. The individual defendants denied PDIC's assertions and presented evidence that there was full disclosure of the questioned transaction given that a PDIC officer was a member of the bank's board at the time.

On 12 November 2021, the trial court denied the plaintiff's application for preliminary attachment without prejudice to further evidence that may be presented in the trial proper to prove the alleged fraud. Trial is ongoing.

Insofar as the administrative case before the BSP, in a Resolution dated 13 June 2019, the Monetary Board approved the Report prepared by the Office of the General Counsel and Legal Services finding Mr. González, among others, administratively liable for violation of banking laws and imposing upon him a fine of ₱20,000.00. Mr. González filed a Motion for Reconsideration on 09 July 2019 and paid the fine under protest, *i.e.*, without abandoning his Motion for Reconsideration or waiving his legal right to question the Monetary Board Resolution before the proper courts and eventually claim reimbursement for the payment of the fine should said Resolution be set aside. BSP denied the Motion on 07 February 2020, hence, Mr. González filed a Petition for Review before the Court of Appeals which is pending resolution to date.

2. In 2015, PDIC filed one and the same complaint against Mr. González, Ms. Angela de Villa Lacson, Arthaland's former President and CEO, Mr. Froilan Q. Tejada, Arthaland's former Chief Finance Officer, and Ms. Riva Khristine V. Maala, Assistant Corporate Secretary of Arthaland at the time, among other former officers of then Export and Industry Bank, (a) before the DOJ for violation of Article 315 of the Revised Penal Code in relation to Presidential Decree No. 1689 and of Section 21(f)(10) of R.A. No. 3591, as amended, and (b) before the BSP for violation of Section 37 of R.A. No. 7653. PDIC alleged that the respondents conspired and fraudulently caused the bank to make advances in favor of Arthaland for the alleged purchase by Arthaland of one of the bank's non-performing assets in the sum of ₱13 million. All respondents denied PDIC's charges against them in their respective counter-affidavits.

In March 2017, the DOJ charged Mr. González and Ms. Maala, among other respondents in this case, for violation of Sec. 21(f)(10) of R.A. No. 3591, as amended, while the charges for the violation of Article 315 of the Revised Penal Code in relation to Presidential Decree No. 1689 were dismissed. Mr. González and Ms. Maala filed their respective Motions for Partial Reconsideration in December 2018, and in February 2019, the DOJ dismissed altogether the criminal complaint against the respondents for violation of Sec. 21(f)(10) of R.A. No. 3591, as amended. PDIC filed a Petition for Review of the said dismissal before the Office of the DOJ Secretary on 14 May 2019 and there is no decision on the matter to date.

On the other hand, in May 2017, the BSP issued a Decision formally charging Mr. González, Ms. Maala and the other respondents for committing irregularities under Section 37 of R.A. No. 7653, and committing unsafe or unsound banking practices under Section 56 of R.A. No. 8791 in relation to Section 37 of R.A. No. 7653. Presently, the case is with the Office of the General Counsel and Legal Services of the BSP and is pending resolution.

g. Certain Relationships and Related Transactions

In the regular conduct of its business, Arthaland and its subsidiaries enter into intercompany transactions, primarily advances by Arthaland to a subsidiary which are necessary to carry out the latter's functions, subject to liquidation and reimbursements for expenses. Arthaland ensures that while these transactions are made substantially on the same terms as with other individuals and businesses of comparable risks, they are fair and treated at arm's length.

In addition, below are ongoing transactions of Arthaland with its principal shareholder CPG Holdings, Inc. (CPG) as of 31 March 2022:

1. Share Purchase Agreement

Arthaland has an outstanding receivable from CPG amounting to ₱36.1 million as of 31 March 2022 and 31 December 2021 arising from the Share Purchase Agreement among Arthaland, CPG and AO Capital Holdings I, Inc. (AOCH1). Under the claw-back provision of said agreement, Arthaland warrants the final resolution acceptable to CPG and its counsel with respect to the pending complaint involving the property owned by Urban Property Holdings, Inc. (UPHI) which includes, among others, removing all doubt on the ownership of UPHI over the property. In the event the satisfactory evidence is submitted by Arthaland to CPG, the latter shall pay to Arthaland the entire claw-back amount, or a portion thereof plus interest earned in which the claw-back amount was held in escrow.

2. Management Fee

Management fees are recognized for management consultancy, development and administrative services provided by CPG to Arthaland. Outstanding balances are unsecured, noninterest-bearing, payable on demand and to be settled in cash.

On the other hand, below are the ongoing material non-controlling interest transactions of Arthaland as of 31 March 2022:

1. Cebu Lavana Land Corp. (CLLC)

Rock & Salt B.V (RSBV) subscribed to 214,351 common and 118,982 preferred shares of CLLC's shares of stock in January 2016 which represent 40% of the ownership and voting rights thereof. In addition to the advances from Arthaland, CLLC also obtained advances from RSBV for its real estate project. RSBV is a foreign private limited liability company existing and duly constituted under the laws of Netherlands, and managed by Arch Capital Management Company, Ltd. All outstanding balances are unguaranteed, unsecured, bearing interest at 3.5% per annum, and payable on demand and in cash.

In December 2021, Arthaland purchased RSBV's shareholdings in CLLC for ₱113.2 million which resulted to Arthaland owning 100% of CLLC. Also, RSBV assigned its shareholder advances to and accrued interest receivables from CLLC amounting to ₱764.1 million in favor of Arthaland. Arthaland's outstanding payable arising from the purchase of RSBV's common and preferred shares in CLLC amount to ₱750.0 million and ₱762.3 million as at 31 March 2022 and 31 December 2021, respectively.

2. Savya Land Development Corporation (SLDC)

Non-controlling interests over SLDC is 41% as of 31 March 2022 and 31 December 2021. SLDC received deposits amounting to 196.2 million in 2022 and 681.5 million in 2021 for future stock subscription from Help Holdings, Inc. (HHI), the other shareholder of SLDC. These will be applied against future subscription to shares upon approval by SEC of the conversion of HHI's deposits.

3. Kashtha Holdings, Inc. (KHI)

On 1 June 2020, Arthaland assigned 40% of its advances to KHI amounting to ₱195.0 million in favor of Mitsubishi Estate Company (MEC). These advances bear interest at 3.5% per annum. These are unsecured, unguaranteed and payable on demand and in cash.

4. Bhavana Properties, Inc. (Bhavana) and Bhavya Properties, Inc. (Bhavya)

In December 2021, Arthaland sold, transferred and conveyed by way of secondary sale in favor of Narra Investment Properties Pte. Ltd. ("Narra"), a foreign private limited liability company existing and duly constituted under the laws of Singapore and managed by Arch Capital Management Company, Ltd., all of its rights, title and interest in and to 40% of the common

shares of stock of Bhavana and of Bhavya, or 20,000,000 common shares of stock of each of Bhavana and Bhavya, as well as its shareholder advances and accrued interest receivables aggregating to ₱449.4 million, in exchange for ₱446.8 million. The transfer of the Bhavana and the Bhavya shares decreased the effective ownership of Arthaland in each of these companies from 100% to 60%. Arthaland's receivable arising from the sale of interests in Bhavana and in Bhavya amounted to nil and ₱208.6 million as at 31 March 2022 and 31 December 2021, respectively.

Except for the foregoing and related disclosures on intercompany transactions between Arthaland and its subsidiaries for the period covered by this Information Statement as further discussed in the audited financial statements hereto attached as an integral part hereof, there are no other transactions (or series of similar transactions) with or involving any of Arthaland's subsidiaries, affiliates or related companies in which a director or an executive officer or a stockholder who owns ten percent (10%) or more of Arthaland's total outstanding shares, or member/s of their immediate family, had or is to have a direct or indirect material interest.

Further, no director has resigned or declined to stand for re-election to the Board of Directors since the date of the last annual meeting of Arthaland because of a disagreement therewith on matters relating to its operations, policies, and practices.

ITEM 6. Compensation of Directors and Executive Officers

a. Compensation of Directors and Executive Officers

Section 10, Article III of Arthaland's By-laws provides that the "Board of Directors is empowered and authorized to fix and determine the compensation of its members, including profit sharing and other incentives, subject to the limitations imposed by law."

Beginning June 2016, the per diem given to each director for each meeting of the Board (special or regular) attended was increased to P75,000.00 for independent directors and P10,000.00 for regular directors, except for the Chairman of the Board who receives P100,000.00.

Each director is also paid a per diem of P2,500.00 for each committee meeting he attends, of which he is a member. These committees are the Executive Committee, the Audit Committee, the Stock Option and Compensation Committee, the Governance and Nomination Committee, and the Risk Management Committee.

The current members of Arthaland's various committees are:

Audit Committee	Fernan Victor P. Lukban, Chairman Hans B. Sicat Andres B. Sta. Maria
Stock Option and Compensation Committee	Jaime C. González, Chairman Ricardo Gabriel T. Po Hans B. Sicat
Governance and Nomination Committee	Ricardo Gabriel T. Po, Chairman Hans B. Sicat Andres B. Sta. Maria
Executive Committee	Jaime C. González, Chairman Ricardo Gabriel T. Po, Vice Chairman Jaime Enrique Y. González

	Christopher Paulus Nicolas T. Po Cornelio S. Mapa, Jr.
Risk Management Committee	Hans B. Sicat, Chairman Jaime Enrique Y. González Christopher Paulus Nicolas T. Po Andres B. Sta. Maria

Section 7, Article IV, in turn, provides that the “Chairman, or such other officer(s) as the Board of Directors may authorize, shall determine the compensation of all the officers and employees of the Corporation. xxx”

The compensation of Arthaland’s directors for the last two years is as follows:

<u>Name of Director</u>	<u>2020 (₱)</u>	<u>2021 (₱)</u>
Ernest K. Cuyegkeng	907,500.00	1,097,500.00
Jaime C. González	105,000.00	112,500.00
Jaime Enrique Y. González	107,500.00	80,000.00
Fernan Victor P. Lukban	687,500.00	690,000.00
Cornelio S. Mapa, Jr.	N/A	70,000
Christopher Paulus Nicolas T. Po	97,500.00	110,000.00
Leonardo Arthur T. Po ⁹	97,500.00	40,000.00
Ricardo Gabriel T. Po	117,500.00	100,000.00
Hans B. Sicat	697,500.00	615,000.00
Andres B. Sta. Maria	690,000.00	845,000.00
Total	3,507,500.00	3,760,000.00

The compensation of Arthaland’s officers and other employees for the last two years is as follows:

2020

	<u>Salary¹⁰</u>	<u>Bonus</u>	<u>Other Annual Compensation</u>
Executives ¹¹ includes Jaime C. González, the Vice Chairman and President, and the four highest compensated officers: i. Leonardo Arthur T. Po ¹² , Executive Vice President and Treasurer ii. Christopher G. Narciso, Executive Vice President iii. Gabriel I. Paulino, <i>Head</i> , Technical Services, and iv. Sheryll P. Verano, <i>Head</i> , Strategic Funding and	₱72.67M	₱2.76M	None

⁹ Resigned effective 31 May 2021.

¹⁰ Rounded-off.

¹¹ Includes all employees with the rank of Vice President and higher.

¹² See footnote 9.

Investments.			
<u>Officers</u> (As a group unnamed) ¹³	₱44.25M	₱4.13M	None

2021

	<u>Salary</u> ¹⁴	<u>Bonus</u>	<u>Other Annual Compensation</u>
Executives ¹⁵ includes Jaime C. Gonzalez, the Vice Chairman and President, and the four highest compensated officers: i. Cornelio S. Mapa, Jr., Treasurer and Executive Vice President ii. Christopher G. Narciso, Executive Vice President iii. Gabriel I. Paulino, <i>Head</i> , Technical Services, and iv. Sheryll P. Verano, <i>Head</i> , Strategic Funding and Investments.	₱77.45M	₱6.36M	None
<u>Officers</u> (As a group unnamed) ¹⁶	₱50.11M	₱4.16M	None

Estimated Compensation for 2022 (Collective)

	<u>Salary</u> ¹⁷	<u>Bonus</u>	<u>Other Annual Compensation</u>
<u>Directors and Executives</u>	₱99.15M		
<u>Officers</u> (As a group unnamed)	₱58.69M	None ¹⁸	None

b. Standard Arrangement/Material Terms of Any Other Arrangement/Terms and Conditions of Employment Contract with Above Named Corporate/Executive Officers

During Arthaland's annual meeting held on 16 October 2009, the stockholders representing more than sixty-seven percent (67%) of all its issued and outstanding common shares which are entitled and qualified to vote approved the 2009 ALCO Stock Option Plan. The total amount of shares which are available and may be issued for this purpose will amount to 10% of Arthaland's total outstanding capital stock at any given time. At present, this is equivalent to 531,809,519 shares. The Stock Option and Compensation Committee consisting of at least three (3) directors, one (1) of whom is an independent director, will administer the implementation of this plan.

Qualified employees eligible to participate under the plan are (i) members of the Board, with the exception of the independent directors; (ii) President and CEO and other corporate officers, which include the Corporate Secretary and the Assistant Corporate Secretary; (iii) Employees and Consultants who are exercising managerial level functions or are members of the

¹³ Includes all employees with the rank of Manager up to Senior Assistant Vice President.

¹⁴ Rounded-off.

¹⁵ Includes all employees with the rank of Vice President and higher.

¹⁶ Includes all employees with the rank of Manager up to Senior Assistant Vice President.

¹⁷ Rounded-off.

¹⁸ Whether bonuses will be given in 2022 is uncertain at this time.

Management Committee; and (iv) Executive officers assigned to Arthaland's subsidiaries or affiliates¹⁹.

The Stock Option and Compensation Committee is empowered to determine to whom Options are to be granted, determine the price the Option is to be exercised (which in no case shall be below the par value of Arthaland's common stock), decide when such Option shall be granted and its effectivity dates, and determine the number and class of shares to be allocated to each qualified employee. The Committee will also consider at all times the performance evaluation of the qualified employee and/or the result of the achievement of the objectives of Arthaland each year.

The Option Period during which the qualified employee may exercise the option to purchase such number of shares granted will be three (3) years starting with the full year vesting in accordance with the following schedule:

- (i) Within the first twelve (12) months from Grant Date - up to 33.33%
- (ii) Within the 13th to the 24th month from Grant Date - up to 33.33%
- (iii) Within the 25th to 36th month from Grant Date - up to 33.33%.

On the Exercise Date, the qualified employee should pay the full Purchase Price or in such terms as may be decided upon by the Committee.

In 2010, options equivalent to 164,800,000 were granted but none of the qualified employees exercised their respective rights until the period within which they can do so expired in October 2012.

On 14 December 2018, Arthaland's Board of Directors approved granting options equivalent to not more than 90.0 million common shares to its qualified employees as above defined. The Stock Option and Compensation Committee was tasked to administer the implementation of this grant, which will include to whom and when the Options are to be granted and the effectivity dates thereof, and the number and class of shares to be allocated to each qualified employee, after considering the performance evaluation of said qualified employees vis-a-vis the result of the achievement of the company's objectives for 2018.

The Stock Option and Compensation Committee pegged the price the option is to be exercised at the five-day volume weighted average price per share beginning 17 December 2018, or until 21 December 2018. Said price was at ₱0.85 per share.

On 25 March 2020, the price of the options granted as abovementioned was changed to ₱0.50 per share after the Board of Directors determined that the ₱0.85 per share was no longer competitive as it defeats the purpose of granting options. The objective of the Stock Option Plan is to furnish a material incentive to qualified employees of Arthaland by making available to them the benefits of stock ownership of Arthaland through stock options and thereby increase their concern for Arthaland's long term progress and well-being.

None of the qualified employees exercised their respective rights until the period within which they can do so expired in February 2022.

The term of the 2009 ALCO Stock Option Plan expired in October 2019. The 2020 ALCO Stock Option Plan which has substantially the same terms as the 2009 plan was presented during the Annual Stockholders' Meeting on 26 June 2020 and stockholders representing at least sixty-seven percent (67%) of the outstanding common shares which are entitled and qualified to vote approved the same. SEC approval of the 2020 ALCO Stock Option is presently being secured.

¹⁹Arthaland must have at least 50% equity holdings of said subsidiary or affiliate.

ITEM 7. Independent Public Accountant

Article V of the By-laws provides, among others, that the External Auditor shall be appointed by its Board of Directors and shall receive such compensation or fee as may be determined by the Chairman or such other officer(s) as the Board of Directors may authorize.

Reyes Tacandong & Co. (RT&Co) was first appointed as the external auditor of Arthaland in 2012 and remains such to date. Ms. Carolina P. Angeles was the Certifying Partner for the years 2012-2016. Ms. Michelle R. Mendoza-Cruz is the current Certifying Partner.

The representatives of Arthaland's External Auditor will be present during the Annual Stockholder's Meeting and will be given the opportunity to make statements if they desire to do so, as well as respond to appropriate questions, if there will be any.

Arthaland has not had any disagreement with its external auditor.

Information on Independent Accountant

Accountant	:	Reyes Tacandong & Co.
Mailing Address	:	26/F Citibank Tower
		8741 Paseo de Roxas, Makati City 1226
Certifying Partner	:	Ms. Michelle R. Mendoza-Cruz
C.P.A. Reg. No.	:	97380
TIN No.	:	201-892-183-000
BOA Accreditation No.	:	4782 (valid until 13 April 2024)
SEC Accreditation No. :		97380-SEC Group A issued on 08 April 2021
		(Valid for Financial Periods 2020 to 2024)
PTR No.	:	PTR No. 8851710
		Issued 03 January 2022, Makati City
BIR Accreditation No.	:	08-005144-012-2020
		(Valid until 01 January 2023)

Arthaland's consolidated financial statements for the period ended as of 31 December 2021 is hereto attached and incorporated herein by reference.

Fees and Other Arrangements

Under paragraph a, page 3 of Arthaland's Audit Committee Charter, the Audit Committee recommends to the Board the fees of the External Auditor, which are determined on the estimated time that would be spent on an engagement and on the experience level of its professional staff members who will be assigned to work for the purpose, and generally, on the complexity of the issues involved and the work to be performed, as well as the special skills required to complete the work, provided that these fees are subject to the ratification by the stockholders.

The audit fees of RT&Co insofar as Arthaland is concerned are as follows:

2016	-	₱950,000.00
2017	-	₱1,500,000.00
2018	-	₱1,650,000.00
2019	-	₱1,750,000.00
2020	-	₱1,750,000.00
2021	-	₱1,750,000.00

RT&Co rendered services to Arthaland's subsidiaries with the exception of Cebu Lavana Land Corp (CLLC)²⁰, and its audit fees are as follows:

	<u>2021</u>	<u>2020</u>	<u>2019</u>
Bhavana Properties, Inc.	₱100,000.00	₱100,000.00	₱100,000.00
Bhavya Properties, Inc.	₱100,000.00	₱100,000.00	₱100,000.00
Cazneau Inc.	₱300,000.00	₱300,000.00	₱300,000.00
Emera Property Management, Inc.	₱160,000.00	₱160,000.00	₱160,000.00
Kashtha Holdings, Inc.	₱100,000.00	₱100,000.00	₱100,000.00
Manchesterland Properties, Inc.	₱350,000.00	₱350,000.00	₱350,000.00
Pradhana Land, Inc.	₱100,000.00	₱100,000.00	₱100,000.00
Savya Land Development Corporation	₱250,000.00	₱250,000.00	₱250,000.00
Urban Property Holdings, Inc.	₱130,000.00	₱130,000.00	₱130,000.00
Zileya Land Development Corporation	₱160,000.00	₱160,000.00	₱160,000.00

RT&Co did not charge Arthaland for non-audit work for the years 2013, 2014, 2015, 2017 and 2018.

RT&Co charged Arthaland for non-audit work for the public offering of the following Preferred Shares:

<u>Year</u>	<u>Purpose</u>	<u>Amount</u>
2016	Series B	₱1.50MM
2019	Series C	₱1.00MM
2021	Series D	₱0.90MM

In October 2019, Arthaland filed with the SEC a Registration Statement for the shelf registration of ₱6.0 billion fixed rate ASEAN Green Bonds which was approved in January 2020. The initial tranche of these bonds equivalent to ₱3.0 billion was listed with the Philippine Dealing and Exchange Corp. on 06 February 2020. RT&Co charged Arthaland for non-audit work on these bonds in the amount of ₱0.60MM.

The foregoing fees are all exclusive of VAT.

ITEM 8. Compensation Plans

As stated in Item 6b above, Arthaland made available to its qualified employees in 2009 a stock option plan wherein they can enjoy the benefits of ownership of Arthaland and thereby increase their concern for its long-term progress and well-being, induce their continued service and stimulate their efforts towards the continued success thereof (the "2009 Stock Option Plan"). However, none of these qualified employees exercised their respective stock option rights until the period within which they can do so had expired in October 2012.

On 14 December 2018, the Board of Directors again approved granting options equivalent to not more than 90.0 million common shares to its qualified employees. However, none of the qualified employees exercised their respective rights until the period within which they can do so expired in February 2022.

The validity of the 2009 Stock Option Plan expired on 16 October 2019.

The 2020 Stock Option Plan which has substantially the same terms as the 2009 plan was presented during the Annual Stockholders' Meeting on 26 June 2020 and stockholders representing at least sixty-

²⁰ The external auditor of CLLC is Isla Lipana & Co., a PwC member firm. Its fees for 2021, 2020, 2019, 2018 and 2017 amount to ₱538,000.00, ₱538,000.00, ₱520,000.00, ₱500,000.00, and ₱430,000.00, respectively, all of which are net of VAT.

seven percent (67%) of the outstanding common shares which are entitled and qualified to vote approved the same. The total amount of shares of stock which may be issued and are reserved for purposes of the 2020 plan is still ten percent (10%) of the total outstanding capital stock of Arthaland at any given point in time.

SEC Approval of the 2020 Stock Option is presently being secured.

C. ISSUANCE AND EXCHANGE OF SECURITIES

No action will be taken during the Annual Stockholders' Meeting with respect to the Authorization or Issuance of Securities Other than for Exchange (**Item 9**); Modification or Exchange of Securities (**Item 10**); Financial and Other Information (**Item 11**); Mergers, Consolidations, Acquisitions and Similar Matters (**Item 12**); Acquisition or Disposition of Property (**Item 13**); or, Restatement of Accounts (**Item 14**).

D. OTHER MATTERS

ITEM 15. Action With Respect to Reports

Management will present during the Annual Stockholders Meeting the financial reports of Arthaland as of 31 December 2021 and its quarterly report as of the first quarter of 2022. Copies of these financial reports are attached to this Information Statement and made integral parts hereof.

The Minutes of the Annual Stockholders' Meeting held on 25 June 2021 whereby the following matters were taken up will also be submitted for approval of the stockholders:

1. Call to Order
2. Secretary's Proof of Due Notice of the Meeting and Determination of Quorum
3. Approval of Minutes of the Annual Stockholders' Meeting held on 26 June 2020
4. Notation of Management Report
5. Ratification of Acts of the Board of Directors and Management During the Previous Year
6. Election of Directors (including Independent Directors)
7. Appointment of External Auditor
8. Other Matters
9. Adjournment

A copy of this Minutes of the Annual Stockholders' Meeting is available in www.arthaland.com.

Stockholders representing the minimum percentage of outstanding capital stock as provided by applicable laws and regulations shall have the right to include additional items on the agenda, provided that the stockholder exercising this right shall act in good faith and for a legitimate purpose.

Other than the proposed amendment of the Articles of Incorporation as discussed in Item 17, there is no other matter with respect to Reports for which the appropriate action by the stockholders is required will be presented.

ITEM 16. Matters Not Required To Be Submitted

There are no matters not required to be submitted to the stockholders which will be presented at the Annual Stockholders' Meeting.

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

The stockholders will be asked during the annual meeting to approve the proposed amendment to the Articles of Incorporation of Arthaland:

Article and Number	Old Provision (as of 2018)	Proposed Amendment
ARTICLE VII Authorized Capital Stock	That the authorized capital stock of the Corporation is Philippine Pesos: Two Billion Nine Hundred Ninety Six Million Two Hundred Fifty Seven Thousand One Hundred Thirty Five and 82/100 (₱2,996,257,135.82) divided into Philippine Pesos: Two Billion Nine Hundred Forty Six Million Two Hundred Fifty Seven Thousand One Hundred Thirty Five and 82/100 (₱2,946,257,135.82) of common shares consisting of 16,368,095,199 common shares with a par value of Philippine Pesos: Eighteen Centavos (₱0.18) per share and Philippine Pesos: Fifty Million (₱50,000,000.00) of preferred shares consisting of 50,000,000 preferred shares with a par value of Philippine Peso: One (₱1.00) per share.	That the authorized capital stock of the Corporation is Philippine Pesos: <u>Two Billion Nine Hundred Seventy Six Million Two Hundred Fifty Seven Thousand One Hundred Thirty Five and 82/100 (₱2,976,257,135.82)</u> divided into Philippine Pesos: Two Billion Nine Hundred Forty Six Million Two Hundred Fifty Seven Thousand One Hundred Thirty Five and 82/100 (₱2,946,257,135.82) of common shares consisting of 16,368,095,199 common shares with a par value of Philippine Pesos: Eighteen Centavos (₱0.18) per share <u>and Philippine Pesos: Thirty Million (₱30,000,000.00) of preferred shares consisting of 30,000,000 preferred shares with a par value of Philippine</u> <u>Peso: One (₱1.00) per share.</u>

ITEM 18. Other Proposed Action

The appointment of RT&Co as External Auditor of Arthaland for 2022 will be taken up at the Annual Stockholders' Meeting.

ITEM 19. Voting Procedures – Voting for Corporate Actions

a. Voting for Corporate Actions

Voting on matters submitted for stockholders' approval during the Annual Stockholders Meeting shall be done in accordance with SEC Memorandum Circular No. 6, Series of 2021 dated 12 March 2021²¹ which provides the guidelines on voting through proxy, remote communication or *in absentia*, and shall be supervised by the designated staff of RT&Co and BDO Unibank, Inc.-Trust and Investments Division, the External Auditor and the Stock and Transfer Agent of Arthaland, respectively.

²¹ Guidelines on the Attendance and Participation of Directors, Trustees, Stockholders, Members, and Other Persons of Corporations in Regular and Special Meetings through Teleconferencing, Video Conferencing and Other Remote or Electronic Means of Communication

For the proposed amendment to the Articles of Incorporation and the decrease of authorized capital stock, the approval of Common and Preferred stockholders owning at least two-thirds (2/3) of the outstanding capital stock is required.

b. Nominations and Voting for the Election of Directors

- (1) Section 4, Article II of the By-laws provides that at “all stockholders’ meetings, every stockholder shall be entitled to one (1) vote for each share of voting stock standing in his name in the proper books of the Corporation at the time of closing thereof for the purpose of the meeting.”
- (2) No nominations from the floor during the stockholders’ meeting shall be allowed or recognized.
- (3) For the purpose of electing directors, the system of cumulative voting shall be followed as provided under Section 4, Article II of the By-laws, to wit:

“At all stockholders’ meetings, every stockholder entitled to vote in accordance with Section 4 of Article VI of these By-laws shall be entitled to one (1) vote for each share of voting stock standing in his name in the proper book of the Corporation at the time of closing thereof for the purpose of the meeting.

“The right to vote of stockholders may be exercised in person, through proxy or remote communication, *in absentia*, or through such alternative modes as may be provided by applicable laws and regulations.

“At every election of directors, each stockholder entitled to vote during the meeting in accordance with Section 4 of Article VI of these By-laws is entitled to one (1) vote for each share of stock held by him for as many persons as there are directors to be elected, or to cumulate said shares and give one (1) candidate as many votes as the number of directors multiplied by the number of his share shall equal, or to distribute such votes on the same principle among as many candidates as he shall think fit.”

The total number of votes to be cast by the stockholder must not exceed the number of shares owned by him/it as shown in the books of Arthaland multiplied by the whole number of directors to be elected.

- (4) Voting for the election of Directors shall be done in accordance with SEC Memorandum Circular No. 6, Series of 2021 dated 12 March 2021 and such internal procedures issued pursuant thereto. This will be supervised by the designated staff of the External Auditor and the Stock Transfer Agent.

- Signature page follows. -

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Information Statement is true, complete and correct. This is signed on the date and place indicated below.

ARTHALAND CORPORATION

By:




RIVA KHRISTINE V. MAALA

Corporate Secretary and General Counsel

SUBSCRIBED AND SWORN to before me this **JUN 02 2022** at **Taguig City, Philippines**,
affiant exhibiting to me her **Passport Number P4663090B** issued on **03 February 2020** by the
Department of Foreign Affairs-NCR East, Philippines.

Doc. No. 460
Page No. 83
Book No. 21
Series of 2022.


GAUDENCIO A. BARBOZA JR.
NOTARY PUBLIC
UNTIL DEC. 31, 2022
PTR NO. A-5378160/ 01-03-2022 / TAGUIG CITY
IBP NO. 167462 / Nov. 18, 2021 RSM (for yr 2022)
ROLL NO. 41969
MCLE COMP. VI No. 0021812
MARCH 29, 2019
APP No. 38(2021-2022)

Attachments:

Management Report

Certifications of Independent Directors

- a. Fernan Victor P. Lukban
- b. Hans B. Sicat, and
- c. Andres B. Sta. Maria)

Audited Financial Statements for 2021 (including Statement of Management Responsibility)
SEC Form 17-Q (First Quarter 2022)

UNDERTAKING

ARTHALAND CORPORATION undertakes to provide, without charge, a copy of its Annual Report (SEC Form 17-A) to any person soliciting a copy thereof upon written request addressed to the Corporate Secretary with principal office address at the 7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City, Taguig City 1634 Philippines.

MANAGEMENT REPORT

**ARTHALAND CORPORATION
ANNUAL STOCKHOLDERS MEETING
24 JUNE 2022, FRIDAY, 9:00AM**

BUSINESS AND GENERAL INFORMATION

a. Business Development

ARTHALAND CORPORATION (ALCO) is a world-class boutique real estate developer of enduring and sustainable properties recognized internationally as the best residential and green developments, for which it has received various awards in the Philippines and internationally. It has built its mark in the Philippine real estate market with its unwavering commitment to sustainability and innovation, and by developing and managing world-class properties that adhere to the global and national standards in green buildings.

ALCO was incorporated on 10 August 1994¹ for the primary purpose of engaging in the realty development business, including home building and development, and to deal, engage, invest and transact, directly or indirectly, in all forms of business and mercantile acts and transactions concerning all kinds of real property, including but not limited to the acquisition, construction, utilization and disposition, sale, lease, exchange or any mode of transfer of residential, industrial or commercial property. Its principal office is at the 7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City (BGC), Taguig City 1634.²

In 2007, a group of investors led by AO Capital Holdings 1, Inc. (AOCH1), an investment company specializing in investing in business opportunities in the Philippines, acquired 73.27% of ALCO's then outstanding capital stock, marking the beginning of its renewed focus in real estate development.

The year 2011 marked the entry into ALCO of CPG Holdings, Inc. (CPG), an affiliate of leading food manufacturer Century Pacific Food, Inc., which is listed with the PSE under the stock symbol "CNPF", through its acquisition of 1,800,000,000 ALCO common shares. In 2014, CPG further solidified its commitment by purchasing an additional 342,619,910 ALCO common shares.

On 22 September 2016, ALCO's authorized capital stock was increased³ to ₱2,996,257,135.82 divided into ₱2,946,257,135.82 of Common shares (consisting of 16,368,095,199 Common shares with a par value of ₱0.18 per share), and ₱50,000,000.00 of redeemable, non-voting and non-participating Preferred shares (consisting of 50,000,000 Preferred shares with a par value of ₱1.00 per share).

Of the ₱50,000,000.00 increase in capital stock, ALCO issued 12,500,000 cumulative, non-voting, non-participating, non-convertible Peso-denominated Preferred shares to Manchesterland Properties, Inc. (the "Series A Preferred Shares"), and 20,000,000 Preferred shares which are likewise cumulative, non-voting, non-participating, non-convertible and Peso-denominated, among other conditions, to the public (the "Series B Preferred Shares").

In June 2019, ALCO issued to the public 10,000,000 Preferred shares which are also cumulative, non-voting, non-participating, nonconvertible, and Peso-denominated, among other conditions (the "Series C Preferred Shares").

¹ The company was originally registered as Urbancorp Realty Developers, Inc. but was renamed in 2003 as EIB Realty Developers, Inc. On 26 January 2009, the Securities and Exchange Commission (SEC) approved anew the change of the corporate name to Arthaland Corporation (ALCO).

² Approved by the SEC on 04 September 2018.

³ The authorized capital stock was originally ₱2,946,257,135.82 divided into 16,368,095,199 Common shares only at a par value of ₱0.18 per share.

On 03 December 2021, ALCO issued to the public 6,000,000 Preferred shares, which are similarly cumulative, non-voting, non-participating, nonconvertible, and Peso-denominated, among other conditions (the “Series D Preferred Shares”).

On 06 December 2021, ALCO redeemed all the outstanding 20,000,000 Series B Preferred Shares.

All of ALCO’s issued and outstanding common shares, and Series C and Series D Preferred shares are listed with and traded in the Philippine Stock Exchange (PSE) with the trading symbols “ALCO”, “ALCPC”, and “ALCPD”, respectively. ALCO has requested the PSE to delist from its platform the Series B Preferred shares with trading symbol “ALCPB”.

As of the date of this Report, CPG and AOCH1 continue to be the largest stockholders of ALCO with 40.29% and 26.02%, respectively, of the total issued and outstanding shares.

b. Business/Projects

ALCO’s main business activity is the development of premium, enduring and sustainable properties by bringing together a brain trust of experts in property development and management. It is focused on pursuing its defined niche developments independently and with its joint venture partners, as embodied by its key projects and developments in the pipeline, to wit:

<u>Project Name</u>	<u>GFA⁴</u> <u>(in square</u> <u>meters</u> <u>[sqm])</u>	<u>NLA⁵/</u> <u>NSA⁶</u> <u>(in sqm)</u>	<u>Location</u>	<u>Development</u> <u>Type</u>	<u>Year of</u> <u>Completion</u> <u>or</u> <u>Expected</u> <u>Year of</u> <u>Completion</u>
Arya Residences	76,284	67,876	BGC, Taguig City	Residential	Tower I - 2013 Tower II - 2016
Arthaland Century Pacific Tower (ACPT)	34,295	32,016	BGC, Taguig City	Office	2019

⁴ GFA or Gross Floor Area, which is the total floor space within the perimeter of the permanent external building walls (inclusive of main and auxiliary buildings) such as office areas, residential areas, corridors, lobbies and mezzanine level/s. The GFA shall also include building projections which may serve as floors or platforms that are directly connected to/integrated with areas within the building/structure, e.g., balconies, and the GFA excludes the following: (a) Covered areas used for parking and driveways, services and utilities; (b) Vertical penetrations in parking floors where no residential or office units are present; and (c) Uncovered areas for helipads, air-conditioning cooling towers or air-conditioning condensing unit balconies, overhead water tanks, roof decks, laundry areas and cages, wading or swimming pools, whirlpool or jacuzzis, terraces, gardens, courts or plazas, balconies exceeding ten square meters, fire escape structures and the like.

⁵ NLA or Net Leasable Area, which is the total leasable area that includes but not limited to all internal walls, mezzanines, bathrooms, pipe chases, columns and balconies depending on a specific project’s terms of reference.

⁶ NSA or Net Saleable Area, which is the total saleable area that includes but is not limited to all internal walls, mezzanines, bathrooms, pipe chases, columns and balconies depending on a specific project’s terms of reference.

Cebu Exchange	108,564	89,018	Salinas Drive, Cebu City	Office	Q2 2022
Savya Financial Center	59,763	49,078	Arca South, Taguig City	Office	North Tower – Q2 2022 South Tower - Q4 2022
Sevina Park	129,910	99,144	Biñan, Laguna	Mixed use	In phases from 2022 onward
Lucima	28,063	21,927	Makati City	Residential	2024
Makati CBD Residential 1	15,305	11,938	Makati City	Residential	2027
Makati CBD Residential 2	14,656	11,729	Makati City	Residential	2025

ALCO's firm commitment to sustainability is manifested in its development portfolio which is composed entirely of certified sustainable projects. All its projects adhere to global and national standards for green buildings through the Leadership for Energy and Environmental Design™ (LEED™) rating system of the U.S. Green Building Council (USGBC) and the Building for Ecologically Responsive Design Excellence (BERDE) rating system of the Philippine Green Building Council (PHILGBC). Since 2019, ALCO has expanded its sustainability commitment by pursuing additional green building rating tools, specifically the Excellence in Design for Greater Efficiencies (EDGE) rating system of the International Finance Corporation (IFC), and the WELL Building Standard™ (WELL™) rating system of the International WELL Building Institute (IWBI).

ALCO is well known in the industry for its superior design, high quality standards with focus on sustainability, innovation and excellent property management services, as seen in the following projects:

Arya Residences (Arya)

Arya is a multi-awarded, two-tower, high-end residential project located at the corners of Rizal Drive, 8th Avenue and McKinley Parkway, BGC, Taguig City. Tower 1 commenced construction in 2010, was completed in 2013 and was handed over to buyers in 2014. Tower 2's construction commenced in 2012, and it was handed over to buyers in 2016. All the residential units in both Tower 1 and Tower 2 have been sold. At the ground floor of Arya is Arya Plaza, a canopied al fresco destination area in which a curated selection of restaurants, cafes and other retail establishments is located. ALCO retains ownership over the Arya Plaza and recognizes lease income from it.

Arya has the distinction of being the first and only residential building in the Philippines to have received LEED Gold certification from the USGBC as well as BERDE 4-Star certification from the PHILGBC. It was also awarded with ANZ/PH 3-Star under the pilot program Advancing Net Zero Philippines.

Arthaland Century Pacific Tower (ACPT)

Designed by Skidmore Owings & Merrill LLP, the same group behind One World Trade Center in New York City and Burj Khalifa in Dubai, ACPT is one of the first

premium grade offices in BGC. It is located along the prime 5th Avenue within BGC's E-Square, opposite The Shangrila at the Fort and proximate to the PSE. ACPT addresses the strong demand for office space in BGC with its 34,295 sqm of GFA and 32,016 sqm of NLA. ALCO commenced the development of ACPT in 2014 and it was completed in 2019.

In October 2019, the IFC, a member of the World Bank Group, recognized ACPT as the world's first net zero certified building under its EDGE green building rating system. This recognition is in addition to the LEED Platinum and BERDE 5-Star certifications it had achieved previously. In 2020, ACPT was awarded with the WELL Health-Safety Rating seal which certifies the building's safe operations even during the COVID-19 pandemic. It continues to hold such rating to date.

ALCO retains ownership over 21,089 sqm of ACPT which represents approximately 66% of the 32,016 sqm of its NLA.

Cebu Exchange

Cebu Exchange, a 38-storey office building with retail establishments, is poised to be one of Cebu's largest and tallest office developments that will cater to the city's booming office space market. It is being built on an 8,440 sqm property located along Salinas Drive directly across the Cebu IT Park in Cebu City, and it will have a total NSA of almost 90,000 sqm. Cebu Exchange has achieved LEED Gold pre-certification, BERDE Design 5-Star and is WELL pre-certified. It is on-track to achieve EDGE Zero Carbon certification under the IFC's EDGE program. Phase 1 of Cebu Exchange, covering areas from the basement to the 15th level, was successfully completed and handed over to buyers in September 2020 in accordance with its pre-pandemic delivery date. Phase 2, covering areas from the 16th level to the roofdeck, achieved structural top-off in September 2020 as well. It is scheduled for completion and handover to buyers in Q2 2022.

Depending on market conditions, ALCO may choose to retain some units in Cebu Exchange to expand its recurring revenues from leasing operations. However, no final decision has been made in this regard.

Sevina Park

Presently being developed on eight (8) hectares of land adjacent to the De La Salle University Laguna campus is Sevina Park, a sustainable mixed-use community that will feature a combination of designer villas, residential midrise buildings, commercial lots as well as retail and supplemental amenities, in step with the growth of the market demand and infrastructure in the area. Sasaki of Boston is the master planner for this project.

Sevina Park is recognized as the first and only real estate development in the Philippines to have received the LEED Platinum certification under the LEED for Neighborhood Development (LEED ND) and LEED for Homes categories. Likewise, Sevina Park Villas turnover units are on-track to achieve EDGE Advanced under the EDGE green building certification system, while the remaining Villa 182 turnover unit is for Gold certification under the LEED for Homes category. Sevina Park's 4-Bedroom Villa 182 Model Unit initiated the Villa's certification process by achieving LEED Platinum certification in 2020.

The completion of the Cavite Laguna Expressway, with its expected interconnection with the Manila-Cavite Expressway at Kawit, Cavite and the South Luzon Expressway at Mamplasan, Laguna interchange, is seen to significantly benefit Sevina Park.

Phase one of the project covering the first 4,000 sqm has already been developed into Courtyard Hall which offers dormitory accommodations for students.

The Sevina Park Villas covering approximately 3 hectares of the 8.1- hectare property was launched in June 2019. The townhomes of the Sevina Park Villas are designed by L.V. Locsin and Partners and consist of 108 units ranging from 138 sqm to 182 sqm in floor area for each. Succeeding phases of this project will be launched during the second quarter of 2022.

Courtyard Hall is the student dormitory within Sevina Park in Biñan City, Laguna adjacent to the De La Salle University Science and Technology campus.

Savya Financial Center

In 2017, ALCO, together with its Filipino joint venture partner, acquired an approximately 6,000-sqm property within the Arca South development in Taguig City where ALCO expects office space to grow exponentially resulting from the property's direct access to major thoroughfares C-5 and Skyway, the presence of the proposed Taguig Integrated Transport Exchange inside Arca South, and the roll-out of the Metro Manila Subway which will have one of its stations inside Arca South itself. The property is currently being developed into Savya Financial Center (Savya), a two-tower commercial development designed and built with leading-edge sustainable building features. Savya has achieved LEED Gold pre-certification and is also WELL pre-certified. It is on-track to achieve BERDE 4-Star certification and EDGE Zero Carbon certification.

Savya's North Tower was launched for pre-selling in February 2019. Handover of the North Tower to buyers was initiated in January 2022 and completion is expected by Q2 2022. The South Tower is expected to be completed by Q4 2022.

Lucima

In August 2019, ALCO, through its special purpose company, Bhavana Properties, Inc., purchased a prime property with a total area of 2,245 sqm, located in Cebu Business Park at the corner of Cardinal Rosales Avenue and Samar Loop inside the Cebu Business Park which is the foremost business district of Cebu City. The property will be developed into the first and only premiere, multi-certified, sustainable residential high-rise development.

The Project is on-track to achieve quadruple certification including LEED, BERDE, EDGE and WELL certifications from USGBC, PGBC, IFC and IWBI, respectively. In fact, in 2020, Lucima has achieved LEED Gold precertification. Lucima will have a pedestrian access to the Ayala Center Cebu mall and other prominent business, commercial, and lifestyle destinations. It will have a gross floor area of approximately 28,000 sqm and it will offer 263 residential units.

Makati CBD Residential Project 2

In 2020, ALCO, through its special purpose company, Bhavya Properties, Inc., completed the acquisition of a 916 sqm property in Legazpi Village, Makati City. The property will be the site of ALCO's pioneer residential project in Makati City which will be a low-density, multi-certified, ultra-luxury development that will offer large, limited edition designer residences. Once completed, its future residents will enjoy exceptional white glove butler services. The project will offer only 37 residential units and will have a total gross floor area of approximately 14,600 sqm. ALCO expects to formally launch the project within H1 2022.

Makati CBD Residential Project 1

ALCO has acquired about 47.4% of a 2,018-sqm property located along Antonio Arnaiz Avenue within the Makati Central Business District and plans to develop therein a high-rise luxury, sustainable, multi-certified residential property. ALCO expects to launch the project by H1 of 2023.

Aside from the projects mentioned above, ALCO is evaluating prospective acquisition targets within the business districts of Makati, BGC, Cebu as well as other emerging cities. ALCO will continue to disclose to its stakeholders, through the PSE and the SEC, material acquisitions as they become final.

What makes ALCO different from other developers is that after a project is completed and/or turned over to the respective buyers or tenants thereof, ALCO continues to provide property management services to the condominium corporation or homeowners association. Post-completion involvement allows ALCO to maintain a high standard of quality in the maintenance of all its developments for years to come.

c. Subsidiaries

Below are the domestic companies in which ALCO has shareholdings. ALCO has 100% ownership interest in these companies as of 31 March 2022 with the exception of Bhavana Properties, Inc., Bhavya Properties, Inc., Kashtha Holdings, Inc., and Savva Land Development Corporation.

- i. **Bhavana Properties, Inc. (Bhavana)** was incorporated on 15 July 2019 with the primary purpose of engaging in the realty development business. This is the investment vehicle used to purchase a parcel of land with a total area of 2,245 square meters, more or less, located at the corner of Cardinal Rosales Avenue and Samar Loop Road, Cebu City, which will be the site of *Lucima*.

On 23 December 2021, ALCO sold, transferred and conveyed in favor of Narra Investment Properties Pte. Ltd. ("Narra")⁷, by way of secondary sale, all of its rights, title and interest in and to 40% of the common shares of stock of Bhavana, or 10,000,000 common shares of stock thereof, as well as its shareholder advances therein.

- ii. **Bhavya Properties, Inc. (Bhavya)** was incorporated on 19 July 2019 with the primary purpose of engaging in the realty development business. This is the investment vehicle used in acquiring a 916 sqm property⁸ located at 119 Rada Street, Legaspi Village, in Makati City, with the objective of developing therein Makati CBD Residential Project 2.

On 23 December 2021, ALCO sold, transferred and conveyed in favor of Narra Investment Properties Pte. Ltd. ("Narra")⁹, by way of secondary sale, all of its rights, title and interest in and to 40% of the common shares of stock of Bhavya, or 10,000,000 common shares of stock thereof, as well as its shareholder advances therein.

- iii. **Cazneau Inc.** was incorporated on 31 July 2008, principally to engage in the realty development business, including, but not limited to, the acquisition, construction, utilization and disposition, sale, lease, exchange or any mode of transfer, of residential, industrial or commercial property. Cazneau acquired the 8.1-hectare property in Biñan,

⁷ Narra is a private limited liability company existing and duly constituted under the laws of Singapore with principal office address at 10 Changi Business Park Central 2 #01-02, Hansapoint, Singapore 486030, managed by Arch Capital Management Company Limited.

⁸ Formerly First Capital Condominium.

⁹ See Footnote 7.

Laguna in September 2016 where Sevina Park is currently being developed.

- iv. **Cebu Lavana Land Corp. (CLLC)** was incorporated on 11 September 2015 to principally engage in the realty development business. It is the vehicle used to acquire two parcels of adjacent land in Cebu City, Philippines, with a total area of 8,440 sqm, on which Cebu Exchange now stands.

Rock & Salt B.V.¹⁰, a foreign private limited liability company existing and duly constituted under the laws of The Netherlands, and managed by Arch Capital Management Company, Ltd., subscribed to 40% CLLC's shares of stock in January 2016.

On 23 December 2021, ALCO purchased and acquired by way of secondary sale all of the rights, title and interest of Rock and Salt B.V. in and to the said 40% of CLLC's issued and outstanding shares of stock and shareholder advances. ALCO now has 100% ownership interest over CLLC.

- v. **Emera Property Management, Inc.** was incorporated on 31 July 2008¹¹. It was originally established to engage in the realty development business but now serves as the property management arm of ALCO for Arya, ACPT, Sevina Park and all its succeeding development projects to ensure the maintenance of high-quality standards therein.
- vi. **Manchesterland Properties, Inc. (MPI)** was incorporated on 27 March 2008 and was the registered owner of the 6,357-sqm parcel of land located along McKinley Parkway on which Arya now stands, prior to the conveyance thereof to Arya Residences Condominium Corporation in December 2016. It still owns Arya Plaza and several parking slots in said development.
- vii. **Pradhana Land, Inc.** was incorporated on 09 September 2019 with the primary purpose of engaging in the realty development business. This is the investment vehicle that will be used for ALCO's succeeding projects, the details of which will be disclosed at the appropriate time.
- viii. **Savya Land Development Corporation (SLDC)** was incorporated on 10 February 2017 principally to engage in the realty development business. It is the vehicle ALCO used to acquire Lots 9 and 10 in Arca South located in Barangay West Bicutan, Taguig City. In August 2019, the SEC approved SLDC's application to merge with Arcosouth Development, Inc. ("Arcosouth"), with SLDC as the surviving entity. Arcosouth is the registered owner of the lot adjacent to SLDC's property, *i.e.* Lot 11. The objective of the merger is to jointly develop the three (3) lots into a two-tower office development to be known as Savya.

After the merger, Arcosouth's principal shareholder, Help Holdings, Inc. (HHI) became the owner of 50% of the common shares of SLDC, although the parties are still awaiting the appropriate Certificates Authorizing Registration to enable them to reflect this transaction accordingly in their respective records.

- ix. **Kashtha Holdings, Inc. (KHI)** was incorporated on 01 October 2019 as a joint venture company between ALCO and Mitsubishi Estate Company, Limited (MEC), a corporation duly organized and existing under the laws of Japan¹², to be owned 60% by

¹⁰ With principal office address at Naritaweg 165, 1043 BW Amsterdam, The Netherlands.

¹¹ Emera was originally registered as Technopod, Inc. but was renamed on 30 October 2013.

¹² With address at Otemachi Park Building, 1-1, Otemachi 1-chome, Chiyoda-ku, Tokyo 100-8133 Japan.

ALCO and 40% by MEC. KHI acquired, and now owns and holds 50% equity interest of SLDC.

KHI and HHI are the principal shareholders of SLDC, with KHI having 100% economic interest in the North Tower of Savya, and HHI holds 100% economic interest in the South Tower of Savya.

- x. **Urban Property Holdings, Inc. (UPHI)** was incorporated on 23 January 1995 and is presently the registered owner of the 33-hectare property located in Calamba, Laguna, which may be developed in the future subject to market conditions.
- xi. **Zileya Land Development Corporation** was incorporated on 28 December 2015 with the primary purpose of engaging in the realty development business. This is the investment vehicle which ALCO used to acquire about 47.4% of the property located at 839 A. Arnaiz Avenue, Legazpi Village, 1200 Makati City.

None of these subsidiaries are engaged in any bankruptcy, receivership or similar proceedings. Also, for the period covered by this Report, these subsidiaries are neither parties to any transaction which involves material reclassification, merger, consolidation or purchase or sale of a significant amount of assets, except as otherwise discussed herein.

Further, neither Arthaland nor any of its subsidiaries is a party to any legal action arising from the ordinary course of its respective businesses with the exception of the following cases:

1. Termination of Trust Account

In February 2015, ALCO filed a claim before the Regional Trial Court of Makati City, Branch 149 in relation to the petition for liquidation of Export and Industry Bank represented by the Philippine Deposit Insurance Corporation (PDIC). ALCO maintained a Trust Account with the bank prior to its closure in April 2012 and had demanded from PDIC the termination of said account and the release of the owner's duplicate copies of three (3) transfer certificates of title which had been placed in the custody of the bank's Trust Department. ALCO does not have any interest in the remaining assets of the bank to be liquidated, but it was constrained to make this claim before the liquidation court given that PDIC refused to act on the matter.

In an Order dated 08 May 2017, ALCO was directed to file the necessary complaint and for PDIC to submit its Answer in order that there is a separate docket and hearing of the same and thereby enable the court to have a full and complete resolution of the issues presented by ALCO.

Management will be filing the appropriate case in due course.

2. Quieting of Title

UPHI filed a complaint for quieting of title, among other reliefs, before the Regional Trial Court of Calamba, Laguna, Branch 36 because of the erroneous issuance of tax declarations to several individual defendants by the City of Tagaytay covering UPHI's 33-hectare property registered in Calamba City. It also wanted to seek clarification with respect to which city UPHI is under legal obligation to pay real property taxes, *i.e.*, Calamba City or Tagaytay City.

In a Decision dated 16 December 2019, the court dismissed the complaint for being premature considering both cities claim territorial jurisdiction over the property but there is no pending territorial dispute between them, and that said dispute may only be resolved through a joint session between their respective *Sangguniang Panlalawigan* (should be *Panlungsod*) pursuant to the Local Government Code. There is no cloud over the title and the court ruled that UPHI should continue paying real property tax to Calamba City because of the admission of Tagaytay

City that UPHI's property is titled under the Torrens System which categorically states that it is located in Calamba City. Also, both cities had stipulated that the title to the property is in the custodial jurisdiction and safe keeping of the Register of Deeds of Calamba City, and Tagaytay City did not make any claim or request for the transfer of said title to its own custodial jurisdiction and safe keeping.

UPHI filed a Motion for Partial Reconsideration of the foregoing Decision. The court granted the same in an Order dated 05 June 2020 and declared, among others, that UPHI is the true and lawful owner of the 33-hectare property registered in its name and enjoined it to continue paying for the real property taxes in Calamba City. Further, in the event the local government of the City of Tagaytay insists that the subject property is within its territorial jurisdiction, the court directed the cities of Calamba and Tagaytay to make the initiative through their respective *Sangguniang Panlungsod* and through a joint session, resolve any territorial dispute between them in accordance with the Local Government Code of 1991.

The City of Tagaytay and one of the individual defendants¹³ filed an appeal before the Court of Appeals. The parties have filed their respective pleadings and are awaiting resolution of the matter.

3. Expropriation

Petitioner National Power Corporation (NAPOCOR) filed in November 1995 before the Regional Trial Court of Calamba, Laguna, Branch 34, a Petition for Expropriation of Properties to be affected by the Tayabas-Dasmariñas 500 kV transmission line right, which included a portion of UPHI's property with an area of about one (1) hectare. The court issued a Writ of Possession in favor of NAPOCOR in 1996.

In July 1999, NAPOCOR and UPHI agreed to refer to commissioners the determination of just compensation for UPHI. UPHI did not question the propriety of expropriation any further but continued to participate in the proceedings having found NAPOCOR's valuation unreasonable and to enable it to submit evidence as and when the commissioners required the same. The matter was eventually elevated before the Court of Appeals in 2015 and is still pending resolution to date.

UPHI intends to amicably settle with the National Transmission Corporation (successor-in-interest of NAPOCOR) since it had already been deprived of effective use and enjoyment of a portion of the property. An amicable settlement with the National Transmission Corporation could allow UPHI to recoup the cost of the parcel expropriated by NAPOCOR.

4. Claim for Refund

- a. A buyer¹⁴ offered to purchase a unit in Arya Residences, paid the reservation fee and signed the Reservation Agreement which reads, in part, that should the buyer "fail to pay any of the amounts due xxx, the Seller shall have the sole option to (i) cancel the sale and forfeit in its favor all payments made xxx." A total of ₱950,000.00 was paid in a span of less than one (1) year and the buyer defaulted in the rest of the obligations. The sale was, therefore, cancelled accordingly. The buyer demanded a refund of all payments made, as well attorney's and appearance fees, by filing a complaint before the Housing and Land Use Regulatory Board (HLURB)¹⁵ in May 2017.

¹³ The lone defendant who appealed is Ms. Rosalinda Reyes.

¹⁴ The complainant is Ms. Bernadette Villaseñor.

¹⁵ Now Department of Human Settlements and Urban Development.

In a Decision dated 19 January 2018, the HLURB dismissed the complaint for lack of merit, primarily because of Republic Act No. 6552, otherwise known as the “Realty Installment Buyer Protection Act”. For a buyer to be entitled to refund, he or she must have paid at least two (2) years of installments, and even then, only the cash surrender value of the payments shall be refunded, which is equivalent to 50% of the total payments made.

- b. Another buyer¹⁶ offered to purchase a unit in Arya Residences in November 2012, paid the reservation fee but failed to pay the final amortization and other charges which became due in January 2014, on the ground that a viewing of the unit was not allowed beforehand, notwithstanding that pursuant to the Contract to Sell signed, full payment of the account is required prior to turnover of the unit. A viewing of the unit is not scheduled until the account is fully paid since inspection is the initial step of the turnover process. All buyers of Arya Residences were treated in the same manner.

In November 2017, the buyer filed a complaint before the HLURB and demanded the return of all payments made in a span of one (1) year amounting to ₱942,718.53.

In a Decision dated 05 April 2019, ALCO was directed to refund to the buyer ₱942,718.53 and pay attorney’s fees and actual damages in the total amount of ₱70,000.00.

On 15 May 2019, ALCO appealed the foregoing Decision arguing, among others, that Republic Act No. 6552 should have been applied as it is the special law governing transactions that involve, subject to certain exceptions, the sale on installment basis of real property. However, the adverse Decision was affirmed. ALCO will elevate the matter to the Court of Appeals accordingly after its Motion for Reconsideration is resolved.

5. Labor

- a. In an Order dated on 03 July 2017, the Department of Labor and Employment (DOLE) found ALCO non-compliant with certain labor standards per Rules 1020, 1030, 1040, 1050 and 1065. Records, however, show that ALCO is in fact compliant. A Memorandum of Appeal was filed in October 2017 because serious errors in the finding of facts were committed by DOLE which, if not corrected, would cause grave or irreparable damage or injury to ALCO. Among the reliefs sought are the recall of the Order for Compliance and a finding that ALCO is fully compliant with labor laws and occupational health and safety standards.

In a Resolution dated 24 March 2021, the DOLE granted ALCO’s appeal and found the Order dated on 03 July 2017 complied with.

- b. In an Order dated 29 November 2017, the DOLE found that ALCO did not comply and failed to effect corrective actions on noted deficiencies per Rules 1050, 1060 and 1065 within the period prescribed by the Labor Laws Compliance Officer. A Memorandum of Appeal was filed in February 2018 seeking, among others, the recall of the Order for Compliance and a finding that ALCO is fully compliant. ALCO did institute corrective measures and in fact completed the noted deficiencies prior to the issuance of the Order for Compliance.

In a Resolution dated 20 April 2021, the DOLE granted ALCO’s appeal and set aside the Order dated on 29 November 2017.

¹⁶ The complainant is Ms. Anita Medina-Yu.

6. Liquidation Proceedings of Lessee

On 15 November 2021, Common Ground Works Philippines, Inc. (CGWPI), a lessor of ALCO for the 20th floor of ACPT, filed a Petition for Voluntary Liquidation with the Regional Trial Court of Taguig City, Branch 271 seeking to be declared insolvent and praying for the issuance of a liquidation order. ALCO was impleaded as a creditor of CGWPI for unpaid rentals, CUSA, other dues and penalties arising from the leased premises. The Court issued a Liquidation Order dated 19 November 2021 declaring CGWPI insolvent and dissolved.

ALCO will be filing its Statement of Claims upon appointment of the liquidator.

The potential effect of the foregoing cases on the financial statements of ALCO and its subsidiaries cannot be determined at the moment. However, it is believed that the effect thereof, if there is any, is not significant.

d. Competition

Significant barriers to entry into the market are the considerable capital needed for the acquisition and development of land, the development expertise and reputation required from an experienced management team, and the technological know-how from a technical team, to name a few.

ALCO faces competition from other domestic property developers and the level of competition depends on product types, target market segments, location of developments and pricing, among others. Competition is also present in the procurement of raw materials particularly in a tight supply market.

ALCO views as direct competition the major property players which are into the middle and high market categories for high-rise residential developments in the vicinity of ALCO's investment properties. Further, ALCO competes with these property developers for high-caliber sales/leasing agents and brokers.

ALCO believes that given the desirability of the project locations, its strict adherence to quality, innovation and sustainability, its competitive pricing schemes and commitment to its projects even after sales, it will be able to compete effectively.

ALCO considers two (2) direct competitors in the high-end residential market segment in terms of relative quality of development and pricing of products – Ayala Land, Inc. and Rockwell Land Corporation. These companies have been in the business many years earlier than ALCO and therefore, have stronger brand equity, longer track record, and financial mileage. In the office development front, ALCO competes with both large and medium-scale developers such as Ayala Land, Inc., The Net Group, Daiichi Properties, and other local developers, particularly in Cebu City. These companies are considered to have the greater share of the market at the moment.

ALCO intends to primarily capitalize on its niche market by developing projects in distinct locations, which are unique and special in terms of design, and sustainable and wellness features. ALCO is the pioneer in sustainable developments, being the first and only company to have all its projects multi-certified with LEED, BERDE, EDGE and WELL. It intends to continue to provide distinctive products with better quality at more competitive pricing. ALCO believes it can achieve this given its substantially lower overhead costs, being a relatively leaner organization.

e. Industry Risk

The property development sector is cyclical and is subjected to the Philippine economic, political and business performance. The industry is dependent primarily on consumer spending for housing. In the past years, a significant portion of housing demand is being driven by purchases from the Overseas Filipino Workers (OFWs) market. This exposes the industry to the economic performance of foreign countries of the overseas workers such as the United States, the Middle East and countries in Europe.

Data from *Bangko Sentral ng Pilipinas* (BSP) shows that cash remittances sent by OFWs slipped by 0.8% to US\$29.9 billion (₱1.4 trillion) in 2020. This is lower than their previous projection of a 2.0% contraction. The figure, however, ended 19 consecutive years of growth. In 2021 though, cash remittances grew by 5.1% to US\$31.4 billion following of easing of restrictions in countries where demand for Filipino workers continued despite the pandemic.

The office market has been largely driven by the BPO sector which caters largely to US and European customers. It is important to note that while the US and Europe remain to be the largest client-base contributors to the country's information technology and business process management (IT-BPM) sector, the industry is currently moving to high value and high potential markets in Australia, New Zealand and other neighboring countries in the region. Other than voice-based offshore services, the IT-BPM industry is also gearing towards high-value knowledge-based services, including financial, legal, medical, architectural and animation sectors.

Overall, the industry, and necessarily ALCO and its subsidiaries, contend with risks relating to volatility in overseas remittances, interest rates, credit availability, foreign exchange, political developments, costs and supply of construction materials, wages, and changes in national and local laws and regulations governing Philippine real estate and investments. ALCO and its subsidiaries are sensitive to: (i) the political and security situations of the country since its sales comes from both foreign and local investors, and (ii) the performance of overseas remittances and the BPO sectors as these inflows find their way into investments in housing and other real estate products.

ALCO has a very rigid credit approval system to ensure that its buyers are financially capable of meeting their payment schedules. It evaluates the credit-worthiness of prospective buyers and regularly monitors the economic performance of the domestic and global players through internal research and discussions with its property consultants to be able to timely adjust policies on pricing, payment schemes and timing of new project launches.

f. Sources and availability of raw materials

Construction of ALCO's projects is awarded to qualified reputable construction firms subject to a bidding process and Management's evaluation of contractors' qualifications and satisfactory working relationships. Construction materials, primarily cement and reinforcing bars (rebars), are normally provided by the contractors as part of their engagement. In instances when management finds it to be more cost-effective, ALCO may opt to procure owner-supplied construction materials.

g. Advances to Related Parties

In the regular conduct of business, ALCO and its wholly owned subsidiaries enter into intercompany transactions, primarily advances necessary to carry out their respective functions subject to liquidation and reimbursements for expenses. ALCO ensures that while these transactions are made substantially on the same terms as with other individuals and businesses of comparable risks, they are fair and treated at arm's length.

Intercompany transactions between and among ALCO, its subsidiaries and related companies are discussed in the Audited Financial Statements hereto attached.

h. Patents and Trademarks

ALCO's operations are not dependent on patents, trademarks, copyrights and the like, although ALCO, on its own behalf and those of its subsidiaries, sought from the Intellectual Property Office of the Philippines and was granted the exclusive use of the tradenames, logos and taglines "Arthaland Future Proof by Design", "Arthaland Century Pacific Tower", "ARTHALAND Building Sustainable Legacies", "Cebu Exchange", "Savya Financial Center", and "Sevina Park". The tradename "Arya Residences" now belongs to Arya Residences Condominium Corporation.

i. Government approval for principal products or services

ALCO secures various government approvals such as Environmental Compliance Certificates (ECCs), development permits and licenses to sell as part of its normal course of business.

ALCO does not foresee any material or adverse effect of existing and probable government regulations on its business.

j. Cost and Effects of Compliance with Environmental Laws

ALCO complied with all environmental regulatory requirements for both the pre-construction and operational phases of all its projects and paid for the imposed dues.

ALCO goes beyond the mandatory environmental framework, being a member and supporter of USGBC and PHILGBC. ALCO is also an EDGE Champion of the IFC and a supporter of the World Green Building Council.

ALCO will obtain the requisite government approvals for its subsequent projects based on the projects' timetable for development and pre-selling.

k. Employees

As of 31 December 2021, ALCO had a total of 135 personnel, 57 of whom are in management and 78 are non-managers¹⁷. As of the same period, ALCO also engaged 164 sales agents.

The above personnel are not covered by any collective bargaining agreement.

Additional employees will be hired for the succeeding year but the same will be closely aligned with ALCO's actual and programmed growth.

l. Working Capital

Generally, ALCO finances its projects through internally generated funds, loans from banks, funds from joint venture partners, and funds raised from its public offering of preferred shares and bonds. ALCO may also obtain support from its major shareholders, such as the non-interest-bearing loans obtained from Centrobless Corporation¹⁸, a majority owned subsidiary of Century Pacific Group, Inc., which is the same majority shareholder of CPG, ALCO's largest

¹⁷ These employees do clerical, administrative and operational day to day tasks, are given directives, and do not have any authority to make decisions for the company.

¹⁸ The loan amounting to ₱1,650,643,779.00 has been fully settled as of 31 December 2018.

stockholder at present, and from Signature Office Property, Inc.¹⁹, which is majority-owned and chaired by ALCO Director Jaime Enrique Y. González.

The amount spent on development activities and its percentage vis-à-vis the revenues during the last two (2) fiscal years are reflected and discussed in ALCO's Audited Financial Statements for the period covered by this Report, a copy of which is hereto attached.

OPERATIONAL AND FINANCIAL INFORMATION

a. Market Information

Only the Common shares and the Preferred shares Series C and Series D of ALCO are presently traded in the Philippine Stock Exchange.

Below are the highlights of quarterly trading of the foregoing shares for the last three years:

Common

	2021			2020			2019		
Quarter	High	Low	Close	High	Low	Close	High	Low	Close
1	0.64	0.63	0.63	0.62	0.57	0.61	0.83	0.82	0.82
2	0.71	0.67	0.68	0.57	0.52	0.56	0.88	0.84	0.85
3	0.64	0.64	0.64	0.54	0.52	0.53	0.92	0.87	0.90
4	0.64	0.61	0.64	0.65	0.62	0.65	0.81	0.78	0.81

Preferred Series C

	2021			2020			2019		
Quarter	High	Low	Close	High	Low	Close	High	Low	Close
1	102.60	102.50	102.50	-	-	-	N/A	N/A	N/A
2	101.80	101.80	101.80	104.9	104.9	104.9	101.1	101.1	101.1
3	103.50	103.50	103.50	-	-	-	101.1	101.1	101.1
4	108.00	108.00	108.00	110	110	110	-	-	-

Preferred Series D

	2021		
Quarter	High	Low	Close
1	N/A	N/A	N/A
2	N/A	N/A	N/A
3	N/A	N/A	N/A
4	512.50	512.00	512.50

Below are the highlights of trading of ALCO's shares for the first quarter of 2022:

Share	High	Low	Close
Common	0.59	0.58	0.59
Preferred Series C	109.90	109.90	109.90
Preferred Series D	518.00	518.00	518.00

¹⁹ This loan amounting to ₱207,051,912.00 has been fully settled as of 31 December 2018.

b. Security Holders

The total shares issued and outstanding are as follows:

Common	-	5,318,095,199
Preferred Series A	-	12,500,000
Preferred Series C	-	10,000,000
Preferred Series D	-	6,000,000

As of 31 December 2021, the number of shareholders of record is as follows:

Common	-	1,937
Preferred Series A	-	1
Preferred Series C	-	2
Preferred Series D	-	4

As of 31 May 2022, the number of shareholders of record is as follows:

Common	-	1,935
Preferred Series A	-	1
Preferred Series C	-	2
Preferred Series D	-	5

ALCO's public ownership percentage is 29.905% as of 31 December 2021 and 31 March 2022.

Article Seventh of ALCO's Articles of Incorporation provides that its shares of stock are not subject to pre-emptive rights of the stockholders and may therefore be issued in such quantities at such times and with such features as the Board of Directors may determine and prescribe provided, that the Preferred shares shall be redeemable, non-voting and non-participating. Article Tenth further provides that no issuance or transfer of shares of stock shall be allowed if it will reduce the ownership of Filipino citizens to less than the percentage required by law.

ALCO's top 20 stockholders of Common shares as of 31 December 2021 are as follows:

Name of Shareholders	No. of Shares	%
1. CPG Holdings, Inc.	2,017,619,910	37.938
2. PCD Nominee Corporation – Filipino	1,649,599,415	31.019
3. AO Capital Holdings I, Inc.	1,383,730,000	26.019
4. Elite Holdings, Inc.	119,809,996	2.253
5. Tina Keng	25,000,000	0.470
6. EQL Properties, Inc.	14,671,125	0.276
7. PCD Nominee Corporation – Non-Filipino	14,423,310	0.271
8. Urban Bank Trust Department – A/C No. 625	4,838,488	0.091
9. RBL Fishing Corporation	4,350,000	0.082
10. Veronica D. Reyes	3,799,272	0.071
11. Veronica D. Reyes and/or Cecilia D. Reyes	2,654,061	0.050
12. Theodore G. Huang and/or Corazon B. Huang	2,501,250	0.047
13. Anito Tan and/or Lita Tan	2,027,049	0.038
14. Lourdes D. Dizon	1,740,000	0.033
15. Kwan Yan Dee and/or Christina Dee	1,631,250	0.031
16. Dante Garcia Santos	1,631,250	0.031
17. Luciano H. Tan	1,505,950	0.028
18. Samuel Uy	1,087,500	0.020
19. Datacom Systems Corp.	1,004,394	0.019
20. Mitsu Machine Phils Inc.	998,313	0.019

TOTAL	5,254,622,533	98.806
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ALCO's top 20 stockholders of Common shares as of 31 May 2022 are as follows:

Name of Shareholders	No. of Shares	%
1. CPG Holdings, Inc.	2,017,619,910	37.938
2. PCD Nominee Corporation – Filipino	1,649,236,790	31.012
3. AO Capital Holdings I, Inc.	1,383,730,000	26.019
4. Elite Holdings, Inc.	119,809,996	2.253
5. Tina Keng	25,000,000	0.470
6. EQL Properties, Inc.	14,671,125	0.276
7. PCD Nominee Corporation – Non-Filipino	14,100,310	0.276
8. Urban Bank Trust Department – A/C No. 625	4,838,488	0.265
9. RBL Fishing Corporation	4,350,000	0.082
10. Veronica D. Reyes	3,799,272	0.071
11. Veronica D. Reyes and/or Cecilia D. Reyes	2,654,061	0.050
12. Theodore G. Huang and/or Corazon B. Huang	2,501,250	0.047
13. Anito Tan and/or Lita Tan	2,027,049	0.038
14. Lourdes D. Dizon	1,740,000	0.033
15. Kwan Yan Dee and/or Christina Dee	1,631,250	0.031
16. Dante Garcia Santos	1,631,250	0.031
17. Luciano H. Tan	1,505,950	0.028
18. Josefina Tan Cruz	1,488,000	0.028
19. Samuel Uy	1,087,500	0.020
20. Datacom Systems Corp.	1,004,394	0.019
TOTAL	5,255,166,595	98.817

The sole shareholder of the Series A Preferred Shares is MPI, a wholly owned subsidiary of ALCO.

All 20,000,000 Series B Preferred Shares were redeemed as of 06 December 2021 and are now treasury shares of ALCO.

ALCO's top stockholders of Series C Preferred Shares as of 31 December 2021 and 31 May 2022 are as follows:

Name of Shareholders	No. of Shares	%
1. PCD Nominee Corporation – Filipino	9,975,500	99.755
2. PCD Nominee Corporation – Non-Filipino	24,500	0.245
TOTAL	10,000,000	100.000

ALCO's top stockholders of Series D Preferred Shares as of 31 December 2021 are as follows:

Name of Shareholders	No. of Shares	%
1. PCD Nominee Corporation – Filipino	5,932,210	98.8702
2. PCD Nominee Corporation – Non-Filipino	54,740	0.9123
3. Myra P. Villanueva	50	0.0008
4. G.D. Tan & Co., Inc.	13,000	0.2167
TOTAL	6,000,000	100.000

ALCO's top stockholders of Series D Preferred Shares as of 31 May 2022 are as follows:

Name of Shareholders	No. of Shares	%
1. PCD Nominee Corporation – Filipino	5,682,320	94.7053
2. Knights of Columbus Fraternal Association of the Philippines, Inc.	240,000	4.0000

3. PCD Nominee Corporation – Non-Filipino	64,630	1.0772
4. G.D. Tan & Co., Inc.	13,000	0.2167
5. Myra P. Villanueva	50	0.0008
TOTAL	6,000,000	100.000

c. Dividends

ALCO declared cash dividends to Common stockholders, as follows:

<u>Declaration Date</u>	<u>Record Date</u>	<u>Payment Date</u>	<u>Amount/Share</u>
28 June 2013	26 July 2013	22 August 2013	₱0.012
10 March 2014	28 March 2014	22 April 2014	₱0.036
09 March 2015	23 March 2015	08 April 2015	₱0.012
28 February 2017	14 March 2017	07 April 2017	₱0.012
21 March 2018	06 April 2018	02 May 2018	₱0.012
21 June 2019	08 July 2019	31 July 2019	₱0.012
26 June 2020	10 July 2020	31 July 2020	₱0.012
25 June 2021	09 July 2021	30 July 2021	₱0.012

ALCO declared cash dividends to holders of Preferred Shares Series B until the date these shares were redeemed, as follows:

<u>Declaration Date</u>	<u>Record Date</u>	<u>Payment Date</u>	<u>Amount/Share</u>
08 February 2017	24 February 2017	06 March 2017	₱1.76145
10 May 2017	25 May 2017	06 June 2017	₱1.76145
09 August 2017	23 August 2017	06 September 2017	₱1.76145
26 October 2017	24 November 2017	06 December 2017	₱1.76145
10 January 2018	09 February 2018	06 March 2018	₱1.76145
09 May 2018	23 May 2018	06 June 2018	₱1.76145
01 August 2018	16 August 2018	06 September 2018	₱1.76145
24 October 2018	12 November 2018	06 December 2018	₱1.76145
21 February 2019	01 March 2019	06 March 2019	₱1.76145
08 May 2019	22 May 2019	06 June 2019	₱1.76145
07 August 2019	22 August 2019	06 September 2019	₱1.76145
23 October 2019	15 November 2019	06 December 2019	₱1.76145
29 January 2020	14 February 2020	06 March 2020	₱1.76145
06 May 2020	21 May 2020	06 June 2020	₱1.76145
05 August 2020	19 August 2020	06 September 2020	₱1.76145
21 October 2020	13 November 2020	06 December 2020	₱1.76145
27 January 2021	15 February 2021	06 March 2021 ²⁰	₱1.76145
05 May 2021	19 May 2021	06 June 2021 ²¹	₱1.76145
04 August 2021	20 August 2021	06 September 2021	₱1.76145
20 October 2021	16 November 2021	06 December 2021	₱1.76145

ALCO declared cash dividends to holders of Preferred Shares Series C, as follows:

<u>Declaration Date</u>	<u>Record Date</u>	<u>Payment Date</u>	<u>Amount/Share</u>
08 August 2019	06 September 2019	27 September 2019	₱1.7319
23 October 2019	29 November 2019	27 December 2019	₱1.7319
29 January 2020	06 March 2020	27 March 2020	₱1.7319

²⁰ Following the terms of the offering of the Preferred Shares Series B, as the scheduled payment date fell on a weekend, payment of the dividends was made the following business day.

²¹ *Ibid.*

06 May 2020	04 June 2020	27 June 2020	₱1.7319
05 August 2020	04 September 2020	27 September 2020	₱1.7319
21 October 2020	04 December 2020	28 December 2020	₱1.7319
27 January 2021	08 March 2021	27 March 2021 ²²	₱1.7319
05 May 2021	07 June 2021	27 June 2021 ²³	₱1.7319
04 August 2021	07 September 2021	27 September 2021	₱1.7319
20 October 2021	03 December 2021	27 December 2021	₱1.7319
23 February 2022	10 March 2022	28 March 2022	₱1.7319
04 May 2022	02 June 2022	27 June 2022	₱1.7319

ALCO declared cash dividends to holders of Preferred Shares Series D, as follows:

<u>Declaration Date</u>	<u>Record Date</u>	<u>Payment Date</u>	<u>Amount/Share</u>
26 January 2022	11 February 2022	03 March 2022	₱7.50
04 May 2022	19 May 2022	03 June 2022	₱7.50

No dividends were declared in 2016.

Whether ALCO still plans to declare dividends within the next twelve (12) months is uncertain but the same shall always be subject to Section 2, Article VII of ALCO's By-laws which provides, as follows:

“Dividends shall be declared from the unrestricted retained earnings of the Corporation, including stock dividends from paid-in surplus, at such time and in such amounts as the Board of Directors may determine. Dividend declarations shall not in any manner reduce the paid-in capital of the Corporation. Unless otherwise resolved by the Board of Directors, a fraction of one-half or more of a share owing to a stockholder resulting from a declaration of stock dividends shall be issued as one full share, while a fraction of less than one-half share shall be disregarded.

“Declaration of stock dividends shall be submitted to a stockholders' meeting for approval within forty (40) business days from such approval by the Board of Directors. The record date for stock dividends shall not be earlier than the date of approval by the stockholders.

“Declaration of cash dividends shall have a record date which shall not be less than ten (10) business days but not more than thirty (30) business days from the date of declaration by the Board of Directors.”

d. Recent Sales of Unregistered or Exempt Securities

There are no recent sales of unregistered or exempt shares of ALCO.

(This portion is intentionally left blank.)

²² Following the terms of the offering of the Preferred Shares Series C, as the scheduled payment date fell on a weekend, payment of the dividends was made the following business day.

²³ *Ibid.*

MANAGEMENT DISCUSSION AND ANALYSIS OR PLAN OF OPERATION

FINANCIAL POSITION

31 December 2021 vs. 31 December 2020

	<u>31 Dec 2021</u>	<u>31 Dec 2020</u>	<u>Change</u>
Cash and cash equivalents	₱1,949,257,156	₱941,079,474	107%
Financial assets at fair value through profit or loss (FVPL)	4,378,607,744	3,257,288,870	34%
Receivables	1,563,406,726	539,079,767	190%
Contract Assets	6,238,880,086	5,341,881,039	17%
Real estate for sale	8,988,754,987	6,894,906,539	30%
Investment properties	9,026,428,319	8,315,168,841	9%
Property and equipment	273,213,366	280,192,479	-2%
Other Assets	2,252,738,463	1,977,606,060	14%
Total Assets	34,671,286,847	27,547,203,069	26%
Loans payable	13,436,717,469	9,305,693,323	44%
Bonds payable	2,966,594,179	2,958,526,698	0%
Accounts payable and other liabilities	4,218,822,302	2,792,943,961	51%
Contract liabilities	62,154,096	27,423,392	127%
Advances from non-controlling interests	1,102,119,597	1,367,586,297	-19%
Net retirement liability	118,443,498	101,496,418	17%
Net deferred tax liabilities	1,714,298,793	1,763,428,524	-3%
Total Liabilities	23,619,149,934	18,317,098,613	29%
Capital stock	1,005,757,136	999,757,136	1%
Additional paid-in capital	5,973,360,513	3,008,959,878	99%
Retained earnings	4,404,555,747	3,779,054,629	17%
Other equity reserves	177,630,403	230,363,146	-23%
Parent Company's shares held by a subsidiary	(12,500,000)	(12,500,000)	0%
Treasury shares - preferred shares series B	(2,000,000,000)	-	100%
Total equity attributable to the Parent Company	9,548,803,799	8,005,634,789	19%
Non-controlling interests	1,503,333,114	1,224,469,667	23%
Total Equity	11,052,136,913	9,230,104,456	20%
Total Liabilities and Equity	₱34,671,286,847	₱27,547,203,069	26%

ALCO's total resources as of 31 December 2021 amounting to ₱34.67 billion is 26% higher than the 31 December 2020 level of ₱27.55 billion due to the following:

107% Increase in Cash and Cash Equivalents

The increase is accounted for by inflows from Preferred Shares Series D issuance net of Series B redemption, loan proceeds and sales collections net of loan repayments and operational and construction related disbursements.

34% Increase in Financial Assets at Fair Value through Profit or Loss (FVPL)

The increase is attributable to additional funds invested in money market placements.

190% Increase in Receivables

The increase is largely due to the installment receivables recognized from the sale of office units in Cebu Exchange, Savya Financial Center, and residential units in Sevina Park, as well as receivables from ACPT tenants.

17% Increase in Contract Assets

The increase in contract assets pertains to the additional booked units during the year, arising from the sale of office units in Cebu Exchange, Savya Financial Center and residential units in Sevina Park accounted for under percentage of completion (POC), where contract assets is recognized when total revenues from real estate sales exceeds the billed amount.

30% Increase in Real Estate for Sale

The increase was mainly due to the additional construction costs incurred for ongoing projects as well as the carrying value of a portion of land that was transferred from “Investment properties” to “Real estate for sale” due to change in the intended use of the property.

9% Increase in Investment Properties

The increase is mainly attributable to the appraisal gain from ACPT, Laguna and other investment properties, net of reclassification of a portion of land to “Real estate for sale”.

14% Increase in Other Assets

The increase is largely attributable to VAT Input payments and advances for purchase of property.

44% Increase in Loans Payable

The increase is largely attributed to drawdowns from various loan facilities to fund project related disbursements and working capital requirements.

51% Increase in Accounts Payable and Other Liabilities

This is attributable to payables to contractors for ongoing projects and other liabilities.

127% Increase in Contract Liabilities

The increase pertains to collections received from buyers of units in Savya Financial Center and Sevina Park Villas, the related revenue of which is not yet recognized.

19% Decrease in Advances from Non-controlling Interests

The decrease pertains to ALCO’s acquisition of the 40% share owned by Rock and Salt B.V. (RSBV) in CLLC.

17% Increase in Net Retirement Liability

The increase is due to the additional retirement expense recognized for the year, net of remeasurement gains.

99% Increase in Additional Paid-in Capital

This is due to the excess of the proceeds over par value of the Preferred Shares Series D that was issued during the year, net of stock issuance costs.

17% Increase in Retained Earnings

The increase is due to net income for the year, net of dividends declared.

23% Decrease in Other Equity Reserves

The decrease is mainly due to ALCO's acquisition of 40% of the ownership and voting rights of CLLC from RSBV resulting to 100% ownership of the Parent Company in CLLC. The difference between the acquisition cost and book value was recorded as reduction to equity reserves.

100% Increase in Treasury Shares - Preferred Shares Series B

This is due to the redemption of Preferred Shares Series B during the year.

23% Increase in Non-Controlling Interests

The increase is largely contributed by the recognition of NCI's share in the net income of CLLC and SLDC.

FINANCIAL POSITION

31 December 2020 vs. 31 December 2019

	31 Dec 2020	31 Dec 2019	Change
Cash and cash equivalents	₱941,079,474	₱407,214,384	131%
Financial assets at fair value through profit or loss (FVPL)	3,257,288,870	772,186,717	322%
Receivables	539,079,767	389,687,736	38%
Contract Assets	5,341,881,039	3,250,482,689	64%
Real estate for sale	6,894,906,539	5,410,062,969	27%
Investment properties	8,315,168,841	7,280,000,267	14%
Property and equipment	280,192,479	282,549,715	-1%
Other Assets	1,977,606,060	1,683,647,515	17%
Total Assets	27,547,203,069	19,475,831,992	41%
Loans payable	9,305,693,323	6,925,381,746	34%
Bonds payable	2,958,526,698	-	100%
Accounts payable and other liabilities	2,792,943,961	2,488,916,877	12%
Contract liabilities	27,423,392	32,179,674	-15%
Advances from non-controlling interests	1,367,586,297	1,144,586,297	19%
Net retirement liability	101,496,418	99,880,460	2%
Net deferred tax liabilities	1,763,428,524	1,309,495,052	35%
Total Liabilities	18,317,098,613	12,000,440,106	53%
Capital stock	999,757,136	999,757,136	0%
Additional paid-in capital	3,008,959,878	3,008,959,878	0%
Retained earnings	3,779,054,629	3,161,789,766	20%
Other equity items	230,363,146	(207,724)	110999%
Parent Company's shares held by a subsidiary	(12,500,000)	(12,500,000)	0%
Total equity attributable to the Parent Company	8,005,634,789	7,157,799,056	12%
Non-controlling interests	1,224,469,667	317,592,830	286%
Total Equity	9,230,104,456	7,475,391,886	23%
Total Liabilities and Equity	₱27,547,203,069	₱19,475,831,992	41%

ALCO's total resources as of 31 December 2020 amounting to ₱27.55 billion is 41% higher than the 31 December 2019 level of ₱19.48 billion due to the following:

131% Increase in Cash and Cash Equivalents

The increase is accounted for by inflows from the issuance of the ASEAN Green Bonds, loan proceeds and sales collections, net of outflows attributed to money market placements, repayments of loans and operational and construction related disbursements.

322% Increase in Financial Assets at Fair Value through Profit or Loss (FVPL)

The increase is accounted for by portions of the ASEAN Green Bonds as well as loan proceeds that were invested in money market placements.

38% Increase in Receivables

The increase is largely due to the revenues recognized from the sale of office units in Cebu Exchange and Savya Financial Center that are already billed to buyers, and receivables from ACPT tenants.

64% Increase in Contract Assets

The increase pertains to the above revenue recognition from the office units in Cebu Exchange and Savya Financial Center where there was an excess of total revenues from real estate sales over the amounts already due and payable by the buyers.

27% Increase in Real Estate for Sale

The increase is mainly due to the additional construction costs incurred for ongoing projects net of amounts charged to Cost of Sales, and acquisition of properties in Makati and Cebu for development, net of cost of real estate sold recognized.

14% Increase in Investment Properties

The increase is mainly attributable to the appraisal gain from ACPT and other investment properties.

17% Increase in Other Assets

The increase is largely attributable to VAT Input payments and advances for purchase of a property.

34% Increase in Loans Payable

The increase is largely attributed to drawdowns from various loan facilities to fund project related disbursements and some working capital requirements.

100% Increase in Bonds Payable

This pertains to the issuance of the ASEAN Green Bonds, net of debt issuance costs, to be used in the acquisition and development of eligible green projects.

12% Increase in Accounts Payable and Other Liabilities

The increase is mainly attributable to payables to contractors for ongoing projects.

15% Decrease in Contract Liabilities

The decrease pertains to down payment received which were subsequently recognized as revenues from real estate sales of office units in Savya Financial Center.

19% Increase in Advances from Non-controlling Interests

The increase pertains to advances made by shareholders of CLLC and KHI.

35% Increase in Net Deferred Tax Liabilities

The increase is mainly due to the deferred tax on the gain on change in fair value of investment properties and excess of financial gross profit over taxable gross profit.

20% Increase in Retained Earnings

The increase is due to the net income for the year, net of dividends declared.

110999% Increase in Other Equity Reserves

The increase is mainly attributable to the excess over cost of proceeds that was received by ALCO for the sale of 40% of its shares in KHI in favor of MEC.

286% Increase in Non-Controlling Interests

The increase was due to the recognition of NCI's share in the net income of CLLC and SLDC.

FINANCIAL POSITION

31 December 2019 vs. 31 December 2018

	<u>31 Dec 2019</u>	<u>31 Dec 2018</u>	<u>Change</u>
Cash and cash equivalents	407,214,384	285,413,332	43%
Financial assets at fair value through profit or loss (FVPL)	772,186,717	196,094,319	294%
Trade and other receivables	389,687,736	236,463,779	65%
Contract Assets	3,250,482,689	785,197,944	314%
Real estate for sale	5,410,062,969	3,412,713,425	59%
Creditable withholding tax	338,105,363	259,819,891	30%
Investment properties	7,280,000,267	5,901,514,575	23%
Property and equipment	282,549,715	237,452,955	19%
Deferred tax assets - net	-	16,197,731	-100%
Other Assets	1,345,542,152	1,005,597,812	34%
Total Assets	₱19,475,831,992	₱12,336,465,763	58%
Loans payable	6,925,381,746	4,169,976,102	66%
Accounts payable and other liabilities	2,488,916,877	1,655,848,013	50%
Contract liabilities	32,179,674	20,385,280	58%
Due to a related party	1,144,586,297	386,666,691	196%
Retirement liability	99,880,460	66,088,998	51%
Net deferred tax liabilities	1,309,495,052	779,222,593	68%
Total Liabilities	₱12,000,440,106	₱7,078,187,677	70%
Capital stock	999,757,136	989,757,136	1%
Additional paid-in capital	3,008,959,878	2,031,441,541	48%
Retained earnings	3,161,789,766	2,214,144,875	43%
Cumulative re-measurement gains on retirement liability – net of tax	(207,724)	18,169,495	-101%
Parent Company's shares held by a subsidiary	(12,500,000)	(12,500,000)	0%
Total equity attributable to the Parent Company	7,157,799,056	5,241,013,047	37%
Non-controlling interest	317,592,830	17,265,039	1740%
Total Equity	7,475,391,886	5,258,278,086	42%

Total Liabilities and Equity	₱19,475,831,992	₱12,336,465,763	58%
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ALCO's total resources as of 31 December 2019 amounting to ₱19.48 billion is 58% higher than the 31 December 2018 level of ₱12.34 billion due to the following:

43% Increase in Cash and Cash Equivalents

The increase is accounted for by the proceeds from various loans, advances from shareholders, and sales collections.

294% Increase in Financial Assets at Fair Value through Profit or Loss (FVPL)

The increase was due to investments in money market placements of the additional cash from loan proceeds and sales collections.

65% Increase in Trade and Other Receivables

The increase was largely due to the sale of office units in Cebu Exchange, first-time revenue recognition from the sale of office units in Savya Financial Center, and receivables from ACPT tenants.

314% Increase in Contract Assets

This pertains to the increase in receivables from the additional sale of office units in Cebu Exchange and Savya Financial Center representing the excess of cumulative revenues from real estate sales over the amounts already due and payable by the buyers.

59% Increase in Real Estate for Sale

The increase is mainly due to the acquisition of various properties for development and the additional construction costs incurred during the year for ongoing projects.

30% Increase in Creditable Withholding Tax

This represents the increase in taxes withheld on the additional collections from buyers of office units in Cebu Exchange and Savya Financial Center.

23% Increase in Investment Properties

The increase is mainly attributable to the appraisal gain of ACPT and other investment properties.

19% Increase in Property and Equipment

The increase is due to the completion of fit-out costs of ALCO's new corporate office in ACPT and to additional transportation and office equipment.

100% Decrease in Deferred Tax Assets

The decrease is due to the realization of net income in CLLC, resulting to the full utilization of its NOLCO.

34% Increase in Other Assets

The increase is largely attributable to the down payment made to contractors of ongoing projects as well as to VAT Input payments.

66% Increase in Loans Payable

The increase is largely due to additional drawdowns from bank loan facilities availed of in order to partly fund ALCO's working capital and project financing requirements.

50% Increase in Accounts Payable and Other Liabilities

The increase is mainly attributable to payables to contractors/suppliers for ongoing projects.

58% Increase in Contract Liabilities

The increase pertains to collections received from buyers of office units in Cebu Exchange and Savva Financial Center the related revenue of which is not yet recognized.

196% Increase in Due to a Related Party

This pertains to advances made by shareholders of CLLC and SLDC.

51% Increase in Retirement Liability

The increase is due to the additional retirement expense recognized for the year and remeasurement loss from the change in financial assumptions used in the valuation of retirement plan.

68% Increase in Net Deferred Tax Liabilities

The increase is due mainly to the gain resulting from the change in fair value of investment properties.

48% Increase in Additional Paid-in Capital

This is due to the excess of the proceeds over par value of the Preferred Shares Series C that was issued during the year, net of stock issuance costs.

43% Increase in Retained Earnings

The increase is due to the net income for the year, net of dividends declared.

101% Decrease in Cumulative re-measurement gains (losses) on retirement liability

The decrease is due to the current year's cumulative remeasurement losses as against last year's gains in valuation of ALCO's retirement liability.

1740% Increase in Non-Controlling Interests

The increase is mainly due to the higher net income of CLLC for the current year as compared to the prior year.

RESULTS OF OPERATIONS

31 December 2021 vs. 31 December 2020

	<u>31 Dec 2021</u>	<u>31 Dec 2020</u>	<u>Change</u>
Revenues	₱2,972,199,256	₱3,301,553,056	-10%
Cost of sales and services	(1,728,843,604)	(1,682,981,281)	3%
Gross income	1,243,355,652	1,618,571,775	-23%
Administrative expenses	438,756,665	417,716,339	5%
Selling and marketing expenses	299,702,134	262,506,092	14%
Operating expenses	738,458,799	680,222,431	9%
Income from operations	504,896,853	938,349,344	-46%
Finance costs	(277,828,945)	(281,183,960)	-1%
Gain on change in fair value of investment properties	872,263,700	959,989,140	-9%
Other income – Net	27,647,106	42,240,203	-35%
Income before income tax	1,126,978,714	1,659,394,727	-32%
Income tax expense	11,895,600	490,270,422	-98%
Net income	₱1,115,083,114	₱1,169,124,305	-5%
OTHER COMPREHENSIVE INCOME (LOSS)			

Remeasurement gains (losses) on net retirement liability	10,211,359	(7,735,261)	232%
Income tax benefit (expense) relating to item that will not be reclassified	(2,639,131)	2,320,578	-214%
Total comprehensive income	₱1,122,655,342	₱1,163,709,622	-4%

Results of Operations for the year ended 31 December 2021 compared to the year ended 31 December 2020.

10% Decrease in Revenues

The decrease in revenue is due to the minimal movement of Cebu Exchange POC in 2021 since the project is already nearing its completion and the lesser amount of booked sales as compared with the preceding year.

On the other hand, real estate sales of the office units at Savya Financial Center and residential units at Sevina Park Villas increased by 37% and 275% respectively.

14% Increase in Selling and Marketing Expenses

The change is mainly due to the increase in marketing activities for ongoing and new projects.

9% Decrease in Gain on Change in Fair Value of Investment Properties

The decrease is largely due to the minimal appraisal gain recognized in 2021.

35% Decrease in Other Income – Net

The decrease is attributable to lower unrealized holding gains on financial assets at FVPL during the year.

98% Decrease in Income Tax Expense

The decrease is largely due to the full effect of CREATE law resulting to lower income tax during the year.

232% Increase in Remeasurement Gains (Losses) on Net Retirement Liability

The increase is attributable to the change in financial assumptions and other variables used by the actuarial company in the valuation of the retirement plan.

RESULTS OF OPERATIONS

31 December 2020 vs. 31 December 2019

	<u>31 Dec 2020</u>	<u>31 Dec 2019</u>	<u>Change</u>
Revenues	₱3,301,553,056	₱3,847,857,424	-14%
Cost of sales and services	(1,682,981,281)	(2,145,739,457)	-22%
Gross income	1,618,571,775	1,702,117,967	-5%
Administrative expenses	417,716,339	409,806,713	2%
Selling and marketing expenses	262,506,092	256,010,229	3%
Operating expenses	680,222,431	665,816,942	2%
Income from operations	938,349,344	1,036,301,025	-9%
Finance costs	(281,183,960)	(124,839,604)	125%
Gain on change in fair value of investment properties	959,989,140	1,180,724,811	-19%
Other income – Net	42,240,203	31,106,679	36%
Income before income tax	1,659,394,727	2,123,292,911	-22%

Income tax expense	490,270,422	636,145,034	-23%
Net income	1,169,124,305	1,487,147,877	-21%
OTHER COMPREHENSIVE INCOME (LOSS)			
Remeasurement gains (losses) on net retirement liability	(7,735,261)	(26,253,170)	-71%
Income tax benefit (expense) relating to item that will not be reclassified	2,320,578	7,875,951	-71%
Total comprehensive income	₱1,163,709,622	₱1,468,770,658	-21%

Results of Operations for the year ended 31 December 2020 compared to the year ended 31 December 2019.

14% Decrease in Revenues

The decrease in revenue is attributed to a decline in revenues from Real Estate Sales which was largely brought about by changes in market conditions and restrictions on construction activities following the Community Quarantine implemented in NCR and Cebu starting March 2020. While other companies implemented selling strategies involving sizeable discounts and ultra-stretched payment terms, ALCO substantially retained its selling prices across its projects given the strength of its sales pipeline and robust cash flows. ALCO fully expected that during the pandemic, there is a longer period to close sales transactions given that buyers take more time to conclude their decisions and given the limited access of buyers to ALCO's sales galleries for its projects.

On the other hand, revenues from other segments, particularly leasing and other operations, grew by 15% to ₱382.4 million in 2020 compared to ₱332.1 million in 2019.

22% Decrease in Cost of Sales and Services

The decrease in cost of sales is directly related to the decrease in revenues.

125% Increase in Finance Costs

The increase is accounted for by the non-capitalizable interests from the ASEAN Green Bonds and other working capital loans and interest from the loan obtained for the construction of ACPT, which was no longer capitalized upon the completion of building in 2019.

19% Decrease in Gain on Change in Fair Value of Investment Properties

The decrease is due to less appraisal gain recognized for investment properties.

36% Increase in Other Income – Net

The increase is attributable to earnings on the additional placements made from the proceeds of the ASEAN Green Bonds and various loans.

23% Decrease in Income Tax Expense

The decrease is due to lower net income recognized for the year.

71% Decrease in Remeasurement Gains (Losses) on Net Retirement Liability

The decrease is due to the change in financial assumptions and experience adjustments used in the valuation of the retirement plan.

RESULTS OF OPERATIONS

31 December 2019 vs. 31 December 2018

	<u>31 Dec 2019</u>	<u>31 Dec 2018</u>	<u>Change</u>
Revenues	₱3,847,857,424	₱1,132,470,086	240%

Cost of sales and services	(2,145,739,457)	(618,799,239)	247%
Gross income	1,702,117,967	513,670,847	231%
Administrative expenses	409,806,713	325,187,083	26%
Selling and marketing expenses	256,010,229	72,423,411	253%
Operating expenses	665,816,942	397,610,494	67%
Income from operations	1,036,301,025	116,060,353	793%
Finance costs	(124,839,604)	(73,647,288)	70%
Gain on change in fair value of investment properties	1,180,724,811	172,819,094	583%
Other income – Net	31,106,679	339,120,693	-91%
Income before income tax	2,123,292,911	554,352,852	283%
Income tax expense	636,145,034	165,735,606	284%
Net income	1,487,147,877	388,617,246	283%
Other comprehensive income (loss)			
Change in actuarial gain (loss)	(26,253,170)	15,315,863	-271%
Income tax benefit (expense) relating to item that will not be reclassified	7,875,951	(4,594,759)	-271%
Total comprehensive income	₱1,468,770,658	₱399,338,350	268%

Results of Operations for the year ended 31 December 2019 compared to the year ended 31 December 2018.

240% Increase in Revenues

The increase is mainly attributable to revenue recognized from the sale of office units in Cebu Exchange and the first-time revenue recognition for sale of office units in Savya Financial Center.

247% Increase in Cost of Sales and Services

The increase in cost of sales is directly related to the increase in revenues.

26% Increase in Administrative Expenses

The increase is due to professional fees, personnel related expenses, and taxes.

253% Increase in Selling and Marketing Expenses

The increase is mainly due to amortized commissions from the sale of office units in Cebu Exchange and Savya Financial Center, as well as the increased marketing activities for ongoing and new projects.

70% Increase in Finance Costs

The increase is mainly due to non-capitalization of interest expense from loans due to the completion of ACPT in 2019, and interests from additional working capital loans.

583% Increase in Gain on Change in Fair Value of Investment Properties

The increase is attributable to the appraisal gain of ACPT and other investment properties.

91% Decrease in Other Income – Net

The decrease is largely due to realized gain on the settlement of loans through *dacion en pago* realized in 2018.

284% Increase in Income Tax Expense

The increase is due to higher net income recognized for the year.

271% Decrease in Change in Actuarial Gain (Loss)

The decrease is due to the remeasurement loss from change in financial assumptions used in the valuation of retirement plan as mentioned under Retirement Liability.

FINANCIAL RATIOS

	December 2021	December 2020	December 2019
Current/Liquidity Ratio (Current Assets over Current Liabilities)	1.81:1	2.24:1	1.94:1
Solvency Ratio (Net income [Loss] before depreciation over total liabilities)	0.05:1	0.07:1	0.13:1
Debt-to-equity Ratio (Total debt to total equity)	2.14:1	1.98:1	1.61:1
Debt-to-equity (Interest-bearing) Ratio (Interest-bearing debt to total equity)	1.48:1	1.33:1	0.93:1
Asset-to-equity Ratio (Total assets over total equity)	3.14:1	2.98:1	2.61:1
Interest Rate Coverage Ratio (Pre-tax income before Interest over interest expense)	5.09:1	6.95:1	18.08:1
Profitability Ratio (Net income over total equity)	0.10:1	0.13:1	0.20:1

There is no event that will trigger any direct or contingent financial obligation that is material to ALCO, including any default or acceleration of an obligation.

There is no material off-balance sheet transaction, arrangement, obligation and other relationship of ALCO with unconsolidated entities or other persons created during the reporting period.

Except as otherwise disclosed separately and excluding those projects already in ALCO's pipeline as outlined in this Report, there are no other material commitments for capital expenditures as of the period herein.

The varying levels of community quarantine that have been enforced in the different parts of the country since its initial imposition on 16 March 2020 have created significant impact to business in general. Industries considered as non-essential have been ordered closed, travel restrictions were implemented, and large areas or communities were locked down.

In spite of the difficulties posed by these challenges, ALCO has been agile and resilient enough to adopt to the "new normal" the situation has created. It has developed and executed a business continuity protocol which allowed it to continue functioning and operating except in areas where no alternative means, given existing circumstances, are readily available.

To date, Management continues to monitor all the ongoing COVID-19 related developments in order to assess, anticipate and develop appropriate business strategies moving forward.

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FINANCIAL POSITION

March 2022 vs December 2021

	MAR 31, 2022	DEC 31, 2021	% Change
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Cash and cash equivalents	₱2,771,577,237	₱1,949,257,156	42%
Financial assets at fair value through profit or loss (FVPL)	2,448,948,043	4,378,607,744	-44%
Receivables	1,892,405,479	1,563,406,726	21%
Contract Assets	5,941,403,866	6,238,880,086	-5%
Real estate for sale	9,481,599,004	8,988,754,987	5%
Investment properties	9,217,310,941	9,026,428,319	2%
Property and equipment	271,120,526	273,213,366	-1%
Net deferred tax assets	-	-	0%
Other Assets	2,348,030,339	2,252,738,463	4%
Total Assets	34,372,395,433	34,671,286,847	-1%
Loans payable	12,917,744,272	13,436,717,469	-4%
Bonds payable	2,969,000,221	2,966,594,179	0%
Accounts payable and other liabilities	4,179,080,659	4,218,822,302	-1%
Contract liabilities	14,142,052	62,154,096	-77%
Advances from non-controlling interests	1,102,119,598	1,102,119,597	0%
Net retirement liability	125,443,498	118,443,498	6%
Net deferred tax liabilities	1,734,049,748	1,714,298,793	1%
Total Liabilities	23,041,580,049	23,619,149,934	-2%
Equity attributable to equity holders of the Parent Company			
Capital stock	1,005,757,136	1,005,757,136	0%
Additional paid-in capital	5,973,360,513	5,973,360,513	0%
Retained earnings	4,475,353,966	4,404,555,747	2%
Other equity reserves	177,630,403	177,630,403	0%
Treasury shares	(2,000,000,000)	(2,000,000,000)	0%
Parent Company's preferred shares held by a subsidiary	(12,500,000)	(12,500,000)	0%
	9,619,602,018	9,548,803,799	1%
	MAR 31, 2022	DEC 31, 2021	% Change
Non-controlling interests	1,711,213,366	1,503,333,114	14%
Total Equity	11,330,815,384	11,052,136,913	3%
Total Liabilities and Equity	₱34,372,395,433	₱34,671,286,847	-1%

ALCO's total resources decreased by 1% from ₱34.7 billion on 31 December 2021 to ₱34.4 billion as of 31 March 2022 due to the following:

42% Increase in Cash and Cash Equivalents

The increase in cash is accounted by the proceeds from disposal of money market placements and revenue collections, net of normal disbursement from operations and project related costs.

44% Decrease in Financial assets at FVPL

The decline was due to termination of money market placements which were subsequently used to fund the operating requirements of the company including its ongoing projects.

30% Decrease in Receivables

The decrease is due to the collection of receivables during the period.

8% Increase in Contract Assets

The increase represents the excess of revenue recognized from the sale of Cebu Exchange, Savya Financial Center, and Sevina Park Villas over the amounts billed to the buyers.

5% Increase in Real Estate for Sale

The increase was mainly due to the additional construction costs incurred during the period for ongoing projects.

Total liabilities decreased by 2% from ₱23.6 billion on 31 December 2021 to ₱23.0 billion as of 31 March 2022 due to the following:

32% Increase in Contract Liability

The increase mainly pertains to collections received from buyers of units in Cebu Exchange and Sevina Park Villas, in which the related revenue is not yet recognized.

6% Increase in Retirement Liability

The increase is due to provision of retirement expense for the period.

Total equity increased by 3% from ₱11.1 billion on December 31, 2021 to ₱11.3 billion as at March 31, 2022 due to the following:

14% Increase in Non-Controlling Interests

The increase is attributable to the recognition of NCI's share in the net income (loss) of KHI, Bhavana and Bhavya and additional deposit for future stock subscription from a shareholder.

FINANCIAL RATIOS

March 2022 vs December 2021

RATIO	FORMULA	MAR 2022	DEC 2021	% Change
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.93:1	1.81:1	7%
Acid Test Ratio	$\frac{\text{Quick Assets}}{\text{Current Liabilities}}$	1.01:1	0.57:1	77%
Solvency Ratios	$\frac{\text{Net Income before depreciation}}{\text{Total liabilities}}$	0.01:1	0.05:1	-80%
Debt-to-Equity Ratio	$\frac{\text{Total Liabilities}}{\text{Total Equity}}$	2.03:1	2.14:1	-5%
Interest-Bearing Debt-to-Equity Ratio	$\frac{\text{Total Interest-Bearing Liabilities}}{\text{Total Equity}}$	1.40:1	1.48:1	-5%
Asset-to-Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity}}$	3.03:1	3.14:1	-4%
Interest Rate Coverage Ratio	$\frac{\text{Pretax Income before Interest}}{\text{Interest expense}}$	3.28:1	5.09:1	-36%
Return on Equity	$\frac{\text{Net Income}}{\text{Average Equity excluding Preferred Shares}}$	2%	10%	-80%
Return on Assets	$\frac{\text{Net Income}}{\text{Average Total assets}}$	0.46%	3%	-85%
Net Profit Margin	$\frac{\text{Net Income}}{\text{Revenue}}$	30%	38%	-21%
Basic Earnings per Share	$\frac{\text{Net income less dividends declared}}{\text{Outstanding common shares}}$	0.0133	0.1296	-90%
Price to Earnings Ratio	$\frac{\text{Market Price per share}}{\text{Earnings per share}}$	44.32:1	4.94:1	797%
Dividend Yield	$\frac{\text{Dividends per share}}{\text{Market price per share}}$	2.03%	1.88%	8%

FINANCIAL RATIOS

March 2022 vs March 2021

Ratio	Formula	MAR 2022	MAR 2021	% Change
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.93:1	2.26:1	-15%
Acid Test Ratio	$\frac{\text{Quick Assets}}{\text{Current Liabilities}}$	1.01:1	1.19:1	-15%
Solvency Ratios	$\frac{\text{Net Income before depreciation}}{\text{Total liabilities}}$	0.01:1	0.02:1	-50%
Debt-to-Equity Ratio	$\frac{\text{Total Liabilities}}{\text{Total Equity}}$	2.03:1	2.00:1	1%
Interest-Bearing Debt-to-Equity Ratio	$\frac{\text{Total Interest-Bearing Liabilities}}{\text{Total Equity}}$	1.40:1	1.38:1	1%
Asset-to-Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity}}$	3.03:1	3.00:1	1%
Interest Rate Coverage Ratio	$\frac{\text{Pretax Income before Interest}}{\text{Interest expense}}$	3.28:1	2.00:1	64%
Return on Equity	$\frac{\text{Net Income}}{\text{Average Equity excluding Preferred Shares}}$	2%	3%	-33%
Return on Assets	$\frac{\text{Net Income}}{\text{Average Total assets}}$	0.46%	1.13%	-59%
Net Profit Margin	$\frac{\text{Net Income}}{\text{Revenue}}$	30%	65%	-54%
Basic Earnings per Share	$\frac{\text{Net income less dividends declared}}{\text{Outstanding common shares}}$	0.0133	0.2100	-94%
Price to Earnings Ratio	$\frac{\text{Market Price per share}}{\text{Earnings per share}}$	44.32:1	3.05:1	1,353%
Dividend Yield	$\frac{\text{Dividends per share}}{\text{Market price per share}}$	2.03%	1.88%	8%

RESULTS OF OPERATIONS

March 2022 vs March 2021

	MAR 31, 2022	MAR 31, 2021	% Change
Revenues	P 489,695,969	P 448,901,399	9%
Cost and Expenses	231,591,996	234,456,386	-1%
GROSS INCOME	258,103,973	214,445,013	20%
Administrative expenses	126,367,401	98,061,444	29%
Selling and marketing expenses	52,104,686	54,554,334	-4%
OPERATING EXPENSES	178,472,087	152,615,778	17%
INCOME FROM OPERATIONS	79,631,886	61,829,235	-29%
OTHER OPERATING INCOME (EXPENSES)			
Finance costs	(86,934,626)	(83,242,181)	4%
Net gain on change in fair value of investment properties	190,807,755	95,440,000	100%
Other income – net	12,854,381	8,892,347	45%
INCOME BEFORE INCOME TAX	196,359,396	82,919,400	137%
INCOME TAX EXPENSE (BENEFIT)	51,534,461	(271,538,790)	119%

NET INCOME	P 144,824,935	P 354,458,190	-59%
NET INCOME ATTRIBUTABLE TO:			
Equity holders of Parent Company	133,117,219	291,641,783	-54%
Non-controlling interests	11,707,716	62,816,407	-81%
	P 144,824,935	P 354,458,190	-59%

From a ₱354.5 million reported net income in the first quarter of 2021, ALCO's bottom line decreased by 59% to ₱144.8 million for the same period in 2022.

9% Increase in Revenues

Revenues from incremental bookings and higher project accomplishment drove the increase in quarter-on-quarter revenues from Real estate sales.

29% Increase in Administrative Expenses

Administrative expense rose by 29% due to noted increase in personnel cost, taxes, travel and gasoline expenses as compared prior year.

100% Increase in Net Gain on Change in Fair Value of Investment Properties

The increase is due to the appraisal gain recognized for ACPT office and parking units.

45% Increase in Other Income - net

The increase is mainly attributable to holding gains and interest income.

119% Increase in Income Tax Expense (Benefit)

Quarter tax effect in prior period was a benefit due to effect of the CREATE law while higher revenues caused the tax expense for the current period.

RESULTS OF OPERATIONS

March 2022 vs December 2021

	MAR 31, 2022	DEC 31, 2021	% Change
Revenues	P 489,695,969	P 2,972,199,256	-84%
Cost and Expenses	231,591,996	1,728,843,604	-87%
GROSS INCOME	258,103,973	1,243,355,652	-79%
Administrative expenses	126,367,401	438,756,665	-71%
Selling and marketing expenses	52,104,686	299,702,134	-83%
OPERATING EXPENSES	178,472,087	738,458,799	-76%
INCOME FROM OPERATIONS	79,631,886	504,896,853	-84%
OTHER OPERATING INCOME (EXPENSES)			
Finance costs	(86,934,626)	(277,828,945)	-69%
Net gain on change in fair value of investment properties	190,807,755	872,263,700	-78%
Other income – net	12,854,381	27,647,106	-54%

INCOME BEFORE INCOME TAX	196,359,396	1,126,978,714	-83%
PROVISION FOR INCOME TAX	51,534,461	11,895,600	333%
NET INCOME	P 144,824,935	P 1,115,083,114	-87%
NET INCOME ATTRIBUTABLE TO:			
Equity holders of Parent Company	133,117,219	899,510,260	-85%
Non-controlling interests	11,707,716	215,572,854	-95%
	P 144,824,935	P 1,115,083,114	-87%

ALCO posted a consolidated net income of ₱144.8 million in the first quarter of 2022 as compared to the 2021 full year net income of ₱1,115.1 million.

ANNUAL CORPORATE GOVERNANCE REPORT

ALCO's compliance with its Manual of Corporate Governance, as revised as of 06 May 2020, is monitored by its Compliance Officer who is tasked, among others, to determine and measure such compliance with the said Manual, while the heads of various departments of the organization monitor the requisite compliances within the scope of their responsibilities.

The Board of Directors and Management, including officers and staff, of ALCO believe that good corporate governance is a necessary component of a sound and strategic business management and have, therefore, adopted the leading principles and practices of good corporate governance mandated by law and regulatory agencies and committed these as guide in the attainment of corporate goals and objectives. For this reason, everyone in the organization undertakes every effort necessary to create awareness of ALCO's Manual of Corporate Governance (the "Manual")²⁴. Upon election, appointment or hiring, as applicable, the new director/s, officer/s or employee/s is provided with all relevant written information about ALCO, including the Manual, and such policies and procedures which will be relevant to his duties and responsibilities as such director, officer or employee. He is then free to sit down with any incumbent officer to enlighten himself further on ALCO's operations.

There is no deviation from the Manual as of the date of this Report.

No evaluation system has been established at this time which can measure or determine the level of compliance of the Board of Directors and top-level management with the Manual, although steps are currently undertaken to create one. Nevertheless, an evaluation by a third party (Institute of Corporate Directors) was conducted in 2021 on the Board of Directors and ALCO's various committees.

- Nothing follows. -

²⁴ Arthaland submitted a revised Manual of Corporate Governance on 31 December 2021 and the same is now available online at www.arthaland.com.

CERTIFICATIONS OF INDEPENDENT DIRECTORS

**ARTHALAND CORPORATION
ANNUAL STOCKHOLDERS MEETING
24 JUNE 2022, FRIDAY, 9:00AM**

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **FERNAN VICTOR P. LUKBAN**, Filipino, of legal age, subscribing under oath, depose and say that:

1. I am an independent director of **ARTHALAND CORPORATION (the "Corporation")**, a publicly listed corporation organized and existing under Philippine law, with principal place of business at the **7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City, Taguig City 1634**. I first served as its independent director from **25 April 2011** until **23 June 2016**. I was again elected as an Independent Director of the Corporation on **23 October 2019** to fill a vacancy and I continue to serve as such to date.

2. I am nominated for election as an Independent Director of the Corporation at its scheduled Annual Stockholders' Meeting on **24 June 2022**.

3. I am also an Independent Director of Central Azucarera de Tarlac Inc., Shakey's Pizza Asia Ventures, Inc. and Century Pacific Food, Inc., the latter two being related to CPG Holdings, Inc., a major stockholder of the Corporation.

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

5. I am not in any way related to any director, officer, or substantial stockholder of the Corporation or any of its subsidiaries or affiliates, except as otherwise disclosed herein.

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

7. I am not connected with any government agency or instrumentality at present. In the event that I will be elected as a director or officer of such, I undertake to secure the written permission or consent of the Securities and Exchange Commission and other related regulatory agencies to become an Independent Director of the Corporation pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Services Rules, as applicable.

8. I shall faithfully and diligently comply with my duties and responsibilities as an Independent Director of the Corporation, as set out in the Securities Regulation Code, its Implementing Rules and Regulations, the Corporate Governance Code, and other relevant issuances of the Securities and Exchange Corporation.

9. I shall inform the Corporate Secretary of the Corporation on any change in the abovementioned information within five (5) days from its occurrence.

IN WITNESS WHEREOF, I hereunto affix my signature on the date and place indicated below.


FERNAN VICTOR P. LUKBAN


OATH

Republic of the Philippines)
Taguig City) SS.

I certify that on this 04 MAY 2022, before me, a notary public duly authorized in the city above-named to take acknowledgments, personally appeared **Fernan Victor P. Lukban** (i) whom I identified through his **Passport Number P7838208B** issued by the **Department of Foreign Affairs, Manila expiring on 11 October 2031**, a competent evidence of identity, to be the same person described in the foregoing instrument, (ii) who acknowledged before me that he voluntarily affixed his signature on the instrument for the purpose stated therein, and (iii) who declared to me that he has executed the instrument as his free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

Doc. No. 327
Page No. 07
Book No. 17
Series of **2022**.


GAUDENCIO A. BARBOZA JR.
NOTARY PUBLIC
UNTIL DEC. 31, 2022
PTR NO. A/5378160/ 01-03-2022 / TAGUIG CITY
IBP NO. 167462 / Nov. 18, 2021 RSM (for yr 2022)
ROLL NO. 41964
MCLE COMP. VI No. 0021812
MARCH 29, 2019
APP No. 38(2021-2022)

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **HANS B. SICAT**, Filipino, of legal age, subscribing under oath, depose and say that:

1. I am an independent director of **ARTHALAND CORPORATION (the "Corporation")**, a publicly listed corporation organized and existing under Philippine law, with principal place of business at the **7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City, Taguig City 1634**. I have been an Independent Director of the Corporation since **30 June 2017**.

2. I am nominated for election as an Independent Director of the Corporation at its scheduled Annual Stockholders' Meeting on **24 June 2022**.

3. I am presently the Managing Director and Country Manager for ING Bank, N.V., Manila Branch.

I am also affiliated with the following companies and organizations:

<u>Company/Organization</u>	<u>Position/Relationship</u>
Asian Institute of Management	Executive in Residence
Bankers Association of the Philippines	Director
Fintonia Fund	Advisory Board
Investment House Association of the Philippines	Member, Board of Trustees
LegisPro Corporation	Acting Chairman
Serica Balanced Fund & Master Fund	Independent Director
Skycable Corporation	Independent Director
TransNational Diversified Corporation	Independent Director
YPO Gold Philippines	Chairman, 2020-2021

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

5. I am not in any way related to any director, officer, or substantial stockholder of the Corporation or any of its subsidiaries or affiliates, except as otherwise disclosed above.

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

7. I am not connected with any government agency or instrumentality at present. In the event that I will be elected as a director or officer of such, I undertake to secure the written permission or consent of the Securities and Exchange Commission and other related regulatory agencies to become an Independent Director of the Corporation pursuant to Office

of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Services Rules, as applicable.

8. I shall faithfully and diligently comply with my duties and responsibilities as an Independent Director of the Corporation, as set out in the Securities Regulation Code, its Implementing Rules and Regulations, the Corporate Governance Code, and other relevant issuances of the Securities and Exchange Commission.

9. I shall inform the Corporate Secretary of the Corporation on any change in the abovementioned information within five (5) days from its occurrence.

IN WITNESS WHEREOF, I hereunto affix my signature on the date and place indicated below.

Hans B. Sicat

HANS B. SICAT

OATH

Republic of the Philippines)
Taguig City) SS.

I certify that on this 04 MAY 2022, before me, a notary public duly authorized in the city above-named to take acknowledgments, personally appeared **Hans B. Sicat** (i) whom I identified through his **Passport Number EC7002022** issued by the **Department of Foreign Affairs on 11 March 2016**, a competent evidence of identity, to be the same person described in the foregoing instrument, (ii) who acknowledged before me that he voluntarily affixed his signature on the instrument for the purpose stated therein, and (iii) who declared to me that he has executed the instrument as his free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

Doc. No. 326
Page No. 67
Book No. 17
Series of **2022**.

GAUDENCIO A. BARBOZA JR.
NOTARY PUBLIC
UNTIL DEC. 31, 2022
PTR NO. A-5378160 / 01-03-2022 / TAGUIG CITY
IBP NO. 467462 / Nov. 18, 2021 RSM (for yr 2022)
ROLL NO. 41964
MCLE COMP VINO 0021812
MARCH 29, 2019
APP No. 38(2021 2022)

CERTIFICATION OF INDEPENDENT DIRECTOR

I, **ANDRES B. STA. MARIA**, Filipino, of legal age, subscribing under oath, depose and say that:

1. I am an independent director of **ARTHALAND CORPORATION (the "Corporation")**, a publicly listed corporation organized and existing under Philippine law, with principal place of business at the **7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City, Taguig City 1634**. I have been an Independent Director of the Corporation since **24 June 2016**.

2. I am nominated for election as an Independent Director of the Corporation at its scheduled Annual Stockholders' Meeting on **24 June 2022**.

3. I am also presently affiliated with the companies named below and their related companies:

<u>Company</u>	<u>Position/Relationship</u>
United Laboratories, Inc.	Director
Shimizu Philippine Contractors, Inc.	Chairman, Director
Longmeadow Corporation	Director
Calasmar Holdings, Inc.	Director
Oceana Holdings, Inc.	Chairman and President
Alegre Resort Corporation	Director and Corporate Secretary

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

5. I am not in any way related to any director, officer, or substantial stockholder of the Corporation or any of its subsidiaries or affiliates, except as otherwise disclosed above.

6. To the best of my knowledge and except as provided below, I am not the subject of any pending criminal or administrative investigation or proceeding.

OFFENSE CHARGED/INVESTIGATED	TRIBUNAL OR AGENCY INVOLVED	STATUS
Article 315, par. 2(a) Revised Penal Code	National Prosecutors Office – Mandaluyong City	The complaint was filed against directors and officers of United Laboratories, Inc. in connection with a trade dispute. Counsels of respondents have advised that there is no basis for the complaint and filed

		counter-affidavits. The complaint is still pending resolution.
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7. I am not connected with any government agency or instrumentality at present. In the event that I will be elected as a director or officer of such, I undertake to secure the written permission or consent of the Securities and Exchange Commission and other related regulatory agencies to become an Independent Director of the Corporation pursuant to Office of the President Memorandum Circular No. 17 and Section 12, Rule XVIII of the Revised Services Rules, as applicable.

8. I shall faithfully and diligently comply with my duties and responsibilities as an Independent Director of the Corporation, as set out in the Securities Regulation Code, its Implementing Rules and Regulations, the Corporate Governance Code, and other relevant issuances of the Securities and Exchange Commission.

9. I shall inform the Corporate Secretary of the Corporation on any change in the abovementioned information within five (5) days from its occurrence.

IN WITNESS WHEREOF, I hereunto affix my signature on the date and place indicated below.

ANDRES B. STA. MARIA

OATH

Republic of the Philippines)
Taguig City) SS.

I certify that on this 04 MAY 2022, before me, a notary public duly authorized in the city above-named to take acknowledgments, personally appeared **Andres B. Sta. Maria** (i) whom I identified through his **Passport Number P0668677B** issued by the **Department of Foreign Affairs NCR East on 14 February 2019**, a competent evidence of identity, to be the same person described in the foregoing instrument, (ii) who acknowledged before me that he voluntarily affixed his signature on the instrument for the purpose stated therein, and (iii) who declared to me that he has executed the instrument as his free and voluntary act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

Doc. No. 339
Page No. 69
Book No. 17
Series of **2022**.

GAUDENCIO A. BARBOZA JR.
NOTARY PUBLIC
UNTIL DEC. 31, 2022
PTR NO. A-5378160 / 01-03-2022 / TAGUIG CITY
IBP NO. 167462 / Nov. 18, 2021 RSM (for yr 2022)
ROLL NO. 41965
MCLE COMP. VING 0021812
MARCH 29, 2019
APP NO. 3812021 20221

AUDITED FINANCIAL STATEMENTS FOR 2021

**ARTHALAND CORPORATION
ANNUAL STOCKHOLDERS MEETING
24 JUNE 2022, FRIDAY, 9:00AM**

COVER SHEET

for
**AUDITED CONSOLIDATED
FINANCIAL STATEMENTS**

SEC Registration Number

A	S	9	4	0	0	7	1	6	0
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COMPANY NAME

A	R	T	H	A	L	A	N	D		C	O	R	P	O	R	A	T	I	O	N		A	N	D		S	U	B	S	I	D	I	A	R	I	E	S

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

7	/	F		A	r	t	h	a	l	a	n	d		C	e	n	t	u	r	y		P	a	c	i	f	i	c		T	o	w	e	r	,		5	t

Form Type

A	A	C	F	S
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Department requiring the report

C	R	M	D
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Secondary License Type, If Applicable

N	/	A
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COMPANY INFORMATION

Group's Email Address

ALCO@arthaland.com

Group's Telephone Number/s

(+632) 8403-6910

Mobile Number

(+63) 917 509 3413

No. of Stockholders

1,937

Annual Meeting (Month / Day)

Last Friday of June

Calendar Year (Month / Day)

December 31

CONTACT PERSON INFORMATION

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

Name of Contact Person

Ferdinand A. Constantino

Email Address

faconstantino@arthaland.com

Telephone Number/s

(+632) 8403-6910

Mobile Number

—

CONTACT PERSON'S ADDRESS

7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City, 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.

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

**STATEMENT OF MANAGEMENT'S RESPONSIBILITY
FOR FINANCIAL STATEMENTS**

Management of **ARTHALAND CORPORATION** (the “Parent Company”) and its **Subsidiaries** (collectively, the “Group”) is responsible for the preparation and fair presentation of the financial statements including the schedules attached therein for the years ended **31 December 2021, 2020 and 2019**, 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.

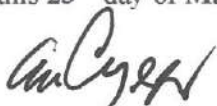
In preparing the financial statements, Management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible in overseeing the Group’s financial reporting process.

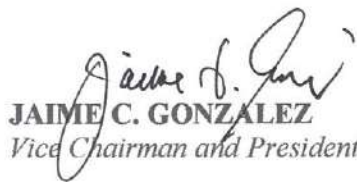
The Board of Directors reviews and approves the financial statements, including the schedules attached therein, and submits the same to the stockholders.

Reyes Tacandong & Co., the independent auditor appointed by the stockholders, has audited the financial statements of the Group in accordance with **Philippine Standards on Auditing**, and in its report to the stockholders, has expressed its opinion on the fairness of presentation upon completion of such audit.

Signed this 23rd day of **March 2022**, **Taguig City, Philippines**.



ERNEST K. CUYEGKENG
Chairman of the Board



JAIME C. GONZALEZ
Vice Chairman and President



FERDINAND A. CONSTANTINO
Chief Finance Officer

OATH

REPUBLIC OF THE PHILIPPINES)
TAGUIG CITY) SS.

I certify that on this MAR 23 2022, before me, a notary public duly authorized in the city named above to take acknowledgments, personally appeared the following whom I identified through competent evidence of identity to be the same persons described in the foregoing instrument, who acknowledged before me that they voluntarily affixed their signatures on the instrument for the purpose stated therein, and who declared to me that they executed the instrument as their free and voluntary act and deed and that they have the authority to sign on behalf of their principal:

Name	Type of ID	Date/Place of Issue
Ernest K. Cuyegkeng	Passport No. P7236847A	19 May 2018/NCR South
Jaime C. Gonzalez	Passport No. P5521740A	05 January 2018/Manila
Ferdinand A. Constantino	TIN 118-626-881	N/A

IN WITNESS WHEREOF, I hereunto set my hand and affix my notarial seal on the date and at the place above written.

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Book No. 12
Series of 2022

GAUDENCIO A. BARBOZA JR.
NOTARY PUBLIC
UNTIL DEC. 31, 2022
PTR NO. A-5378160/ 01-03-2022 / TAGUIG CITY
IBP NO. 267462 / Nov. 18, 2021 RSM (for yr 2022)
ROLL NO. 41969
MCLE COMP. VI No. 0021812
MARCH 29, 2019
APP No. 38(2021-2022)

INDEPENDENT AUDITORS' REPORT

The Stockholders and the Board of Directors
Arthaland Corporation and Subsidiaries
7/F Arthaland Century Pacific Tower
5th Avenue corner 30th Street
Bonifacio Global City, Taguig City

Opinion

We have audited the accompanying consolidated financial statements of Arthaland Corporation and Subsidiaries (the Group), which comprise the consolidated statements of financial position as at December 31, 2021 and 2020, and the consolidated statements of comprehensive income, consolidated statements of changes in equity and consolidated statements of cash flows for the years ended December 31, 2021, 2020 and 2019, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2021 and 2020, and its consolidated financial performance and its consolidated cash flows for the years ended December 31, 2021, 2020 and 2019 in accordance with Philippine Financial Reporting Standards (PFRS), as modified by the application of financial reporting relief issued and approved by the Philippine Securities and Exchange Commission (SEC) (see Note 2).

Basis of 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 the audit 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.

Key Audit Matters

Key audit matters are those 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.

Fair Value Measurement of Investment Properties

The Group's investment properties which are accounted for using the fair value model amounted to ₱9,026.4 million as at December 31, 2021. The fair value measurement is significant to our audit as the investment properties account for 26.0% of the Group's total assets as at December 31, 2021 (see Notes 3 and 10 to the consolidated financial statements).

We focused our audit on the management's determination of the fair value of investment properties because the process involves significant management judgment when selecting the appropriate valuation techniques and inputs used to determine fair value.

We have assessed the independence and competency of the appraiser engaged by the Group. We have also reviewed the reasonableness of the assumptions used to estimate the fair value of the Group's investment properties by: (1) testing the underlying lease agreements on a sample basis, (2) testing raw land's value by comparison with similar properties, and (3) verifying valuation inputs such as yields, occupancy rates and discount rates to external industry data to ascertain if these are reasonably appropriate.

Revenue from Real Estate Sales

For the year ended December 31, 2021, the Group recognized revenue of ₱2,628.9 million from real estate sales using the percentage of completion (POC) method. This is significant to our audit as the amount of revenue from real estate sales for the year ended December 31, 2021 is material to the consolidated financial statements (see Notes 3 and 17 to the consolidated financial statements).

We focused our audit on the revenue recognition as significant judgment is required when estimating POC, total project costs and the estimated costs to complete the real estate project that are used to determine POC at the end of the reporting period.

We obtained an understanding of the relevant processes and controls over the accounting for customer contracts and project reviews performed by management in determining the estimates. We also reconciled revenues reported at the Group level to supporting documentations on a sample basis, validated estimates of costs to complete, and tested the accuracy of calculations and the reasonableness of project accounting.

Valuation of Real Estate for Sale

The Group's real estate properties amounted to ₱8,988.8 million as at December 31, 2021, which accounts for 25.9% of the total assets (see Note 9 to the consolidated financial statements). Valuation of real estate for sale is significant to our audit because it involves determination and estimation of project costs at the end of reporting period.

We have obtained understanding of the Group's processes and controls relating to the inventory cost accumulation and allocation. We also assessed the assumptions used by management in estimating the incurred project costs and costs to complete of the projects. We corroborated the management's estimate through ocular inspection of the projects and examination of contractors' billings and progress reports.



Other Information

Management is responsible for the other information. The other information comprises the information included in the SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2021, but does not include the consolidated financial statements and our auditors' report thereon. The SEC Form 20-IS (Definitive Information Statement), SEC Form 17-A and Annual Report for the year ended December 31, 2021 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, these 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 audits. 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 audits and significant audit findings, including any significant deficiencies in internal control that we identify during our audits.

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 audit resulting in this independent auditors' report is Michelle R. Mendoza-Cruz.

REYES TACANDONG & Co.



MICHELLE R. MENDOZA-CRUZ

Partner

CPA Certificate No. 97380

Tax Identification No. 201-892-183-000

BOA Accreditation No. 4782; Valid until April 13, 2024

SEC Accreditation No. 97380-SEC Group A

Issued April 8, 2021

Valid for Financial Periods 2020 to 2024

BIR Accreditation No. 08-005144-012-2020

Valid until January 1, 2023

PTR No. 8851710

Issued January 3, 2022, Makati City

March 23, 2022

Makati City, Metro Manila

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

		December 31	
	Note	2021	2020
ASSETS			
Cash and cash equivalents	6	₱1,949,257,156	₱941,079,474
Financial assets at fair value through profit or loss (FVPL)	7	4,378,607,744	3,257,288,870
Receivables	8	1,563,406,726	539,079,767
Contract assets	5	6,238,880,086	5,341,881,039
Real estate for sale	9	8,988,754,987	6,894,906,539
Investment properties	10	9,026,428,319	8,315,168,841
Property and equipment	11	273,213,366	280,192,479
Other assets	12	2,252,738,463	1,977,606,060
		₱34,671,286,847	₱27,547,203,069
LIABILITIES AND EQUITY			
Liabilities			
Loans payable	13	₱13,436,717,469	₱9,305,693,323
Bonds payable	14	2,966,594,179	2,958,526,698
Accounts payable and other liabilities	15	4,218,822,302	2,792,943,961
Contract liabilities	5	62,154,096	27,423,392
Advances from non-controlling interests	4	1,102,119,597	1,367,586,297
Net retirement liability	21	118,443,498	101,496,418
Net deferred tax liabilities	23	1,714,298,793	1,763,428,524
Total Liabilities		23,619,149,934	18,317,098,613
Equity Attributable to Equity Holders of the Parent Company			
Capital stock	16	1,005,757,136	999,757,136
Additional paid-in capital	16	5,973,360,513	3,008,959,878
Retained earnings	16	4,404,555,747	3,779,054,629
Other equity reserves	16	177,630,403	230,363,146
Treasury shares	16	(2,000,000,000)	–
Parent Company's preferred shares held by a subsidiary - at cost	16	(12,500,000)	(12,500,000)
		9,548,803,799	8,005,634,789
Non-controlling Interests	4	1,503,333,114	1,224,469,667
Total Equity		11,052,136,913	9,230,104,456
		₱34,671,286,847	₱27,547,203,069

See accompanying Notes to Consolidated Financial Statements.

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

		Years Ended December 31		
	Note	2021	2020	2019
REVENUES				
Real estate sales	17	₱2,628,943,563	₱2,919,123,898	₱3,515,804,028
Leasing operations	17	325,500,935	371,576,866	321,918,256
Property management fees	17	17,754,758	10,852,292	10,135,140
		2,972,199,256	3,301,553,056	3,847,857,424
COST AND EXPENSES				
Cost of real estate sales	9	1,610,033,648	1,549,173,465	2,037,976,792
Cost of leasing operations	10	107,071,759	124,447,609	100,539,773
Cost of services		11,738,197	9,360,207	7,222,892
		1,728,843,604	1,682,981,281	2,145,739,457
GROSS INCOME		1,243,355,652	1,618,571,775	1,702,117,967
OPERATING EXPENSES	18	738,458,799	680,222,431	665,816,942
INCOME FROM OPERATIONS		504,896,853	938,349,344	1,036,301,025
NET GAIN ON CHANGE IN FAIR VALUE OF INVESTMENT PROPERTIES	10	872,263,700	959,989,140	1,180,724,811
FINANCE COSTS	19	(277,828,945)	(281,183,960)	(124,839,604)
OTHER INCOME - Net	20	27,647,106	42,240,203	31,106,679
INCOME BEFORE INCOME TAX		1,126,978,714	1,659,394,727	2,123,292,911
PROVISION FOR INCOME TAX	23	11,895,600	490,270,422	636,145,034
NET INCOME		1,115,083,114	1,169,124,305	1,487,147,877
OTHER COMPREHENSIVE INCOME (LOSS)				
<i>Not to be reclassified to profit or loss -</i>				
Remeasurement gains (losses) on net retirement liability	21	10,211,359	(7,735,261)	(26,253,170)
Income tax benefit (expense) on remeasurement gains or losses	23	(2,639,131)	2,320,578	7,875,951
		7,572,228	(5,414,683)	(18,377,219)
TOTAL COMPREHENSIVE INCOME		₱1,122,655,342	₱1,163,709,622	₱1,468,770,658

(Forward)

		Years Ended December 31		
	Note	2021	2020	2019
NET INCOME ATTRIBUTABLE TO:				
Equity holders of the Parent Company		₱899,510,260	₱887,295,539	₱1,187,016,033
Non-controlling interests	4	215,572,854	281,828,766	300,131,844
		₱1,115,083,114	₱1,169,124,305	₱1,487,147,877
TOTAL COMPREHENSIVE INCOME				
ATTRIBUTABLE TO:				
Equity holders of the Parent Company		₱907,082,488	₱881,880,856	₱1,168,638,814
Non-controlling interests	4	215,572,854	281,828,766	300,131,844
		₱1,122,655,342	₱1,163,709,622	₱1,468,770,658
EARNINGS PER SHARE				
	26			
Basic		₱0.1296	₱0.1273	₱0.1902
Diluted		₱0.1283	₱0.1260	₱0.1902

See accompanying Notes to Consolidated Financial Statements.

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

		Years Ended December 31		
	Note	2021	2020	2019
CAPITAL STOCK	16			
Common - at ₱0.18 par value - issued and outstanding		₱957,257,136	₱957,257,136	₱957,257,136
Preferred - at ₱1.00 par value				
Balance at beginning of year		42,500,000	42,500,000	32,500,000
Issuance of preferred shares		6,000,000	—	10,000,000
Balance at end of year		48,500,000	42,500,000	42,500,000
		1,005,757,136	999,757,136	999,757,136
ADDITIONAL PAID-IN CAPITAL	16			
Balance at beginning of year		3,008,959,878	3,008,959,878	2,031,441,541
Issuance of preferred shares		2,994,000,000	—	990,000,000
Stock issuance costs		(29,599,365)	—	(12,481,663)
Balance at end of year		5,973,360,513	3,008,959,878	3,008,959,878
RETAINED EARNINGS	16			
Balance at beginning of year		3,779,054,629	3,161,789,766	2,214,144,875
Net income for the year		899,510,260	887,295,539	1,187,016,033
Dividends declared during the year		(274,009,142)	(274,009,142)	(239,371,142)
Change in non-controlling interest		—	3,978,466	—
Balance at end of year		4,404,555,747	3,779,054,629	3,161,789,766
OTHER EQUITY RESERVES	16			
Balance at beginning of year		230,363,146	(207,724)	18,169,495
Net additions (disposals)		(52,732,743)	230,570,870	(18,377,219)
Balance at end of year		177,630,403	230,363,146	(207,724)
TREASURY STOCK – SERIES B PREFERRED SHARES	16	(2,000,000,000)	—	—
PARENT COMPANY'S PREFERRED SHARES HELD BY A SUBSIDIARY - at cost	16	(12,500,000)	(12,500,000)	(12,500,000)
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY		₱9,548,803,799	₱8,005,634,789	₱7,157,799,056

(Forward)

Years Ended December 31				
	Note	2021	2020	2019
NON-CONTROLLING INTERESTS	4			
Balance at beginning of year		₱1,224,469,667	₱317,592,830	₱17,265,039
Share in net income during the year		215,572,854	281,828,766	300,131,844
Deposit for future stock subscription		681,477,836	624,026,537	—
Acquisition of non-controlling interest of a subsidiary		(638,187,243)	—	—
Acquisition of shares of subsidiaries		20,000,000	5,000,000	250,000
Change in non-controlling interest		—	(3,978,466)	—
Effect of consolidation of Arcosouth Development Inc.		—	—	(54,053)
Balance at end of year		1,503,333,114	1,224,469,667	317,592,830
		₱11,052,136,913	₱9,230,104,456	₱7,475,391,886

See accompanying Notes to Consolidated Financial Statements.

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS

		Years Ended December 31		
	Note	2021	2020	2019
CASH FLOWS FROM OPERATING ACTIVITIES				
Income before income tax		₱1,126,978,714	₱1,659,394,727	₱2,123,292,911
Adjustments for:				
Net gain on change in fair value of investment properties	10	(872,263,700)	(959,989,140)	(1,180,724,811)
Interest expense	13	275,238,263	278,898,562	124,339,961
Depreciation and amortization	11	33,366,121	45,172,717	26,722,029
Retirement expense	21	27,158,439	23,880,697	22,541,961
Realized gain on disposals of financial assets at FVPL	7	(23,603,206)	(19,071,132)	(16,784,004)
Amortization of initial direct leasing costs	10	6,590,360	6,838,645	5,410,930
Unrealized holding losses (gains) on financial assets at FVPL	7	6,258,905	(12,217,775)	617,582
Interest income	6	(3,537,246)	(9,379,745)	(13,489,356)
Stock options	16	594,611	6,485,553	–
Loss (gain) on sale of property and equipment	11	545,561	73,601	(322,744)
Foreign exchange losses (gains)	20	(368,205)	8,393	605,121
Loss on disposal of investment properties		–	461,752	–
Operating income before working capital changes		576,958,617	1,020,556,855	1,092,209,580
Increase in:				
Receivables		(1,262,564,709)	(149,392,031)	(151,911,398)
Contract assets		(896,999,047)	(2,091,398,350)	(2,465,284,745)
Real estate for sale		(1,357,622,441)	(1,064,077,407)	(1,859,170,852)
Other assets		(193,186,049)	(248,918,859)	(339,944,340)
Increase (decrease) in:				
Accounts payable and other liabilities		1,110,028,187	276,774,238	788,245,948
Contract liabilities		34,730,704	(4,756,282)	11,794,394
Net cash used in operations		(1,988,654,738)	(2,261,211,836)	(2,924,061,413)
Interest paid		(1,061,384,897)	(640,147,052)	(285,688,190)
Income taxes paid		(146,012,416)	(100,194,522)	(137,401,701)
Interest received		3,537,246	9,379,745	12,176,797
Contribution to retirement plan assets	21	–	(30,000,000)	(15,003,669)
Net cash used in operating activities		(₱3,192,514,805)	(₱3,022,173,665)	(₱3,349,978,176)

(Forward)

Years Ended December 31				
	Note	2021	2020	2019
CASH FLOWS FROM INVESTING ACTIVITIES				
Additions to:				
Financial assets at FVPL	7	(P6,759,000,000)	(P5,114,756,389)	(P4,542,390,465)
Property and equipment	11	(32,148,365)	(43,849,201)	(71,949,144)
Investment properties	10	(29,562,351)	(83,779,831)	(154,046,731)
Proceeds from disposal of:				
Financial assets at FVPL		5,655,025,427	2,660,943,143	3,982,464,489
Property and equipment		5,215,796	960,119	453,099
Investment properties		—	1,300,000	—
Net cash used in investing activities		(1,160,469,493)	(2,579,182,159)	(785,468,752)
CASH FLOWS FROM FINANCING ACTIVITIES				
Proceeds from:				
Loans payable	13	10,445,612,330	5,342,426,370	3,486,252,129
Issuance of preferred shares	16	2,970,400,635	—	987,518,337
Deposit for future stock subscription from non-controlling interest	4	681,477,836	624,026,537	—
Sale of interests in subsidiaries	4	258,237,750	429,500,000	—
Bonds payable	14	—	3,000,000,000	—
Advances from non-controlling interests		—	28,000,000	757,919,606
Payments of:				
Loans payable	13	(6,302,985,708)	(2,958,344,266)	(728,331,864)
Dividends	16	(273,052,780)	(274,393,696)	(238,484,518)
Advances from non-controlling interests		(265,466,700)	—	—
Debt issue cost		(27,929,588)	(55,985,638)	(6,168,013)
Redemption of preferred shares	16	(2,000,000,000)	—	—
Purchase of additional shares in a subsidiary	4	(125,500,000)	—	—
Net cash provided by financing activities		5,360,793,775	6,135,229,307	4,258,705,677
EFFECT OF CONSOLIDATION	4	—	—	(852,576)
NET EFFECT OF EXCHANGE RATE CHANGES TO CASH AND CASH EQUIVALENTS		368,205	(8,393)	(605,121)
NET INCREASE IN CASH AND CASH EQUIVALENTS		1,008,177,682	533,865,090	121,801,052
CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR		941,079,474	407,214,384	285,413,332
CASH AND CASH EQUIVALENTS AT END OF YEAR	6	P1,949,257,156	P941,079,474	P407,214,384

(Forward)

Years Ended December 31				
	Note	2021	2020	2019
COMPONENTS OF CASH AND CASH EQUIVALENTS				
	6			
Cash on hand		₱195,000	₱155,000	₱80,000
Cash in banks		692,017,890	581,633,212	344,377,842
Cash equivalents		1,257,044,266	359,291,262	62,756,542
		₱1,949,257,156	₱941,079,474	₱407,214,384
NONCASH FINANCIAL INFORMATION:				
Assignment of shareholder advances and accrued interest from purchase of interests in a subsidiary	4	₱762,340,790	₱—	₱—
Capitalized borrowing costs	13	552,249,794	420,766,163	186,255,249
Assignment of shareholder advances and accrued interest from sale of interests in subsidiaries	4	446,800,000	—	—
Transfer of land from “Investment properties” account to “Real estate for sale” account	10	186,463,663	—	—
Transfer of land and assets under construction from “Real estate for sale” account to “Investment properties” account	9	—	—	22,456,601

See accompanying Notes to Consolidated Financial Statements.

ARTHALAND CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. General Information

Corporate Information

Arthaland Corporation (the Parent Company or ALCO) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on August 10, 1994. ALCO's common shares and Series C and D preferred shares are listed for trading in the Philippine Stock Exchange (PSE). The Parent Company is primarily engaged in real estate development and leasing.

The Parent Company is currently 40.3% owned by CPG Holdings, Inc. (CPG) and 26.0% owned by AO Capital Holdings 1, Inc. (AOCH1), both holding companies incorporated in the Philippines.

In June 2019, the Parent Company made a follow-on offering of 10.0 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated Series C preferred shares at ₱1.00 par value a share at the issuance price of ₱100 a share (see Note 16).

In January 2020, the SEC approved the registration of ALCO's ASEAN Green Bonds and the initial tranche of ₱2.0 billion bonds with an offer subscription of ₱1.0 billion (see Note 14).

In December 2021, the Parent Company made a follow-on offering of 6.0 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated Series D preferred shares at ₱1.00 par value at the issuance price of ₱500 a share (see Note 16). Moreover, the Parent Company redeemed all of the outstanding 20.0 million Series B Preferred Shares equal to its offer price plus any accrued and unpaid cash dividends due as of date.

The registered office and principal place of business of the Parent Company is located at 7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City (BGC), Taguig City.

Composition of the Group

The consolidated financial statements include the Parent Company and the following subsidiaries (collectively referred herein as "the Group"):

Subsidiary	Place of Incorporation	Effective % of Ownership		
		2021	2020	2019
Cazneau, Inc. (Cazneau)	Philippines	100%	100%	100%
Emera Property Management, Inc. (EPMI)	Philippines	100%	100%	100%
Manchesterland Properties, Inc. (MPI)	Philippines	100%	100%	100%
Urban Property Holdings, Inc. (UPHI)	Philippines	100%	100%	100%
Zileya Land Development Corporation (ZLDC)	Philippines	100%	100%	100%
Pradhana Land, Inc. (PLI)	Philippines	100%	100%	100%
Cebu Lavana Land Corp. (CLLC)	Philippines	100%	60%	60%
Bhavana Properties, Inc. (Bhavana)	Philippines	60%	100%	100%
Bhavya Properties, Inc. (Bhavya)	Philippines	60%	100%	100%
Kashtha Holdings, Inc. (KHI)	Philippines	60%	60%	100%
Savya Land Development Corporation (SLDC)	Philippines	59%*	59%*	98%

*indirectly owned through KHI

All of the subsidiaries were established to engage primarily either in real estate development or property leasing, except for EPMI which is a property management company and KHI which is an investment holding company.

In March 2018, the Parent Company and Help Holdings Inc. (HHI) (collectively referred to as the Parties) entered into an agreement (the Agreement) to jointly develop the adjacent lots (the Property) of SLDC and Arcosouth Development Inc. (ADI), the subsidiary of HHI, aggregating 5,991 square meters (sqm) located in Arca South, Taguig City. The Parties agreed, among others to merge SLDC and Arcosouth into a single corporation, with SLDC as the surviving entity. The merger of SLDC and Arcosouth was approved by the SEC on August 22, 2019.

Also, in August 2019, ALCO and Mitsubishi Estate Company, Limited (MEC), a corporation duly organized and existing under the laws of Japan, have agreed to invest in, establish and maintain a joint venture company to be owned 60% by ALCO and 40% by MEC which will (i) acquire and, thereafter, own and hold the 50% ownership in SLDC, and (ii) acquire by assignment the shareholder's advances made by ALCO to SLDC. On October 1, 2019, ALCO incorporated KHI as the designated joint venture company.

In 2020, ALCO transferred all of its shares in SLDC, representing 98% ownership over SLDC, to KHI. In June 2020, ALCO sold 5 million common shares in KHI with total par value of ₱5.0 million, representing 40% ownership over KHI, to MEC for ₱275.0 million (see Note 16). The transfer of KHI's shares decreased the effective ownership of ALCO over SLDC from 98% to 59%.

In 2019, the Parent Company subscribed to 100% shares of Bhavana, Bhavya and PLI. In December 2021, the Parent Company sold, transferred and conveyed 10.0 million common shares each of Bhavana and Bhavya representing 40% ownership and voting rights, as well as the Parent Company's shareholder advances, to Narra Properties Investment PTE. LTD (Narra), a corporation duly organized and existing under the laws of Singapore (see Note 4).

In December 2021, the Parent Company purchased 214,351 common and 118,982 preferred shares representing 40% of the ownership and voting rights of CLLC for ₱113.2 million from Rock and Salt B.V. (RSBV) resulting to 100% ownership in CLLC (see Note 4).

Major Projects

ALCO's first major development project is the Arya Residences Towers 1 and 2 (Arya Residences) located in BGC, Taguig City. Arya Residences is the first top-market residential condominium development in the Philippines to be awarded with Leadership in Energy and Environmental Design (LEED) Gold certification by the US Green Building Council (USGBC) and Building for Ecologically Responsive Design Excellence (BERDE) 4-Star rating by the Philippine Green Building Council (PHILGBC). The Arya Residences was completed on December 31, 2016.

In 2014, the Parent Company started the construction of Arthaland Century Pacific Tower (ACPT) in BGC, ALCO's flagship office project. ACPT is a 30-storey AAA-grade office building designed by Skidmore, Owings & Merrill (SOM), the same group that penned the One World Trade Center and Burj Khalifa in Dubai. ACPT secured the LEED Platinum and BERDE 5-star certification in 2018. ACPT became the first office building in the Philippines to secure the dual certification of the highest rating from USGBC LEED as Platinum and PHILGBC's BERDE as 5-star rated. It is registered with the Philippine Economic Zone Authority (PEZA) as an Ecozone Facilities Enterprise (see Note 23) and was completed in the 1st quarter of 2019.

In 2019, the International Finance Corporation, a member of the World Bank Group, recognized ACPT as the world's first net zero certified building under its EDGE green building rating system. This recognition is in addition its LEED and BERDE certification achieved previously. In 2020 until to-date, ACPT was awarded with the WELL Health-Safety Rating seal by the International WELL Building Institute (IWBI) which certifies the building's safe operations even during the COVID-19 pandemic.

In 2016, CLLC commenced the development of Cebu Exchange Project (Cebu Exchange), a 38-storey office building in Barangay Lahug, Cebu City. The Cebu Exchange was awarded the LEED Gold precertification and BERDE Design 5-Star. In 2020, the project was awarded WELL precertification by IWBI. Besides being designed to be a world-class workplace, Cebu Exchange is envisioned to be a complete ecosystem, with four retail floors for the convenience of its occupants. With a gross floor area of 108,564 sqm, Cebu Exchange boasts of being the largest multi-certified green and healthy building in the country. The construction of Cebu Exchange commenced in the second quarter of 2018 and is expected to be completed in 2022.

In 2018, Cazneau started the construction of the first phase of Sevina Park, an integrated community project in an eight-hectare property in Laguna. The initial development called Courtyard Hall, covering the first 4,000 sqm of the property, is a campus-type or dormitory-type residential community (see Note 10). This was completed in June 2019. Also, in June 2019, Cazneau launched the Garden Villas at Sevina Park which cater to students and faculty population, and starter families within the area. The entire project, which will include retail spaces, is expected to be completed in from 2022 onward.

Sevina Park is recognized as the first and only real estate development in the Philippines to have received the LEED Platinum under the LEED for Neighborhood Development (LEED ND) and LEED for Homes categories. Likewise, Sevina Park Villas turnover units are on track to EDGE Advanced under the EDGE and the remaining Villa-182 turnover units for Gold certification under the LEED for Homes. Sevina Park's 4-Bedroom Villa 182 Model Unit initiated the Villa's certification process by achieving LEED Platinum certification in 2020.

In December 2018, ZLDC acquired about 47.4% of a 2,018-sqm property located along Antonio Arnaiz Avenue within the Makati Central Business District. On this site, ZLDC, together with the other party which acquired the remaining 52.6% of the total area of the condominium units are still working on getting the property partitioned to enable the Company to have 100% ownership over 47.4% of the land area of the Property, which is equivalent to 957 square meters. Once the partition is completed, the Company plans to develop its portion into a high-end, sustainable, multi-certified residential project.

In February 2019, SLDC launched the development of Savva Financial Center. This project is composed of two office towers with a gross floor area of 59,763 sqm and located in Arca South, Taguig City. The North and South Tower (of the Savva Financial Tower) is expected to be completed in 2022. Savva's North Tower was launched for pre-selling in February 2019. Also in 2019, the project received LEED Gold precertification and in 2021, WELL precertification.

In August 2019, Bhavya started acquiring a prime property located inside the Makati Central Business District. Bhavya intends to develop therein a pioneer residential project which will be a low-density, multi-certified, ultra-luxury development that will offer large, limited edition designer residences. Once completed, its future residents will enjoy exceptional white glove butler services. This project offers only 37 residential units and will have a total gross floor area of approximately 14,600 sqm. It will be formally launched in 2022.

In July 2021, Bhavana launched the development of Lucima Residences. The property will be developed into the first and only premiere, multi-certified, sustainable high-rise development located in Cebu Business Park at the Corner Samar Loop Road and Ayala, Hipodromo, Cebu City. It has a total area of 2,245 sqm and is expected to be developed into approximately 28,000 sqm of GFA and will offer 263 residential units. The project is on-track to achieve quadruple certification including LEED, BERDE, EDGE and WELL certifications from USGBC, PHILGBC, IFC and IWBI (International WELL Building Institute). Lucima was launched in July 2021 and is expected to be completed by the fourth quarter of 2024.

Approval of the Consolidated Financial Statements

The consolidated financial statements of the Group as at December 31, 2021 and 2020 and for the years ended December 31, 2021, 2020 and 2019 were approved and authorized for issue by the BOD on March 23, 2022, as reviewed and recommended for approval by the Audit Committee on the same date.

2. Summary of Significant Accounting Policies

Basis of Preparation

The consolidated financial statements of the Group have been prepared in compliance with Philippine Financial Reporting Standards (PFRS), as modified by the application of financial reporting relief issued and approved by the Philippine SEC in response to the COVID-19 pandemic. This financial reporting framework includes PFRS, Philippine Accounting Standards (PAS) and Philippine Interpretations from International Financial Reporting Interpretations Committee (IFRIC).

In December 2020, the SEC issued Memorandum Circular (MC) No. 34, Series of 2020, which further extended the deferral of application of the provisions of Philippine Interpretations Committee (PIC) Question & Answer (Q&A) No. 2018-12 with respect to accounting for significant financing component and exclusion of land in the calculation of percentage of completion (POC) and IFRIC Agenda Discussion on over time transfers of constructed goods under PAS 23, *Borrowing Cost*, for another period of three years or until 2023.

The Group opted to avail the relief in connection with the accounting for significant financing component, exclusion of land in the calculation of POC and accounting for borrowing costs. The impact of the application of such financial reporting relief is discussed in “Adoption of Amendments to PFRS and PIC Issuances Issued but Not Yet Effective or Adopted” section of notes to the consolidated financial statements.

Measurement Bases

The consolidated financial statements are presented in Philippine Peso (Peso), the Group’s functional and presentation currency. Functional currency is the currency of the primary economic environment in which the Group operates. All values are stated in absolute amounts, unless otherwise indicated.

The consolidated financial statements of the Group have been prepared on a historical cost basis, except for investments in money market fund and investment properties, which are carried at fair value, and net retirement liability, which is carried at the present value of the defined benefit obligation. Historical cost is generally based on the fair value of the consideration given in exchange for an asset or fair value of consideration received in exchange for incurring liability.

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

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

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

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

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

When measuring the fair value of an asset or a liability, the Group uses market observable data to the extent possible. If the fair value of an asset or a liability is not directly observable, it is estimated by the Group (working closely with external qualified valuers) using valuation techniques that maximize the use of relevant observable inputs and minimize the use of unobservable inputs (e.g. by use of the market comparable approach that reflects recent transaction prices for similar items, discounted cash flow analysis, or option pricing models refined to reflect the issuer's specific circumstances). Inputs used are consistent with the characteristics of the asset or liability that market participants would take into account.

Further information about assumptions made in measuring fair values is included in the following:

- Note 3 - Significant Judgments, Accounting Estimates and Assumptions
- Note 7 - Financial Assets at Fair Value through Profit or Loss (FVPL)
- Note 10 - Investment Properties
- Note 28 - Fair Value Measurement

Fair values are categorized into different levels in a fair value hierarchy based on the degree to which the inputs to the measurement are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from 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).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Transfers between levels of the fair value hierarchy are recognized by the Group at the end of the reporting period during which the change occurred.

Adoption of PIC Issuances

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following PIC issuances which the Group adopted effective for annual periods beginning on or after January 1, 2021 -

PIC Q&A 2020-05 Accounting for Cancellation of Real Estate Sales – Under this PIC Q&A the sales cancellation and repossession of the property may be accounted by using any of the three approaches (a) the repossessed property is recognized at fair value less cost to repossess; (b) the repossessed property is recognized at fair value plus repossession cost; or (c) the cancellation is accounted for as a modification of the contract where the Group will have to reverse the previously recognized revenues and related costs. The approach selected shall be applied consistently.

Under prevailing circumstances, the adoption of the foregoing did not have any material effect on the consolidated financial statements. Additional disclosures were included in the notes to consolidated financial statements, as applicable.

Amendments to PFRS and PIC Issuances in Issue But Not Yet Effective or Adopted

Relevant amended PFRS which are not yet effective and have not been applied in preparing the consolidated financial statements are summarized below.

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

- Amendments to PFRS 3, *Reference to Conceptual Framework* – The amendments will replace the reference of PFRS 3 from the 1989 Framework to the current 2018 Conceptual Framework. The amendments include an exception that specifies that, for some types of liabilities and contingent liabilities, an entity applying PFRS 3 should refer to PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, or IFRIC 21, *Levies*, instead of the Conceptual Framework. The requirement will ensure that the liabilities recognized in a business combination will remain the same as those recognized applying the current requirements in PFRS 3. The amendments also clarified that an acquirer shall not recognize contingent assets acquired in a business combination. The amendments should be applied prospectively.
- Amendments to PAS 16, *Property, Plant and Equipment - Proceeds Before Intended Use* – The amendments prohibit deducting from the cost of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for its intended use. Instead, the proceeds and related costs from such items shall be recognized in profit or loss. The amendments must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when an entity first applied the amendments.
- Amendments to PAS 37, *Onerous Contracts - Cost of Fulfilling a Contract* – The amendments clarify that for the purpose of assessing whether a contract is onerous, the cost of fulfilling a contract comprises both the incremental costs of fulfilling that contract and an allocation of costs directly related to contract activities. The amendments apply to contracts existing at the date when the amendments are first applied. At the date of initial application, the cumulative effect of applying the amendments is recognized as an opening balance adjustment to retained earnings or other component of equity, as applicable. Accordingly, the comparatives are not restated. Earlier application is permitted.

- Annual Improvements to PFRS 2018 to 2020 Cycle –
 - Amendment to PFRS 9, *Financial Instruments - Fees in the '10 per cent' Test for Derecognition of Financial Liabilities* – The amendment clarifies which fees an entity shall include when it applies the '10 per cent' test in assessing whether to derecognize a financial liability (i.e. whether the terms of a new or modified financial liability is substantially different from the terms of the original financial liability). These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or the lender on the other's behalf. The amendment applies to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applied the amendments. Earlier application is permitted.

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

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current* – The amendments clarify the requirements for an entity to have the right to defer settlement of the liability for at least 12 months after the reporting period. The amendments also specify and clarify the following: (i) an entity's right to defer settlement must exist at the end of the reporting period, (ii) the classification is unaffected by management's intentions or expectations about whether the entity will exercise its right to defer settlement, (iii) how lending conditions affect classification, and (iv) requirements for classifying liabilities where an entity will or may settle by issuing its own equity instruments. The amendments must be applied retrospectively. Earlier application is permitted.
- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure Initiative – Accounting Policies* – The amendments require an entity to disclose its material accounting policies, instead of its significant accounting policies and provide guidance on how an entity applies the concept of materiality in making decisions about accounting policy disclosures. In assessing the materiality of accounting policy information, entities need to consider both the size of the transactions, other events or conditions and its nature. The amendments clarify (1) that accounting policy information may be material because of its nature, even if the related amounts are immaterial, (2) that accounting policy information is material if users of an entity's financial statements would need it to understand other material information in the financial statements, and (3) if an entity discloses immaterial accounting policy information, such information should not obscure material accounting policy information. In addition, PFRS Practice Statement 2, *Making Materiality Judgements*, is amended by adding guidance and examples to explain and demonstrate the application of the 'four-step materiality process' to accounting policy information. The amendments should be applied prospectively. Earlier application is permitted.
- Amendments to PAS 8, *Definition of Accounting Estimates* – The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies, and the correction of errors. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". An entity develops an accounting estimate if an accounting policy requires an item in the financial statements to be measured in a way that involves measurement uncertainty. The amendments clarify that a change in accounting estimate that results from new information or new developments is not a correction of an error, and that the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors. A change in an accounting estimate may affect only the profit or loss in the current period, or the profit or loss of both the current and future periods. Earlier application is permitted.

- Amendments to PAS 12, *Deferred Tax Related Assets and Liabilities from a Single Transaction* – The amendments require companies to recognize deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. Earlier application is permitted.

Deferred effectivity:

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28 - *Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture* – The amendments address a conflicting provision under the two standards. It clarifies that a gain or loss shall be recognized fully when the transaction involves a business, and partially if it involves assets that do not constitute a business. The effective date of the amendments, initially set for annual periods beginning on or after January 1, 2016, was deferred indefinitely in December 2015 but earlier application is still permitted.
- *IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Cost) for the Real Estate Industry* – In March 2019, IFRIC published an Agenda Decision on whether borrowing costs can be capitalized on real estate inventories that are under construction and for which the related revenue is/will be recognized over time under paragraph 35(c) of International Financial Reporting Standards 15 (PFRS 15). IFRIC concluded that borrowing costs cannot be capitalized for such real estate inventories as they do not meet the definition of a qualifying asset under PAS 23 considering that these inventories are ready for their intended sale in their current condition.

On December 15, 2020, the SEC issued SEC MC No. 34, Series of 2020, which extends the relief on the application of the IFRIC Agenda Decision provided to the real estate industry until December 31, 2023.

The Group availed of the SEC relief with respect to accounting for borrowing costs. Had the Group opted to adopt in full the guidance provided in the IFRIC agenda decision on over time transfer of constructed goods, borrowing costs would have been recognized as expense when incurred.

- PIC Q&A 2018-12, *PFRS 15 Implementing Issues Affecting the Real Estate Industry (as amended by PIC Q&A 2020-04)*. On December 15, 2020, the SEC issued SEC MC No. 34-2020 providing relief to the real estate industry by deferring the application of “assessing if the transaction price includes a significant financing component as discussed in PIC Q&A 2018-12-D (as amended by PIC Q&A 2020-04)” and the exclusion of land in the calculation of POC, until December 31, 2023.

The Group availed of the SEC relief with respect to accounting for significant financing component and exclusion of land in the calculation of POC. Accordingly, revenue from real estate sales is not adjusted for the effect of the time value of money, and the total cost incurred and total estimated cost to complete includes the cost of land.

Had the Group opted to adopt PIC Q&A 2018-12, there would have been a decrease in revenue from real estate sales because of a lower POC rate. In addition, the Group may have to recognize interest expense (income) if the buyers’ payments are higher (lower) than the POC rate.

Under prevailing circumstances, the adoption of the foregoing amendments to PFRS and PIC issuances, except for the potential impact of accounting for borrowing costs, the assessment if the transaction price includes a significant financing component and the exclusion of land in the calculation of POC, is not expected to have any material effect on the consolidated financial statements of the Group. Additional disclosures will be included in the consolidated financial statements, as applicable.

Basis of Consolidation

Subsidiaries. Subsidiaries are entities controlled by the Parent Company. Control is achieved when the Parent Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Parent Company controls an investee if and only if the Parent Company has:

- power over investee;
- exposure, or rights, to variable returns from its involvement with the investee; and
- the ability to use its power over the investee affect its returns.

Subsidiaries are consolidated from the date of acquisition or incorporation, being the date on which the Parent Company obtains control, and continue to be consolidated until the date such control ceases.

The financial statements of the subsidiaries are prepared using the same reporting period of the Parent Company. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Intercompany balances and transactions, including intercompany profits and unrealized profits and losses, are eliminated in full.

A change in ownership interest of a subsidiary, without a change of control, is accounted for as an equity transaction. Upon the loss of control, the Group derecognizes the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising from the loss of control is recognized in profit or loss. If the Group retains interest in the previous subsidiary, then such interest is measured at fair value at the date control is lost. Subsequently, it is accounted for as an equity-accounted investee or as financial assets at fair value through other comprehensive income (FVOCI) depending on the level of influence retained.

Non-controlling interest represents the portion of profit or loss and net assets not held by the Parent Company and is presented separately in the Group's consolidated statements of comprehensive income and within equity in the Group's consolidated statements of financial position, separate from equity attributable to equity holders of the Parent Company, respectively.

Financial Assets and Liabilities

Date of Recognition. The Group recognizes a financial asset or a financial liability in the consolidated statements of financial position when it becomes a party to the contractual provisions of a financial instrument. In the case of a regular way purchase or sale of financial assets, recognition and derecognition, as applicable, is done using settlement date accounting.

Initial Recognition and Measurement. Financial instruments are recognized initially at fair value, which is the fair value of the consideration given (in case of an asset) or received (in case of a liability). The initial measurement of financial instruments, except for those designated at FVPL, includes transaction costs.

“Day 1” Difference. Where the transaction in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Group recognizes the difference between the transaction price and fair value (a “Day 1” difference) in profit or loss.

In cases where there is no observable data on inception, the Group deems the transaction price as the best estimate of fair value and recognizes “Day 1” difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Group determines the appropriate method of recognizing the “Day 1” difference.

Classification. The Group classifies its financial assets at initial recognition under the following categories: (a) financial assets at FVPL, (b) financial assets at amortized cost and (c) financial assets at FVOCI. Financial liabilities, on the other hand, are classified as either financial liabilities at FVPL or financial liabilities at amortized cost. The classification of a financial instrument largely depends on the Group’s business model and its contractual cash flow characteristics.

As at December 31, 2021 and 2020, the Group does not have financial assets at FVOCI and financial liabilities at FVPL.

Financial Assets at FVPL. Financial assets at FVPL are either classified as held for trading or designated at FVPL. A financial instrument is classified as held for trading if it meets either of the following conditions:

- it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
- on initial recognition, it is part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

This category includes equity instruments which the Group had not irrevocably elected to classify at FVOCI at initial recognition. This category includes debt instruments whose cash flows are not “solely for payment of principal and interest” assessed at initial recognition of the assets, or which are not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell.

The Group may, at initial recognition, designate a financial asset meeting the criteria to be classified at amortized cost or at FVOCI, as a financial asset at FVPL, if doing so eliminates or significantly reduces accounting mismatch that would arise from measuring these assets.

After initial recognition, financial assets at FVPL are subsequently measured at fair value. Unrealized gains or losses arising from the fair valuation of financial assets at FVPL are recognized in profit or loss.

As at December 31, 2021 and 2020, the Group classified its investments in money market fund under this category (see Note 7).

Financial Assets at Amortized Cost. Financial assets shall be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less allowance for impairment, if any. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the financial assets are derecognized and through amortization process. Financial assets at amortized cost are included under current assets if realizability or collectability is within 12 months after the reporting period. Otherwise, these are classified as noncurrent assets.

As at December 31, 2021 and 2020, the Group's contract assets, cash in banks, cash equivalents, receivables (excluding accrued rent under straight-line basis of accounting), amounts held in escrow, and deposits are classified under this category (see Notes 5, 6, 8, and 12).

Cash in banks are demand deposits with banks and earn interest at prevailing bank deposit rates. Meanwhile, cash equivalents are short-term highly liquid investments that are readily convertible into known amounts of cash, which are subject to an insignificant risk of changes in value and which have a maturity of three (3) months or less at acquisition.

Financial Liabilities at Amortized Cost. Financial liabilities are categorized as financial liabilities at amortized cost when the substance of the contractual arrangement results in the Group having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

These financial liabilities are initially recognized at fair value less any directly attributable transaction costs. After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

As at December 31, 2021 and 2020, the Group's loans and bonds payable, accounts payable and other liabilities (excluding statutory payables, payable to buyers and advance rent), contract liabilities and due related parties are classified under this category (see Notes 13, 14, 15 and 24).

Reclassification

The Group reclassifies its financial assets when, and only when, it changes its business model for managing those financial assets. The reclassification is applied prospectively from the first day of the first reporting period following the change in the business model (reclassification date).

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVPL, any gain or loss arising from the difference between the previous amortized cost of the financial asset and fair value is recognized in profit or loss.

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVOCI, any gain or loss arising from a difference between the previous amortized cost of the financial asset and fair value is recognized in other comprehensive income (OCI).

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at amortized cost, its fair value at the reclassification date becomes its new gross carrying amount.

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at FVOCI, its fair value at the reclassification date becomes its new gross carrying amount. Meanwhile, for a financial asset reclassified out of the financial assets at FVOCI category to financial assets at FVPL, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss as a reclassification adjustment at the reclassification date.

Impairment of Financial Assets at Amortized Cost

The Group records an allowance for expected credit loss (ECL). ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The difference is then discounted at an approximation to the asset's original effective interest rate.

For trade receivables and contract assets, the Group has applied the simplified approach and has calculated ECL based on the lifetime ECL. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets measured at amortized cost, the ECL is based on the 12-month ECL, which pertains to the portion of lifetime ECL that result from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

Derecognition of Financial Assets and Liabilities

Financial Assets. A financial asset (or where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when:

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

When the Group has transferred its right to receive cash flows from a financial asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset nor transferred control of the financial asset, the financial asset is recognized to the extent of the Group's continuing involvement in the financial asset. Continuing involvement that takes the form of a guarantee over the transferred financial asset is measured at the lower of the original carrying amount of the financial asset and the maximum amount of consideration that the Group could be required to repay.

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

A modification is considered substantial if the present value of the cash flows under the new terms, including net fees paid or received and discounted using the original effective interest rate, is different by at least 10% from the discounted present value of remaining cash flows of the original liability.

The fair value of the modified financial liability is determined based on its expected cash flows, discounted using the interest rate at which the Group could raise debt with similar terms and conditions in the market. The difference between the carrying amount of the original liability and fair value of the new liability is recognized in the consolidated statements of comprehensive income.

On the other hand, if the difference does not meet the 10% threshold, the original debt is not extinguished but merely modified. In such case, the carrying amount is adjusted by the costs or fees paid or received in the restructuring.

Offsetting of Financial Assets and Liabilities

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the consolidated statements of financial position.

Classification of Financial Instrument between Liability and Equity

A financial instrument is classified as liability if it provides for a contractual obligation to:

- Deliver cash or another financial asset to another entity;
- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or
- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Group does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

Classification of Assets and Liabilities between Current and Noncurrent

The Group presents current and noncurrent assets, and current and noncurrent liabilities, as separate classifications in the notes to consolidated financial statements (see Note 29).

Current Assets. The Group classifies an asset as current when:

- It expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- It holds the asset primarily for the purpose of trading;
- It expects to realize the asset within 12 months after the reporting period; or
- The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

Otherwise, the Group will classify all other assets as noncurrent.

Current Liabilities. The Group classifies a liability as current when:

- It expects to settle the liability in its normal operating cycle;
- It holds the liability primarily for the purpose of trading;
- The liability is due to be settled within 12 months after the reporting period; or
- It does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Otherwise, the Group will classify all other liabilities as noncurrent.

Cost to Obtain a Contract with a Customer

The Group recognizes an asset for the incremental cost of obtaining a contract with a customer if the Group expects to recover those costs. Otherwise, those costs are recognized as expense when incurred. The incremental costs of obtaining a contract are those costs that the Group incurs to obtain a contract such as, but not limited to, sales commissions paid to sales agents and nonrefundable direct taxes incurred in obtaining a contract.

Contract Balances

Contract Assets. A contract asset represents the Group's right to a consideration in exchange for goods or services that the Group has transferred to a customer when that right is conditioned on something other than a passage of time. If the Group transferred goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for that earned consideration that is conditional. Contract assets are reclassified to receivables from sale of real estate upon completion of the performance obligation. Contract assets pertain to unbilled receivables from sale of office units which is computed based on POC.

Receivables from Sale of Real Estate. A receivable from sale of real estate represents the Group's right to a consideration that is unconditional. A right to a consideration is unconditional if only the passage of time is required before payment of that consideration is due.

Contract Liabilities. A contract liability represents the Group's obligation to transfer goods to a customer for which the Group has received a consideration from the customer. If a customer pays a consideration before the Group transfers goods to the customer, a contract liability is recognized when the payment is made or the payment is due, whichever is earlier. Contract liabilities are recognized as revenue when the Group performs under the contract.

Debt Issue Costs

Debt issue costs are considered as an adjustment to the effective yield of the related debt and are deferred and amortized using the effective interest rate method. When a loan is paid, the related unamortized debt issue costs at the date of repayment are recognized in profit or loss. Unamortized debt issue costs is presented against the carrying amount of related debt.

Real Estate for Sale

Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realizable value (NRV).

Cost includes acquisition cost plus any other directly attributable costs of developing the asset to its saleable condition and costs of improving the properties up to the reporting date. Directly attributable costs include amounts paid to contractors, borrowing costs, planning and designing costs, costs of site preparation and construction overheads.

NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date and discounted for the time value of money if material, less estimated costs to complete and the estimated costs to sell. NRV in respect of land under development is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete the construction and less an estimate of the time value of money to the date of completion.

Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

The interest capitalized is calculated using the Group's weighted average cost of borrowings after adjusting for borrowings associated with specific developments. When borrowings are associated with specific developments, the amounts capitalized is the gross interest incurred on those borrowings less any investment income arising on their temporary investment. Interest is capitalized from the commencement of the development work until the date of practical completion. The capitalization of finance costs is suspended if there are prolonged periods when development activity is interrupted. Interest is also capitalized on the purchase cost of a site of property acquired specifically for redevelopment, but only where activities necessary to prepare the asset for redevelopment are in progress.

Investment Properties

Investment properties are properties held either to earn rental income or for capital appreciation or both, but not for sale in the ordinary course of business or for administrative purposes.

The Group uses fair value model for the accounting of its investment properties. Under this method, investment properties are initially measured at cost but are subsequently remeasured at fair value at each reporting date, which reflects market conditions at the reporting date. Cost comprises the purchase price and any directly attributable costs in developing and improving the properties. Cost also includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met. The fair value of investment properties is determined using market data approach, income approach and cost approach by an independent real estate appraiser. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including the corresponding tax effect. For the purposes of these consolidated financial statements, in order to avoid double counting, the fair value reported in the consolidated financial statements is reduced by the carrying amount of any accrued income resulting from the spreading of lease incentives and minimum lease payments.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by the ending of owner-occupation, commencement of an operating lease to another party or ending of the construction or development. Transfers are made from investment property when, and only when, there is a change in use, evidenced by the commencement of owner occupation or commencement of development with a view to sell.

Investment properties are derecognized when either those have been disposed of or when the investment property is 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 statements of comprehensive income in the year of retirement or disposal.

Property and Equipment

Property and equipment are carried at cost less accumulated depreciation and amortization and any impairment losses.

The initial cost of property and equipment consists of the purchase price, including import duties, borrowing costs (during the construction period) and other costs directly attributable to bring the asset to its working condition and location for its intended use. Cost also includes the cost of replacing parts of such property and equipment when the recognition criteria are met and the present value of the estimated cost of dismantling and removing the asset and restoring the site where the asset is located.

Expenditures incurred after the property and equipment have been put into operation, such as repairs, maintenance and overhaul costs, are normally charged to operations in the year the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional costs of property and equipment.

Depreciation and amortization are calculated on a straight-line basis over the following estimated useful lives of the property and equipment:

	Number of Years
Building and building improvements	50
Transportation and other equipment	3 to 5
Office equipment	3 to 5
Furniture and fixtures	3
Leasehold improvements	3 to 5 or lease term, whichever is shorter

The estimated useful lives and depreciation and amortization method are reviewed periodically to ensure that the periods and method of depreciation and amortization are consistent with the expected pattern of economic benefits from items of property and equipment.

Fully-depreciated assets are retained in the account until they are no longer in use and no further change for depreciation is made in respect to those assets.

Construction in progress is stated at cost. This includes cost of construction and other direct costs. Construction in progress is not depreciated until such time that the relevant assets are completed and available for operational use.

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

Other Assets

Other assets include input value-added tax (VAT), advances for project development, creditable withholding taxes (CWT), advances for asset purchase, amounts held in escrow (classified as financial assets), prepayments, deposits (classified as financial assets), deferred input VAT, and materials and supplies.

VAT. Revenues, expenses and assets are recognized net of the amount of VAT except:

- where VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the VAT is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- where receivables and payables that are stated with the amount of VAT included.

The net amount of VAT recoverable from, or payable to, the tax authority is included as part of "Other assets" or "Accounts payable and other liabilities" accounts, respectively, in the consolidated statements of financial position.

Advances for Project Development. Advances for project development are recognized whenever the Group pays in advance for its purchase of goods or services. These are measured at transaction price less impairment in value, if any.

Creditable Withholding Taxes (CWT). CWT represents the amount withheld by the Group's customers in relation to its income. CWT can be utilized as payment for income taxes provided that these are properly supported by certificates of creditable tax withheld at source subject to the rules on Philippine income taxation.

Advances for Asset Purchase. Advances for asset purchase are recognized whenever the Company pays in advance for land. These are measured at transaction price less impairment in value, if any.

Prepayments. Prepayments are expenses paid in advance and recorded as assets before these are utilized. Prepayments are apportioned over the period covered by the payment and charged to profit or loss when incurred. Prepayments that are expected to be realized for no more than 12 months after the reporting period are classified as current assets. Otherwise, these are classified as noncurrent assets.

Deferred Input VAT. In accordance with the Revenue Regulation (RR) No. 16-2005, input VAT on purchases or imports of the Group of capital goods (depreciable assets for income tax purposes) with an aggregate acquisition cost (exclusive of VAT) in each of the calendar month exceeding ₱1.0 million are claimed as credit against output VAT over 60 months or the estimated useful lives of capital goods, whichever is shorter. Deferred input VAT represents the unamortized amount of input VAT on capital goods. Deferred input VAT that are expected to be claimed against output VAT for no more than 12 months after the financial reporting period are classified as current assets. Otherwise these are classified as noncurrent assets.

Where the aggregate acquisition cost (exclusive of VAT) of the existing or finished depreciable capital goods purchased or imported during any calendar month does not exceed ₱1.0 million, the total input VAT will be allowable as credit against output VAT in the month of acquisition.

Materials and Supplies. The Group recorded as assets several excess construction materials and supplies from the completed construction of its projects. Materials and supplies are stated at lower of cost and NRV.

Impairment of Nonfinancial Assets

The carrying amounts of the Group's nonfinancial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's net recoverable amount is estimated.

Any impairment loss is recognized if the carrying amount of an asset or its cash-generating unit (CGU) exceeds its net recoverable amount. A CGU is the smallest identifiable asset group that generates cash flows that are largely independent from other assets of the Group. Impairment losses are recognized in profit or loss in the period incurred.

The net recoverable amount of an asset is the greater of its value in use or its fair value less costs to sell. Value in use is the present value of future cash flows expected to be derived from an asset while fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable and willing parties less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present values using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss has been recognized.

Payable to Customers

Payable to customers consist of amounts received by the Group from its tenants as reservation fees for lease or downpayments received from prospective buyers. These are recorded at face amount in the consolidated statements of financial position. These will be applied as security deposits upon execution of the lease contracts or against the total contract price of the real estate sale upon execution of contract to sell.

Advance Rent

Advance rent are initially recognized at the value of cash received, and will generally be applied as lease payments to the immediately succeeding months or in the last three (3) months of the lease term.

Capital Stock

Preferred Stock. The Group's preferred stocks are cumulative, nonvoting, nonparticipating and nonconvertible. Preferred stock is classified as equity if this is nonredeemable, or redeemable only at the Group's option, and any dividends thereon are discretionary. Dividends thereon are recognized as distributions within equity upon approval by the BOD of the Parent Company.

Preferred stock is classified as a liability if this is redeemable on a specific date or at the option of the shareholders, or if dividend payments are not discretionary. Dividends thereon are recognized as interest expense in profit or loss as accrued.

Common Stock. Common stock is measured at par value for all shares issued.

Additional Paid-in Capital

Additional paid-in capital is the proceeds and/or fair value of considerations received in excess of par value of the subscribed capital stock. Incremental costs incurred directly attributable to the issuance of new shares are recognized as deduction from equity, net of any tax. Otherwise, these are recognized as expense in profit or loss.

Treasury Shares

Treasury shares represent owner's equity instruments which are reacquired and deducted from equity. Treasury shares are accounted for at cost and shown as a deduction in the equity section of the consolidated statements of financial position. No gain or loss is recognized in profit or loss on the purchase, sale, issuance or cancellation of the Parent Company's own equity instruments.

Retained Earnings

Retained earnings represent the cumulative balance of net income or loss, net of any dividend declaration and prior period adjustments.

Other Comprehensive Income

Other components of equity comprise of items of income and expense that are not recognized in profit or loss for the year. Other comprehensive income pertains to cumulative remeasurement gains (losses) on net retirement liability.

Parent Company's Shares Held by a Subsidiary

Shares of the Parent Company held by a subsidiary are carried at cost and are deducted from equity. No gain or loss is recognized on the purchase, sale, issue or cancellation of the Parent Company's own equity instruments. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital to the extent of the specific or average additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Non-controlling Interests

Non-controlling interests represent the portion of net results and net assets not held by the Parent Company. These are within equity presented in the consolidated statements of financial position, separately from equity attributable to equity holders of the Parent Company and are separately disclosed in the consolidated statements of income and consolidated statements of comprehensive income. Non-controlling interests consist of the amount of those interests at the date of original business combination and the non-controlling interests' share on changes in equity since the date of the business combination.

Basic and Diluted Earnings per Share (EPS)

Basic EPS is computed by dividing the net income for the period attributable to common equity holders of the Parent Company by the weighted average number of issued and outstanding and subscribed common shares during the period, with retroactive adjustment for any stock dividends declared.

Diluted EPS is computed in the same manner, adjusted for the effects of any potentially dilutive convertible securities.

Revenue Recognition

Revenue from contract with customers is recognized when the performance obligation in the contract has been satisfied, either at a point in time or over time. Revenue is recognized over time if one of the following criteria is met: (a) the customer simultaneously receives and consumes the benefits as the Group perform its obligations; (b) the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time.

Revenue from contracts with customers is recognized when control of the goods and services is transferred to the customer in an amount that reflects the consideration to which the Group expected to be entitled in exchange for those goods and services.

The Group also assesses its revenue arrangements to determine if it is acting as a principal or as an agent. The Group has assessed that it acts as a principal in all of its revenue sources.

The following specific recognition criteria must also be met before revenue is recognized.

Revenue from Real Estate Sales. Revenue from the sale of completed real estate project is accounted for using the full accrual method in which revenue is recognized at a point in time when control is transferred to a customer. The Group transfers control of real estate for sale under pre-completion contracts over time and, therefore, satisfies the performance obligations under the contract and recognizes revenue over time.

The Group considers a contract to sell as a valid revenue contract. The Group also assesses the probability that it will collect the consideration under the contract prior to recognizing revenue. This assessment is based on the customer's ability and intention to pay the amount of consideration when it is due. If any of the above criteria is not met, the deposit method is applied until all the conditions for recognizing revenue are met.

The Group recognizes revenue from real estate sales under pre-completion contracts based on POC using the input method in which revenue is recognized on the basis of costs incurred up until the end of the reporting period as a proportion of total costs expected to be incurred.

The Group opted to defer the application guidelines of the provisions of the PIC Q&A No. 2018-12 (*as amended by PIC Q&A 2020-05*) with respect to the accounting for significant financing component, uninstalled materials and the exclusion of land in the computation of POC for a period of three (3) years.

Accordingly, the consideration is not adjusted for the effects of the time value of money, and the total cost incurred and total estimated cost to complete including the cost of land.

For tax purposes, full recognition is applied when more than 25% of the selling price has been collected in the year of sale. Otherwise, the installment method is applied.

Leasing Revenue. Leasing revenue consists of rent income and common use service area (CUSA) fees. Rent income arising from operating leases on investment properties is recognized on a straight-line basis over the lease terms, except for contingent rental income, which is recognized in the period that it arises. Tenant lease incentives are recognized as a reduction of rental income on a straight-line basis over the term of the lease. The lease term is the non-cancellable period of the lease together with any further term for which the tenant has the option to continue the lease, where, at the inception of the lease, management is reasonably certain that the tenant will exercise that option. CUSA fees are recognized as income once earned. These are charged monthly and are based on the lessee's proportionate share on the common areas.

Amounts received from tenants to terminate leases or to compensate for dilapidations are recognized in profit or loss when the right to receive those amounts arises.

Property Management Fees. Revenue is recognized in profit or loss when the related services are rendered.

Interest Income. Interest income is recognized as the interest accrues, taking into account the effective yield on the asset.

Other Income. Income from other sources is recognized when earned during the period.

Cost and Expenses Recognition

Cost and expenses are decreases in economic benefits during the accounting period in the form of outflows or depletions of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants.

Cost of Real Estate Sales. Cost of real estate sales is recognized consistent with the revenue recognition method applied. Cost of condominium units sold before the completion of the development is determined on the basis of the acquisition cost of the land plus its full development costs, which include estimated costs for future development works.

Cost of Leasing Operations. Cost of leasing operations, which constitute direct cost incurred in relation to the leasing of properties of the Group which includes ACPT, Cazneau's dormitory units and MPI's commercial units, is recognized as expense when incurred.

Cost of Services. Cost of services, which constitute direct cost incurred in relation to EPMI's provision of property management services, is recognized as expense when services are rendered.

Operating Expenses. Operating expenses constitute cost of administering the business and cost incurred to sell and market its products and services. These are recognized as incurred.

Finance Costs. Finance costs are recognized in profit or loss using the effective interest method.

Share-based Compensation

The Parent Company has a stock option plan covering employees, officers and directors, whereby employees render services for shares or rights over shares ("equity-settled transaction"). The rights granted under the plan are not assignable and nontransferable. The cost of the equity-settled transactions is measured by reference to the fair value of the stock options on the date that it was granted. Stock options reserve presented as part of "Equity" is measured at fair value of the share options as at reporting date when the options are exercised, forfeited or lapsed.

Leases

The Group assesses whether the contracts is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified assets for a period of time, the Group assesses whether, throughout the period of use, it has both of the following:

- i. the right to obtain substantially all of the economic benefits from use of the identified asset; and,
- ii. the right to direct the use of the identified asset.

If the Group has the right to control the use of an identified asset for only a portion of the term of the contract, the contract contains a lease for that portion of the term.

The Group also assesses whether a contract contains a lease for each potential separate lease component.

The Group as a Lessor. Leases where the Group retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which these are earned.

Employee Benefits

Short-term Benefits. The Group recognizes a liability net of amounts already paid and an expense for services rendered by employees during the accounting period. A liability is also recognized for the amount expected to be paid under short-term cash bonus or profit sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

Short-term employee benefit liabilities are measured on an undiscounted basis and are expensed as the related service is provided.

Retirement Benefits. The Group has a funded, non-contributory defined benefit plan covering all qualified employees. The retirement benefits cost is determined using the projected unit credit method which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

The Group recognizes service costs, comprising of current service costs, past service costs and net interest expense or income in profit or loss. Net interest is calculated by applying the discount rate to the net retirement liability or asset.

Past service costs are recognized in profit or loss on the earlier of the date of the plan amendment or curtailment, and the date that the Group recognizes restructuring-related costs.

Remeasurements pertaining to actuarial gains and losses and return on plan assets are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

Plan assets are assets that are held in trust and managed by a trustee bank. Plan assets are not available to the creditors of the Group, nor can they be paid directly to the Group. The fair value of the plan assets is based on the market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the retirement liability, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The net retirement asset (liability) is the aggregate of the present value of the defined benefit obligation and the fair value of plan assets against which the obligations are to be settled directly, adjusted for any effect of asset ceiling. The present value of the retirement obligation is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement liability. The asset ceiling is the present value of future economic benefits available in the form of refunds from the plan or reductions in future contribution to the plan.

Actuarial valuations are made with sufficient regularity so that the amounts recognized in the consolidated financial statements do not differ materially from the amounts that would be determined at the reporting date.

Foreign Currency - Denominated Transactions

Transactions in foreign currencies are translated to the functional currency at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at reporting date. Resulting exchange differences arising on the settlement of or on translating such monetary assets and liabilities are recognized in profit or loss.

Income Taxes

Current Tax. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the tax authority. The tax rates and tax laws used to compute the amount are those that have been enacted or substantively enacted at the reporting date.

Deferred Tax. Deferred tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are recognized for all deductible temporary differences, carryforward benefits of unused tax credits from excess minimum corporate income tax (MCIT) over the regular corporate income tax (RCIT) and unused net operating loss carryover (NOLCO), to the extent that it is probable that taxable income will be available against which the deductible temporary differences and carryforwards of unused MCIT and NOLCO can be utilized.

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

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. For purposes of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted, that is, when the investment property is depreciable and is held within the business model whose objective is consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

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 relating to items recognized outside profit or loss is recognized under OCI and outside profit or loss.

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

Related Party Transactions

Related party transactions are transfer of resources, services or obligations between the Group and its related parties, regardless whether a price is charged. Transactions between related parties are accounted for at arm's length prices or on terms similar to those offered to non-related parties in an economically comparable market.

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 includes: (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; (c) individuals owning, directly or indirectly, an interest in the voting power of the investee that gives them significant influence over the investee and close members of the family of any such individual; and, (d) the Parent Company's funded retirement plan.

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

The key management personnel of the Group are also considered to be related parties.

Segment Reporting

The Group's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment reporting a strategic business unit that offers different products and serves different markets. Financial information on the Group's business segments is presented in Note 30 to the consolidated financial statements.

Provisions and Contingencies

Provisions are recognized when the Group has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. 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 risks and uncertainties associated with the present obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

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

Events After 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 are disclosed in the notes to consolidated financial statements when material.

3. Significant Judgments, Accounting Estimates and Assumptions

The preparation of consolidated financial statements in accordance with PFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of asset, liabilities, income and expenses. The accounting estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Judgments

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:

Determining Functional Currency. Based on management's assessment, the functional currency of the Group has been determined to be Philippine Peso, the currency of the primary economic environment in which the Group operates. It is the currency that mainly influences the operations of the Group.

Classifying Financial Instruments. The Group exercises judgment in classifying financial instruments in accordance with PFRS 9. The Group exercises judgment in classifying a financial instrument, or its component parts, on initial recognition as either a financial asset, a financial liability or an equity instrument in accordance with the Group's business model and its contractual cash flow characteristics and the definitions of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the consolidated statements of financial position.

Determining Control or Joint Control over an Investee Company. Control is presumed to exist when an investor has power over an investee, is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. On the other hand, joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. The Group has determined that by virtue of the Parent Company's majority ownership of voting rights in its subsidiaries as at December 31, 2021, 2020 and 2019, it has the ability to exercise control over these investees.

Determining Revenue and Cost Recognition. Selecting an appropriate revenue recognition method for a particular real estate transaction requires certain judgments based on the buyer's commitment on the sale which may be ascertained through the significance of the buyer's initial investment and completion of development.

The Group recognizes revenue over time if one of the following criteria is met:

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

The Group concluded that revenue from real estate sale of office units and sale of residential units in should be recognized over time. The Group also determined that input method is the appropriate method in measuring the POC. Under POC, the Group satisfies its performance obligation to deliver a portion of the property to the customer over time. The input method is based on the costs incurred up until the end of the reporting period as a proportion of total costs expected to be incurred. Changes in estimates may affect the reported amounts of revenue, cost of real estate sales, contract assets and contract liabilities.

Revenue from real estate sales recognized based on POC amounted to ₱2,628.9 million in 2021, ₱2,919.1 million in 2020 and ₱3,515.8 million in 2019. Related cost of real estate sales amounted to ₱1,610.0 million in 2021, ₱1,549.2 million in 2020 and ₱2,038.0 million in 2019 (see Note 9).

Classifying Real Estate for Sale, Investment Properties and Property and Equipment. The Group determines whether a property qualifies as a real estate for sale, an investment property or an item of property and equipment. In making its judgment, the Group considers whether the property is held for sale in the ordinary course of business, held primarily to earn rentals or capital appreciation or both, or used for operations and administrative purposes by the Group.

Real estate for sale amounted to ₱8,988.8 million and ₱6,894.9 million as at December 31, 2021 and 2020, respectively (see Note 9). Investment properties amounted to ₱9,026.4 million and ₱8,315.2 million as at December 31, 2021 and 2020, respectively (see Note 10). Property and equipment amounted to ₱273.2 million and ₱280.2 million as at December 31, 2021 and 2020, respectively (see Note 11).

Determining the Highest and Best Use of Investment Properties. The Group determines the highest and best use of its investment properties when measuring fair value. In making its judgment, the Group takes into account the use of the investment properties that is physically possible, legally permissible and financially feasible. The Group has determined that the highest and best use of the investment properties is their current use.

Investment properties amounted to ₱9,026.4 million and ₱8,315.2 million as at December 31, 2021 and 2020, respectively (see Note 10).

Determining Lease Commitments - Group as Lessor. The Group entered into various lease contracts for its office units in ACPT, commercial units in Arya Residences and dormitory units in Sevina Park's Courtyard Hall. The Group has determined that the risks and benefits of ownership related to the leased properties are retained by the Group. Accordingly, the leases are accounted for as operating leases.

Revenue from leasing operations recognized from these operating leases amounted to ₱325.5 million in 2021, ₱371.6 million in 2020 and ₱321.9 million in 2019 (see Note 22).

Classifying Lease Commitments - Group as a Lessee. The Group has entered into lease agreements as a lessee. For these leases, the Group availed of the exemption for short-term leases with term of 12 months or less. Accordingly, lease payments on short-term leases were recognized as expense on a straight-line basis over the lease term.

Rent expense amounted to ₱2.3 million in 2021, ₱3.0 million in 2020 and ₱1.7 million in 2019 (see Note 22).

Assessing Provisions and Contingencies. The Group evaluates legal and administrative proceedings to which it is involved based on analysis of potential results. Management and its legal counsels do not believe that any current proceedings will have material adverse effects on its consolidated financial position and results of operations. It is possible, however, that future results of operations could be materially affected by changes in estimates or in the effectiveness of strategies relating to these proceedings.

Accounting Estimates and Assumptions

The following are the key sources of accounting estimation uncertainty and other key accounting assumptions concerning the future at the end of reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

Recognizing Revenue and Cost of Real Estate Sales. The Group's revenue and cost recognition policies require management to make use of estimates and assumptions that may affect the reported amounts of revenue and cost. Revenue and cost of sale of real estate recognized based on POC are measured principally based on the costs incurred up until the end of the reporting period at a proportion of total costs expected to be incurred.

Revenue from real estate sales recognized based on POC amounted to ₱2,628.9 million in 2021, ₱2,919.1 million in 2020 and ₱3,515.8 million in 2019. Related cost of real estate sales amounted to ₱1,610.0 million in 2021, ₱1,549.2 million in 2020 and ₱2,038.0 million in 2019.

Estimating the Fair Value of Investment Properties. Investment properties are measured at fair values. The Group works closely with external qualified appraisers who performed the valuation using appropriate valuation techniques. The Group estimates expected future cash flows, yields, occupancy rates and discount rates. The valuation techniques and inputs used in the fair value measurement of investment properties are disclosed in Note 10 to the consolidated financial statements.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the investment properties and the level of the fair value hierarchy.

Investment properties amounted to ₱9,026.4 million and ₱8,315.2 million as at December 31, 2021 and 2020, respectively (see Note 10).

Determining the NRV of Real Estate for Sale. Real estate for sale is stated at lower of cost or NRV. NRV for completed real estate for sale is assessed with reference to market conditions and prices existing at the reporting date and is determined by the Group in the light of recent market transactions. NRV in respect of real estate assets under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete the construction and less estimated costs to sell. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized.

No provision for inventory obsolescence was recognized in 2021, 2020 and 2019. The carrying amount of real estate for sale amounted to ₱8,988.8 million and ₱6,894.9 million as at December 31, 2021 and 2020, respectively (see Note 9).

Assessing the ECL on Trade Receivables and Contract Assets. The Group initially uses a provision matrix based on the historical default rates for trade receivables. The provision matrix specifies provision rates depending on the number of days that a receivable is past due. The Group then calibrates the provision matrix to adjust historical credit loss experience with forward-looking information on the basis of current observable data to reflect the effects of current and forecasted economic conditions.

The Group adjusts historical default rates if forecasted economic conditions such as gross domestic product are expected to deteriorate which can lead to increased number of defaults in the real estate industry. The Group regularly reviews the methodology and assumptions used for estimating ECL to reduce any differences between estimates and actual credit loss experience.

The determination of the correlation between historical default rates and forecasted economic conditions is a significant estimate. Accordingly, the provision for ECL of receivable from real estate sales is sensitive to changes in assumptions about forecasted economic conditions.

The Group's exposure to risk of default is mitigated by the requirement that title to real estate for sale is transferred to the buyer only upon full payment of the contract price.

No provision for ECL was recognized in 2021, 2020 and 2019. The Group's trade receivables and contract assets aggregated ₱7,359.3 million and ₱5,684.6 million as at December 31, 2021 and 2020, respectively (see Notes 5 and 8).

Assessing the ECL on Other Financial Assets at Amortized Cost. The Group determines the allowance for ECL based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of financial assets at amortized cost. ECL is provided for credit losses that result from possible default events within the next 12-months unless there has been a significant increase in credit risk since initial recognition in which case ECL are provided based on lifetime ECL.

When determining if there has been a significant increase in credit risk, the Group considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- actual or expected external and internal credit rating downgrade
- existing or forecasted adverse changes in business, financial or economic conditions
- actual or expected significant adverse changes in the operating results of the borrower
- significant changes in credit spread, rates or terms such as more stringent covenants and increased amount of collateral or guarantees

The Group also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent a significant risk in credit risk such as when non-payment was an administrative oversight rather than resulting from financial difficulty of the borrower.

No provision for ECL was recognized in 2021, 2020 and 2019.

The carrying amounts of financial assets are as follows:

Asset Type	Note	2021	2020
Cash and cash equivalents*	6	₱1,949,062,156	₱940,924,474
Receivable from sale of interests in subsidiaries	8	208,562,250	—
Due from related parties	8	46,409,707	58,112,709
Interest receivable	8	36,910,585	22,733,591
Advances to employees	8	29,646,160	10,532,725
Receivable from non-affiliated entity	8	—	11,534,432
Other receivables	8	55,694,374	4,230,664
Amounts held in escrow	12	144,678,088	85,052,814
Deposits	12	65,599,638	56,072,105

*excluding cash on hand

Determining the Fair Value of Investment in Money Market Fund. The Group classifies its investment in money market fund as financial asset at FVPL in the consolidated statements of financial position. The Group determined the fair value of investment in money market fund using available market prices in active markets for identical assets (Level 1). Any changes in the fair value of this financial asset would affect profit or loss.

The fair value and carrying amount of investment in money market fund amounted to ₱4,378.6 million and ₱3,257.3 million as at December 31, 2021 and 2020, respectively (see Note 7).

Estimating the Useful Lives of Property and Equipment. The Group reviews annually the estimated useful lives of property and equipment based on expected asset's utilization, market demands and future technological development. It is possible that the factors mentioned may change in the future, which could cause a change in estimated useful lives. A reduction in estimated useful lives could cause a significant increase in depreciation and amortization of property and equipment.

There were no changes in the estimated useful lives of property and equipment during 2021, 2020 and 2019. The carrying amount of property and equipment amounted to ₱273.2 million and ₱280.2 million as at December 31, 2021 and 2020, respectively (see Note 11).

Assessing the Impairment of Nonfinancial Assets. The Group assesses impairment on nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. In assessing whether there is any indication that an asset may be impaired, the Group considers the external and internal sources of information. External sources of information include but are not limited to unexpected significant decline in market value and any other significant changes with an adverse effect on the Group, whether it had taken place during period or will take place in the near future in the market, economic or legal environment in which the entity operates or in the market to which the asset is dedicated. Internal sources of information include evidence of obsolescence or physical damage on an asset, significant changes with an adverse effect on the Group whether it had taken place during the period, or are expected to take place in the near future, to the extent to which, or in a manner in which, an asset is used or is expected to be used, and any other evidence that indicates that the economic performance of an asset is, or will be, worse than expected.

Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. The fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

Value in use is determined as the present value of estimated future cash flows expected to be generated from the continued use of the assets. The estimated cash flows are projected using growth rates based on historical experience and business plans and are discounted using pretax discount rates that reflect the current assessment of the time value of money and the risks specific to the asset.

Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs.

No provision for impairment loss on nonfinancial assets was recognized in 2021, 2020 and 2019.

The carrying amounts of nonfinancial assets are as follows:

Asset Type	Note	2021	2020
Accrued rent receivable*	8	P66,158,150	P89,557,339
Property and equipment	11	273,213,366	280,192,479
Other assets**	12	2,042,460,737	1,836,481,141

*presented under "Receivables" account.

**excluding deposits and amounts held for escrow aggregating P210.3 million and P141.1 million as at December 31, 2021 and 2020, respectively.

Estimating Retirement Expense. The determination of the Group's obligation and cost for pension and other retirement benefits is dependent on selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions are described in Note 21 to the consolidated financial statements and include among others, discount rate and salary increase rate. While the Group believes that the assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions materially affect net retirement liability.

Net retirement liability amounted to P118.4 million and P101.5 million as at December 31, 2021 and 2020, respectively (see Note 21).

Assessing the Realizability of Deferred Tax Assets. The Group's assessment on the recognition of deferred tax assets on deductible temporary differences and carryforward benefits of unused MCIT and NOLCO is based on the projected taxable income in the following periods. Based on the projection, not all future deductible temporary differences will be realized, therefore, only a portion of deferred tax assets was recognized.

The carrying amount of recognized deferred tax assets amounted to P311.9 million and P241.5 million as at December 31, 2021 and 2020, respectively. Unrecognized deferred tax assets amounted to P14.9 million and P8.1 million as at December 31, 2021 and 2020, respectively, as management assessed that these may not be realized in the future (see Note 23).

4. Material Non-controlling Interests

The Group's non-controlling interests amounting to ₱1,503.3 million in 2021, ₱1,224.5 million and ₱317.6 million as at December 31, 2021, 2020 and 2019, respectively, pertains to interests in CLLC, KHI and SLDC.

CLLC

The non-controlling interest in CLLC is 40% as at December 31, 2020 and 2019. The net income of CLLC allocated to non-controlling interests amounting to ₱96.4 million for the period January 1 to December 27, 2021, ₱228.4 million in 2020 and ₱296.1 million in 2019 is calculated based on the profit-sharing agreement of 50:50.

In December 2021, the Parent Company purchased 214,351 common and 118,982 preferred shares representing 40% of the ownership and voting rights of CLLC for ₱113.2 million from RSBV, resulting to 100% ownership of the Parent Company in CLLC. The difference between the acquisition cost and book value amounting to ₱60.5 million was recorded as reduction to equity reserves. Also, RSBV assigned its shareholder advances and accrued interest receivables amounting to ₱764.1 million. The Parent Company's outstanding payable arising from the purchase of common shares and preferred shares in CLLC amounted to ₱762.3 million as at December 31, 2021 (see Note 15).

The summarized financial information of CLLC, before intercompany eliminations, as at and for the years ended December 31, 2021, 2020 and 2019 are as follows:

	2021	2020	2019
Current assets	₱9,414,145,568	₱8,214,470,597	₱5,937,595,017
Noncurrent assets	10,886,344	10,873,955	19,325,977
Current liabilities	(8,921,122,416)	(5,602,523,973)	(3,562,434,070)
Noncurrent liabilities	(381,797,706)	(1,524,515,987)	(1,753,020,892)
Net assets	₱122,111,790	₱1,098,304,592	₱641,466,032

	2021	2020	2019
Revenue	₱1,354,517,334	₱2,126,330,822	₱2,870,054,489
Expenses	(1,193,651,466)	(1,474,349,597)	(2,028,066,337)
Income before income tax	160,865,868	651,981,225	841,988,152
Other income – net	3,879,882	1,312,137	3,851,740
Provision for (benefit from) income tax	28,061,448	(196,454,802)	(254,044,235)
Net income	192,807,198	456,838,560	591,795,657
Other comprehensive income	–	–	–
Total comprehensive income	₱192,807,198	₱456,838,560	₱591,795,657

	2021	2020	2019
Cash flows from (used in):			
Operating activities	(₱659,709,724)	(₱1,238,655,164)	(₱1,028,862,911)
Investing activities	200,928,281	(2,342,993)	(332,083,162)
Financing activities	573,336,553	1,428,498,442	1,367,901,683
Net increase in cash and cash equivalents	114,555,110	187,500,285	6,955,610
Cash and cash equivalents at beginning of year	246,426,119	58,925,834	51,970,224
Cash and cash equivalents at end of year	₱360,981,229	₱246,426,119	₱58,925,834

SLDC

Non-controlling interests over SLDC is 41%, 41% and 2% as at December 31, 2021, 2020 and 2019, respectively.

SLDC received deposits amounting to ₱681.5 million in 2021 and ₱624.0 million in 2020 for future stock subscription from HHI. These will be applied against future subscription on preferred shares where SEC approve SLDC's application for the change in the par value of authorized preferred shares. As at December 31, 2021, SLDC has already submitted the requirements for the conversion of deposits for future stock subscription to preferred shares. The approval of the conversion is still pending with the SEC as at March 23, 2022.

Net income of SLDC allocated to non-controlling interests amounted to ₱119.2 million in 2021, ₱53.4 million in 2020 and nil in 2019 which is determined based on the joint venture agreement between ALCO and MEC.

The summarized financial information of SLDC, before intercompany eliminations, as at and for the years ended December 31, 2021, 2020 and 2019 is as follows:

	2021	2020	2019
Current assets	₱5,819,094,589	₱4,069,922,386	₱2,709,664,451
Noncurrent assets	33,078,020	31,730,462	31,282,631
Current liabilities	(2,609,864,079)	(1,732,357,568)	(1,323,561,747)
Noncurrent liabilities	(1,210,540,368)	(1,333,945,153)	(1,112,145,671)
Net assets	₱2,031,768,162	₱1,035,350,127	₱305,239,664

	2021	2020	2019
Revenue	₱975,128,529	₱713,085,853	₱645,749,539
Expenses	(584,200,793)	(371,034,794)	(423,250,761)
Income before income tax	390,927,736	342,051,059	222,498,778
Other income – net	3,052,303	4,265,753	4,222,207
Provision for income tax	(79,039,840)	(103,232,886)	(67,582,358)
Total comprehensive income	₱314,940,199	₱243,083,926	₱159,138,627

	2021	2020	2019
Cash flows from (used in):			
Operating activities	(₱523,559,502)	(₱645,449,472)	(₱325,638,441)
Investing activities	(148,403,306)	(61,053,563)	(50,999,648)
Financing activities	837,957,071	670,735,028	528,558,251
Net increase (decrease) in cash and cash equivalents	165,994,263	(35,768,007)	151,920,162
Cash and cash equivalents at beginning of year	150,794,246	186,562,253	34,642,091
Cash and cash equivalents at end of year	₱316,788,509	₱150,794,246	₱186,562,253

KHI

The Group has 40% non-controlling interests in KHI. The net loss of KHI allocated to non-controlling interests amounting to ₱0.1 million in 2021 and 2020 is distributed based on the capital contribution. The total assets of KHI amounted to ₱573.3 million and ₱554.2 million as at December 31, 2021 and 2020, respectively. Net loss amounted to ₱0.2 million in 2021 and 2020 and net cash outflows amounted to ₱0.3 million in 2021 and ₱11.8 million in 2020.

Bhavana and Bhavya

In December 2021, ALCO sold, transferred and conveyed in favor of Narra Investment Properties Pte. Ltd. ("Narra"), by way of secondary sale, all of its rights, title and interest in and to 40% of the common shares of stock of Bhavana and Bhavya, or 20,000,000 common shares of stock thereof, as well as its shareholder advances and accrued interest receivables aggregating ₱449.4 million in exchange for ₱446.8 million. The transfer of Bhavana and Bhavya shares decreased the effective ownership of ALCO from 100% to 60%. The Parent Company's receivable arising from the sale of interests in Bhavana and Bhavya amounted to ₱208.6 million as at December 31, 2021 (see Note 8).

Advances from Non-controlling Interests

The Group has the following transactions with the non-controlling interests:

	Amount of Transactions		Outstanding Balance	
	2021	2020	2021	2020
Advances for Project Development				
HHI	₱—	₱427,947,235	₱495,919,597	₱495,919,597
Narra	411,200,000	—	411,200,000	—
MEC	—	195,000,000	195,000,000	195,000,000
RSBV	(676,666,700)	165,000,000	—	676,666,700
			₱1,102,119,597	₱1,367,586,297
Interest Expense				
Narra	₱38,245,656	₱—	₱38,245,656	₱—
MEC	6,825,000	3,990,574	9,734,016	3,591,516
RSBV	(66,959,585)	18,646,823	—	66,959,585
			₱47,979,672	₱70,551,101

CLLC obtained from RSBV 3.5% interest-bearing loans for its real estate projects with outstanding balance of nil and ₱676.7 million as at December 31, 2021 and 2020, respectively, and recognized interest expense of nil in 2021, ₱12.9 million in 2020 and ₱17.1 million in 2019. These are unsecured, unguaranteed, and payable on demand and in cash. In December 2021, RSBV assigned its shareholder advances and accrued interest receivables amounting to ₱762.3 million from CLLC to ALCO.

Moreover, SLDC received advances from related parties and expenses paid by related parties on behalf of SLDC. All outstanding balances are unsecured, noninterest-bearing, and payable on demand and in cash.

On June 1, 2020, the Parent Company assigned 40% of its advances to KHI amounting to ₱195.0 million, in favor of MEC, and bear interest of 3.5% per annum. Interest expense incurred amounted to ₱6.8 in 2021 and ₱4.0 million in 2020. These are unsecured, unguaranteed, and payable on demand and in cash.

5. Contract Assets and Contract Liabilities

The Group's contract assets and contract liabilities are as follows:

	2021	2020
Contract assets	₱6,238,880,086	₱5,341,881,039
Contract liabilities	62,154,096	27,423,392
Net contract assets	₱6,176,725,990	₱5,314,457,647

Contract assets pertain to receivables from the sale of condominium and office units and residential townhouses of the Group representing the excess of cumulative revenues from real estate sales over billed amounts. These amounts will be billed and collected in accordance with the agreed payment terms with the buyers, which is normally up to maximum of five years. Increase in contract assets pertains to the additional booked units during the year.

Contract liabilities pertain to downpayments received from the real estate buyers at the inception of the contracts in which the related revenue is not yet recognized as of yearend.

6. Cash and Cash Equivalents

This account consists of:

	2021	2020
Cash on hand	₱195,000	₱155,000
Cash in banks	692,017,890	581,633,212
Cash equivalents	1,257,044,266	359,291,262
	₱1,949,257,156	₱941,079,474

Cash in banks earn interest at prevailing bank deposit rates and are immediately available for use in the current operations. Cash equivalents are short-term placements made for varying periods up to three (3) months or less and earn interest at the prevailing short-term investment rates.

Interest income is earned from the following (see Note 20):

	2021	2020	2019
Cash in banks	₱2,130,550	₱3,432,878	₱4,678,550
Cash equivalents	1,406,696	5,946,867	8,340,308
Investment in time deposits	—	—	470,498
	₱3,537,246	₱9,379,745	₱13,489,356

7. Financial Assets at FVPL

This account pertains to investments in money market fund. Movements in this account are as follows:

	Note	2021	2020
Balance at beginning of year		₱3,257,288,870	₱772,186,717
Additions		6,759,000,000	5,114,756,389
Disposals		(5,631,422,221)	(2,641,872,011)
Unrealized holding gains (losses)	20	(6,258,905)	12,217,775
Balance at end of year		₱4,378,607,744	₱3,257,288,870

Realized gain on disposals of financial assets at FVPL amounted to ₱23.6 million in 2021, ₱19.1 million in 2020 and ₱16.8 million in 2019 (see Note 20).

The fair value of financial assets at FVPL is classified under Level 1 of the fair value hierarchy using quoted market prices (see Note 28).

8. Receivables

This account consists of:

	Note	2021	2020
Trade receivables from:			
Sale of real estate		₱966,882,625	₱253,834,678
Leasing	22	153,511,167	88,911,921
Receivable from sale of interests in subsidiaries	4	208,562,250	—
Accrued rent receivable	22	66,158,150	89,557,339
Due from related parties	24	46,409,707	58,112,709
Interest receivable		36,910,585	22,733,591
Advances to employees		29,646,160	10,532,725
Receivable from non-affiliated entity		—	11,534,432
Other receivables		55,694,374	4,230,664
		1,563,775,018	539,448,059
Allowance for ECL		(368,292)	(368,292)
		₱1,563,406,726	₱539,079,767

Trade receivables from sale of real estate pertain to receivables from sale of condominium units and residential townhouses that were already billed. These receivables are noninterest-bearing and generally collectible in monthly installments over a maximum period of three (3) years. Titles to the units sold under this arrangement are transferred to the buyers only upon full payment of the contract price. Trade receivables from leasing operations are noninterest-bearing, unsecured and collectible within seven (7) days.

Accrued rent receivable pertains to the difference between rental income recognized using straight-line method of accounting and contractual rental payments.

Interest receivable includes accrual of interest from the Group's short-term placements.

Advances to employees represent salary and other loans granted to employees which are noninterest-bearing in nature and collectible through salary deductions.

Receivable from non-affiliated entity pertains to cash advances, which are unsecured, noninterest-bearing and collectible on demand. In 2021, the BOD of the Parent Company approved to write-off the balance amounting to ₱11.6 million (see Note 18).

Other receivables mainly include other charges and advances which are noninterest-bearing and collectible on demand.

9. Real Estate for Sale

This account consists of:

	2021	2020
Raw land	₱386,241,830	₱947,034,368
Assets under construction	8,217,419,103	4,820,316,598
Condominium units for development	385,094,054	1,127,555,573
	₱8,988,754,987	₱6,894,906,539

Movements of this account follow:

	Note	2021	2020	2019
Balance at beginning of year		₱6,894,906,539	₱5,410,062,969	₱3,412,713,425
Construction costs incurred		2,967,656,089	2,442,340,208	2,533,671,949
Cost of real estate sold		(1,610,033,648)	(1,549,173,465)	(2,037,976,792)
Capitalized borrowing costs	13	549,762,344	420,766,163	159,586,770
Transfers from (to) investment properties	10	186,463,663	—	(22,456,601)
Acquisition of:				
Condominium units for development		—	138,759,064	648,371,094
Raw land		—	32,151,600	715,104,601
Effect of consolidation of Arcosouth		—	—	1,048,523
Balance at end of year		₱8,988,754,987	₱6,894,906,539	₱5,410,062,969

Raw Land

Raw land pertains to parcels of land acquired by the Group for future development projects that are intended for sale.

In 2019, the Group purchased a parcel of land with a total area of 2,245 sqm., located in Hipodromo, Cebu City, for ₱673.5 million, excluding transaction costs. The property will be developed into a residential building with condominium units for sale.

Also in 2019, the Group transferred portion of a parcel of land from “Real estate for sale” account to “Investment properties” account aggregating ₱22.5 million because of the change in the intended use of the property as approved by the BOD (see Note 10).

In 2021, the Group transferred portion of a parcel of land from “Investment properties” account to “Real estate for sale” account aggregating ₱186.5 million because of the change in the intended use of the property as approved by the BOD (see Note 10).

The land of Sevina Park with carrying amount of ₱386.2 million as at December 31, 2021 was used as security for the bank loan of Cazneau with outstanding balance of ₱684.1 million as at December 31, 2021 (see Note 13).

Assets under Construction

Assets under construction consist of land and development costs of ongoing real estate projects of the Group. As at December 31, 2021 and 2020, this account includes the land and development costs of Cebu Exchange, Savya Financial Center and Sevina Park (see Note 1).

The land and development costs of Cebu Exchange with carrying amount of ₱2,885.9 million and ₱2,371.6 million as at December 31, 2021 and 2020, respectively, are used as security for the bank loan of CLLC with outstanding balance of ₱1,114.0 million and ₱2,014.0 million as at December 31, 2021 and 2020, respectively (see Note 13).

As at December 31, 2021 and 2020, the carrying amount of land of SLDC amounting to ₱1,434.8 million is used as security for SLDC’s bank loans with outstanding balance of ₱1,431.8 million and ₱1,268.8 million as at December 31, 2021 and 2020, respectively (see Note 13).

The land of Lucima Residences with carrying amount of ₱747.3 million as at December 31, 2021 are used as security for the bank loan of Bhavana with outstanding balance of ₱550.0 million as at December 31, 2021 (see Note 13).

Condominium Units for Development

Condominium units for development pertain to condominium units in Makati City acquired by the Group and are intended for future development and for sale.

Borrowing Costs

General and specific borrowings were used to partially finance the Group’s ongoing real estate projects. The related borrowing costs amounting to ₱549.8 million in 2021 and ₱420.8 million in 2020 were capitalized as part of real estate for sale. The capitalization rates used to determine general borrowing costs eligible for capitalization ranges from 4.5% to 7.5% in 2021 and 3.0% to 8.0% in 2020 (see Note 13).

NRV of Real Estate for Sale

As at December 31, 2021 and 2020, real estate for sale is stated at cost which is lower than its NRV. There is no allowance for inventory obsolescence as at December 31, 2021 and 2020.

10. Investment Properties

This account consists of the following completed real estate projects and land which are held either to earn rental income or for capital appreciation or both, but not for sale in the ordinary course of business or for administrative purposes.

	2021	2020
Arthaland Century Pacific Tower	₱5,959,294,200	₱5,586,840,650
Arya Residences:		
Commercial units	1,250,517,007	1,194,379,000
Parking slots	181,556,620	183,222,248
Land:		
UPHI's Laguna and Tagaytay properties	729,891,103	646,948,931
Cazneau's commercial lots	396,134,175	361,039,841
ALCO's Batangas and Tagaytay properties	182,840,598	155,885,388
Courtyard Hall	326,194,616	186,852,783
	₱9,026,428,319	₱8,315,168,841

Movements of this account follow:

	Note	2021	2020	2019
Balance at beginning of year,				
at cost		₱3,577,625,751	₱3,497,815,338	₱3,300,506,608
Development costs incurred		29,562,351	80,800,413	148,183,650
Capitalized borrowing costs	13	2,487,450	—	26,668,479
Transfers from (to) real estate for				
sale	9	(186,463,663)	—	22,456,601
Disposals		—	(990,000)	—
Balance at end of year, at cost		3,423,211,889	3,577,625,751	3,497,815,338
Cumulative gain on change in fair				
value		5,589,281,209	4,717,017,509	3,757,800,121
		9,012,493,098	8,294,643,260	7,255,615,459
Unamortized initial direct leasing				
costs		13,935,221	20,525,581	24,384,808
Balance at end of year,				
at fair value		₱9,026,428,319	₱8,315,168,841	₱7,280,000,267

Movements of the cumulative gain on change in fair value are as follows:

	2021	2020	2019
Balance at beginning of year	₱4,717,017,509	₱3,757,800,121	₱2,577,075,310
Net gain on change in fair			
value	872,263,700	959,989,140	1,180,724,811
Disposals	—	(771,752)	—
Balance at end of year	₱5,589,281,209	₱4,717,017,509	₱3,757,800,121

Movements of the unamortized initial direct leasing costs are as follows:

	2021	2020
Balance at beginning of year	₱20,525,581	₱24,384,808
Additions	–	2,979,418
Amortization	(6,590,360)	(6,838,645)
Balance at end of year	₱13,935,221	₱20,525,581

ACPT

Carrying amount of ACPT includes office units and parking slots for lease. ACPT is used as collateral for loans payable amounting to ₱1,712.4 million and ₱1,858.7 million as at December 31, 2021 and 2020, respectively (see Note 13).

Arya Residences

Commercial units and parking slots in Arya Residences are used for leasing operations.

In 2020, the Group sold parking slots with carrying amount of ₱1.8 million and cost of ₱1.0 million for a total consideration of ₱1.3 million which resulted to a loss on disposal of ₱0.5 million (see Note 20).

Land

UPHI's raw land, with fair value amounting to ₱729.9 million and ₱646.9 million as at December 31, 2021 and 2020, respectively, has a total area of 33 hectares and are located at Barangay Gonzalo Bontog, Calamba City and Barangay Calabuso, Tagaytay City. Portion of the UPHI's raw land was the subject of an expropriation proceedings filed by the National Power Corporation (NAPOCOR) with the Regional Trial Court of Calamba City, Laguna. The other parties to the case filed their respective appeals with the Court of Appeals (CA) assailing the amount of just compensation determined by the trial court. The appeal remains pending with the CA. Moreover, a complaint for quieting of title was filed by UPHI on October 18, 2010 because of the erroneous issuance of tax declarations by the City of Tagaytay covering UPHI's property located in Calamba City, Laguna. In June 2020, the case was decided by the trial court in favor of UPHI. The losing defendants in the case filed their respective appeals with the CA and UPHI filed its appellee's brief defending the decision of the trial court. The case remains pending with the CA. As at December 31, 2021 and 2020, the case with NAPOCOR is still ongoing and yet to be resolved by the CA. UPHI intends to amicably settle with the National Transmission Commission (NTC, successor-in-interest of NAPOCOR), since UPHI had already been deprived of effective use and enjoyment of the property. Management assessed that although the potential effect of this case on the Group's consolidated financial statements would not be significant, an amicable settlement with the NTC could allow the UPHI to recoup the cost of the property.

Raw land of the Parent Company has a total area of 10.3 hectares located in Batangas and Tagaytay with fair value aggregating ₱182.8 million and ₱155.9 million as at December 31, 2021 and 2020, respectively.

In 2021, Cazneau transferred portion of land amounting to ₱186.5 million from "Investment properties" account to "Real estate for sale" account due to change of intention in the use of the property as approved by the BOD.

Courtyard Hall

In 2019, Cazneau transferred portion of its land of ₱22.5 million from “Real estate for sale” account to “Investment properties” account due to change of intention in the use of the property as approved by the BOD (see Note 9).

Courtyard Hall of Cazneau used for leasing operations was recognized at fair value amounting to ₱326.2 million and ₱186.9 million as at December 31, 2021 and 2020, respectively.

The land attributable to Cazneau’s retail spaces and Courtyard Hall with a carrying amount of ₱498.0 million as at December 31, 2021 was used as collateral for a long-term loan facility of Cazneau with an outstanding balance of ₱684.1 million as at December 31, 2021.

Leasing Operations

The Group recognized revenue from leasing operations amounting to ₱325.5 million in 2021, ₱371.6 million in 2020 and ₱321.9 million in 2019 (see Note 22) and incurred direct cost of leasing amounting to ₱107.1 million in 2021, ₱124.4 million in 2020 and ₱100.5 million in 2019.

Fair Value Measurement

Details of the valuation techniques used in measuring fair values of investment properties classified under Levels 2 and 3 of the fair value hierarchy are as follows:

Class of Property	Valuation Technique	Significant Inputs	Range	
			2021	2020
ACPT	Discounted cash flow (DCF) approach	Discount rate	8.51%	8.76%
		Rental rate for an office unit per sqm	₱1,500	₱1,500
		Rental rate per slot	₱6,000	₱6,000
		Calculated no. of net leasable area (total sqm)	18,059	18,059
		Vacancy rate	0% - 5%	0% - 10%
		Income tax rate	25%	30%
Arya Residences:				
Commercial units	DCF approach	Rental rate per sqm	₱3,000	₱3,000
		Rent escalation rate per annum (p.a.)	7%	7%
		Discount rate	8.51%	8.74%
		Vacancy rate	5%	2%
		Income tax rate	25%	30%
Parking slots	DCF approach	Rental rate per slot	₱7,000	₱6,500
		Rent escalation rate p.a.	7%	7%
		Discount rate	8.51%	8.74%
		Vacancy rate	10%	2%
		Income tax rate	25%	30%
Land:				
UPHI's Laguna and Tagaytay properties	Market data approach	Price per sqm	₱2,200	₱1,950
		Value adjustments	5% - 10%	10% - 15%
Cazneau's Laguna properties	Market data approach	Price per sqm	₱55,000	₱11,300
		Value adjustments	5% - 20%	0% - 10%
ALCO's Batangas and Tagaytay properties	Market data approach	Price per sqm	₱1,660	₱1,420
		Value adjustments	5% - 20%	5% - 10%
Courtyard Hall	Depreciated replacement cost method	Estimated replacement cost	₱143,117,000	₱143,117,000
		Remaining economic life	36 years	37 years

The description of the valuation techniques and inputs used in the fair value measurement are as follows:

Discounted Cash Flow Approach

Under the DCF approach, a property's fair value is estimated using explicit assumptions regarding the benefits and liabilities of ownership over the asset's estimated useful life including an exit or terminal value. As an accepted method within the income approach to valuation, the DCF approach involves the projection of a series of cash flows on a real property interest. An appropriate, market-derived discount rate is applied to projected cash flow series to establish the present value of the income stream associated with the investment property.

Periodic cash flows of investment properties are typically estimated as gross income less vacancy and operating expenses. The series of periodic net operating income, along with an estimate of the terminal value anticipated at the end of the projection period, is then discounted.

The frequency of inflows and outflows are contract and market-derived. The DCF approach assumes that cash outflows occur in the same period that expenses are recorded.

Sensitivity Analysis. Generally, significant increases (decreases) in rental rate per sqm or per slot and rent escalation rate p.a. in isolation would result in a significantly higher (lower) fair value measurement. Significant increases (decreases) in discount rate and vacancy rate in isolation would result in a significantly lower (higher) fair value measurement.

Market Data Approach

Market data approach involves the comparison of the UPHI's Laguna and Tagaytay properties, Cazneau's Laguna properties and ALCO's Batangas and Tagaytay properties to those that are more or less located within the vicinity of the appraised properties and are subject of recent sales and offerings. Adjustments were made to arrive at the market value by considering the location, size, shape, utility, desirability and time element.

The inputs to fair valuation are as follows:

- *Price per sqm* - estimated value prevailing in the real estate market depending on the location, area, shape and time element.
- *Value adjustments* - adjustments are made to bring the comparative values in approximation to the investment property taking into account the location, size and architectural features among others.

Depreciated Replacement Cost Method

Depreciated replacement cost method is used to estimate valuation of dormitory by computing for the replacement cost of the assets and applying appropriate adjustments for physical deterioration and functional and economic obsolescence.

The reconciliation of the balances of investments properties classified according to level in the fair value hierarchy is as follows:

	2021		
	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Balance at beginning of year	₱1,350,726,943	₱6,964,441,898	₱8,315,168,841
Net gain on change in fair value	438,747,411	433,516,289	872,263,700
Transfers to real estate for sale	(186,463,663)	—	(186,463,663)
Construction costs incurred	29,562,351	—	29,562,351
Capitalized borrowing costs	2,487,450	—	2,487,450
Initial direct leasing costs	—	(6,590,360)	(6,590,360)
Balance at end of year	₱1,635,060,492	₱7,391,367,827	₱9,026,428,319

	2020		
	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	Total
Balance at beginning of year	₱1,224,609,670	₱6,055,390,597	₱7,280,000,267
Net gain on change in fair value	51,253,834	908,735,306	959,989,140
Construction costs incurred	74,863,439	5,936,974	80,800,413
Initial direct leasing costs	—	(3,859,227)	(3,859,227)
Disposals	—	(1,761,752)	(1,761,752)
Balance at end of year	₱1,350,726,943	₱6,964,441,898	₱8,315,168,841

There are no transfers between the levels of fair value hierarchy in 2021 and 2020.

11. Property and Equipment

The balances and movements of this account consist of:

	2021					Total
	Building and Building Improvements	Transportation Equipment	Office Equipment	Furniture and Fixtures	Leasehold Improvements	
Cost						
Balance at beginning of year	₱245,553,426	₱81,884,580	₱61,863,122	₱25,272,784	₱78,500	₱414,652,412
Additions	—	21,295,803	10,791,447	61,115	—	32,148,365
Disposals	—	(17,939,593)	(3,500,000)	—	—	(21,439,593)
Reclassification	749,465	—	(276,979)	(472,486)	—	—
Balance at end of year	246,302,891	85,240,790	68,877,590	24,861,413	78,500	425,361,184
Accumulated Depreciation and Amortization						
Balance at beginning of year	31,001,486	38,464,741	48,234,946	16,704,245	54,515	134,459,933
Depreciation and amortization	4,478,614	19,697,066	6,135,228	3,031,228	23,985	33,366,121
Disposals	—	(15,678,236)	—	—	—	(15,678,236)
Reclassification	290,910	—	—	(290,910)	—	—
Balance at end of year	35,771,010	42,483,571	54,370,174	19,444,563	78,500	152,147,818
Carrying Amount	₱210,531,881	₱42,757,219	₱14,507,416	₱5,416,850	₱—	₱273,213,366

	2020					
	Building and Building Improvements	Transportation Equipment	Office Equipment	Furniture and Fixtures	Leasehold Improvements	Total
Cost						
Balance at beginning of year	₱236,920,371	₱66,811,178	₱57,040,879	₱15,255,826	₱78,500	₱376,106,754
Additions	8,633,055	20,376,945	4,822,243	10,016,958	–	43,849,201
Disposals	–	(5,303,543)	–	–	–	(5,303,543)
Balance at end of year	245,553,426	81,884,580	61,863,122	25,272,784	78,500	414,652,412
Accumulated Depreciation and Amortization						
Balance at beginning of year	7,367,916	27,905,539	43,469,345	14,785,891	28,348	93,557,039
Depreciation and amortization	23,633,570	14,829,025	4,765,601	1,918,354	26,167	45,172,717
Disposals	–	(4,269,823)	–	–	–	(4,269,823)
Balance at end of year	31,001,486	38,464,741	48,234,946	16,704,245	54,515	134,459,933
Carrying Amount	₱214,551,940	₱43,419,839	₱13,628,176	₱8,568,539	₱23,985	₱280,192,479

As at December 31, 2021 and 2020, fully depreciated property and equipment that are still being used by the Group amounted to ₱57.4 million and ₱54.2 million, respectively.

The Parent Company sold property and equipment with carrying amount of ₱5.8 million in 2021, ₱1.0 million in 2020 and ₱0.1 million in 2019 which resulted to loss on disposal of ₱545,561 in 2021 and ₱73,601 in 2020 and gain on disposal of ₱0.3 million in 2019 (see Note 20).

Depreciation expense was charged to:

	Note	2021	2020	2019
Operating expenses	18	₱31,605,519	₱42,966,008	₱26,722,029
Cost of services		1,760,602	2,206,709	–
		₱33,366,121	₱45,172,717	₱26,722,029

12. Other Assets

This account consists of:

	2021	2020
Input VAT	₱709,781,681	₱588,339,255
Advances for project development	519,328,038	560,825,051
CWT	465,091,403	383,145,049
Advances for asset purchase	209,361,707	90,000,000
Amounts held in escrow	144,678,088	85,052,814
Prepaid:		
Taxes	41,200,016	48,626,196
Commissions	33,089,253	96,577,893
Interest	13,354,947	48,929,943
Debt issuance cost	8,071,131	1,338,813
Insurance	3,719,796	3,867,239
Others	4,590,037	2,933,199
Deposits	65,599,638	56,072,105
Deferred input VAT	33,530,819	10,556,594
Materials and supplies	1,341,909	1,341,909
	₱2,252,738,463	₱1,977,606,060

Advances for project development pertain to downpayments made to contractors for the construction of the Group's real estate projects. These advances are applied against contractors' progress billings.

Advances for asset purchase pertain to advance payment made to a seller of land to be acquired by the Group.

Amounts held in escrow represents the debt service account required under an existing loan with a certain bank. Details of amounts held in escrow, which is equivalent to a quarterly principal and interest amortization is as follows (see Note 13):

	2021	2020
ALCO's OLSA	₱105,679,411	₱54,468,483
SLDC's term loan	30,642,471	—
Cazneau's OLSA	8,356,206	—
SLDC's MTL	—	30,584,331
	₱144,678,088	₱85,052,814

Deposits pertain to utility deposits, deposits for professional services, and guarantee deposits for the construction of the Group's real estate projects. Deposits are settled upon completion of the documentary requirements.

Prepaid commissions pertain to the commission costs incurred to obtain contracts with customer. Amortization of commissions amounted to ₱129.4 million in 2021 and ₱176.5 million in 2020.

Materials and supplies are the excess construction materials and supplies from the construction of completed real estate projects.

13. Loans Payable

This account consists of outstanding loans with:

	2021	2020
Local banks	₱13,375,993,499	₱9,220,969,353
Private funders	60,723,970	84,723,970
	₱13,436,717,469	₱9,305,693,323

Movements of this account follow:

	2021	2020
Balance at beginning of year	₱9,339,260,340	₱6,955,178,236
Availments	10,445,612,330	5,342,426,370
Payments	(6,302,985,708)	(2,958,344,266)
Balance at end of year	13,481,886,962	9,339,260,340
Unamortized debt issue cost	(45,169,493)	(33,567,017)
	13,436,717,469	9,305,693,323
Less current portion of loans payable	8,417,020,962	4,225,205,340
Long term portion of loans payable	₱5,019,696,507	₱5,080,487,983

Movements in debt issue cost are as follows:

	2021	2020
Balance at beginning of year	₱33,567,017	₱29,796,490
Additions	27,929,588	14,512,336
Amortization	(10,981,712)	(10,741,809)
Derecognition	(5,345,400)	—
Balance at end of year	₱45,169,493	₱33,567,017

Future repayment of the outstanding principal amounts of loans payable is as follows:

	2021	2020
Within one year	₱8,417,020,962	₱4,225,205,340
After one year but not more than three years	2,219,000,000	2,247,939,200
More than three years	2,845,866,000	2,866,115,800
	₱13,481,886,962	₱9,339,260,340

Local Bank Loans

These are loans from local banks which are interest-bearing and secured loans obtained to finance the Group's working capital requirements, project development and acquisition of properties. These loans have interest rates ranging from 4.50% to 7.50 % p.a. in 2021 and 5.00% to 8.00% p.a. in 2020.

Details of outstanding local bank loans as at December 31 follow:

Purpose	Terms and Security	Effective interest rate (p.a.)	2021	2020
Credit facility agreement for financing of receivables from buyers of units and parking slots in Cebu Exchange	Payable in full in 2022; secured by receivables and contract assets from buyer of units and parking slots in Cebu Exchange with carrying amount of ₱3.6 billion as at December 31, 2021 (see Notes 5 and 8)	6.75% to 7.50%	₱2,673,296,992	₱1,365,481,370
Short-term loans for working fund requirements	Unsecured and payable in full within one year	4.50% to 7.00%	2,472,000,000	1,225,000,000
Construction of ACPT	Payable on a quarterly basis starting 4 th quarter of 2020 until July 2025; secured by ACPT building with carrying amount of ₱5,959.3 million and ₱5,586.8 million as at December 31, 2021 and 2020, respectively (see Note 10), and an escrow account amounting to ₱105.7 million and ₱54.5 million as at December 31, 2021 and 2020, respectively (see Note 12)	5.50%	1,712,356,858	1,858,666,538
Construction of Savva Financial Center	Payable on a quarterly basis within three years from the date of initial drawdown until August 29, 2023; secured by unregistered real estate mortgage over raw land of SLDC with carrying amount of ₱1,434.8 million as at December 31, 2021 (see Note 9) and an escrow account ₱30.6 million as at December 31, 2021 (see Note 12)	4.75%	1,431,814,488	—
Short-term loans for construction of Cebu Exchange	Unsecured and payable in full within one (1) year	5.00% to 7.50%	1,251,000,000	500,000,000

(Forward)

Purpose	Terms and Security	Effective interest rate (p.a.)	2021	2020
Construction of Cebu Exchange	Payable on a quarterly basis after two years from the date of initial drawdown until April 14, 2022; secured by the Cebu Exchange property with carrying amount of ₱2,885.9 million and ₱2,371.6 million as at December 31, 2021 and 2020, respectively (see Note 9)	5.77%	1,114,000,000	2,014,000,000
Development of Green Projects	Unsecured and payable in full on February 6, 2025	6.35%	991,234,308	989,043,295
Construction of Sevina Park	Payable on a quarterly basis starting November 2023 until August 2026; secured by raw land with carrying amount of ₱884.2 million as at December 31, 2021 (see Notes 9 and 10), and an escrow account amounting to ₱8.3 million as at December 31, 2021 (see Note 12)	6.25%	₱684,057,581	₱—
Construction of Lucima Residences	Payable on a quarterly basis starting 2024 until 2026; secured by Lucima Residences property with carrying amount of ₱747.3 million as at December 31, 2021 (see Note 9)	6.17%	549,983,272	—
Working fund requirements	Payable on November 25, 2024	6.00%	496,250,000	—
Acquisition of land and construction of Savya Financial Center	Payable on a quarterly basis within three years from the date of initial drawdown until August 29, 2023; secured by unregistered real estate mortgage over raw land of SLDC with carrying amount of ₱1,434.8 million as at December 31, 2020 (see Note 9) and an escrow account of and ₱30.6 million as at December 31, 2020 (see Note 12)	7.15%	—	1,268,778,150
			₱13,375,993,499	₱9,220,969,353

Construction of ACPT

In 2015, the Parent Company entered into an OLSA for a credit line of ₱2,000.0 million, to partially finance the cost of construction and development of the ACPT. The outstanding loan balance is secured by the ACPT building and a security trust agreement covering the maintenance of revenue and operating accounts, project receivables and project agreements. ALCO is required to maintain the following financial ratios based on its separate financial statements:

- Debt service coverage ratio of not more than 1.20x starting 2020 which is one year after the completion of ACPT
- Debt to equity ratio of:

Period	Debt to Equity Ratio
2015	2.00x
2016 to 2018	1.75x
2019 to 2025	1.50x

The debt to equity ratio of ALCO as at December 31, 2019 based on its separate financial statements is 1.12x which is compliant with the requirements of the OLSA.

As at December 31, 2020, the local bank amended the financial covenants of the OLSA, removing the DSCR requirement and changing it to be current ratio of at least 1.50x and a debt to equity ratio of not more than 2.00x based on the consolidated financial statements of the Group. ALCO has current ratio of 1.81x and debt to equity ratio of 1.48x, based on its consolidated financial statements, which is compliant with the amended financial covenants.

Acquisition of land and construction of Savya Financial Center

In 2018, SLDC entered into a MTL for a credit line of ₱1,440.0 million with a local bank, to partially finance the acquisition and development of its land in Taguig City and to repay advances from shareholders. This loan facility is secured by an unregistered real estate mortgage over a parcel of raw land of SLDC, corporate continuing suretyship of ALCO until the completion of construction of Savya Financial Tower 1 and 100% sale of units therein, and deposits in an escrow account (see Note 12). The loan was fully settled in 2021.

In 2021, SLDC entered into a new loan facility of ₱1,440.0 million with a local bank. The ₱1,440.0 million was fully drawn and was used to repay the ₱1,440.0 million outstanding loan under the MTL. The outstanding loan balance is secured by real estate mortgage over raw land property (see Note 9). SLDC is required to debt service coverage ratio of 1.25x beginning 2021 and shall not fall below 1.5x to declare dividends and maintain a debt-to-equity ratio not exceeding 2.0x and a current ratio of at least 1.5x.

The debt to equity and current ratio of SLDC as at December 31, 2021 based on its financial statements is 1.88x and 2.23x, respectively, which is compliant with the requirements of the term loan.

Construction of Cebu Exchange

In 2017, CLLC entered into an OLSA for a credit line of ₱2,350.0 million with a local bank, to partially finance the development and construction of Cebu Exchange. Loan proceeds were received in several drawdowns within a period of three years after initial drawdown. The outstanding loan balance is secured by Cebu Exchange property and pledge of shares of ALCO and a non-controlling interest in CLLC (see Note 9).

Construction of Sevina Park

In 2021, Cazneau entered into a long-term loan facility of ₱1.0 billion with a local bank to partially finance the construction of Sevina Park. Loan proceeds are available in multiple tranches for a period of three (3) years from the date of initial drawdown. The outstanding loan balance is secured by real estate mortgage over two parcels of land of Cazneau and grant of security interest over shares of ALCO. Moreover, Cazneau is required to maintain debt to equity ratio of not more than 2.00x and current ratio of not less than 1.50x.

The debt to equity and current ratio of Cazneau as at December 31, 2021 based on its financial statements is 0.96x and 2.12x, respectively, which is compliant with the requirements of the term loan. The loan facility requires Cazneau to maintain current ratio of not less than 1.50x and debt to equity ratio of not more than 2.00x.

Construction of Lucima Residences

In 2021, the Company entered into a term loan facility of ₱930.0 million with a local bank to partially finance the construction of Lucima Residences. Loan proceeds are available in multiple tranches for a period of 3 years from the date of initial drawdown. The outstanding loan balance is secured by real estate mortgage on the land of Bhavana located in Cebu City. Moreover, Bhavana is required to maintain debt to equity ratio of not more than 2.00x, current ratio of not less than 1.50x and project debt to equity ratio not exceeding 0.50x.

The debt to equity ratio, current ratio and project debt to equity ratio of Bhavana as at December 31, 2021 based on its financial statements is 1.22x, 1.69x and 0.48x, respectively, which is compliant with the requirements of the term loan.

Development of Green Projects

On February 14, 2020, ALCO entered into a term loan agreement of ₱1,000.0 million with a local bank to obtain financing for the Group's eligible green projects, including land banking, investments and refinancing in relation to eligible green projects. A drawdown of ₱1,000.0 million was made within the same year. ALCO is required to submit a regular disbursement report to the bank soon after the date the proceeds was utilized to confirm that the proceeds has been used for the eligible green projects.

Private Funders

Outstanding balances of the loans from private funders amounting to ₱60.7 million and ₱84.7 million as at December 31, 2021 and 2020 have interest rate of 3.50% p.a., are unsecured and are for working capital requirements of the Group.

Capitalized Borrowing Costs

Borrowing costs capitalized are as follows:

	Note	2021	2020	2019
Loans payable		₱478,859,663	₱347,998,404	₱186,255,249
Bonds payable	14	73,390,131	72,767,759	–
		₱552,249,794	₱420,766,163	₱186,255,249

The above is distributed as follows:

	Note	2021	2020	2019
Real estate for sale	9	₱549,762,344	₱420,766,163	₱159,586,770
Investment properties	10	2,487,450	–	26,668,479
		₱552,249,794	₱420,766,163	₱186,255,249

The capitalization rates used to determine general borrowing costs eligible for capitalization ranges from 4.50% to 7.50% in 2021 and 3.00% to 8.00% in 2020.

Interest Expense

Total interest expense charged under "Finance costs" consists of the following (see Note 19):

	Note	2021	2020	2019
Interest expense on:				
Loans payable and advances from non-controlling interests		₱158,599,452	₱169,908,411	₱124,339,961
Bonds payable	14	116,638,811	108,990,151	–
		₱275,238,263	₱278,898,562	₱124,339,961

14. Bonds Payable

As at December 31, 2021 and 2020, this account consists of:

	2021	2020
Bonds payable	₱3,000,000,000	₱3,000,000,000
Unamortized debt issue cost	(33,405,821)	(41,473,302)
	₱2,966,594,179	₱2,958,526,698

Movement in debt issue cost in 2021 and 2020 are as follows:

	2021	2020
Balance at beginning of year	₱41,473,302	₱—
Additions	—	50,676,693
Amortization	(8,067,481)	(9,203,391)
Balance at end of year	₱33,405,821	₱41,473,302

In October 2019, the BOD of ALCO approved the filing of a registration statement for the shelf registration of ₱6.0 billion fixed rate ASEAN Green Bonds (the “Bonds”) and the initial tranche of ₱2.0 billion bonds, with an oversubscription option of up to ₱1.0 billion.

In January 2020, the SEC approved the registration of the Bonds and the issuance of the initial tranche of the Bonds. On February 6, 2020, ALCO issued the initial tranche of the Bonds amounting to ₱2.0 billion with an oversubscription of ₱1.0 billion. It has a term ending five years from the issue date or on February 6, 2025, with a fixed interest rate of 6.35% p.a. and an early redemption option on the 3rd and 4th year from issue date. The proceeds of the initial tranche is for the development of eligible green projects and payment of certain outstanding loans of the Group.

The Group is required to maintain debt to equity ratio of not more than 2.00x and current ratio of at least 1.50x based on the consolidated financial statements. As at December 31, 2021, the Group is compliant with these financial ratios.

Capitalized borrowing costs and interest expense incurred on the Bonds amounted to ₱73.4 million and ₱116.6 million, respectively, in 2021 (see Note 13). Capitalized borrowing costs and interest expense incurred on the Bonds amounted to ₱72.8 million and ₱109.0 million, respectively, in 2020 (see Note 13).

15. Accounts Payable and Other Liabilities

This account consists of:

	Note	2021	2020
Accounts payable:			
Third parties		₱363,521,164	₱208,485,207
Related party	24	3,096,486	3,458,920
Accrued:			
Construction costs		1,146,088,718	821,587,745
Interest		110,703,657	147,587,776
Personnel costs		19,762,831	24,234,892
Others		34,021,314	42,619,260
Payable for the purchase of interests in a subsidiary	4	762,340,790	—
Deferred output VAT		748,221,837	885,587,128
Retention payable		492,874,816	392,975,986
Payable to customers		298,088,488	77,783,371
Security deposits	22	83,257,815	81,124,014
Withholding taxes payable		61,619,568	26,663,745
Advance rent	22	39,262,391	36,183,597
Construction bonds		21,398,433	29,108,948
Income tax payable		8,199,158	3,240,094
Dividend payable		6,515,393	5,559,031
Others		19,849,443	6,744,247
		₱4,218,822,302	₱2,792,943,961

Accounts payable, which are unsecured, noninterest-bearing and are normally settled within 30 days to one (1) year, consist mainly of liabilities to contractors and suppliers.

Accrued expenses are expected to be settled within the next 12 months. Other accrued expenses pertain to management and professional fees, utilities, commissions, advertising and other expenses.

Deferred output VAT pertains to VAT from sales of property on installments and receivables from leasing operations. If the payments in the year of sale do not exceed twenty-five percent (25%) of the gross selling price, the sale will be considered under installment, in which case VAT will be paid based on collections.

Retention payable, which will be released after completion and satisfaction of the terms and conditions of the construction contract, pertains to amount retained by the Group from the contractors' progress billings for the real estate projects of the Group.

Payable to customers include reservation fees and collections received from prospective lessees or buyers, which are and to be applied as security deposits upon execution of lease contracts or against the total contract price of the real estate sale.

Security deposits pertain to the deposits made by the lessees of the ACPT, Arya commercial units, and dormitory units which are refundable upon termination of the lease less any unsettled balances.

Advance rent pertains to the payments made in advance by the tenants to be applied to their rent payable in the immediately succeeding months or in the last three (3) months of the lease term.

Construction bonds represent noninterest-bearing deposits made by the lessees before the start of its construction in the ACPT and refundable upon fulfillment of contract provisions.

Other payables pertain to liabilities to SSS, PhilHealth and HDMF.

16. Equity

The details of the Parent Company's number of common and preferred shares follow:

	2021		2020		2019	
	Preferred	Common	Preferred	Common	Preferred	Common
Authorized	50,000,000	16,368,095,199	50,000,000	16,368,095,199	50,000,000	16,368,095,199
Par value per share	₱1.00	₱0.18	₱1.00	₱0.18	₱1.00	₱0.18
Issued	48,500,000	5,318,095,199	42,500,000	5,318,095,199	42,500,000	5,318,095,199
Outstanding	28,500,000	5,318,095,199	42,500,000	5,318,095,199	42,500,000	5,318,095,199

Preferred Shares

The rollforward analysis of the outstanding preferred shares is as follows:

	2021		2020		2019	
	Number of shares	Amount	Number of shares	Amount	Number of shares	Amount
Balance at beginning of year	42,500,000	₱42,500,000	42,500,000	₱42,500,000	32,500,000	₱32,500,000
Issuance during the year	6,000,000	6,000,000	—	—	10,000,000	10,000,000
Redemption during the year	(20,000,000)	(20,000,000)	—	—	—	—
Balance at end of year	28,500,000	28,500,000	42,500,000	42,500,000	42,500,000	42,500,000
Parent Company's shares						
held by a subsidiary	(12,500,000)	(12,500,000)	(12,500,000)	(12,500,000)	(12,500,000)	(12,500,000)
	16,000,000	₱16,000,000	30,000,000	₱30,000,000	30,000,000	₱30,000,000

On December 6, 2021, the Parent Company redeemed all of the outstanding 20.0 million Series B Preferred Shares equal to its offer price plus any accrued and unpaid cash dividends due as of date. Treasury shares pertaining to the redemption of 20.0 million Series B Preferred Shares recognized at cost amounted to ₱2,000.0 million as at December 31, 2021.

On December 3, 2021, the Parent Company made a follow-on offering of 6.0 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated preferred shares (the "Series D Preferred Shares), with ₱1.00 par value a share at the issuance price of ₱500 a share. Excess of the proceeds over the total par value amounting to ₱2,994.0 million and transaction costs of ₱29.6 million were recognized as addition and reduction to additional paid-in capital, respectively.

In June 2019, the Company made a follow-on offering of 10.0 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated preferred shares (the "Series C Preferred Shares) with ₱1.00 par value a share at the issuance price of ₱100 a share. Excess of the proceeds over the total par value amounting to ₱990.0 million and transactions costs of ₱12.5 million were recognized as additional and reduction to additional paid-in capital, respectively.

In 2016, ALCO issued 12.5 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated preferred shares (the “Series A Preferred Shares”) with ₱1.00 par value a share to MPI. Also in 2016, the Company made a follow-on offering of 20.0 million cumulative, nonvoting, nonparticipating, and nonconvertible Peso-denominated preferred shares (the “Series B preferred shares”) with ₱1.00 par value a share at the issuance price of ₱100 a share.

Common Shares

As at December 31, 2021 and 2020, the Parent Company has issued and outstanding common shares of 5,318,095,199 with par value of ₱0.18 amounting to ₱957.3 million.

Common and Preferred Shares Listed with PSE

The details and movement of the common and preferred shares listed with PSE follows:

Date of SEC Approval	Type of Issuance	No. of Shares Issued (Redeemed)	Issue/Offer Price
1996	Initial public offering	351,000,000	₱1.00
1998	Payment of subscription	256,203,748	1.00
1999	Stock dividends	410,891,451	1.00
2009	Payment of subscription	628,770,000	0.20
2010	Payment of subscription	100,000,000	0.20
2011	Payment of subscription	2,200,000,000	0.20
	Public offering of Series “B”		
2016	preferred shares	20,000,000	100
	Public offering of Series “C”		
2019	preferred shares	10,000,000	100
	Public offering of Series “D”		
2021	preferred shares	6,000,000	500
2021	Redemption of Series “B” preferred shares	(20,000,000)	100

The Parent Company has 1,937 and 1,939 stockholders as at December 31, 2021 and 2020, respectively.

Dividend Declaration

The Parent Company’s BOD and stockholders approved the following cash dividends to preferred and common stockholders:

Declaration Date	Stockholders of Record Date	Payment Date	Share	Amount	Dividend per Share
October 20, 2021	December 3, 2021	December 27, 2021	Series C preferred shares	₱17,319,000	₱1.730
October 20, 2021	November 16, 2021	December 6, 2021	Series B preferred shares	35,229,000	1.760
August 4, 2021	September 7, 2021	September 27, 2021	Series C preferred shares	17,319,000	1.730
August 4, 2021	August 20, 2021	September 6, 2021	Series B preferred shares	35,229,000	1.760
June 25, 2021	July 9, 2021	July 30, 2021	Common shares	63,817,142	0.012
May 5, 2021	June 7, 2021	June 27, 2021	Series C preferred shares	17,319,000	1.730
May 5, 2021	May 19, 2021	June 6, 2021	Series B preferred shares	35,229,000	1.760
January 27, 2021	March 8, 2021	March 27, 2021	Series C preferred shares	17,319,000	1.730
January 27, 2021	February 15, 2021	March 6, 2021	Series B preferred shares	35,229,000	1.760
				₱274,009,142	

Declaration Date	Stockholders of Record Date	Payment Date	Share	Amount	Dividend per Share
October 21, 2020	December 4, 2020	December 27, 2020	Series C preferred shares	₱17,319,000	₱1.732
October 21, 2020	November 13, 2020	December 6, 2020	Series B preferred shares	35,229,000	1.761
August 5, 2020	September 4, 2020	September 27, 2020	Series C preferred shares	17,319,000	1.732
August 5, 2020	August 19, 2020	September 6, 2020	Series B preferred shares	35,229,000	1.761
June 26, 2020	July 10, 2020	July 31, 2020	Common shares	63,817,142	0.012
May 6, 2020	June 4, 2020	June 27, 2020	Series C preferred shares	17,319,000	1.732
May 6, 2020	May 21, 2020	June 6, 2020	Series B preferred shares	35,229,000	1.761
January 29, 2020	March 6, 2020	March 27, 2020	Series C preferred shares	17,319,000	1.732
January 29, 2020	February 14, 2020	March 6, 2020	Series B preferred shares	35,229,000	1.761
				₱274,009,142	

Declaration Date	Stockholders of Record Date	Payment Date	Share	Amount	Dividend per Share
October 23, 2019	November 29, 2019	December 27, 2019	Series C preferred shares	₱17,319,000	₱1.732
October 23, 2019	November 15, 2019	December 6, 2019	Series B preferred shares	35,229,000	1.761
August 7, 2019	September 6, 2019	September 27, 2019	Series C preferred shares	17,319,000	1.732
August 7, 2019	August 22, 2019	September 6, 2019	Series B preferred shares	35,229,000	1.761
June 21, 2019	July 8, 2019	July 31, 2019	Common shares	63,817,142	0.012
May 8, 2019	May 22, 2019	June 6, 2019	Series B preferred shares	35,229,000	1.761
February 21, 2019	March 1, 2019	March 6, 2019	Series B preferred shares	35,229,000	1.761
				₱239,371,142	

Other Equity Reserves

This account consists of:

	Note	2021	2020	2019
Effect of changes in the Parent Company's ownership interest in subsidiaries		₱169,002,018	₱229,500,000	₱—
Stock options outstanding		7,080,164	6,485,553	—
Cumulative remeasurement gain (losses) on net retirement liability - net of tax	21	1,548,221	(5,622,407)	(207,724)
		₱177,630,403	₱230,363,146	(₱207,724)

Movements of this account is as follows:

	Note	2021	2020	2019
Balance at beginning of year		₱230,363,146	(₱207,724)	₱18,169,495
Excess of acquisition cost over the non-controlling interest acquired in a subsidiary	4	(60,497,982)	—	—
Remeasurement gain (loss) on net retirement liability - net of tax and effect of CREATE Law	21	7,170,628	(5,414,683)	(18,377,219)
Stock options granted and fair value changes	18	594,611	6,485,553	—
Excess of proceeds over the cost of disposed interest in a subsidiary	4	—	229,500,000	—
Balance at end of year		₱177,630,403	₱230,363,146	(₱207,724)

Effect of Changes in the Parent Company's Ownership Interest in a Subsidiary

In December 2021, the Parent Company purchased 214,351 common and 118,982 preferred shares representing 40% of the ownership and voting rights of CLLC for ₱113.2 million from RSBV resulting to 100% ownership of the Parent Company in CLLC. The difference between the acquisition cost and book value amounting to ₱60.5 million was recorded as reduction to equity reserves (see Note 4).

In 2020, excess of proceeds over the cost of disposed interest in a subsidiary pertains to the difference between the amount received by ALCO of ₱275.0 million, net of transaction costs and taxes of ₱40.5 million, for the sale of 40% of KHI's shares sold to MEC (see Note 1).

Stock Options Outstanding

On October 16, 2009, the stockholders approved the 2009 ALCO Stock Option Plan with the objective of providing material incentive to qualified employees of the Group. The total amount of shares which are available and may be issued for this purpose will amount to 10% of ALCO's total outstanding capital stock at any given time. The period during which a Qualified Employee may exercise the option to purchase such number of common shares granted to him/her will be three (3) years commencing after he or she has rendered the mandatory one year service to the Corporation in accordance with the following schedule:

- i. Within the first 12 months from grant date - up to 33.33%
- ii. Within the 13th to the 24th month from grant date - up to 33.33%
- iii. Within the 25th to 36th month from grant date - up to 33.33%

On December 14, 2018, the BOD approved granting options equivalent to not more than 90.0 million common shares to its qualified employees. On June 26, 2020, the number of options granted and issued to qualified employees amounted to ₱55.4 million shares. The total fair value of stock options granted amounted to ₱7.2 million and ₱6.5 million as at December 31, 2021 and 2020, respectively. The fair values of stock options granted are estimated on the date of grant using the Black-Scholes Merton (BSM) Formula taking into the account the terms and conditions upon which the options were granted. The BSM Formula utilized inputs namely; market value of the share, time to maturity, dividend yield, and risk free rate.

Fair value of each option at grant date is ₱0.14. Assumptions used to determine the fair value of the stock options are as follow:

Weighted average share price	₱0.65
Exercise price	₱0.50
Expected volatility	2.40%
Dividend yield	1.32%
Risk-free interest rate	1.35%

As at December 31, 2021 and 2020, none of the qualified employees have exercised their options.

Use of Proceeds

Series D Preferred Shares

The estimated gross proceeds from the offer of Series D Preferred Shares amounted to ₱3,000.0 million. The actual net proceeds from the offer of the shares, after deducting the related expenses to the offer, amounted to ₱2,966.7 million.

The following table shows the breakdown of the use of the proceeds (amounts in millions):

Purpose	Per Offer Supplement	Actual Net Proceeds	Actual Disbursement as at 12/31/2021	Balance for Disbursement as at 12/31/2021
Redemption of Series B Preferred Shares	₱2,000.0	₱2,000.0	₱2,000.0	₱—
Savya Financial Center and Cebu Exchange Project	1,000.0	966.7	—	966.7
Total	₱3,000.0	₱2,966.7	₱2,000.0	₱966.7

17. Revenues

The Group's revenues are as follows:

	Note	2021	2020	2019
Real estate sales of:				
Cebu Exchange		₱1,354,517,333	₱2,126,330,823	₱2,870,054,489
Savya Financial Center		975,128,529	713,085,853	645,749,539
Sevina Park		299,297,701	79,707,222	—
		2,628,943,563	2,919,123,898	3,515,804,028
Leasing revenue	22	325,500,935	371,576,866	321,918,256
Property management fees		17,754,758	10,852,292	10,135,140
		₱2,972,199,256	₱3,301,553,056	₱3,847,857,424

Leasing revenue pertains to rent income and CUSA earned from various lease contracts of the Parent Company in ACPT, commercial units of MPI in Arya Residences and dormitory units in Courtyard Hall, in which rent income is recognized on a straight-line basis under PAS 17, *Leases*.

Property management fees pertain to services rendered by EPMI to the Arya Residences Condominium Corporation (ARCC) and Arthaland Century Pacific Tower Condominium Corporation (ACPTCC). The service contract with ARCC has a term of five (5) years commencing on December 1, 2014 and was subsequently renewed for a period of five (5) years commencing on December 1, 2021. Meanwhile, the service contract with ACPTCC has a term of seven (7) years commencing on August 1, 2018, both for the management and maintenance of all common areas of said condominium properties.

18. Operating Expenses

Operating expenses are classified as follows:

	2021	2020	2019
Administrative	₱438,756,665	₱417,716,339	₱409,806,713
Selling and marketing	299,702,134	262,506,092	256,010,229
	₱738,458,799	₱680,222,431	₱665,816,942

Details of operating expenses by nature are as follows:

	Note	2021	2020	2019
Personnel costs		₱202,731,197	₱198,294,314	₱191,303,427
Advertising		163,666,488	79,149,719	124,110,551
Commissions		136,035,646	183,356,373	131,899,678
Management and professional fees		62,353,498	46,042,592	64,516,070
Communication and office expenses		38,445,777	24,899,585	29,116,455
Taxes and licenses		35,991,672	41,876,882	30,047,582
Depreciation and amortization	11	31,605,519	42,966,008	26,722,029
Transportation and travel		18,742,075	17,880,159	24,498,653
Insurance		18,531,639	15,268,232	15,788,365
Write-off of receivables from non-affiliated entity		11,559,066	—	—
Repairs and maintenance		4,797,950	3,550,213	12,799,877
Representation		3,503,647	2,910,588	1,377,793
Utilities		2,423,146	4,038,002	5,002,052
Rent	22	2,313,138	2,976,306	1,659,167
Others		5,758,341	17,013,458	6,975,243
		₱738,458,799	₱680,222,431	₱665,816,942

Personnel costs consist of:

	Note	2021	2020	2019
Salaries and other employee benefits		₱174,978,147	₱167,928,064	₱168,761,466
Retirement expense	21	27,158,439	23,880,697	22,541,961
Stock options granted and fair value changes	16	594,611	6,485,553	—
		₱202,731,197	₱198,294,314	₱191,303,427

19. Finance Costs

This account consists of:

	Note	2021	2020	2019
Interest expense	13, 14	₱275,238,263	₱278,898,562	₱124,339,961
Bank charges		2,590,682	2,285,398	499,643
		₱277,828,945	₱281,183,960	₱124,839,604

20. Other Income - Net

This account consists of:

	Note	2021	2020	2019
Realized gain on disposals of financial assets at FVPL	7	₱23,603,206	₱19,071,132	₱16,784,004
Unrealized holding gains (losses) on financial assets at FVPL	7	(6,258,905)	12,217,775	(617,582)
Interest income	6	3,537,246	9,379,745	13,489,356
Gain (loss) on disposal of property and equipment	11	(545,561)	(73,601)	322,744
Foreign exchange gains (losses)		368,205	(8,843)	(605,121)
Loss on sale of investment properties		—	(461,752)	—
Others		6,942,915	2,115,747	1,733,278
		₱27,647,106	₱42,240,203	₱31,106,679

21. Net Retirement Liability

The Group has a funded and non-contributory defined benefit retirement plan covering all of its qualified employees. The retirement benefits are based on years of service and compensation on the last year of employment as determined by an independent actuary. The normal retirement age is 60 with a minimum of five years of credited service. The plan also provides for an early retirement at age 50 with minimum of five years of credited service or late retirement after age 60, both subject to the approval of the Company's BOD.

The plan is exposed to interest rate risks and changes in the life expectancy of qualified employees. The plan is not exposed to significant concentrations of risk on the plan assets.

There are no unusual or significant risks to which the retirement liability exposes the Group. However, in the event a benefit claim arises under the retirement liability, the benefit shall immediately be due and payable from the Parent Company.

The following tables summarize the components of retirement benefit costs recognized in the consolidated statements of comprehensive income (based on the report of an independent actuary dated January 14, 2022):

Details of retirement expense is as follows (see Note 18):

	2021	2020	2019
Current service cost	₱22,933,142	₱18,666,937	₱18,130,347
Net interest cost	4,225,297	5,213,760	4,411,614
	₱27,158,439	₱23,880,697	₱22,541,961

The movements of net retirement liability recognized in the consolidated statements of financial position are as follows:

	2021	2020	2019
Balance at beginning of year	₱101,496,418	₱99,880,460	₱66,088,998
Current service cost	22,933,142	18,666,937	18,130,347
Net interest cost	4,225,297	5,213,760	4,411,614
Contribution to retirement plan assets	–	(30,000,000)	(15,003,669)
Remeasurement loss (gains) on:			
Experience adjustments	(9,133,789)	2,813,918	(5,262,217)
Change in financial assumptions	(2,314,401)	4,427,055	30,887,077
Return on plan assets	1,296,104	494,288	628,310
Change in demographic assumptions	(59,273)	–	–
Balance at end of year	₱118,443,498	₱101,496,418	₱99,880,460

The funded status and amounts recognized in the consolidated statements of financial position for the net retirement liability as at December 31, 2021 and 2020 are as follows:

	2021	2020
Present value of retirement liability	₱158,888,009	₱152,389,179
Fair value of plan assets	(40,444,511)	(50,892,761)
	₱118,443,498	₱101,496,418

As of December 31, 2021, the plan is underfunded by ₱118.4 million based on the latest actuarial valuation. While there are no minimum funding requirements in the country, the size of underfunding may pose a cash flow risk in about ten years' time when a significant number of employees is expected to retire.

Changes in the present value of the retirement liability are as follows:

	2021	2020	2019
Balance at beginning of year	₱152,389,179	₱120,206,490	₱71,097,631
Current service cost	22,933,142	18,666,937	18,130,347
Interest cost	6,019,373	6,274,779	5,353,652
Benefits paid from plan assets	(10,946,222)	–	–
Remeasurement gains on:			
Experience adjustments	(9,133,789)	2,813,918	(5,262,217)
Change in financial assumptions	(2,314,401)	4,427,055	30,887,077
Change in demographic assumptions	(59,273)	–	–
Balance at end of year	₱158,888,009	₱152,389,179	₱120,206,490

Changes in the fair value of plan assets are as follows:

	2021	2020	2019
Balance at beginning of year	₱50,892,761	₱20,326,030	₱5,008,633
Interest income	1,794,076	1,061,019	942,038
Benefits paid from plan assets	(10,946,222)	—	—
Contribution to retirement plan assets	—	30,000,000	15,003,669
Remeasurement gain (loss) on return on plan assets	(1,296,104)	(494,288)	(628,310)
Balance at end of year	₱40,444,511	₱50,892,761	₱20,326,030

Plan assets are primarily composed of unit investment trust accounts and do not comprise any of the Group's own financial instruments or any of its assets occupied and/or used in operations.

The cumulative remeasurement gains (losses) on net retirement liability recognized in OCI as at December 31 are as follows:

	2021		
	Cumulative Remeasurement Losses	Deferred Tax (see Note 23)	Net
Balance at beginning of year	(₱8,032,009)	(₱2,409,602)	(₱5,622,407)
Remeasurement gain	10,211,359	2,639,131	7,572,228
Effect of changes in tax rates due to CREATE Law	—	—	(401,600)
Balance at end of year	₱2,179,350	₱229,529	₱1,548,221

	2020		
	Cumulative Remeasurement Losses	Deferred Tax (see Note 23)	Net
Balance at beginning and end of year	(₱296,748)	(₱89,024)	(₱207,724)
Remeasurement loss	(7,735,261)	(2,320,578)	(5,414,683)
Balance at end of year	(₱8,032,009)	(₱2,409,602)	(₱5,622,407)

	2019		
	Cumulative Remeasurement Gains (Losses)	Deferred Tax (see Note 23)	Net
Balance at beginning of year	₱25,956,422	₱7,786,927	₱18,169,495
Remeasurement loss	(26,253,170)	(7,875,951)	(18,377,219)
Balance at end of year	(₱296,748)	(₱89,024)	(₱207,724)

The principal assumptions used for the purpose of the actuarial valuation are as follows:

	2021	2020
Discount rate	5.09%	3.95%
Salary projection rate	6.00%	5.00%
Average remaining service years	21.7	24.2

The sensitivity analysis based on reasonable possible changes of assumptions as at December 31, 2021 and 2020 are presented below.

	Change in Assumption	Effect on Present Value of Retirement Liability	
		Discount Rate	Salary Projection Rate
December 31, 2021	+1%	(P13,908,844)	P16,403,042
	-1%	16,730,232	(13,919,729)
December 31, 2020	+1%	(P14,901,329)	P17,761,066
	-1%	18,147,808	(14,894,844)

The expected future benefit payments within the next ten years are as follows:

Financial Year	Amount
2022	P67,945,586
2023	802,412
2024-2031	82,100,350

The weighted average duration of the retirement benefit obligation as at December 31, 2021 and 2020 are 9.8 years and 10.8 years, respectively.

22. Commitments

Operating Lease Commitments - Group as Lessor

The Parent Company entered into various lease agreements in ACPT for periods ranging from one (1) year to 10 years. Majority of lease agreements include an escalation clause of 5% every year. The lease contracts do not provide for any contingent rent.

In addition, MPI has various lease agreements for its retail units in Arya Residences. The term of the lease ranges from two (2) to five (5) years. The lease agreements also provide for various escalation rates for the duration of the agreements.

Moreover, Cazneau has entered into lease agreements for its dormitory units in Courtyard Hall. The term is renewable every semester.

Leasing revenue recognized from these operating leases amounted to P325.5 million in 2021, P371.6 million in 2020 and P321.9 million in 2019 (see Note 17). Lease receivables amounted to P153.5 million and P88.9 million as at December 31, 2021 and 2020, respectively (see Note 8). Accrued rent receivable amounted to P66.2 million and P89.6 million as at December 31, 2021 and 2020, respectively (see Note 8). Advance rent from tenants amounted to P39.3 million and P36.2 million as at December 31, 2021 and 2020, respectively. Security deposits, which may be applied to unsettled balances or refunded at the end of the lease term, amounted to P83.3 million and P81.1 million as at December 31 2021 and 2020, respectively (see Note 15).

The future minimum lease payments to be received under non-cancellable operating leases as at December 31 are as follows:

	2021	2020
Within one year	₱261,888,151	₱256,810,411
After one year but not more than five years	453,024,093	617,893,681
More than five years	13,221,455	24,261,443
	₱728,133,699	₱898,965,535

Operating Lease Commitment - Group as Lessee

The Parent Company is a lessee under non-cancellable operating lease where its office space is situated. In 2018, the Parent Company transferred its office to ACPT. This resulted to the termination of its non-cancellable operating lease. For short-term and low value leases, rent expense recognized amounted to ₱2.3 million in 2021, ₱3.0 million in 2020 and ₱1.7 million in 2019 (see Note 18).

23. Income Taxes

The components of income tax expense are as follows:

	Note	2021	2020	2019
Reported in Profit or Loss				
Current:				
RCIT		₱50,194,798	₱11,650,910	₱66,966,595
MCIT		6,848,361	9,901,241	5,619,419
Gross income tax (GIT)		5,191,339	2,399,074	3,678,373
Final taxes		4,916,752	6,065,051	5,533,420
		67,151,250	30,016,276	81,797,807
Deferred		(55,255,650)	460,254,146	554,347,227
		₱11,895,600	₱490,270,422	₱636,145,034
Reported in OCI				
Deferred tax related to remeasurement				
gains (losses) on net retirement				
liability	21	(₱2,639,131)	₱2,320,578	₱7,875,951

Deferred Tax Assets and Deferred Tax Liabilities

The components of the Group's recognized deferred tax assets and liabilities are as follows:

	2021	2020
Deferred tax assets:		
NOLCO	₱253,843,493	₱186,618,977
Retirement liability	28,829,718	30,448,926
Excess MCIT over RCIT	21,049,084	15,706,900
Advance rent	8,128,617	8,608,314
Allowance for impairment losses	92,073	110,488
Unrealized foreign exchange loss	—	2,654
	311,942,985	241,496,259
Deferred tax liabilities:		
Cumulative gain on change in fair value of investment properties	1,394,057,646	1,415,105,254
Excess of financial over taxable gross profit	569,320,155	523,413,731
Depreciation of investment properties	32,359,232	26,332,554
Accrued rent receivable	11,702,598	17,144,444
Transfer of fair value to property and equipment	10,558,107	12,939,297
Capitalized debt issue costs	8,152,056	9,989,503
Unrealized foreign exchange gain	91,984	—
	2,026,241,778	2,004,924,783
Net deferred tax liabilities	₱1,714,298,793	₱1,763,428,524

As at December 31, 2021 and 2020, the Group did not recognize deferred tax assets relating to the following:

	2021	2020
NOLCO	₱14,861,627	₱8,073,179
Excess MCIT over RCIT	320	320
	₱14,861,947	₱8,073,499

Management has assessed that these may not be realized in the future.

NOLCO and Excess MCIT over RCIT

The details of the Group's NOLCO and excess MCIT over RCIT are as follows:

NOLCO

Year	Balance at Beginning of Year	Incurred	Applied	Expired	Balance at End of Year	Valid Until
2021	₱—	₱439,172,305	₱—	₱—	₱439,172,305	2026
2020	441,070,429	—	—	—	441,070,429	2025
2019	201,505,549	—	—	—	201,505,549	2022
2018	6,397,876	—	—	6,397,876	—	2021
	₱648,973,854	₱439,172,305	₱—	₱6,397,876	₱1,081,748,283	

On September 30, 2020, the Bureau of Internal Revenue (BIR) issued Revenue Regulations No. 25-2020 to implement Section 4 (4444) of Republic Act No. 11494 (Bayanihan Act to Recover as One Act), allowing the Group's net operating losses for taxable years 2020 and 2021 to be carried over for the next five consecutive taxable years immediately following the year of such loss.

Excess MCIT over RCIT

Year Incurred	Balance at Beginning of Year	Incurred	Applied	Expired	Balance at End of Year	Valid Until
2021	₱—	₱6,848,361	₱—	₱—	₱6,848,361	2024
2020	9,901,241	—	—	—	9,901,241	2023
2019	5,619,419	—	—	—	5,619,419	2022
2018	186,560	—	—	186,560	—	2021
	₱15,707,220	₱6,848,361	₱—	₱186,560	₱22,369,021	

The reconciliation between the income tax based on statutory income tax rate and provision for income tax reported in the consolidated statements of comprehensive income is as follows:

	2021	2020	2019
Income tax computed at statutory tax rate	₱331,646,283	₱497,818,418	₱636,987,873
Effect of CREATE Law	(301,160,455)	—	—
Add (deduct) tax effect of:			
Income subject to GIT	(23,504,522)	(11,721,196)	(28,497,641)
Stock issuance costs	(7,399,841)	—	(3,744,499)
Change in unrecognized deferred tax assets	6,986,414	2,412,913	1,998,894
Nondeductible expenses and nontaxable income	4,483,199	2,923,947	30,197,169
Unrealized holding loss (gains) on financial assets at FVPL	1,536,300	(3,665,333)	185,275
Realized gain on disposals of financial assets at FVPL subjected to final tax	(1,535,568)	(1,845,302)	(1,552,143)
Expired NOLCO	1,147,774	5,550,944	1,579,881
Interest income subjected to final tax	(491,564)	(1,203,969)	(1,151,433)
Expired MCIT	187,580	—	141,658
	₱11,895,600	₱490,270,422	₱636,145,034

PEZA Registration

ACPT is registered with the Philippine Economic Zone Authority (PEZA) as an Ecozone Facilities Enterprise (see Note 1). The scope of its registered activity is limited to development, operation and maintenance of an economic zone.

Under the PEZA Registration Agreement, ACPT is entitled to:

- 5% GIT, in lieu of all national and local taxes; and
- Tax and duty-free importation of capital equipment required for the technical viability and operation of the registered facilities or activities.

Any income from activities of ACPT outside the PEZA-registered activities is subject to RCIT.

Corporate Recovery and Tax Incentives for Enterprises (“CREATE”) Law

On March 26, 2021, the Corporate Recovery and Tax Incentives for Enterprises (“CREATE”) was approved and signed into law by the country’s President. Under the CREATE, the regular corporate income tax (RCIT) of domestic corporations was revised from 30% to 25% or 20% depending on the amount of total assets or total amount of taxable income. In addition, the minimum corporate income tax (MCIT) was changed from 2% to 1% of gross income for a period of three (3) years. The changes in the income tax rates shall retrospectively become effective beginning July 1, 2020.

However, the income tax rates used in preparing the financial statements as at and for the year ended December 31, 2020 are 30% and 2% for RCIT and MCIT, respectively. The difference amounting to ₱301.2 million arising from the changes in income tax rates was recognized in 2021.

24. Related Party Transactions

The Group, in its regular conduct of business, has transactions with its related parties. The following tables summarize the transactions with the related parties and outstanding balance arising from these transactions.

	Nature of Relationship	Note	Nature of Transaction	Amount of Transactions		Outstanding Balance	
				2021	2020	2021	2020
Due from Related Parties							
		8					
CPG	Principal stockholder		Share purchase agreement	₱—	₱—	₱36,052,873	₱36,052,873
	Entity under common management						
SOPI			Advances for working capital	39,442	635,359	5,607,293	5,567,851
	Entity under common management						
Centrobless			Advances for working capital	(11,742,444)	3,635,968	4,749,541	16,491,985
						₱46,409,707	₱58,112,709
Accounts Payable							
	Principal stockholder						
CPG		15	Management fee	₱12,385,943	₱12,577,891	₱3,096,486	₱3,458,920

Share Purchase Agreement

The Parent Company has an outstanding receivable from CPG amounting to ₱36.1 million as at December 31, 2021 and 2020 arising from a share purchase agreement between the Parent Company, CPG and AOCH1. Under the claw-back provision of the share purchase agreement, the Parent Company warrants the final resolution acceptable to CPG and its counsel with respect to the pending complaint involving the property owned by UPHI, which includes, among others, removing all doubt on the ownership of UPHI over the property. In the event the satisfactory evidence is submitted by the Parent Company to CPG, the latter shall pay to the Parent Company the entire claw-back amount or a portion thereof plus interest earned in which the claw-back amount was held in escrow.

Advances for Working Capital

This pertains to expenses advanced by the Group to the related parties. Outstanding balances of advances for working capital are unsecured, unguaranteed, collectible or payable on demand and to be settled in cash. The Group’s allowance for ECL on due from related parties amounted to nil as at December 31, 2021 and 2020.

Management Fee

Management fees are recognized for management consultancy, development and administrative services provided by CPG. Outstanding balances are unsecured, noninterest-bearing, payable on demand and to be settled in cash.

Compensation of Key Management Personnel

The compensation of key management personnel are as follows:

	2021	2020	2019
Salaries and other employee benefits	₱82,773,183	₱89,599,050	₱83,779,871
Retirement expense	27,158,439	24,095,262	24,095,262
	₱109,931,622	₱113,694,312	₱107,875,133

Transactions with the Retirement Plan

The Parent Company's retirement fund is administered and managed by a trustee bank. The fair value of plan assets, which are primarily composed of unit investment trust funds, amount to ₱40.4 million and ₱50.9 million as of December 31, 2021 and 2020 (see Note 21).

The retirement fund neither provides any guarantee or surety for any obligation of the Parent Company nor its investments covered by any restrictions or liens. The details of the contributions of the Parent Company and benefits paid out by the plan are presented in Note 21.

25. Reconciliation of Liabilities Arising from Financing Activities

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non-cash changes:

	Financing Cash Flows			Noncash Transactions			
	January 1, 2021	Availments/ Declaration	Payments	Assignment of advances	Conversion to deposit for future stock subscription	Movement in Debt Issue Cost	December 31, 2021
Loans payable	₱9,305,693,323	₱10,445,612,330	(₱6,302,985,708)	₱—	₱—	(₱11,602,476)	₱13,436,717,469
Bonds payable	2,958,526,698	—	—	—	—	8,067,481	2,966,594,179
Advances from non-controlling interests	1,367,586,297	411,200,000	(676,666,700)	—	—	—	1,102,119,597
Dividends payable	5,559,031	274,009,142	(273,052,780)	—	—	—	6,515,393
	₱13,637,365,349	₱11,130,821,472	(₱7,252,705,188)	₱—	₱—	(₱3,534,995)	₱17,511,946,638

	Financing Cash Flows			Noncash Transactions			
	January 1, 2020	Availments/ Declaration	Payments	Assignment of advances	Conversion to deposit for future stock subscription	Movement in Debt Issue Cost	December 31, 2020
Loans payable	₱6,925,381,746	₱5,342,426,370	(₱2,958,344,266)	₱—	₱—	(₱3,770,527)	₱9,305,693,323
Bonds payable	—	3,000,000,000	—	—	—	(41,473,302)	2,958,526,698
Advances from non-controlling interests	1,144,586,297	165,000,000	—	195,000,000	(137,000,000)	—	1,367,586,297
Dividends payable	5,943,585	274,009,142	(274,393,696)	—	—	—	5,559,031
	₱8,075,911,628	₱8,781,435,512	(₱3,232,737,962)	₱195,000,000	(₱137,000,000)	(₱45,243,829)	₱13,637,365,349

26. Earnings Per Share

Basic and diluted earnings per share are computed as follows:

	2021	2020	2019
Net income attributable to equity holders of the Parent Company	₱899,510,260	₱887,295,539	₱1,187,016,033
Less share of Series B and C Preferred Shares	(210,192,000)	(210,192,000)	(175,554,000)
Net income attributable to equity holders of the Parent Company for basic and diluted earnings per share	₱689,318,260	₱677,103,539	₱1,011,462,033
Weighted average number of outstanding common shares for basic EPS	5,318,095,199	5,318,095,199	5,318,095,199
Add dilutive shares arising from stock options	55,400,000	55,400,000	—
Adjusted weighted average number of common shares for diluted EPS	5,373,495,199	5,373,495,199	5,318,095,199
Basic EPS	₱0.1296	₱0.1273	₱0.1902
Diluted EPS	₱0.1283	₱0.1260	₱0.1902

Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year.

Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares.

27. Financial Risk Management Objectives and Policies

The Group's financial instruments comprise cash in banks, cash equivalents, financial assets at FVPL, receivables (excluding advances for project development and accrued rent receivable under straight-line basis of accounting), amounts held in escrow, deposits, loans and bonds payable, accounts payable and other liabilities (except statutory liabilities, advance rent and payable to buyers) and advances from non-controlling interests.

It is the Group's policy that no trading in financial instruments shall be undertaken. The main risks arising from the Group's financial instruments are credit risk, liquidity risk and interest rate risk. The BOD reviews and approves policies for managing these risks as summarized below.

Foreign Currency Risk

The Group's exposure to foreign currency risk is minimal, as it does not enter into significant transactions in currencies other than its functional currency.

Credit Risk

The Group's exposure to credit risk arises from the failure of a counterparty to fulfill its financial commitments to the Group under the prevailing contractual terms. Financial instruments that potentially subject the Group to credit risk consist primarily of trade receivables and other financial assets at amortized cost. The carrying amounts of financial assets at amortized cost and contract assets represent its maximum credit exposure.

Trade Receivables and Contract Assets

Management has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Group's standard payment and delivery terms, and conditions are offered. The Group's credit policy includes available external ratings, financial statements, credit agency information, industry information and, in some cases, bank references. Credit limits are established for each customer and reviewed on a regular basis. Any sales on credit exceeding those limits require specific approval from upper level of management. The Group limits its exposure to credit risk by transacting mainly with recognized and creditworthy customers that have undergone its credit evaluation and approval process. Historically, trade receivables are substantially collected within one (1) year and it has no experience of writing-off or impairing its trade receivables due to the effectiveness of its collection. As customary in the real estate business, title to the property is transferred only upon full payment of the purchase price. There are also provisions in the sales contract which allow forfeiture of installments or deposits made by the customer in favor of the Group. Also, customers are required to deposit postdated checks to the Group covering all installment payments. These measures minimize the credit risk exposure or any margin loss from possible default in the payment of installments. Trade receivables from lease are closely monitored on aging of the account. As at December 31, 2021 and 2020, there were no significant credit concentrations. The maximum exposure at the end of the reporting period is the carrying amount of trade receivables and contract assets.

Other Financial Assets at Amortized Cost

The Group's other financial assets at amortized cost are mostly composed of cash in banks, cash equivalents and amounts held in escrow. The Group limits its exposure to credit risk by investing only with banks that have good credit standing and reputation in the local and international banking industry. These instruments are graded in the top category by an acceptable credit rating agency and, therefore, are considered to be low credit risk investments.

For deposits, credit risk is low since the Group only transacts with reputable companies and individuals with respect to this financial asset.

It is the Group's policy to measure ECL on the above instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. When determining if there has been a significant increase in credit risk, the Group considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Group also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent significant credit risk such as when non-payment arising from administrative oversight rather than resulting from financial difficulty of the borrower.

Financial Assets at FVPL

The Group is also exposed to credit risk in relation to its investment in money market fund that is measured at FVPL. The maximum exposure at the end of the reporting period is the carrying amount of these investments.

The table below presents the summary of the Group's exposure to credit risk and shows the credit quality of the assets by indicating whether the assets are subjected to 12-month ECL or lifetime ECL.

Assets that are credit-impaired are separately presented.

2021					
	Financial Assets at Amortized Cost			Financial Assets at FVPL	Total
	12-Month ECL	Lifetime ECL - Not Credit Impaired	Lifetime ECL - Credit Impaired		
Cash and cash equivalents*	₱1,949,062,156	₱—	₱—	₱—	₱1,949,062,156
Financial assets at FVPL	—	—	—	4,378,607,744	4,378,607,744
Receivables**	—	1,497,248,576	368,292	—	1,497,616,868
Contract assets	—	6,238,880,086	—	—	6,238,880,086
Deposits	65,599,638	—	—	—	65,599,638
Amounts held in escrow	144,678,088	—	—	—	144,678,088
	₱2,159,339,882	₱7,736,128,662	₱368,292	₱4,378,607,744	₱14,274,444,580

*Excludes cash on hand amounting to ₱195,000.

**Excludes accrued rent receivable under straight-line basis of accounting aggregating to ₱66.2 million as at December 31, 2021.

2020					
	Financial Assets at Amortized Cost			Financial Assets at FVPL	Total
	12-Month ECL	Lifetime ECL - Not Credit Impaired	Lifetime ECL - Credit Impaired		
Cash and cash equivalents*	₱940,924,474	₱—	₱—	₱—	₱940,924,474
Financial assets at FVPL	—	—	—	3,257,288,870	3,257,288,870
Receivables**	—	449,522,428	368,292	—	449,890,720
Contract assets	—	5,341,881,039	—	—	5,341,881,039
Deposits	56,072,105	—	—	—	56,072,105
Amounts held in escrow	85,052,814	—	—	—	85,052,814
	₱1,082,049,393	₱5,791,403,467	₱368,292	₱3,257,288,870	₱10,131,110,022

*Excludes cash on hand amounting to ₱155,000.

**Excludes accrued rent receivable under straight-line basis of accounting aggregating to ₱89.6 million as at December 31, 2020.

Liquidity Risk

Liquidity risk is the risk that the Group may not be able to settle its obligations as they fall due.

The table below summarizes the maturity profile of the financial liabilities of the Group based on remaining contractual undiscounted cash flows as at December 31, 2021 and 2020:

2021						
	Due and Payable on Demand	Less than 1 Year	1-2 Years	2-3 Years	Over 3 Years	Total
Loans payable	P=	P8,328,978,932	P1,414,000,000	P1,219,000,000	P2,845,866,000	P13,807,844,932
Bonds payable	—	—	—	—	3,000,000,000	3,000,000,000
Accounts payable and other liabilities*	492,874,816	1,820,556,044	—	—	—	2,313,430,860
Advances from non-controlling interest	1,102,119,597	—	—	—	—	1,102,119,597
	P1,594,994,413	P10,149,534,976	P1,414,000,000	P1,219,000,000	P5,845,866,000	P20,223,395,389

*Excludes payable to buyers, advance rent and statutory liabilities aggregating to P1,155.4 million as at December 31, 2021.

2020						
	Due and Payable on Demand	Less than 1 Year	1-2 Years	2-3 Years	Over 3 Years	Total
Loans payable	P=	P4,225,205,340	P1,414,000,000	P833,939,200	P2,866,115,800	P9,339,260,340
Bonds payable	—	—	—	—	3,000,000,000	3,000,000,000
Accounts payable and other liabilities*	392,975,986	1,370,510,040	—	—	—	1,763,486,026
Advances from non-controlling interest	1,367,586,297	—	—	—	—	1,367,586,297
	P1,760,562,283	P5,595,715,380	P1,414,000,000	P833,939,200	P5,866,115,800	P15,470,332,663

*Excludes payable to buyers, advance rent and statutory liabilities aggregating to P1,049.0 million as at December 31, 2020.

The Group monitors its risk to a shortage of funds through analyzing the maturity of its financial investments and financial assets and cash flows from operations. The Group monitors its cash position by a system of cash forecasting. All expected collections, check disbursements and other payments are determined on a daily basis to arrive at the projected cash position to cover its obligations.

The Group's objective is to maintain a balance between continuity of funding and flexibility. The Group addresses liquidity concerns primarily through cash flows from operations.

Interest Rate Risk

Interest rate risk is the risk that future cash flows from a financial instrument (cash flow interest rate risk) or its fair value (fair value interest rate risk) will fluctuate because of changes in market interest rates.

The Group's loans payable to local banks are subject to fixed interest rates and are exposed to fair value interest rate risk. The re-pricing of these instruments is done on annual intervals.

The Group regularly monitors interest rate movements and on the basis of current and projected economic and monetary data, decides on the best alternative to take. No sensitivity analysis is needed as future interest rate changes are not expected to significantly affect the Group's consolidated net income.

Impact of COVID-19

The varying level of community quarantine that have been enforced in the different parts of the country since its initial imposition on March 16, 2020 have created significant impact to business in general. Industries considered as non-essential have been ordered closed, travel restrictions were implemented, and large areas of communities were locked down.

In spite of the difficulties posed by these challenges, the Company has been agile and resilient enough to adopt to the “new normal” the situation has created. It has developed and executed a business continuity protocol which has allowed the Company to continue functioning and operating except in areas where no alternative means, given existing circumstances, are readily available.

To date, management is monitoring all the ongoing COVID-19 related developments to assess, anticipate, and develop appropriate business strategies moving forward.

Capital Management

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 by pricing products and services commensurate with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity as presented in the consolidated statements of financial position. Capital for the reporting periods under review is summarized as follows:

	2021	2020
Total liabilities	₱23,619,149,934	₱18,317,098,613
Total equity	11,052,136,913	9,230,104,456
Debt-to-equity ratio	2.14:1.00	1.98:1.00

The Group manages the capital structure and makes adjustments when there are changes in the 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.

28. Fair Value Measurement

The following table presents the carrying amounts and fair values of the Group’s assets and liabilities measured at fair value and for which fair values are disclosed, and the corresponding fair value hierarchy:

	Note	Carrying Amount	2021 Fair Value		
			Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value:					
Financial assets at FVPL	7	₱4,378,607,744	₱4,378,607,744	₱—	₱—
Investment properties	10	9,026,428,319	—	1,635,060,492	7,391,367,827
Asset for which fair value is disclosed -					
Financial assets at amortized cost - Deposits	12	65,599,638	—	—	65,599,638
		₱13,470,635,701	₱4,378,607,744	₱1,635,060,492	₱7,456,967,465
Liability for which fair value is disclosed -					
Loans payable	13	₱13,436,717,469	₱—	₱—	₱13,375,990,935
Bonds payable	14	2,966,594,179	—	—	3,003,560,199
		₱16,403,311,648	₱—	₱—	₱16,379,551,134

		2020			
		Fair Value			
	Note	Carrying Amount	Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value:					
Financial assets at FVPL	7	₱3,257,288,870	₱3,257,288,870	₱—	₱—
Investment properties	10	8,315,168,841	—	1,275,863,504	7,039,305,337
Asset for which fair value is disclosed -					
Financial assets at amortized cost - Deposits	12	56,072,105	—	—	56,072,105
		₱11,628,529,816	₱3,257,288,870	₱1,275,863,504	₱7,095,377,442
Liability for which fair value is disclosed -					
Loans payable	13	₱9,305,693,323	₱—	₱—	₱9,220,969,353
Bonds payable	14	2,958,526,698	—	—	3,540,814,710
		₱12,264,220,021	₱—	₱—	₱12,761,784,063

The following methods and assumptions were used in estimating the fair value of the Group's financial assets and liabilities:

Financial Assets and FVPL. The fair value of financial assets at FVPL is classified under Level 1 of the fair value hierarchy using quoted market prices.

Investment Properties. The fair value of investment properties were determined using land development approach, discounted cash flow approach and market data approach.

Deposits, Loans and Bonds Payable. The fair value of the Group's deposits, loans and bonds payable were determined by discounting the sum of all future cash flows using the prevailing market rates of interest for instruments with similar maturities. Interest-bearing loans and bonds payable include accrued interest in the estimation of its fair value.

The table below presents the financial assets and liabilities of the Group whose carrying amounts approximate fair values as at December 31, 2021 and 2020:

	2021	2020
Financial assets:		
Cash and cash equivalents	₱1,949,257,156	₱941,079,474
Receivables*	1,497,248,576	449,522,428
Contract assets	6,238,880,086	5,341,881,039
Amounts held in escrow	144,678,088	85,052,814
	₱9,830,063,906	₱6,817,535,755
Financial liabilities:		
Accounts payable and other liabilities**	₱2,313,818,280	₱1,763,486,026
Advances from non-controlling interests	1,102,119,597	1,367,586,297
	₱3,415,937,877	₱3,131,072,323

*Excludes accrued rent receivable under straight-line basis of accounting aggregating to ₱66.2 million and ₱89.6 million as at December 31, 2021 and 2020, respectively.

**Excludes payable to buyers, advance rent and statutory liabilities aggregating to ₱1,155.4 million and ₱1,029.5 million as at December 31, 2021 and 2020, respectively.

Cash and Cash Equivalents, Receivables, Amounts Held in Escrow, Accounts Payable and Other Liabilities and Advances from Non-controlling Interests. The carrying amounts of these financial assets and liabilities approximate their fair values due to the short-term nature of these financial instruments.

29. Classification of Consolidated Statements of Financial Position Accounts

The Group's current portions of its assets and liabilities as at December 31, 2021 and 2020 are as follows:

	Note	2021	2020
Current Assets			
Cash and cash equivalents	6	₱1,949,257,156	₱941,079,474
Financial assets at FVPL	7	4,378,607,744	3,257,288,870
Receivables	8	1,563,406,726	539,079,767
Contract assets	5	6,238,880,086	5,341,881,039
Real estate for sale	9	8,988,754,987	6,894,906,539
Other assets*	12	1,865,555,269	1,910,977,361
		₱24,984,461,968	₱18,885,213,050

*Excludes non-current portion of deposits and deferred input VAT amounting to ₱178.2 million and ₱66.6 million as at December 31, 2021 and 2020, respectively.

	Note	2021	2020
Current Liabilities			
Current portion of loans payable***	13	₱8,417,020,962	₱4,225,205,340
Accounts payable and other liabilities	14	4,218,822,302	2,792,943,961
Contract liabilities	5	62,154,096	27,423,392
Advances from non-controlling interests	4	1,102,119,597	1,367,586,297
		₱13,800,116,957	₱8,413,158,990

***Excludes long term portion of loans payable aggregating to ₱5,107.7 million and ₱5,080.5 million and as at December 31, 2021 and 2020, respectively.

30. Operating Segment Information

The Group is organized into operating segments based on the type of product or service. The Group's reportable operating segments relates to sale of real estate, leasing and property management services.

All of the assets relating to the Group's operating segments are located in the Philippines. Accordingly, reporting operating segments per geographical business operation is not required.

Segment assets, liabilities and revenue and expenses are measured in accordance with PFRS. The presentation and classification of segment revenue and expenses are consistent with the consolidated statements of comprehensive income. The presentation and classification of segment assets and liabilities are consistent with the consolidated statements of financial position.

The following tables present revenue and expense information and certain assets and liabilities information regarding the different business segments as at and for the years ended December 31, 2021, 2020 and 2019:

2021						
	Sale of Real Estate	Leasing	Property Management Services	Corporate	Eliminations	Total
Segment revenue	₱2,628,943,563	₱325,500,935	₱478,856,970	₱-	(₱461,102,212)	₱2,972,199,256
Segment expenses	(1,668,922,051)	(106,984,259)	(116,486,671)	(847,984,974)	273,075,552	(2,467,302,403)
Segment profit	960,021,512	218,516,676	362,370,299	(847,984,974)	(188,026,660)	504,896,853
Net gain on change in fair value of investment properties	-	872,263,700	-	-	-	872,263,700
Finance costs	(192,226,329)	-	-	(277,828,945)	(192,226,329)	(277,828,945)
Other income - net	-	-	-	27,647,106	-	27,647,106
Income before income tax	767,795,183	1,090,780,376	362,370,299	(1,098,166,813)	4,199,669	1,126,978,714
Provision for income tax	-	-	-	-	-	(11,895,600)
Net income	-	-	-	-	-	1,115,083,114
Other comprehensive income	-	-	-	-	-	7,572,228
Total comprehensive income	-	-	-	-	-	₱1,122,655,342
Assets	₱8,988,754,987	₱9,026,428,319	₱15,858,139	₱24,417,005,366	(₱7,776,759,964)	₱34,671,286,847
Liabilities	(₱13,411,648,011)	(₱1,712,356,858)	₱-	(₱14,732,477,103)	₱6,237,332,038	(₱23,619,149,934)

2020						
	Sale of Real Estate	Leasing	Property Management Services	Corporate	Eliminations	Total
Segment revenue	₱2,919,123,898	₱371,576,866	₱222,815,561	₱-	(₱211,963,269)	₱3,301,553,056
Segment expenses	(1,591,033,907)	(130,770,623)	(86,221,097)	(767,141,354)	211,963,269	(2,363,203,712)
Segment profit	1,328,089,991	240,806,243	136,594,464	(767,141,354)	-	938,349,344
Net gain on change in fair value of investment properties	-	959,989,140	-	-	-	959,989,140
Finance costs	(447,211)	(430,024,418)	-	(14,088,400)	163,376,069	(281,183,960)
Other income - net	-	-	-	42,240,203	-	42,240,203
Income before income tax	1,327,642,780	770,770,965	136,594,464	(738,989,551)	163,376,069	1,659,394,727
Provision for income tax	-	-	-	-	-	(490,270,422)
Net income	-	-	-	-	-	1,169,124,305
Other comprehensive income	-	-	-	-	-	(5,414,683)
Total comprehensive income	-	-	-	-	-	₱1,163,709,622
Assets	₱6,894,906,539	₱8,315,168,841	₱17,028,899	₱18,548,524,200	(₱6,228,425,410)	₱27,547,203,069
Liabilities	(₱5,148,259,520)	(₱4,157,433,803)	₱-	(₱14,634,896,280)	₱5,623,490,990	(₱18,317,098,613)

2019						
	Sale of Real Estate	Leasing	Property Management Services	Corporate	Eliminations	Total
Segment revenue	₱3,515,804,028	₱321,918,256	₱263,259,201	₱-	(₱253,124,061)	₱3,847,857,424
Segment expenses	(2,138,904,072)	(103,619,113)	(77,076,988)	(745,080,287)	253,124,061	(2,811,556,399)
Segment profit	1,376,899,956	218,299,143	186,182,213	(745,080,287)	-	1,036,301,025
Net gain on change in fair value of investment properties	-	1,180,724,811	-	-	-	1,180,724,811
Finance costs	-	(124,552,506)	-	(69,947)	-	(124,622,453)
Other income - net	-	-	-	31,106,679	-	31,106,679
Income before income tax	1,376,899,956	1,274,471,448	186,182,213	(714,043,555)	-	2,123,510,062
Provision for income tax	-	-	-	-	-	(636,145,034)
Net income	-	-	-	-	-	1,487,147,877
Other comprehensive income	-	-	-	-	-	(18,377,219)
Total comprehensive income	-	-	-	-	-	₱1,468,770,658
Assets	₱5,410,062,969	₱7,280,000,267	₱9,661,932	₱11,865,432,294	(₱5,089,325,470)	₱19,475,831,992
Liabilities	(₱3,635,050,687)	(₱3,290,331,059)	₱-	(₱8,971,130,820)	₱3,896,072,460	(₱12,000,440,106)

31. Events After Reporting Period

Declaration of Cash Dividends

The Parent Company's BOD approved and declared the following cash dividends:

Class of shares	Declaration Date	Stockholders of Record Date	Payment Date	Amount	Dividend per Share
Series D Preferred Shares	January 26, 2022	February 11, 2022	March 3, 2022	₱45,000,000	₱7.5000
Series C Preferred Shares	February 23, 2022	March 10, 2022	March 27, 2022	17,319,000	1.7319

The dividends shall be taken out of the unrestricted earnings of the Parent Company as at December 31, 2021.



**REPORT OF INDEPENDENT AUDITORS
TO ACCOMPANY CONSOLIDATED FINANCIAL STATEMENTS FOR FILING WITH THE
SECURITIES AND EXCHANGE COMMISSION**

The Stockholders and the Board of Directors
Arthaland Corporation and Subsidiaries
7/F Arthaland Century Pacific Tower
5th Avenue corner 30th Street
Bonifacio Global City, Taguig City

We have audited the accompanying consolidated financial statements of Arthaland Corporation (the Company) and Subsidiaries as at December 31, 2021 and 2020 and for the years ended December 31, 2021, 2020 and 2019, on which we have rendered our report dated March 23, 2022.

In compliance with the Revised Securities Regulation Code Rule 68, we are stating that the Company has 1,920 stockholders owning one hundred (100) or more shares each.

REYES TACANDONG & Co.


MICHELLE R. MENDOZA-CRUZ

Partner

CPA Certificate No. 97380

Tax Identification No. 201-892-183-000

BOA Accreditation No. 4782; Valid until April 13, 2024

SEC Accreditation No. 97380-SEC Group A

Issued April 8, 2021

Valid for Financial Periods 2020 to 2024

BIR Accreditation No. 08-005144-012-2020

Valid until January 1, 2023

PTR No. 8851710

Issued January 3, 2022, Makati City

March 23, 2022
Makati City, Metro Manila



REPORT OF INDEPENDENT AUDITORS ON SUPPLEMENTARY SCHEDULES

The Stockholders and the Board of Directors
Arthaland Corporation and Subsidiaries
7/F Arthaland Century Pacific Tower
5th Avenue corner 30th Street
Bonifacio Global City, Taguig City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Arthaland Corporation (the Company) and Subsidiaries as at December 31, 2021 and 2020 and for the years ended December 31, 2021, 2020 and 2019 included in this Form 17-A and have issued our report thereon dated March 23, 2022. Our audits were made for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The accompanying supplementary schedules are the responsibility of the Group's management. These supplementary schedules include the following:

- Reconciliation of Retained Earnings Available for Dividend Declaration
- Schedule of Use of Proceeds
- Conglomerate Map

These schedules are presented for purposes of complying with the Revised Securities Regulation Code Rule 68, as amended, and are not part of the consolidated financial statements. This information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements, including comparing such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements taken as a whole.

REYES TACANDONG & Co.

MICHELLE R. MENDOZA-CRUZ

Partner

CPA Certificate No. 97380

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Valid until January 1, 2023

PTR No. 8851710

Issued January 3, 2022, Makati City

March 23, 2022

Makati City, Metro Manila

ARTHALAND CORPORATION AND SUBSIDIARIES

FINANCIAL RATIOS

DECEMBER 31, 2021

Below is a schedule showing financial soundness indicators in the years 2021, 2020 and 2019.

	2021	2020	2019
Current/Liquidity Ratio	1.81	2.24	1.94
Current assets	₱24,974,149,416	₱18,885,213,050	₱11,846,881,978
Divided by: Current liabilities	13,800,504,377	8,413,158,990	6,113,724,853
Acid Test Ratio	0.57	0.56	0.26
Quick assets (Cash and cash equivalents, financial assets at FVPL and receivables)	₱7,891,271,626	₱4,737,448,111	₱1,569,088,837
Divided by: Current liabilities	13,800,504,377	8,413,158,990	6,113,724,853
Solvency Ratio	0.05	0.07	0.13
Net income before depreciation	1,148,449,235	1,214,297,022	1,513,869,906
Divided by: Total liabilities	23,619,149,934	18,317,098,613	12,000,440,106
Debt-to-Equity Ratio	2.14	1.98	1.61
Total liabilities	23,619,149,934	18,317,098,613	12,000,440,106
Divided by: Total equity	11,052,136,913	9,230,104,456	7,475,391,886
Debt-to-Equity Ratio	1.48	1.33	0.93
Interest-bearing liabilities	16,403,311,648	12,264,220,021	6,925,381,746
Divided by: Total equity	11,052,136,913	9,230,104,456	7,475,391,886
Asset-to-Equity Ratio	3.14	2.98	2.61
Total assets	34,671,286,847	27,547,203,069	19,475,831,992
Divided by: Total equity	11,052,136,913	9,230,104,456	7,475,391,886
Interest Rate Coverage Ratio	5.09	6.95	18.08
Pretax income before interest	1,402,216,977	1,938,293,289	2,247,632,872
Divided by: Interest expense	275,238,263	278,898,562	124,339,961
Return on Assets Ratio	0.03	0.04	0.08
Net income	1,115,083,114	1,169,124,305	1,487,147,877
Divided by: Total assets	34,671,286,847	27,547,203,069	19,475,831,992
Return on Equity Ratio	0.10	0.13	0.20
Net income	1,115,083,114	1,169,124,305	1,487,147,877
Divided by: Total equity	11,052,136,913	9,230,104,456	7,475,391,886
Profitability Ratio	0.10	0.13	0.20
Net income	1,115,083,114	1,169,124,305	1,487,147,877
Divided by: Total equity	11,052,136,913	9,230,104,456	7,475,391,886



INDEPENDENT AUDITORS REPORT ON COMPONENTS OF FINANCIAL SOUNDNESS INDICATORS

The Stockholders and the Board of Directors
Arthaland Corporation and Subsidiaries
7/F Arthaland Century Pacific Tower
5th Avenue corner 30th Street
Bonifacio Global City, Taguig City

We have audited in accordance with Philippine Standards on Auditing, the consolidated financial statements of Arthaland Corporation (the Company) and Subsidiaries (the Group) as at December 31, 2021 and 2020 and for each of the three years ended December 31, 2021, 2020 and 2019, and have issued our report thereon dated March 23, 2022. Our audits were 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 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, 2021 and 2020 and for each of the three years ended December 31, 2021, 2020 and 2019 and no material exceptions were noted.

REYES TACANDONG & Co.


MICHELLE R. MENDOZA-CRUZ

Partner

CPA Certificate No. 97380

Tax Identification No. 201-892-183-000

BOA Accreditation No. 4782; Valid until April 13, 2024

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Valid for Financial Periods 2020 to 2024

BIR Accreditation No. 08-005144-012-2020

Valid until January 1, 2023

PTR No. 8851710

Issued January 3, 2022, Makati City

March 23, 2022
Makati City, Metro Manila

ARTHALAND CORPORATION AND SUBSIDIARIES
SEC SUPPLEMENTARY SCHEDULES AS REQUIRED BY PAR. 6 PART II
OF SRC RULE 68, AS AMENDED
DECEMBER 31, 2021

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ARTHALAND CORPORATION AND SUBSIDIARIES
SCHEDULE A - FINANCIAL ASSETS
DECEMBER 31, 2021

Name of issuing entity and association of each issue	Number of shares or principal amount of bonds and notes	Amount shown in the balance sheet	Value based on market quotation at end of reporting period	Income received and accrued
Cash on hand	₱195,000	₱195,000	₱—	₱—
Cash in Banks:				
Philippine National Bank	323,324,613	323,324,613	—	
Banco De Oro	175,414,022	175,414,022	—	
Unionbank of the Philippines	106,603,772	106,603,772	—	
Bank of the Philippines	67,278,348	67,278,348	—	
Asia United Bank	12,580,818	12,580,818	—	
Others	6,816,317	6,816,317	—	
	692,017,890	692,017,890	—	2,130,550
Short-term Placements:				
Philippine National Bank	800,000,000	800,000,000	800,000,000	
Asia United Bank	391,003,585	391,003,585	391,003,585	
Bank of the Philippines	64,500,069	64,500,069	64,500,069	
Banco De Oro	1,440,576	1,440,576	1,440,576	
Security Bank	100,036	100,036	100,036	
	1,257,044,266	1,257,044,266	1,257,044,266	1,406,696
Deposits	65,599,638	65,599,638	—	—
Unit Investment Trust Fund	4,378,607,744	4,378,607,744	4,378,607,744	17,344,301
Amounts Held in Escrow	144,678,088	144,678,088	—	—
	₱6,538,142,626	₱6,537,987,628	₱3,616,561,165	₱20,881,547

ARTHALAND CORPORATION AND SUBSIDIARIES
SCHEDULE B - AMOUNTS RECEIVABLE FROM DIRECTORS, OFFICERS, EMPLOYEES, RELATED PARTIES AND PRINCIPAL STOCKHOLDERS
(OTHER THAN RELATED PARTIES)
DECEMBER 31, 2021

Name and designation of debtor	Balance at beginning of year	Additions	Amounts collected	Deductions		Ending Balance	
				Amounts written off	Current	Not current	Balance at end of year
Due from Related Parties -							
CPG Holdings, Inc.	₱36,052,873	₱—	₱—	₱—	₱36,052,873	₱—	₱36,052,873
Signature Office Property, Inc.	5,567,851	39,442	—	—	5,607,293	—	5,607,293
Centrobless	16,491,985	—	(11,742,444)	—	4,749,541	—	4,749,541
	₱58,112,709	₱39,442	(₱11,742,444)	₱—	₱46,409,707	₱—	₱46,409,707

ARTHALAND CORPORATION AND SUBSIDIARIES
SCHEDULE C - AMOUNTS RECEIVABLE FROM RELATED PARTIES WHICH ARE ELIMINATED DURING THE CONSOLIDATION OF FINANCIAL STATEMENTS
DECEMBER 31, 2021

Name and designation of debtor	Balance at beginning of year	Additions	Amounts collected	Deductions		Ending Balance		Balance at end of year
				Amounts written off	Current	Not current		
Advances to subsidiaries:								
Cebu Lavana Land Corp.	₱684,314,667	₱1,579,779,015	(₱27,426,800)	₱—	₱2,236,666,882	₱—		₱2,236,666,882
Bhavya Properties Inc.	807,128,877	246,061,996	(247,000,000)	—	806,190,873	—		806,190,873
Cazneau, Inc.	794,594,833	387,146,753	(485,500,000)	—	421,257,061	274,984,525		696,241,586
Zileya Land Development, Inc.	396,773,854	25,159,449	—	—	421,933,303	—		421,933,303
Bhavana Properties Inc.	766,061,262	426,826,477	(813,168,083)	—	379,719,656	—		379,719,656
Kashtha Holdings Inc.	294,447,741	1,008,057	—	—	295,455,798	—		295,455,798
Urban Property Holdings, Inc. (net of allowance for impairment amounting to ₱3,261,249)	69,204,320	10,755,024	(500,000)	—	79,459,344	—		79,459,344
Manchesterland Properties, Inc.	314	5,447,433	(14,120)	—	5,433,627	—		5,433,627
Savya Land Development Corporation	93,134	3,432,747	(10,313)	—	3,515,568	—		3,515,568
Emera Property Management, Inc.	1,583,581	1,025,084	—	—	2,608,665	—		2,608,665
Pradhana Land Inc.	813,764	2,895	—	—	816,659	—		816,659
	₱3,815,016,347	₱2,686,644,930	(₱1,573,619,316)	₱—	₱4,653,057,436	₱274,984,525		₱4,928,041,961
Advances from subsidiaries:								
Manchesterland Properties, Inc.	₱279,632,299	₱5,000,000	(₱2,525,976)	₱—	₱282,106,323	₱—		₱282,106,323
Cazneau, Inc.	—	527,646	—	—	527,646	—		527,646
Cebu Lavana Land Corp.	112,921,546	—	(112,470,208)	—	451,338	—		451,338
Savya Land Development Corporation	—	61,109	—	—	61,109	—		61,109
	₱392,553,845	₱5,588,755	(₱114,996,184)	₱—	₱283,146,416	₱—		₱283,146,416

ARTHALAND CORPORATION AND SUBSIDIARIES
SCHEDULE D - LONG-TERM DEBT
DECEMBER 31, 2021

Title of issue and type of obligation	Amount authorized by indenture	Amount shown under caption "Current portion of long-term debt" related balance sheet	Amount shown under caption "Long-Term Debt" in related statement of financial position			
			Carrying amount	Interest Rates	Payment Terms	Maturity Dates
Bank Loans:						
Bank 1	₱2,350,000,000	₱1,114,000,000	₱—	5.77%	Quarterly	April 14, 2022
Bank 2	2,000,000,000	300,000,000	1,425,000,000	5.50%	Quarterly	June 30, 2025
Bank 3	1,440,000,000	546,000,000	894,000,000	4.75%	Quarterly	August 29, 2023
Bank 4	1,000,000,000	—	689,000,000	6.25%	Quarterly	August 10, 2026
Bank 5	930,000,000	—	556,866,000	6.17%	Quarterly	October 2026
Bank 6	2,000,000,000	1,673,296,992	—	7.50%	At end of term	April 2022
Bank 7	1,000,000,000	1,000,000,000	—	6.75%	At end of term	December 2022
Bank 8	1,000,000,000	—	1,000,000,000	6.35%	At end of term	February 6, 2025
Bank 9	1,000,000,000	751,000,000	—	6.00%	At end of term	April to May 2022
Bank 10	934,500,000	934,500,000	—	6.00%	At end of term	March 11, 2022
Bank 11	500,000,000	500,000,000	—	4.50%	At end of term	February 4, 2022
Bank 12	500,000,000	500,000,000	—	5.00%	At end of term	March 2022
Bank 13	300,000,000	300,000,000	—	5.25%	At end of term	June 10, 2022
Bank 14	500,000,000	—	500,000,000	6.00%	At end of term	November 25, 2024
Bank 15	187,500,000	187,500,000	—	4.50%	At end of term	August 15, 2022
Bank 16	100,000,000	100,000,000	—	6.25%	At end of term	March 24, 2022
Bank 17	100,000,000	100,000,000	—	7.00%	At end of term	August 29, 2022
Bank 18	100,000,000	100,000,000	—	4.50%	At end of term	January 11, 2022
Bank 19	100,000,000	100,000,000	—	4.75%	At end of term	November 21, 2022
Bank 20	62,500,000	62,500,000	—	4.75%	At end of term	January 11, 2022
Bank 21	50,000,000	50,000,000	—	5.00%	At end of term	March 9, 2022
Bank 22	37,500,000	37,500,000	—	4.75%	At end of term	September 15, 2022
					Renewable on	
Various loans from private funders	60,723,970	60,723,970	—	3.50%	maturity	January 24 and June 15, 2022
	₱16,252,723,970	₱8,417,020,962	₱5,064,866,000			

ARTHALAND CORPORATION AND SUBSIDIARIES
SCHEDULE G - CAPITAL STOCK
DECEMBER 31, 2021

Title of Issue	Number of shares held by					
	Number of shares authorized	Number of shares issued and outstanding as shown under the related balance sheet caption	Number of shares reserved for options, warrants, conversion and other rights	Related parties	Directors, officers and employees	Others
Common shares - ₱0.18 par value per share	16,368,095,199	5,318,095,199	–	3,401,349,910	76,715,159	1,840,030,130
Preferred shares - ₱1.00 par value per share	50,000,000	28,500,000	–	12,500,000	–	16,000,000

ARTHALAND CORPORATION

**SCHEDULE OF RECONCILIATION OF PARENT COMPANY'S RETAINED EARNINGS AVAILABLE
FOR DIVIDEND DECLARATION
DECEMBER 31, 2021**

Unappropriated Retained Earnings, beginning		₱2,366,952,569
Adjustments:		
Cumulative gain on change in fair value of investment properties	(2,156,876,309)	
Unrealized holding gain on financial assets at FVPL	(10,193,586)	
Accumulated depreciation and amortization of investment properties	(65,891,138)	(2,232,961,033)
Unappropriated retained earnings, as adjusted, beginning		133,991,536
Add: Net income actually earned/realized during the period		
Net income during the year closed to retained earnings	1,001,142,090	
Realized holding gains on financial assets at FVPL	10,193,586	
Less: Non-actual/unrealized income and realized loss, net of tax		
Gain on change in fair value of investment properties	(299,137,225)	
Depreciation and amortization of investment properties	(39,893,235)	
Unrealized holding loss on financial assets at FVPL	6,855,655	
Depreciation of fair value of property and equipment	673,921	679,834,792
Cash dividends		(274,009,142)
Unappropriated Retained Earnings, <i>as adjusted to available for dividend distribution, ending</i>		₱539,817,186

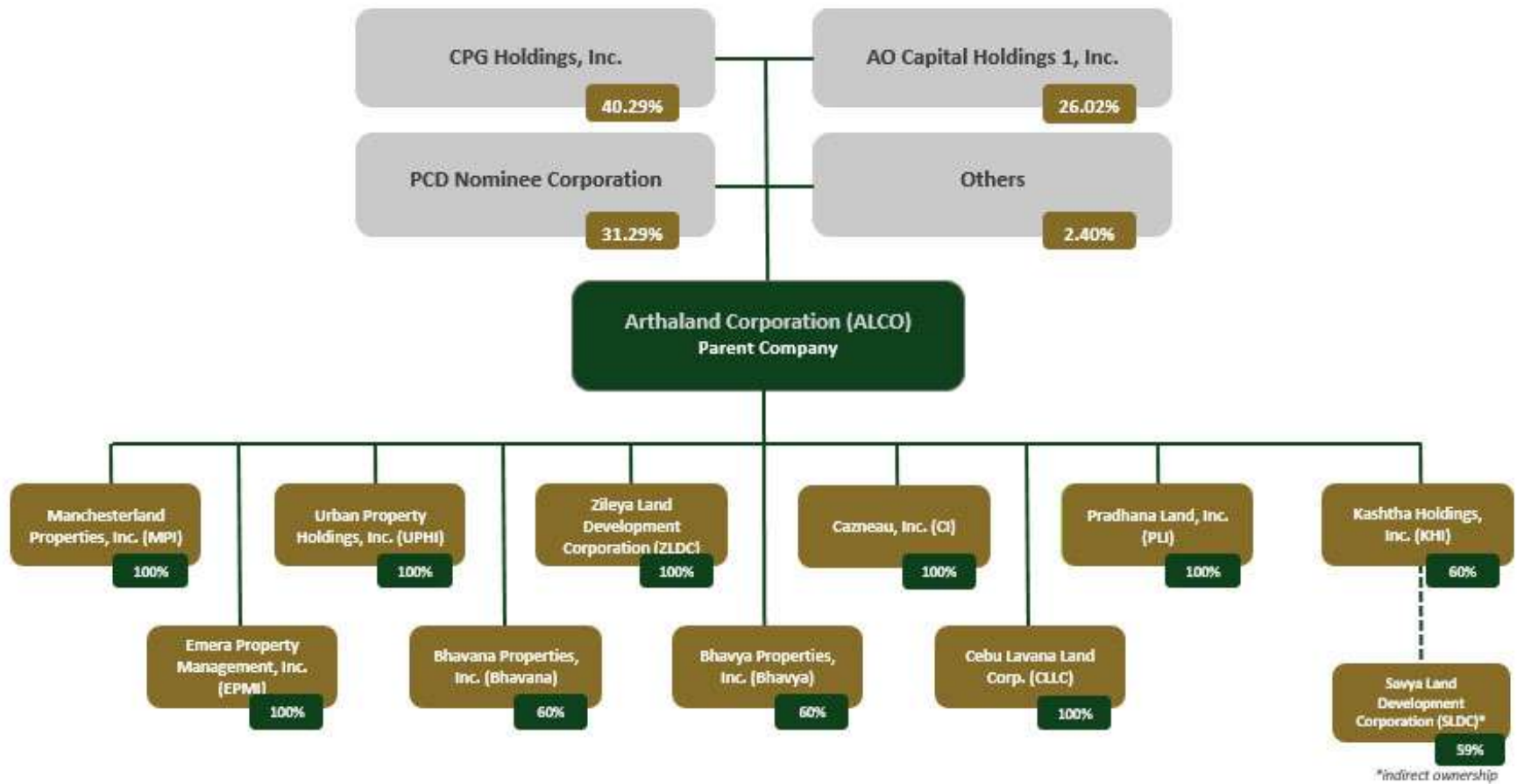
ARTHALAND CORPORATION
SCHEDULE OF USE OF PROCEEDS
Series D Preferred Shares
DECEMBER 31, 2021

The estimated gross proceeds from the offer amounted to ₱3,000.0 million. The actual net proceeds from the offer of the shares, after deducting the related expenses to the offer, amounted to ₱2,966.7 million.

The following table shows the breakdown of the use of the proceeds (amounts in millions):

Purpose	Per Offer Supplement	Actual Net Proceeds	Actual Disbursements as at December 31, 2021	Balance for Disbursement as at December 31, 2021
Redemption of Series B Preferred Shares	₱2,000.0	₱2,000.0	₱2,000.0	₱—
Cebu Exchange Project & Savya Financial Center Project	1,000.0	966.7	—	966.7
Total	₱3,000.0	₱2,966.7	₱2,000.0	₱966.7

CONGLOMERATE MAP



SEC FORM 17-Q (FIRST QUARTER 2022)

**ARTHALAND CORPORATION
ANNUAL STOCKHOLDERS MEETING
24 JUNE 2022, FRIDAY, 9:00AM**

Daisy D. Cruz

From: noreply-cifssost@sec.gov.ph
Sent: Monday, 16 May 2022 4:21 pm
Subject: SEC CiFSS-OST Initial Acceptance

Greetings!

SEC Registration No: AS94007160
Company Name: ARTHALAND CORPORATION
Document Code: AFS

This serves as temporary receipt of your submission.
Subject to verification of form and quality of files of the submitted report.
Another email will be sent as proof of review and acceptance.

Thank you.

SECURITIES AND EXCHANGE COMMISSION

Secretariat Building, PICC Complex,
Roxas Boulevard, Pasay City,
1307, Metro Manila, Philippines

THIS IS AN AUTOMATED MESSAGE - PLEASE DO NOT REPLY DIRECTLY TO THIS EMAIL

CERTIFICATION

I, **FERDINAND A. CONSTANTINO**, of legal age, with office address at the 7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City, Taguig City, subscribing under oath, do hereby certify, as follows:

1. I am the incumbent and duly elected Chief Finance Officer of **ARTHALAND CORPORATION (the "Corporation")**, a corporation organized and existing under Philippine laws, with **SEC Registration No. ASO-94-007160** and principal office address at the **7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City, Taguig City**.

2. On behalf of the Corporation, I have caused this **Quarterly Report (SEC Form 17-Q)** dated May 4, 2022 to be prepared.

3. I read and understood the contents of the said Report which are true and correct of my own personal knowledge and based on true records.

4. The Corporation will comply with the requirements of Securities and Exchange Commission (SEC) Notice dated 24 June 2020 for a complete and official submission of reports and/or documents through electronic mail.

5. I am fully aware that documents filed online which requires pre-evaluation and/or processing fee shall be considered complete and officially received only upon payment of applicable filing fees.

6. I am executing this Certification to attest to the truth of the foregoing in compliance with the SEC guidelines and for whatever legal purpose this may serve.


IN WITNESS WHEREOF, I hereby affix my signature this **4 May 2022** at Taguig City.



FERDINAND A. CONSTANTINO
Chief Finance Officer

SUBSCRIBED AND SWORN to before me, this 4th day of **May 2022** in Taguig City, with affiant exhibiting his **Passport Number P4925207B** issued on **24 February 2020** by the Department of Foreign Affairs-NCR East, Philippines.

Doc. No. 415
Page No. 84
Book No. 17
Series of 2022.


GAUDENCIO A. BARBOZA JR.
NOTARY PUBLIC
UNTIL DEC. 31, 2022
PTR NO. A-5378160/ 01-03-2022 / TAGUIG CITY
IBP NO. 167462 / Nov. 18, 2021 RSM (for yr 2022)
ROLL NO. 41969
MCLE COMP. VI No. 0021812
MARCH 29, 2019
APP No. 38(2021-2022)

ARTHALAND CORPORATION
Principal Office, 7/F Arthaland Century Pacific Tower
5th Avenue corner 30th Street, Bonifacio Global City
1634 Taguig City, Philippines

(+632) 8 403 6910 | www.arthaland.com

COVER SHEET

A	S	9	4	0	0	7	1	6	0		
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SEC Registration Number

A	R	T	H	A	L	A	N	D		C	O	R	P	O	R	A	T	I	O	N		A	N	D								
S	U	B	S	I	D	I	A	R	I	E	S																					

(Company's Full Name)

7	F		A	R	T	H	A	L	A	N	D		C	E	N	T	U	R	Y		P	A	C	I	F	I	C		T	O	W	E	R
5	T	H		A	V	E	N	U	E		C	O	R	N	E	R		3	0	T	H		S	T	R	E	E	T					
B	O	N	I	F	A	C	I	O		G	L	O	B	A	L		C	I	T	Y													
T	A	G	U	I	G		C	I	T	Y																							

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

FERDINAND A. CONSTANTINO

(Contact Person)

(+632) 8403-6910

(Company Telephone Number)

1	2		3	1
---	---	--	---	---

Month Day
(Fiscal Year)

1	7	-	Q	
---	---	---	---	--

(Form Type)

0	6		Last	Fri
---	---	--	------	-----

Month Day
(Annual Meeting)

N.A.

(Secondary License Type, If Applicable)

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Dept. Requiring this Doc.

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Amended Articles
Number/Section

1,936

Total No. of Stockholders

Total Amount of Borrowings

Domestic

Foreign

To be accomplished by SEC Personnel concerned

--	--	--	--	--	--	--	--	--	--

File Number

LCU

--	--	--	--	--	--	--	--	--	--

Document ID

Cashier

ARTHALAND CORPORATION
(Company's Full Name)

7/F ArthaLand Century Pacific Tower, 5th Avenue corner 30th Street
Bonifacio Global City, Taguig City
(Company's Address)

8403-6910
(Telephone Number)

December 31
(Fiscal year ending
month & day)

June 24
(Annual Meeting)

SEC FORM 17 – Q QUARTERLY REPORT
(Form Type)

Amendment Designation (If applicable)

March 31, 2022
(Period Ended Date)

(Secondary License Type & File Number)

(Cashier)

LCU

DTU

ASO-94-007160
(SEC Number)

Central Receiving Unit

File Number

Document I.D.

SECURITIES AND EXCHANGE COMMISSION

SEC FORM 17-Q

**QUARTERLY REPORT PURSUANT TO SECTION 11 OF THE
REVISED SECURITIES ACT AND RSA RULE 11(a)-1 (b)(2) THEREUNDER**

1. For the quarterly period ended March 31, 2022

2. Commission Identification No. ASO-94-007160

3. BIR TIN 004-450-721-0000

4. Exact name of registrant as specified in its character

ARTHALAND CORPORATION

5. Incorporated in Metro Manila, Philippines on August 10, 1994.

6. Industry Classification Code _____ (SEC Use Only).

7. Address of registrant's principal office

Postal Code

***7/F ArthaLand Century Pacific Tower, 5th Avenue corner 30th Street,
Bonifacio Global City, Taguig City***

1634

8. Registrant's Telephone Number : 8403-6910

9. Former name, former address and former fiscal year, if changed since last report: Not Applicable

10. Securities registered pursuant to Sections 4 and 8 of the RSA

<u>Title of Each Class</u>	<u>Number of Shares Outstanding</u>	<u>Amount of Debt Outstanding</u>
Common Shares	5,318,095,199 (₱0.18 par value)	None
Preferred Shares – Series A	12,500,000 (₱1.00 par value)	None
Preferred Shares – Series B	20,000,000 (₱1.00 par value)	None
Preferred Shares – Series C	10,000,000 (₱1.00 par value)	None
Preferred Shares – Series D	6,000,000 (₱1.00 par value)	None
ASEAN Green Bonds	None	₱3,000,000,000

11. Are any or all of the securities listed on the Philippine 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 – ALL Outstanding Common Shares and Preferred Shares Series C and D ONLY.

12. Indicate by check mark whether the registrant :

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

YES [X]

NO []

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

YES [X]

NO []

PART I - FINANCIAL INFORMATION

Item 1. Financial Statements

See attached.

Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations

See attached.

PART II - OTHER INFORMATION

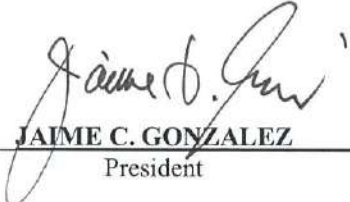
There are no other information for the period not previously reported in SEC Form 17-C.

SIGNATURES

Pursuant to the requirements of the Revised Securities Act, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Issuer : ARTHALAND CORPORATION

Signature and Title :


JAIME C. GONZALEZ
President

Signature and Title :


FERDINAND A. CONSTANTINO
Chief Finance Officer

Date : May 4, 2022

ITEM 1. Financial Statements Required under SRC RULE 68.1

1. Basic and Diluted Earnings per Share (See attached Income Statement).
2. The accompanying consolidated interim financial statements of **Arthaland Corporation (ALCO)** were prepared in accordance with accounting principles generally accepted in the Philippines as set forth in Philippine Financial Reporting Standards (PFRS) and Philippine Accounting Standards (PAS).
3. Notes to Financial Statements:
 - a. The accompanying consolidated interim financial statements of **ALCO** were prepared in accordance with PFRS. The financial statements have been prepared using the historical cost basis, except for investment properties and certain financial instruments that are measured at fair values, and net retirement liability which is carried at the present value of the defined benefit obligation at the end of the reporting period. The consolidated interim financial statements are presented in Philippine Pesos.
 - b. There is no significant seasonality or cycle of interim operations.
 - c. There are no material events subsequent to the end of the interim period not previously reported in SEC form 17-C.
 - d. Except as otherwise disclosed separately and mentioned in the general information in this Report, there are no changes in the composition of the issuer during the interim period including business combinations, acquisition of subsidiaries and long-term investments, restructurings and discontinuing operations.
 - e. There are no material changes in the contingent liabilities or contingent assets since the last annual balance sheet date.
 - f. There are no material contingencies and any other events or transactions that are material to an understanding of the current interim period.
 - g. Except as otherwise disclosed separately and excluding those projects already in ALCO's pipeline as outlined in this Report, there are no other material commitments for capital expenditures since the last annual balance sheet date.
 - h. Except as otherwise disclosed separately and mentioned in the analysis of financial risks in this Report, there are no other known trends, events or uncertainties that have had or that are reasonably expected to have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations. There is no foreseen event that will cause a material change in the relationship between costs and revenues.
 - i. There are no material off-balance sheet transactions, arrangements, obligations and other relationship of the company with unconsolidated entities or other persons created during the reporting period.

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS OF MARCH 31, 2022 AND DECEMBER 31, 2021

	Notes	MARCH 31, 2022 (Unaudited)	DECEMBER 31, 2021 (Audited)
ASSETS			
Cash and cash equivalents	4	P 2,771,577,237	P 1,949,257,156
Financial assets at fair value through profit or loss (FVPL)	5	2,448,948,043	4,378,607,744
Receivables	6	1,097,529,026	1,563,406,726
Contract Assets	7	6,736,280,318	6,238,880,086
Real estate for sale	8	9,481,599,004	8,988,754,987
Investment properties	9	9,217,310,941	9,026,428,319
Property and equipment	10	271,120,526	273,213,366
Other assets	11	2,348,030,342	2,252,738,463
		P 34,372,395,436	P 34,671,286,847
LIABILITIES AND EQUITY			
Liabilities			
Loans payable	12	P 12,917,744,272	P 13,436,717,469
Bonds payable	13	2,969,000,221	2,966,594,179
Accounts payable and other liabilities	14	4,144,472,876	4,218,822,302
Contract liabilities	7	48,737,619	62,154,096
Advances from non-controlling interests	15	1,102,119,598	1,102,119,597
Net retirement liability	22	125,443,498	118,443,498
Net deferred tax liabilities	23	1,734,061,966	1,714,298,793
Total Liabilities		23,041,580,051	23,619,149,934
Equity Attributable to Equity Holders of the Parent Company			
Capital stock	16	1,005,757,136	1,005,757,136
Additional paid-in capital	16	5,973,360,513	5,973,360,513
Retained earnings		4,475,353,967	4,404,555,747
Other equity reserves	16	177,630,403	177,630,403
Treasury shares	16	(2,000,000,000)	(2,000,000,000)
Parent Company's preferred shares held by a subsidiary - at cost	16	(12,500,000)	(12,500,000)
		9,619,602,019	9,548,803,799
Non-controlling interests		1,711,213,366	1,503,333,114
Total Equity		11,330,815,385	11,052,136,913
		P 34,372,395,436	P 34,671,286,847

See accompanying Notes to Consolidated Financial Statements

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
AS OF MARCH 31, 2022 AND 2021

	Notes	MARCH 31, 2022 (Unaudited)	MARCH 31, 2021 (Unaudited)
ASSETS			
Cash and cash equivalents	4	P 2,771,577,237	P 753,441,956
Financial assets at fair value through profit or loss (FVPL)	5	2,448,948,043	3,393,582,165
Receivables	6	1,097,529,026	573,061,836
Contract Assets	7	6,736,280,318	5,516,897,363
Real estate for sale	8	9,481,599,004	7,196,446,289
Investment properties	9	9,217,310,941	8,408,985,253
Property and equipment	10	271,120,526	274,119,024
Net deferred tax assets	23	-	-
Other assets	11	2,348,030,342	2,154,681,473
		P 34,372,395,436	P 28,271,215,359
LIABILITIES AND EQUITY			
Liabilities			
Loans payable	12	P 12,917,744,272	P 10,026,031,719
Bonds payable	13	2,969,000,221	2,961,074,215
Accounts payable and other liabilities	14	4,144,472,876	2,861,358,621
Contract liabilities	7	48,737,619	31,500,193
Advances from non-controlling interests	15	1,102,119,598	1,367,586,297
Net retirement liability	22	125,443,498	109,010,413
Net deferred tax liabilities	23	1,734,061,966	1,489,505,040
Total Liabilities		23,041,580,051	18,846,066,498
Equity Attributable to Equity Holders of the Parent Company			
Capital stock	16	1,005,757,136	999,757,136
Additional paid-in capital	16	5,973,360,513	3,008,959,878
Retained earnings		4,475,353,967	3,853,148,412
Other equity reserves	16	177,630,403	230,363,146
Treasury shares	16	(2,000,000,000)	-
Parent Company's preferred shares held by a subsidiary - at cost	16	(12,500,000)	(12,500,000)
		9,619,602,019	8,079,728,572
Non-controlling interests		1,711,213,366	1,345,420,289
Total Equity		11,330,815,385	9,425,148,861
		P 34,372,395,436	P 28,271,215,359

See accompanying Notes to Consolidated Financial Statements

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED MARCH 31, 2022
AND FOR THE YEAR ENDED DECEMBER 31, 2021

		MARCH 31, 2022	DECEMBER 31, 2021
	Notes	(Unaudited)	(Audited)
REVENUES			
Real estate sales	P	405,334,658	P 2,628,943,563
Leasing operations		79,852,906	325,500,935
Property management fees		4,508,405	17,754,758
	17	P 489,695,969	P 2,972,199,256
COST AND EXPENSES			
Cost of real estate sales		201,547,609	1,610,033,648
Cost of leasing operations		25,481,226	107,071,759
Cost of services		4,563,161	11,738,197
	18	231,591,996	1,728,843,604
GROSS INCOME		258,103,973	1,243,355,652
OPERATING EXPENSES	19	178,472,087	738,458,799
INCOME FROM OPERATIONS		79,631,886	504,896,853
NET GAIN ON CHANGE IN FAIR VALUE OF INVESTMENT PROPERTIES	9	190,807,755	872,263,700
FINANCE COSTS	20	(86,934,626)	(277,828,945)
OTHER INCOME - net	21	12,854,381	27,647,106
INCOME BEFORE INCOME TAX		196,359,396	1,126,978,714
PROVISION FOR INCOME TAX	23	51,534,461	11,895,600
NET INCOME		144,824,935	1,115,083,114
OTHER COMPREHENSIVE LOSS		-	7,572,228
TOTAL COMPREHENSIVE INCOME		P 144,824,935	P 1,122,655,342
NET INCOME ATTRIBUTABLE TO:			
Equity holders of the Parent Company		133,117,220	899,510,260
Non-controlling interests		11,707,716	215,572,854
		144,824,936	1,115,083,114
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:			
Equity holders of the Parent Company		133,117,220	907,082,488
Non-controlling interests		11,707,716	215,572,854
		144,824,936	1,122,655,342
EARNINGS PER SHARE			
	26		
Basic		P 0.0133	P 0.1296
Diluted		P 0.0132	P 0.1283

See accompanying Notes to Consolidated Financial Statements

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE PERIOD ENDED MARCH 31, 2022 AND 2021

	Notes	MARCH 31, 2022 (Unaudited)	MARCH 31, 2021 (Unaudited)
REVENUES	17	P 489,695,969	P 448,901,399
COST AND EXPENSES	18	231,591,996	234,456,386
GROSS INCOME		258,103,973	214,445,013
OPERATING EXPENSES	19	178,472,087	152,615,778
INCOME FROM OPERATIONS		79,631,886	61,829,235
NET GAIN ON CHANGE IN FAIR VALUE OF INVESTMENT PROPERTIES	9	190,807,755	95,440,000
FINANCE COSTS	20	(86,934,626)	(83,242,182)
OTHER INCOME - net	21	12,854,381	8,892,347
INCOME BEFORE INCOME TAX		196,359,396	82,919,400
PROVISION FOR INCOME TAX	23	51,534,461	(271,538,790)
NET INCOME		144,824,935	354,458,190
OTHER COMPREHENSIVE INCOME		-	-
TOTAL COMPREHENSIVE INCOME		P 144,824,935	P 354,458,190
NET INCOME ATTRIBUTABLE TO:			
Equity holders of the Parent Company		133,117,220	291,641,783
Non-controlling interests		11,707,716	62,816,407
		144,824,936	354,458,190
TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:			
Equity holders of the Parent Company		133,117,220	291,641,783
Non-controlling interests		11,707,716	62,816,407
		144,824,936	354,458,190
EARNINGS PER SHARE	26		
Basic		P 0.0133	P 0.0450
Diluted		P 0.0132	P 0.0445

See accompanying Notes to Consolidated Financial Statements

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
FOR THE PERIOD ENDED MARCH 31, 2022 and 2021

	Note	MARCH 31, 2022 (Unaudited)	MARCH 31, 2021 (Unaudited)
CAPITAL STOCK			
Common - ₱0.18 par value			
Issued and outstanding	16	P 957,257,136	P 957,257,136
Preferred - ₱1.00 par value			
Issued and subscribed	16	48,500,000	42,500,000
Balance at end of period		1,005,757,136	999,757,136
ADDITIONAL PAID-IN CAPITAL			
Balance at beginning and end of period		5,973,360,513	3,008,959,878
RETAINED EARNINGS			
Balance at beginning of period		4,404,555,747	3,779,054,629
Net income for the period		133,117,220	291,641,783
Dividends declared during the period	16	(62,319,000)	(217,548,000)
Balance at end of period		4,475,353,967	3,853,148,412
OTHER EQUITY RESERVES			
Balance at beginning and end of period	16	177,630,403	230,363,146
TREASURY STOCK – SERIES B PREFERRED SHARES			
		(2,000,000,000)	-
PARENT COMPANY'S PREFERRED SHARES HELD BY A SUBSIDIARY - at cost			
		(12,500,000)	(12,500,000)
EQUITY ATTRIBUTABLE TO EQUITY HOLDERS OF THE PARENT COMPANY			
		9,619,602,019	8,079,728,572
NON-CONTROLLING INTERESTS			
Balance at beginning of period		1,503,333,114	1,224,469,667
Share in net income for the period		11,707,716	62,816,407
Deposit for future stock subscription		196,172,536	58,134,215
Balance at end of period		1,711,213,366	1,345,420,289
TOTAL EQUITY		P 11,330,815,385	P 9,425,148,861

See accompanying Notes to Consolidated Financial Statements.

ARTHALAND CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE PERIOD ENDED MARCH 31, 2022 and 2021

		MARCH 31, 2022	MARCH 31, 2021
	Notes	(Unaudited)	(Unaudited)
CASH FLOWS FROM OPERATING ACTIVITIES			
Income before income tax		P 196,359,397	P 82,919,400
Adjustments for:			
Gain on change in FV of investment properties		(190,882,622)	(95,440,000)
Interest expense	20	86,934,626	82,986,676
Depreciation and amortization	19	8,992,223	7,766,364
Retirement expense	22	7,000,000	7,513,995
Realized holding gains	21	(5,518,244)	(3,097,859)
Interest income	21	(6,214,831)	(224,980)
Unrealized holding gains	21	(816,108)	(1,714,368)
Unrealized forex loss (gains)	21	(305,197)	(1,029)
Operating income before working capital changes		95,549,244	80,708,199
Decrease (increase) in:			
Receivables		(537,561,003)	(33,982,069)
Contract assets		297,476,220	(175,016,324)
Real estate for sale		(492,844,017)	(301,539,750)
Other assets		(95,291,875)	(177,075,413)
Increase (decrease) in:			
Contract liabilities		(13,416,477)	4,076,801
Accounts payable and other liabilities		(124,315,420)	(134,812,865)
Net cash used in operations		(870,403,328)	(737,641,421)
Interest paid		(82,449,122)	(78,247,791)
Interest received		6,214,831	224,981
Income tax paid		(31,783,506)	(2,384,694)
Net cash used in operating activities		(978,421,125)	(818,048,925)
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from disposal (acquisitions) of Financial assets at FVPL - net		1,935,994,054	(131,481,068)
Additions to Property and equipment	10	(6,899,383)	(1,692,909)
Additions to Investment properties		-	1,623,588
Proceeds from sale of interests in subsidiaries		208,562,250	-
Purchase of interests in a subsidiary		(12,340,790)	-
Net cash generated from (used in) investing activities		2,125,316,131	(131,550,389)
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments of (proceeds from) loans payable - net		(521,052,658)	718,147,027
Deposits for future stock subscription from non-controlling interest		196,172,536	58,134,215
Payment of dividends		-	(14,320,475)
Net cash generated from (used in) financing activities		(324,880,122)	761,960,767
NET EFFECT OF EXCHANGE RATE CHANGES IN CASH AND CASH EQUIVALENTS			
		305,197	1,029
NET INCREASE IN CASH & CASH EQUIVALENTS		822,320,081	(187,637,518)
CASH AND CASH EQUIVALENTS AT BEGINNING OF PERIOD		1,949,257,156	941,079,474
CASH AND CASH EQUIVALENTS AT END OF PERIOD		P 2,771,577,237	P 753,441,956

ARTHALAND CORPORATION AND SUBSIDIARIES

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Corporate Information

Arthaland Corporation (the Parent Company or ALCO) was incorporated and registered with the Philippine Securities and Exchange Commission (SEC) on August 10, 1994. ALCO's common shares and Series C and D preferred shares are listed for trading in the Philippine Stock Exchange (PSE). The Parent Company is primarily engaged in real estate development and leasing.

The Parent Company is currently 40.3% owned by CPG Holdings, Inc. (CPG) and 26.0% owned by AO Capital Holdings 1, Inc. (AOCH1), both holding companies incorporated in the Philippines.

In June 2019, the Parent Company made a follow-on offering of 10.0 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated Series C preferred shares at ₱1.00 par value a share at the issuance price of ₱100 a share (see Note 16).

In January 2020, the SEC approved the registration of ALCO's ASEAN Green Bonds and the initial tranche of ₱2.0 billion bonds with an offer subscription of ₱1.0 billion (see Note 13).

In December 2021, the Parent Company made a follow-on offering of 6.0 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated Series D preferred shares at ₱1.00 par value at the issuance price of ₱500 a share (see Note 16). Moreover, the Parent Company redeemed all of the outstanding 20.0 million Series B Preferred Shares equal to its offer price plus any accrued and unpaid cash dividends due as of date.

The registered office and principal place of business of the Parent Company is located at 7/F Arthaland Century Pacific Tower, 5th Avenue corner 30th Street, Bonifacio Global City (BGC), Taguig City.

Composition of the Group

The consolidated financial statements include the Parent Company and the following subsidiaries (collectively referred herein as “the Group”):

Subsidiary	Place of Incorporation	Effective % of Ownership		
		2021	2020	2019
Cazneau, Inc. (Cazneau)	Philippines	100%	100%	100%
Manchesterland Properties, Inc. (MPI)	Philippines	100%	100%	100%
Emera Property Management, Inc. (EPMI)	Philippines	100%	100%	100%
Urban Property Holdings, Inc. (UPHI)	Philippines	100%	100%	100%
Zileya Land Development Corporation (ZLDC)	Philippines	100%	100%	100%
Pradhana Land, Inc. (Pradhana)	Philippines	100%	100%	100%
Cebu Lavana Land Corp. (CLLC)	Philippines	100%	60%	60%
Bhavana Properties, Inc. (Bhavana)	Philippines	60%	100%	100%
Bhavya Properties, Inc. (Bhavya)	Philippines	60%	100%	100%
Kashtha Holdings, Inc. (KHI)	Philippines	60%	60%	100%
Savya Land Development Corporation (SLDC)	Philippines	59%*	59%*	98%

**Indirectly owned thru KHI*

All of the subsidiaries were established to engage primarily in real estate development and property leasing, except for EPMI which is a property management company and KHI which is an investment holding company.

In March 2018, the Parent Company and Help Holdings Inc. (HHI) (collectively referred to as the Parties) entered into an agreement (the Agreement) to jointly develop the adjacent lots (the Property) of SLDC and Arcosouth Development Inc. (ADI), the subsidiary of HHI, aggregating 5,991 square meters (sqm) located in Arca South, Taguig City. The Parties agreed, among others to merge SLDC and Arcosouth into a single corporation, with SLDC as the surviving entity. The merger of SLDC and Arcosouth was approved by the SEC on August 22, 2019.

Also, in August 2019, ALCO and Mitsubishi Estate Company, Limited (MEC), a corporation duly organized and existing under the laws of Japan, have agreed to invest in, establish and maintain a joint venture company to be owned 60% by ALCO and 40% by MEC which will (i) acquire and, thereafter, own and hold the 50% ownership in SLDC, and (ii) acquire by assignment the shareholder's advances made by ALCO to SLDC. On October 1, 2019, ALCO incorporated KHI as the designated joint venture company.

In 2020, ALCO transferred all of its shares in SLDC, representing 98.5% ownership over SLDC, to KHI. Then in June 2020, ALCO sold 5 million common shares in KHI with total par value of ₱5.0 million, representing 40% ownership over KHI, to MEC for ₱275.0 million (see Note 15). The transfer of KHI's shares decreased the effective ownership of ALCO over SLDC from 98% to 59%.

In 2019, the Parent Company subscribed to 100% shares of Bhavana, Bhavya and PLI. In December 2021, the Parent Company sold, transferred and conveyed 10.0 million common shares each of Bhavana and Bhavya representing 40% ownership and voting rights, as well as the Parent Company's shareholder advances, to Narra Properties Investment PTE. LTD (Narra), a corporation duly organized and existing under the laws of Singapore (see Note 15).

In December 2021, the Parent Company purchased 214,351 common and 118,982 preferred shares representing 40% of the ownership and voting rights of CLLC for ₱113.2 million from Rock and Salt B.V. (RSBV) resulting to 100% ownership in CLLC (see Note 15).

Major Projects

ALCO's first major development project is the Arya Residences Towers 1 and 2 (Arya Residences) located in BGC, Taguig City. Arya Residences is the first top-market residential condominium development in the Philippines to be awarded with Leadership in Energy and Environmental Design (LEED) Gold certification by the US Green Building Council (USGBC) and Building for Ecologically Responsive Design Excellence (BERDE) 4-Star rating by the Philippine Green Building Council (PHILGBC). The Arya Residences was completed on December 31, 2016.

In 2014, the Parent Company started the construction of Arthaland Century Pacific Tower (ACPT) in BGC, ALCO's flagship office project. ACPT is a 30-storey AAA-grade office building designed by Skidmore, Owings & Merrill (SOM), the same group that penned the One World Trade Center and Burj Khalifa in Dubai. ACPT secured the LEED Platinum and BERDE 5-star certification in 2018. ACPT became the first office building in the Philippines to secure the dual certification of the highest rating from USGBC LEED as Platinum and PHILGBC's BERDE as 5-star rated. It is registered with the Philippine Economic Zone Authority (PEZA) as an Ecozone Facilities Enterprise (see Note 23) and was completed in the 1st quarter of 2019.

In 2019, the International Finance Corporation, a member of the World Bank Group, recognized ACPT as the world's first net zero certified building under its EDGE green building rating system. This recognition is in addition its LEED and BERDE certification achieved previously. In 2020 until to-date, ACPT was awarded with the WELL Health-Safety Rating seal by the International WELL Building Institute (IWBI) which certifies the building's safe operations even during the COVID-19 pandemic.

In 2016, CLLC commenced the development of Cebu Exchange Project (Cebu Exchange), a 38-storey office building in Barangay Lahug, Cebu City. The Cebu Exchange was awarded the LEED Gold precertification and BERDE Design 5-Star. In 2020, the project was awarded WELL precertification by IWBI. Besides being designed to be a world-class workplace, Cebu Exchange is envisioned to be a

complete ecosystem, with four retail floors for the convenience of its occupants. With a gross floor area of 108,564 sqm, Cebu Exchange boasts of being the largest multi-certified green and healthy building in the country. The construction of Cebu Exchange commenced in the second quarter of 2018 and is expected to be completed in 2022.

In 2018, Cazneau started the construction of the first phase of Sevina Park, an integrated community project in an eight-hectare property in Laguna. The initial development called Courtyard Hall, covering the first 4,000 sqm of the property, is a campus-type or dormitory-type residential community (see Note 10). This was completed in June 2019. Also, in June 2019, Cazneau launched the Garden Villas at Sevina Park which cater to students and faculty population, and starter families within the area. The entire project, which will include retail spaces, is expected to be completed in from 2022 onward.

Sevina Park is recognized as the first and only real estate development in the Philippines to have received the LEED Platinum under the LEED for Neighborhood Development (LEED ND) and LEED for Homes categories. Likewise, Sevina Park Villas turnover units are on track to EDGE Advanced under the EDGE and the remaining Villa-182 turnover units for Gold certification under the LEED for Homes. Sevina Park's 4-Bedroom Villa 182 Model Unit initiated the Villa's certification process by achieving LEED Platinum certification in 2020.

In December 2018, ZLDC acquired about 47.4% of a 2,018-sqm property located along Antonio Arnaiz Avenue within the Makati Central Business District. On this site, ZLDC, together with the other party which acquired the remaining 52.6% of the total area of the condominium units are still working on getting the property partitioned to enable the Company to have 100% ownership over 47.4% of the land area of the Property, which is equivalent to 957 square meters. Once the partition is completed, the Company plans to develop its portion into a high-end, sustainable, multi-certified residential project.

In February 2019, SLDC launched the development of Savya Financial Center. This project is composed of two office towers with a gross floor area of 59,763 sqm and located in Arca South, Taguig City. The North and South Tower (of the Savya Financial Tower) is expected to be completed in 2022. Savya's North Tower was launched for pre-selling in February 2019. Also in 2019, the project received LEED Gold precertification and in 2021, WELL precertification.

In August 2019, Bhavya started acquiring a prime property located inside the Makati Central Business District. Bhavya intends to develop therein a pioneer residential project which will be a low-density, multi-certified, ultra-luxury development that will offer large, limited edition designer residences. Once completed, its future residents will enjoy exceptional white glove butler services. This project which will be called "Eluria" offers only 37 residential units and will have a total gross floor area of approximately 14,600 sqm. It will be formally launched in 2022.

In July 2021, Bhavana launched the development of Lucima Residences. The property will be developed into the first and only premiere, multi-certified, sustainable high-rise development located in Cebu Business Park at the Corner Samar Loop Road and Ayala, Hipodromo, Cebu City. It has a total area of 2,245 sqm and is expected to be developed into approximately 28,000 sqm of GFA and will offer 263 residential units. The project is on-track to achieve quadruple certification including LEED, BERDE, EDGE and WELL certifications from USGBC, PHILGBC, IFC and IWBI (International WELL Building Institute). Lucima was launched in July 2021 and is expected to be completed by the fourth quarter of 2024.

Approval of the Interim Consolidated Financial Statements

The interim consolidated financial statements of the Group as at and for the three (3) months ended March 31, 2022 were approved and authorized for issue by the Board of Directors (BOD) on May 4, 2022.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation

The interim consolidated financial statements as of March 31, 2022 and December 31, 2021 and for the three months ended March 31, 2022 and 2021 have been prepared in compliance with Philippine Accounting Standards (PAS) 34, *Interim Financial Reporting*. They do not include all of the information and disclosures required in the annual audited consolidated financial statements and should be read in conjunction with the consolidated financial statements of the Group as at and for the year ended December 31, 2021.

Measurement Bases

The interim consolidated financial statements are presented in Philippine Peso, the Group's functional and presentation currency. Functional currency is the currency of the primary economic environment in which the Group operates. All values are stated in absolute amounts, unless otherwise indicated.

The interim consolidated financial statements of the Group have been prepared on a historical cost basis, except for fair value through profit or loss (FVPL) and investment properties that are carried at fair values and net retirement liability which is carried at the present value of the defined benefit obligation at the end of the reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for assets and fair value consideration received in exchange for incurring liability.

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

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

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

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

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

When measuring the fair value of an asset or a liability, the Group uses market observable data to the extent possible. If the fair value of an asset or a liability is not directly observable, it is estimated by the Group (working closely with external qualified valuers) using valuation techniques that maximize the use of relevant observable inputs and minimize the use of unobservable inputs (e.g. by use of the market comparable approach that reflects recent transaction prices for similar items, discounted cash flow analysis, or option pricing models refined to reflect the issuer's specific circumstances). Inputs used are consistent with the characteristics of the asset or liability that market participants would take into account.

Further information about assumptions made in measuring fair values is included in the following:

- Note 3 - Significant Accounting Judgments, Estimates and Assumptions
- Note 5 - Financial Assets at FVPL
- Note 9 - Investment Properties

- Note 27 - Fair Value Measurement

Fair values are categorized into different levels in a fair value hierarchy based on the degree to which the inputs to the measurement are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from 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).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Transfers between levels of the fair value hierarchy are recognized by the Group at the end of the reporting period during which the change occurred.

Adoption of PIC Issuances

The accounting policies adopted are consistent with those of the previous financial year, except for the adoption of the following PIC issuances which the Group adopted effective for annual periods beginning on or after January 1, 2021 -

PIC Q&A 2020-05 Accounting for Cancellation of Real Estate Sales – Under this PIC Q&A the sales cancellation and repossession of the property may be accounted by using any of the three approaches (a) the reposessed property is recognized at fair value less cost to repossess; (b) the reposessed property is recognized at fair value plus repossession cost; or (c) the cancellation is accounted for as a modification of the contract where the Group will have to reverse the previously recognized revenues and related costs. The approach selected shall be applied consistently.

Under prevailing circumstances, the adoption of the foregoing did not have any material effect on the consolidated financial statements. Additional disclosures were included in the notes to consolidated financial statements, as applicable.

Amendments to PFRS and PIC Issuances in Issue But Not Yet Effective or Adopted

Relevant amended PFRS which are not yet effective and have not been applied in preparing the consolidated financial statements are summarized below.

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

- Amendments to PFRS 3, *Reference to Conceptual Framework* – The amendments will replace the reference of PFRS 3 from the 1989 Framework to the current 2018 Conceptual Framework. The amendments include an exception that specifies that, for some types of liabilities and contingent liabilities, an entity applying PFRS 3 should refer to PAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, or IFRIC 21, *Levies*, instead of the Conceptual Framework. The requirement will ensure that the liabilities recognized in a business combination will remain the same as those recognized applying the current requirements in PFRS 3. The amendments also clarified that an acquirer shall not recognize contingent assets acquired in a business combination. The amendments should be applied prospectively.
- Amendments to PAS 16, *Property, Plant and Equipment - Proceeds Before Intended Use* – The amendments prohibit deducting from the cost of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for its intended use. Instead, the proceeds and related costs from such items shall be recognized in

profit or loss. The amendments must be applied retrospectively to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented when an entity first applied the amendments.

- Amendments to PAS 37, *Onerous Contracts - Cost of Fulfilling a Contract* – The amendments clarify that for the purpose of assessing whether a contract is onerous, the cost of fulfilling a contract comprises both the incremental costs of fulfilling that contract and an allocation of costs directly related to contract activities. The amendments apply to contracts existing at the date when the amendments are first applied. At the date of initial application, the cumulative effect of applying the amendments is recognized as an opening balance adjustment to retained earnings or other component of equity, as applicable. Accordingly, the comparatives are not restated. Earlier application is permitted.
- Annual Improvements to PFRS 2018 to 2020 Cycle –
 - Amendment to PFRS 9, *Financial Instruments - Fees in the '10 per cent' Test for Derecognition of Financial Liabilities* – The amendment clarifies which fees an entity shall include when it applies the '10 per cent' test in assessing whether to derecognize a financial liability (i.e. whether the terms of a new or modified financial liability is substantially different from the terms of the original financial liability). These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or the lender on the other's behalf. The amendment applies to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applied the amendments. Earlier application is permitted.

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

- Amendments to PAS 1, *Classification of Liabilities as Current or Non-current* – The amendments clarify the requirements for an entity to have the right to defer settlement of the liability for at least 12 months after the reporting period. The amendments also specify and clarify the following: (i) an entity's right to defer settlement must exist at the end of the reporting period, (ii) the classification is unaffected by management's intentions or expectations about whether the entity will exercise its right to defer settlement, (iii) how lending conditions affect classification, and (iv) requirements for classifying liabilities where an entity will or may settle by issuing its own equity instruments. The amendments must be applied retrospectively. Earlier application is permitted.
- Amendments to PAS 1 and PFRS Practice Statement 2, *Disclosure Initiative – Accounting Policies* – The amendments require an entity to disclose its material accounting policies, instead of its significant accounting policies and provide guidance on how an entity applies the concept of materiality in making decisions about accounting policy disclosures. In assessing the materiality of accounting policy information, entities need to consider both the size of the transactions, other events or conditions and its nature. The amendments clarify (1) that accounting policy information may be material because of its nature, even if the related amounts are immaterial, (2) that accounting policy information is material if users of an entity's financial statements would need it to understand other material information in the financial statements, and (3) if an entity discloses immaterial accounting policy information, such information should not obscure material accounting policy information. In addition, PFRS Practice Statement 2, *Making Materiality Judgements*, is amended by adding guidance and examples to explain and demonstrate the application of the 'four-step materiality process' to accounting policy information. The amendments should be applied prospectively. Earlier application is permitted.
- Amendments to PAS 8, *Definition of Accounting Estimates* – The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies, and the correction of errors. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". An entity develops an accounting estimate if an accounting policy requires an item in the financial statements to be measured in a way that involves measurement uncertainty. The amendments clarify that a change in accounting

estimate that results from new information or new developments is not a correction of an error, and that the effects of a change in an input or a measurement technique used to develop an accounting estimate are changes in accounting estimates if they do not result from the correction of prior period errors. A change in an accounting estimate may affect only the profit or loss in the current period, or the profit or loss of both the current and future periods. Earlier application is permitted.

- Amendments to PAS 12, *Deferred Tax Related Assets and Liabilities from a Single Transaction* – The amendments require companies to recognize deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. Earlier application is permitted.

Deferred effectivity:

- Amendments to PFRS 10, *Consolidated Financial Statements*, and PAS 28 - *Sale or Contribution of Assets Between an Investor and its Associate or Joint Venture* – The amendments address a conflicting provision under the two standards. It clarifies that a gain or loss shall be recognized fully when the transaction involves a business, and partially if it involves assets that do not constitute a business. The effective date of the amendments, initially set for annual periods beginning on or after January 1, 2016, was deferred indefinitely in December 2015 but earlier application is still permitted.
- *IFRIC Agenda Decision on Over Time Transfer of Constructed Goods (PAS 23, Borrowing Cost) for the Real Estate Industry* – In March 2019, IFRIC published an Agenda Decision on whether borrowing costs can be capitalized on real estate inventories that are under construction and for which the related revenue is/will be recognized over time under paragraph 35(c) of International Financial Reporting Standards 15 (PFRS 15). IFRIC concluded that borrowing costs cannot be capitalized for such real estate inventories as they do not meet the definition of a qualifying asset under PAS 23 considering that these inventories are ready for their intended sale in their current condition.

On December 15, 2020, the SEC issued SEC MC No. 34, Series of 2020, which extends the relief on the application of the IFRIC Agenda Decision provided to the real estate industry until December 31, 2023.

The Group availed of the SEC relief with respect to accounting for borrowing costs. Had the Group opted to adopt in full the guidance provided in the IFRIC agenda decision on over time transfer of constructed goods, borrowing costs would have been recognized as expense when incurred.

- PIC Q&A 2018-12, *PFRS 15 Implementing Issues Affecting the Real Estate Industry (as amended by PIC Q&A 2020-04)*. On December 15, 2020, the SEC issued SEC MC No. 34-2020 providing relief to the real estate industry by deferring the application of “assessing if the transaction price includes a significant financing component as discussed in PIC Q&A 2018-12-D (as amended by PIC Q&A 2020-04)” and the exclusion of land in the calculation of POC, until December 31, 2023.

The Group availed of the SEC relief with respect to accounting for significant financing component and exclusion of land in the calculation of POC. Accordingly, revenue from real estate sales is not adjusted for the effect of the time value of money, and the total cost incurred and total estimated cost to complete includes the cost of land.

Had the Group opted to adopt PIC Q&A 2018-12, there would have been a decrease in revenue from real estate sales because of a lower POC rate. In addition, the Group may have to recognize interest expense (income) if the buyers’ payments are higher (lower) than the POC rate.

Under prevailing circumstances, the adoption of the foregoing amendments to PFRS and PIC issuances, except for the potential impact of accounting for borrowing costs, the assessment if the transaction price includes a significant financing component and the exclusion of land in the calculation of POC, is not expected to have any material effect on the consolidated financial statements of the Group. Additional disclosures will be included in the consolidated financial statements, as applicable.

Basis of Consolidation

Subsidiaries. Subsidiaries are entities controlled by the Parent Company. Control is achieved when the Parent Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Parent Company controls an investee if and only if the Parent Company has:

- power over investee;
- exposure, or rights, to variable returns from its involvement with the investee; and
- the ability to use its power over the investee affect its returns.

Subsidiaries are consolidated from the date of acquisition or incorporation, being the date on which the Parent Company obtains control, and continue to be consolidated until the date such control ceases.

The financial statements of the subsidiaries are prepared using the same reporting period of the Parent Company. Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. Intercompany balances and transactions, including intercompany profits and unrealized profits and losses, are eliminated in full.

A change in ownership interest of a subsidiary, without a change of control, is accounted for as an equity transaction. Upon the loss of control, the Group derecognizes the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising from the loss of control is recognized in profit or loss. If the Group retains interest in the previous subsidiary, then such interest is measured at fair value at the date control is lost. Subsequently, it is accounted for as an equity-accounted investee or as financial assets at fair value through other comprehensive income (FVOCI) depending on the level of influence retained.

Non-controlling interest represents the portion of profit or loss and net assets not held by the Parent Company and is presented separately in the Group's consolidated statements of comprehensive income and within equity in the Group's consolidated statements of financial position, separate from equity attributable to equity holders of the Parent Company, respectively.

Financial Assets and Liabilities

Date of Recognition. The Group recognizes a financial asset or a financial liability in the consolidated statements of financial position when it becomes a party to the contractual provisions of a financial instrument. In the case of a regular way purchase or sale of financial assets, recognition and derecognition, as applicable, is done using settlement date accounting.

Initial Recognition and Measurement. Financial instruments are recognized initially at fair value, which is the fair value of the consideration given (in case of an asset) or received (in case of a liability). The initial measurement of financial instruments, except for those designated at FVPL, includes transaction costs.

“Day 1” Difference. Where the transaction in a non-active market is different from the fair value of other observable current market transactions in the same instrument or based on a valuation technique whose variables include only data from observable market, the Group recognizes the difference between the transaction price and fair value (a “Day 1” difference) in profit or loss.

In cases where there is no observable data on inception, the Group deems the transaction price as the best estimate of fair value and recognizes “Day 1” difference in profit or loss when the inputs become observable or when the instrument is derecognized. For each transaction, the Group determines the appropriate method of recognizing the “Day 1” difference.

Classification. The Group classifies its financial assets at initial recognition under the following categories: (a) financial assets at FVPL, (b) financial assets at amortized cost and (c) financial assets at FVOCI. Financial liabilities, on the other hand, are classified as either financial liabilities at FVPL or financial liabilities at amortized cost. The classification of a financial instrument largely depends on the Group’s business model and its contractual cash flow characteristics.

As at March 31, 2022 and December 31, 2021, the Group does not have financial assets at FVOCI and financial liabilities at FVPL.

Financial Assets at FVPL. Financial assets at FVPL are either classified as held for trading or designated at FVPL. A financial instrument is classified as held for trading if it meets either of the following conditions:

- it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
- on initial recognition, it is part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

This category includes equity instruments which the Group had not irrevocably elected to classify at FVOCI at initial recognition. This category includes debt instruments whose cash flows are not “solely for payment of principal and interest” assessed at initial recognition of the assets, or which are not held within a business model whose objective is either to collect contractual cash flows, or to both collect contractual cash flows and sell.

The Group may, at initial recognition, designate a financial asset meeting the criteria to be classified at amortized cost or at FVOCI, as a financial asset at FVPL, if doing so eliminates or significantly reduces accounting mismatch that would arise from measuring these assets.

After initial recognition, financial assets at FVPL are subsequently measured at fair value. Unrealized gains or losses arising from the fair valuation of financial assets at FVPL are recognized in profit or loss.

As at March 31, 2022 and December 31, 2021, the Group classified its investments in money market fund under this category (see Note 5).

Financial Assets at Amortized Cost. Financial assets shall be measured at amortized cost if both of the following conditions are met:

- the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, financial assets at amortized cost are subsequently measured at amortized cost using the effective interest method, less allowance for impairment, if any. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the financial assets are derecognized and through amortization process. Financial assets at amortized cost are included under current assets if realizability or collectability is within 12 months after the reporting period. Otherwise, these are classified as noncurrent assets.

As at March 31, 2022 and December 31, 2021, the Group's contract assets, cash in banks, cash equivalents, receivables (excluding accrued rent under straight-line basis of accounting), amounts held in escrow, and deposits are classified under this category (see Notes 4, 6, 7, and 11).

Cash in banks are demand deposits with banks and earn interest at prevailing bank deposit rates. Meanwhile, cash equivalents are short-term highly liquid investments that are readily convertible into known amounts of cash, which are subject to an insignificant risk of changes in value and which have a maturity of three (3) months or less at acquisition.

Financial Liabilities at Amortized Cost. Financial liabilities are categorized as financial liabilities at amortized cost when the substance of the contractual arrangement results in the Group having an obligation either to deliver cash or another financial asset to the holder, or to settle the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of its own equity instruments.

These financial liabilities are initially recognized at fair value less any directly attributable transaction costs. After initial recognition, these financial liabilities are subsequently measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account any discount or premium on the issue and fees that are an integral part of the effective interest rate. Gains and losses are recognized in profit or loss when the liabilities are derecognized or through the amortization process.

As at March 31, 2022 and December 31, 2021, the Group's loans and bonds payable, accounts payable and other liabilities (excluding statutory payables, payable to buyers and advance rent), contract liabilities and advances from non-controlling interests are classified under this category (see Notes 7, 12, 13, 14, 15 and 27).

Reclassification

The Group reclassifies its financial assets when, and only when, it changes its business model for managing those financial assets. The reclassification is applied prospectively from the first day of the first reporting period following the change in the business model (reclassification date).

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVPL, any gain or loss arising from the difference between the previous amortized cost of the financial asset and fair value is recognized in profit or loss.

For a financial asset reclassified out of the financial assets at amortized cost category to financial assets at FVOCI, any gain or loss arising from a difference between the previous amortized cost of the financial asset and fair value is recognized in other comprehensive income (OCI).

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at amortized cost, its fair value at the reclassification date becomes its new gross carrying amount.

For a financial asset reclassified out of the financial assets at FVPL category to financial assets at FVOCI, its fair value at the reclassification date becomes its new gross carrying amount. Meanwhile, for a financial asset reclassified out of the financial assets at FVOCI category to financial assets at FVPL, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss as a reclassification adjustment at the reclassification date.

Impairment of Financial Assets at Amortized Cost

The Group records an allowance for expected credit loss (ECL). ECL is based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive. The difference is then discounted at an approximation to the asset's original effective interest rate.

For trade receivables and contract assets, the Group has applied the simplified approach and has calculated ECL based on the lifetime ECL. The Group has established a provision matrix that is based

on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For other financial assets measured at amortized cost, the ECL is based on the 12-month ECL, which pertains to the portion of lifetime ECL that result from default events on a financial instrument that are possible within 12 months after the reporting date. However, when there has been a significant increase in credit risk since initial recognition, the allowance will be based on the lifetime ECL. When determining whether the credit risk of a financial asset has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and consider reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

Derecognition of Financial Assets and Liabilities

Financial Assets. A financial asset (or where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when:

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

When the Group has transferred its right to receive cash flows from a financial asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset nor transferred control of the financial asset, the financial asset is recognized to the extent of the Group’s continuing involvement in the financial asset. Continuing involvement that takes the form of a guarantee over the transferred financial asset is measured at the lower of the original carrying amount of the financial asset and the maximum amount of consideration that the Group could be required to repay.

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

A modification is considered substantial if the present value of the cash flows under the new terms, including net fees paid or received and discounted using the original effective interest rate, is different by at least 10% from the discounted present value of remaining cash flows of the original liability.

The fair value of the modified financial liability is determined based on its expected cash flows, discounted using the interest rate at which the Group could raise debt with similar terms and conditions in the market. The difference between the carrying amount of the original liability and fair value of the new liability is recognized in the consolidated statements of comprehensive income.

On the other hand, if the difference does not meet the 10% threshold, the original debt is not extinguished but merely modified. In such case, the carrying amount is adjusted by the costs or fees paid or received in the restructuring.

Offsetting of Financial Assets and Liabilities

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the consolidated statements of financial position.

Classification of Financial Instrument between Liability and Equity

A financial instrument is classified as liability if it provides for a contractual obligation to:

- Deliver cash or another financial asset to another entity;
- Exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavorable to the Group; or
- Satisfy the obligation other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of own equity shares.

If the Group does not have an unconditional right to avoid delivering cash or another financial asset to settle its contractual obligation, the obligation meets the definition of a financial liability.

Classification of Assets and Liabilities between Current and Noncurrent

The Group presents current and noncurrent assets, and current and noncurrent liabilities, as separate classifications in the notes to consolidated financial statements (See Note 28).

Current Assets. The Group classifies an asset as current when:

- It expects to realize the asset, or intends to sell or consume it, in its normal operating cycle;
- It holds the asset primarily for the purpose of trading;
- It expects to realize the asset within 12 months after the reporting period; or
- The asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting period.

Otherwise, the Group will classify all other assets as noncurrent.

Current Liabilities. The Group classifies a liability as current when:

- It expects to settle the liability in its normal operating cycle;
- It holds the liability primarily for the purpose of trading;
- The liability is due to be settled within 12 months after the reporting period; or
- It does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Otherwise, the Group will classify all other liabilities as noncurrent.

Cost to Obtain a Contract with a Customer

The Group recognizes an asset for the incremental cost of obtaining a contract with a customer if the Group expects to recover those costs. Otherwise, those costs are recognized as expense when incurred. The incremental costs of obtaining a contract are those costs that the Group incurs to obtain a contract such as, but not limited to, sales commissions paid to sales agents and nonrefundable direct taxes incurred in obtaining a contract.

Contract Balances

Contract Assets. A contract asset represents the Group's right to a consideration in exchange for goods or services that the Group has transferred to a customer when that right is conditioned on something other than a passage of time. If the Group transferred goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for that earned consideration that is conditional. Contract assets are reclassified to receivables from sale of real estate upon completion of the performance obligation. Contract assets pertain to unbilled receivables from sale of office units which is computed based on POC.

Receivables from Sale of Real Estate. A receivable from sale of real estate represents the Group's right to a consideration that is unconditional. A right to a consideration is unconditional if only the passage of time is required before payment of that consideration is due.

Contract Liabilities. A contract liability represents the Group's obligation to transfer goods to a customer for which the Group has received a consideration from the customer. If a customer pays a consideration before the Group transfers goods to the customer, a contract liability is recognized when the payment is made or the payment is due, whichever is earlier. Contract liabilities are recognized as revenue when the Group performs under the contract.

Debt Issue Costs

Debt issue costs are considered as an adjustment to the effective yield of the related debt and are deferred and amortized using the effective interest rate method. When a loan is paid, the related unamortized debt issue costs at the date of repayment are recognized in profit or loss.

Real Estate for Sale

Property acquired or being constructed for sale in the ordinary course of business, rather than to be held for rental or capital appreciation, is held as inventory and is measured at the lower of cost and net realizable value (NRV).

Cost includes acquisition cost plus any other directly attributable costs of developing the asset to its saleable condition and costs of improving the properties up to the reporting date. Directly attributable costs include amounts paid to contractors, borrowing costs, planning and designing costs, costs of site preparation and construction overheads.

NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date and discounted for the time value of money if material, less estimated costs to complete and the estimated costs to sell. NRV in respect of land under development is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete the construction and less an estimate of the time value of money to the date of completion.

Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

The interest capitalized is calculated using the Group's weighted average cost of borrowings after adjusting for borrowings associated with specific developments. When borrowings are associated with specific developments, the amounts capitalized is the gross interest incurred on those borrowings less any investment income arising on their temporary investment. Interest is capitalized from the commencement of the development work until the date of practical completion. The capitalization of finance costs is suspended if there are prolonged periods when development activity is interrupted. Interest is also capitalized on the purchase cost of a site of property acquired specifically for redevelopment, but only where activities necessary to prepare the asset for redevelopment are in progress.

Investment Properties

Investment properties are properties held either to earn rental income or for capital appreciation or both,

but not for sale in the ordinary course of business or for administrative purposes.

The Group uses fair value model for the accounting of its investment properties. Under this method, investment properties are initially measured at cost but are subsequently remeasured at fair value at each reporting date, which reflects market conditions at the reporting date. Cost comprises the purchase price and any directly attributable costs in developing and improving the properties. Cost also includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met. The fair value of investment properties is determined using market data approach, income approach and cost approach by an independent real estate appraiser. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including the corresponding tax effect. For the purposes of these consolidated financial statements, in order to avoid double counting, the fair value reported in the consolidated financial statements is reduced by the carrying amount of any accrued income resulting from the spreading of lease incentives and minimum lease payments.

Transfers are made to investment property when, and only when, there is a change in use, evidenced by the ending of owner-occupation, commencement of an operating lease to another party or ending of the construction or development. Transfers are made from investment property when, and only when, there is a change in use, evidenced by the commencement of owner occupation or commencement of development with a view to sell.

Investment properties are derecognized when either those have been disposed of or when the investment property is 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 statements of comprehensive income in the year of retirement or disposal.

Property and Equipment

Property and equipment are carried at cost less accumulated depreciation and amortization and any impairment losses.

The initial cost of property and equipment consists of the purchase price, including import duties, borrowing costs (during the construction period) and other costs directly attributable to bring the asset to its working condition and location for its intended use. Cost also includes the cost of replacing parts of such property and equipment when the recognition criteria are met and the present value of the estimated cost of dismantling and removing the asset and restoring the site where the asset is located.

Expenditures incurred after the property and equipment have been put into operation, such as repairs, maintenance and overhaul costs, are normally charged to operations in the year the costs are incurred. In situations where it can be clearly demonstrated that the expenditures have resulted in an increase in the future economic benefits expected to be obtained from the use of an item of property and equipment beyond its originally assessed standard of performance, the expenditures are capitalized as additional costs of property and equipment.

Depreciation and amortization is calculated on a straight-line basis over the following estimated useful lives of the property and equipment:

Asset Type	Number of Years
Building and building improvements	50
Transportation and other equipment	3 to 5
Office equipment	3 to 5
Furniture and fixtures	3
Leasehold improvements	3 to 5 or lease term, whichever is shorter

The estimated useful lives and depreciation and amortization method are reviewed periodically to ensure that the periods and method of depreciation and amortization are consistent with the expected pattern of economic benefits from items of property and equipment.

Fully depreciated assets are retained in the account until they are no longer in use and no further charge for depreciation is made in respect to those assets.

Construction in progress is stated at cost. This includes cost of construction and other direct costs. Construction in progress is not depreciated until such time that the relevant assets are completed and available for operational use.

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

Other Assets

Other assets include input value-added tax (VAT), advances for project development, creditable withholding taxes (CWT), advances for asset purchase, amounts held in escrow (classified as financial assets), prepayments, deposits (classified as financial assets), deferred input VAT, and materials and supplies.

VAT. Revenues, expenses and assets are recognized net of the amount of VAT except:

- where VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the VAT is recognized as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- where receivables and payables that are stated with the amount of VAT included.

The net amount of VAT recoverable from, or payable to, the tax authority is included as part of “Other assets” or “Accounts payable and other liabilities” accounts, respectively, in the consolidated statements of financial position.

Advances for Project Development. Advances for project development are recognized whenever the Group pays in advance for its purchase of goods or services. These are measured at transaction price less impairment in value, if any.

Creditable Withholding Taxes (CWT). CWT represents the amount withheld by the Group’s customers in relation to its income. CWT can be utilized as payment for income taxes provided that these are properly supported by certificates of creditable tax withheld at source subject to the rules on Philippine income taxation.

Advances for Asset Purchase. Advances for asset purchase are recognized whenever the Company pays in advance for land. These are measured at transaction price less impairment in value, if any.

Prepayments. Prepayments are expenses paid in advance and recorded as assets before these are utilized. Prepayments are apportioned over the period covered by the payment and charged to profit or loss when incurred. Prepayments that are expected to be realized for no more than 12 months after the reporting period are classified as current assets. Otherwise, these are classified as noncurrent assets.

Deferred Input VAT. In accordance with the Revenue Regulation (RR) No. 16-2005, input VAT on purchases or imports of the Group of capital goods (depreciable assets for income tax purposes) with an aggregate acquisition cost (exclusive of VAT) in each of the calendar month exceeding ₱1.0 million are claimed as credit against output VAT over 60 months or the estimated useful lives of capital goods, whichever is shorter. Deferred input VAT represents the unamortized amount of input VAT on capital goods. Deferred input VAT that are expected to be claimed against output VAT for no more than 12 months after the financial reporting period are classified as current assets. Otherwise, these are classified as noncurrent assets.

Where the aggregate acquisition cost (exclusive of VAT) of the existing or finished depreciable capital

goods purchased or imported during any calendar month does not exceed ₱1.0 million, the total input VAT will be allowable as credit against output VAT in the month of acquisition.

Materials and Supplies. The Group recorded as assets several excess construction materials and supplies from the completed construction of its projects. Materials and supplies are stated at lower of cost and NRV.

Impairment of Nonfinancial Assets

The carrying amounts of the Group's nonfinancial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists then the asset's net recoverable amount is estimated.

Any impairment loss is recognized if the carrying amount of an asset or its cash-generating unit (CGU) exceeds its net recoverable amount. A CGU is the smallest identifiable asset group that generates cash flows that are largely independent from other assets of the Group. Impairment losses are recognized in profit or loss in the period incurred.

The net recoverable amount of an asset is the greater of its value in use or its fair value less costs to sell. Value in use is the present value of future cash flows expected to be derived from an asset while fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable and willing parties less costs of disposal. In assessing value in use, the estimated future cash flows are discounted to their present values using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss has been recognized.

Payable to Customers

Payable to customers consist of amounts received by the Group from its tenants as reservation fee for lease or downpayments received from prospective buyers. These are recorded at face amount in the consolidated statements of financial position. These will be applied as security deposits upon execution of the lease contracts or against the total contract price of the real estate sale upon execution of contract to sell.

Advance Rent

Advance rent are initially recognized at the value of cash received, and will generally be applied as lease payments to the immediately succeeding months or in the last three (3) months of the lease term.

Capital Stock

Preferred Stock. The Group's preferred stocks are cumulative, nonvoting, nonparticipating and nonconvertible. Preferred stock is classified as equity if this is nonredeemable, or redeemable only at the Group's option, and any dividends thereon are discretionary. Dividends thereon are recognized as distributions within equity upon approval by the BOD of the Parent Company.

Preferred stock is classified as a liability if this is redeemable on a specific date or at the option of the shareholders, or if dividend payments are not discretionary. Dividends thereon are recognized as interest expense in profit or loss as accrued.

Common Stock. Common stock is measured at par value for all shares issued.

Additional Paid-in Capital

Additional paid-in capital is the proceeds and/or fair value of considerations received in excess of par value of the subscribed capital stock. Incremental costs incurred directly attributable to the issuance of new shares are recognized as deduction from equity, net of any tax. Otherwise, these are recognized as expense in profit or loss.

Treasury Shares

Treasury shares represent owner's equity instruments which are reacquired and deducted from equity. Treasury shares are accounted for at cost and shown as a deduction in the equity section of the consolidated statements of financial position. No gain or loss is recognized in profit or loss on the purchase, sale, issuance or cancellation of the Parent Company's own equity instruments.

Retained Earnings

Retained earnings represent the cumulative balance of net income or loss, net of any dividend declaration and prior period adjustments.

Other Comprehensive Income

Other components of equity comprise of items of income and expense that are not recognized in profit or loss for the year. Other comprehensive income pertains to cumulative remeasurement gains (losses) on net retirement liability.

Parent Company's Shares Held by a Subsidiary

Shares of the Parent Company held by a subsidiary are carried at cost and are deducted from equity. No gain or loss is recognized on the purchase, sale, issue or cancellation of the Parent Company's own equity instruments. When the shares are retired, the capital stock account is reduced by its par value and the excess of cost over par value upon retirement is debited to additional paid-in capital to the extent of the specific or average additional paid-in capital when the shares were issued and to retained earnings for the remaining balance.

Non-controlling Interests

Non-controlling interests represent the portion of net results and net assets not held by the Parent Company. These are within equity presented in the consolidated statements of financial position, separately from equity attributable to equity holders of the Parent Company and are separately disclosed in the consolidated statements of income and consolidated statements of comprehensive income. Non-controlling interests consist of the amount of those interests at the date of original business combination and the non-controlling interests' share on changes in equity since the date of the business combination.

Basic and Diluted Earnings Per Share (EPS)

Basic EPS is computed by dividing the net income for the period attributable to common equity holders of the Parent Company by the weighted average number of issued and outstanding and subscribed common shares during the period, with retroactive adjustment for any stock dividends declared.

Diluted EPS is computed in the same manner, adjusted for the effects of any potentially dilutive convertible securities.

Revenue Recognition

Revenue from contract with customers is recognized when the performance obligation in the contract has been satisfied, either at a point in time or over time. Revenue is recognized over time if one of the following criteria is met: (a) the customer simultaneously receives and consumes the benefits as the Group perform its obligations; (b) the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or (c) the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date. Otherwise, revenue is recognized at a point in time.

Revenue from contracts with customers is recognized when control of the goods and services is transferred to the customer in an amount that reflects the consideration to which the Group expected to

be entitled in exchange for those goods and services.

The Group also assesses its revenue arrangements to determine if it is acting as a principal or as an agent. The Group has assessed that it acts as a principal in all of its revenue sources.

The following specific recognition criteria must also be met before revenue is recognized.

Revenue from Real Estate Sales. Revenue from the sale of completed real estate project is accounted for using the full accrual method in which revenue is recognized at a point in time when control is transferred to a customer. The Group transfers control of real estate for sale under pre-completion contracts over time and, therefore, satisfies the performance obligations under the contract and recognizes revenue over time.

The Group considers a contract to sell as a valid revenue contract. The Group also assesses the probability that it will collect the consideration under the contract prior to recognizing revenue. This assessment is based on the customer's ability and intention to pay the amount of consideration when it is due. If any of the above criteria is not met, the deposit method is applied until all the conditions for recognizing revenue are met.

The Group recognizes revenue from real estate sales under pre-completion contracts based on POC using the input method in which revenue is recognized on the basis of costs incurred up until the end of the reporting period as a proportion of total costs expected to be incurred.

The Group opted to defer the application guidelines of the provisions of the PIC Q&A No. 2018-12 (*as amended by PIC Q&A 2020-05*) with respect to the accounting for significant financing component, uninstalled materials and the exclusion of land in the computation of POC for a period of three (3) years.

Accordingly, the consideration is not adjusted for the effects of the time value of money, and the total cost incurred and total estimated cost to complete including the cost of land.

For tax purposes, full recognition is applied when more than 25% of the selling price has been collected in the year of sale. Otherwise, the installment method is applied.

Leasing Revenue. Leasing revenue consists of rent income and common use service area (CUSA) fees. Rent income arising from operating leases on investment properties is recognized on a straight-line basis over the lease terms, except for contingent rental income, which is recognized in the period that it arises. Tenant lease incentives are recognized as a reduction of rental income on a straight-line basis over the term of the lease. The lease term is the non-cancellable period of the lease together with any further term for which the tenant has the option to continue the lease, where, at the inception of the lease, management is reasonably certain that the tenant will exercise that option. CUSA fees are recognized as income once earned. These are charged monthly and are based on the lessee's proportionate share on the common areas.

Amounts received from tenants to terminate leases or to compensate for dilapidations are recognized in profit or loss when the right to receive those amounts arises.

Property Management Fees. Revenue is recognized in profit or loss when the related services are rendered.

Interest Income. Interest income is recognized as the interest accrues, taking into account the effective yield on the asset.

Other Income. Income from other sources is recognized when earned during the period.

Cost and Expenses Recognition

Cost and expenses are decreases in economic benefits during the accounting period in the form of outflows

or depletions of assets or incurrence of liabilities that result in decreases in equity, other than those relating to distributions to equity participants.

Cost of Real Estate Sales. Cost of real estate sales is recognized consistent with the revenue recognition method applied. Cost of condominium units sold before the completion of the development is determined on the basis of the acquisition cost of the land plus its full development costs, which include estimated costs for future development works.

Cost of Leasing Operations. Cost of leasing operations, which constitute direct cost incurred in relation to the leasing of properties of the Group which includes ACPT, Cazneau's dormitory units and MPI's commercial units, is recognized as expense when incurred.

Cost of Services. Cost of services, which constitute direct cost incurred in relation to EPMI's provision of property management services, is recognized as expense when services are rendered.

Operating Expenses. Operating expenses constitute cost of administering the business and cost incurred to sell and market its products and services. These are recognized as incurred.

Finance Costs. Finance costs are recognized in profit or loss using the effective interest method.

Share-based Compensation

The Parent Company has a stock option plan covering employees, officers and directors, whereby employees render services for shares or rights over shares ("equity-settled transaction"). The rights granted under the plan are not assignable and nontransferable. The cost of the equity-settled transactions is measured by reference to the fair value of the stock options on the date that it was granted. Stock options reserve presented as part of "Equity" is measured at fair value of the share options as at reporting date when the options are exercised, forfeited or lapsed.

Leases

The Group assesses whether the contracts is, or contains, a lease. To assess whether a contract conveys the right to control the use of an identified assets for a period of time, the Group assesses whether, throughout the period of use, it has both of the following:

- i. the right to obtain substantially all of the economic benefits from use of the identified asset; and
- ii. the right to direct the use of the identified asset.

If the Group has the right to control the use of an identified asset for only a portion of the term of the contract, the contract contains a lease for that portion of the term.

The Group also assesses whether a contract contains a lease for each potential separate lease component.

The Group as a Lessor. Leases where the Group retains substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which these are earned.

Employee Benefits

Short-term Benefits. The Group recognizes a liability net of amounts already paid and an expense for services rendered by employees during the accounting period. A liability is also recognized for the amount expected to be paid under short-term cash bonus or profit sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

Short-term employee benefit liabilities are measured on an undiscounted basis and are expensed as the related service is provided.

Retirement Benefits. The Group has a funded, non-contributory defined benefit plan covering all qualified employees. The retirement benefits cost is determined using the projected unit credit method which reflects services rendered by employees to the date of valuation and incorporates assumptions concerning employees' projected salaries.

The Group recognizes service costs, comprising of current service costs, past service costs and net interest expense or income in profit or loss. Net interest is calculated by applying the discount rate to the net retirement liability or asset.

Past service costs are recognized in profit or loss on the earlier of the date of the plan amendment or curtailment, and the date that the Group recognizes restructuring-related costs.

Remeasurements pertaining to actuarial gains and losses and return on plan assets are recognized immediately in OCI in the period in which they arise. Remeasurements are not reclassified to profit or loss in subsequent periods.

Plan assets are assets that are held in trust and managed by a trustee bank. Plan assets are not available to the creditors of the Group, nor can they be paid directly to the Group. The fair value of the plan assets is based on the market price information. When no market price is available, the fair value of plan assets is estimated by discounting expected future cash flows using a discount rate that reflects both the risk associated with the plan assets and the maturity or expected disposal date of those assets (or, if they have no maturity, the expected period until the settlement of the related obligations). If the fair value of the plan assets is higher than the present value of the retirement liability, the measurement of the resulting defined benefit asset is limited to the present value of economic benefits available in the form of refunds from the plan or reductions in future contributions to the plan.

The net retirement asset (liability) is the aggregate of the present value of the defined benefit obligation and the fair value of plan assets against which the obligations are to be settled directly, adjusted for any effect of asset ceiling. The present value of the retirement obligation is determined by discounting the estimated future cash outflows using interest rate on government bonds that have terms to maturity approximating the terms of the related retirement liability. The asset ceiling is the present value of future economic benefits available in the form of refunds from the plan or reductions in future contribution to the plan.

Actuarial valuations are made with sufficient regularity so that the amounts recognized in the consolidated financial statements do not differ materially from the amounts that would be determined at the reporting date.

Foreign Currency - Denominated Transactions

Transactions in foreign currencies are translated to the functional currency at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at reporting date. Resulting exchange differences arising on the settlement of or on translating such monetary assets and liabilities are recognized in profit or loss.

Income Taxes

Current Tax. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the tax authority. The tax rates and tax laws used to compute the amount are those that have been enacted or substantively enacted at the reporting date.

Deferred Tax. Deferred tax is provided on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognized for all taxable temporary differences. Deferred tax assets are

recognized for all deductible temporary differences, carryforward benefits of unused tax credits from excess minimum corporate income tax (MCIT) over the regular corporate income tax (RCIT) and unused net operating loss carryover (NOLCO), to the extent that it is probable that taxable income will be available against which the deductible temporary differences and carryforwards of unused MCIT and NOLCO can be utilized.

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

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. For purposes of measuring deferred tax liabilities and deferred tax assets for investment properties that are measured using the fair value model, the carrying amounts of such properties are presumed to be recovered entirely through sale, unless the presumption is rebutted, that is, when the investment property is depreciable and is held within the business model whose objective is consume substantially all of the economic benefits embodied in the investment property over time, rather than through sale.

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 relating to items recognized outside profit or loss is recognized under OCI and outside profit or loss.

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

Related Party Transactions

Related party transactions are transfer of resources, services or obligations between the Group and its related parties, regardless whether a price is charged. Transactions between related parties are accounted for at arm's length prices or on terms similar to those offered to non-related parties in an economically comparable market.

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 includes: (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; (c) individuals owning, directly or indirectly, an interest in the voting power of the investee that gives them significant influence over the investee and close members of the family of any such individual; and, (d) the Parent Company's funded retirement plan.

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

The key management personnel of the Group are also considered to be related parties.

Segment Reporting

The Group's operating businesses are organized and managed separately according to the nature of the products and services provided, with each segment reporting a strategic business unit that offers different products and serves different markets. Financial information on the Group's business segments is presented in Note 29 to the interim consolidated financial statements.

Provisions and Contingencies

Provisions are recognized when the Group has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. 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 risks and uncertainties associated with the present obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense. Provisions are reviewed at the end of each reporting period and adjusted to reflect the current best estimate.

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

Events After 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 are disclosed in the notes to consolidated financial statements when material.

3. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of consolidated financial statements in accordance with PFRS requires management to make judgments, estimates and assumptions that affect the application of policies and reported amounts of asset, liabilities, income and expenses. The accounting estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about the carrying amounts of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Judgments

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:

Determining Functional Currency. Based on management's assessment, the functional currency of the Group has been determined to be Philippine Peso, the currency of the primary economic environment in which the Group operates. It is the currency that mainly influences the operations of the Group.

Classifying Financial Instruments. The Group exercises judgment in classifying financial instruments in accordance with PFRS 9. The Group exercises judgment in classifying a financial instrument, or its component parts, on initial recognition as either a financial asset, a financial liability or an equity instrument in accordance with the Group's business model and its contractual cash flow characteristics and the definitions of a financial asset, a financial liability or an equity instrument. The substance of a financial instrument, rather than its legal form, governs its classification in the consolidated statements of financial position.

Determining Control or Joint Control over an Investee Company. Control is presumed to exist when an investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. On the other hand, joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. The Group has determined that by virtue of the Parent Company's majority ownership of voting rights in its subsidiaries as at March 31, 2022 and December 31, 2021, it has the ability to exercise control over these investees.

Determining Revenue and Cost Recognition. Selecting an appropriate revenue recognition method for a particular real estate transaction requires certain judgments based on the buyer's commitment on the sale which may be ascertained through the significance of the buyer's initial investment and completion of development.

The Group recognizes revenue over time if one of the following criteria is met:

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

The Group concluded that revenue from real estate sale of office units of Cebu Exchange and Savya Financial Center and sale of residential units in Sevina Park is recognized over time. The Group also determined that input method is the appropriate method in measuring the POC of Cebu Exchange, Savya Financial Center and Sevina Park. Under POC, the Group satisfies its performance obligation to deliver a portion of the property to the customer over time. The input method is based on the costs incurred up until the end of the reporting period as a proportion of total costs expected to be incurred. Changes in estimates may affect the reported amounts of revenue, cost of real estate sales, contract assets and contract liabilities:-

Classifying Real Estate for Sale, Investment Properties and Property and Equipment. The Group determines whether a property qualifies as a real estate for sale, an investment property or an item of property and equipment. In making its judgment, the Group considers whether the property is held for sale in the ordinary course of business, held primarily to earn rentals or capital appreciation or both, or used for operations and administrative purposes by the Group.

Determining Highest and Best Use of Investment Properties. The Group determines the highest and best use of its investment properties when measuring fair value. In making its judgment, the Group takes into account the use of the investment properties that is physically possible, legally permissible and financially feasible. The Group has determined that the highest and best use of the investment properties is their current use.

Determining Lease Commitments - Group as Lessor. The Group determines the highest and best use of its investment properties when measuring fair value. In making its judgment, the Group takes into account the use of the investment properties that is physically possible, legally permissible and financially feasible. The Group has determined that the highest and best use of the investment properties is their current use.

Classifying Lease Commitments - Group as a Lessee. The Group has entered into lease agreements as a lessee. For these leases, the Group availed of the exemption for short-term leases with term of 12 months or less. Accordingly, lease payments on short-term leases were recognized as expense on a straight-line basis over the lease term.

Assessing Provisions and Contingencies. The Group evaluates legal and administrative proceedings to which it is involved based on analysis of potential results. Management and its legal counsels do not believe that any current proceedings will have material adverse effects on its consolidated financial position and results of operations. It is possible, however, that future results of operations could be materially affected by changes in estimates or in the effectiveness of strategies relating to these proceedings.

Accounting Estimates and Assumptions

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of reporting period that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year:

Recognizing Revenue and Cost of Real Estate Sales. The Group's revenue and cost recognition policies require management to make use of estimates and assumptions that may affect the reported amounts of revenue and cost. Revenue and cost of sale of real estate of Cebu Exchange, Savya Financial Center and Sevina Park recognized based on POC are measured principally based on the costs incurred up until the end of the reporting period at a proportion of total costs expected to be incurred.

Estimating Fair Value of Investment Properties. Investment properties are measured at fair values. The Group works closely with external qualified valuers who performed the valuation using appropriate valuation techniques. The appraiser used a valuation technique based on comparable market data adjusted as necessary to reflect the specific assets' location and condition and, estimated expected future cash flows, yields, occupancy rates, discount rates, replacement costs and remaining economic life. The valuation techniques and inputs used in the fair value measurement of investment properties are disclosed in Note 9 to the consolidated financial statements.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the investment properties and the level of the fair value hierarchy.

Determining NRV of Real Estate for Sale. Real estate for sale is stated at lower of cost or NRV. NRV for completed real estate for sale is assessed with reference to market conditions and prices existing at the reporting date and is determined by the Group in the light of recent market transactions. NRV in respect of real estate assets under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete the construction and less estimated costs to sell. The amount and timing of recorded expenses for any period would differ if different judgments were made or different estimates were utilized.

Assessing ECL on Trade Receivables and Contract Assets. The Group initially uses a provision matrix based on historical default rates for trade receivables. The provision matrix specifies provision rates depending on the number of days that a receivable is past due. The Group then calibrates the provision matrix to adjust historical credit loss experience with forward-looking information on the basis of current observable data to reflect the effects of current and forecasted economic conditions.

The Group adjusts historical default rates if forecasted economic conditions such as gross domestic product are expected to deteriorate which can lead to increased number of defaults in the real estate industry. The Group regularly reviews the methodology and assumptions used for estimating ECL to reduce any differences between estimates and actual credit loss experience.

The determination of the correlation between historical default rates and forecasted economic conditions is a significant estimate. Accordingly, the provision for ECL of receivable from real estate sales is sensitive to changes in assumptions about forecasted economic conditions.

The Group's exposure to risk of default is mitigated by the requirement that title to real estate for sale is transferred to the buyer only upon full payment of the contract price.

Assessing ECL on Other Financial Assets at Amortized Cost. The Group determines the allowance for ECL based on the probability-weighted estimate of the present value of all cash shortfalls over the expected life of financial assets at amortized cost. ECL is provided for credit losses that result from possible default events within the next 12-months unless there has been a significant increase in credit risk since initial recognition in which case ECL are provided based on lifetime ECL.

When determining if there has been a significant increase in credit risk, the Group considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- actual or expected external and internal credit rating downgrade;
- existing or forecasted adverse changes in business, financial or economic conditions;
- actual or expected significant adverse changes in the operating results of the borrower; and
- significant changes in credit spread, rates or terms such as more stringent covenants and increased amount of collateral or guarantees.

The Group also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent a significant risk in credit risk such as when non-payment was an administrative oversight rather than resulting from financial difficulty of the borrower.

Determining Fair Value of Investment in Money Market Fund. The Group classifies its investment in money market fund as financial asset at FVPL in the consolidated statements of financial position. The Group determined the fair value of investment in money market fund using available market prices in active markets for identical assets (Level 1). Any changes in the fair value of this financial asset would affect profit or loss.

Estimating the Useful Lives of Property and Equipment. The Group reviews annually the estimated useful lives of property and equipment based on expected asset's utilization, market demands and future technological development. It is possible that the factors mentioned may change in the future, which could cause a change in estimated useful lives. A reduction in estimated useful lives could cause a significant increase in depreciation and amortization of property and equipment.

Assessing Impairment of Nonfinancial Assets. The Group assesses impairment on nonfinancial assets whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. In assessing whether there is any indication that an asset may be impaired, the Group considers the external and internal sources of information. External sources of information include but are not limited to unexpected significant decline in market value and any other significant changes with an adverse effect on the Group, whether it had taken place during period or will take place in the near future in the market, economic or legal environment in which the entity operates or in the market to which the asset is dedicated. Internal sources of information include evidence of obsolescence or physical damage on an asset, significant changes with an adverse effect on the Group whether it had taken place during the period, or are expected to take place in the near future, to the extent to which, or in a manner in which, an asset is used or is expected to be used, and any other evidence that indicates that the economic performance of an asset is, or will be, worse than expected.

Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized. The recoverable amount is the higher of an asset's fair value less cost to sell and value in use. The fair value less cost to sell is the amount obtainable from the sale of an asset in an arm's length transaction while value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life.

Value in use is determined as the present value of estimated future cash flows expected to be generated from the continued use of the assets. The estimated cash flows are projected using growth rates based

on historical experience and business plans and are discounted using pretax discount rates that reflect the current assessment of the time value of money and the risks specific to the asset.

Recoverable amounts are estimated for individual assets or, if it is not possible, for the CGU to which the asset belongs.

Estimating Retirement Expense. The determination of the Group's obligation and cost for pension and other retirement benefits is dependent on selection of certain assumptions used by actuaries in calculating such amounts. Those assumptions are described in Note 22 to the consolidated financial statements and include among others, discount rate and salary increase rate. While the Group believes that the assumptions are reasonable and appropriate, significant differences in actual experience or significant changes in assumptions materially affect net retirement liability.

Assessing Realizability of Deferred Tax Assets. The Group's assessment on the recognition of deferred tax assets on deductible temporary differences and carryforward benefits of unused MCIT and NOLCO is based on the projected taxable income in the following periods. Based on the projection, not all future deductible temporary differences will be realized, therefore, only a portion of deferred tax assets was recognized.

4. CASH AND CASH EQUIVALENTS

This account consists of:

	March 2022	December 2021	March 2021
Cash on hand	195,000	195,000	185,000
Cash in bank	872,371,701	692,017,890	342,331,510
Cash equivalents	1,899,010,536	1,257,044,266	410,925,446
	2,771,577,237	1,949,257,156	753,441,956

Cash in banks earn interest at prevailing bank deposit rates and are immediately available for use in the current operations. Cash equivalents are made up of short-term investments for varying periods up to three (3) months or less and earn interest at the respective prevailing short-term investment rates.

5. FINANCIAL ASSETS AT FVPL

Financial assets at FVPL amounting to ₱2,448.9 million and ₱4,378.6 million as at March 31, 2022 and December 31, 2021, respectively, represent units of participation in money market fund-

Financial assets at FVPL include unrealized gains (loss) amounting to ₱0.82 million and ₱1.71 million for the three months ended March 31, 2022 and 2021, respectively, and included as part of "Other income" account in the interim consolidated statements of comprehensive income. Realized gain on disposals of financial assets at FVPL amounted to ₱5.52 million and ₱3.10 million for the three months ended March 31, 2022 and 2021, respectively (see Note 21).

The fair value of financial assets at FVPL is classified under Level 1 of the fair value hierarchy using quoted market prices.

6. RECEIVABLES

This account consists of:

	March 2022	December 2021	March 2021
Trade receivables from:			
Sale of real estate	528,003,208	966,882,625	275,611,262

	March 2022	December 2021	March 2021
Leasing	157,304,901	153,511,167	106,633,406
Due from related parties	86,814,807	46,409,707	49,129,508
Accrued rent receivables	60,387,094	66,158,150	86,841,881
Interest receivable	64,284,852	36,910,585	25,814,739
Advances to employees	16,212,359	29,646,160	9,934,599
Receivable from non-affiliated entity	-	-	11,558,506
Receivable from sale of interests in subsidiaries (Note 15)	-	208,562,250	-
Other receivables	184,890,098	55,694,374	7,906,227
	1,097,897,319	1,563,775,018	573,430,128
Allowance for impairment losses	(368,292)	(368,292)	(368,292)
	1,097,529,027	1,563,406,726	573,061,836

The aging analysis of receivables are shown below:

	Past Due but Not Impaired				Past due and impaired	TOTAL
	Neither Past Due nor Impaired	Within 6 months	7 months to 1 year	More than 1 year		
Receivables	279,797,629	294,970,890	225,973,558	296,418,657	368,292	1,097,529,026

Trade receivables from sale of real estate pertain to receivables from sale of condominium units and residential townhouses that were already billed. These receivables are noninterest-bearing and generally collectible within sixty (60) days. Titles to the units sold under this arrangement are transferred to the buyers only upon full payment of the contract price. Trade receivables from leasing operations are noninterest-bearing, unsecured and collectible within thirty (30) days.

Accrued rent receivable pertains to the difference between rental income recognized using straight-line method of accounting and rental payments based on the terms of the lease contracts.

Interest receivable includes accrual of interest from the Group's short-term placements.

Receivable from non-affiliated entity pertains to cash advances to non-affiliated entity, which is unsecured, noninterest-bearing and collectible on demand.

Receivable from sale of interests in subsidiaries pertains to Parent Company's receivable arising from the sale of interests in Bhavana and Bhavya, which is noninterest-bearing and collectible on demand..

Advances to employees represent salary and other loans granted to employees which are noninterest-bearing in nature and collectible through salary deductions.

Other receivables mainly include other charges and advances which are noninterest-bearing and collectible on demand.

7. CONTRACT ASSETS AND CONTRACT LIABILITIES

The Group's contract assets and contract liabilities are as follows:

	March 2022	December 2021	March 2021
Contract assets	6,736,280,318	6,238,880,086	5,516,897,363

	March 2022	December 2021	March 2021
Contract liabilities	48,737,619	62,154,096	31,500,193
Net contract assets (liabilities)	6,687,542,699	6,176,725,990	5,485,397,170

Contract assets pertain to receivables from the sale of condominium units and residential townhouses of the Group representing the excess of cumulative revenues from real estate sales over billed amounts. These amounts will be billed and collected in accordance with the agreed payment terms with the buyers, which is normally up to maximum of five years. Increase in contract assets pertains to the additional booked units during the period.

Contract liabilities pertain to downpayments received from the real estate buyers at the inception of the contracts in which the related revenue is not yet recognized as at March 31, 2022 and December 31, 2021.

8. REAL ESTATE FOR SALE

This account consists of:

	March 2022	December 2021	March 2021
Raw land	1,130,827,688	386,241,830	947,034,368
Assets under construction	7,211,834,395	8,217,419,103	5,118,506,855
Condominium units for development	1,138,936,921	385,094,054	1,130,905,066
	9,481,599,004	8,988,754,987	7,196,446,289

Raw Land

Raw land pertains to parcels of land acquired by the Group for future development projects that are intended for sale.

Assets under Construction

Assets under construction consist of land and development costs of ongoing real estate projects of the Group. As at March 31, 2022, this account includes the land and development costs of Cebu Exchange, Savya Financial Center and Sevina Park (see Note 1).

Condominium Units for Development

Condominium units for development pertain to various condominium units in Makati City acquired by the Group and are intended for future development and for sale.

NRV of Real Estate for Sale

Real estate for sale is stated at cost which is lower than its NRV and there is no allowance for inventory obsolescence as at as at March 31, 2022 and December 31, 2021.

9. INVESTMENT PROPERTIES

This account consists of:

	March 2022	December 2021	March 2021
Arthaland Century Pacific Tower	6,148,454,367	5,959,294,200	5,585,193,062
Arya Residences:			
Commercial units	1,250,517,007	1,250,517,007	1,194,379,000
Parking slots	181,556,620	181,556,620	183,222,248
Land:			
UPHI's Laguna and Tagaytay properties	729,891,103	729,891,103	646,960,931

	March 2022	December 2021	March 2021
Cazneau's commercial lots	396,134,175	396,134,175	456,479,841
ALCO's Batangas and Tagaytay properties	184,563,053	182,840,598	155,897,388
Courtyard Hall	326,194,616	326,194,616	186,852,783
	9,217,310,941	9,026,428,319	8,408,985,253

ACPT

Carrying amount of ACPT includes office units and parking slots for lease. ACPT is used as collateral for loans payable amounting to ₱1,650.0 million and ₱1,712.4 million as at March 31, 2022 and December 31, 2021 (see Note 12).

Arya Residences' Commercial Units and Parking Slots

Commercial units and parking slots in Arya Residences are used for leasing operations.

Land

UPHI's raw land, with fair value amounting to ₱729.9 million as at March 31, 2022 and December 31, 2021, has a total area of 33 hectares and are located at Barangay Gonzalo Bontog, Calamba City and Barangay Calabuso, Tagaytay City. Portion of the UPHI's raw land was the subject of an expropriation proceedings filed by the National Transmission Commission (NTC, successor-in-interest of National Power Corporation) with the Regional Trial Court of Calamba City, Laguna. The other parties to the case filed their respective appeals with the Court of Appeals (CA) assailing the amount of just compensation determined by the trial court. The appeal remains pending with the CA.

Moreover, a complaint for quieting of title was filed by UPHI on October 18, 2010 because of the erroneous issuance of tax declarations by the City of Tagaytay covering UPHI's property located in Calamba City, Laguna. In June 2020, the case was decided by the trial court in favor of UPHI. The losing defendants in the case filed their respective appeals with the CA and UPHI filed its appellee's brief defending the decision of the trial court. The case remains pending with the CA.

As at March 31, 2022 and December 31, 2021, the case with NTC is still ongoing and yet to be resolved by the CA. The Company intends to amicably settle with the NTC, since the Company had already been deprived of effective use and enjoyment of the property. Management assessed that although the potential effect of this case on the Company's financial statements would not be significant, an amicable settlement with the NTC could allow the Company to recoup the cost of the expropriated portion of the property.

Raw land of the Parent Company has a total area of 10.3 hectares located in Batangas and Tagaytay with fair value aggregating to ₱184.6 million and ₱182.8 million as at March 31, 2022 and December 31, 2021, respectively.

Courtyard Hall

Courtyard Hall of Cazneau used for leasing operations were recognized at fair value amounting to ₱326.2 million as at March 31, 2022 and December 31, 2021.

Fair Value Measurement

Details of the valuation techniques used in measuring fair values of investment properties classified under Levels 2 and 3 of the fair value hierarchy are as follows:

Class of Property	Valuation Technique	Significant Inputs	March 2022	December 2021
ACPT	Discounted cash flow approach (DCF)	Rental rate for an office unit per square meter (sq.m.)	₱1,605	₱1,500
		Rental rate per parking slot	₱7,500	₱6,000
		Discount rate	8.72%	8.51%

Class of Property	Valuation Technique	Significant Inputs	March 2022	December 2021
		Vacancy rate	0%-5%	0%-5%
		Calculated no. of net leasable area (total sq. m.)	18,059	18,059
		Income tax rate	25%	25%
Arya Residences:				
Commercial units	Discounted cash flow approach	Rental rate per square meter (sq.m.)	₱3,000	₱3,000
		Rent escalation rate per annum (p.a.)	7%	7%
		Discount rate	8.51%	8.51%
		Vacancy rate	5%	5%
		Income tax rate	25%	25%
Parking slots	Discounted cash flow approach	Rental rate per slot	₱7,000	₱7,000
		Rent escalation rate p.a.	7%	7%
		Discount rate	8.51%	8.51%
		Vacancy rate	10%	10%
		Income tax rate	25%	25%
Land:				
UPHI's Laguna and Tagaytay properties	Market data approach	Price per sq. m.	₱2,200	₱2,200
		Value adjustments	5% - 10%	5% - 10%
Cazneau's Laguna Properties	Market data approach	Price per sq. m.	₱55,000	₱55,000
		Value adjustments	5% - 20%	5% - 20%
ALCO's Batangas and Tagaytay properties	Market data approach	Price per sq. m.	₱1,660	₱1,660
		Value adjustments	5% - 20%	5% - 20%
Courtyard Hall	Depreciated replacement method	Estimated replacement cost	₱143,117,000	₱143,117,000
		Remaining economic life	36 years	36 years

Details of the valuation techniques used in measuring fair values of investment properties are as follows:

Discounted Cash Flow Approach

Under the DCF approach, a property's fair value is estimated using explicit assumptions regarding the benefits and liabilities of ownership over the asset's estimated useful life including an exit or terminal value. As an accepted method within the income approach to valuation, the DCF approach involves the projection of a series of cash flows on a real property interest. An appropriate, market-derived discount rate is applied to projected cash flow series to establish the present value of the income stream associated with the investment property.

Periodic cash flows of investment properties are typically estimated as gross income less vacancy and operating expenses. The series of periodic net operating income, along with an estimate of the terminal value anticipated at the end of the projection period, is then discounted.

The frequency of inflows and outflows are contract and market-derived. The DCF approach assumes that cash outflows occur in the same period that expenses are recorded.

Sensitivity Analysis. Generally, significant increases (decreases) in rental rate per sq.m. or per slot and rent escalation rate p.a. in isolation would result in a significantly higher (lower) fair value measurement. Significant increases (decreases) in discount rate and vacancy rate in isolation would result in a significantly lower (higher) fair value measurement.

Market Data Approach

Market data approach involves the comparison of the UPHI's Laguna and Tagaytay properties, Cazneau's Laguna properties and ALCO's Batangas and Tagaytay properties to those that are

more or less located within the vicinity of the appraised properties and are subject of recent sales and offerings. Adjustments were made to arrive at the market value by considering the location, size, shape, utility, desirability and time element.

The inputs to fair valuation are as follows:

- *Price per sq.m.* - estimated value prevailing in the real estate market depending on the location, area, shape and time element.
- *Value adjustments* - adjustments are made to bring the comparative values in approximation to the investment property taking into account the location, size and architectural features among others.

Depreciated Replacement Cost Method

Depreciated replacement cost method is used to estimate valuation of Courtyard Hall by computing for the replacement cost of the assets and applying appropriate adjustments for physical deterioration and functional and economic obsolescence.

10. PROPERTY AND EQUIPMENT

The balances and movements of this account consist of:

March 2022						
	Building and Building Improvements	Transportation Equipment	Office Equipment	Furniture and Fixtures	Leasehold Improvements	Total
Cost						
Balance at beginning of year	246,302,891	85,240,790	68,877,590	24,861,413	78,500	425,361,184
Additions	-	4,498,214	1,560,170	841,000	-	6,899,383
Disposals	-	-	-	-	-	-
Reclassification	-	-	-	-	-	-
Balance at end of year	246,302,891	89,739,004	70,437,760	25,702,413	78,500	432,260,567
Accumulated Depreciation and Amortization						
Balance at beginning of year	35,771,010	42,483,571	54,370,174	19,444,563	78,500	152,147,818
Depreciation and amortization	1,080,215	4,707,369	2,446,847	757,792	-	8,992,223
Disposals	-	-	-	-	-	-
Balance at end of year	36,851,225	47,190,940	56,817,021	20,202,355	78,500	161,140,041
Carrying Amount	209,451,666	42,548,064	13,620,738	5,500,058	-	271,120,526

December 2021						
	Building and Building Improvements	Transportation Equipment	Office Equipment	Furniture and Fixtures	Leasehold Improvements	Total
Cost						
Balance at beginning of year	245,553,426	81,884,580	61,863,122	25,272,784	78,500	414,652,412
Additions	-	21,295,803	10,791,447	61,115	-	32,148,365
Disposals	-	(17,939,593)	(3,500,000)	-	-	(21,439,593)
Reclassification	749,465	-	(276,979)	(472,486)	-	-
Balance at end of year	246,302,891	85,240,790	68,877,590	24,861,413	78,500	425,361,184
Accumulated Depreciation and Amortization						
Balance at beginning of year	31,001,486	38,464,741	48,234,946	16,704,245	54,515	134,459,933
Depreciation and amortization	4,478,614	19,697,066	6,135,228	3,031,228	23,985	33,366,121
Disposals	-	(15,678,236)	-	-	-	(15,678,236)
Reclassification	290,910	-	-	(290,910)	-	-
Balance at end of year	35,771,010	42,483,571	54,370,174	19,444,563	78,500	152,147,818
Carrying Amount	210,531,881	42,757,219	14,507,416	5,416,850	-	273,213,366

March 2021						
	Building and Building Improvements	Transportation Equipment	Office Equipment	Furniture and Fixtures	Leasehold Improvements	Total
Cost						
Balance at beginning of year	245,553,426	81,884,580	61,863,122	25,272,784	78,500	414,652,412
Additions	-	1,608,304	84,605	-	-	1,692,909
Disposals	-	-	-	-	-	-
Reclassification	-	-	-	-	-	-

Balance at end of year	245,553,426	83,492,884	61,947,727	25,272,784	78,500	416,345,321
Accumulated Depreciation and Amortization						
Balance at beginning of year	31,001,486	38,464,741	48,234,946	16,704,245	54,515	134,459,933
Depreciation and amortization	1,553,880	4,236,229	1,175,532	794,181	6,542	7,766,364
Disposals	—	—	—	—	—	—
Balance at end of year	32,555,366	42,700,970	49,410,478	17,498,426	61,057	142,226,297
Carrying Amount	212,998,060	40,791,914	12,537,249	7,774,358	17,443	274,119,024

Depreciation and amortization on property and equipment were included as part of “Operating expenses” and “Cost of services” account in the interim consolidated statements of comprehensive income.

11. OTHER ASSETS

This account consists of:

	March 2022	December 2021	March 2021
Input VAT	827,960,397	709,781,681	637,140,013
CWT	469,942,120	465,091,403	402,532,953
Advances for project development	452,486,687	519,328,038	539,007,292
Advances for asset purchase	232,713,188	209,361,707	209,361,707
Amounts held in escrow	152,557,339	144,678,088	85,052,814
Prepayments	141,953,090	104,025,180	195,930,899
Deposits	54,261,321	65,599,638	63,681,263
Deferred input VAT	14,814,291	33,530,819	20,632,623
Materials and supplies	1,341,909	1,341,909	1,341,909
	2,348,030,342	2,252,738,463	2,154,681,473

Advances for project development pertain to downpayments made to contractors for the construction of the Group’s real estate projects. These advances are applied against contractors’ progress billings.

Advances for asset purchase pertain to advance payment made for land to be acquired by the Group and other land costs.

Amounts held in escrow represents the debt service account required under existing loans with certain banks and the amount of which is equivalent to a quarterly principal and interest amortization.

Prepayments consist of rent, taxes, insurance and other expenses which are amortized over a year, and of prepaid commissions, amortized over the lease term for leasing and based on percentage of completion for selling.

Deposits pertain to utility deposits, deposits for professional services, and guarantee deposits for the construction of the Group’s real estate projects. Deposits are settled upon completion of the documentary requirements.

Materials and supplies are the excess construction materials and supplies from the construction of completed real estate projects.

12. LOANS PAYABLE

This account consists of:

	March 2022	December 2021	March 2021
Local banks	12,859,020,302	13,375,993,499	9,941,307,749
Private funders	58,723,970	60,723,970	84,723,970
	12,917,744,272	13,436,717,469	10,026,031,719

Local bank loans

Loans from local banks consist of interest-bearing secured and unsecured loans obtained to finance project development and working capital requirements of the Group and carries interest rates ranging from 4.50% to 7.50% p.a. in 2021 and 2022.

Construction of Cebu Exchange

In 2017, CLLC entered into an OLSA for a credit line of ₱2,350.0 million with a local bank, to partially finance the development and construction of Cebu Exchange. Loan proceeds was received in several drawdowns within a period of three years after initial drawdown. The outstanding loan balance is secured by Cebu Exchange property and pledge of shares of ALCO and a non-controlling interest in CLLC.

Construction of ACPT

In 2015, the Parent Company entered into an OLSA for a credit line of ₱2,000.0 million, to partially finance the cost of construction and development of the ACPT. The outstanding loan balance is secured by the ACPT building and a security trust agreement covering the maintenance of revenue and operating accounts, project receivables and project agreements. As of March 31, 2022 and December 31, 2021, ALCO is required to maintain a current ratio of at least 1.50x and a debt-to-equity ratio of not more than 2.00x based on the annual consolidated financial statements of the Group. ALCO has current ratio of 1.81x and debt to equity ratio of 1.48x, based on its consolidated financial statements as at December 31, 2021, which is compliant with the financial covenants.

Acquisition of land and construction of Savya Financial Center

In 2018, SLDC entered into a MTL for a credit line of ₱1,440.0 million with a local bank, to partially finance the acquisition and development of its land in Taguig City and to repay advances from shareholders. This loan facility is secured by an unregistered real estate mortgage over a parcel of raw land of SLDC, corporate continuing suretyship of ALCO until the completion of construction of Savya Financial Tower 1 and 100% sale of units therein, and deposits in an escrow account (see Note 11). The loan was fully settled in 2021.

In 2021, SLDC entered into a new loan facility of ₱1,440.0 million with a local bank. The ₱1,440.0 million was fully drawn and was used to repay the ₱1,440.0 million outstanding loan under the MTL. The outstanding loan balance is secured by real estate mortgage over raw land property (see Note 9). SLDC is required to debt service coverage ratio of 1.25x beginning 2021 and shall not fall below 1.5x to declare dividends and maintain a debt-to-equity ratio not exceeding 2.0x and a current ratio of at least 1.5x. The debt to equity and current ratio of SLDC as at December 31, 2021 based on its financial statements is 1.88x and 2.23x, respectively, which is compliant with the requirements of the term loan.

Construction of Sevina Park

In 2021, Cazneau entered into a long-term loan facility of ₱1.0 billion with a local bank to partially finance the construction of Sevina Park. Loan proceeds are available in multiple tranches for a period of three (3) years from the date of initial drawdown. The outstanding loan balance is secured by real estate mortgage over two parcels of land of Cazneau and grant of security interest over shares of ALCO. Moreover, Cazneau is required to maintain debt to equity ratio of not more than 2.00x and current ratio of not less than 1.50x. The debt to equity and current ratio of Cazneau as at December 31, 2021 based on its financial statements is 0.96x and 2.12x, respectively, which is compliant with the requirements of the term loan. The loan facility requires Cazneau to maintain current ratio of not less than 1.50x and debt to equity ratio of not more than 2.00x.

Construction of Lucima Residences

In 2021, the Company entered into a term loan facility of ₱930.0 million with a local bank to partially finance the construction of Lucima Residences. Loan proceeds are available in multiple tranches for a period of 3 years from the date of initial drawdown. The outstanding loan balance is secured by real estate mortgage on the land of Bhavana located in Cebu City. Moreover, Bhavana is required to maintain debt to equity ratio of not more than 2.00x, current ratio of not less than 1.50x and project debt to equity ratio not exceeding 0.50x. The debt-to-equity ratio, current ratio and project debt to equity ratio of Bhavana as at December 31, 2021 based on its financial statements is 1.22x, 1.69x and 0.48x, respectively, which is compliant with the requirements of the term loan.

Development of Green Projects

On February 14, 2020, ALCO entered into a term loan agreement of ₱1,000.0 million with a local bank to obtain financing for the Group' eligible green projects, including land banking, investments and refinancing in relation to eligible green projects. A drawdown of ₱1,000.0 million was made within the same year. ALCO is required to submit a regular disbursement report to the bank soon after the date the proceeds was utilized to confirm that the proceeds has been used for the eligible green projects.

Private Funders

Outstanding balances of the loans from private funders amounting to ₱58.7 million and ₱60.7 million as at March 31, 2022 and December 31, 2021 have interest rate of 3.50% p.a., are unsecured and are for working capital requirements of the Group.

13. BONDS PAYABLE

Details of this account is as follows:

	March 2022	December 2021	March 2021
Balance at beginning of the year	3,000,000,000	3,000,000,000	3,000,000,000
Unamortized debt issue cost	(30,999,779)	(33,405,821)	(38,925,785)
	2,969,000,221	2,966,594,179	2,961,074,215

In October 2019, the Board of Directors (BOD) of ALCO approved the filing of a registration statement for the shelf registration of ₱6.0 billion fixed rate ASEAN Green Bonds (the "Bonds") and the initial tranche of ₱2.0 billion bonds, with an oversubscription option of up to ₱1.0 billion.

In January 2020, the SEC approved the registration of the Bonds and the issuance of the initial tranche of the Bonds. On February 6, 2020, ALCO issued the initial tranche of the Bonds amounting to ₱2.0 billion with an oversubscription of ₱1.0 billion. It has a term ending five years from the issue date or on February 6, 2025, with a fixed interest rate of 6.35% p.a. and an early redemption option on the 3rd and 4th year from issue date. The proceeds of the initial tranche is for the development of eligible green projects and payment of certain outstanding loans of the Group.

The Group is required to maintain debt to equity ratio of not more than 2.00x and current ratio of at least 1.50x based on the audited consolidated financial statements. As at December 31, 2021, the Group is compliant with these financial ratios.

14. ACCOUNTS PAYABLE AND OTHER LIABILITIES

This account consists of:

	March 2022	December 2021	March 2021
Accounts payable	310,138,563	366,617,650	264,082,451
Accrued expenses	1,115,914,532	1,310,576,520	875,757,771

	March 2022	December 2021	March 2021
Deferred output VAT	802,054,138	748,221,837	888,269,185
Payable for the purchase of interests in a subsidiary (Note 15)	750,000,000	762,340,790	—
Retention payable	552,033,494	492,874,816	332,551,324
Payable to buyers	383,584,996	298,088,488	113,668,220
Security deposits	84,212,595	83,257,815	87,700,090
Advance rent	42,284,834	39,262,391	43,170,084
Withholding taxes payable	21,642,782	61,619,568	22,911,257
Construction bonds	21,398,433	21,398,433	20,987,637
Income tax payable	15,869,589	8,199,158	5,182,516
Dividends payable	7,099,584	6,515,393	203,227,525
Others	38,239,336	19,849,443	3,850,561
	4,144,472,876	4,218,822,302	2,861,358,621

Accounts payable, which are noninterest-bearing and are normally settled within 30 days to one year, consist mainly of liabilities to contractors and suppliers.

Accrued expenses are expected to be settled within the next 12 months which pertains to construction costs, interest, management and professional fees, utilities, commissions, advertising and other expenses.

Deferred output VAT pertains to VAT from sales of property on installments. If the payments in the year of sale do not exceed twenty-five percent (25%) of the gross selling price, the sale will be considered under installment, in which case VAT will be paid based on collections.

Retention payable, which will be released after completion and satisfaction of the terms and conditions of the construction contract, pertains to amount retained by the Group from the contractors' progress billings for the real estate projects of the Group.

Payable to customers include reservation fees and collections received from prospective lessees or buyers, which are and to be applied as security deposits upon execution of lease contracts or against the total contract price of the real estate sale.

Security deposits pertain to the deposits made by the lessees of the ACPT, Arya commercial units, and dormitory units which are refundable upon termination of the lease less any unsettled balances.

Advance rent pertains to the payments made in advance by the tenants to be applied to their rent payable in the immediately succeeding months or in the last three (3) months of the lease term.

Construction bonds represent noninterest-bearing deposits made by the lessees before the start of construction or fit out of their leased or rented units in ACPT and refundable upon fulfillment of contract provisions.

Other payables pertain to liabilities to SSS, PhilHealth and HDMF.

15. RELATED PARTY TRANSACTIONS

The company engages, in the normal course of business, in various transactions with its related parties which include entities under common control, key management and others.

Share Purchase Agreement

The Parent Company has an outstanding receivable from CPG amounting to ₱36.1 million as at March 31, 2022 and December 31, 2021 arising from a share purchase agreement between the Parent Company, CPG and AOCI1. Under the claw-back provision of the share purchase agreement, the Parent Company warrants the final resolution acceptable to CPG and its counsel with respect to the pending complaint involving the property owned by UPHI, which includes, among others, removing all doubt on the ownership of UPHI over the property. In the event the satisfactory evidence is submitted by the Parent Company to CPG, the latter shall pay to the Parent Company the entire claw-back amount or a portion thereof plus interest earned in which the claw-back amount was held in escrow.

Advances for Working Capital

This pertains to expenses advanced by the Group to the related parties. Outstanding balances of advances for working capital are unsecured, unguaranteed, collectible or payable on demand and to be settled in cash.

The Group's allowance for ECL on due from related parties amounted to nil as at March 31, 2022 and December 31, 2021.

Management Fee

Management fees are recognized for management consultancy, development and administrative services provided by CPG. Outstanding balances are unsecured, noninterest-bearing, payable on demand and to be settled in cash.

Compensation of Key Management Personnel

The compensation of key management personnel are as follows:

	March 2022 (Three Months)	December 2021 (Twelve Months)	March 2021 (As restated - Three Months)
Salaries and other employee benefits	63,705,230	82,773,183	38,892,014
Retirement benefits expense	-	27,158,439	-
	63,705,230	109,931,622	38,892,014

Transactions with the Retirement Plan

The Parent Company's retirement fund is administered and managed by a trustee bank. The fair value of plan assets, which are primarily composed of unit investment trust funds, amount to ₱40.6 million and ₱40.4 million as at March 31, 2022 and December 31, 2021, respectively.

The retirement fund neither provides any guarantee or surety for any obligation of the Parent Company nor its investments covered by any restrictions or liens.

Material Non-controlling Interests

CLLC

In addition to the advances from the Parent Company, CLLC obtained from Rock & Salt B.V. for its real estate projects. All outstanding balances are unguaranteed, unsecured, bearing interest at 3.5% per annum and payable on demand and in cash.

In December 2021, the Parent Company purchased 214,351 common and 118,982 preferred shares representing 40% of the ownership and voting rights of CLLC for ₱113.2 million from RSBV, resulting to 100% ownership of the Parent Company in CLLC. The difference between the acquisition cost and book value amounting to ₱60.5 million was recorded as reduction to equity reserves. Also, RSBV assigned its shareholder advances and accrued interest receivables amounting to ₱764.1 million. The Parent Company's outstanding payable arising from the purchase of common shares and preferred shares in CLLC amounted to ₱750.0 million and ₱762.3 million as at March 31, 2022 and December 31, 2021, respectively.

SLDC

Non-controlling interests over SLDC is 41% as at March 31, 2022 and December 31, 2021. SLDC received deposits amounting to ₱196.2 million in 2022 and ₱681.5 million in 2021 for future stock subscription from HHI. These will be applied against future subscription on preferred shares where SEC approve SLDC' s application for the change in the par value of authorized preferred shares. As at December 31, 2021, SLDC has already submitted the requirements for the conversion of deposits for future stock subscription to preferred shares pending approval with the SEC.

Moreover, SLDC received advances from related parties and expenses paid by related parties on behalf of SLDC. All outstanding balances are unsecured, noninterest-bearing, and payable on demand and in cash.

KHI

On June 1, 2020, the Parent Company assigned 40% of its advances to KHI amounting to ₱195.0 million, in favor of MEC, and bear interest of 3.5% per annum. These are unsecured, unguaranteed, and payable on demand and in cash.

Bhavana and Bhavya

In December 2021, ALCO sold, transferred and conveyed in favor of Narra Investment Properties Pte. Ltd. ("Narra"), by way of secondary sale, all of its rights, title and interest in and to 40% of the common shares of stock of Bhavana and Bhavya, or 20,000,000 common shares of stock thereof, as well as its shareholder advances and accrued interest receivables aggregating ₱449.4 million in exchange for ₱446.8 million. The transfer of Bhavana and Bhavya shares decreased the effective ownership of ALCO from 100% to 60%. The Parent Company's receivable arising from the sale of interests in Bhavana and Bhavya amounted to nil and ₱208.6 million as at March 31, 2022 and December 31, 2021, respectively (see Note 6).

The Group has the following transactions with the non-controlling interests:

	Nature of Relationship	Nature of Transaction	Amount of Transactions		Outstanding Balance	
			March 2022	December 2021	March 2022	December 2021
Advances from non-controlling interests						
Help Holdings, Inc.	Non-controlling interest	Advances for project development	-	-	495,919,597	495,919,597
Rock & Salt B.V.	Non-controlling interest	Advances for project development	-	(676,666,700)	-	-
Narra Properties Investment	Non-controlling interest	Advances for project development	-	411,200,000	411,200,000	411,200,000
Mitsubishi Estate Company, Limited	Non-controlling interest	Advances for project development	-	-	195,000,000	195,000,000
					1,102,119,597	1,102,119,597

16. EQUITY

The details of the Parent Company's number of common and preferred shares follow:

	March 2022		December 2021	
	Preferred	Common	Preferred	Common
Authorized	50,000,000	16,368,095,199	50,000,000	16,368,095,199
Par value per share	₱1.00	₱0.18	₱1.00	₱0.18
Issued	48,500,000	5,318,095,199	48,500,000	5,318,095,199
Outstanding	28,500,000	5,318,095,199	28,500,000	5,318,095,199

Preferred Shares

The rollforward analysis of the outstanding preferred shares is as follows:

	March 2022		December 2021	
	Number of shares	Amount	Number of shares	Amount
Issued and outstanding				
Balance at beginning of period	28,500,000	₱28,500,000	42,500,000	₱42,500,000
Issuance during the period	-	-	6,000,000	6,000,000
Redemption during the period	-	-	(20,000,000)	(20,000,000)
Balance at end of period	28,500,000	28,500,000	28,500,000	28,500,000
Parent Company's preferred shares held by a subsidiary	(12,500,000)	(12,500,000)	(12,500,000)	(12,500,000)
	16,000,000	₱16,000,000	16,000,000	₱16,000,000

ALCO issued 12.5 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated preferred shares (the “Series A” preferred shares) to MPI and 30.0 million preferred shares (the “Series B” and “Series C” preferred shares) which are likewise cumulative, nonvoting, nonparticipating, and nonconvertible Peso-denominated, among other conditions, to the public at the issuance price of ₱100 a share at ₱1.00 par value a share. MPI acquired the 12.5 million Series A preferred shares at a ₱1.00 par value a share.

On December 6, 2021, the Parent Company redeemed all of the outstanding 20.0 million Series B Preferred Shares equal to its offer price plus any accrued and unpaid cash dividends due as of date. Treasury shares pertaining to the redemption of 20.0 million Series B Preferred Shares recognized at cost amounted to ₱2,000.0 million as at December 31, 2021.

On December 3, 2021, the Parent Company made a follow-on offering of 6.0 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated preferred shares (the “Series D Preferred Shares, with ₱1.00 par value a share at the issuance price of ₱500 a share. Excess of the proceeds over the total par value amounting to ₱2,994.0 million and transaction costs of ₱29.6 million were recognized as addition and reduction to additional paid-in capital, respectively.

In June 2019, the Company made a follow-on offering of 10.0 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated preferred shares (the “Series C Preferred Shares) with ₱1.00 par value a share at the issuance price of ₱100 a share. Excess of the proceeds over the total par value amounting to ₱990.0 million and transactions costs of ₱12.5 million were recognized as additional and reduction to additional paid-in capital, respectively.

In 2016, ALCO issued 12.5 million cumulative, nonvoting, nonparticipating and nonconvertible Peso-denominated preferred shares (the “Series A Preferred Shares”) with ₱1.00 par value a share to MPI. Also in 2016, the Company made a follow-on offering of 20.0 million cumulative, nonvoting, nonparticipating, and nonconvertible Peso-denominated preferred shares (the “Series B preferred shares”) with ₱1.00 par value a share at the issuance price of ₱100 a share.

Common Shares

As at March 31, 2022 and December 31, 2021, the Parent Company has issued and outstanding common shares of 5,318,095,199 with par value of ₱0.18 amounting to ₱957.3 million.

Dividend Declaration

The Parent's Company's BOD and stockholders approved the following cash dividends to ALCO's stockholders:

Declaration Date	Stockholders of Record Date	Payment Date	Share	Dividend per Amount Share
February 23, 2022	March 10, 2022	March 27, 2022	Series C preferred shares	17,319,000 1.7319

Declaration Date	Stockholders of		Share	Dividend per	
	Record Date	Payment Date		Amount	Share
January 26, 2022	February 11, 2022	March 3, 2022	Series D preferred shares	45,000,000	7.5000
				₱62,319,000	

Declaration Date	Stockholders of		Share	Dividend per	
	Record Date	Payment Date		Amount	Share
October 20, 2021	December 3, 2021	December 27, 2021	Series C preferred shares	₱17,319,000	₱1.730
October 20, 2021	November 16, 2021	December 6, 2021	Series B preferred shares	35,229,000	1.760
August 4, 2021	September 7, 2021	September 27, 2021	Series C preferred shares	17,319,000	1.730
August 4, 2021	August 20, 2021	September 6, 2021	Series B preferred shares	35,229,000	1.760
June 25, 2021	July 9, 2021	July 30, 2021	Common shares	63,817,142	0.012
May 5, 2021	June 7, 2021	June 27, 2021	Series C preferred shares	17,319,000	1.730
May 5, 2021	May 19, 2021	June 6, 2021	Series B preferred shares	35,229,000	1.760
January 27, 2021	March 8, 2021	March 27, 2021	Series C preferred shares	17,319,000	1.730
January 27, 2021	February 15, 2021	March 6, 2021	Series B preferred shares	35,229,000	1.760
				₱ 274,009,142	

Declaration Date	Stockholders of		Share	Dividend per	
	Record Date	Payment Date		Amount	Share
October 21, 2020	December 4, 2020	December 27, 2020	Series C preferred shares	₱17,319,000	₱1.730
October 21, 2020	November 13, 2020	December 6, 2020	Series B preferred shares	35,229,000	1.760
August 5, 2020	September 4, 2020	September 27, 2020	Series C preferred shares	17,319,000	1.730
August 5, 2020	August 19, 2020	September 6, 2020	Series B preferred shares	35,229,000	1.760
June 26, 2020	July 10, 2020	July 31, 2020	Common shares	63,817,142	0.012
May 6, 2020	June 4, 2020	June 27, 2020	Series C preferred shares	17,319,000	1.730
May 6, 2020	May 21, 2020	June 6, 2020	Series B preferred shares	35,229,000	1.760
January 29, 2020	March 6, 2020	March 27, 2020	Series C preferred shares	17,319,000	1.730
January 29, 2020	February 14, 2020	March 6, 2020	Series B preferred shares	35,229,000	1.760
				₱274,009,142	

Other Equity Reserves

This account consists of:

	March 2022	December 2021	March 2021
Effect of changes in the Parent Company's ownership interest in subsidiaries	169,002,018	169,002,018	229,500,000
Stock options outstanding	7,080,164	7,080,164	6,485,553
Cumulative remeasurement gains (losses) on net retirement liability - net of tax	1,548,221	1,548,221	(5,622,407)
	177,630,403	177,630,403	230,363,146

Effect of Change in the Parent Company's Ownership Interest in a Subsidiary

Excess of proceeds over the cost of disposed interest in a subsidiary pertains to the difference between the amount received by ALCO of ₱275.0 million, net of transaction costs and taxes of ₱40.5 million, for the sale of 40% of KHI's shares sold to MEC (see Note 1).

The excess of proceeds over cost of disposed interest and the related taxes were previously reflected under the Other Income and Income Tax Expense accounts, respectively, in the Group's interim consolidated financial statements as of and for the period ended September 30, 2020. Under PFRS 10, *Consolidated Financial Statements*, changes in a parent's ownership interest that do not result in the parent losing control are equity transactions. Accordingly, the Group restated its September 30 financial statements to conform with the requirements of the accounting standards and to align with the classification in the Audited Financial Statements as of and for the year ended December 31, 2020. The details of the restatement and its corresponding impact in the Group's interim consolidated financial statements as of and for the period ended September 30, 2020.

In December 2021, the Parent Company purchased 214,351 common and 118,982 preferred shares representing 40% of the ownership and voting rights of CLLC for ₱113.2 million from RSBV resulting

to 100% ownership of the Parent Company in CLLC. The difference between the acquisition cost and book value amounting to ₱60.5 million was recorded as reduction to equity reserves (see Note 15).

Stock Options Outstanding

On October 16, 2009, the stockholders approved the 2009 ALCO Stock Option Plan with the objective of providing material incentive to qualified employees of the Group. The total amount of shares which are available and may be issued for this purpose will amount to 10% of ALCO's total outstanding capital stock at any given time. The period during which a Qualified Employee may exercise the option to purchase such number of common shares granted to him/her will be three (3) years commencing after he or she has rendered the mandatory one year service to the Corporation in accordance with the following schedule:

- i. Within the first 12 months from grant date - up to 33.33%
- ii. Within the 13th to the 24th month from grant date - up to 33.33%
- iii. Within the 25th to 36th month from grant date - up to 33.33%

On December 14, 2018, the BOD approved granting options equivalent to not more than 90.0 million common shares to its qualified employees. On June 26, 2020, the number of options granted and issued to qualified employees amounted to 55.4 million shares. The total fair value of stock options granted amounted to ₱6.5 million. The fair values of stock options granted are estimated on the date of grant using the Black-Scholes Merton (BSM) Formula taking into the account the terms and conditions upon which the options were granted. The BSM Formula utilized inputs namely; market value of the share, time to maturity, dividend yield, and risk free rate.

Fair value of each option at grant date is ₱0.14. Assumptions used to determine the fair value of the stock options are as follow:

Weighted average share price	₱0.65
Exercise price	₱0.50
Expected volatility	2.40%
Dividend yield	1.32%
Risk-free interest rate	1.35%

As at March 31, 2022 and December 31, 2021, none of the qualified employees have exercised their options.

Use of Proceeds

Series D Preferred Shares

The estimated gross proceeds from the offer of Series D preferred shares amounted to ₱3,000.0 million. The actual net proceeds from the offer of the shares, after deducting the related expenses to the offer, amounted to ₱2,966.7 million.

The following table shows the breakdown of the use of the proceeds (amounts in millions):

Purpose	Per Offer Supplement	Actual Net Proceeds	Actual Disbursements as of 3/31/22	Balance for Disbursement as of 3/31/22
Redemption of Series B Preferred Shares	2,000.0	2,000.0	2,000.0	-
Savya Financial Center and Cebu Exchange Project	1,000.0	966.7	-	966.7
TOTAL	3,000.0	2,966.7	2,000.0	966.7

17. REVENUES

The account consists of:

	March 2022 (Three Months)	December 2021 (Twelve Months)	March 2021 (Three Months)
Real estate sales of:			
Cebu Exchange	209,234,293	1,354,517,333	179,269,805
Savya Financial Center	147,212,272	975,128,529	103,583,883
Sevina Park	48,888,093	299,297,701	75,852,612
	405,334,658	2,628,943,563	358,706,300
Leasing revenue	79,852,906	325,500,935	86,065,781
Property Management fees	4,508,405	17,754,758	4,129,318
	489,695,969	2,972,199,256	448,901,399

Leasing revenue pertains to rent income and CUSA earned from various lease contracts of the Parent Company in ACPT, commercial units of MPI in Arya Residences and dormitory units in Courtyard Hall, in which rent income is recognized on a straight-line basis under PAS 17, *Leases*.

Property management fees pertain to services rendered by EPMI to the Arya Residences Condominium Corporation (ARCC) and Arthaland Century Pacific Tower Condominium Corporation (ACPTCC). The service contract with ARCC has a term of five (5) years commencing on December 1, 2014 and was subsequently renewed for a period of five (5) years commencing on December 1, 2021. Meanwhile, the service contract with ACPTCC has a term of seven (7) years commencing on August 1, 2018, both for the management and maintenance of all common areas of said condominium properties.

18. COST AND EXPENSES

The account consists of:

	March 2022 (Three Months)	December 2021 (Twelve Months)	March 2021 (Three Months)
Cost of real estate sales	201,547,609	1,610,033,648	202,526,476
Cost of leasing operations	25,481,226	107,071,759	29,671,042
Cost of services	4,563,161	11,738,197	2,258,868
	231,591,996	1,728,843,604	234,456,386

19. OPERATING EXPENSES

Details of operating expenses by nature are as follows:

	March 2022 (Three Months)	December 2021 (Twelve Months)	March 2021 (Three Months)
Personnel costs	59,472,684	202,731,197	49,365,507
Advertising	35,732,329	163,666,488	31,468,712
Commissions	16,332,525	136,035,646	23,085,622
Taxes and licenses	15,989,946	35,991,672	8,311,583
Communication and office expenses	14,289,398	38,445,777	8,095,297
Management and professional fees	10,222,398	62,353,498	14,325,151
Depreciation and amortization	8,992,223	31,605,519	7,766,364
Insurance	6,020,398	18,531,639	4,795,784
Transportation and travel	4,993,561	18,742,075	2,404,575
Utilities	1,403,660	2,423,146	849,179
Repairs and maintenance	1,114,056	4,797,950	1,243,340

	March 2022 (Three Months)	December 2021 (Twelve Months)	March 2021 (Three Months)
Rental	803,377	2,313,138	459,547
Representation	432,634	3,503,647	14,128
Write-off of receivables from non-affiliated entity	-	11,559,066	-
Others	2,800,067	5,758,341	430,989
	178,599,256	738,458,799	152,615,778

20. FINANCE COSTS

Finance costs relate to the following:

	March 2022 (Three Months)	December 2021 (Twelve Months)	March 2021 (Three Months)
Interest expense	86,057,317	275,238,263	82,986,676
Bank charges	877,309	2,590,682	255,506
	86,934,626	277,828,945	83,242,182

21. OTHER INCOME – NET

This account consists of:

	March 2022 (Three Months)	December 2021 (Twelve Months)	March 2021 (Three Months)
Realized gain on disposals of financial assets at FVPL	5,518,244	23,603,206	3,097,859
Forfeited collections	5,623,135	-	3,499,529
Interest income	4,005,500	3,537,246	224,980
Unrealized holding gains on financial assets at FVPL	816,108	(6,258,905)	1,714,368
Foreign exchange gains (losses)	305,197	368,205	1,029
Gain (loss) on disposal of property and equipment	-	(545,561)	-
Loss on sale of investment properties	-	-	-
Others	(3,413,803)	6,942,915	354,582
	12,854,381	27,647,106	8,892,347

22. NET RETIREMENT LIABILITY

The Parent Company has a funded and non-contributory defined benefit retirement plan covering all of its qualified employees. The retirement benefits are based on years of service and compensation on the last year of employment as determined by an independent actuary. The normal retirement age is 60 with a minimum of five years of credited service. The plan also provides for an early retirement at age 50 with minimum of five years of credited service or late retirement after age 60, both subject to the approval of the Company's BOD.

The plan is exposed to interest rate risks and changes in the life expectancy of qualified employees. The plan is not exposed to significant concentrations of risk on the plan assets.

There are no unusual or significant risks to which the retirement liability exposes the Parent Company.

However, in the event a benefit claim arises under the retirement liability, the benefit shall immediately be due and payable from the Parent Company.

Movements in the present value of retirement liability are as follows:

	March 2022	December 2021	March 2021
Balance at beginning of period	118,443,498	101,496,418	101,496,418
Retirement expense:			
Current service cost	7,000,000	22,933,142	7,513,995
Interest cost	-	4,225,297	-
Past service cost	-	-	-
Remeasurement loss (gains)	-	(10,211,359)	-
Contribution to retirement plan assets	-	-	-
Balance at end of period	125,443,498	118,443,498	109,010,413

23. INCOME TAXES

The components of income tax expense (benefit) are as follows:

	March 2022	December 2021	March 2021
Reported in Profit or Loss			
Current income tax expense:			
RCIT	28,464,894	50,194,798	1,975,870
MCIT	1,065,883	6,848,361	(1,241,688)
Final taxes	1,901,140	4,916,752	663,171
Gross income tax (GIT)	339,218	5,191,339	987,341
	31,771,135	67,151,250	2,384,694
Deferred	19,763,326	(55,255,650)	(273,923,484)
	51,534,461	11,895,600	(271,538,790)
Reported in OCI			
Deferred tax benefit related to remeasurement losses on net retirement liability	-	(2,639,131)	-

Deferred Tax Assets and Deferred Tax Liabilities

The components of the Group's recognized deferred tax assets and deferred tax liabilities are as follows:

	March 2022	December 2021	March 2021
Deferred tax assets:			
NOLCO	285,330,985	253,843,493	174,996,714
Retirement liability	30,579,718	28,829,718	27,252,604
Advance rent	7,250,938	8,128,617	6,979,976
Excess MCIT over RCIT	22,114,967	21,049,084	14,465,212
Unrealized foreign exchange loss	(72,983)	-	361
Allowance for impairment losses	92,073	92,073	92,073
	345,295,698	311,942,985	223,786,940
Deferred tax liabilities:			

	March 2022	December 2021	March 2021
Cumulative gain on change in fair value of investment properties	1,441,759,585	1,394,057,646	1,199,851,718
Excess of financial over taxable gross profit	573,036,403	569,320,155	455,226,990
Accrued rent receivable	10,998,332	11,702,598	14,348,733
Depreciation of investment properties	34,860,557	32,359,232	24,856,499
Transfer of fair value to property and equipment	10,501,947	10,558,107	10,726,588
Capitalized debt issue costs	8,108,923	8,152,056	8,281,452
Unrealized foreign exchange gains	91,917	91,984	-
	2,079,357,664	2,026,241,778	1,713,291,980
Net deferred tax liabilities	1,734,061,966	1,714,298,793	1,489,505,040

The reconciliation between the income tax expense based on statutory income tax rate and effective income tax rate reported in the consolidated statements of comprehensive income is as follows:

	March 2022	December 2021	March 2021
Income tax computed at statutory tax rate	54,683,386	331,646,283	31,834,011
Effect of CREATE Law	-	(301,160,455)	-
Add (deduct) tax effects of:			
Nondeductible expenses and nontaxable income	376,692	4,483,199	9,739
Income subject to GIT	(5,906,086)	(23,504,522)	(4,810,871)
Change in unrecognized deferred tax assets	3,058,638	6,986,414	2,745,384
Expired NOLCO	-	1,147,774	-
Income subject to final tax	(678,169)	(490,832)	(596,042)
Stock issuance costs	-	(7,399,841)	-
Expired MCIT	-	187,580	-
Benefit from change in tax rates	-	-	(300,721,011)
	51,534,461	11,895,600	(271,538,790)

PEZA Registration

ACPT is registered with the PEZA as an Ecozone Facilities Enterprise (see Note 1). The scope of its registered activity is limited to development, operation and maintenance of an economic zone.

Under the PEZA Registration Agreement, ACPT is entitled to:

- 5% GIT, in lieu of all national and local taxes; and
- Tax and duty-free importation of capital equipment required for the technical viability and operation of the registered facilities or activities.

Any income from activities of ACPT outside the PEZA-registered activities is subject to RCIT.

Corporate Recovery and Tax Incentives for Enterprises (“CREATE”) Law

On March 26, 2021, the Corporate Recovery and Tax Incentives for Enterprises (“CREATE”) was approved and signed into law by the country’s President. Under the CREATE, the regular corporate income tax (RCIT) of domestic corporations was revised from 30% to 25% or 20% depending on the amount of total assets or total amount of taxable income. In addition, the minimum corporate income tax (MCIT) was changed from 2% to 1% of gross income for a period of three (3) years. The changes in the income tax rates shall retrospectively become effective beginning July 1, 2020.

However, the income tax rates used in preparing the financial statements as at and for the year ended December 31, 2020 are 30% and 2% for RCIT and MCIT, respectively. The difference amounting to ₱301.2 million arising from the changes in income tax rates was recognized in 2021. Accordingly, the income tax rates used in preparing the interim consolidated financial statements as at March 31, 2022 are 25% and 1% for RCIT and MCIT, respectively.

24. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's financial instruments comprise cash in banks, cash equivalents, financial assets at FVPL, receivables (excluding advances for project development and accrued rent receivable under straight-line basis of accounting), amounts held in escrow, deposits, loans and bonds payable, accounts payable and other liabilities (except statutory liabilities, advance rent and payable to buyers) and due to a related party.

It is the Group's policy that no trading in financial instruments shall be undertaken. The main risks arising from the Group's financial instruments are credit risk, liquidity risk and interest rate risk. The BOD reviews and approves policies for managing these risks as summarized below.

Foreign Currency Risk

The Group's exposure to foreign currency risk is minimal, as it does not enter into significant transactions in currencies other than its functional currency.

Credit Risk

The Group's exposure to credit risk arises from the failure of counterparty to fulfill its financial commitments to the Group under the prevailing contractual terms. Financial instruments that potentially subject the Group to credit risk consist primarily of trade receivables, contract assets and other financial assets at amortized cost. The carrying amounts of financial assets at amortized cost represent its maximum credit exposure.

Trade Receivables and Contract Assets

Management has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Group's standard payment and delivery terms, and conditions are offered. The Group's credit policy includes available external ratings, financial statements, credit agency information, industry information and, in some cases, bank references. Credit limits are established for each customer and reviewed on a regular basis. Any sales on credit exceeding those limits require specific approval from upper level of management. The Group limits its exposure to credit risk by transacting mainly with recognized and creditworthy customers that have undergone its credit evaluation and approval process. Historically, trade receivables are substantially collected within one (1) year and it has no experience of writing-off or impairing its trade receivables due to the effectiveness of its collection. As customary in the real estate business, title to the property is transferred only upon full payment of the purchase price. There are also provisions in the sales contract which allow forfeiture of installments or deposits made by the customer in favor of the Group. Also, customers are required to deposit postdated checks to the Group covering all installment payments. These measures minimize the credit risk exposure or any margin loss from possible default in the payment of installments. Trade receivables from lease are closely monitored on aging of the account. As at March 31, 2022 and December 31, 2021, there were no significant credit concentrations. The maximum exposure at the end of the reporting period is the carrying amount of trade receivables and contract assets.

Other Financial Assets at Amortized Cost

The Group's other financial assets at amortized cost are mostly composed of cash in banks, cash equivalents, amounts held in escrow and investment in time deposits. The Group limits its exposure to credit risk by investing only with banks that have good credit standing and reputation in the local and international banking industry. These instruments are graded in the top category by an acceptable credit rating agency and, therefore, are considered to be low credit risk investments.

For deposits, credit risk is low since the Group only transacts with reputable companies and individuals with respect to this financial asset.

It is the Group's policy to measure ECL on the above instruments on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL. When determining if there has been a significant increase in credit risk, the Group considers reasonable and supportable information that is available without undue cost or effort and that is relevant for the particular financial instrument being assessed such as, but not limited to, the following factors:

- Actual or expected external and internal credit rating downgrade;
- Existing or forecasted adverse changes in business, financial or economic conditions; and
- Actual or expected significant adverse changes in the operating results of the borrower.

The Group also considers financial assets that are more than 30 days past due to be the latest point at which lifetime ECL should be recognized unless it can demonstrate that this does not represent significant credit risk such as when non-payment arising from administrative oversight rather than resulting from financial difficulty of the borrower.

Financial Assets at FVPL

The Group is also exposed to credit risk in relation to its investments in money market fund that is measured at FVPL. The maximum exposure at the end of the reporting period is the carrying amount of these investments.

Liquidity Risk

Liquidity risk is the risk that the Group may not be able to settle its obligations as they fall due.

The Group monitors its risk to a shortage of funds through analyzing the maturity of its financial investments and financial assets and cash flows from operations. The Group monitors its cash position by a system of cash forecasting. All expected collections, check disbursements and other payments are determined on a daily basis to arrive at the projected cash position to cover its obligations.

The Group's objective is to maintain a balance between continuity of funding and flexibility. The Group addresses liquidity concerns primarily through cash flows from operations.

Interest Rate Risk

Interest rate risk is the risk that future cash flows from a financial instrument (cash flow interest rate risk) or its fair value (fair value interest rate risk) will fluctuate because of changes in market interest rates.

The Group's loans and bonds payable to local banks are subject to fixed interest rates and are exposed to fair value interest rate risk. The re-pricing of these instruments is done on annual intervals.

The Group regularly monitors interest rate movements and on the basis of current and projected economic and monetary data, decides on the best alternative to take. No sensitivity analysis is needed as future interest rate changes are not expected to significantly affect the Group's consolidated net income.

Impact of COVID-19

The varying levels of community quarantine that have been enforced in the different parts of the country since its initial imposition on March 16, 2020 have created significant impact to business in general. Industries considered as non-essential have been ordered closed, travel restrictions were implemented, and large areas or communities were locked down.

In spite of the difficulties posed by these challenges, the Group has been agile and resilient enough to adopt to the “new normal” the situation has created. It has developed and executed a business continuity protocol which has allowed the Group to continue functioning and operating except in areas where no alternative means, given existing circumstances, are readily available.

To date, management is monitoring all the ongoing COVID-19 related developments to assess, anticipate, and develop appropriate business strategies moving forward.

25. 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 by pricing products and services commensurate with the level of risk.

The Group monitors capital on the basis of the carrying amount of equity as presented in the statements of financial position. Capital for the reporting periods under review is summarized as follows:

	March 2022	December 2021	March 2021
Total liabilities	23,041,580,051	23,619,149,934	18,846,066,498
Total equity	11,330,815,385	11,052,136,913	9,425,148,861
Debt-to-equity ratio	2.03:1	2.14:1	2.00:1

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.

26. EARNINGS PER SHARE (EPS)

Basic and diluted earnings (loss) per share are computed as follows:

	March 2022	December 2021	March 2021
Net income attributable to equity holders of the Parent Company	133,117,220	899,510,260	291,641,783
Less: Dividends declared to Series B and Series C Preferred Shares	(62,319,000)	(210,192,000)	(52,548,000)
	70,798,220	689,318,260	239,093,783
Divided by weighted average number of outstanding common shares	5,318,095,199	5,318,095,199	5,318,095,199
Basic EPS	0.0133	0.1296	0.0450
Add dilutive shares arising from stock options	55,400,000	55,400,000	55,400,000
Adjusted weighted average number of common shares for diluted EPS	5,373,495,199	5,373,495,199	5,373,495,199
Diluted EPS	0.0132	0.1283	0.0445

Basic EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year.

Diluted EPS is computed by dividing net income for the year attributable to common equity holders of the Parent Company by the weighted average number of common shares issued and outstanding during the year plus the weighted average number of common shares that would be issued on conversion of all the dilutive potential common shares into common shares.

27. FAIR VALUE MEASUREMENT

The following table presents the carrying amounts and fair values of the Group's assets and liabilities measured at fair value and for which fair values are disclosed, and the corresponding fair value hierarchy:

		March 2022		
		Fair Value		
	Carrying Amount	Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value -				
Financial assets at FVPL	2,448,948,043	2,448,948,043	-	-
Investment properties	9,217,310,941	-	1,636,782,949	7,580,527,992
Financial assets at amortized cost -				
Deposits	54,261,321	-	-	54,261,321
	11,720,520,305	2,448,948,043	1,636,782,949	7,634,789,313
Liability for which fair value is disclosed -				
Loans payable	12,917,744,272	-	-	12,859,020,303
Bonds payable	2,969,000,221	-	-	2,969,000,221
	15,886,744,494	-	-	15,828,020,525

		December 2021		
		Fair Value		
	Carrying Amount	Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value:				
Financial assets at FVPL	4,378,607,744	4,378,607,744	-	-
Investment properties	9,026,428,319	-	1,635,060,492	7,391,367,827
Asset for which fair value is disclosed -				
Financial assets at amortized cost -				
Deposits	65,599,638	-	-	65,599,638
	13,470,635,701	4,378,607,744	1,635,060,492	7,456,967,465
Liability for which fair value is disclosed -				
Loans payable	13,436,717,469	-	-	13,375,990,935
Bonds payable	2,966,594,179	-	-	3,003,560,199
	16,403,311,648	-	-	16,379,551,134

		March 2021		
		Fair Value		
	Carrying Amount	Quoted Prices in Active Markets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Assets measured at fair value:				
Financial assets at FVPL	3,393,582,165	3,393,582,165	-	-
Investment properties	8,408,985,253	-	1,275,863,504	7,133,121,749
Asset for which fair value is disclosed -				
Financial assets at amortized cost -				

Deposits	63,681,263	-	-	63,681,263
	11,866,248,681	3,393,582,165	1,275,863,504	7,196,803,012
Liability for which fair value is disclosed -				
Loans payable	10,026,031,719	-	-	9,941,307,749
Bonds payable	2,961,074,215	-	-	2,961,074,215
	12,987,105,934	-	-	12,902,381,964

The table below presents the financial assets and liabilities of the Group whose carrying amounts approximate fair values as at March 31, 2022 and December 31, 2021:

	March 2022	December 2021	March 2021
Financial assets:			
Cash and cash equivalents	2,771,577,237	1,949,257,156	753,441,956
Receivables*	1,037,141,933	1,497,248,576	486,219,954
Contract assets	6,736,280,318	6,238,880,086	5,516,897,363
Amounts held in escrow	152,557,339	144,678,088	85,052,814
	10,697,556,827	9,830,063,906	6,841,612,087
Financial liabilities:			
Accounts payable and other liabilities**	2,879,048,757	2,313,818,280	1,788,157,604
Advances from non-controlling interests	1,102,119,597	1,102,119,597	1,367,586,297
	3,981,168,354	3,415,937,877	3,155,743,901

*Excludes accrued rent receivable under straight-line basis of accounting aggregating to P60.4 million, P66.2 million and P86.8 million as at March 31, 2022, December 31, 2021, and March 31, 2021, respectively.

**Excludes payable to buyers, advance rent and statutory liabilities aggregating to P1,265.4 million, P1,155.4 million and P1,073.2 million as at March 31, 2022, December 31, 2021 and March 31, 2021, respectively.

28. CLASSIFICATION OF CONSOLIDATED STATEMENTS OF FINANCIAL POSITION ACCOUNTS

The Group's current portions of its assets and liabilities are as follows:

	March 2022	December 2021	March 2021
Current Assets			
Cash and cash equivalents	2,771,577,237	1,949,257,156	753,441,956
Financial asset at fair value through profit or loss	2,448,948,043	4,378,607,744	3,393,582,165
Receivables	1,097,529,026	1,563,406,726	573,061,836
Contract assets	6,736,280,318	6,238,880,086	5,516,897,363
Real estate for sale	9,481,599,004	8,988,754,987	7,196,446,289
Other assets*	2,278,954,730	1,865,555,269	2,070,367,587
	24,814,888,358	24,984,461,968	19,503,797,196

*Excludes non-current portion of deposits and deferred input VAT amounting to P69.1 million, P178.2 million and P84.3 million as at March 31, 2022, December 31, 2021 and March 31, 2021, respectively.

Current Liabilities			
Current portion of loans payable	7,575,408,797	8,417,020,962	3,350,205,340
Accounts payable and other liabilities	4,144,485,093	4,218,822,302	2,861,358,621
Contract liabilities	48,737,619	62,154,096	31,500,193

Advances from non-controlling interests	1,102,119,598	1,102,119,597	1,367,586,297
	12,870,751,107	13,800,116,957	7,610,650,451

29. OPERATING SEGMENT INFORMATION

The Group is organized into operating segments based on the type of product or service. The Group's reportable operating segments relates to sale of real estate, leasing and property management services.

All of the assets relating to the Group's operating segments are located in the Philippines. Accordingly, reporting operating segments per geographical business operation is not required.

Segment assets, liabilities and revenue and expenses are measured in accordance with PFRS. The presentation and classification of segment revenue and expenses are consistent with the consolidated statements of comprehensive income. The presentation and classification of segment assets and liabilities are consistent with the consolidated statements of financial position.

The following tables present revenue and expense information and certain assets and liabilities information regarding the different business segments as at and for the period ended March 31, 2022, December 31, 2021 and March 31, 2021:

March 2022						
	Sale of Real Estate	Leasing	Property Management Services	Corporate	Eliminations	Total
Segment revenue	405,334,658	79,852,906	70,961,537	-	(66,453,132)	489,695,969
Segment expenses	(201,547,609)	(25,481,226)	(4,563,161)	(244,925,219)	66,453,132	(410,064,083)
Segment profit	203,787,049	54,371,680	66,398,376	(244,925,219)	-	76,631,886
Net gain on change in fair value of investment properties	-	190,807,755	-	-	-	190,807,755
Finance cost	(200,663)	(129,164,224)	-	(4,334,362)	46,764,623	(86,934,626)
Other income - net	-	-	-	12,854,381	-	12,854,381
Income before income tax	203,586,386	116,015,211	66,398,376	(236,405,200)	46,764,623	196,359,396
Provision for income tax	-	-	-	-	-	51,534,461
Net income	-	-	-	-	-	144,824,935
Other comprehensive income	-	-	-	-	-	-
Total comprehensive income	-	-	-	-	-	144,824,935
Assets	9,481,599,004	9,217,310,941	16,259,628	22,993,183,782	(7,335,957,918)	34,372,395,436
Liabilities	(7,182,930,228)	(4,623,144,598)	-	(17,009,868,867)	5,774,363,642	(23,041,580,051)

December 2021						
	Sale of Real Estate	Leasing	Property Management Services	Corporate	Eliminations	Total
Segment revenue	2,628,943,563	325,500,935	478,856,970	-	(461,102,212)	2,972,199,256
Segment expenses	(1,668,922,051)	(106,984,259)	(116,486,671)	(847,984,974)	273,075,552	(2,467,302,403)
Segment profit	960,021,512	218,516,676	362,370,299	(847,984,974)	(188,026,660)	504,896,853
Net gain on change in fair value of investment properties	-	872,263,700	-	-	-	872,263,700
Finance cost	(192,226,329)	-	-	(277,828,945)	(192,226,329)	(277,828,945)
Other income - net	-	-	-	27,647,106	-	27,647,106
Income before income tax	767,795,183	1,090,780,376	362,370,299	(1,098,166,813)	4,199,669	1,126,978,714
Provision for income tax	-	-	-	-	-	(11,895,600)
Net income	-	-	-	-	-	1,115,083,114
Other comprehensive income (loss)	-	-	-	-	-	7,572,228
Total comprehensive income	-	-	-	-	-	1,122,655,342
Assets	8,988,754,987	9,026,428,319	15,858,139	24,417,005,366	(7,776,759,964)	34,671,286,847
Liabilities	(13,411,648,011)	(1,712,356,858)	-	(14,732,477,103)	6,237,332,038	(23,619,149,934)

March 2021

	Sale of Real Estate	Leasing	Property Management Services	Corporate	Eliminations	Total
Segment revenue	358,706,300	86,065,781	108,920,769	-	(104,791,451)	448,901,399
Segment expenses	(226,113,430)	(29,671,042)	(27,221,639)	(208,857,504)	104,791,451	(387,072,164)
Segment profit	132,592,870	56,394,739	81,699,130	(208,857,504)	-	61,829,235
Net gain on change in fair value of investment properties	-	95,440,000	-	-	-	95,440,000
Finance cost	(23,745)	(108,613,846)	-	(4,207,192)	29,602,601	(83,242,182)
Other income - net	-	-	-	8,892,347	-	8,892,347
Income before income tax	132,569,125	43,220,893	81,699,130	(204,172,349)	29,602,601	82,919,400
Provision for income tax						(271,538,790)
Net income						354,458,190
Other comprehensive income						-
Total comprehensive income						354,458,190
Assets	7,196,446,289	8,408,985,253	11,243,428	19,288,163,213	(6,633,622,824)	28,271,215,359
Liabilities	(5,917,017,934)	(4,109,013,785)	-	(14,864,392,426)	6,044,357,647	(18,846,066,498)

30. FINANCIAL RATIOS

Below is a schedule showing financial soundness indicators for the period ended March 31, 2022, December 31, 2021 and March 31, 2021:

RATIO	FORMULA	MAR 2022	DEC 2021	MAR 2021
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.93:1	1.81:1	2.26:1
Acid Test Ratio	$\frac{\text{Quick Assets}}{\text{Current Liabilities}}$	1.01:1	0.57:1	1.19:1
Solvency Ratios	$\frac{\text{Net Income before depreciation}}{\text{Total liabilities}}$	0.01:1	0.05:1	0.02:1
Debt-to-Equity Ratio	$\frac{\text{Total Liabilities}}{\text{Total Equity}}$	2.03:1	2.14:1	2.00:1
Interest-Bearing Debt-to-Equity Ratio	$\frac{\text{Total Interest Bearing Liabilities}}{\text{Total Equity}}$	1.40:1	1.48:1	1.38:1
Asset-to-Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity}}$	3.03:1	3.14:1	3.00:1
Interest Rate Coverage Ratio	$\frac{\text{Pretax Income before Interest}}{\text{Interest expense}}$	3.28:1	5.09:1	2.00:1
Return on Equity	$\frac{\text{Net Income}}{\text{Average Equity excluding Preferred Shares}}$	2%	10%	3%
Return on Assets	$\frac{\text{Net Income}}{\text{Average Total assets}}$	0.46%	3%	1.13%
Net Profit Margin	$\frac{\text{Net Income}}{\text{Revenue}}$	30%	38%	65%
Basic Earnings per Share	$\frac{\text{Net income less dividends declared}}{\text{Outstanding common shares}}$	0.0133	0.1296	0.2100
Price to Earnings Ratio	$\frac{\text{Market Price per share}}{\text{Earnings per share}}$	44.32:1	4.94:1	3.05:1
Dividend Yield	$\frac{\text{Dividends per share}}{\text{Market price per share}}$	2.03%	1.88%	1.88%

December 2021 ratio is based on full year income while March 2022 and March 2021 ratios are based on three-month income.

31. EVENTS AFTER THE REPORTING PERIOD

Declaration of Cash Dividends

The Parent Company's BOD approved and declared the following cash dividends:

Class of shares	Declaration Date	Stockholders of Record Date	Payment Date	Amount	Dividend per Share
Series C preferred shares	May 4, 2022	June 2, 2022	June 27, 2022	₱17,319,000	₱1.731
Series D preferred shares	May 4, 2022	May 19, 2022	June 3, 2022	₱45,000,000	₱7.500

The dividends shall be taken out of the unrestricted earnings of the Parent Company as at March 31, 2022.

Item 2: Management's Discussion and Analysis of Financial Condition and Results of Operations**FINANCIAL POSITION**

March 2022 vs December 2021

	MAR 31, 2022	DEC 31, 2021	% Change
Cash and cash equivalents	P 2,771,577,237	P 1,949,257,156	42%
Financial assets at fair value through profit or loss (FVPL)	2,448,948,043	4,378,607,744	-44%
Receivables	1,892,405,479	1,563,406,726	21%
Contract Assets	5,941,403,866	6,238,880,086	-5%
Real estate for sale	9,481,599,004	8,988,754,987	5%
Investment properties	9,217,310,941	9,026,428,319	2%
Property and equipment	271,120,526	273,213,366	-1%
Net deferred tax assets	-	-	0%
Other Assets	2,348,030,339	2,252,738,463	4%
Total Assets	34,372,395,433	34,671,286,847	-1%
Loans payable	12,917,744,272	13,436,717,469	-4%
Bonds payable	2,969,000,221	2,966,594,179	0%
Accounts payable and other liabilities	4,179,080,659	4,218,822,302	-1%
Contract liabilities	14,142,052	62,154,096	-77%
Advances from non-controlling interests	1,102,119,598	1,102,119,597	0%
Net retirement liability	125,443,498	118,443,498	6%
Net deferred tax liabilities	1,734,049,748	1,714,298,793	1%
Total Liabilities	23,041,580,049	23,619,149,934	-2%
Equity attributable to equity holders of the Parent Company			
Capital stock	1,005,757,136	1,005,757,136	0%
Additional paid-in capital	5,973,360,513	5,973,360,513	0%
Retained earnings	4,475,353,966	4,404,555,747	2%
Other equity reserves	177,630,403	177,630,403	0%
Treasury shares	(2,000,000,000)	(2,000,000,000)	0%
Parent Company's preferred shares held by a subsidiary	(12,500,000)	(12,500,000)	0%
	9,619,602,018	9,548,803,799	1%

	MAR 31, 2022	DEC 31, 2021	% Change
Non-controlling interests	1,711,213,366	1,503,333,114	14%
Total Equity	11,330,815,384	11,052,136,913	3%
Total Liabilities and Equity	P 34,372,395,433	P 34,671,286,847	-1%

The Company's total resources decreased by 1% from ₱34.7 billion on December 31, 2021 to ₱34.4 billion as of March 31, 2022, due to the following:

42% Increase in Cash and Cash Equivalents

The increase in cash is accounted by the proceeds from disposal of money market placements and revenue collections, net of normal disbursement from operations and project related costs.

44% Decrease in Financial assets at FVPL

The decline was due to termination of money market placements which were subsequently used to fund the operating requirements of the company including its ongoing projects.

30% Decrease in Receivables

The decrease is due to the collection of receivables during the period.

8% Increase in Contract Assets

The increase represents the excess of revenue recognized from the sale of Cebu Exchange, Savya Financial Center, and Sevina Park Villas over the amounts billed to the buyers.

5% Increase in Real Estate for Sale

The increase was mainly due to the additional construction costs incurred during the period for ongoing projects.

Total liabilities decreased by 2% from ₱23.6 billion on December 31, 2021 to ₱23.0 billion as of March 31, 2022, due to the following:

32% Increase in Contract Liability

The increase mainly pertains to collections received from buyers of units in Cebu Exchange and Sevina Park Villas, in which the related revenue is not yet recognized.

6% Increase in Retirement Liability

The increase is due to provision of retirement expense for the period.

Total equity increased by 3% from ₱11.1 billion on December 31, 2021 to ₱11.3 billion as at March 31, 2022 due to the following:

14% Increase in Non-Controlling Interests

The increase is attributable to the recognition of NCI's share in the net income (loss) of KHI, Bhavana and Bhavya and additional deposit for future stock subscription from a shareholder.

FINANCIAL RATIOS

March 2022 vs December 2021

RATIO	FORMULA	MAR 2022	DEC 2021	% Change
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.93:1	1.81:1	7%
Acid Test Ratio	$\frac{\text{Quick Assets}}{\text{Current Liabilities}}$	1.01:1	0.57:1	77%
Solvency Ratios	$\frac{\text{Net Income before depreciation}}{\text{Total liabilities}}$	0.01:1	0.05:1	-80%

RATIO	FORMULA	MAR 2022	DEC 2021	% Change
Debt-to-Equity Ratio	$\frac{\text{Total Liabilities}}{\text{Total Equity}}$	2.03:1	2.14:1	-5%
Interest-Bearing Debt-to-Equity Ratio	$\frac{\text{Total Interest-Bearing Liabilities}}{\text{Total Equity}}$	1.40:1	1.48:1	-5%
Asset-to-Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity}}$	3.03:1	3.14:1	-4%
Interest Rate Coverage Ratio	$\frac{\text{Pretax Income before Interest}}{\text{Interest expense}}$	3.28:1	5.09:1	-36%
Return on Equity	$\frac{\text{Net Income}}{\text{Average Equity excluding Preferred Shares}}$	2%	10%	-80%
Return on Assets	$\frac{\text{Net Income}}{\text{Average Total assets}}$	0.46%	3%	-85%
Net Profit Margin	$\frac{\text{Net Income}}{\text{Revenue}}$	30%	38%	-21%
Basic Earnings per Share	$\frac{\text{Net income less dividends declared}}{\text{Outstanding common shares}}$	0.0133	0.1296	-90%
Price to Earnings Ratio	$\frac{\text{Market Price per share}}{\text{Earnings per share}}$	44.32:1	4.94:1	797%
Dividend Yield	$\frac{\text{Dividends per share}}{\text{Market price per share}}$	2.03%	1.88%	8%

FINANCIAL RATIOS

March 2022 vs March 2021

Ratio	Formula	MAR 2022	MAR 2021	% Change
Current Ratio	$\frac{\text{Current Assets}}{\text{Current Liabilities}}$	1.93:1	2.26:1	-15%
Acid Test Ratio	$\frac{\text{Quick Assets}}{\text{Current Liabilities}}$	1.01:1	1.19:1	-15%
Solvency Ratios	$\frac{\text{Net Income before depreciation}}{\text{Total liabilities}}$	0.01:1	0.02:1	-50%
Debt-to-Equity Ratio	$\frac{\text{Total Liabilities}}{\text{Total Equity}}$	2.03:1	2.00:1	1%
Interest-Bearing Debt-to-Equity Ratio	$\frac{\text{Total Interest-Bearing Liabilities}}{\text{Total Equity}}$	1.40:1	1.38:1	1%
Asset-to-Equity Ratio	$\frac{\text{Total Assets}}{\text{Total Equity}}$	3.03:1	3.00:1	1%
Interest Rate Coverage Ratio	$\frac{\text{Pretax Income before Interest}}{\text{Interest expense}}$	3.28:1	2.00:1	64%
Return on Equity	$\frac{\text{Net Income}}{\text{Average Equity excluding Preferred Shares}}$	2%	3%	-33%
Return on Assets	$\frac{\text{Net Income}}{\text{Average Total assets}}$	0.46%	1.13%	-59%
Net Profit Margin	$\frac{\text{Net Income}}{\text{Revenue}}$	30%	65%	-54%
Basic Earnings per Share	$\frac{\text{Net income less dividends declared}}{\text{Outstanding common shares}}$	0.0133	0.2100	-94%
Price to Earnings Ratio	$\frac{\text{Market Price per share}}{\text{Earnings per share}}$	44.32:1	3.05:1	1,353%
Dividend Yield	$\frac{\text{Dividends per share}}{\text{Market price per share}}$	2.03%	1.88%	8%

RESULTS OF OPERATIONS

March 2022 vs March 2021

	MAR 31, 2022	MAR 31, 2021	% Change
Revenues	P 489,695,969	P 448,901,399	9%
Cost and Expenses	231,591,996	234,456,386	-1%
GROSS INCOME	258,103,973	214,445,013	20%
Administrative expenses	126,367,401	98,061,444	29%
Selling and marketing expenses	52,104,686	54,554,334	-4%
OPERATING EXPENSES	178,472,087	152,615,778	17%
INCOME FROM OPERATIONS	79,631,886	61,829,235	-29%
OTHER OPERATING INCOME (EXPENSES)			
Finance costs	(86,934,626)	(83,242,181)	4%
Net gain on change in fair value of investment properties	190,807,755	95,440,000	100%
Other income – net	12,854,381	8,892,347	45%
INCOME BEFORE INCOME TAX	196,359,396	82,919,400	137%
INCOME TAX EXPENSE (BENEFIT)	51,534,461	(271,538,790)	119%
NET INCOME	P 144,824,935	P 354,458,190	-59%
NET INCOME ATTRIBUTABLE TO:			
Equity holders of Parent Company	133,117,219	291,641,783	-54%
Non-controlling interests	11,707,716	62,816,407	-81%
	P 144,824,935	P 354,458,190	-59%

From a ₱354.5 million reported net income in the first quarter of 2021, the company's bottom line decreased by 59% to ₱144.8 million for the same period in 2022.

9% Increase in Revenues

Revenues from incremental bookings and higher project accomplishment drove the increase in quarter-on-quarter revenues from Real estate sales.

29% Increase in Administrative Expenses

Administrative expense rose by 29% due to noted increase in personnel cost, taxes, travel and gasoline expenses as compared prior year.

100% Increase in Net Gain on Change in Fair Value of Investment Properties

The increase is due to the appraisal gain recognized for ACPT office and parking units.

45% Increase in Other Income - net

The increase is mainly attributable to holding gains and interest income.

119% Increase in Income Tax Expense (Benefit)

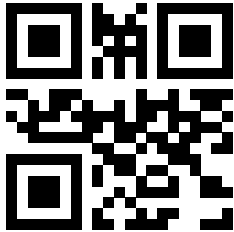
Quarter tax effect in prior period was a benefit due to effect of the CREATE law while higher revenues caused the tax expense for the current period.

RESULTS OF OPERATIONS

March 2022 vs December 2021

	MAR 31, 2022	DEC 31, 2021	% Change
Revenues	P 489,695,969	P 2,972,199,256	-84%
Cost and Expenses	231,591,996	1,728,843,604	-87%
GROSS INCOME	258,103,973	1,243,355,652	-79%
Administrative expenses	126,367,401	438,756,665	-71%
Selling and marketing expenses	52,104,686	299,702,134	-83%
OPERATING EXPENSES	178,472,087	738,458,799	-76%
INCOME FROM OPERATIONS	79,631,886	504,896,853	-84%
OTHER OPERATING INCOME (EXPENSES)			
Finance costs	(86,934,626)	(277,828,945)	-69%
Net gain on change in fair value of investment properties	190,807,755	872,263,700	-78%
Other income – net	12,854,381	27,647,106	-54%
INCOME BEFORE INCOME TAX	196,359,396	1,126,978,714	-83%
PROVISION FOR INCOME TAX	51,534,461	11,895,600	333%
NET INCOME	P 144,824,935	P 1,115,083,114	-87%
NET INCOME ATTRIBUTABLE TO:			
Equity holders of Parent Company	133,117,219	899,510,260	-85%
Non-controlling interests	11,707,716	215,572,854	-95%
	P 144,824,935	P 1,115,083,114	-87%

The Company posted a consolidated net income of ₱144.8 million in the first quarter of 2022 as compared with the 2021 full year net income of ₱1,115.1 million.



Machine Validation:



Republic of the Philippines


DEPARTMENT OF FINANCE
SECURITIES AND EXCHANGE COMMISSION
Secretariat Building, PICC Complex
Roxas Boulevard, Pasay City, 1307



PAYMENT ASSESSMENT FORM

No. 20220520-5317160

DATE 05/20/2022	RESPONSIBILITY CENTER MSRD
PAYOR: ARTHALAND CORPORATION 7F ARTHALAND CENTURY PACIFIC TOWER, 5TH AVENUE CORNER 30TH STREET, BONIFACIO GLOBAL CITY, TAGUIG CITY 1634	

	NATURE OF COLLECTION	QUANTITY	ACCOUNT CODE	AMOUNT
	Information Statement - Registrant		4020199099 (678)	7,500.00
	Legal Research Fee (A0823)		2020105000 (131)	75.00
	----NOTHING FOLLOWS----			
TOTAL AMOUNT TO BE PAID				Php 7,575.00
Assessed by:  jdbingil		Amount in words: SEVEN THOUSAND FIVE HUNDRED SEVENTY FIVE PESOS AND 00/100		
Remarks:				

Payment Options

- Online payment thru SEC Payment Portal
 - <https://espaysec.sec.gov.ph>
- Over the Counter Payments
 - SEC Cashier Office
 - Selected Landbank Branches

SEC BIR Accounts - DST

SEC Clearing Account	SEC Office
3752-1002-75	Head Office / NCR
0072-1178-59	Tarlac
0222-1003-48	Baguio
0132-1123-98	Legazpi
3302-1046-88	Iloilo
3162-1098-20	Bacolod
0142-1085-85	Cebu
0192-0639-30	Zamboanga
0152-1090-08	Cagayan De Oro
0162-1090-73	Davao

SEC BTR Accounts - LRF

SEC Clearing Account	SEC Office
3402-2319-20	Head Office / Tarlac
3402-2319-38	Baguio
3402-2319-46	Legaspi
3402-2319-54	Iloilo / Bacolod
3402-2319-62	Cebu
3402-2319-70	Zamboanga
3402-2319-89	Cagayan De Oro
3402-2319-97	Davao

Breakdown Summary

FUND ACCOUNT	AMOUNT	ACCOUNT #
SEC SRC Current Account	7,500.00	0552-1052-57
BTR Account - LRF	75.00	see SEC BTR accounts
TOTAL	Php 7,575.00	

Notes:

- This form is valid for forty-five (45) calendar days from the date of Payment Assessment Form (PAF)
 - Accepted modes of payment at SEC Main Office, Pasay City:
 - Cash
 - Manager's/Cashier's Check
 - Postal Money Order
 - Accepted modes of payment at selected Landbank branches:
 - Cash
 - Manager's/Cashier's Check payable to the Securities and Exchange Commission
 - For check payment, please prepare separate checks per fund account as indicated on the breakdown summary. All checks must be payable to Securities and Exchange Commission
 - For over the counter payment at LandBank, preparation of oncoll payment or deposit slip shall be per fund account as indicated on the breakdown summary.
 - If fund code is BTR, use an oncoll payment slip.
 - If fund code is BIR, REIT, SRC or RCC, use a regular deposit slip.
 - Send through email the copy of the machine-validated oncoll payment slip / deposit slip to the issuer of this PAF to confirm that payment has been made.
 - For National Capital Region, payments are only allowed through the following Landbank Branches: EDSA Greenhills, EDSA Congressional, Araneta EO, YMCA, DOTC, Ortigas EO, Muntinlupa, and North Avenue
- G. ANY ALTERATIONS WILL INVALIDATE THIS FORM**



SEC Main Office
Ground Floor, Secretariat Building, PICC Complex, Pasay City, Metro Manila

electronic Official Receipt

Transaction Details

eOR Number	20220520-PM-0013745-13
Transaction Number	214001830472
Payment Date	May 20, 2022 09:19 AM
Payment Scheme	master-card
Status	COMPLETED
Payment Status	PAYMENT_SUCCESS

Payment Assessment Details

PAF No.	20220520-5317160
PAF Date	2022-05-20 08:59:46
Payor Name	ARTHALAND CORPORATION
Payor Address	7F ARTHALAND CENTURY PACIFIC TOWER, 5TH AVENUE CORNER 30TH STREET, BONIFACIO GLOBAL CITY, TAGUIG CITY 1634

#	Nature of Collection	Account Code	Amount
1	Information Statement - Registrant	4020199099(678)	7,500.00
2	Legal Research Fee (A0823)	2020105000(131)	75.00
TOTAL			7,575.00

Total amount indicated herein does not include the convenience/service fee of the selected payment channel.

From: ICTD Submission <ictdsubmission+canned.response@sec.gov.ph>
Sent: Friday, June 3, 2022 10:09 AM
To: ALCO@arthaland.com
Subject: Re: Arthaland Corporation | 2022 DEFINITIVE Information Statement

Your report/document has been SUCCESSFULLY ACCEPTED by ICTD.
(Subject to Verification and Review of the Quality of the Attached Document)
Official copy of the submitted document/report with Barcode Page (Confirmation Receipt) will be made available after 15 days from receipt through the SEC Express System at the SEC website at www.sec.gov.ph

NOTICE

Please be informed that pursuant to SEC Memorandum Circular No. 3, series of 2021, scanned copies of the printed reports with wet signature and proper notarization shall be filed in PORTABLE DOCUMENT FORMAT (PDF) **Secondary Reports** such as: 17-A, 17-C, 17-L, 17-Q, ICASR, 23-A, 23-B, I-ACGR, Monthly Reports, Quarterly Reports, Letters, through email at

ictdsubmission@sec.gov.ph

Note: All submissions through this email are no longer required to submit the hard copy thru mail, eFAST/OST or over- the- counter.

For those applications that require payment of filing fees, these still need to be filed and sent via email with the SEC RESPECTIVE OPERATING DEPARTMENT.

Further, note that other reports shall be filed thru the **ONLINE SUBMISSION TOOL (OST)** such as: AFS, GIS, GFFS, LCFS, LCIF, FCFS, FCIF, IHFS, BDFS, PHFS etc. ANO, ANHAM, FS-PARENT, FS-CONSOLIDATED, OPC_AO, AFS WITH NSPO FORM 1,2,3 AND 4,5,6, AFS WITH NSPO FORM 1,2,3 (FOUNDATIONS)

FOR MC28, please email to:

<https://apps010.sec.gov.ph>

For your information and guidance.

Thank you and keep safe.